Easyhold Group Holdings Limited
誼和股份有限公司

(Incorporated in the Cayman Islands with limited liability)
（於開曼群島註冊成立的有限公司）

（Stock code 股份代號：1703）

Annual Report 2026 年報

Contents
目錄

Corporate Information
公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Chu Pui Him
Mr. Leung Yin Cheuk

Non-executive Director

Mr. Fok Siu Keung

Independent Non-executive Directors

Mr. Wong Che Sang
Ms. Zhao Ming
Ms. Yin Shilu

COMPANY SECRETARY

Mr. Lam Man Kit

AUTHORISED REPRESENTATIVES

Mr. Lam Man Kit
Mr. Leung Yin Cheuk

AUDIT COMMITTEE

Ms. Yin Shilu (Chairlady)
Ms. Zhao Ming
Mr. Wong Che Sang

NOMINATION COMMITTEE

Mr. Wong Che Sang (Chairman)
Ms. Zhao Ming
Ms. Yin Shilu

REMUNERATION COMMITTEE

Mr. Wong Che Sang (Chairman)
Ms. Zhao Ming
Ms. Yin Shilu

REGISTERED OFFICE

Cricket Square Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

董事會

執行董事

朱沛謙先生
梁彥卓先生

非執行董事

霍紹強先生

獨立非執行董事

黃志生先生
趙鳴女士
尹詩璐女士

公司秘書

林文傑先生

授權代表

林文傑先生
梁彥卓先生

審核委員會

尹詩璐女士（主席）
趙鳴女士
黃志生先生

提名委員會

黃志生先生（主席）
趙鳴女士
尹詩璐女士

薪酬委員會

黃志生先生（主席）
趙鳴女士
尹詩璐女士

註冊辦事處

Cricket Square Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 2804A,
Wu Chung House,
213 Queen's Road East,
Wan Chai, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111 Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
17th Floor, Far East Finance Centre
16 Harcourt Road
Hong Kong

AUDITORS

Global Link CPA Limited

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited
Bank of China (Hong Kong) Limited

STOCK CODE

1703

WEBSITE

https://www.irasia.com/listco/hk/easyhold/

總部及香港主要營業地點

香港灣仔
皇后大道東213號
胡忠大廈
2804A室

主要股份過戶登記處

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111 Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏愨道16號
遠東金融中心17樓

核數師

高嶺會計師有限公司

主要往來銀行

香港上海滙豐銀行有限公司
中國銀行(香港)有限公司

股份代號

1703

網址

https://www.irasia.com/listco/hk/easyhold/

CHANGE OF COMPANY NAME

Subsequent to the passing of a special resolution in relation to the proposed change of company name by the shareholders of the Company at the annual general meeting ("AGM") held on 5 March 2026 (the "2025/26 AGM"), the Registrar of Companies in the Cayman Islands has approved the registration of the new name of the Company and issued the certificate of incorporation on change of name on 6 March 2026. Hence, the English name of the Company has been changed from "Welife Technology Limited" to "Easyhold Group Holdings Limited" and the dual foreign name in Chinese of the Company from "維力生活科技有限公司" to "誼和股份有限公司", with effect from 6 March 2026 (the "Change of Company Name"). The certificate of registration of alteration of name of registered non-Hong Kong company was issued by Companies Registry in Hong Kong on 20 March 2026, certifying that the new English name "Easyhold Group Holdings Limited" also known as "誼和股份有限公司" have been registered in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). For details of the Change of Company Name, please refer to the announcements of the Company dated 13 January 2026 and 2 April 2026, and the circular of the Company dated 10 February 2026.

更改公司名稱

繼本公司股東於2026年3月5日舉行的股東週年大會（简稱「股東週年大會」）（下稱「2025/26年度股東週年大會」）上通過有關建議更改公司名稱之特別決議案後，開曼群島公司註冊處已於2026年3月6日批准登記本公司之新名稱並發出更改名稱註冊證書。因此，本公司的英文名稱已由「Welife Technology Limited」更改為「Easyhold Group Holdings Limited」，而本公司的中文雙重外國名稱亦已由「維力生活科技有限公司」更改為「誼和股份有限公司」，均自2026年3月6日起生效（「更改公司名稱」）。香港公司註冊處已於2026年3月20日發出註冊非香港公司變更名稱註冊證明書，證明根據香港法例第622章《公司條例》第16部，新英文名稱「Easyhold Group Holdings Limited」（亦稱為「誼和股份有限公司」）已在香港註冊。有關更改公司名稱的詳情，請參閱本公司日期為2026年1月13日及2026年4月2日的公告以及本公司日期為2026年2月10日的通函。

BUSINESS REVIEW AND OUTLOOK

The Group is a Hong Kong based full-service restaurant entity specializing in Cantonese dining and banquet services, particularly wedding banquets and Cha Chaan Teng operations. During the year ended 31 March 2026, conditions in Hong Kong's traditional Chinese restaurant sector showed some moderation compared to the fiscal year ended 31 March 2025, though structural challenges persisted. The market downturn primarily stemmed from two key factors: the growing preference of Hong Kong residents to dine in mainland China, where traditional restaurants provide more comprehensive services at competitive prices, and the younger generation's shift toward affordable, quick-service dining options such as fast-food chains or delivery platforms—a trend amplified by post-COVID-19 behavioral changes. Additionally, the expansion of cross-border transportation infrastructure further encouraged Hong Kong residents to spend in mainland China.

During the year ended 31 March 2026, through the introduction of new concept restaurants and adaptation to market changes, the Group's revenue recovered to approximately HK$323.7 million, representing an increase of approximately 42.2% compared to approximately HK$227.6 million for the year ended 31 March 2025.

業務回顧及展望

本集團是一家總部位於香港的全面服務式酒樓實體，專門提供粵式餐飲及宴會服務，尤其是婚宴及茶餐廳營運。於截至2026年3月31日止年度，香港傳統中餐酒樓行業的狀況較截至2025年3月31日止財政年度有所放緩，惟結構性挑戰依然存在。市場低迷主要源於兩個關鍵因素：香港居民越來越傾向於在中國內地用餐，因當地的傳統酒樓能以具競爭力的價格提供更全面的服務；以及年輕一代轉向快餐連鎖店或外賣平台等價格實惠的快餐選擇—COVID-19後的行為變化加劇了這一趨勢。此外，跨境交通基礎設施的擴張進一步鼓勵香港居民前往中國內地消費。

於截至2026年3月31日止年度，透過引入新概念酒樓及餐廳及適應市場變化，本集團的收入回升至約323.7百萬港元，較截至2025年3月31日止年度的約227.6百萬港元增加約42.2%。

The following table sets out the movement of the number of restaurants we operated during the financial years indicated:

下表載列我們於所示財政年度經營的酒樓及餐廳數目變動：

		For the year ended 31 March 2026 截至2026年3月31日止年度	For the year ended 31 March 2025 截至2025年3月31日止年度
Number of restaurants at the beginning of the year	年初的酒樓及餐廳數目	6	6
Number of newly acquired restaurant during the year	年內新收購酒樓及餐廳的數目	7	2
Number of closed restaurants during the year	年內關閉酒樓及餐廳的數目	(3)	(2)
Number of restaurants at the end of the year	年末的酒樓及餐廳數目	10	6

To prepare for this anticipated growth, the Group plans to conduct a comprehensive evaluation of its current core business operations across various geographical regions. This assessment aims to formulate a sustainable business plan and strategy for future expansion. Our focus will involve exploring potential business opportunities and investments in diverse sectors and locations to enhance the Group's long-term growth prospects. Additionally, we will explore various business models, including partnerships with third-party restaurant operators, to strengthen the Group's competitiveness in both Hong Kong and the Greater Bay Area Market new traditional Chinese restaurant as well as.

為迎接此預期增長，本集團計劃對其目前於不同地區的核心業務營運進行全面評估。此評估旨在為未來擴展制定可持續的業務計劃及策略。我們將專注於探索不同行業及地點的潛在商機及投資，以提升本集團的長期增長前景。此外，我們將探索各種業務模式，包括與第三方酒樓營運商合作，以加強本集團在香港及大灣區市場中作為新傳統中式酒樓的競爭力。

In response to evolving consumer preferences, the Group opened new Cha Chaan Teng restaurants during the year. These venues emphasize cost-effective and efficient service models, modernized dining experiences, and streamlined operations designed to appeal to younger demographics, improve table turnover efficiency, and accelerate cash flow cycles. The Company anticipates these initiatives to drive incremental revenue growth and support broader market expansion. Further openings of similar concept restaurants are under consideration by late 2026. Concurrently, the Group will conduct a strategic assessment of its core operations across regional markets to refine sustainable growth strategies. This includes identifying cross-industry investment opportunities and diversifying geographical footprints to bolster long-term resilience. To strengthen its position in the Hong Kong and Greater Bay Area Market, the Group will explore innovative business frameworks, such as strategic collaborations with third-party restaurant operators, to enhance competitive differentiation and market penetration.

為應對不斷變化的消費者偏好，本集團於年內開設了新的茶餐廳。該等場所強調具成本效益及高效的服務模式、現代化的餐飲體驗及精簡的營運，旨在吸引年輕族群、提高餐桌週轉效率及加快現金流週期。本公司預期該等措施將推動收入增量增長並支持更廣泛的市場擴展。本集團正考慮於2026年底前進一步開設同類概念餐廳。同時，本集團將對其於各地區市場的核心業務進行戰略評估，以完善可持續增長策略。此包括識別跨行業投資機會及分散地域佈局，以增強長期韌性。為加強其於香港及大灣區市場的地位，本集團將探索創新業務架構，如與第三方餐飲運營商建立戰略合作，以提高競爭差異化及市場滲透率。

FINANCIAL REVIEW

Revenue

The Group's revenue increased by 42.2% from approximately HK$227.6 million for the year ended 31 March 2025 to approximately HK$323.7 million for the year ended 31 March 2026. Such increase in revenue was mainly due to increase in number of restaurants while the Group has closed down underperforming during the year.

Cost of food and beverages

The Group's cost of food and beverages decreased by approximately 44.5%, from approximately HK$55.7 million for the year ended 31 March 2025 to approximately HK$80.5 million for the year ended 31 March 2026. The increase was in line with the increase in revenue during the year ended 31 March 2026. The cost of food and beverages as a percentage of revenue increased from 24.5% for the year ended 31 March 2025 to approximately 24.9% for the year ended 31 March 2026 which the restaurants need to constantly increase the food quality and introduce new dishes to attract customers during the year.

Gross profit and gross profit margin

The Group's gross profit increased by approximately 41.4% from approximately HK$171.9 million for the year ended 31 March 2025 to approximately HK$243.1 million for the year ended 31 March 2026. The increase was in line with the increase in revenue during the year ended 31 March 2026. The gross profit margin decreased from 75.5% for the year ended 31 March 2025 to 75.1% for the year ended 31 March 2026 mainly due to the need to constant change of menu and trigger food quality.

Staff costs

The Group's staff costs increased by approximately 15.5%, from approximately HK$115.7 million for the year ended 31 March 2025 to approximately HK$133.6 million for the year ended 31 March 2026. Such increase was mainly due to increase in headcount and employing more part-time employee for restaurants operations and banquet services as a result of the shift of consumption preference. The staff costs as a percentage of revenue decreased from approximately 50.8% for the year ended 31 March 2025 to approximately 41.3% for the year ended 31 March 2026 mainly due to increase in revenue.

財務回顧

收益

本集團的收益由截至2025年3月31日止年度的約227.6百萬港元增加42.2%至截至2026年3月31日止年度的約323.7百萬港元。收益增加主要是由於年內餐廳數目增加，而本集團已關閉表現欠佳的酒樓。

餐飲成本

本集團的餐飲成本由截至2025年3月31日止年度的約55.7百萬港元增加約44.5%至截至2026年3月31日止年度的約80.5百萬港元。該增加與截至2026年3月31日止年度的收益增加一致。餐飲成本佔收益的百分比由截至2025年3月31日止年度的24.5%上升至截至2026年3月31日止年度的約24.9%，有關酒樓需要於年內不斷提高食品質量及推出新菜式以吸引客戶。

毛利及毛利率

本集團的毛利由截至2025年3月31日止年度的約171.9百萬港元增加約41.4%至截至2026年3月31日止年度的約243.1百萬港元。該增加與截至2026年3月31日止年度的收益增加一致。毛利率由截至2025年3月31日止年度的75.5%下降至截至2026年3月31日止年度的75.1%，主要是由於需要不斷更換菜單及提升食品質量。

員工成本

本集團的員工成本由截至2025年3月31日止年度的約115.7百萬港元增加約15.5%至截至2026年3月31日止年度的約133.6百萬港元。該增加主要是由於消費偏好的轉變導致酒樓營運及宴會服務的員工人數增加及聘用更多兼職員工。員工成本佔收益的百分比由截至2025年3月31日止年度的約50.8%下降至截至2026年3月31日止年度的約41.3%，主要是由於收益增加。

Property rentals and related expenses

The Group's property rentals and related expenses increased by approximately 25.6%, from approximately HK$15.6 million for the year ended 31 March 2025 to approximately HK$19.6 million for the year ended 31 March 2026 mainly attributable to the increase in number of restaurants during the year ended 31 March 2026.

物業租金及相關開支

本集團的物業租金及相關開支由截至2025年3月31日止年度的約15.6百萬港元增加約25.6%至截至2026年3月31日止年度的約19.6百萬港元，主要可歸因於截至2026年3月31日止年度酒樓及餐廳數目的增加。

Depreciation

The Group's depreciation of property, plant and equipment increased to approximately HK$5.5 million for the year ended 31 March 2026 as compared to HK$4.4 million for the year ended 31 March 2025 mainly due to the increase in the total number of restaurants in operation during the year ended 31 March 2026 when compared to last year.

The Group's depreciation of right-of-use assets decreased to approximately HK$19.9 million for the year ended 31 March 2026 from HK$26.9 million for the year ended 31 March 2025 mainly due to the depreciation were higher for large size restaurant in 2025 which the Group did not renew those tenancy agreement when they expired, while the new restaurants in 2026 are mainly of small size during the year ended 31 March 2026 when compared to last year.

折舊

本集團的物業、廠房及設備折舊由截至2025年3月31日止年度的4.4百萬港元增加至截至2026年3月31日止年度的約5.5百萬港元，主要是由於與去年相比，於截至2026年3月31日止年度營運中的酒樓及餐廳總數增加。

本集團的使用權資產折舊由截至2025年3月31日止年度的26.9百萬港元減少至截至2026年3月31日止年度的約19.9百萬港元，主要是由於2025年大型酒樓的折舊較高，本集團於該等租賃協議到期時並未續約，而與去年相比，於截至2026年3月31日止年度內，2026年的新酒樓主要為小型酒樓及餐廳。

Finance costs

Finance costs decreased to HK$1.1 million for the year ended 31 March 2026 as compared to HK$2.2 million for the year ended 31 March 2025 due to the decrease of bank interest expense as the bank borrowings has been fully repaid last year.

財務成本

財務成本由截至2025年3月31日止年度的2.2百萬港元減少至截至2026年3月31日止年度的1.1百萬港元，乃由於去年悉屬償還銀行借款令銀行利息開支減少。

Profit/(loss) for the year

The Group achieved a profit for the year of approximately HK$10.2 million, compared with a loss for the year ended 31 March 2025 of approximately HK$32.0 million, due to the combined effect of the factors discussed above.

年內溢利╱(虧損)

本集團實現年內溢利約10.2百萬港元，而截至2025年3月31日止年度則錄得虧損約32.0百萬港元，乃由於上述因素的綜合影響。

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group's objectives in managing capital are to safeguard its ability to continue as a going concern. The capital structure of the Group consists of net debts, which includes bank borrowings, net of bank balances and cash and equity attributable to owners of the Group, comprising issued share capital and reserves.

The Directors review the capital structure of the Group periodically and may take different measures, including the payment of dividends, the issue of new shares and raising of new debt or the redemption of existing debt.

The Group's liquidity requirements primarily relate to the working capital needs (mainly for procurement of food and beverages from suppliers, staff costs, property rents and various operating expenses), providing catering and banquet services and working capital needs for loss making period, and the principal source of funds is mainly from working capital generated internally from the Group's operation, bank borrowings and the net proceeds received from the Listing.

As at 31 March 2026, the Group's cash and cash equivalents were approximately HK$17.4 million (2025: HK$22.7 million). As at 31 March 2026, the Group's total current assets and current liabilities were approximately HK$59.3 million (2025: HK$48.7 million) and approximately HK$78.1 million (2025: HK$64.6 million), while the current ratio of the Group was approximately 0.8 times (2025: approximately 0.8 times). During the year, approximately HK$16.3 million were incurred for acquiring property, plant and equipment for renovating existing restaurants (2025: HK$1.4 million) and no amount were used for repayment of bank borrowings (2025: HK$14.4 million). Excluding the current lease liabilities, the net current liability was HK$2.6 million (2025: HK$9.0 million) and the current ratio as at 31 March 2026 was 1.0 times (2025: 0.9 times).

As at 31 March 2026 and 31 March 2025, gearing ratio is not applicable since the Group did not have any interest-bearing bank borrowings.

CAPITAL EXPENDITURE

The capital expenditure during the year under review was primarily related to expenditures on additions and renovation of property, plant and equipment for the Group's new restaurants and Cha Chaan Tengs, and maintenance of existing restaurants and Cha Chaan Tengs.

流動資金、財務資源及資本架構

本集團管理資本的目標為保障其持續經營能力。本集團的資本架構包括淨債項（包括銀行借款，扣除銀行結餘及現金）及本集團擁有人應佔權益（包括已發行股本及儲備）。

董事定期審閱本集團資本架構及可能採取不同措施，包括派付股息、發行新股份及籌集新債務或贖回現有債務。

本集團的流動資金需求主要涉及營運資金需要（主要為向供應商採購食品及飲品、員工成本、物業租金及各項營運開支）、提供餐飲及宴會服務以及虧損期的營運資金要求，主要資金來源主要來自本集團業務內部產生的營運資金、銀行借款及上市收取的所得款項淨額。

於2026年3月31日，本集團的現金及現金等價物約為17.4百萬港元（2025年：22.7百萬港元）。於2026年3月31日，本集團的流動資產總額及流動負債總額分別約為59.3百萬港元（2025年：48.7百萬港元）及約78.1百萬港元（2025年：64.6百萬港元），而本集團的流動比率約為0.8倍（2025年：約0.8倍）。於年內，約16.3百萬港元用於收購物業、廠房及設備以翻新現有酒樓（2025年：1.4百萬港元），並無任何款項用於償還銀行借款（2025年：14.4百萬港元）。剔除流動租賃負債後，於2026年3月31日流動負債淨額為2.6百萬港元（2025年：9.0百萬港元），且流動比率為1.0倍（2025年：0.9倍）。

於2026年3月31日及2025年3月31日，資產負債比率不適用，因為本集團並無任何計息銀行借款。

資本開支

回顧年度內的資本開支主要與本集團新酒樓及茶餐廳的物業、廠房及設備添置及翻新以及現有酒樓及茶餐廳的維護開支有關。

FOREIGN EXCHANGE EXPOSURE

Most of the transactions of the Group are denominated in Hong Kong dollar and the Group is not exposed to any significant foreign exchange exposure.

外匯風險

本集團大部分交易以港元計值，且本集團並無面臨任何重大外匯風險。

CONTINGENT LIABILITIES

On 8 July 2022, the Company has entered into a Business Development Consultancy Agreement (the "**Consultancy Agreement**") with Jasons Holdings (Shenzhen) Company Limited（杰晟思控股（深圳）有限公司）("**Jasons**"), pursuant to which Jasons will be remunerated in the manner to be agreed between the Company and Jasons.

On 14 July 2023, in relation to the remuneration for the Consultancy Agreement, the Company entered into a remuneration agreement with Jasons (the "**Remuneration Agreement**"), pursuant to which the consultancy fee (i.e. HK$9,400,000) (the "**Consultancy Fee**") to Jasons shall be settled by way of allotment and issue of 45,000,000 shares ("**Consideration Shares**") at the issue price of HK$0.227 for each Consideration Share. The application to issue the Consideration Share had subsequently been withdrawn by the Company on 17 November 2023.

On 28 June 2024, the lawyer of Jasons has issued a petition to wind up the Company, on the basis of the alleged failure by the Company to repay its debts amount of HK$9,400,000. On 10 March 2025, the Company received a winding up petition filed by Jasons against the Company in the High Court of Hong Kong, on the basis of the alleged failure by the Company to repay its debts amount of RMB9,400,000 (the "**Winding-up Petition**").

An order was made by the High Court of Hong Kong on 13 February 2026 that the Winding-up Petition was dismissed.

或然負債

於2022年7月8日，本公司與杰晟思控股（深圳）有限公司（「**杰晟思**」）訂立一份業務發展顧問協議（「**顧問協議**」），根據該協議，杰晟思將按照本公司與杰晟思協定的方式獲得薪酬。

於2023年7月14日，就顧問協議的薪酬而言，本公司與杰晟思訂立薪酬協議（「**薪酬協議**」），據此，顧問費（即9,400,000港元）（「**顧問費**」）將以配發及發行45,000,000股股份（「**代價股份**」）的方式支付予杰晟思，發行價為每股代價股份0.227港元。其後，本公司於2023年11月17日撤回發行代價股份的申請。

於2024年6月28日，杰晟思的律師已提交清盤本公司的呈請，基於本公司未能償還其債務金額9,400,000港元。於2025年3月10日，本公司收到由杰晟思在香港高等法院針對本公司提交的清盤呈請，理由是本公司被指未能償還其債務款項人民幣9,400,000元（「**清盤呈請**」）。

香港高等法院於2026年2月13日作出判決，駁回清盤呈請。

HUMAN RESOURCES AND REMUNERATION POLICY

As at 31 March 2026, the Group had approximately 250 employees (2025: 220 employees). The Group offers competitive wages and other benefits to our restaurant employees, and makes salary adjustments in response to the local labour market conditions. Our staff costs primarily consisted of salaries, allowances, and other benefits, contributions to retirement benefits scheme and Directors' emoluments.

人力資源及薪酬政策

於2026年3月31日，本集團有約250名僱員（2025年：220名僱員）。本集團提供具競爭力的工資及其他福利予酒樓僱員，並因應地區勞動市場情況調整薪金。員工成本主要包括薪金、津貼及其他福利、退休福利計劃供款及董事薪酬。

SHARE OPTION SCHEME

The Company's share option scheme was adopted pursuant to the resolution passed on 25 January 2019 to give the eligible persons (as mentioned in the following paragraph) an opportunity to have a personal stake in our Company and help motivate them to optimize their future performance and efficiency to our Group and/or to reward them for their past contributions, to attract and retain or otherwise maintain ongoing relationships with such eligible persons who are significant to and/or whose contributions are or will be beneficial to the performance, growth or success of our Group, and additionally in the case of executives, to enable our Group to attract and retain individuals with experience and ability and/or to reward them for their past contributions.

Eligible participants of the share option scheme include (a) any executive director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in any member of our Group, any full-time or part-time employee, or a person for the time being seconded to work full-time or part-time for any member of our Group; (b) a director or proposed director (including an independent non-executive director) of any member of our Group; (c) a direct or indirect shareholder of any member of our Group; (d) a supplier of goods or services to any member of our Group; (e) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of our Group; (f) a person or entity that provides design, research, development or other support or any advisory, consultancy, professional or other services to any member of our Group; (g) an associate of any of the persons referred to in paragraphs (a) to (c) above; and (h) any person involved in the business affairs of the Company whom our Board determines to be appropriate to participate in the share option scheme.

No share options has been granted since the effective date of the share option scheme and there are no outstanding share options as at 31 March 2026.

購股權計劃

本公司的購股權計劃根據2019年1月25日通過的決議案採納，旨在向合資格人士（如下段所述）提供於本公司擁有個人股權的機會，並有助於激勵彼等盡量提升其日後對本集團的績效及效率及／或就彼等過往的貢獻給予獎勵，以吸引及挽留或以其他方式與該等對本集團表現、增長或成功而言乃屬重要及／或其貢獻有利於或將有利於本集團表現、增長或成功的合資格人士維持持續合作關係，且讓本集團吸引及挽留具經驗及能力的行政人員及／或就彼等過往的貢獻給予獎勵。

購股權計劃的合資格人士包括(a)本集團任何成員公司的任何執行董事、經理或擔任行政、管理、監管或類似職位的其他僱員、任何全職或兼職僱員或借調至本集團任何成員公司擔任全職或兼職工作的人士；(b)本集團任何成員公司的董事或候選董事（包括獨立非執行董事）；(c)本集團任何成員公司的直接或間接股東；(d)本集團任何成員公司的貨品或服務供應商；(e)本集團任何成員公司的客戶、顧問、業務或合營夥伴、加盟商、承包商、代理人或代表；(f)向本集團任何成員公司提供設計、研究、開發或其他支援或任何建議、諮詢、專業或其他服務的人士或實體；(g)上文(a)至(c)段所述任何人士的聯繫人；及(h)董事會釐定為適合參與購股權計劃且參與本公司業務的任何人士。

自購股權計劃生效日期起概無授出購股權及於2026年3月31日概無尚未行使購股權。

CHARGES ON GROUP'S ASSETS

As at 31 March 2024, the deposit placed for a life insurance policy amounting to approximately HK$16.4 million was pledged to secure the Group's bank borrowings. The bank borrowings has fully repaid to the bank during the year ended 31 March 2025. Saved as disclosed above, there was no other charge on group's assets as at 31 March 2026.

本集團的資產質押

於2024年3月31日，為人壽保單支付之按金約16.4百萬港元已被質押，以擔保本集團的銀行借款。銀行借款已於截至2025年3月31日止年度全數償還予銀行。除上文所披露者外，於2026年3月31日，本集團資產並無其他押記。

SIGNIFICANT INVESTMENTS

As at 31 March 2026, the Group did not hold any significant investments.

重大投資

於2026年3月31日，本集團並無持有任何重大投資。

MATERIAL ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

On 18 July 2025, the Company entered into Sale and Purchase Agreement I and Sale and Purchase Agreement II to acquire the entire issued shares of Barry Investments Limited and Best State Limited at the consideration of HK$2,865,000 and HK$2,756,000, respectively.

The Acquisition was completed on 22 July 2025, the date on which the control of Barry Investments Limited and Best State Limited were passed to the Company. Save as disclosed above, the Group had no other material acquisition and disposal of subsidiaries or associated companies during the Year.

附屬公司、聯營公司及合資公司重大收購及出售

於2025年7月18日，本公司訂立買賣協議I及買賣協議II，以分別按2,865,000港元及2,756,000港元的代價收購百力投資有限公司及國升有限公司的全部已發行股份。

該收購事項已於2025年7月22日完成，即百力投資有限公司及國升有限公司的控制權轉移予本公司之日。除上文所披露者外，本集團於本年度內並無其他重大收購及出售附屬公司或聯屬公司。

EVENTS AFTER THE REPORTING PERIOD

Placing of New Shares

On 13 March 2026, the Company entered into a placing agreement ("Placing Agreement") with Advent Securities (Hong Kong) Limited (the "Placing Agent"), pursuant to which the Company proposes to offer for subscription and the Placing Agent has agreed, as agent of the Company, to procure not less than six (6) placees on a best effort basis to subscribe for up to 230,000,000 new shares under general mandate at a price of HK$0.064 per placing share (the "Placing Shares") (the "Placing of Shares").

The Placing of Shares was completed on 13 April 2026. An aggregate of 230,000,000 Placing Shares represent (i) 20% of the existing issued share capital of the Company of 1,150,000,000 Shares as at the date of Placing Agreement; and (ii) approximately 16.67% of the issued share capital of the Company of 1,380,000,000 Shares as enlarged by the allotment and issue of the Placing Shares, have been successfully placed to not less than six (6) Placees. The gross proceeds from the Placing of Shares are approximately HK$14,600,000 and the net proceeds (after deducting the commission payable to the Placing Agent, professional fees and other related costs and expenses incurred in the Placing of Shares) are approximately HK$13,600,000. The Company intends to use the net proceeds from the Placing of Shares for general working capital. Details of the Placing of Shares were set out in the announcements of the Company dated 15 March 2026, 16 March 2026 and 13 April 2026.

報告期後事項

配售新股份

於2026年3月13日，本公司與宏智證券（香港）有限公司（「配售代理」）訂立配售協議（「配售協議」），據此，本公司擬提呈發售以供認購，而配售代理已同意（作為本公司代理）按盡力基準促使不少於六(6)名承配人按每股配售股份0.064港元的價格認購最多230,000,000股根據一般授權發行的新股份（「配售股份」）（「股份配售」）。

股份配售於2026年4月13日完成。合共230,000,000股配售股份相當於(i)本公司於配售協議日期的現有已發行股本1,150,000,000股股份之20%；及(ii)經配發及發行配售股份擴大後本公司已發行股本1,380,000,000股股份之約16.67%，已成功配售予不少於六(6)名承配人。配售股份所得款項總額約為14,600,000港元，而所得款項淨額（經扣除應付予配售代理之佣金、專業費用及配售股份產生之其他相關成本及開支後）約為13,600,000港元。本公司擬將配售股份所得款項淨額用作一般營運資金。有關股份配售的詳情載於本公司日期為2026年3月15日、2026年3月16日及2026年4月13日之公告。

Share Consolidation

On 25 March 2026, the Company announced the proposal of the share consolidation pursuant to which every ten (10) existing shares of par value HK$0.01 each in the issued and unissued share capital of the Company be consolidated into one (1) consolidated share of par value of HK$0.10 each (the "Share Consolidation").

The Share Consolidation was approved by the Company's shareholders at the Company's extraordinary general meeting held on 28 April 2026. As such, the Share Consolidation have been effective on 30 April 2026. Upon the implementation of the Share Consolidation on 30 April 2026, the authorised share capital of the Company was at HK$50,000,000 divided into 500,000,000 consolidated shares of par value of HK$0.10 each, of which 138,000,000 consolidated shares are in issue which are fully paid or credited as fully paid. For details of the Share Consolidation, please refer to the announcements of the Company dated 25 March 2026 and 28 April 2026, and the circular of the Company dated 30 March 2026.

Saved as disclosed in this annual report, no significant events affecting the Company and its subsidiaries occurred since 1 April 2026 and up to the date of this report.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained a sufficient public float of at least 25% of the issued Shares from the Listing Date to the date of this annual report.

股份合併

於2026年3月25日，本公司公佈股份合併建議，據此，本公司已發行及未發行股本中每十(10)股每股面值為0.01港元的現有股份將合併為一(1)股每股面值為0.10港元的合併股份（「股份合併」）。

股份合併已經本公司之股東在2026年4月28日舉行之本公司股東特別大會上批准。因此，股份合併已於2026年4月30日生效。於2026年4月30日實施股份合併後，本公司的法定股本為50,000,000港元，分為500,000,000股每股面值為0.10港元的合併股份，其中138,000,000股已發行合併股份為繳足或入賬列作繳足。有關股份合併的詳情，請參閱本公司日期為2026年3月25日及2026年4月28日的公告以及本公司日期為2026年3月30日的通函。

除本公告所披露者外，自2026年4月1日起截至本報告日期，概無發生影響本公司及其附屬公司的重大事項。

充足公眾持股量

根據本公司公開可得的資料及據董事所知，自上市日期起至本年報日期，本公司已維持已發行股份最少25%的充足公眾持股量。

USE OF NET PROCEEDS

所得款項淨額用途

The net proceeds from the Listing (after deducting underwriting fees and the listing expenses to be borne by the Group) (the "**Net Proceeds**") was approximately HK$92,734,000. Up to 31 March 2026, the Company has utilised approximately HK$87.7 million of the Net Proceeds for the purposes as set out in the Prospectus, representing approximately 94.6% of the Net Proceeds.

上市所得款項淨額(扣除包銷費用及本集團將承擔之上市開支後)(「**所得款項淨額**」)約為92,734,000港元。截至2026年3月31日,本公司已將所得款項淨額中的約87.7百萬港元用於招股章程所載用途,佔所得款項淨額的約94.6%。

An analysis of the utilisation of the Net Proceeds as at 31 March 2026 is set out below:

於2026年3月31日所得款項淨額之動用分析載列如下:

Use of Net Proceeds 所得款項淨額用途		Allocation of Net Proceeds according to the Prospectus 根據招股章程分配所得款項淨額 % %	 HK$'000 千港元	Revised allocation of unused Net Proceeds on 3 March 2021 於2021年3月3日未動用的所得款項淨額的經修訂分配 HK$'000 千港元	Revised allocation of unused Net Proceeds on 18 October 2022 於2022年10月18日未動用的所得款項淨額的經修訂分配 HK$'000 千港元	Amount utilized as at 31 March 2026 於2026年3月31日未動用的金額 HK$'000 千港元	Unused Net Proceeds 未動用的所得款項淨額 HK$'000 千港元	Estimated timeline for utilization of the unused Net Proceeds 動用未使用的所得款項淨額的估計時間表
Opening restaurants (Note)	開設酒樓(附註)	76.1%	70,557	22,655	5,000	–	5,000	31 December 2026 2026年12月31日
Renovation of existing restaurants	翻新現有酒樓	14.1%	13,063	–	–	–	–	
Promoting brands	推廣品牌	5.0%	4,633	1,843	–	–	–	
Additional working capital, strategic investment and other general corporate purposes	額外的營運資金、戰略性投資及其他一般公司用途	4.8%	4,481	30,000	17,655	(17,655)	–	
		100.0%	92,734	54,498	22,655	(17,655)	5,000	

Note: The Board proposed to allocate approximately HK$5 million to open new restaurants catering different other cuisines with the objective of accommodating the changes of the catering and dining industry which, in turn, would allow the Company to capture new customers.

附註: 董事會建議撥付約5百萬港元,以開設供應其他不同菜系之新酒樓,旨在順應餐飲業之變遷,從而讓本公司贏得新客戶。

The unused Net Proceeds are placed into authorised financial institutions and/or licenced banks in Hong Kong. As at the date of this annual report, there was no change of the business plan from that disclosed in the prospectus of the Company dated 31 January 2019.

未動用所得款項淨額已存入香港認可金融機構及/或持牌銀行。於本年報日期,本公司日期為2019年1月31日的招股章程所披露者之業務計劃並無變動。

DIVIDENDS

股息

The Board resolved not to recommend the payment of a final dividend for the year ended 31 March 2026 and 31 March 2025.

董事會議決不建議就截至2026年3月31日及2025年3月31日止年度派付末期股息。

The Directors hereby present the annual report together with the audited consolidated financial statements of the Group for the year ended 31 March 2026.

董事謹此呈報本集團截至2026年3月31日止年度的年報連同經審核綜合財務報表。

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

主要活動及業務回顧

The principal activity of the Company is investment holding. The principal businesses of its subsidiaries are full-service restaurant entities based in Hong Kong and the PRC, specialising in Cantonese dining and banquet services (particularly wedding banquets), together with Cha Chaan Teng and various catering and food supplies operations. Details of the principal activities of the Company's principal subsidiaries are set out in note 31 to the consolidated financial statements.

本公司之主要業務為投資控股。其附屬公司之主要業務為於香港及中國內地經營全面服務式酒樓，專注提供粵式餐飲及宴會服務（尤其是婚宴），同時亦經營茶餐廳及多項餐飲與食品供應業務。本公司主要附屬公司之主要業務詳情載於綜合財務報表附註31。

A fair review of the business of the Group together with a discussion and analysis of the Group's performance during the year ended 31 March 2026, the material factors underlying its financial performance, as well as the future business development of the Group are set forth in the "Management Discussion and Analysis" section of this annual report.

本集團業務之中肯回顧，連同截至2026年3月31日止年度本集團表現之討論與分析、影響其財務表現之重大因素，以及本集團之未來業務發展，均載於本年報「管理層討論及分析」一節。

An analysis of the Group's performance during the year ended 31 March 2026 using financial key performance indicators is provided in the "Financial Summary" of this annual report.

採用財務關鍵績效指標對本集團截至2026年3月31日止年度表現之分析，載於本年報「財務概要」內。

The information relating to the Group's food quality and safety, customers, suppliers, employees, community involvement and environmental protection is set out in the "Environmental, Social and Governance Report" ("**ESG Report**") which was published in electronic form only on the Company's website at https://www.irasia.com/listco/hk/easyhold/ and on the website of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") at www.hkexnews.hk. If you wish to receive the printed version of the ESG Report, you may send your request in writing to the Company's head office and principal place of business in Hong Kong.

有關本集團食品質量及安全、客戶、供應商、僱員、社區參與及環境保護之資料，載於「環境、社會及管治報告」（「**環境、社會及管治報告**」），該報告僅以電子形式於本公司網站https://www.irasia.com/listco/hk/easyhold/及香港聯合交易所有限公司（「**聯交所**」）網站www.hkexnews.hk刊發。 閣下如欲收取環境、社會及管治報告之印刷本，可向本公司之香港總辦事處及主要營業地點提交書面要求。

The discussions referred to above form part of this Report of the Directors.

上述討論構成本董事會報告之一部分。

PRINCIPAL RISKS AND UNCERTAINTIES

主要風險及不確定因素

There are certain principal risks and uncertainties faced by the Group.

本集團面臨若干主要風險及不確定因素。

Risk relating to commercial real estate rental market

與商業房地產租賃市場有關的風險

All of the restaurants of the Group are operated on leased properties. If the Group is not able to enter into new lease agreements or renew existing leases on commercially acceptable terms, the Group's profitability, market share and growth may be adversely affected.

本集團所有酒樓均於租賃物業營運。倘本集團未能以商業可行條款訂立新租賃協議或重續現有租約，本集團的盈利能力、市場份額及增長可能受到不利影響。

Risk relating to increase in procurement costs for food and beverages

The profitability of the Group depends significantly on its ability to anticipate and react to changes in procurement costs of food and beverages. The availability and prices of food supplies can fluctuate and be volatile and are subject to factors beyond our control.

Reputation Risks

The Group operates the business under various brand names. If the Group fails to maintain and protect its intellectual property, or if any third party misappropriates, dilutes or infringes the Group's intellectual property, the value of the Group's brands may be harmed, which may prevent the Group's brand from achieving and maintaining market acceptance.

Even if the use of identical or similar trademarks, brands, and logos by an infringing restaurant do not confuse customers, the distinctive nature of the Group's brand image could be blurred. Any failure to protect or safeguard the intellectual property rights of the Group could materially affect its business, financial condition and results of operations.

Compliance Risks

In accordance with the relevant laws and regulations in jurisdictions in which the Group operates, the Group is required to obtain or renew the licenses and permits for operating its restaurant business, including general restaurant licence, liquor licence, water pollution control licence and other approval or permits, including endorsement to serve certain foods. Going forward, if the Group fails to obtain or renew all the necessary licenses or permits for its operation in a timely manner, it may be subject to fines, suspension of operation for a while and/or cease operation in the worst scenario, which could materially and adversely affect the profitability of the Group.

As far as the Board is aware, the Group has complied with the relevant laws and regulations, a material breach or non-compliance of which could have a significant impact of the business and operations of the Group. During the year ended 31 March 2026, there was no material breach or non-compliance with the applicable laws and regulations by the Group.

與食品及飲料採購成本增加有關的風險

本集團的盈利能力嚴重依賴其預測食品及飲料採購成本及應對其變化的能力。食品的供應情況及價格可能有所波動且不穩定，並受限於我們無法控制的因素。

聲譽風險

本集團以若干品牌名稱經營業務。倘本集團未能維持及保護其知識產權，或倘任何第三方盜用、削弱或侵犯本集團的知識產權，本集團品牌的價值可能受損，進而可能阻礙本集團品牌實現及維持市場認可度。

即使侵權酒樓使用相同或相似商標、品牌及標誌的行為不會混淆顧客，本集團品牌形象的獨特性質亦可能變得模糊不清。任何未能保護或維護本集團知識產權的行為，均可能對業務、財務狀況及營運業績造成重大影響。

合規風險

根據本集團營運所在司法權區的相關法律及法規，本集團須獲得或重續牌照及許可，方可經營酒樓業務，包括普通食肆牌照、酒牌、水污染監控牌照及其他批准或許可，包括提供若干食物的授權等。展望未來，倘本集團未能及時取得或重續所有營運所需牌照或許可，本集團可能遭到罰款、暫停營業一段時間及／或（最壞情況）終止經營，從而可能對本集團的盈利能力造成重大不利影響。

就董事會所深知，本集團已遵守相關法律及法規，而倘出現對該等法律及法規的重大違反或不合規情況，將可能對本集團之業務及營運造成重大影響。截至2026年3月31日止年度，本集團並未出現適用法律及法規的重大違規或不合規情況。

ENVIRONMENTAL, SOCIAL AND GOVERNANCE POLICIES AND PERFORMANCES

The Group is committed to ensure that all business activities are economically, socially and environmentally sustainable. It has identified various environmental, social and governance ("**ESG**") areas and has taken measures to control the environmental and social impacts arising from operation. Through effective control of operations, the Group could further assure compliance with ESG requirements.

A report on ESG matters was published in electronic form only on the Company's website at www.irasia.com/listco/hk/easyhold/ and on the website of the Stock Exchange at www.hkexnews.hk. If you wish to receive the printed version of the ESG Report, you may send your request in writing to the Company's head office and principal place of business in Hong Kong.

環境、社會及管治政策及表現

本集團致力確保所有業務活動在經濟、社會及環境方面均屬可持續。本集團已識別多項環境、社會及管治（「**環境、社會及管治**」）範疇，並已採取措施控制營運所產生之環境及社會影響。透過有效控制營運，本集團可進一步確保符合環境、社會及管治規定。

一份有關環境、社會及管治事宜之報告僅以電子形式於本公司網站www.irasia.com/listco/hk/easyhold/及聯交所網站www.hkexnews.hk刊發。 閣下如欲收取環境、社會及管治報告之印刷本，可向本公司之香港總辦事處及主要營業地點提交書面要求。

RELATIONSHIPS WITH EMPLOYEES, SUPPLIERS AND CUSTOMERS

The Group understands the importance of maintaining a good relationship with its employees, suppliers, customers and other stakeholders to meet its immediate and long-term goals. The Group will continue to ensure effective communication and maintain good relationship with each of its key stakeholders.

The Group is committed to providing a healthy and safe workplace for all employees. During the year ended 31 March 2026, there were no workplace fatalities, no strikes, and no material disputes between the Group and its employees, suppliers or customers.

與僱員、供應商及客戶之關係

本集團深明與其僱員、供應商、客戶及其他持份者維持良好關係，以達致其即時及長遠目標之重要性。本集團將繼續確保有效溝通，並與各主要持份者保持良好關係。

本集團致力為全體僱員提供健康及安全之工作場所。截至2026年3月31日止年度，本集團與其僱員、供應商或客戶之間並無發生工作場所死亡事故、罷工或重大糾紛。

RESULTS AND DIVIDENDS

The results of the Group for the year ended 31 March 2026 are set out in the consolidated statements of profit or loss and other comprehensive income on page 98 of this annual report.

The Board resolved not to recommend the payment of any dividend for the year ended 31 March 2026.

業績及股息

本集團截至2026年3月31日止年度的業績載於本年報第98頁的綜合損益及其他全面收益表。

董事會決議不建議就截至2026年3月31日止年度派發任何股息。

FINANCIAL SUMMARY

A summary of the results and the assets and liabilities of the Group for each of the last five financial years is set out on page 184 of this annual report.

財務概要

本集團於過往五個財政年度各年的業績以及資產及負債概要乃載於本年報第184頁。

USE OF PROCEEDS

Details of the use of proceeds from the Company's equity fundraisings are set out in the "Management Discussion and Analysis" section of this annual report.

所得款項用途

本公司股權集資所得款項用途的詳情乃載於本年報「管理層討論及分析」一節。

SHARE CAPITAL

Details of the movements in share capital of the Company during the year ended 31 March 2026 are set out in note 26 to the consolidated financial statements.

股本

本公司截至2026年3月31日止年度的股本變動詳情乃載於綜合財務報表附註26。

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's articles of association (the "**Articles**") or the laws of the Cayman Islands, which would oblige the Company to offer new shares ("**Share(s)**") on a pro-rata basis to existing shareholders of the Company ("**Shareholder(s)**").

優先購股權

本公司組織章程細則(「**細則**」)或開曼群島法例概無有關優先購股權的規定,規定本公司須按比例向本公司現有股東(「**股東**」)發售新股份(「**股份**」)。

TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief or exemption available to the Shareholders by reason of their holding of the Company's securities. Intending subscribers, purchasers or Shareholders are recommended to consult their own professional advisers if they are in any doubt as to the taxation implications (including tax relief or exemption) of subscribing for, purchasing, holding, disposing of or dealing in the Shares. Neither the Company, the Directors nor officers will accept any responsibility for any tax effect on, or liabilities of, holders of Shares resulting from their subscription for, purchase, holding, disposal of or dealing in such shares.

稅務減免及豁免

本公司並不知悉股東因持有本公司證券而可享有任何稅務減免或豁免。建議有意認購或購買股份之人士或股東,如對認購、購買、持有、出售或買賣股份之稅務影響(包括稅務減免或豁免)有任何疑問,應諮詢其本身之專業顧問。對於股份持有人因認購、購買、持有、出售或買賣有關股份而產生之任何稅務影響或負債,本公司、董事或高級職員概不承擔任何責任。

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

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the year ended 31 March 2026.

購買、贖回或出售本公司上市證券

本公司或其任何附屬公司於截至2026年3月31日止年度概無購買、贖回或出售本公司的任何上市證券。

RESERVES

Details of the movements in the reserves of the Group and the Company during the year ended 31 March 2026 are set out in the consolidated statement of changes in equity and in note 35 to the consolidated financial statements, respectively.

儲備

本集團及本公司於截至2026年3月31日止年度的儲備變動詳情分別載於綜合權益變動表及綜合財務報表附註35。

DISTRIBUTABLE RESERVES

As at 31 March 2026, the Company has no reserves available for distribution, calculated in accordance with the Companies Act, Cap. 22 (as consolidated and revised) of the Cayman Islands including the share premium and other reserves less accumulated loss.

可供分派儲備

於2026年3月31日,按開曼群島法例第22章公司法(經綜合及修訂)計算,本公司並無任何儲備可供分派,當中包括股份溢價及其他儲備(經扣除累計虧損)。

CHARITABLE CONTRIBUTIONS

During the year ended 31 March 2026, the Group made charitable contributions amounting to approximately HK$21,000.

慈善捐款

於截至2026年3月31日止年度,本集團作出的慈善捐款約21,000港元。

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended 31 March 2026:

(i) due to the nature of the Group's business, its customers mainly consist of walk-in customers of the general public. As such, the Directors consider that it is not practicable to identify the five largest customers of the Group, and the Group did not rely on any single customer; and

(ii) the aggregate purchases attributable to the Group's five largest suppliers accounted for approximately 41.2% (31 March 2025: 46.4%) and the largest supplier accounted for approximately 11.3% (31 March 2025: 12.2%) of the Group's total purchases.

To the best of the knowledge of the Directors, none of the Directors, their respective close associates or any Shareholders (who, to the knowledge of the Directors, owned more than 5% of the Company's issued share capital) had an interest in any of the Group's five largest suppliers.

DIRECTORS

The Directors during the year ended 31 March 2026 and as at the date of this annual report were as follows:

Executive Directors

Mr. Chu Pui Him
Mr. Leung Yin Cheuk

Non-executive Director

Mr. Fok Siu Keung

Independent Non-executive Directors

Mr. Wong Che Sang
Ms. Zhao Ming
Ms. Yin Shilu (appointed on 14 May 2025)
Mr. Char Shik Ngor Stephen (resigned on 8 October 2025)

Pursuant to article 84(1) of the Articles, at each AGM, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation, provided that every Director shall be subject to retirement at AGM at least once every three years.

主要客戶及供應商

截至2026年3月31日止年度：

(i) 基於本集團之業務性質，其客戶主要包括一般公眾的街客。因此，董事認為識別本集團五大客戶並不切實可行，而本集團亦無依賴任何單一客戶；及

(ii) 本集團五大供應商應佔之採購總額約佔本集團採購總額之41.2%（2025年3月31日：46.4%），而最大供應商則約佔11.3%（2025年3月31日：12.2%）。

就董事所深知，概無董事、彼等各自之緊密聯繫人或任何股東（就董事所知，持有本公司已發行股本超過5%者）於本集團五大供應商中擁有任何權益。

董事

於截至2026年3月31日止年度及於本年報日期，董事如下：

執行董事

朱沛謙先生
梁彥卓先生

非執行董事

霍紹強先生

獨立非執行董事

黃志生先生
趙鳴女士
尹詩璐女士（於2025年5月14日獲委任）
查錫我先生（於2025年10月8日辭任）

根據細則第84(1)條，於股東週年大會上，當時在任之三分之一董事（或倘董事人數並非三之倍數，則為最接近但不少於三分之一之人數）須輪值退任，惟每名董事須至少每三年於股東週年大會上退任一次。

In accordance with article 83(3) of the Articles, the Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or as an addition to the existing Board. Any Director appointed by the Board to fill a casual vacancy on or as addition to the Board shall hold office only until the first AGM after his/her appointment and be eligible for re-election at such meeting.

根據細則第83(3)條，董事有權不時及隨時委任任何人士出任董事，以填補董事會臨時空缺或增加現有董事會成員。任何獲董事會委任以填補董事會臨時空缺或作為董事會新增成員之董事，任期僅至其獲委任後首屆股東週年大會為止，並符合資格於該大會上重選連任。

Accordingly, Mr. Leung Yin Cheuk and Mr. Fok Siu Keung will retire as Directors by rotation and, being eligible, offer themselves for re-election at the forthcoming AGM.

因此，梁彥卓先生及霍紹強先生將輪值退任董事職務，且符合資格並願意於應屆股東週年大會上接受重選連任。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層的履歷詳情

The biographical details of the Directors and the senior management of the Group are set out in the section headed "Directors and Senior Management" of this annual report.

本集團董事及高級管理層的履歷詳情載於本年報「董事及高級管理層」一節。

DIRECTORS' SERVICE CONTRACTS

董事的服務合約

No Director proposed for re-election at the forthcoming AGM has a service contract with the Company which is not determinable by the Company within one year without payment of compensation (other than statutory compensation).

概無建議於應屆股東週年大會上重選連任的董事已與本公司訂立本公司不可於一年內終止而無須支付賠償（法定賠償除外）的服務合約。

REMUNERATION OF DIRECTORS, SENIOR MANAGEMENT AND FIVE HIGHEST PAID INDIVIDUALS

董事、高級管理層及五名最高薪酬人士之薪酬

The remuneration committee of the Company (the "**Remuneration Committee**") was set up to review the Group's remuneration policy and structure for all remuneration of the Directors and senior management of the Group, having regard to the Group's operating results, individual performance of the Directors and senior management of the Group and comparable market practices

本公司之薪酬委員會（「**薪酬委員會**」）已告成立，以檢討本集團之薪酬政策及架構，涵蓋本集團董事及高級管理層之所有薪酬，並會考慮本集團之經營業績、本集團董事及高級管理層之個人表現以及可資比較之市場慣例。

Details of the remuneration of the Directors and the five highest-paid individuals during the year ended 31 March 2026 are set out in notes 10 to the consolidated financial statements.

截至2026年3月31日止年度，董事及五名最高薪酬人士之薪酬詳情載於綜合財務報表附註10。

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save for the related party transactions disclosed in note 30 to the consolidated financial statements, no Director or connected entity of a Director had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance in relation to the business of the Group to which the Company or any of its subsidiaries was a party which subsisted at 31 March 2026 or at any time during the year ended 31 March 2026.

MANAGEMENT CONTRACTS

Other than Directors' service contracts and employment contracts with the Group's senior management in full-time employment, no management contracts concerning the management and administration of the whole or any substantial part of the business of the Group were entered into or existed during the year ended 31 March 2026.

CONTRACT OF SIGNIFICANCE

Save as disclosed herein, during the year ended 31 March 2026, there was no contract of significance entered into between the Company, or any of its subsidiaries, and any of a controlling shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong (the "**Listing Rules**")) of the Company or any of its subsidiaries.

PERMITTED INDEMNITY PROVISION

Pursuant to the Articles and subject to the applicable laws and regulations, the Directors, among others, shall be indemnified and secured harmless out of the assets of the Company from and against all actions, costs, charges, losses, damages and expenses which they or any of them shall or may incur or sustain by or about the execution of their duty in their offices or in relation thereto.

The Company is in the process of taking out and maintaining appropriate insurance coverage for the Directors and officers of the Group against liabilities to third parties that may be incurred in the course of performing their duties as at the date of this annual report.

董事於交易、安排或合約的權益

除綜合財務報表附註30所披露之關聯方交易外，於2026年3月31日或截至2026年3月31日止年度內任何時間，概無董事或董事之關連實體於本公司或其任何附屬公司作為訂約方、涉及本集團業務且於該期間存續之任何重大交易、安排或合約中直接或間接擁有重大權益。

管理合約

除董事服務合約及本集團高級管理層全職聘用的僱傭合約外，於截至2026年3月31日止年度概無訂立或存續與本集團整體或任何重要部分業務有關之管理及行政管理合約。

重大合約

除本報告所披露者外，截至2026年3月31日止年度，本公司或其任何附屬公司與本公司或其任何附屬公司之任何控股股東（定義見香港聯合交易所有限公司證券上市規則（「**上市規則**」））之間概無訂立任何重大合約。

獲准許彌償條文

根據細則並在適用法律及法規之規限下，董事（其中包括）將可就彼等執行職務或與之相關而將會或可能招致或產生或牽涉的所有訴訟、費用、收費、損失、損害及開支，從本公司的資產獲得彌償及獲確保免就此受任何損害。

於本年報日期，本公司正在為本集團董事及高級職員投購及維持適當之保險，以保障彼等因履行職務而可能產生之第三方責任。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 31 March 2026, none of the Directors and the chief executives of the Company had any interest or short position in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**")), which were (a) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) required to be entered in the register kept by the Company pursuant to Section 352 of the SFO; or (c) required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

董事及主要行政人員於本公司或其相聯法團的股份、相關股份及債券中的權益及淡倉

於2026年3月31日，概無本公司董事及主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（香港法例第571章）（「**證券及期貨條例**」）第XV部）之股份、相關股份及債權證中，擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所之任何權益或淡倉（包括彼等根據證券及期貨條例之該等條文被視作或當作擁有之權益及淡倉）；或(b)根據證券及期貨條例第352條須記入本公司存置之登記冊之任何權益或淡倉；或(c)根據標準守則須知會本公司及聯交所之任何權益或淡倉。

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the sections headed "Directors' and Chief Executives' Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company or its Associated Corporations" and "Share Option Scheme" in this annual report, at no time during the year ended 31 March 2026 was the Company, or any of its subsidiaries or its parent company a party to any arrangements to enable the Directors and Chief Executives (including their respective spouse and children under 18 years of age) to acquire benefits by means of the acquisition of shares or underlying shares in, or debentures of, the Company or any of its associated corporation.

董事收購股份或債權證的權利

除本年報「董事及主要行政人員於本公司或其相聯法團之股份、相關股份及債權證中之權益及淡倉」及「購股權計劃」各節所披露者外，截至2026年3月31日止年度內任何時間，本公司、其任何附屬公司或其母公司概無訂立任何安排，致使董事及主要行政人員（包括其各自配偶及18歲以下子女）可藉購入本公司或其任何相聯法團之股份或相關股份或債權證而獲取利益。

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 March 2026, so far as the Director or chief executive of the Company are aware, the following corporations and persons other than a Director or the chief executive of the Company had or was deemed or taken to have an interest and/or short position in the shares or the underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be recorded in the register of the Company required to be kept under section 336 of the SFO, or which would be, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other members of the Group:

主要股東於本公司股份及相關股份中的權益及淡倉

於2026年3月31日，據本公司董事或主要行政人員所知，下列公司及人士（本公司董事或主要行政人員除外）於本公司股份或相關股份中擁有或被視作或當作擁有根據證券及期貨條例第XV部第2及第3分部之條文須向本公司及聯交所披露之權益及╱或淡倉，或須記錄於本公司根據證券及期貨條例第336條存置之登記冊內之權益及╱或淡倉，或直接或間接於附有權利可在所有情況下於本公司或本集團任何其他成員公司之股東大會上投票之任何類別股本之面值中擁有5%或以上權益：

Name of shareholder 股東名稱	Capacity/Nature of interest 身份╱權益性質	Number of shares (Note 1) 股份數目（附註1）	Approximate percentage of shareholding 概約持股百分比
Lo Chor Cheong Colin 盧楚鏘	Interest of a controlled corporation (Note 2) 受控制法團權益（附註2）	189,500,000 (L)	16.48%
Happy Century Global Limited Happy Century Global Limited	Beneficial owner (Note 2) 實益擁有人（附註2）	189,500,000 (L)	16.48%

Notes:

1. The letter "L" denotes a long position in the Shares.

2. These Shares were held by Happy Century Global Limited. The entire issued shares of Happy Century Global Limited are owned by Mr. Lo Chor Cheong Colin.

附註：

1. 字母「L」表示於股份中的好倉。

2. 該等股份由Happy Century Global Limited持有。Happy Century Global Limited的全部已發行股份由盧楚鏘先生擁有。

Save as disclosed above, as at 31 March 2026, the Directors were not aware of any person or corporation (other than the Directors and the Chief Executives) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

除上文所披露者外，於2026年3月31日，董事概不知悉任何人士或公司（董事及主要行政人員除外）於本公司股份或相關股份中，擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司披露之權益或淡倉，或須記錄於本公司根據證券及期貨條例第336條存置之登記冊內之權益或淡倉。

SHARE OPTION SCHEME

The Company's share option scheme was adopted pursuant to the resolution passed on 25 January 2019 to give the eligible persons (as mentioned in the following paragraph) an opportunity to have a personal stake in our Company and help motivate them to optimise their future performance and efficiency to our Group and/or to reward them for their past contributions, to attract and retain or otherwise maintain on-going relationships with such eligible persons who are significant to and/or whose contributions are or will be beneficial to the performance, growth or success of our Group, and additionally in the case of executives, to enable our Group to attract and retain individuals with experience and ability and/or to reward them for their past contributions.

Eligible participants of the share option scheme include (a) any executive director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in any member of our Group, any full-time or part-time employee, or a person for the time being seconded to work full-time or part-time for any member of our Group; (b) a director or proposed director (including an independent non-executive director) of any member of our Group; (c) a direct or indirect shareholder of any member of our Group; (d) a supplier of goods or services to any member of our Group; (e) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of our Group; (f) a person or entity that provides design, research, development or other support or any advisory, consultancy, professional or other services to any member of our Group; (g) an associate of any of the persons referred to in paragraphs (a) to (c) above; and (h) any person involved in the business affairs of the Company whom the Board determines to be appropriate to participate in the share option scheme.

The maximum number of shares in respect of which options may be granted under the Schemes and any other schemes by the Company shall not, in aggregate, exceed 10% of the issued share capital of the Company as at the Listing Date unless shareholders' approval has been obtained.

The maximum number of shares issuable under the share options to each eligible persons in the Schemes within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in advance in a general meeting.

購股權計劃

本公司的購股權計劃根據2019年1月25日通過的決議案採納，旨在向合資格人士（如下段所述）提供於本公司擁有個人股權的機會，並有助激勵彼等盡量提升其日後對本集團的績效及效率及／或就彼等過往的貢獻給予獎勵，以吸引及挽留或以其他方式與該等對本集團表現、增長或成功而言乃屬重要及／或其貢獻有利於或將有利於本集團表現、增長或成功的合資格人士維持持續合作關係，且讓本集團吸引及挽留具經驗及能力的行政人員及／或就彼等過往的貢獻給予獎勵。

購股權計劃的合資格人士包括(a)本集團任何成員公司的任何執行董事、經理或擔任行政、管理、監管或類似職位的其他僱員、任何全職或兼職僱員或借調至本集團任何成員公司擔任全職或兼職工作的人士；(b)本集團任何成員公司的董事或候選董事（包括獨立非執行董事）；(c)本集團任何成員公司的直接或間接股東；(d)本集團任何成員公司的貨品或服務供應商；(e)本集團任何成員公司的客戶、顧問、業務或合營夥伴、加盟商、承包商、代理人或代表；(f)向本集團任何成員公司提供設計、研究、開發或其他支援或任何建議、諮詢、專業或其他服務的人士或實體；(g)上文(a)至(c)段所述任何人士的聯繫人；及(h)董事會釐定為適合參與購股權計劃且參與本公司業務的任何人士。

根據該等計劃及本公司任何其他計劃可能授出的購股權相關股份的最高數目合共不得超過於上市日期本公司已發行股本的10%，惟已取得股東批准者除外。

於任何12個月期間根據購股權向該等計劃的各合資格人士可予發行股份的最高數目限於任何時間本公司已發行股份的1%。若進一步授出超出此限額的購股權，須事先於股東大會上經股東批准。

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive Directors. In addition, any share options granted to a substantial shareholder or an independent non-executive Director of the Company, or to any of their associate, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the closing price of the securities at the date of grant) in excess of HK$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

授予本公司董事、主要行政人員或主要股東或任何彼等的聯繫人的購股權須經獨立非執行董事事先批准。此外，於任何12個月期間授予本公司主要股東或獨立非執行董事或任何彼等的聯繫人的任何購股權，若超過任何時間本公司已發行股份的0.1%或總價值（按於授出日期證券的收市價計算）超逾5百萬港元，須事先於股東大會上經股東批准。

The offer of a grant of share options may be accepted upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the Directors, and may commence from the date of the offer of the share options and ends on a date which is not later than 28 days from the date of the offer of the share options or the expiry dates of the Schemes, if earlier. The exercise price of the options is determined by the board of Directors in its absolute discretion and shall not be less than whichever is the highest of:

授出購股權的要約可於承授人支付1港元名義代價後接納。所授購股權的行使期由董事釐定，並可自購股權要約日期起開始，於自購股權要約日期起不遲於28日當日或該等計劃屆滿日期（以較早者為準）結束。購股權的行使價由董事會全權酌情釐定，並不得低於以下各項中的最高者：

(i) the nominal value of a share;

(ii) the closing price of a share as stated in the Stock Exchange's daily quotations sheets on the offer date; and

(iii) the average closing price of a share as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the offer date.

(i) 股份的面值；

(ii) 於要約日期股份在聯交所每日報價表所載的收市價；及

(iii) 緊接要約日期前五個營業日，股份在聯交所每日報價表所載的平均收市價。

The share option scheme shall be valid and effective for a period of 10 years from 15 February 2019, after which no further options will be granted or offered.

購股權計劃須由2019年2月15日起計10年期間內有效及生效，其後不會進一步授出或給予購股權。

As at 31 March 2026, the total number of Shares available for issue under the share option scheme is 100,000,000, representing approximately 8.70% of the issued Shares as at that date. Subsequent to the Share Consolidation implemented on 30 April 2026, and as at the date of this annual report, the total number of Shares available for issue under the share option scheme has been adjusted to 10,000,000, representing approximately 7.25% of the issued Shares as at both dates. No share options have been granted since the effective date of the share option scheme, and there are no outstanding share options as at 31 March 2026.

於2026年3月31日，根據購股權計劃可供發行之股份總數為100,000,000股，佔當日已發行股份約8.70%。緊隨於2026年4月30日實行之股份合併後，及截至本年報日期，根據購股權計劃可供發行之股份總數已調整為10,000,000股，佔截至該兩個日期已發行股份約7.25%。自購股權計劃生效日期起，概無授出任何購股權，而於2026年3月31日亦無尚未行使之購股權。

EQUITY LINKED AGREEMENT

Save as disclosed in the section headed "Share Option Scheme" in this annual report, there was no equity linked agreements that will or may result in the Company issuing Shares, or that require the Company to enter into any such agreements, subsisted at 31 March 2026 or at any time during the year ended 31 March 2026.

股本掛鈎協議

除本年報「購股權計劃」一節所披露者外，於2026年3月31日或截至2026年3月31日止年度內任何時間，概無任何將會或可能導致本公司發行股份或規定本公司訂立任何該等協議之股本掛鈎協議存續。

DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors, the management, Shareholders or substantial Shareholders or any of their respective close associates has engaged in any business that competes or may compete with the business of the Group, or has any other conflict of interest with the Group during the year ended 31 March 2026 and up to the date of this annual report.

董事於競爭業務之權益

於截至2026年3月31日止年度及直至本年報日期，概無董事、管理層、股東或主要股東或彼等各自之任何緊密聯繫人，從事與本集團業務構成競爭或可能構成競爭之任何業務，或與本集團有任何其他利益衝突。

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Directors confirmed that, the Company was in compliance with the minimum public float requirement under Listing Rules by maintaining its public float at the level of at least 25% of its issued Shares throughout the year ended 31 March 2026.

公眾持股量的充足度

根據本公司公開可得之資料及就董事所知，董事確認，本公司於截至2026年3月31日止年度內一直維持公眾持股量至少為已發行股份之25%，符合上市規則有關最低公眾持股量之規定。

PROPERTY AND EQUIPMENT

Details of movements in the property and equipment of the Group during the year ended 31 March 2026 are set out in note 16 to the consolidated financial statements.

物業及設備

截至2026年3月31日止年度本集團物業及設備的變動詳情載於綜合財務報表附註16。

CORPORATE GOVERNANCE

The details of the Company's corporate governance practices are set out in the section headed "Corporate Governance Report" on pages 27 to 46 of this annual report.

企業管治

本公司企業管治常規的詳情載於本年報第27至46頁「企業管治報告」一節。

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed in the part headed "Events after the Reporting Period" in the section headed "Management Discussion and Analysis" of this annual report, the Board is not aware of any significant event requiring disclosure that has taken place subsequent to 31 March 2026 and up to the date of this annual report.

報告期後事項

除本年報「管理層討論及分析」一節中「報告期後事項」部分所披露者外，董事會並不知悉於2026年3月31日後及直至本年報日期有任何重大事項須予披露。

Report of the Directors
董事會報告

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") assists the Board in providing an independent review of the effectiveness of the financial reporting process, internal control and risk management systems of the Group, overseeing the audit process and performing other duties and responsibilities as may be assigned by the Board from time to time.

The Audit Committee has reviewed the significant accounting principles and practices adopted by the Group with senior management of the Company, and discussed the auditing, internal control and financial reporting matters, including the review of the draft audited consolidated financial statements of the Group for the year ended 31 March 2026.

AUDITORS

Reference is made to the announcement of the Company dated 2 February 2026 and the circular of the Company dated 9 February 2026, HLB Hodgson Impey Cheng Limited ("**HLB**") has resigned as the auditor of the Company with effect from 2 February 2026 as a consensus on the proposed auditor's remuneration for the financial year ending 31 March 2026 could not be reached.

At the 2025/26 AGM, Shareholders approved the resolution for the appointment of Global Link CPA Limited ("**Global Link**") as the new auditors of the Company following the resignation of HLB and to hold office from the conclusion of that AGM until the conclusion of the next AGM. There have been no other changes of auditors in the past three years.

The accompanying consolidated financial statements of the Group for the year ended 31 March 2026 have been audited by Global Link.

DIRECTORS' RESPONSIBILITIES

The Directors are responsible for the preparation of the consolidated financial statements of the Group. Further information on board diversity and workforce diversity, confirmation of the independence of the independent non-executive directors, and other corporate governance practices are set out in the "Corporate Governance Report" of this annual report.

On behalf of the Board

Chu Pui Him
Executive Director
Hong Kong, 30 June 2026

審核委員會

本公司之審核委員會(「**審核委員會**」)協助董事會獨立審閱本集團之財務申報程序、內部監控及風險管理系統之有效性,監督審核過程及履行董事會不時指派之其他職務及職責。

審核委員會已與本公司高級管理層審閱本集團所採納之重大會計原則及慣例,並討論審核、內部監控及財務申報事宜,包括審閱本集團截至2026年3月31日止年度之經審核綜合財務報表草稿。

核數師

茲提述本公司日期為2026年2月2日之公告及日期為2026年2月9日之通函,國衛會計師事務所有限公司(「**國衛**」)由於未能就截至2026年3月31日止財政年度之建議核數師薪酬達成共識,已辭任本公司核數師,自2026年2月2日起生效。

於2025/26年度股東週年大會上,股東批准一項決議案,委任高嶺會計師有限公司(「**高嶺**」)為本公司之新核數師,以填補國衛辭任後之空缺,任期由該股東週年大會結束時起至下屆股東週年大會結束時止。過去三年內,核數師並無其他變動。

隨附之本集團截至2026年3月31日止年度之綜合財務報表,已由高嶺審核。

董事的責任

董事須負責編製本集團之綜合財務報表。有關董事會多元化及員工多元化、確認獨立非執行董事之獨立性以及其他企業管治常規之進一步資料,載於本年報之「企業管治報告」。

代表董事會

執行董事
朱沛謙
香港,2026年6月30日

INTRODUCTION

Maintaining high standards of business ethics and corporate governance practices have always been one of the Company's goals. This report describes its corporate governance practices, explains the applications of the principles of the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Listing Rules and the deviations, if any. The amendments to the CG Code effective on 1 July 2025 will apply to the corporate governance reports and annual reports of the Company for the financial years commencing from 1 April 2026. All the corporate governance principles and code provisions mentioned in this report refer to those stated in the CG Code before the amendments, not the revised CG Code.

引言

維持高水平的業務操守及企業管治常規，一直為本公司的目標之一。本報告闡述其企業管治常規，解釋上市規則附錄C1所載企業管治守則（「**企業管治守則**」）原則的應用情況，並說明任何偏離之處（如有）。於2025年7月1日生效之《企業管治守則》修訂條文，將適用於本公司由2026年4月1日起開始之財政年度的企業管治報告及年報。本報告所述一切企業管治原則及守則條文，均指修訂前《企業管治守則》所載條文，而非經修訂之《企業管治守則》。

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the CG Code as its own code of corporate governance. The Company believes that by achieving high standard of corporate governance, the corporate value and accountability of the Company can be enhanced, and the Shareholders' interests can be maximized. The Board has continued to monitor and review the Company's progress in respect of corporate governance practices to ensure compliance.

During the year ended 31 March 2026, the Company was in compliance with the relevant code provisions set out in the CG Code except for the deviation explained below.

企業管治常規

本公司已採納企業管治守則作為其本身的企業管治守則。本公司相信，憑藉維持高水平的企業管治，有助提升本公司的企業價值及問責性，並可將股東的利益擴至最大。董事會已持續監察及審閱本公司在企業管治常規方面的進展，以確保合規。

截至2026年3月31日止年度，本公司遵守企業管治守則所載的相關守則條文，惟下文闡述的偏離情況除外。

Code provision **守則條文**	**Reasons for the non-compliance and improvement actions took or to be taken** **不合規原因及已經或將會採取之改善行動**
C.1.8	The Company is in the process of soliciting a suitable insurer at reasonable commercial terms and prices for its insurance coverage for its directors' and officers' liabilities. 本公司正就其董事及高級人員責任保險，按合理的商業條款及價格尋求合適的保險公司。
C.2.1 to C.2.9	The Company has not appointed a chief executive officer as role and functions of chief executive officer have been performed by all the executive Directors collectively. The Board believes that this arrangement enables the Company to make and implement decisions promptly, and thus achieve the Company's objectives effectively and efficiently in response to the changing environment. The Board will continuously assess whether any changes are necessary. Currently, the position of chairman of the Board is unoccupied. As a result, the Company was unable to fully comply with code provisions C.2.1 to C.2.9 during the year ended 31 March 2026. Nevertheless, the Board, which comprises experienced Directors, continues to function effectively and efficiently. The Board meets regularly to discuss and decide on matters affecting the Group's operations. All significant decisions are made collectively by the Board as a whole. All Directors (including independent non-executive Directors) are provided with timely and adequate information prior to Board meetings and actively contribute to discussions, enabling the Board to make and implement decisions promptly in response to changing circumstances.

Code provision 守則條文	Reasons for the non-compliance and improvement actions took or to be taken 不合規原因及已經或將會採取之改善行動
C.2.1至C.2.9	本公司並無委任行政總裁，乃因行政總裁的角色及職能已由全體執行董事共同履行。董事會認為，此安排使本公司能夠迅速作出及實施決策，從而有效及高效實現本公司的目標，以應對不斷變化的環境。董事會將持續評估是否有必要作出任何變更。目前，董事會主席一職懸空。因此，於截至2026年3月31日止年度內，本公司未能全面遵守守則條文第C.2.1至C.2.9條。儘管如此，由經驗豐富的董事組成之董事會仍能持續有效及高效地運作。董事會定期舉行會議，討論及議決影響本集團營運之事宜。所有重大決策均由董事會全體成員集體作出。全體董事（包括獨立非執行董事）均於董事會會議舉行前獲提供適時及充足之資料，並積極參與討論，使董事會能夠適時作出及執行決策，以應對瞬息萬變之情況。
D.1.2	During the year ended 31 March 2026, the management provided the Board with periodic updates, rather than monthly reports. These updates provided a balanced assessment of the Group's performance and were intended to ensure the Board was fully informed. Furthermore, the management will provide the Board with timely updates on any material events that may impact the performance, position or prospects of the Group. Each Director is at liberty to make enquiries with the management regarding the business operations of the Group, and to offer suggestions or feedback as they see fit. Accordingly, it is considered that such updates are sufficient for the Board to fulfil its duties. 截至2026年3月31日止年度，管理層向董事會提供定期更新而非每月報告。該等更新提供有關本集團表現的持平評估，旨在確保董事會充分知情。此外，管理層將就任何可能影響本集團表現、狀況或前景的重大事件，及時向董事會提供更新。各董事均可就本集團業務營運向管理層作出查詢，並按其認為合適的方式提出建議或反饋。因此，本公司認為該等更新足以讓董事會履行其職責。
F.2.2	As disclosed above, due to the position of chairman of the Board remaining unoccupied, Mr. Chu Pui Him, an executive Director, was appointed as the chairman of the 2025/26 AGM. He was available to answer questions at the meeting. The chairman of each of the audit, remuneration and nomination committees also be present at the annual general meeting to answer any questions shareholders may have. 誠如上文所披露，由於董事會主席一職仍然懸空，執行董事朱沛謙先生獲委任為本公司於2025/26年度股東週年大會的主席。彼出席會議並回答提問。審核委員會、薪酬委員會及提名委員會各自的主席亦出席股東週年大會，以回答股東可能提出之任何提問。

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS AND OTHER RELEVANT EMPLOYEES

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 of the Listing Rules as its code of conduct regarding securities transactions by its Directors. The Company had made specific enquiries of all Directors, and the Company was not aware of any noncompliance with the required standard in the Model Code.

The Company has adopted the same Model Code for securities transactions by its employees and directors or employees of its subsidiaries who are likely to be in possession of unpublished inside information of the Group. The Company has not spotted any non-compliance of the Model Code by employees when it comes to securities transactions.

董事及其他相關僱員進行證券交易的標準守則

本公司已採納上市規則附錄C3所載上市發行人董事進行證券交易的標準守則（「**標準守則**」）作為其董事進行證券交易的操守守則。本公司已向所有董事作出具體查詢，而本公司並不知悉有任何不遵守標準守則所載規定標準的情況。

本公司已就可能管有本集團之未刊發內幕消息之僱員及其附屬公司之董事或僱員進行證券交易採納相同標準守則。本公司並未發現僱員在進行證券交易時有任何不遵守標準守則的情況。

THE BOARD OF DIRECTORS

The Board currently comprises six members including, Mr. Chu Pui Him and Mr. Leung Yin Cheuk as executive Directors; Mr. Fok Siu Keung as non-executive Director, Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu as independent non-executive Directors. Details of their respective experiences and qualifications are included in the "Biographical Details of Directors and Senior Management" section of this annual report.

The Company has complied with the Rules 3.10(1), 3.10(2) and 3.10A of the Listing Rules relating to the appointment of at least three independent non-executive Directors and one of the independent non-executive Directors has appropriate professional qualifications or accounting or related financial management expertise.

The Company has received from each of the independent non-executive Directors an annual confirmation of their independence pursuant to Rule 3.13 of the Listing Rules and the Company considers that all the independent non-executive Directors are independent.

The Company has set out the respective functions and responsibilities reserved to the Board and those delegated to management. The Board delegates day-to-day operations of the Group to executive Directors and senior management of the Company while reserving certain key matters for its approval. The Board is responsible for the approval and monitoring of the Company's overall strategies and policies, approval of business plans, evaluating the performance of the Company and oversight of management. Decisions of the Board are communicated to the management through executive Directors who have attended the Board meetings. To the best knowledge of the Company, there is no financial, business, family or other material/relevant relationship among the Directors.

董事會

董事會目前由六名成員組成，包括執行董事朱沛謙先生及梁彥卓先生；非執行董事霍紹強先生；以及獨立非執行董事黃志生先生、趙鳴女士及尹詩璐女士。彼等各自之經驗及資格詳情載於本年報「董事及高級管理層的履歷詳情」一節。

本公司已遵守上市規則第3.10(1)、3.10(2)及3.10A條關於須委任至少三名獨立非執行董事且其中一名獨立非執行董事須具有適當專業資格或會計或相關財務管理專業知識之規定。

本公司已收到各獨立非執行董事根據上市規則第3.13條發出的年度獨立性確認書，而本公司認為所有獨立非執行董事均為獨立人士。

本公司已訂明董事會保留的職能與責任，以及授權予管理層的職能與責任。董事會已將本集團的日常運作交由執行董事及本公司高級管理層處理，但保留對若干重大事宜作出審批的權利。董事會負責審批及監察本公司的整體策略及政策、批准業務計劃、評核本公司的表現及審視管理層的工作。董事會之決定將由出席董事會會議之執行董事轉達管理層。就本公司所深知，董事間概無任何財務、業務、家族或其他重大／相關關係。

BOARD MEETINGS AND GENERAL MEETING

During the year ended 31 March 2026, the Board has held 9 meetings. The Board also passed resolutions by way of written resolutions. The attendance of the Directors to these Board meetings is set out in the below section headed "Attendance at Board and Committees meetings".

The company secretary of the Company assists the chairman of the meeting in preparing the agenda and ensures that all applicable rules and regulations are followed. The company secretary of the Company also keeps detailed minutes of each meeting, which are available to all the Directors for inspection. Draft of Board minutes are circulated to all Directors for their comments and approval as soon as practicable after the Board meetings. All Directors have access to relevant and timely information, and they can ask for further information or retain independent professional advisors if necessary. They also have unrestricted access to the advice and service of the company secretary of the Company, who is responsible for providing the Directors with Board papers and related materials and ensuring that Board procedures are followed.

During the year ended 31 March 2026, the Company held one general meeting. The attendance of the Directors to the 2025/26 AGM is set out in the below section headed "Attendance at Board and Committees meetings".

董事會會議及股東大會

於截至2026年3月31日止年度，董事會舉行了9次會議。董事會亦以書面決議案方式通過決議案。董事出席該等董事會會議的情況載於下文「董事會及委員會會議出席情況」一節。

本公司之公司秘書協助會議主席準備議程，並確保遵守所有適用規則及規例。本公司之公司秘書並備存每次會議的詳細會議紀錄，該等會議紀錄可供所有董事查閱。舉行董事會會議後，會在實際可行之情況下儘快向所有董事派發董事會會議紀錄初稿，以供彼等提出意見及予以批准。所有董事均獲提供有關及適時的資料，並可在需要之情況下索取進一步資料或尋求獨立專業意見。彼等亦可不受限制地獲得本公司公司秘書的意見及服務，而公司秘書負責向董事提供董事會會議文件及相關資料，並確保遵守董事會議事程序。

於截至2026年3月31日止年度，本公司舉行了一次股東大會。董事出席於2025/26年度股東週年大會的情況載於下文「董事會及委員會會議出席情況」一節。

INDEPENDENT VIEWS OF THE BOARD

The Company has put in place the following mechanism to allow the Directors of the Company to seek independent professional opinion in respect of the performance of their duties and responsibilities at the cost of the Company to ensure that the Board can obtain independent views and opinions:

(1) where appropriate, the Company shall provide appropriate and sufficient resources and take out appropriate insurance to cover all matters relating to the obtaining of independent advice from the Board, including but not limited to the engagement of a team of legal or other professionals to achieve the above purpose.

(2) where appropriate, the Director shall give at least three working days' notice to the Company Secretary for the purpose of obtaining independent advice, including but not limited to the engagement of a team of professionals to achieve the above purpose.

(3) the Board shall review its structure, size, composition (including skills, knowledge and experience) and diversity policy at least annually to maintain a balanced mix of executive and non-executive directors (including independent non-executive directors) so that the Board has a strong independent element and can effectively exercise independent judgement.

(4) when all independent non-executive directors have served on the Board for more than nine years, the Company shall appoint a new independent non-executive director at the next AGM.

(5) if the Company has a board of directors of one gender only, it shall appoint at least one director of the other gender so that the board can obtain more diverse opinions.

The Board has reviewed and considered that the mechanisms are effective in ensuring that independent views and input are provided to the Board during the year ended 31 March 2026, and will continue to monitor the implementation and effectiveness of such mechanism on an annual basis.

董事會的獨立意見

本公司已建立以下機制，以允許本公司董事就有關履行其職責及責任尋求獨立專業意見，費用由本公司承擔，以確保董事會可獲取獨立觀點及意見：

(1) 在適當情況下，本公司應提供適當及充足的資源，並購買適當的保險，以涵蓋與董事會獲取獨立意見有關的所有事項，包括但不限於為達致上述目的而聘請法律或其他專業人士團隊。

(2) 在適當情況下，董事應就獲取獨立意見向公司秘書發出至少三個工作日的通知，包括但不限於為達致上述目的而聘請專業團隊。

(3) 董事會須至少每年檢討其架構、規模、組成（包括技能、知識及經驗）及多元化政策，以保持執行董事與非執行董事（包括獨立非執行董事）的均衡組合，從而使董事會有強大的獨立元素，並能有效地行使獨立判斷。

(4) 倘全體獨立非執行董事於董事會任職超過九年，本公司應於下屆股東週年大會上委任一名新獨立非執行董事。

(5) 倘本公司董事會成員僅由單一性別組成，則其須委任至少一名另一性別的董事，以使董事會能獲得更多元化的意見。

董事會已審閱並認為，該等機制於截至2026年3月31日止年度內能有效確保向董事會提供獨立意見及建議，且將繼續每年監察該等機制的實施及有效性。

DIRECTORS' CONTINUOUS PROFESSIONAL DEVELOPMENT

According to the code provision C.1.4 of the CG Code, all Directors should participate in a programme of continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant. The Company should be responsible for arranging and funding training, placing an appropriate emphasis on the roles, functions and duties of the Directors.

Ms. Yin Shilu (who was appointed as a Director during the year ended 31 March 2026) obtained legal advice as refer to under Rule 3.09D of the Listing Rules by the date of her appointment and she confirmed that she understood her obligations as a Director. She has also received the necessary induction and information to ensure she has a proper understanding of the Company's operations and businesses, in accordance with code provision C.1.1 of the CG code.

All the Directors have participated in continuous professional development by reading articles, training materials and updates regarding legal and regulatory changes, as well as matters relevant to the Directors in the discharge of their duties. They have also provided a record of training they received for the year ended 31 March 2026 to the Company. The Company has also continuously updated Directors on the latest developments regarding the Listing Rules and other applicable regulatory requirements, to ensure compliance and enhance their awareness of good corporate governance practices.

董事之持續專業發展

根據企業管治守則守則條文第C.1.4條，所有董事均應參與持續專業發展計劃，以發展及更新其知識及技能，確保其對董事會的貢獻是建基於掌握最新資訊和切合所需。本公司應負責安排培訓並出資，適當強調董事的角色、職能及職責。

尹詩璐女士（於截至2026年3月31日止年度獲委任為董事）已於其獲委任日期前根據上市規則第3.09D條取得法律意見，且其已確認理解其作為董事的義務。根據企業管治守則守則條文第C.1.1條，彼亦已接受必要的入職培訓及獲提供所需資訊，以確保彼對本公司之營運及業務有適當的了解。

所有董事均已透過閱讀有關法律及監管變動，以及與董事履行職責相關事項的文章、培訓材料及更新資料，參與持續專業發展。彼等亦已向本公司提供彼等截至2026年3月31日止年度接受培訓之記錄。本公司亦持續向董事更新有關上市規則及其他適用監管規定的最新發展情況，以確保合規及提升彼等對良好企業管治常規的認識。

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual.

During the year ended 31 March 2026, the Company had not appointed a chief executive officer, with the roles and functions performed collectively by the executive Directors. In addition, the position of chairman of the Board remained vacant. The Board, which comprises experienced Directors, continues to function effectively and efficiently. The Board meets regularly to discuss and decide on matters affecting the Group's operation, with all significant decisions made collectively. The Board believes that this arrangement enables prompt decision-making and allows the Company to respond effectively to changing circumstances. The Board will continue to review the situation and assess whether any changes are necessary.

主席及行政總裁

根據企業管治守則守則條文第C.2.1條，主席與行政總裁的角色應有區分，不應由同一人兼任。

於截至2026年3月31日止年度，本公司尚未委任行政總裁，其職責及職能由執行董事共同履行。此外，董事會主席的職位保持空缺狀態。由經驗豐富的董事組成的董事會持續有效且高效運作。董事會定期召開會議，討論及決定影響本集團營運的事宜，所有重大決策均以集體的方式作出。董事會相信，此安排可實現迅速決策，並使本公司能夠有效應對不斷變化的情況。董事會將持續檢視有關情況，並評估是否有必要作出任何變更。

DIRECTORS' TERM OF APPOINTMENT AND RE-ELECTION

Code provision B.2.2 of the CG Code stipulates that every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. In accordance with articles 83 of the Articles, any director appointed by the Board during the period shall retire and submit themselves for re-election at the first general meeting immediately following his/her appointment. Further, in accordance with article 84 of the Articles, at each AGM, one-third of the directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement at least once every three years. As such, the Company considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are similar to those in the CG Code.

Code provision B.2.3 of the CG Code stipulates that if an independent non-executive director has served more than nine years, such director's further appointment should be subject to a separate resolution to be approved by shareholders. Currently, all independent non-executive directors have served for less than nine years.

Save as otherwise disclosed in this annual report, there is no change of the Directors' information pursuant to Rule 13.51B of the Listing Rules since the disclosure made in the Company's interim report 2025 or the announcement in relation to the appointment and/or resignation of the Directors.

AUDIT COMMITTEE

The Audit Committee was established with written terms of reference which complies with the Listing Rules. The primary duties of the Audit Committee include overseeing the relationship with the Company's external auditor, review of financial information of the Group, and oversight of the Group's financial reporting system, risk management and internal control systems.

The Audit Committee currently comprised three independent non-executive Directors, namely Ms. Yin Shilu, Mr. Wong Che Sang and Ms. Zhao Ming. Ms. Yin Shilu is the chairlady of the Audit Committee.

董事任期及重選

企業管治守則守則條文第B.2.2條規定，每名董事（包括有指定任期的董事）須至少每三年輪值告退一次。根據細則第83條，任何由董事會於期內委任的董事，須於其獲委任後首屆股東大會上告退，並接受重選。此外，根據細則第84條，於每屆股東週年大會上，當時三分之一的董事（或倘其人數並非三(3)的倍數，則為最接近但不少於三分之一的人數）須輪席退任，惟每名董事須至少每三年退任一次。因此，本公司認為已採取充分措施，確保本公司的企業管治常規與企業管治守則所規定者相若。

企業管治守則守則條文第B.2.3條規定，若獨立非執行董事在任已超過九年，其進一步委任應以獨立決議案形式由股東審議通過。目前，所有獨立非執行董事的任期均少於九年。

除本年報另行披露者外，自本公司2025年中期報告或有關董事委任及／或辭任的公告作出披露以來，董事的資料概無根據上市規則第13.51B條發生任何變動。

審核委員會

審核委員會已成立，並遵照上市規則以書面訂明職權範圍。審核委員會的主要職責包括監管與本公司外部核數師的關係、審閱本集團的財務資料及監督本集團的財務呈報系統、風險管理及內部監控系統。

審核委員會目前由三名獨立非執行董事組成，即尹詩璐女士、黃志生先生及趙鳴女士。尹詩璐女士為審核委員會主席。

During the year ended 31 March 2026, the Audit Committee held 4 meetings and 2 of the meetings were attended by the Company's external auditors. At these meetings, the Audit Committee considered the external auditor's proposed audit fees, their independence and scope of the audit; reviewed the risk management and internal control systems; reviewed the annual and interim financial result of the Company, assessing any changes in accounting policies and practices, major judgmental areas and compliance with applicable legal and accounting requirements and standards; review the external auditor's management letter and management's response; and reviewed the Group's adherence to the CG Code. The Group's audited annual results for the year ended 31 March 2026 have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards and requirements and that adequate disclosures have been made. The attendance of the Audit Committee to these meetings is set out in the below section headed "Attendance at Board and Committees meetings".

於截至2026年3月31日止年度，審核委員會舉行了4次會議，其中2次會議有本公司外部核數師出席。於該等會議上，審核委員會考慮了外部核數師的擬議審計費用、其獨立性及審計範圍；審閱了風險管理及內部監控系統；審閱了本公司的年度及中期財務業績，評估會計政策及實務的任何變動、重大判斷領域以及對適用法律及會計要求與準則的遵守情況；審閱外部核數師的管理層建議書及管理層的回應；並審閱了本集團對企業管治守則的遵守情況。本集團截至2026年3月31日止年度的經審核年度業績已經審核委員會審閱。審核委員會認為該等業績的編製乃符合適用會計準則及規定，且已作出足夠披露。審核委員會出席該等會議的情況載於下文「董事會及委員會會議出席情況」一節。

REMUNERATION COMMITTEE

The Remuneration Committee was established with written terms of reference which complies with the Listing Rules. The primary duties of the Remuneration Committee are, among others, (i) to make recommendation to the Board on the overall remuneration policy and structure relating to all Directors and senior management; (ii) to make recommendation to the Board on the remuneration package of individual executive Directors and senior management; (iii) to make recommendation to the Board on the remuneration of non-executive Directors; and (iv) to review and/or approve matters relating share schemes under Chapter 17 of the Listing Rules. The Remuneration Committee consults with the Board on its proposals and recommendations.

Currently, the Remuneration Committee comprises three independent non-executive Directors including Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Ms. Yin Shilu. Mr. Wong Che Sang is the chairman of the committee. During the year ended 31 March 2026, the Remuneration Committee held one meeting, in which it reviewed and discussed the remuneration of newly appointed Directors, and remuneration policies, system and package of the Directors and senior management of the Company. The attendance of these meetings is set out in the below section headed "Attendance at Board and Committees meetings".

薪酬委員會

薪酬委員會已成立，並遵照上市規則以書面訂明職權範圍。薪酬委員會的主要職責為（其中包括）(i)就所有董事及高級管理層的整體薪酬政策及架構向董事會提出推薦建議；(ii)就個別執行董事及高級管理層的薪酬待遇向董事會提出推薦建議；(iii)就非執行董事的薪酬向董事會提出推薦建議；及(iv)審閱及／或批准上市規則第17章項下有關股份計劃的事宜。薪酬委員會就其提案及推薦建議諮詢董事會。

目前，薪酬委員會由三名獨立非執行董事組成，包括黃志生先生、趙鳴女士及尹詩璐女士。黃志生先生為委員會主席。於截至2026年3月31日止年度，薪酬委員會舉行了一次會議，其於會上審閱及討論了新委任董事的薪酬，以及本公司董事及高級管理層的薪酬政策、制度及待遇。該等會議的出席情況載於下文「董事會及委員會會議出席情況」一節。

The Board has adopted a Remuneration Policy for Directors and senior management, establishing principles for handling remuneration matters. This policy ensures that compensation is competitive in order to retain, motivate and attract high-calibre Directors and senior management who can effectively oversee the Group's business and development. According to the policy, remuneration for executive Directors and senior management comprises fixed and variable components linked to individual and Group performance, and is benchmarked against comparable companies. In contrast, the remuneration for non-executive Directors should consist exclusively of fixed fees, including cash, non-cash benefits and statutory retirement contributions.

董事會已採納董事及高級管理層的薪酬政策，確立了處理薪酬事項的原則。本政策確保薪酬具備競爭力，以留任、激勵及吸引高素質的董事及高級管理層，使其能有效監督本集團的業務及發展。根據該政策，執行董事及高級管理層的薪酬包括與個人及集團表現掛鈎的固定及變動部分，並以同類公司作為基準。相比之下，非執行董事的薪酬應僅由固定費用組成，包括現金、非現金福利及法定退休供款。

Details of emoluments of Directors for the year ended 31 March 2026 are set out in note 10 to the consolidated financial statements. The emoluments paid to senior management of the Group for the year ended 31 March 2026 falls within the following bands:

截至2026年3月31日止年度，董事酬金詳情載於綜合財務報表附註10。於截至2026年3月31日止年度向本集團高級管理層支付的酬金屬於以下範圍：

Bands of remuneration	薪酬範圍	Number of individuals 人數
Nil to HK$1,000,000	零至1,000,000港元	1

NOMINATION COMMITTEE

The nomination committee of the Company (the "**Nomination Committee**") was established with written terms of reference which complies with the Listing Rules. The principal responsibilities of the Nomination Committee include reviewing the structure, size, composition and diversity (including the skills, knowledge and experience) of the Board on a regular basis and make recommendations to the Board regarding any proposed changes; identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships; assess the independence of independent non-executive Directors; and make recommendations to the Board on relevant matters relating to the appointment or re-appointment of Directors and succession planning for Directors in particular the chairman and the chief executive.

提名委員會

本公司已成立提名委員會（「**提名委員會**」），其書面職權範圍符合上市規則的規定。提名委員會的主要職責包括定期檢討董事會的架構、規模、組成及多元化（包括技能、知識及經驗），並就任何建議變動向董事會提出推薦建議；物色具備適當資格可成為董事會成員的人士，以及挑選或就挑選獲提名擔任董事的人士向董事會提出推薦建議；評估獨立非執行董事的獨立性；以及就委任或重新委任董事及董事（尤其是主席及行政總裁）的繼任計劃等相關事宜向董事會提出推薦建議。

At the present time, the Nomination Committee consists of three independent non-executive Directors including Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu. Mr. Wong Che Sang is the chairman of the Nomination Committee.

目前，提名委員會由三名獨立非執行董事組成，包括黃志生先生、趙鳴女士及尹詩璐女士。黃志生先生為提名委員會主席。

During the year ended 31 March 2026, the Nomination Committee held one meeting to review the structure, size, composition and diversity of the Board and senior management of the Company, including the balance of skills, knowledge and experience, and independence of the independent non-executive Directors and make recommendation to the Board accordingly. The attendance of these meetings is set out in the below section headed "Attendance at Board and Committees meetings".

於截至2026年3月31日止年度，提名委員會舉行了一次會議，以檢討董事會及本公司高級管理層的架構、規模、組成及多元化，包括各方面的技能、知識和經驗及獨立非執行董事的獨立性，並據此向董事會提出推薦意見。該等會議的出席情況載於下文「董事會及委員會會議出席情況」一節。

NOMINATION POLICY

The Board has adopted the nomination policy (the "**Nomination Policy**") which sets out the nomination criteria and procedures for the Company to select candidate(s) for possible inclusion in the Board. Pursuant to the Nomination Policy, in evaluating and selecting any candidate for directorship, the Nomination Committee would consider the following criteria, including, among other things, character and integrity, qualifications (cultural and educational background, professional qualifications, skills, knowledge and experience and diversity aspects under the Board Diversity Policy), any potential contributions the candidate can bring to the Board in terms of qualifications, skills, experience, independence and diversity, and willingness and ability to devote adequate time to discharge duties as a member of the Board and/or Board committee(s).

The process to identify potential candidates for the Board would be as follows:

(1) identifying potential candidates, including recommendations from the Board members, professional search firms and the Shareholders;

(2) evaluating the candidates based on the approved selection criteria through methods such as reviewing the resume and conducting the background checks;

(3) reviewing the profiles of the shortlisted candidates and interview them; and

(4) making recommendations to the Board on the selected candidates.

The Nomination Policy also includes the Board succession plan to assess whether vacancies on the Board would be created or expected due to the Directors' resignation, retirement, death and other circumstances and to identify candidates in advance if necessary. The Nomination Policy will be reviewed on a regular basis.

提名政策

董事會已採納提名政策（「**提名政策**」），該政策載列就本公司選擇候選人可能加入董事會的提名標準及程序。根據提名政策，在評估及選擇任何董事候選人時，提名委員會將考慮以下標準，包括（其中包括）品格及誠信、資格（文化及教育背景、專業資格、技能、知識及經驗，以及董事會多元化政策下的多元化方面）、候選人在資格、技能、經驗、獨立性及多元化方面可為董事會帶來的任何潛在貢獻，以及投入足夠時間履行董事會及╱或董事會委員會成員職責的意願及能力。

物色董事會潛在候選人的流程如下：

(1) 物色潛在候選人，包括董事會成員、專業獵頭公司及股東的推薦建議；

(2) 透過審閱履歷及進行背景調查等方法，根據經批准的甄選準則評估候選人；

(3) 審核入圍候選人的履歷並對彼等進行面試；及

(4) 就選中的候選人對董事會提出推薦建議。

提名政策亦包括董事會繼任計劃，以評估董事會因董事辭任、退任、死亡及其他情況是否會產生或預期出現空缺，並在必要時提前物色候選人。提名政策將定期予以審核。

BOARD DIVERSITY POLICY

The Company embraces the benefits of diversity in the Board and has adopted a board diversity policy (the "**Board Diversity Policy**") outlining objectives and approaches to achieve diversity. The Board oversees the Board Diversity Policy to enhance governance standards and Board effectiveness, ensuring members collectively possess an appropriate balance of skills, experience, and diverse perspectives aligned with the Company's business strategy. Under the Board Diversity Policy, diversity considerations include (but are not limited to) gender, age, cultural and education background, ethnicity, professional experience, skills, knowledge and length of service. Appointment decisions are merit-based, focused on candidates' potential contributions to the Board. The Board believes this approach best serves Shareholders and stakeholders. The Board retains the authority to set measurable objectives and review them periodically to assess progress and appropriateness.

The Board annually reviews its composition across diversified perspectives and monitors the implementation of the Board Diversity Policy. During the year ended 31 March 2026, the Board assessed its composition, considering a range of criteria including but not limited to gender, age, cultural and educational background, ethnicity, skills and tenure. The current Board comprises 2 female and 4 male Directors, with a balanced mix of knowledge and skills, aged 36 to 74. Currently, the Board targets to avoid a single gender Board and will timely review the gender diversity of the Board. The Group has also taken, and continues to take, steps to promote diversity at all levels of its workforce.

Opportunities for employment, training and career development are equally opened to all eligible employees without discrimination. The male to female ratio in the workforce of the Group including Directors and senior management as at 31 March 2026 is approximately 52:48.

Annually, the Nomination Committee review the Board's composition under diversified perspectives, including but not limited to progress on achieving any measurable objectives that might have been set for the Board Diversity Policy. At present, the Nomination Committee considered that the Board is sufficiently diverse and the Board has not set any measurable objectives.

董事會多元化政策

本公司秉持董事會成員多元化帶來的裨益，並已採納董事會多元化政策（「**董事會多元化政策**」），概述實現多元化的目標及方法。董事會監督董事會多元化政策，以提升管治水平及董事會效能，確保成員集體具備與本公司業務策略相符的技能、經驗及多元化觀點的適當平衡。根據董事會多元化政策，多元化考慮因素包括（但不限於）性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及服務年期。委任決定以功績為基礎，並著重於候選人對董事會的潛在貢獻。董事會相信此方法最符合股東及利益相關者的利益。董事會保留設定可量化目標之權力，並定期對其進行檢討，以評估進度及合適性。

董事會每年從多元化角度檢討其組成，並監察董事會多元化政策的實施情況。於截至2026年3月31日止年度，董事會評估其組成，並考慮了一系列標準，包括但不限於性別、年齡、文化及教育背景、種族、技能及任期。現任董事會由2名女性及4名男性董事組成，知識及技能組合均衡，年齡介乎36至74歲。目前，董事會的目標是避免董事會成員性別單一，並將及時審核董事會的性別多元化。本集團亦已採取並將繼續採取措施，以促進各級員工的多元化。

所有合資格僱員均享有平等的僱傭、培訓及職業發展的機會，並無歧視。於2026年3月31日，本集團員工（包括董事及高級管理層）中的男女比率約為52:48。

提名委員會每年從多元化角度檢討董事會的組成，包括但不限於在實現為董事會多元化政策可能訂立的任何可計量目標方面的進展。目前，提名委員會認為，董事會足夠多元化，且董事會並無訂立任何可計量的目標。

ATTENDANCE AT BOARD AND COMMITTEES MEETINGS

董事會及委員會會議出席情況

		Board Meeting 董事會會議	Audit Committee 審核委員會	Remuneration Committee 薪酬委員會	Nomination Committee 提名委員會	2025/26 AGM 2026年股東週年大會
Executive Directors:	**執行董事：**					
Mr. Chu Pui Him	朱沛謙先生	8/9	N/A不適用	N/A不適用	N/A不適用	1/1
Mr. Leung Yin Cheuk	梁彥卓先生	8/9	N/A不適用	N/A不適用	N/A不適用	1/1
Non-executive Director:	**非執行董事：**					
Mr. Fok Siu Keung	霍紹強先生	8/9	N/A不適用	N/A不適用	N/A不適用	1/1
Independent non-executive Directors:	**獨立非執行董事：**					
Mr. Char Shik Ngor Stephen (resigned on 8 October 2025)	查錫我先生（於2025年10月8日辭任）	1/3	1/1	0/1	0/1	N/A不適用
Mr. Wong Che Sang	黃志生先生	8/9	4/4	1/1	1/1	1/1
Ms. Zhao Ming	趙鳴女士	7/9	3/4	1/1	1/1	1/1
Ms. Yin Shilu (appointed on 14 May 2025)	尹詩璐女士（於2025年5月14日獲委任）	7/8	4/4	N/A不適用	N/A不適用	1/1

Note: Attendance of the Directors who were appointed and/or had resigned during the year ended 31 March 2026 were made by reference to the number of such meetings held during their respective tenures.

附註： 於截至2026年3月31日止年度獲委任及／或已辭任的董事出席會議的記錄是參照在彼等各自的任期內所舉行的有關會議的數目而列示。

CORPORATE GOVERNANCE FUNCTIONS

The Board is responsible for performing the corporate governance duties set out in code provision A.2.1 of the CG Code, including to develop and review the Company's policies and practices on corporate governance; review and monitor the training and continuous professional development of directors and senior management; review and monitor the Company's policies and practices on compliance with legal and regulatory requirements; develop, review and monitor the code of conduct applicable to employees and directors; and review the Company's compliance with the CG Code and disclosure in the Corporate Governance Report.

During the year ended 31 March 2026, the Board had reviewed and performed duties of the above-mentioned corporate governance matters of the Company. The Board considered that, during the year ended 31 March 2026, the Company had complied with the principles and applicable code provisions of the CG Code, except for the deviations, as explained in the relevant paragraphs of this annual report. The Company was not aware of any non-compliance to relevant applicable legal and regulatory requirements.

企業管治職能

董事會負責履行《企業管治守則》條文A.2.1所載之企業管治職務，包括制定及檢討本公司之企業管治政策及常規；檢討及監察董事及高級管理層的培訓及持續專業發展；檢討及監察本公司在遵守法例及監管規定方面的政策及常規；制定、檢討及監察適用於僱員及董事的操守守則；以及檢討本公司遵守企業管治守則的情況及於企業管治報告內的披露。

於截至2026年3月31日止年度，董事會已檢討及履行有關上述本公司企業管治事宜的職責。董事會認為，截至2026年3月31日止年度內，本公司已遵守企業管治守則的原則及適用守則條文，惟誠如本年報相關段落所解釋，偏離除外。本公司並不知悉任何違反相關適用法律及監管規定的情況。

AUDITOR'S REMUNERATION

Reference is made to the announcement of the Company dated 2 February 2026 and the circular of the Company dated 9 February 2026, HLB Hodgson Impey Cheng Limited ("**HLB**") has resigned as the auditor of the Company with effect from 2 February 2026 as a consensus on the proposed auditor's remuneration for the financial year ending 31 March 2026 could not be reached.

At the 2025/26 AGM, the shareholders of the Company approved the resolution for the appointment of Global Link as the new auditors of the Company following the resignation of HLB and to hold office from the conclusion of that AGM until the conclusion of the next AGM, who will retire and, being eligible, offer themselves for re-appointment at the forthcoming AGM. There have been no other changes of auditors in the past three years.

The consolidated financial statements of the Group for the year ended 31 March 2026 have been audited by Global Link.

For the year under review, the remuneration paid to the Company's auditor, Global Link, is set out as follows:

核數師之薪酬

茲提述本公司日期為2026年2月2日的公告及本公司日期為2026年2月9日的通函，由於未能就截至2026年3月31日止財政年度的建議核數師薪酬達成共識，國衛會計師事務所有限公司（「**國衛**」）已辭任本公司核數師，自2026年2月2日起生效。

於2025/26年度股東週年大會上，本公司股東批准決議案，於國衛辭任後委任高嶺為本公司新核數師，任期自該股東週年大會結束時起至下屆股東週年大會結束時止，其將於應屆股東週年大會上退任，並符合資格及願意膺選連任。於過往三年內並無核數師的其他變動。

本集團截至2026年3月31日止年度的綜合財務報表已由高嶺審核。

於回顧年度內，向本公司核數師高嶺支付之薪酬載列如下：

		Amount 金額 HK$'000 千港元
Audit service	核數服務	1,000

DIRECTORS' AND AUDITOR'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and in presenting the interim and annual financial statements, and announcements to the Shareholders, the Directors aim to present a balanced and understandable assessment of the Group's position and prospects. The Directors, having made appropriate enquiries, and the management has provided the Directors with such explanations and information as have enable them to conclude that the Group has adequate resources to continue in operational existence for the foreseeable future and that, for this reason, it is appropriate to adopt the going concern basis in preparing the financial statements. The statement of the independent auditor about their reporting responsibilities is set out on pages 93 to 97 of this annual report.

董事及核數師對財務報表所負的責任

董事確認其須負責為每個財政年度編製能真實及公平地反映本集團事務狀況之財務報表，並在向股東提呈中期及年度財務報表以及公告時，董事旨在就本集團之狀況及前景提呈均衡及易於理解的評估。董事經作出適當查詢後，管理層已向董事提供令彼等得以達致以下結論的解釋及資料：本集團有足夠資源在可預見的將來持續經營，因此，採用持續經營基準編製財務報表屬恰當。獨立核數師就彼等之申報責任發出之聲明載於本年報第93至97頁。

COMPANY SECRETARY

The Company has engaged an external professional company secretarial service provider, Z.L. Global Corporate Services Limited ("**ZLGCS**"), to provide the Company with compliance and a full range of company secretarial services to the Company in order to assist the Company to cope with the changing regulatory environment and to meet the diverse commercial needs. Mr. Lam Man Kit ("**Mr. Lam**"), the representative of ZLGCS, has been appointed as the company secretary of the Company with effect from 22 May 2024. His primary corporate contact person at the Company is Mr. Chu Pui Him, an executive Director of the Company.

According to Rule 3.29 of the Listing Rules, Mr. Lam has undertaken not less than 15 hours of relevant professional training for the year ended 31 March 2026.

公司秘書

本公司已委聘外部專業公司秘書服務供應商智輪環球企業服務有限公司(「**智輪環球**」),為本公司提供合規及全方位的公司秘書服務,以協助本公司應對不斷變化的監管環境及滿足各種商業需求。智輪環球的代表林文傑先生(「**林先生**」)已獲委任為本公司的公司秘書,自2024年5月22日起生效。彼於本公司的主要公司聯絡人為本公司執行董事朱沛謙先生。

根據上市規則第3.29條,林先生已於截至2026年3月31日止年度參與不少於15小時的相關專業培訓。

RISK MANAGEMENT AND INTERNALCONTROL

The Board's Responsibilities for the Risk Management and Internal Control Systems

The Board acknowledges that it is responsible for the risk management and internal control systems. Such risks would include, amongst others, material risks relating to ESG. The Board oversees such systems on an ongoing basis, while ensuring a review of the effectiveness of these systems of the Group is conducted at least annually. The scope of such review covers all material controls, including financial, operational and compliance controls as well as the process for the identification, evaluation and management of the significant risks (including ESG risks) faced by the Group. The Board also reviews the adequacy of resources, employees' qualifications and experience, their training programs, and budget of the Group's accounting, compliance, risk management, internal audit and financial reporting functions as well as those relating to the Group's ESG performance and reporting.

The Group's risk management and internal control systems are designed to managing risks rather than eliminating the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss. The Board has delegated its responsibilities (with relevant authorities) of risk management and internal control to the Audit Committee, and the management has provided a confirmation to the Audit Committee and the Board on the effectiveness of these systems for the year ended 31 March 2026. Main features of the risk management and internal control systems are described in the sections below.

風險管理及內部監控

董事會對風險管理及內部監控系統的責任

董事會承認其對風險管理及內部監控系統負責。該等風險將包括(其中包括)與ESG有關的重大風險。董事會持續監督該等系統,同時確保至少每年對本集團該等系統的有效性進行一次檢討。該項檢討的範圍涵蓋所有重大控制,包括財務、營運及合規控制以及識別、評估及管理本集團所面臨重大風險(包括ESG風險)的程序。董事會亦檢討資源的充足性、本集團會計、合規、風險管理、內部審核及財務報告職能僱員的資格及經驗、彼等的培訓計劃及預算,以及與本集團ESG表現及匯報有關的內容。

本集團的風險管理及內部監控系統旨在管理而非消除未能達成業務目標的風險,且僅能對無重大失實陳述或損失作出合理而非絕對的保證。董事會已將其風險管理及內部監控責任(連同相關權限)授予審核委員會,且管理層已向審核委員會及董事會確認該等系統於截至2026年3月31日止年度的成效。風險管理及內部監控系統的主要特點載於下文各節。

Risk Management System

The Group adopts a risk management system which manages the risk associated with its business and operations. The system comprises the following phases:

- Identification: Identify ownership of risks, business objectives and risks that could affect the achievement of objectives.
- Evaluation: Analyze the likelihood and impact of risks and evaluate the risk portfolio accordingly.
- Management: Consider the risk responses, ensure effective communication to the Board and on-going monitor the residual risks.

Internal Control System

The Company has put in place an internal control system which is compatible with the Committee of Sponsoring Organizations of the Treadway Commission ("**COSO**") 2013 framework. The framework enables the Group to achieve objectives regarding effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations. The components of the framework are shown as follows:

- Control Environment: A set of standards, processes and structures that provide the basis for carrying out internal control across the Group.
- Risk Assessment: A dynamic and iterative process for identifying and analyzing risks to achieve the Group's objectives, forming a basis for determining how risks should be managed.
- Control Activities: Action established by policies and procedures to help ensure that management directives to mitigate risks to the achievement of objectives are carried out.
- Information and Communication: Internal and external communication to provide the Group with the information needed to carry out day-to-day controls.
- Monitoring: Ongoing and separate evaluations to ascertain whether each component of internal control is present and functioning.

風險管理系統

本集團採用風險管理系統管理與其業務及營運相關之風險。該系統由以下階段組成：

- 識別：識別風險歸屬、業務目標及可影響達致目標的風險。
- 評估：分析風險的可能性及影響，並據此評估風險組合。
- 管理：考慮風險應對、確保與董事會有效溝通及持續監控剩餘風險。

內部監控系統

本公司已實施一套內部監控系統，該系統與Committee of Sponsoring Organizations of the Treadway Commission（「**COSO**」）2013年框架相符。該框架使本集團可達成有關營運成效及效率、財務報告之可靠性及遵守適用法律及法規之目標。該框架的組成部分如下：

- 監控環境：為本集團進行內部監控提供基礎的一套準則、程序及架構。
- 風險評估：識別及分析風險以實現本集團目標，以及為釐定如何管理風險提供基礎的不斷更新和重複的過程。
- 監控活動：根據政策及程序確立的行動，有助確保執行管理層為減低風險以達成目標所作出的指示。
- 資訊及溝通：為本集團提供進行日常監控所需資訊的內部及外部溝通。
- 監控：持續及獨立評估以確定內部監控的各組成部分是否存在及運作正常。

In order to enhance the Group's system of handling inside information, and to ensure the truthfulness, accuracy, completeness and timeliness of its public disclosures, the Group also adopts and implements an inside information policy and procedures. Certain reasonable measures have been taken from time to time to ensure that proper safeguards exist to prevent a breach of a disclosure requirement in relation to the Group, which include:

- The access of information is restricted to a limited number of employees on a need-to-know basis. Employees who are in possession of inside information are fully conversant with their obligations to preserve confidentiality.
- Confidentiality agreements are in place when the Group enters into significant negotiations.
- The executive Directors are designated persons who speak on behalf of the Company when communicating with external parties such as the media, analysts or investors.

為提升本集團處理內幕消息的系統及確保其公開披露的真實性、準確性、完整性及及時性，本集團亦採納及實施內幕消息政策及程序。本集團已不時採納若干合理措施，確保存在適當保障，以防止違反有關本集團之披露規定，包括：

- 只有有限數目的僱員在有需要了解的情況下才可獲取資訊。掌握內幕消息的僱員充分熟知彼等的保密責任。
- 本集團進行重大磋商時，均已訂立保密協議。
- 執行董事乃與外界人士（如媒體、分析師及投資者）溝通時代表本公司發言的指定人士。

Effectiveness of the Risk Management and Internal Control Systems

The Board is responsible for establishing, maintaining and reviewing an effective system of internal control and safeguarding the assets and the interests of the Group and the Shareholders as well.

The Group has established policies and procedures for approval and control of expenditures. Pursuant to a risk-based methodology, the Board plans its internal control review with resources being focused on higher risk areas.

Internal control review has been conducted on ongoing basis to ensure that the policies and procedures in place are adequate. Any findings and recommendations would be discussed by the management and followed up properly and timely.

風險管理及內部監控系統的有效性

董事會負責設立、維持及審閱有效的內部監控制度，並保障本集團及股東的資產及利益。

本集團已訂立政策及程序，用以審批及監控開支。董事會以風險為基準的方法，議定其內部監控審閱工作，將資源重點投放於較高風險部分。

內部監控的審閱工作以持續方式進行，確保既有的政策及程序足夠。管理層會適當並及時地對任何發現及推薦建議作出討論及跟進。

The Company does not have an internal audit department. However, the Group had engaged an independent service provider to conduct independent internal control review throughout the year ended 31 March 2026. The review covered the risk management and internal control systems including financial, operational, compliance control and risk management functions. And the review report showed that the Group maintained an adequate and effective internal control system and no major control deficiency had been identified. The scope and findings of the review had been reported to and reviewed by the Audit Committee and the Board. The Board and the Audit Committee have reviewed the need for an internal audit function and is of the view that in light of the size, nature and complexity of the business of the Group, as opposed to diverting resources to establish a separate internal audit department, it would be more cost effective to appoint external independent professionals to perform independent review of the adequacy and effectiveness of the risk management and internal control systems of the Group. Nevertheless, the Board will continue to review at least annually the need for an internal audit department.

本公司並無設立內部審核部門。然而，本集團已聘請獨立服務供應商，就截至2026年3月31日止年度進行獨立內部監控檢討。檢討涵蓋風險管理及內部監控制度各個部分，包括財務、營運、合規監控及風險管理職能。審閱報告顯示，本集團維持充足而有效的內部監控系統，且並無發現重大監控缺失。檢討範圍與結果經已向審核委員會及董事會匯報及經其審閱。董事會及審核委員會已檢討內部審核職能之需要，並認為以本集團業務之規模、性質及複雜性而言，為免分散資源另設單獨的內部審核部門，外聘獨立專業人士對本集團風險管理及內部監控制度之充足性及有效性進行獨立檢討，更具成本效益。儘管如此，董事會將繼續至少每年檢討一次內部審核部門之需要。

In addition to the above, the Board in its annual review further considered that:

(i) there are no changes in the nature and extent of significant risks and the Group's ability to respond to changes in the business and external environment;

(ii) the scope and quality of the ongoing monitoring of the risk management and internal control systems by the management, independent service provider and external auditor are adequate;

(iii) the extent and frequency of communicating the monitoring results to the Audit Committee and Board are sufficient;

(iv) there is no significant control failure or weakness; and

(v) the processes for financial reporting and Listing Rules compliance are effective. Based on the confirmation from management on the effectiveness of the risk management and internal control system, and the review report from the independent service provider, the Board and the Audit Committee consider that the risk management and internal control system of the Group are effective and adequate.

除上述各項外，董事會於其年度檢討中進一步認為：

(i) 重大風險的性質及程度以及本集團應對業務及外部環境轉變的能力並無變動；

(ii) 管理層、獨立服務供應商及外部核數師對風險管理及內部監控系統持續監察的範圍及質量均屬充足；

(iii) 向審核委員會及董事會傳達監察結果的程度及頻率充足；

(iv) 並無重大控制失效或缺陷；及

(v) 財務報告及遵守上市規則的流程有效。基於管理層就風險管理及內部監控系統有效性作出的確認，以及獨立服務供應商的審閱報告，董事會及審核委員會認為本集團的風險管理及內部監控系統乃屬有效且充足。

Whistleblowing Policy

The Group is committed to achieving and maintaining a high standard of probity, openness, and accountability. A whistleblowing policy is in place to create a system for the employees and other stakeholders of the Group to raise concerns, in confidence, about possible improprieties. The identity of each whistleblower and all information provided in connection with a whistleblowing report will be treated with the strictest confidence.

舉報政策

本集團致力於達致和維持高標準的廉潔、開放和問責性。本集團已制定舉報政策，旨在建立一套系統，讓員工及其他利益相關者能在保密情況下，就可能出現的不當行為提出關注。每位舉報人的身份與舉報報告內有關的一切資料將嚴格保密。

Anti-Corruption Policy

The Group is committed to promoting a culture of compliance, ethical conduct and good corporate governance within the Group, and the Company prohibits all forms of corruption and is committed to preventing and investigating all forms of corruption. The Company has adopted an anti-corruption policy to set out the specific behavioral guidelines that the Group's personnel and business partners must follow to combat corruption and demonstrate the Group's commitment to the practice of ethical business conduct and the compliance of the anti-corruption laws and regulations that apply to its operations.

反貪污政策

本集團致力於本集團內推廣合規、道德行為及良好企業管治文化，本公司禁止一切形式的貪污，並致力預防及調查一切形式的貪污。本公司已採納反貪污政策，訂明本集團人員及業務合作夥伴為打擊貪污而必須遵循的具體行為指引，並體現本集團致力於踐行合乎道德的商業行為及遵守適用於其營運的反貪污法律法規。

SHAREHOLDERS' RIGHTS

Convening an extraordinary general meeting and putting forward proposals at shareholders' meeting

Pursuant to article 58 of the Articles, any one or more members of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting, the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

股東權利

召開股東特別大會並於股東大會上提呈提案

根據細則第58條，任何一名或多名於遞呈要求日期持有不少於本公司繳足股本（附有於本公司股東大會上的投票權）十分之一的本公司股東，於任何時候均有權透過向董事會或本公司秘書發出書面要求，要求董事會召開股東特別大會，以處理有關要求中指明的任何事項；且該大會應於遞呈該要求後兩個月內舉行。若於遞呈當日起二十一(21)日內，董事會沒有開展召開有關大會之程序，則遞呈要求人士可自發以同樣方式召開會議，而遞呈要求人士因董事會之缺失而產生的所有合理開支應由本公司向遞呈要求人士償付。

Enquiries to the Board

Shareholders may send their enquiries, in written form, to the principal place of business in Hong Kong of the Company indicating the Board or the company secretary of the Company as the addressee.

向董事會查詢

股東可以書面形式向本公司之香港主要營業地點發送查詢，並註明收件人為董事會或本公司之公司秘書。

Communication with shareholders

The Company follows a policy of disclosing relevant information to the Shareholders in a timely manner. Annual and interim reports offer comprehensive operational and financial performance information to the Shareholders and the AGM provides a forum for Shareholders to exchange views directly with the Board.

The Company regards the AGM as an important event and all Directors, senior management and external auditors make an effort to attend the AGM to address Shareholders' queries. All the Shareholders are given a minimum of twenty-one (21) clear days' notice of the date and venue of the AGM. The Company supports the CG Code's principle to encourage Shareholders' participation. The Company has also complied with the requirements concerning voting by poll under the Listing Rules. Procedures for the Shareholders to Propose a Person for Election as a Director The procedures for shareholders of the Company to propose a person for election as a Director are posted on the Company's website.

與股東的溝通

本公司沿用及時向股東披露相關資料之政策。年報及中期報告向股東提供全面的營運及財務表現資料，而股東週年大會為股東提供與董事會直接交流意見之平台。

本公司非常重視股東週年大會，所有董事、高級管理層及外聘核數師均盡其所能出席股東週年大會以回應股東提問。所有股東均獲發有關股東週年大會日期及地點之至少二十一(21)日足日通知。本公司遵循企業管治守則之原則，鼓勵股東參與。本公司亦遵守上市規則有關通過投票表決之規定。股東提名人選參選董事的程序本公司股東提名人選參選董事的程序已刊載於本公司網站。

INVESTOR RELATIONS

To ensure transparent and comprehensive disclosures to investors, the Group delivers information of the Group to the public through various channels, including general meeting, public announcement and financial reports. The investors are also able to access the latest news and information of the Group via the Company's website.

In addition to publication of information, the Company provided all necessary information to the Shareholders in its annual report and interim report. The Directors host the AGM each year to meet the Shareholders and answer to their enquiries. Directors make efforts to attend the AGM so that they may answer any questions from the Shareholders. The Directors, the company secretary or other appropriate members of senior management of the Company will also respond to inquiries from Shareholders and investors promptly.

投資者關係

為確保透明及全面向投資者披露資訊，本集團循多個渠道向公眾人士傳達資料，包括股東大會、公告及財務報告。投資者亦可於本公司網站查閱本集團最新消息及資料。

除發佈資料外，本公司於其年報及中期報告向股東提供一切所需資料。董事每年舉行股東週年大會，以與股東會晤並解答彼等的查詢。董事會盡力出席股東週年大會，以解答股東的任何提問。本公司董事、公司秘書或其他合適的高級管理層成員亦會盡快回覆股東及投資者的提問。

DIVIDEND POLICY

The Board has adopted the dividend policy (the "**Dividend Policy**") which sets out the appropriate procedure on declaring and recommending the dividend payment of the Company. The aim of the Dividend Policy is to allow Shareholders to benefit from the Company's profit while keeping the Company's liquidity to capture future growth opportunities. The dividend distribution decision of the Company will depend on, among others, the financial results, the current and future operations, liquidity and capital requirements, financial condition and other factors as the Board may deem relevant. The Board may also declare special dividends from time to time. The Dividend Policy will be reviewed on a regular basis.

股息政策

董事會已採納股息政策(「**股息政策**」),其中載列宣派及建議本公司股息支付的適當程序。股息政策之目的,旨在讓股東從本公司利潤中獲益,同時維持本公司的流動性,以把握未來的增長機遇。本公司的股息分派決定將取決於(其中包括)財務業績、當前及未來業務、流動資金及資本需求、財務狀況及董事會認為相關的其他因素。董事會亦可能會不時宣派特別股息。股息政策將定期審核。

CONSTITUTIONAL DOCUMENTS

During the year ended 31 March 2026, there was no change in the Articles. The latest version of the Company's constitutional documents is available on the Company's website and the Stock Exchange's website.

章程文件

於截至2026年3月31日止年度,細則並無變動。本公司章程文件的最新版本可於本公司網站及聯交所網站查閱。

1. ABOUT THIS REPORT

1.1 Reporting Scope

This is the eighth Environmental, Social and Governance ("**ESG**") report published by the Company. By reporting the policies, measures, and performances of the Company and its subsidiaries (collectively referred to as the "**Group**") in ESG aspects, it allows our stakeholders to better understand the progress and development direction of the Group in relation to sustainability issues.

Operations that had no significant environmental and social impacts contributed were excluded from the reporting scope.

1.2 Reporting Period

This ESG report covers the Group's overall environmental and social performances of the business operations of its offices in Hong Kong, from 1 April 2025 to 31 March 2026 (the "**Reporting Period**"), unless otherwise stated.

1.3 Reporting Guidelines

The requirements of Rule 13.91 and the reporting framework set forth in the "Environmental, Social and Governance Reporting Guide" (the "**ESG Reporting Guide**") which is set out in Appendix 27 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") serve as the reporting guidelines of this report.

1.4 Reporting Principles

The reporting principles of this ESG report are governed by "materiality" and "quantitative". With respect to "materiality", we ensure that ESG issues discussed in this report are sufficiently important and material to investors and stakeholders including clients, communities, employees, institutions, governments, non-governmental organizations, shareholders, subcontractors, suppliers and industry associations. With respect to "quantitative", Key Performance Indicators ("**KPI**") required by the ESG Reporting Guide are measurable such that the effectiveness of our ESG policies and management systems can be evaluated and validated continuously.

1. 關於本報告

1.1 報告範圍

此乃本公司刊發的第八份環境、社會及管治(「**環境、社會及管治**」)報告。透過報告本公司及其附屬公司(統稱「**本集團**」)在環境、社會及管治方面的政策、措施及表現,使持份者更了解本集團在可持續發展議題方面的進展及發展方向。

無重大環境及社會影響的業務並無納入報告範圍。

1.2 報告期

除非另有說明,本環境、社會及管治報告涵蓋本集團香港辦事處於2025年4月1日至2026年3月31日期間(「**報告期**」)業務運營的整體環境及社會表現。

1.3 報告指引

香港聯合交易所有限公司(「**聯交所**」)證券上市規則附錄二十七所載《環境、社會及管治報告指引》(「**環境、社會及管治報告指引**」)中第13.91條的規定及報告框架乃本報告的報告指引。

1.4 報告原則

本環境、社會及管治報告的報告原則受「重要性」及「量化」所監管。就「重要性」而言,我們確保本報告中討論的環境、社會及管治問題對於投資者及持份者(包括客戶、社區、僱員、機構、政府、非政府組織、股東、分包商、供應商及行業協會)而言屬充分重要及重大。就「量化」而言,環境、社會及管治報告指引規定的關鍵績效指標(「**關鍵績效指標**」)屬可衡量,故可持續評估及驗證環境、社會及管制政策及管理系統的有效性。

The Group is determined to be a responsible enterprise and is committed to perfecting its business and improving the local community. In order to determine what issues are relevant and material to our business with respect to sustainability, the Group is aware that the key is to understand what issues our stakeholders are most concerned about. We define our stakeholders as people who affect our business or who are affected by our business. In our daily business, we actively exchange information with our stakeholders through our transparent platform while we are devoted to continuous improvement of our communication system. In addition, we are committed to maintaining a long-term partnership with our stakeholders and are actively engaged in addressing their concerns with timely follow-up actions. The Group is working to create a sustainable growth for the benefit of all our stakeholders.

本集團矢志成為負責任的企業，並致力完善旗下業務，同時改善本地社區。為確定對我們的業務在可持續發展方面屬相關及重要的事宜，本集團知悉其關鍵在於了解持份者最關注的事項。我們將持份者界定為影響我們業務或受我們業務影響的人士。在日常業務中，我們透過公開透明的平台與持份者積極交流資訊，同時致力持續改善通訊系統。此外，我們亦承諾與持份者維持長期夥伴關係，並及時採取跟進行動積極解決彼等關注的事項。本集團致力於為所有持份者的利益創造可持續增長。

1.5 Reporting Framework

With reference to the ESG Reporting Guide and the Group's business operation, the presentation of this ESG report divides the relevant aspects and KPI, which are considered to be relevant and material to the Group, into four subject areas: Environmental Protection, Employment and Labour Practices, Operating Practices and Community Investments. An independent expert was engaged to provide assurance to the content of this ESG Report and verify the relevant disclosure of KPIs in this report.

A complete index in compliance with the ESG Reporting Guide is also available at the end of this report for reference. Except for provisions that the Group considers are inapplicable to its operations, for which explanations have been given on the rightmost column in the said index, this report is compliant with all the "comply or explain" provisions set out in the ESG Reporting Guide.

1.5 報告框架

參照環境、社會及管治報告指引及本集團的業務營運，本環境、社會及管治報告的呈列將被視為對本集團屬相關及重大的層面及關鍵績效指標分為四大主要範疇：環境保護、僱傭及勞工常規、營運慣例及社區投資。我們已委聘獨立的專家就本環境、社會及管治報告的內容提供保證，並核查本報告內關鍵績效指標的相關披露資料。

本報告的最後部分亦載有根據環境、社會及管治報告指引的完整索引，以供參考。除本集團認為不適用於其業務的條文外（有關解釋載於上述索引的最右一欄）外，本報告已遵守環境、社會及管治報告指引所載的所有「不遵守就解釋」條文。

1.6 Data Collection

Data in this report are extracted from the Group's internal management system and statistics, and part of the data collected in previous years. Unless otherwise stated, HKD is used in this report as its functional currency.

1.6 數據收集

本報告的數據摘錄自本集團內部管理系統及統計資料，以及過往年度收集的部分數據。除另有訂明外，否則港元於本報告採用作為其功能貨幣。

2. ABOUT EASYHOLD GROUP

2.1 Group Profile

We are a Hong Kong based full-service restaurant entity specializing in Cantonese dining and banquet services, particularly wedding banquets and the Cha Chaan Teng operations.

As at 31 March 2026, the Group operated ten restaurants in Hong Kong and Macau, including two Chinese full-service restaurants operating under the brand "Palace (煌府)", one restaurant operating under the brand "Sea Moon Cuisine (海月宴會廳)" at China Hong Kong City, one restaurant operating the brand "Choijeuk" (財爵) in Kwun Tong and six Cha Chuan Tong restaurants in Hong Kong and Macau.

2.2 Stakeholder Engagement and Materiality

The Group values input and feedback of its stakeholders as they bring potential impacts to the Group's business. Shareholders, management and employees of the Group have been involved in annual general meetings, staff meetings, stakeholder surveys, daily email and telephone communications to share views regarding the Group's operations and performances. The Group has specifically engaged internal stakeholders to gain further insights on ESG material aspects and challenges through stakeholder surveys in the Reporting Period.

We take stakeholders' expectations into consideration in formulating our businesses and ESG strategies by utilizing diversified engagement methods and communication channels, shown as below.

2. 關於誼和股份

2.1 集團簡介

我們為一間總部位於香港的全方位餐飲實體，專注於提供粵式餐飲及宴會服務，尤其是婚宴服務及茶餐廳運營。

於2026年3月31日，本集團於香港及澳門經營十間酒樓，包括兩間以「煌府」品牌經營的中式全面服務式酒樓、一間於中港城以「海月宴會廳」品牌經營的酒樓、一間在觀塘經營「財爵」品牌的酒樓及六間位於香港和澳門的茶餐廳。

2.2 持份者參與及重要性

由於持份者會為本集團的業務帶來潛在影響，故本集團重視彼等的貢獻及意見。本集團股東、管理層及僱員一直透過參與股東週年大會、員工會議、持份者調查、日常電郵及電話溝通發表對本集團營運及表現的意見。於報告期內，本集團特別與內部持份者交流並透過持份者調查獲得對環境、社會及管治重大方面及挑戰的更深刻見解。

我們於制定業務及環境、社會及管治策略時，已透過採用如下所示的多元化參與方式及溝通渠道，考慮持份者的期望。

Stakeholders 持份者	Requirements and expectations 要求與期望	Description 描述
Stock Exchange 聯交所	Compliance with Listing Rules 遵守上市規則	• Regular Information Reporting 定期資料匯報
Government 政府	Comply with business regulations and taxes 遵守商業法規及稅務	• Accept guidance and supervision; 接受指引及監察； • Operation in accordance with law; and 依法經營；及 • File tax returns and pay tax in accordance with the laws. 依法報稅納稅。
Suppliers 供應商	(a) Fair competition/quality and price; 公平競爭／質量及價格； (b) Stable payment terms 穩定的付款條款	• Conduct suppliers assessment regularly and/or prior the expiry of contract under a rigorous and regulated system 在嚴格及受監管的制度下，定期及／或在合約到期前進行供應商評估
Shareholders/Investors 股東／投資者	(a) Financial performance 財務表現 (b) Corporate governance 企業管治 (c) Market image 市場形象	• Conduct general meetings; 召開股東大會； • Comply with market rules; 遵守市場規則； • Publish annual and interim reports; and 發佈年報及中報；及 • Publish regular announcements in the Stock Exchange. 於聯交所定期發佈公告。
Media & Public 媒體及公眾	Corporate governance, environmental protection, and human rights 企業管治、環境保護及人權	• Improve community livelihood; 改善社區生計； • Implement eco-friendly measures to reduce, reuse and recycle resources to minimize environmental impact; and 實施減少、再利用及回收資源的環保措施，以盡量減低對環境的影響；及 • Disclose the development strategy and corporate governance. 披露發展戰略及企業管治。

Stakeholders 持份者	Requirements and expectations 要求與期望	Description 描述
Customers 客戶	(a) Product quality 產品質量 (b) Customer complaint handling 客戶投訴處理 (c) Customer privacy protection 客戶隱私保護	• Promptly respond to customer complaints; 迅速回應客戶投訴； • Address customer feedback and opinions; and 解決客戶反饋及意見；及 • Sincerely protect customer privacy. 真誠保障客戶私隱。
Employee 僱員	(a) Good salary and benefits 良好的薪金及福利 (b) Fair promotion and career development 公平晉升及職業發展 (c) Good and safe working environment 良好安全的工作環境	• Install facilities and arrange cleaning to improve the working and comfortable environment; 安裝設施及安排清潔，以改善工作環境及提供舒適的環境； • Organize training and workshops; 組織培訓及研討會； • Establish communication channels; and 建立溝通渠道；及 • Sound compensation system. 健全的薪酬制度。
Society 社會	Corporate Responsibility 企業責任	• Community charity; and 社區慈善；及 • Sustainable development strategy. 可持續發展戰略。

The Board and the management of the Company highly support, engage in and are concerned with all the issues related to ESG through the management of daily operations and take appropriate actions whenever applicable. ESG- related risks are identified through the risk control procedures and the identified material aspects are strictly managed through the Group's policies and guidelines. Management of the aspects have been described in separate sections below. Through the continuous improvements related to ESG issues, the Group has been reducing the potential risks that may derive from environmental, social and economic developments and to review the policies on a regular basis in order to enlarge the benefit of the stakeholders. The Group will continue to identify areas of improvement for the concerned aspects and keep close communication with its stakeholders to share and exchange ideas for advancing the Group's ESG management.

本公司董事會及管理層透過日常經營管理，致力支持、參與和關注所有與環境、社會及管治相關的事宜，並於適用情況下採取適當行動。本集團透過風險控制程序識別環境、社會及管治相關風險，並透過本集團的政策和指引，嚴格管理該等已識別的重要領域。有關這些層面的管理於以下單獨的章節中予以描述。透過對環境、社會及管治問題的持續改進，本集團一直在降低環境、社會和經濟發展可能帶來的潛在風險，並定期檢討有關政策，以擴大持份者的利益。本集團將繼續查找不足，改善相關範疇，並與其持份者保持密切溝通，分享及交流想法，從而提升本集團的環境、社會及管治管理。

2.3 Stakeholders' Feedback

The Company welcomes stakeholders' feedback on our ESG approach and performance. Please give your suggestions or share your views with us via mail to our head office.

2.3 持份者的意見

本公司歡迎持份者就我們的環境、社會及管治方針及表現發表意見。如有任何建議或意見，敬請電郵至我們的總部。

3. ENVIRONMENTAL, SOCIAL AND GOVERNANCE POLICY

At Easyhold Group Holdings Limited, ESG is viewed as a business philosophy that creates sustainable value for all our stakeholders including but not limited to shareholders, employees, business partners, customers, suppliers, Government bodies and community members. By embracing opportunities and managing risks derived from environmental, social, and economic developments, our ESG policy defines our long-term approach to specific issues in two cornerstones: Environmental and Social, which is instrumental in enabling our business to operate in a sustainable manner. The Group is committed to the long-term sustainability of our business development and the communities in which we operate.

3.1 Environmental Policy

We value the importance of environmental protection and the impact of the environment on the well-being of communities. The Group pursues the following initiatives on the environmental protection policy:

- To give due consideration to environmental issues in our corporate decision-making process and actively minimize the impact of our business operations on the environment;
- To continue to improve our environmental performance and comply with applicable environmental laws and standards;
- To reduce energy consumption and improve energy efficiency, conserve resources, use renewable or recyclable materials, minimize the use of paper and dispose of waste in an environmentally responsible manner; and
- To raise staff awareness of environmental issues through education and training and by posting the Go Green Initiatives in the pantry, washrooms of workplaces and restaurants for all staff.

3. 環境、社會及管治政策

誼和股份有限公司視環境、社會及管治為經營理念，可為全體持份者(包括但不限於股東、僱員、業務夥伴、客戶、供應商、政府機構及社區成員)創造可持續價值。透過把握機會及管控環境、社會及經濟發展所帶來的風險，我們的環境、社會及管治政策將在環境及社會兩個基本方面訂立我們針對具體問題的長期方針，有助我們以可持續的方式營運業務。本集團致力維持我們的業務發展及營運所在社區的長期可持續性。

3.1 環境政策

我們評估環境保護的重要性及環境對社區民眾生活的影響。本集團就環境保護政策採取以下舉措：

- 我們評估環境保護的重要性及環境對社區民眾生活的影響。本集團就環境保護政策採取以下舉措：
- 持續提升我們的環境表現並遵守適用的環境法律及標準；
- 以對環境負責的態度減少能源消耗及提高能源效益、節約資源、使用可再生或可回收材料、盡量減少使用紙張及廢棄物排放；及
- 通過教育及培訓以及在工作場所的茶水間及洗手間及酒樓張貼有關「綠色先行」舉措的宣傳，提高員工的環保意識。

3.2 Social Policy

We consider our staff as valuable wealth of the Group and the foundation for the development of the Group. We also believe in giving back to the communities in which we operate. The following are our policy on social aspects:

- To foster a supportive and quality working environment by upholding employment practices that treat our staff fairly and equally;
- To safeguard the rights and interests of our staff by strict compliance with the applicable laws and never harm their interests;
- To provide our staff opportunities for training and development;
- To ensure a healthy and safe workplace and facilitate meaningful communication within the Group;
- To maintain a high standard of integrity, transparency and accountability in our operations, improving our services based on evolving market demands, and promoting sustainable development to our stakeholders; and
- To support local initiatives that create effective and lasting benefits to the community through corporate philanthropy and mobilizing our staff to participate in volunteer work.

This Policy shall be communicated to the Group's stakeholders, including but not limited to its employees, shareholders, suppliers, business partners and customers, and made available to the public, in particular the investing public.

The Group is committed to the continual development of this Policy and its integration into the Group's operations and will review this Policy on a regular basis.

3.2 社會政策

我們認為員工是本集團的寶貴財富及本集團發展的基礎。我們亦主張回饋營運所在社區。以下為我們在社會層面所制訂的政策：

- 堅持公平公正對待員工的僱傭慣例，營造一個互助及優良的工作環境；
- 保障員工權益，嚴格遵守適用法律，絕不損害員工利益；
- 向員工提供培訓及發展機會；
- 確保工作場所健康及安全，並在本集團內部實現有效溝通；
- 在營運中保持高標準的誠信、透明度及問責，根據不斷變化的市場需求完善我們的服務並促進對持份者的可持續發展；及
- 透過企業慈善及動員員工參加義工工作支持地方舉措，為社區創造有效及持續的利益。

本政策須向本集團持份者（包括但不限於其僱員、股東、供應商、商業夥伴及客戶）傳達，並向公眾人士（尤其是投資大眾）公佈。

本集團致力保持本政策的持續發展，將本政策整合入本集團營運並定期審閱。

4. ENVIRONMENTAL MATTERS

Go Green Initiatives

While the impact of global sustainability issues such as climate change, plastic pollution, ecological and ethical footprints is increasingly prominent, the Group is aware that consumers are gradually becoming more sensitive to those issues which start to influence the purchasing decisions of average consumers. Where previous customers would rarely question how a product was made or what it was made of, corporates are now expected to clearly state where products come from and how the ESG policies inform their choice of processes, materials and deployment of human resources. The change of consumer mentality is progressively transforming purchasing decisions.

As such, it has never been more important for the Group to implement good ESG practices into our business model. We are committed to instilling the consciousness of resources conservation, deeply indoctrinated the low-carbon concept and environmental protection into the work and life of every employee. We continue to seek business partners who share our philosophy, commitment to environment conservation and compliance with the applicable environmental laws and regulations.

Although change is always difficult and requires careful management, we firmly believe that these initiatives will become part of our competitiveness and are capable of reflecting our commitment to offering our customers the best quality of services with the least adverse impact on our planet and to building a greener and healthier environment together with all the members of the community.

Corporate Environmental Policy and Compliance

Tremendous efforts in recent years have been made by the Hong Kong government and numerous corporates in the city to promote the construction of a green and low carbon environment and ecological civilisation for the community. The Group, as a member of this community, is committed to upholding high environmental standards and to disseminating the concept of sustainable and green development via reducing waste discharge, carbon footprint and resource consumption, devoting human and financial resources for environmental conservation and promoting a harmonious and sustainable development among people, society and the environment.

4. 環境事宜

「綠色先行」舉措

隨著全球可持續發展議題，如氣候變化、塑膠污染、生態及道德需求區域的影響日趨顯著，本集團明白客戶逐漸對該等議題變得敏感，開始影響著普遍客戶的購買決定。以往客戶甚少問及產品的生產方式或其成份，但現時會期望企業清楚列明產品的原產地以及環境、社會及管治政策如何影響其生產流程、材料及人力資源運用的選擇。客戶心態改變正逐步促成購買決定的轉變。

因此，本集團在業務模式中實行良好的環境、社會及管治常規變得空前重要。我們致力將資源保護意識、低碳概念及環保深入灌輸到每位僱員的工作和生活中。我們繼續物色與我們的理念、對環境保護的承擔及遵守適用環保法例及法規一致的業務夥伴。

雖然轉變總會有困難及需要謹慎的管理，我們堅信上述舉措將成為我們競爭力的一部分，並能展示我們的承諾：向客戶提供最優質服務而僅對地球造成極少負面影響，並與社區各界人士共同建設更為綠化和健康的環境。

企業環境政策與合規

近年來，香港政府及本港許多企業在推動為社區建設綠色低碳環境及生態文明建設方面付出重大努力。本集團作為社區的一分子，致力秉持高環保標準，憑藉減少廢物排放、碳足跡及資源消耗，由此傳播可持續發展及綠色發展的理念，投入人力及財務資源以促進環境保護及促進人類、社會及環境的和諧及可持續發展。

As a company that is principally engaged in offering Cantonese dining service and banquet services in Hong Kong, our operation in general does not consume extensive natural resources, nor does it produce a significant amount of greenhouse gas (GHG) emissions. Nevertheless, we endeavour to protect this planet and to build a sustainable future for our next generations. The Group formulated relevant rules and regulations for the sound and effective management of energy consumption, greenhouse gas ("**GHG**") emission, as well as discharge of domestic waste and sewage and other pollutants, which are highlighted below.

- Actively promote a culture of environmental sustainability among customers, workforce, and supplier, encouraging their participation in green initiatives;
- Comply with applicable environmental protection laws and regulations;
- Define appropriate goals, objectives and targets on a regular basis for our ESG management approach;
- Continuously improve the ESG management system and maintain rigorous standards; and
- Communicate our environmental performance to stakeholders and seek their involvement wherever applicable.

During the Reporting Period, the Group complied with relevant laws and regulations relating to air and GHG emissions, discharge into water and land, and generation of hazardous and non-hazardous waste. The Group did not violate any environmental protection laws or regulations of the region where we operate, nor was it subject to significant fines, non-monetary penalties and litigation relating to environmental protection.

作為一家主要從事在香港提供粵菜餐飲服務及宴會服務的公司，我們的業務一般不會消耗大量自然資源，亦不會排放大量溫室氣體。然而，我們致力保護這個地球，為下一代建立可持續的未來。本集團已制訂相關規則及規例，以穩妥和有效管理能源消耗、溫室氣體（「**溫室氣體**」）排放以及家居廢物和污水及其他污染物的排放，摘要見下文。

- 積極在客戶、員工及供應商中推動環境可持續文化，鼓勵彼等參與環保倡議；
- 遵守適用環保法律及法規；
- 定期確立適當的總體目標、具體目標和指標，作為環境、社會及管治管理方針；
- 持續改善環境、社會及管治管理體系及維持嚴格標準；及
- 向持份者闡述我們的環保績效及適當尋求彼等的參與。

於報告期內，本集團已遵守有關空氣及溫室氣體排放、向水及土地排放，以及產生有害及無害廢棄物的相關法律及法規。本集團並未違反我們經營所在地區的任何環境保護法律或法規，亦無牽涉有關環境保護的重大罰款、非金錢處罰及訴訟。

4.1 Emissions

Governance on Air and Greenhouse Gas ("GHG") Emissions

Environmental protection has always been one of the fundamental values of the Group. In the course of achieving the Group's business objectives and maximizing value creation for its stakeholders, the Group strives to achieve a balance between its operation needs and the environment by using resources wisely and minimizing pollutants from its business operation. The Group recognizes its responsibility to contribute towards environmentally sustainable development as reflected by its policy statement:

- Towards full compliance with environmental legislation and other applicable regulations;
- Environmentally clean and use energy efficiently; and
- Prevent pollution by applying effective waste management and environmental friendly work practice.

The Group has also formulated related environmental initiatives to promote sustainability within its business. The Group upholds the principles of emission reduction and resource efficiency in its environmental management approaches. This is achieved by implementing measures that promote energy efficiency, wastes reduction and other green initiatives. The Group is also committed to educating its employees in raising their awareness of environmental protection and complying with relevant environmental laws and regulations. Within its policy framework, the Group continually looks for opportunities to pursue environmentally friendly initiatives, enhance its environmental performance by reducing energy consumption and the use of other resources.

During the Reporting Period, the Group was not aware of any material non-compliance with laws and regulations concerning air and GHG emissions, discharges into water and land, and generation of non-hazardous waste, including but not limited to the Waste Disposal Ordinance of Hong Kong (Chapter 354 of the Laws of Hong Kong) and the Air Pollution Control Ordinance of Hong Kong (Chapter 311 of the Laws of Hong Kong).

4.1 排放

管理廢氣及溫室氣體(「溫室氣體」)排放

環境保護一直是本集團的基本價值之一。在完成本集團的業務目標及為其持份者盡力創造價值的過程中,本集團通過廣泛使用資源及盡量減少其業務營運產生的污染物,竭力達成營運需求與環境之間的平衡。本集團確認其對環保可持續發展所承擔的責任,反映於其政策聲明:

- 全面遵守環保法例及其他適用規定;
- 環保清潔及有效利用能源;及
- 採用有效廢物管理及環保工作常規以防止污染。

本集團亦已制定相關環境措施,以促進業務可持續發展。本集團在環境管理方針方面秉承減排及資源效益原則,透過實施提升能源效益的措施、減少廢棄物及其他綠色倡議實現有關方針。本集團亦致力教育僱員提高其環保意識,並遵守相關環境法律及法規。在其政策框架內,本集團不斷尋找機會採取環保措施,透過減少能源消耗及其他資源使用以提高環保表現。

於報告期內,本集團並不知悉任何嚴重違反有關廢氣及溫室氣體排放、向水及土地排污以及產生無害廢棄物的法律及法規,包括但不限於香港廢物處置條例(香港法例第354章)及香港空氣污染管制條例(香港法例第311章)。

Main types of emission sources from the Group during the reporting period were mainly diesel consumed by Group-owned vehicle, use of electricity and disposal of paper to landfill. The Group's business does not involve in consumption of packaging materials, production-related air, water, and land pollutions which are regulated under national laws and regulations. In addition, the Group's core businesses in financial services, car operating lease services and property technology services do not contribute to significant environmental or natural resources impact comparing to businesses in other sectors. Most importantly, the Group still strives to minimize its adverse environmental impact from its business operation.

本集團於報告期內涉及的排放源種類主要包括本集團自有汽車消耗的柴油、電力使用及向堆填區處置廢紙。本集團業務不涉及受國家法律法規所規管之包裝材料消耗及生產相關空氣、水及土地污染。此外，相比其他領域的業務而言，本集團在金融服務、車輛租賃服務及物業科技服務領域的核心業務不會對環境或自然資源有重大影響。最重要的是，本集團仍然竭力降低其業務營運造成的不利環境影響。

Air emissions

A total of 1,737 liters of diesel was used for the Group-owned vehicles in the Reporting Period, contributing to 0.03 kg of sulphur oxides, 0.60 kg of nitrogen oxides and 0.04 kg of particulate matter.

廢氣排放

於報告期內，本集團自有汽車消耗合共1,737公升柴油，造成0.03千克硫氧化物、0.60千克氮氧化物及0.04千克顆粒物。

Greenhouse gas emissions

溫室氣體排放

Scope of Greenhouse Gas Emissions **溫室氣體排放範圍**	**Emission Sources** **排放源**	**Emission[1] (in tCO_2e)** **排放量[1]（以噸二氧化碳當量計）**
Scope 1 **範圍1** Direct Emission 直接排放	Diesel consumed by Group-owned Vehicle 本集團自有汽車消耗的柴油	5.01
Scope 2 **範圍2** Indirect Emission 間接排放	Use of Electricity 電力使用	4,440.39
Scope 3 **範圍3** Other Indirect Emission 其他間接排放	Paper Consumption 紙張消耗	27.97
Total **總計**		4,473.37

Note:

1. Emission factors were made reference to Appendix 27 of the Main Board Listing Rules and their referred documentation as set out by Hong Kong Exchanges and Clearing Limited, unless stated otherwise.

附註：

1. 除另有指明外，排放系數乃參照主板上市規則附錄二十七及香港交易及結算所有限公司所載的相關參考文件得出。

Measures to Mitigate Emissions

The Group has set up teleconference facilities and uses online meetings the in office to avoid business trips whenever possible. When options are available, the Group also opts for direct flights to reduce unnecessary carbon emissions.

減低排放量的措施

本集團已在辦公室設立電話會議設備及使用線上會議，盡可能避免商務差旅。在可行的情況下，本集團亦更傾向於選擇直飛，以減少不必要的碳排放。

Waste Management

Waste Management Policy

Waste reduction is the focus of our emission control efforts. The Group's principal waste management policy endeavours to achieve a green and paperless operation and a minimal generation of food waste during our operation wherever possible and practical. The Group, through the following measures and objectives, strives to achieve the target of reducing the amount of waste generated and aims at waste management from the source.

- We endorse the "4-R Principles – Reduce, Reuse, Replace and Recycle" as our key policy of waste management;
- During the Reporting Period, the Group participated in the "Food Wise Hong Kong Campaign" driven by the Environmental Protection Department to promote awareness of the community on the food waste reduction in Hong Kong so as to lessen the long-term burden on landfills;
- We reduce the amount of waste disposed such as paper usage, plastic bottles, cooking oil and remained amenities;
- We extend our commitment to using sustainable products into every aspect of the business – including the furniture;
- We generally do not provide plastic straws and plastic stirring rods to customers unless plastic straws are specifically requested;
- We encourage all employees to reduce paper usage through duplex printing, paper recycle and frequent use of electronic information systems for material sharing or internal administrative documents;

廢物管理

廢物管理政策

減廢是我們排放控制工作的焦點。本集團的主要廢物管理政策致力在我們的營運中盡可能實現綠色及無紙化操作及產生最少數量的殘餘食物。通過以下措施及目標，本集團致力實現減少所產生廢物數量的目標，旨在從源頭實現廢物管理。

- 我們秉承「環保四用原則－減少使用、物盡其用、替代使用及循環再造」作為廢物管理的主要政策；
- 於報告期內，本集團參與由環境保護署推動的「惜食香港運動」，以提高香港社會對食物浪費的意識，從而舒緩堆填區的長期負荷；
- 我們減少廢物棄置量，例如用紙、塑料瓶、廢棄食用油及剩餘日用品；
- 我們將使用可持續產品的承諾擴展至業務的所有範疇，包括傢俱；
- 我們普遍不向客戶提供塑膠飲管及塑膠攪拌棒，除非客戶特別要求塑膠飲管；
- 我們鼓勵所有僱員利用雙面打印、循環再用紙張及多加使用電子資訊系統作資料分享或內部行政文件用途，從而減少用紙；

- We encourage the increased use of reusable products, such as envelopes, and better separation of waste streams for recycling;
- We maintain 100% recycling rate of used toner cartridges by collecting and sending all used cartridges to recycling agents;
- We encourage minimum consumption of paper towels;
- We strengthen our employees' awareness in environmental management, waste reduction and waste recycle, encourage them to be equipped with appropriate skills and knowledge with respect to the practice of sustainable development; and
- We closely keep up with the latest government initiatives and policies in relation to waste management, waste reduction and recycling campaigns in order to allocate resources and formulate strategies in a timely manner.

Hazardous Waste
Given our business nature, the Group does not directly produce hazardous waste throughout our operations. To reduce the environmental impact of chemical agents, our cleaning contractor uses environmentally friendly detergents and cleaning products. In addition, we encourage waste recyclers to collect electronic waste such as old computers from us wherever practical, ultimately reducing both the monetary and environmental costs involved in the disposal of these electrical parts that may become hazardous waste.

Non-hazardous Waste
Non-hazardous waste generated by the Group are mainly food waste or alternatively known as kitchen waste, paper towels and napkins. Designated containers are used for separation and temporary storage of disposed food waste before collected by authorized waste collection contractors. The Group has been a partner of the "Food Wise Hong Kong Campaign" promoted by the HKSAR Government since 2015 and undertakes to continue its dedication to food waste reduction.

- 我們鼓勵增加使用可再使用產品（如信封）及改善廢物分類，以實行循環再造；
- 我們收集所有用完的碳粉匣並交予回收代理商，維持舊碳粉匣100%回收率；
- 我們鼓勵盡量減少使用紙巾；
- 我們加強僱員在環境管理、減廢及廢物循環方面的意識、鼓勵彼等掌握有關實踐可持續發展方面的適當技能和知識；及
- 我們密切留意政府有關廢物管理、減廢及循環再造活動的最新倡議和政策，務求適時分配資源及制訂策略。

有害廢棄物
基於我們的業務性質，本集團的營運不會直接產生有害廢棄物。為減少我們的營運中所用化學劑對環境的影響，我們的清潔承辦商採用環保清潔劑及清潔產品。此外，我們鼓勵廢物回收商在可行情況下向我們收集舊電腦等電子廢物，最終減少棄置此等或會變成有害廢棄物的電子零件所涉及的金錢和環境成本。

無害廢棄物
本集團產生的無害廢棄物主要為食物渣滓（或稱為廚餘）、紙巾及餐巾。我們使用指定的容器，方便分隔和暫時儲存須棄置的食物渣滓，再由認可的廢物收集承辦商收集。本集團自2015年起成為香港特區政府推廣的「惜食香港運動」的合作夥伴，並承諾繼續致力減少食物浪費。

Food waste, used cooking oil and grease trap waste are properly separated and collected by authorised service provider of waste collection. The Group assigned personnel for food waste management and regularly review the effectiveness of the food production, processing and final disposal procedures adopted. "Food Wise" signs are available at the Group's banquet halls to promote the culture of eating wisely. Statistics of food waste disposal are gathered and analysed on a monthly basis, so as to evaluate the effectiveness of our food waste management.

食物渣滓、已使用的食用油及隔油池廢物會被隔離，由經授權的廢物回收服務提供商回收。本集團指派人員專責食物渣滓管理，並定期審查所採用的食品生產、加工及最終棄置程序的有效性。本集團的宴會廳內展示「惜食」標誌，以宣傳明智的飲食文化。每月收集及分析食物渣滓處理統計數據，以評估食物渣滓管理的成效。

Moreover, the Group has policies in place to reduce its waste generation through the implementation of certain controls at its supply sources in order to manage the amount of waste generated. For example, the Group has established a central kitchen and has implemented cost control mechanisms to achieve better control of its food purchase. The Group actively monitors the consumption of food ingredients for each restaurant and will make adjustment to its procurement of food ingredients if necessary. These measures help minimise excessive consumption of food ingredients and reduce food waste. In addition, the Group is also an advocate for low-carbon dining and waste recycling, as well as reducing the use of disposal tableware.

此外，本集團已制定政策，透過在其供應源實施若干控制措施以管理產生的廢棄物量，從而減少廢棄物的產生。例如，本集團建立中央廚房，並實施成本控制機制，從而更好地控制食品採購。本集團積極監控每間酒樓的食材消耗情況，並在必要時對其食材的採購進行調整。該等措施有助盡量減少食材過度消耗，並減少食物浪費。此外，本集團亦倡導低碳餐飲及廢棄物回收，以及減少使用一次性餐具。

Wastewater Discharge

The Group's operation consumes a significant amount of water for sanitary and dining restaurants In relation to the Group's wastewater management, the Group carries out oil separation and pre-treatment of wastewater before discharge. The Group also contracts a sewage service to properly handle its domestic sewage. During the Reporting Period, the Group was in compliance with the Water Pollution Control Ordinance ("**WPCO**") (Chapter 358 of the Laws of Hong Kong).

廢水排放

本集團的經營因衛生及酒樓消耗大量水。在本集團的廢水管理方面，本集團於排放前對廢水進行油分離及預處理。本集團亦簽訂污水處理服務，以便妥善處理生活污水。於報告期間，本集團已遵守《水污染管制條例》(香港法例第358章)(「**水污染管制條例**」)。

Besides educating its employees, the Group also engages in regular assessments of its utility services. In particular, the Group regularly checks for water-seepage or leaking pipelines. if such problems are identified, the Group will ensure that the defective parts causing the seepage or leakage are replaced and repaired on a timely basis. During the Reporting Period, the Group has had no issue of sourcing its water.

除教育僱員外，本集團亦定期評估其水電服務。尤其是，本集團定期檢查管道是否滲水或漏水。如發現該等問題，本集團將確保及時更換及維修導致滲水或漏水的損壞部件。於報告期內，本集團概無求取水源方面的問題。

		Unit 單位	2026 2026年	FY2026 Intensity (per restaurant) 2026財政年度(每間酒樓)
Non-hazardous Waste	無害廢棄物	tonnes 噸	290.69	29.07

4.2 Use of Resources

Minimizing Energy Consumption

The Group considers the conservation of natural resources to be an indispensable component to promoting a sustainable business, and strives to minimize the energy consumed at all levels in its operations by identifying and imposing measures to increase energy and resource efficiency.

Through actively adopting a variety of environmentally friendly measures, the Group is able to facilitate the efficient use of its resources, including but not limited to, energy, paper, water and other raw materials. Further, the Group has implemented policies to raise awareness in relation to the conservation of electricity and has adopted energy saving measures in its daily operation as illustrated in the ESG Report. Throughout the years, the Group put forth a strong emphasis on minimizing the usage of mentioned materials during our daily operations. The following table shows the figures of material consumption in the Group's business operations.

4.2 資源使用

盡量減少能源消耗

本集團認為保護自然資源是促進可持續業務不可或缺的組成部分，並透過確定及實施提升能源及資源效率的措施，致力最大限度地減少其運營中各個層面的能源消耗。

透過積極採取多種環保措施，本集團能夠促進其資源的有效利用，包括但不限於能源、紙張、水和其他原材料。此外，如環境、社會及管治報告所示，本集團已實施政策以增進節電意識，並在日常營運中採取節能措施。多年以來，本集團非常重視在日常營運中盡量減少使用上述材料。下表列示本集團業務營運的材料消耗數據。

		Unit 單位	2026 2026年	FY2026 Intensity (per restaurant) 2026財政年度（每間酒樓）
Electricity	電力	kWh 千瓦時	6,394,042	1,065,673
Purchased Gas	外購天燃氣	kg 千克	462,824	77,137
Unleaded Petrol	無鉛汽油	L 公升	N/A 不適用	N/A 不適用
Paper	紙張	kg 千克	5,284	528
Water	水	m^3 立方米	244,732	40,788
Diesel	柴油	L 公升	1,737	289

Energy Consumption Sources	能源消耗源	Direct Consumption 直接消耗	Energy Consumption (in kWh) 能源消耗（以千瓦時計）
Diesel	柴油	1,737 Liter 公升	17,373
Electricity	電力	6,394,043 kWh 千瓦時	6,394,043
Total	總計		6,411,416

Energy Use Efficiency Initiatives

The Group actively adopts electricity conservation and energy saving measures as well as other measures such as:

- Providing on-off and zoning control of ventilation system in the workplace according to the operation schedule when those rooms are not in operation;
- Encouraging employees to switch off IT devices, such as computers and monitors when not in use;
- Installing LED lighting systems in our restaurants and offices;
- Encouraging employees to use modern telecommunication system to avoid unnecessary travel arrangement;
- Placing “green” reminders on office equipment to further enhance employees’ environmental awareness; and
- Encouraging employees to adopt the aforesaid energy saving practices.

能源利用效率倡議

本集團積極採取節電節能措施以及其他措施，例如：

- 根據營運時間表，當房間並非在使用時，在工作場所提供通風系統的開關及區域控制；
- 鼓勵僱員關閉閒置的機器及設備，例如電腦及顯示器；
- 在我們的酒樓和辦公室安裝LED照明系統；
- 鼓勵僱員多加利用現代通訊系統，以避免不必要的差旅安排；
- 在辦公設備張貼「綠色」告示貼，進一步提高僱員的環保意識；及
- 鼓勵員工採取上述節能措施。

Water Use Efficiency Initiatives

The water used by the Group is mainly accounted for the consumption of sanitary and dining restaurants. During the Reporting Period, the Group has actively adopted various measures to educate the staffs to save water from daily life. In order to establish proper attitude towards the use of water in the office, the Group has posted water saving signs at prominent places to remind employees to control the water flow when washing hands, minimise tap water flow and switch off the tap after use.

Furthermore, with respect to wastewater management, waste water is pre-treated with oil separation before discharge. Sewage service is contracted out to a qualified service provider for proper handling. Furthermore, the Group conducts regularly inspection of its banquet halls’ water facilities to ensure no water leakage. The Group ensures all domestic sewage is properly discharged into the urban sewage pipe network for subsequent sewage treatment. During the Reporting Period, the Group complied with the WPCO.

用水效率倡議

本集團用水主要用於衛生和餐飲用水。於報告期內，本集團積極採取多種措施，對員工進行日常生活節水教育。為樹立辦公室用水的正確態度，本集團在顯著位置張貼節水標誌，提醒員工洗手時控制水流，盡量減少自來水流量，用後關掉水龍頭。

此外，在廢水管理方面，廢水在排放前經過油分離預處理。污水服務外包給合資格的服務提供商進行妥善處理。此外，本集團定期檢查宴會廳的供水設施，確保不漏水。本集團確保所有生活污水妥善排入城市污水管網進行後續污水處理。於報告期內，本集團遵守水污染管制條例。

Packaging Materials

Given our business nature, the Group does not have manufacturing facilities and does not consume significant amounts of packaging materials. However, the Group is dedicated to engaging suppliers to reduce packaging materials, to adopt an eco-friendly packaging design and to explore alternative eco-friendly material to replace conventional packaging.

(i) *Eco-friendly packaging design*

- Simple packaging – excessive packaging is not recommended and packaging should be available for recycling with the fundamental principle of protecting the content from damage;
- Reusable design concept – the reuse of packaging materials should be promoted through careful design of the packaging and its material (such as reusable red pocket); and
- Gift-packaging integration – wherever possible, the packaging should be incorporated as a part of the gift so as to raise their utilization and minimize waste generation (such as thermal bags used for the storage of Chinese-style sticky rice dumplings).

(ii) *Eco-friendly packaging material*

- Recyclable packaging materials, especially for those containing recycled constituents (such as recycled paper) or environmentally certified products (such as FSC paper) and minimizing the use of non-environmentally friendly materials with low recyclable values (such as PVC plastic or plastic foam);
- Eco-friendly or fully biodegradable packaging materials (such as biodegradable bag for take- away); and
- Biodegradable bathroom amenities packaging.

包裝材料

基於我們的業務性質，本集團並無生產設施，且不會消耗大量包裝材料。然而，本集團致力與供應商合作，以減少包裝材料，採用環保包裝設計，並探索替代傳統包裝的替代環保材料。

(i) *環保包裝設計*

- 簡單的包裝－不建議過度包裝，包裝應可循環使用，其基本原則是保護其物件免受損壞；
- 可再使用的設計理念－透過仔細設計包裝及其物料，促進包裝物料的再利用（如再用紅封包）；及
- 禮品包裝一體化－在可能情況下，包裝應融合為禮品的一部分，以提高其利用並盡量減少廢物產生（如用於盛載中式粽子的保溫袋）。

(ii) *環保包裝材料*

- 可回收的包裝材料，尤其是那些含有回收成分（如回收紙）或環保認證產品（如FSC紙）並盡量減少使用可回收價值低的非環保材料（如PVC塑料或塑料泡沫）的包裝材料；
- 環保或完全可生物降解的包裝材料（如可生物降解的外賣袋）；及
- 可生物降解的洗手間設施包裝。

4.3 Environment and Natural Resources

Resource Conservation

The Group is committed to building a cleaner environment when carrying out our business, actively managing adverse impacts on the environment and natural resources by adopting green purchasing food in our dining service. In addition to compliance with relevant environmental laws and regulations to properly preserve the natural environment, the Group has integrated the concept of environmental protection into its internal management and daily operation with an objective of achieving environmental sustainability.

During the Reporting Period, the Group implemented "Sustainable Dining Policy" to preserve the Earth's resources and to avoid purchasing unsustainable food. In conformity with the 'Sustainable Seafood Guide' issued by the World Wildlife Fund and Marine Stewardship Council, we purchased seafood that has been sustainability-labelled and certified from socially and environmentally considerate suppliers.

During the Reporting Period, the Group encouraged customers to use alternative dishes to substitute shark fin at all of its banquet halls to ensure that the Group provides food that is not only in the best quality but also environmentally sound.

The Group strives to take steps to minimize negative environmental impacts of the Group's operations.

In the course of complying with relevant environmental laws and regulations to preserve the natural environment, the Group has also integrated the concept of environmental protection into its internal management and daily operations, with the ultimate goal of achieving environmental sustainability in the long-term. In addition to strategic waste management and conserving resources, the Group aims to procure food that has been sourced from socially and environmentally considerate suppliers.

In the future, the Group will endeavour to continue its commitment in environmental protection and strive to build a greener and healthier environment to fulfil its responsibilities as a member of society.

4.3 環境及天然資源

保護資源

本集團進行業務時，致力建設更清潔的環境，通過在餐飲服務上選用所採購的綠色食品，積極管控對環境及自然資源造成的不利影響。除遵守相關環境法律及法規以妥善保護自然環境外，本集團已將環保理念融入內部管理及日常運作，以達致環境可持續發展的目標。

於報告期內，本集團已落實「可持續餐飲政策」，以保護地球資源，避免購買不可持續的食品。根據世界野生動物基金會及海洋管理委員會頒佈的《可持續海鮮指南》，我們向關心社會及環境的供應商購買具有可持續發展標識及認證的海鮮。

於報告期內，本集團鼓勵客戶在所有宴會廳採用其他菜式代替魚翅，以確保本集團提供的食品不僅達致最佳質量，而且亦對環境無害。

本集團致力採取措施盡量減少本集團營運對環境的負面影響。

在遵守相關環境法律法規保護自然環境的過程中，本集團亦將環保理念融入內部管理及日常經營，以實現環境的長期可持續發展為最終目標。除戰略性廢棄物管理及節約資源外，本集團亦有意向關心社會和環境的供應商採購食品。

未來，本集團將繼續致力於環境保護，努力營造更綠色、更健康的環境，履行作為社會一員的責任。

4.4 Climate Change

Climate change may increase the frequency and intensity of extreme events. Many countries are considered amongst the most environmentally vulnerable nations in the world. Natural disasters, such as cyclones, floods and droughts are not new and local farmers have adapted to working with highly variable climate and weather extremes through farming practices, traditional knowledge and experience derived knowledge. However, any changes outside of their sphere of knowledge and experience can have significant implications for agricultural production. Climate projections for the 21st century and beyond, suggest an increase in events outside of current experience with heatwaves, droughts and floods increasing in frequency and intensity, cyclones increasing in intensity, extreme high tides and storm surges continuing to threaten low-lying islands and the continuing sea level rise threatening contamination of groundwater.

During the Reporting Period, the Group has not been significantly impacted by climate-related issues while the Group understands that climate-related issues are harmful to the environment and have been rigorously regulated by the United Nations' Framework Convention. The Group recognises the importance of identifying climate change risk in order to mitigate the associated impacts on its business operations. As a result, the Group has continuously evaluated any impact arising from natural disaster and has taken measures to mitigate its impacts.

4.4 氣候變化

氣候變化可能增加極端事件的頻率及強度。不少國家被認為是世界上環境最脆弱的國家之一。颶風、洪災及旱災等自然災害並不罕見，地方農民已經通過耕作方式、傳統知識和依賴經驗獲取的知識適應極為多變的氣候及極端天氣。然而，彼等知識及經驗領域之外的任何變化均可能對農業生產產生重大影響。21世紀及以後的氣候預測表明現有經驗外發生的事件將增加，包括熱浪、旱災和洪災的頻率和強度增加，氣旋強度增加，極端高潮和風暴潮繼續威脅著低窪島嶼，海平面持續上升可能導致地下水的污染。

於報告期內，本集團並未受到氣候相關問題的重大影響，但本集團了解氣候相關問題對環境造成危害，並受到聯合國框架公約的嚴格監管。本集團認識到識別氣候變化風險以減輕對其業務經營的相關影響的重要性。因此，本集團持續評估自然災害造成的任何影響，並已採取措施減輕其影響。

5. SOCIAL MATTERS

5.1 Employment and Labour Practices

The Group fully understands that our corporate development and long-term growth are largely driven by the continued quality services delivered by our experienced and competent workforce. As such, it is of paramount importance for us to proactively manage our talent pipeline and career development for the employees. The Group is determined to uphold an open, fair, just and reasonable recruitment and human resource policies, with respect to equal opportunities, diversity and anti-discrimination.

5. 社會事務

5.1 僱傭及勞工常規

本集團深明，企業發展及長期增長著實有賴我們資深能幹的工作團隊持續提供優質服務。因此，積極管理員工的專才產業鏈及職業發展對我們極其重要。本集團矢志在平等機會、多元化及反歧視方面維護公開、公平、公正及合理的招聘及人力資源政策。

We encourage differences and individuality in employees, with the philosophy that diversity can bring new ideas, dynamics and challenges to our operations. We discourage all forms of discrimination on gender, age, family status, sexual orientation, disability, race and religion. Our employment policy encourages hiring of talented people with physical or mental disabilities. We are committed to supporting our employees to maintain a family-friendly work environment because we respect their roles and responsibilities in their families. We strive to make sure employees and business partners comply with laws and regulations, follow ethical business practices and respect equal opportunities in employment. We bring in new recruits and equip them with necessary skill sets to develop a long-term rewarding career with us.

我們支持僱員多樣性及具備個人特質，多元化的理念能夠為業務營運帶來全新想法、活力及挑戰。我們禁止任何形式的性別、年齡、家庭地位、性取向、殘疾、種族及宗教歧視。我們的僱傭政策鼓勵聘用肢體或精神殘障的人才。我們致力支持僱員，維持如家庭一般友好的工作環境，乃因我們尊重僱員在家庭擔當的角色及承擔的責任。我們努力確保僱員及業務夥伴遵守法律及法規，遵守道德商業做法及尊重僱傭中的平等機會。我們聘用新員工，培訓彼等具備必要技能，以與我們共同發展長期且回報豐碩的事業。

During the Reporting Period, we strictly observed the applicable laws and regulations and follow our employment policies relating to recruitment and promotion, compensation and dismissal, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare, by providing competitive remuneration packages and internal promotion opportunities, so as to recruit and retain experienced employees.

於報告期內，我們嚴格遵守適用法律及法規，並遵守我們有關招聘與晉升、補償與解僱、工作時間、休息時間、平等機會、多元化、反歧視及其他待遇和福利的僱傭政策，透過提供具競爭力的薪酬待遇及內部晉昇機會，以招聘及保留資深員工。

All of the Group's employees were based in Hong Kong. The Group will continue to strictly observe the applicable laws and regulations and follow its employment policies relating to recruitment and promotion, compensation and dismissal, working hours, rest periods, equal opportunity, diversity, anti-discrimination and other benefits and welfare. Further, the Group also aims to improve employee morale by providing competitive remuneration packages, internal promotion opportunities and performance-based bonuses.

本集團所有僱員均駐於香港。本集團將繼續嚴格遵守適用的法律法規，並遵守有關招聘及晉升、薪酬及解僱、工作時數、休息時間、平等機會、多元化、反歧視及其他待遇和福利的僱傭政策。此外，本集團亦致力透過提供具有競爭力的薪酬待遇、內部晉升機會及績效獎金提升員工士氣。

Employment

During the Reporting Period, the Group re-structured its workforce in response to the COVID-19 pandemic. The Group complied with the Labour Law of Hong Kong and relevant employment laws and regulations throughout the Reporting Period, including the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) by participating in the Mandatory Provident Fund retirement benefit scheme (the "**MPF Scheme**") for our eligible employees.

僱傭

於報告期內，本集團因應COVID-19疫情重組其員工團隊。本集團於整個報告期內遵守《香港勞工法》及相關僱傭法例及規例，包括香港法例第485章《強制性公積金計劃條例》（為合資格僱員參與強制性公積金計劃（「**強積金計劃**」））。

In addition, during the Reporting Period the Group was also in compliance with the Minimum Wage Ordinance (Chapter 608 of the Laws of Hong Kong, the Employment Ordinance (Chapter 57 of the Laws of Hong Kong and the Employees' Compensation Ordinance (Chapter 282 of the Laws of Hong Kong) through the offering of competitive wages, medical insurance, disability and invalidity coverage, maternity leave and other forms of compensation to the Group's employees.

此外，於報告期內，本集團亦遵守香港法例第608章《最低工資條例》、香港法例第57章《僱傭條例》及香港法例第282章《僱員補償條例》，向集團員工提供有競爭力的工資、醫療保險、傷殘保險、產假及其他形式的補償。

Equal Employment Practices

The Group puts significant emphasis on the welfare of employees whom it considers the Group's most valuable assets and the foundation of its business development. Hence, the Group strives to attract and retain talents and reconcile economical imperatives with well-beings, aiming at reinforcing satisfaction, loyalty and commitment of human capital, as well as treating our staff fairly and equally.

平等僱傭常規

本集團非常重視僱員福利，視其為本集團最寶貴的資產及業務發展的基礎。因此，本集團致力吸引及挽留人才，並平衡經濟方面的訴求與福祉，以增強人力資本的滿意度、忠誠度及投入以及公平公正對待員工。

The Group has adopted comprehensive human resources manual which includes policies and procedures applicable to all staff. The Group offer employees competitive and fair remuneration packages with discretionary year-end bonus that are commensurate with their experience, performance and job responsibilities. Annual review of salaries has been proceeded based on employees' overall work performance, attitude, job knowledge, job responsibilities, punctuality, qualifications, pay scale, the Group's operating results, the prevailing inflation rate and other conditions in the market. All employees are treated fairly regarding recruitment, training and development, appraisal of work performance, promotions, rest periods, remuneration and benefits.

本集團已採用全面的人力資源手冊，其中包括適用於全體員工的政策及程序。本集團為僱員提供符合其經驗、表現及工作職責的有競爭力和公平的薪酬待遇及酌情年終花紅。薪金年度審核基於僱員的整體工作表現、態度、工作知識、工作職責、守時、資質、薪級、本集團經營業績、現行通貨膨脹率及市場中的其他條件而進行。全體僱員在招聘、培訓及發展、工作表現評估、晉升、假期、薪酬及福利方面均獲公平對待。

During the Reporting Period, the Group strictly complies with the relevant laws and regulations relating to employment, including but not limited to the Employment Ordinance of Hong Kong, the Minimum Wage Ordinance of Hong Kong, the Mandatory Provident Fund Schemes Ordinance of Hong Kong and the Personal Data (Privacy) Ordinance of Hong Kong.

於報告期內，本集團嚴格遵守相關僱傭法律法規，包括但不限於香港僱傭條例、香港最低工資條例、香港強制性公積金計劃條例及香港個人資料（私隱）條例。

Transfer, Promotion and Dismissal

The Group provides opportunities for internal transfers under employees' request, provided that there is an opening in the transferee department. It is also subject to appraisal evaluation of the employee's qualification and approval by the head of the transferor and transferee department. Annual performance appraisal serves as an effective tool for department heads to evaluate employees' capabilities, work performances and contribution to the Group in accordance with the Group's policies and procedures, setting the basis for any salary adjustments and internal promotions. Whenever possible, promotion opportunities will first be offered to talented employees before sourcing candidates outside of the Group. Employees are also welcomed to discuss their career development with their respective department head or the Human Resources Department.

An employee who wishes to resign should tender notice in writing to the Group as stipulated in his or her letter of appointment. Staff dismissals are based on the Employment Ordinance (Chapter 57 of Laws of Hong Kong) or relevant local laws and regulations, as well as the requirements stipulated in the employment contracts.

Equal Opportunity

The Group provides a fair, equal opportunity, respectful and pleasant work environment to employees. All practices are designed to ensure processes of recruitment, employment, assignment, training, promotion, compensation and offers are based on employees' qualifications, experience and/or the terms and conditions, regardless of employees' race, color, religion, national origin, sex, age, marital status, sexual orientation, disability, political affiliation, personal appearance, family responsibilities, matriculation or any other characteristic protected under local law.

調職、晉升及解僱

本集團會應僱員要求提供內部調職機會，前提是調入部門須有職位空缺。有關調職亦須經調出及調入部門主管對僱員資質作出評估及批准後，方可作實。根據本集團的政策及程序，年度績效考核為部門主管評估僱員能力、工作表現及對本集團所作貢獻的有效工具，當中訂明調薪及內部晉升的基準。在可能情況下，在本集團以外物色候選人之前，優先向有才能僱員提供晉升機會。本集團亦歡迎僱員與其各自部門主管或人力資源部討論其職業發展。

如委任函所訂明，僱員如欲辭任，須向本集團發出書面通知。僱員的解僱須根據香港法例第57章僱傭條例或有關當地法律法規以及僱傭合約內所載的規定進行。

平等機會

本集團向僱員提供公正、機會平等、互相尊重及融洽的工作環境。本集團制訂的全部常規旨在確保招聘、僱傭、委派、培訓、晉升、薪酬及錄用程序乃根據僱員的資質、經驗及／或有關條款及條件進行，而不論僱員的種族、膚色、宗教信仰、國籍、性別、年齡、婚姻狀況、性取向、傷殘、政治立場、個人外表、家庭責任、學歷或任何其他受地方法律保障的特徵。

Total Employees and Turnover

As of 31 March 2026, the Group employed 250 staffs in total. As an illustration, the workforce statistics by employment type and gender, are illustrated in pie graphs while the workforce statistics by age group and geographical region are disclosed as bar charts:

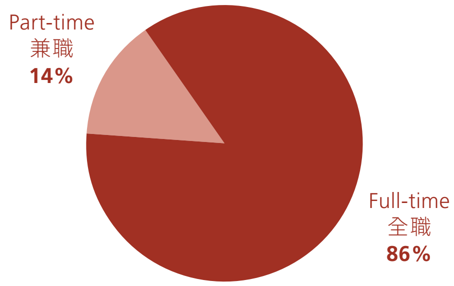
Employment Type and Gender

僱員總數及流失情況

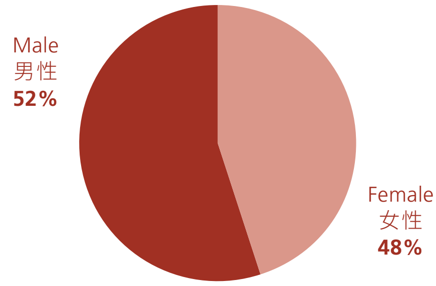
截至2026年3月31日，本集團共聘用250名僱員。作為圖解，以餅狀圖說明按僱傭類別及性別劃分的職工統計數據，以柱形圖披露按年齡組別及地區劃分的職工統計數據：

僱傭類別及性別

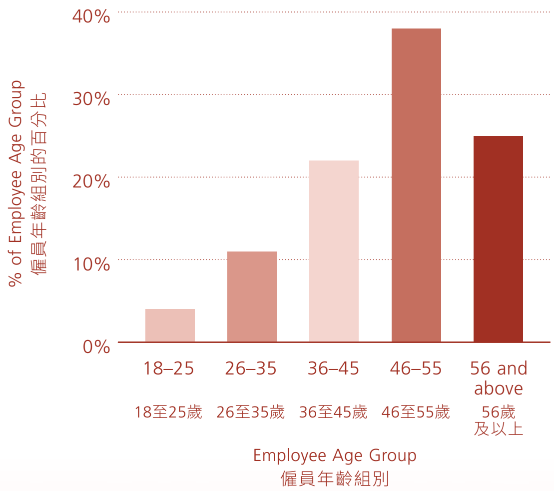
EMPLOYEE BREAKDOWN BY EMPLOYMENT TYPE
按僱傭類別劃分的僱員分類



EMPLOYEE BREAKDOWN BY GENDER
按性別劃分的僱員分類



EMPLOYEE BREAKDOWN BY AGE GROUP
按年齡組別劃分的僱員分類



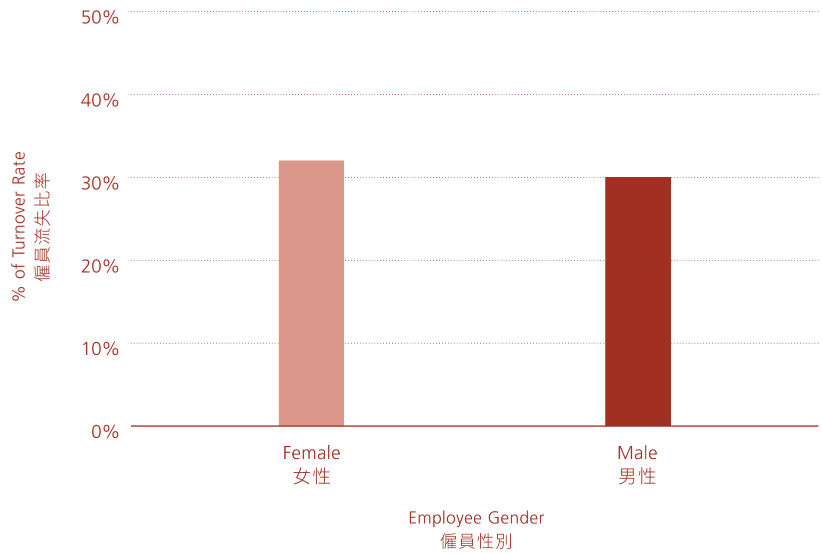
About half of the Group's workforces are female with almost all of the staff being full-time employees. Over 65% of the Group's staff is aged above 46. All employees are remunerated fairly, regardless of gender, age or nationality.

本集團約一半員工為女性，幾乎所有員工均屬全職類別。本集團65%以上的員工年齡超過46歲。無論性別、年齡或國籍如何，所有員工的報酬都是公平的。

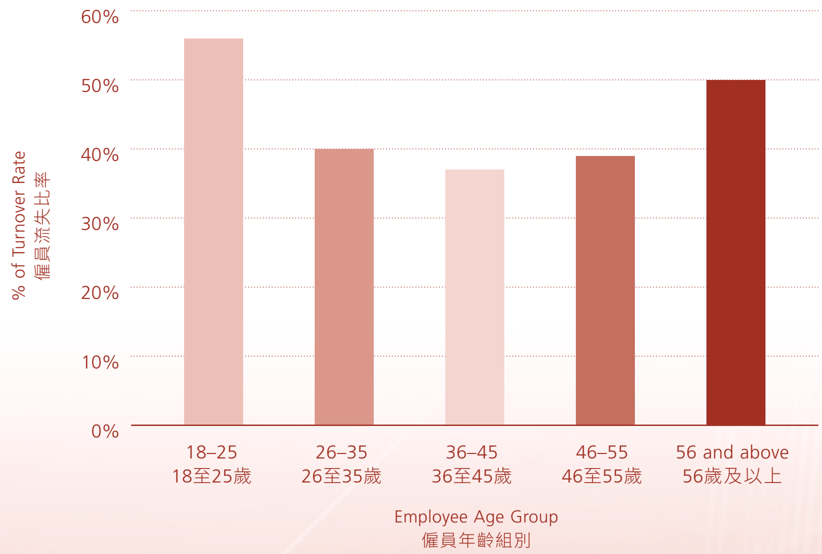
The annual turnover rates categorized by different gender, age group and geographical region in the Reporting Period are as follows:

於報告期內按不同性別、年齡組別及地區劃分的年度僱員流失比率如下：

EMPLOYEE TURNOVER RATE BY GENDER
按性別劃分的僱員流失比率



EMPLOYEE TURNOVER RATE BY AGE GROUP
按年齡組別劃分的僱員流失比率



The Group is committed to complying with relevant labour standards and employment laws and regulations which are applicable to our business. During the Reporting Period, no material and significant disputes occurred between the Group and the employees.

5.2 Health and Safety

Promoting Health and Safety

As the Group is principally engaged in offering Cantonese dining service and banquet service in Hong Kong, employees' health and safety is a paramount concern of the Group and is vital to the operation of the Group's banquet restaurants. As such, the Group has accordingly formulated a series of personnel management policies to provide employees with a healthy, safe, positive and motivated working atmosphere.

The Group' s risk management system involves the identification, prevention and management and mitigation of risks and hazards throughout the Group's offices and restaurants as well as strict follow-up procedures for accidents or personal injuries that have occurred during the operation of the Group.

本集團致力遵守適用於我們業務的相關勞工準則及僱傭法律法規。於報告期內，本集團與僱員之間概未發生嚴重及重大糾紛。

5.2 健康與安全

促進健康與安全

由於本集團主要於香港提供粵式餐飲服務及宴會服務，僱員的健康及安全乃本集團最關心的問題，對本集團宴會酒樓的經營至關重要。為此，本集團制定一系列人事管理政策，為員工提供健康、安全、樂觀及進取的工作氛圍。

本集團的風險管理制度包括識別、預防、管理及減輕本集團辦公室及酒樓的風險及危害，以及就本集團經營過程中發生的事故或人身傷害而設的嚴格遵守程序。

In addition, the Group maintains an internal record and reporting procedures as regards work injuries to ensure that the work injuries cases are properly addressed and handled by the Group's management. During the Reporting Period, the Group had complied with the Occupational Safety and Health Ordinance (Chapter 509 of the Laws of Hong Kong). The Group did not record any accidents that resulted in death or serious physical injury. No material non-compliance with laws and regulations relevant to health and safety of employees were identified.

此外，本集團存置有關工傷的內部記錄及匯報程序，以確保本集團管理層妥善解決及處理工傷個案。於報告期內，本集團已遵守《職業安全及健康條例》（香港法例第509章）。本集團並無錄得任何導致死亡或嚴重人身傷害的事故。本集團未發現嚴重違反與僱員健康及安全有關的法律法規的情況。

Occupational Safety and Health ("OSH")

The Group is highly aware that employees' safety and health is of paramount importance to our operation and therefore, the Group is determined to attaching great importance to a healthy, comfortable and safe working environment for our employees which protects them from potential occupational hazards, health and safety risks, in order to achieve zero tolerance of accidents and injuries. The goals of our OSH policy are highlighted as below.

- The OSH management system aims at identification, prevention and management of risks and hazards throughout the workplaces as well as follow-up actions for accidents or personal injuries;
- The OSH management system defines appropriate objectives and targets on a regular basis;
- Zero tolerance of accidents and injuries;
- Promotion of a safety culture among employees;
- Commitment to the provision of a safe and healthy working environment for the employees;
- Commitment to human and financial resources for the OSH management system;
- Communication of our health and safety performance with stakeholders and seek their involvement wherever applicable;
- Encouraging contractors to align with our OSH standards and develop an OHS management system based on hazard analysis and risk assessment of their projects or operations; and

職業安全與健康（「職安健」）

本集團深知員工安全與健康對我們的營運至關重要，因此本集團決心為員工提供健康、舒適及安全的工作環境，保護員工免受潛在職業危害、健康及安全風險，以實現對事故及工傷的零容忍態度。職安健政策的目標概述如下。

- 職安健管理系統旨在識別、預防及管理工作場所的風險及危害，以及針對事故或員工受傷的跟進行動；
- 職安健管理系統定期確認適當的目標及指標；
- 對意外及工傷採取零容忍的態度；
- 向員工推廣職安文化；
- 承諾為員工提供安全及健康的工作環境；
- 承諾為職安健管理系統投入人力及財政資源；
- 知會持份者有關我們的健康及安全績效，並在適當情況下讓彼等參與其中；
- 鼓勵承包商遵守我們的職安健標準，並基於對項目或營運作出的危害分析及風險評估發展職安健管理系統；及

- Compliance with applicable laws and regulations in relation to occupational safety and health.

To achieve the goals of our OSH policy, the following measures are adopted.

- Installing air purifiers in relatively crowded areas;
- Prohibiting smoking and abuse of alcohol and drugs in the workplace;
- Providing clean and tidy rest area such as corridors and pantry;
- Ensuring sufficient ventilation and lighting system in the offices and workplaces;
- Providing adjustable chairs and monitors for eye protection;
- Setting up posters of proper working postures and lifting method accessible on the intranet and at appropriate locations in offices;
- Organizing daily cleaning procedures by internal employees and engaging external cleaning companies to provide regular services such as pest control, garbage collection, carpet cleaning, aquarium cleaning, grease tank cleaning and air-conditioning systems;
- Conducting fire drills to raise the staff's awareness of fire prevention;
- Improving the fire evacuation plans by providing first aid kits and fire extinguishers in workplace in response to emergencies;
- Assigning competent and skilled staff to handle works with critical hazards or impacts related to OSH;
- Promoting the safety culture through various communication channels such as safety campaigns, discussion and sharing sessions;
- Requiring contractors or sub-contractors to assist in the implementation of policies, procedures and practices related to OSH at work;

- 遵守有關職業安全與健康的適用法律及法規。

為實現職安健政策的目標，我們採取以下措施。

- 在相對擁擠的地方安裝空氣淨化器；
- 禁止在工作場所吸煙及濫用酒精和藥物；
- 提供乾淨整潔的休息區，例如走廊及茶水間；
- 確保辦公室及工作場所的通風及照明系統充足；
- 提供可調節的椅子及顯示屏以保護眼睛；
- 於辦公室適當位置備存及張貼正確工作坐姿及搬運重物方式的海報；
- 內部僱員組織進行日常清潔程序，並委聘外部清潔公司提供滅蟲、垃圾收集、地氈清洗、魚缸清洗、油脂槽清潔及空調系統等定期服務；
- 進行消防演習以提高員工的防火意識；
- 在工作場所設置急救箱及滅火器以應對緊急情況，由此改進消防疏散預案；
- 指派合格的高技術僱員處理具重大危害或職安健相關影響的工作；
- 透過安全運動、討論及分享環節等不同溝通渠道推廣職安文化；
- 要求承包商或分包商協助在工作中實施有關職安健的政策、程序及常規；

- Organizing induction programs and safety training programs to new employees such that they can be familiar with our corporate policies in relation to health and safety matters as quickly as they can;
- Conducting review on the performance of the OSH measures on a regular basis so that their effectiveness and reliability can be maintained; and
- Our OSH measures include conducting daily inspections, formulating emergency response plans, conducting risk assessment and refining its accident investigation mechanism so as to ensure legal compliance and minimize risks associated with OSH.

- 為新員工安排入職培訓計劃及安全培訓計劃，使他們盡快熟悉有關健康與安全事宜的企業政策；
- 定期檢討職安健措施的表現，確保其行之有效和可靠；及
- 職安健措施包括進行日常檢查、制定緊急應對計劃、進行風險評估及改善事故調查機制，以確保符合法律常規，並將職安健相關風險降至最低。

During the Reporting Period, the Group complied with the Occupational Safety and Health Ordinance, by ensuring that the employees are working in a safe environment in respect of health, hygiene, ventilation, gas safety, building structure and means of escape. The Group did not record any accidents that resulted in death or serious physical injury. No material non-compliance with laws and regulations relevant to accidents, health and safety of employees were identified during the Reporting Period. Summary of work-related fatalities and injuries are shown in the table below.

於報告期內，本集團遵守《職業安全及健康條例》，確保員工在安全環境（就健康、衛生、通風、燃氣安全、建築物結構及逃生途徑而言）中工作。本集團並無錄得任何導致死亡或嚴重身體傷害的事故。於報告期內，未發現任何嚴重違反有關事故、員工健康與安全的法律及法規的情況。因工死亡及受傷的摘要於下表列示。

		FY2026 2026財政年度	FY2025 2025財政年度	FY2024 2024財政年度	FY2023 2023財政年度
No. of Work-Related Fatalities	因工死亡數目	0	0	0	0
Rate of Work-Related Fatalities	因工死亡比率	0	0	0	0
No. of Employee Suffered from Injuries at Work	員工工傷數目	2	7	4	6
Lost Days due to Injury at Work	因工傷損失的工作日數	96	202	176	474

To reduce work-related injuries, the Group commenced investigations and filed detailed records of each accident along with follow-up action. The investigation results enabled the Group to improve the content of occupational safety training, to increase employees' safety awareness, to improve the workplace safety and to remove potential hazards at source.

為減少工傷個案，本集團開始調查及詳細記錄每次事故，並採取跟進行動。調查結果令本集團得以改善職業安全培訓的內容，提高員工的安全意識，改善工作場所安全，移除潛在危險源。

5.3 Development and Training

Talent Management

The Group acknowledges and highly value continuous staff training and development. Therefore, the Group takes a proactive approach to expose employees to different types of opportunities to advance their careers. On-the-job training is provided to all employees through day-to-day operation regarding the updates on Hong Kong Corporate Governance Code, Employment Ordinance, financial reporting, financial management, property technology, fire regulations, prevention control measures for COVID-19 and etc. In addition, employees are encouraged to attend internal and external training courses to be updated on the latest guidelines and information on market and industry development and requirements to improve their performance and encourage their self-developments as well as maintain their competitiveness within the industry.

Internally, the Group offers its restaurant employees comprehensive training programs to ensure that they possess the appropriate qualities and adequate skill-sets when serving the Group's customers. Such qualities and skill- sets may include thorough knowledge of their work, good etiquette and manners, effective communication, welcoming personality and willingness to serve. The Group offers a multitude of training programs that focus on different areas, including specific service skillsets development, corporate culture, health and safety, business ethics and corruption prevention. The Directors believe that these training programs not only boost the sustainable development of the Group, but also facilitate the career prospects of individual employees.

Apart from training courses, the Group values the long-term career development of employees. As such, a standardised internal promotion scheme has been established to provide clear promotion guidelines for employees. At the same time, the Group is committed to supporting employee career development with systematic training plans to improve their personal value and talent pool building. Specific measures include internal chef training which is intended to train kitchen staff such that they can master the knowledge and skills required as a chef, and seeking potential managerial candidates through special training and career guidance.

5.3 發展及培訓

人才管理

本集團認可並高度重視持續的員工培訓及發展。因此，本集團積極主動地為員工提供不同類型的職業發展機會。本集團透過日常運作，為所有員工提供有關香港企業管治守則、僱傭條例、財務報告、財務管理、物業科技、消防法規、COVID-19防控措施等方面的在職培訓。此外，本集團鼓勵員工參加內部和外部培訓課程，了解市場和行業發展及要求的最新指引及資料，以提升其表現、鼓勵自我發展及維持彼等在業內的競爭力。

至於內部方面，本集團為酒樓員工提供全面的培訓計劃，確保彼等在服務本集團客戶時擁有適當的素質和技能。有關素質和技能包括充分了解工作、儀表態度良好、具備有效溝通能力、性格親和及樂於服務。本集團提供多種針對不同領域的培訓計劃，包括特定服務綜合技能發展、企業文化、健康與安全、商業道德及防止貪污等各種培訓計劃。董事相信，該等培訓計劃不僅能促進本集團的可持續發展，亦有利僱員的個人事業前景。

除培訓課程外，本集團重視員工的長遠職業發展。因此，已設立標準化的內部晉升計劃，為員工提供明確的晉升指引。同時，本集團致力以系統的培訓規劃支持員工職業發展，提升其個人價值及完善人才梯隊建設。具體措施包括內部廚師培訓，旨在培訓酒樓廚部人員，讓彼等掌握擔任主廚所需的知識和技巧；及藉著特定培訓及職業指導，發掘有潛力的經理候選人。

Training, Induction and Continuing Development of Directors

Each Director receives comprehensive, formal and tailored induction on the first occasion of his/her appointment so that he/she has appropriate understanding of the businesses and operations of the Group and that he/she is fully aware of his/her responsibilities and obligations under the Listing Rules and relevant regulatory requirements.

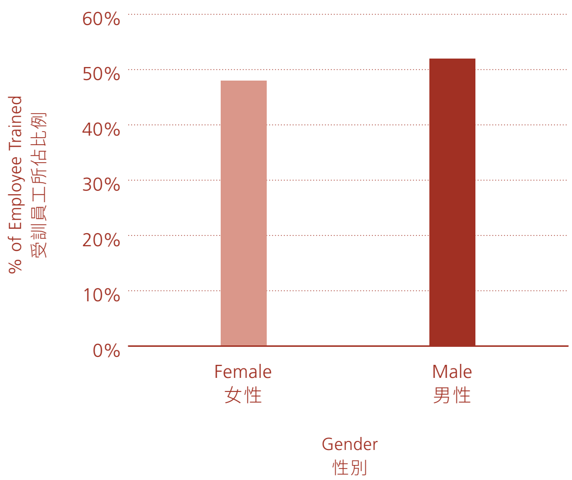
The Group is committed to arranging and funding suitable training to all Directors for their continuous professional development. Each Director is briefed and updated from time to time to ensure that he/she is fully aware of his/her responsibilities under the Listing Rules and applicable and regulatory requirements and the governance policies of the Group. All Directors also understand the importance of continuous professional development and are committed to participating in any suitable training to develop and refresh their professional knowledge and skills.

董事的培訓、入職及持續發展

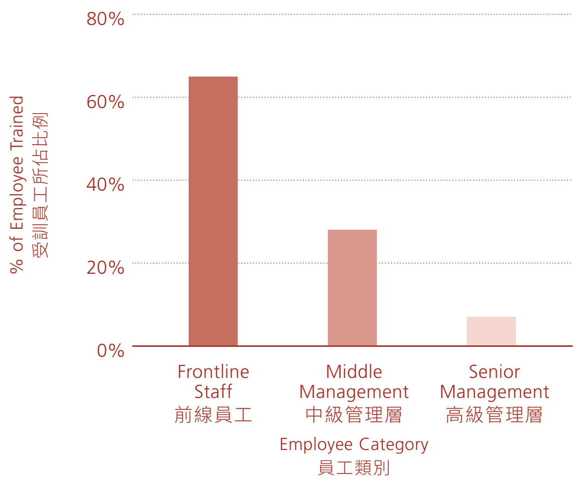
各董事於首次獲委任時均會獲得全面、正式及定制的入職說明，以使彼對本集團的業務及營運有適當的了解，以及彼深知自己於上市規則及相關監管規定項下的責任及義務。

本集團致力為全體董事安排及資助適當的持續專業發展培訓。各董事會不時獲提供簡報及最新資料，確保彼深知自己於上市規則及適用監管規定及本集團管治政策項下的責任。全體董事亦明白持續專業發展的重要性，並致力參與任何合適的培訓，以發展及更新彼等的專業知識及技能。

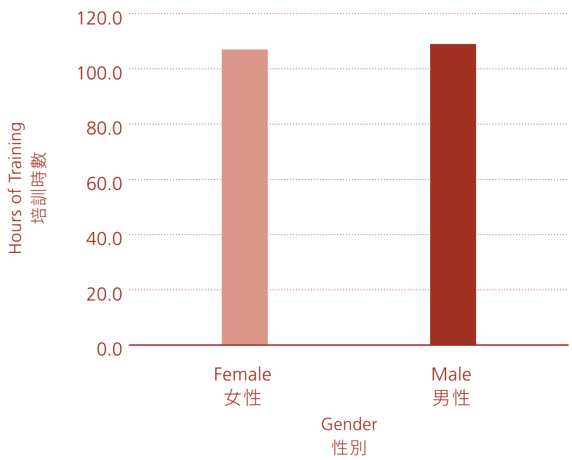
EMPLOYEE TRAINED BY GENDER
按性別劃分的受訓員工



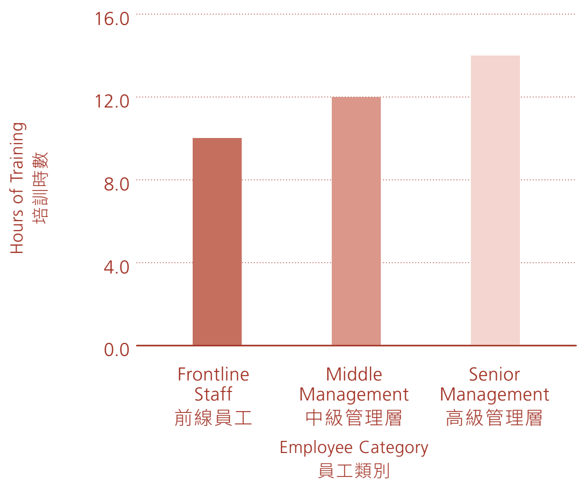
EMPLOYEE TRAINED BY EMPLOYEE CATEGORY
按員工類別劃分的受訓員工



AVERAGE TRAINING HOURS PER EMPLOYEE BY GENDER
按性別劃分的每位員工的平均培訓時數



AVERAGE TRAINING HOURS PER EMPLOYEE BY EMPLOYEE CATEGORY
按員工類別劃分的每位員工的平均培訓時數



The Group strives to provide training to the staff to help them to keep abreast of the latest trend in the industry and the dynamic pace in current market.

本集團致力為員工提供培訓，以助其掌握行業的最新趨勢及當前市場的動態。

5.4 Labour Standards

Prohibiting Forced Child and Labour

The Group condemns any form of child exploitation or forced labour and is aware that these practices violate human rights and international labour conventions. In this regard, the group strictly prohibits the employment of any child labour and forced labour. To prevent the aforesaid, the Group explicitly states the age requirement of its employees in its recruitment advertisements and new employees are required to declare on their documents that they have provided true and accurate personal data when they join the Group. The Group's recruiters are also required to strictly screen and review entry documents of the Group's employees, including medical examination certificates, academic certificates and identity cards. During the Reporting Period, no child labour, illegal labour or forced labour was reported.

To prevent forced labour practices, the human resources management functions would ensure sufficient rest days would be given to employees. Two specific measures will be explicitly states the age requirement of its employees and perform Identity Cards Control under Labour Ordinance. No employee is made to work against his/her will or work as forced labour, or subject to corporal punishment or coercion of any type related to work.

5.4 勞工標準

禁止童工及強迫勞動

本集團譴責任何形式的剝削兒童或強迫勞工，並明白有關做法違反人權和國際勞工公約。在這方面，本集團嚴格禁止僱用任何童工和強迫勞工。為防止上述情況發生，本集團在招聘廣告中明確規定員工的年齡要求，新員工在加入本集團時須在文件中聲明已提供真實準確的個人資料。本集團招聘人員亦須嚴格篩選及審核本集團員工的入職文件，包括體檢證明、學歷證明及身份證。於報告期內，未發生童工、非法勞工或強迫勞工的情況。

為防止強迫勞工行為，人力資源管理部門將確保給予僱員足夠的休息日。兩項具體措施將明確規定其僱員的年齡要求，並根據《勞工條例》執行身份證控制措施。不得違背任何員工意願要求其從事工作或從事強迫勞動，或對員工實施與工作有關的任何類型的體罰或脅迫。

5.5 Supply Chain Management

Upholding High Procurement Standards

Supply chain management has always been one of the key aspects of the Group's operation. The Group encourages all its business partners to adopt sustainability practices during their operations thoroughly to facilitate sustainable development.

To ensure the quality of food and service, the Group has established a rigorous and regulated system of food procurement and processing. The selection procedures and criteria of the Group's suppliers largely emphasise product quality and consider environmental and social risk control. The Group regularly evaluates the performance of its suppliers, strengthens the management of environmental and social risks and promotes the sustainable development of the enterprise.

5.5 供應鏈管理

秉持高採購標準

供應鏈管理一直是本集團營運的重點之一。本集團鼓勵其所有業務合作夥伴在營運過程中貫徹採用可持續發展實踐，以促進可持續發展。

為確保食品和服務質素，本集團已建立嚴格規範的食品採購和加工體系。本集團的供應商甄選程序和標準主要強調產品質量並考慮環境和社會風險控制。本集團定期對供應商的績效進行評估，加強環境及社會風險管理，促進企業的可持續發展。

During the Reporting Period, the Group had approximately 150 suppliers located in Hong Kong and the PRC. The supply chain management team conducts an annual evaluation on the Group's approved suppliers to ensure that their suppliers meet the Group's requirements. The regular assessment includes on-site inspections of the hygiene condition of the Group's manufacturing facilities, the production control of the Group and the Group's implementation of its quality control system. With more than 10 years of operation, the Group has maintained good relationships with its suppliers, with an emphasis on a steady supply of fresh and quality food ingredients.

於報告期內，本集團有約150家供應商位於香港及中國。供應鏈管理團隊對本集團認可的供應商進行年度評估，以確保其供應商符合本集團的要求。定期評估包括現場檢查本集團製造設施的衛生狀況、本集團的生產控制及本集團質量控制系統的執行情況。本集團經營逾十年，與供應商保持良好關係，注重新鮮優質食材的穩定供應。

The Group also implements the Category management, which is a retailing and purchasing concept in which the range of products purchased by a business organization or sold by each restaurant is broken down into discrete groups of similar or related products; these groups are known as product categories (examples of grocery categories might be: frozen food, sea food, pork meat, vegetables, fruits, tinned food, and beverage etc.).

本集團亦實行基於零售及採購概念的品類管理，將商業機構購買或每間酒樓銷售的產品按類似或相關產品分為獨立的組別；這些組別稱為產品類別（例如，雜貨類別可分為：冷凍食品、海鮮、豬肉、蔬菜、水果、罐頭食品和飲料等）。

5.6 Product Responsibility

Ensuring Good Service and Product Quality

In discharging its responsibility to provide quality food and service, the Group ensures that the food ingredients are safe, fresh and of good quality upon delivery, in storage and during processing. The Group purchases ingredients that are the most suitable for dining service and banquet service in Hong Kong and strictly implements a high standard of procurement to select diversified quality ingredients for its customers.

As a responsible catering service provider, certain measures have been implemented by the Group, including, but not limited to the following:

- Adopting standardised hygiene control procedures in the restaurants; and
- Engaging external consulting companies for freshness checks.

During the Reporting Period, the Group has also complied with the relevant laws and regulations relating to advertising, such as the Trade Description Ordinance (Chapter 362 of the Laws of Hong Kong), by ensuring that there are no false and misleading messages in its advertisement and promotional activities.

5.6 產品責任

確保商品服務及產品質素

在履行提供優質食品和服務的責任時，本集團確保食材在交付、儲存和加工過程中安全、新鮮和優質。本集團採購最適合香港餐飲服務及宴會服務的食材，並嚴格執行高標準採購，為客戶甄選多元化優質食材。

作為負責任的餐飲服務提供商，本集團已採取若干措施，包括但不限於以下措施：

- 在酒樓採用標準化的衛生控制程序；及
- 聘請外部諮詢公司進行新鮮度檢查。

於報告期內，本集團亦遵守《商品說明條例》（香港法例第362章）等與廣告相關的法律法規，確保其廣告及促銷活動中不存在虛假及誤導性資料。

Quality assurance process and recall procedures

Measurements obtained at the "performance moment" of a food product are based on consumers providing sensory responses. At this critical step, feedback is necessary to ensure quality requirements are met and customer expectations exceeded.

Food Test audits will provide valuable information. They are typically conducted on products retrieved at the point of purchase, but they also may be done at locations throughout distribution, through a three-step process:

Develop a plan for a thorough product examination. Elements to consider are product display; presentation, rotation (FIFO), age, availability, and package condition; damage, seal integrity, legibility of code dates, weight, and product analysis; label claims, physical characteristics, nutritional analysis, taste testing, palatability, and shelf life; and many other performance indicators. Therefore, we have regular Quality Sampling Testing recorded by Purchasing Department or taste testing verified by Top Management and available food quality audit can gather as much information as desired.

Intellectual Property Rights

The Group is committed to compliance with relevant laws of intellectual property right by valuing and protecting its intellectual properties through periodic trademark renewals. Violation of the above regulations may result in disciplinary actions including immediate termination of employment without any compensation and notice. No material non- compliance in relation to intellectual property rights laws and regulations was recorded during the Reporting Period.

Confidentiality

Customer data protection

In the course of its operations, the Group is engaged in developing and strengthening its data mining and analytical capabilities to enhance the catering experience of its customers. As such, the Group was engaged in collecting and retaining of its customer's information.

質量保證流程及召回程序

透過食品「品質測試」獲得的測量值乃基於消費者就感官反應提供的反饋。在這個關鍵步驟，有必要獲取反饋，以確保滿足質量要求並超越客戶期望。

食品測試審核將提供有價值的資料。測試通常對在購買點獲取的產品進行，但亦可透過三個步驟在整個分銷地點進行：

制定詳盡的產品檢查計劃。需要考慮的要素包括產品陳列；展示、輪換（先進先出）、年期、可用性及包裝狀況；損壞、密封完整性、代碼日期的易讀性、重量和產品分析；標籤聲明、物理特性、營養分析、口味測試、適口性和保質期；以及其他多個性能指標。因此，我們設有由採購部記錄的定期質量抽樣測試或經最高管理層驗證的口味測試，並透過食品質量審核，以根據需要盡可能收集更多資料。

知識產權

本集團致力遵守有關知識產權的法律，透過定期商標續展，評估和保護其知識產權。違反上述規定可能會導致紀律處分，包括在不予賠償及通知的情況下即時解僱。於報告期內，並無發生與知識產權法律法規有關的重大違規事項。

保密

客戶資料保護

在營運過程中，本集團致力於發展及加強其資料挖掘及分析能力，以提升客戶的餐飲體驗。因此，本集團需要收集及保留客戶的資料。

The Group undertakes to strictly comply with relevant laws and regulations in relation to privacy to ensure that all the data in relation to its customers is securely kept in the Group's internal system with access control. The Group also sets out data privacy requirements in its corporate policies, under which customer data would be used exclusively for matters relating to the Group's operation. The Group strives to ensure that all collected data kept is free of unauthorized or accidental access, processing, deletion or other use.

本集團承諾嚴格遵守有關隱私的相關法律法規，以確保所有與客戶有關的資料安全地保存在本集團內部系統中，並設有訪問控制。本集團還在其企業政策中訂明資料隱私要求，根據有關規定，客戶資料將僅用於與本集團營運相關的事項。本集團致力確保所有收集的資料不會被未經授權或意外訪問、處理、刪除或以其他方式使用。

Complaints Handling

The Group has set up various complaint and feedback channels, including guest comment cards, telephone hotline, social media channels, emails and food critic websites (e.g. Openrice), to collect suggestions and advice from the Group's customers. The customer feedback is compiled daily in the restaurants and are further reviewed by the relevant personnel.

During the Reporting Period, the Group did not receive any material complaints and no material claims were made against the Group's food, nor were the Group's restaurants subject to any investigation with respect to food hygiene by any government authorities or relevant customer protection organisations.

投訴處理

本集團已設立各種投訴及反饋渠道，包括賓客評論卡、電話熱線、社交媒體渠道、電子郵件及美食評論網站（例如Openrice），以收集本集團客戶的意見及建議。酒樓會每日收集顧客反饋，並由相關人員進一步審閱。

於報告期內，本集團並無接獲任何重大投訴，亦無面臨就本集團的食品提出的重大索賠，本集團的酒樓也未受到任何政府部門或相關客戶保護組織的食品衛生調查。

		FY2026 2026財政年度 %
Percentage of sold/shipped products/services recalled due to safety and health reasons	因安全及健康理由而召回的已售／已付運產品／服務的百分比	0
Percentage of complaints received about the products/services related to health and safety issues	與健康及安全問題相關的產品／服務的已接獲投訴百分比	0

5.7 Anti-Corruption

Commitment to Anti-Corruption

The Group emphatically affirms its zero-tolerance stance regarding corruption, fraud, and all other behaviours that severely violate professionalism and work ethics. The Group adheres to a high standard of integrity, transparency and accountability in its operations. As stated in the staff handbook, without prior permission from the Group, employee shall not be engaged in any work or be involved in any business either alone or jointly with any other person or persons, or with a company directly or indirectly related to the reward or receipt of commission or fee from the Group. Employees are not allowed to solicit or accept any advantage in money or in kind from any parties having business relations with the Group for their personal benefit. Employees are also prohibited to invite any of the parties having business relations with the Group to attend their personal banquets, dinner parties and/or personal gathering.

The Group has set up an effective whistleblowing policy to encourage employees for reporting of fraud, corruption, bribery, extortion and money laundering when it occurs. In case of suspected corruption or other criminal offences, a report will be made to the Hong Kong Independent Commission Against Corruption ("**ICAC**") or the appropriate authorities in the PRC. Any employee in breach of this regulation is liable to be summarily dismissed and may render himself or herself liable to prosecution under Section 9 of the Prevention of Bribery Ordinance of the Laws of Hong Kong.

The Group encourages honesty, integrity and fairness in all aspects of its business and upholds a high standard of business ethics and prohibits any form of bribery and corruption. As a result, the Group has developed a series of anti-fraud and anti-bribery policies. Also, the Group conducts regular systematic fraud risk assessments and continues to monitor the effectiveness of risk control while addressing any deficiencies and enforces its fraud mitigation policies through collaboration with external parties. Apart from the anti-bribery and anti-corruption policies, the Group also encourages all its employees and business-related parties, including customers and suppliers, to proactively report any suspected misconduct issues to the Group.

5.7 反貪污

有關反貪污的承諾

本集團強調其對貪污、欺詐及所有其他嚴重違反專業精神及職業道德的行為的零容忍態度。本集團在營運過程中秉持誠信、透明及可問責的高標準原則。如員工手冊所述，未經本集團事先許可，僱員不得直接或間接與任何其他人士，或與一家公司個別或共同從事或參與與來自本集團的報酬或佣金或費用相關的任何工作或業務。僱員不得為私人利益索取或接受與本集團有業務關係的任何各方的任何金錢或實物利益。僱員亦不得邀請與本集團有業務關係的任何人士出席私人宴會、晚宴及／或私人聚會。

本集團已訂立有效的舉報政策，以鼓勵僱員舉報欺詐、貪污、賄賂、勒索及洗錢行為。倘發現疑似貪污或其他刑事罪行，本集團將向香港廉政公署（「**ICAC**」）或中國有關當局報告。倘違反上述規定，僱員可能立即遭解僱，並可能須根據香港法例防止賄賂條例第9條接受檢控。

本集團在其業務的各個方面鼓勵誠實、正直及公平，並秉持高標準的商業道德，禁止任何形式的賄賂及貪污行為。因此，本集團已制定一系列反欺詐和反賄賂政策。此外，本集團定期進行系統的欺詐風險評估，並在解決任何缺陷的同時繼續監控風險控制的有效性，並透過與外部各方合作執行其欺詐緩解政策。除反賄賂和反貪污政策外，本集團還鼓勵其所有員工和業務相關方，包括客戶和供應商，主動向本集團報告任何可疑的不當行為事宜。

Regarding the training provision, the Group conducts regular assessments on systematic fraud risks, continues to monitor the effectiveness of risk control while addressing any deficiencies and enforces its fraud mitigation policies through collaboration with external parties.

在培訓方面，本集團對系統性欺詐風險進行定期評估，在解決任何缺陷的同時繼續監控風險控制的有效性，並透過外部合作，執行其欺詐舒緩政策。

Apart from the anti-bribery and anti-corruption policies, the Group also encourages all its employees to participate other professional association to explore the practical issues of corporate governance and risk management in a company. Through content and case study, participants will be able to gain the understanding and experience to recognize the problems and difficulties of applying the best practice, and judgments and decisions that company leaders and managers will have to make while facing a variety of situations and contexts.

除反賄賂和反貪污政策外，本集團亦鼓勵所有員工參加其他專業協會，探討公司企業治理和風險管理的實際問題。透過內容及個案研究，參與者將能夠獲悉有關狀況和獲取經驗，以識別應用最佳實踐方面的問題和困難，以及公司領導層和經理在面對各種情況和背景時須作出的判斷和決策。

During the Reporting Period, the Group had complied with the relevant laws and regulations relating to bribery, extortion, fraud and money laundering, which have an impact on the Group, as well as the corporate policy of anti- corruption. No cases of corruption had been reported during the Reporting Period.

於報告期內，本集團已遵守對本集團有影響的賄賂、敲詐勒索、欺詐和洗錢等相關法律法規，以及公司反貪污政策。報告期內並無發生貪污個案。

5.8 Community Investment

Contributing to the Welfare of Society

The Group is highly concerned with the issue of food waste that the industry is commonly facing in Hong Kong. To further promote the awareness of the community on food waste reduction, the Group, during the Reporting Period, was actively involved with the "Food Wise Hong Kong Campaign" organized by the Environmental Protection Department as part of the Group's effort in "building a sustainable environment' and 'serving the community".

Going forward, the Group will continue to foster the culture of active participation in community services, encouraging our staff members to be actively engaged in voluntary services and join hands together to disseminate the spirit of services in the community where we all depend. Further, the Group is actively committed to advancing society through its active involvement in the community.

5.8 社區投資

促進社會福利

本集團注重行業在香港經常面對的食物浪費問題。為加強在社區推廣減少食物浪費的意識，本集團於報告期內積極參與由環境保護署舉辦的「惜食香港運動」，乃為本集團實踐「營造可持續發展環境」及「服務社區」目標的舉措。

展望未來，本集團將繼續培養積極參與社區服務的文化，鼓勵員工積極參與義工服務，在我們賴以維生的社區攜手宣揚服務精神。此外，本集團積極參與社區活動，積極致力推動社會進步。

The Group uses its best endeavour to help local communities and those in need through volunteer work, donation programs and social enterprise support systems. The Group actively cooperates with charitable organisations to organise social activities to support public welfare and charitable projects so as to establish a good corporate image while fulfilling social responsibilities.

本集團致力透過義工工作、捐贈計劃和社會企業支持系統，幫助當地社區和有需要的人。本集團積極與慈善機構合作，組織社會活動，支持公益慈善項目，在履行社會責任的同時樹立良好的企業形象。

Lastly, so as to build a better society, we also active involved and partnered with local non-profit organizations to organize and take part in a variety of charitable activities and actions such as health education and action, poverty relief action, children, elderly, underprivileged groups, animal welfare and environmental protection. We put the best effort and resources in helping the local communities and people in needs through multiple channels including community services and sponsorship programs, including but not limited to the following:

為營造更美好的社會，我們亦積極參與及與當地的非牟利組織合作，組織及參與健康教育行動、扶貧行動、兒童、長者、弱勢群體、動物福利和環境保護等多種慈善活動。我們盡最大努力和善用資源，透過社區服務和贊助計劃等多種渠道，幫助當地社區和有需要的人，包括但不限於以下各項：

- Lions Club of New Territories East Limited
- Association for the Welfare Services of Elders (Hong Kong) Limited
- The Association for Hong Kong Catering Services Management Limited

- 新界東獅子會有限公司
- 香港老人福利服務協會有限公司
- 香港餐務管理協會有限公司

6. INDEX FOR ESG REPORTING GUIDE

6. 環境、社會及管治報告指引索引

Subject Areas, Aspect, General Disclosure and KPIs 主要範疇、層面、一般披露及關鍵績效指標	Description 描述	Section/Declaration 章節／聲明
Aspect A1: Emissions **層面A1：排放物**		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and nonhazardous waste. 有關廢氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Emissions – Governance on Air and Greenhouse Gas ("**GHG**") Emissions; Air Emissions; GHG Emissions; Measures to Mitigate Emissions; Waste Management; Go Green Initiatives 排放物－空氣和溫室氣體(「**溫室氣體**」)排放管治；空氣排放；溫室氣體排放；減少排放的措施；廢棄物管理；綠色先行舉措
KPI A1.1 關鍵績效指標A1.1	The types of emissions and respective emissions data. 排放物種類及相關排放數據。	Emissions – Air Emissions; GHG Emissions; Waste Management; Go Green Initiatives 排放物－空氣排放； 溫室氣體排放；廢棄物管理； 綠色先行舉措
KPI A1.2 關鍵績效指標A1.2	Direct (Scope 1) and energy indirect (Scope 2) GHG emissions in total (in tonnes) and intensity. 直接(範圍1)及能源間接(範圍2)溫室氣體排放總量(以噸計算)及密度。	Emissions – GHG Emissions 排放物－溫室氣體排放
KPI A1.3 關鍵績效指標A1.3	Total hazardous waste produced (in tonnes) and intensity. 所產生有害廢棄物總量(以噸計算)及密度。	Emissions – Waste Management (Not applicable – Explained) 排放物－廢棄物管理 (不適用－已解釋)
KPI A1.4 關鍵績效指標A1.4	Total non-hazardous waste produced (in tonnes) and intensity. 所產生無害廢棄物總量(以噸計算)及密度。	Emissions – Waste Management 排放物－廢棄物管理

Subject Areas, Aspect, General Disclosure and KPIs 主要範疇、層面、一般披露及關鍵績效指標	Description 描述	Section/Declaration 章節／聲明
KPI A1.5 關鍵績效指標A1.5	Description of emissions target(s) set and steps taken to achieve them. 描述所設排放目標及實現目標而採取的步驟。	GHG Emissions; Measures to Mitigate Emissions; Waste Management; Go Green Initiatives 溫室氣體排放； 減少排放的措施；廢棄物管理；綠色先行舉措
KPI A1.6 關鍵績效指標A1.6	Description of how hazardous and non-hazardous wastes are handled, reduction target(s) set and steps taken to achieve them. 描述如何處理有害及無害廢棄物、所設減排目標及為實現目標而採取的步驟。	Emissions – Waste Management; Go Green Initiatives 排放物－廢棄物管理； 綠色先行舉措
Aspect A2: Use of Resources **層面A2：資源使用**		
General Disclosure 一般披露	Policies on the efficient use of resources, including energy, water and other raw materials. 有效使用資源（包括能源、水及其他原材料）的政策。	Use of Resources – Minimizing Energy Consumption 資源使用－盡量減少能源消耗
KPI A2.1 關鍵績效指標A2.1	Direct and/or indirect energy consumption by type in total and intensity. 按類型劃分的直接及／或間接能源總耗量及密度。	Use of Resources – Minimizing Energy Consumption 資源使用－盡量減少能源消耗
KPI A2.2 關鍵績效指標A2.2	Water consumption in total and intensity. 耗水總量及密度。	Use of Resources – Minimizing Energy Consumption 資源使用－盡量減少能源消耗
KPI A2.3 關鍵績效指標A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them. 描述所設能源使用效益目標及為實現目標而採取的步驟。	Use of Resources – Minimizing Energy Consumption; Energy Use Efficiency Initiatives 資源使用－盡量減少能源消耗；能源使用效益計劃
KPI A2.4 關鍵績效指標A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water target(s) set and steps taken to achieve them. 描述求取適用水源上可有任何問題、所設的用水目標及為實現目標而採取的步驟。	Use of Resources – Water Use Efficiency Initiatives 資源使用－用水效益計劃
KPI A2.5 關鍵績效指標A2.5	Total packaging material used for finished products (in tonnes) and with reference to per unit produced. 製成品所用包裝材料的總量（以噸計算）及每生產單位佔量。	Use of Resources – Packaging Materials (Not applicable) 資源使用－包裝材料（不適用）

Subject Areas, Aspect, General Disclosure and KPIs 主要範疇、層面、一般披露及關鍵績效指標	Description 描述	Section/Declaration 章節／聲明
Aspect A3: The Environment and Natural Resources 層面A3：環境及天然資源		
General Disclosure 一般披露	Policies on minimizing the issuer's significant impact on the environment and natural resources. 減低發行人對環境及天然資源造成重大影響的政策。	The Environment and Natural Resources – Aiming to Minimize Impact on the Environment 環境及天然資源－旨在降低對環境的影響
KPI A3.1 關鍵績效指標A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them. 描述對環境及天然資源造成重大影響的活動及所採取的管理措施。	The Environment and Natural Resources – Aiming to Minimize Impact on the Environment 環境及天然資源－旨在降低對環境的影響
Aspect A4: Climate Change 層面A4：氣候變化		
General Disclosure 一般披露	Policies on identification and mitigation of significant climate- related issues which have impacted, and those which may impact, the issuer. 有關識別及減緩已影響和可能影響發行人的重大氣候相關議題的政策。	Climate Change – Addressing the Climate Change Issue 氣候變化－解決氣候變化議題
KPI A4.1 關鍵績效指標A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them. 描述已影響和可能影響發行人的重大氣候相關議題及所採取的管理措施。	Climate Change – Addressing the Climate Change Issue 氣候變化－解決氣候變化議題
Aspect B1: Employment 層面B1：僱傭		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, antidiscrimination, and other benefits and welfare. 有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Employment and Labour Practise 僱傭及勞工常規

Subject Areas, Aspect, General Disclosure and KPIs 主要範疇、層面、一般披露及關鍵績效指標	Description 描述	Section/Declaration 章節／聲明
Aspect B2: Health and Safety 層面B2：健康與安全		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards. 有關提供安全工作環境及保障僱員避免職業性危害的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Health and Safety 健康與安全
Aspect B3: Development and Training 層面B3：發展及培訓		
General Disclosure 一般披露	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. 有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。	Development and Training 發展及培訓
Aspect B4: Labour Standards 層面B4：勞工準則		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour. 有關防止童工或強制勞工的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Labour Standards 勞工準則
Aspect B5: Supply Chain Management 層面B5：供應鏈管理		
General Disclosure 一般披露	Policies on managing environmental and social risks of the supply chain. 管理供應鏈的環境及社會風險政策。	Supply Chain Management 供應鏈管理

Subject Areas, Aspect, General Disclosure and KPIs 主要範疇、層面、一般披露及關鍵績效指標	Description 描述	Section/Declaration 章節／聲明
Aspect B6: Product Responsibility 層面B6：產品責任		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress. 有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Commitment to Product Responsibility 產品責任的承諾
Aspect B7: Anti-corruption 層面B7：反貪污		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering. 有關賄賂、勒索、欺詐及洗黑錢的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Anti-corruption 反貪污
Aspect B8: Community Investment 層面B8：社區投資		
General Disclosure 一般披露	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests. 有關以社區參與來了解營運發行人所在社區需要和確保其業務活動會考慮社區利益的政策。	Community Investment 社區投資

EXECUTIVE DIRECTORS

Mr. Chu Pui Him

Mr. Chu, aged 39, was appointed as an executive Director on 29 November 2024. He graduated from Hong Kong Shue Yan University with a Bachelor of Commerce (Honours) degree in Accounting. He had worked in an international audit firm as an assistant audit manager. He then worked as a senior project manager in a listed company in Hong Kong and was responsible for corporate management matters such as project management, finance and fund-raising arrangement. Mr. Chu has extensive experience in corporate management and operations of both listed and unlisted companies.

Mr. Leung Yin Cheuk

Mr. Leung, aged 39, was appointed as an executive Director on 29 November 2024. He has over 10 years of trading experience in the consumer electronic products industry. He is now actively involved in local catering and related businesses.

NON-EXECUTIVE DIRECTOR

Mr. Fok Siu Keung

Mr. Fok, aged 67, was appointed as the non-executive Director on 22 May 2024. Mr. Fok has over 40 years of experience in the catering and banquet service industry. He has worked in renowned hotels and government institutions in Hong Kong, gaining extensive experience in catering services.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Che Sang

Mr. Wong, aged 74, was appointed as an independent non-executive Director on 22 May 2024. Mr. Wong has more than 50 years of experience in the catering and banquet industry. He has worked in various famous hotels and eateries in Hong Kong and mainland China, acquiring senior and rich experience in management and operations of catering and banquet services. Mr. Wong is also active in industry associations and organizations.

Ms. Zhao Ming

Ms. Zhao, aged 44, was appointed as an independent non-executive Director on 10 March 2025. She holds a master's degree in accountancy and a bachelor's degree in accountancy from South China University of Technology. She has worked for a number of companies listed on The Stock Exchange of Hong Kong Limited and was mainly responsible for finance and mergers and acquisitions. She has over 18 years of working experience in finance, accounting, taxation, treasury and listed companies in Hong Kong and the PRC. She is currently the investment director of a private enterprise group in the PRC.

執行董事

朱沛謙先生

朱先生，39歲，於2024年11月29日獲委任為執行董事。彼畢業於香港樹仁大學，獲商業（榮譽）會計學學士學位。彼曾於一家國際審計公司擔任助理審計經理。然後，彼於香港一間上市公司擔任高級項目經理，負責公司管理事宜，如項目管理、財務及融資安排。朱先生於上市公司及非上市公司的企業管理及運營方面擁有豐富經驗。

梁彥卓先生

梁先生，39歲，於2024年11月29日獲委任為執行董事。彼於消費電子產品行業擁有逾10年貿易經驗。彼目前積極涉足當地餐飲及相關業務。

非執行董事

霍紹強先生

霍先生，67歲，於2024年5月22日獲委任為非執行董事。霍先生於餐飲及宴會服務行業擁有逾40年經驗。彼曾任職於香港知名酒店及政府機構，於餐飲服務方面擁有豐富經驗。

獨立非執行董事

黃志生先生

黃先生，74歲，於2024年5月22日獲委任為獨立非執行董事。黃先生於餐飲及宴會行業擁有逾50年經驗。彼曾於香港及中國內地多間知名酒店及食肆工作，於餐飲及宴會服務的管理及營運方面擁有資深及豐富的經驗。黃先生亦活躍於行業協會及組織。

趙鳴女士

趙女士，44歲，於2025年3月10日獲委任為獨立非執行董事。彼持有華南理工大學會計學碩士學位及會計學學士學位。彼曾於多間在香港聯合交易所有限公司上市之公司任職，主要負責財務及併購事宜。彼在香港及中國的財務、會計、稅務、庫務及上市公司方面擁有逾18年工作經驗。彼目前為中國一間私人企業集團之投資總監。

Ms. Yin Shilu

Ms. Yin, aged 36, was appointed as an independent non-executive Director on 14 May 2025. She holds a master's degree in civil and commercial law from Renmin University of China, a bachelor's degree in accountancy from Beijing Normal University, and is a fellow member of The Association of Chartered Certified Accountants. She has worked for several companies such as multinational corporations and accounting firms. She was mainly responsible for finance, auditing and mergers and acquisitions. She has over 12 years of working experience in finance, accounting, taxation and treasury in Hong Kong and the PRC.

尹詩璐女士

尹女士，36歲，於2025年5月14日獲委任為獨立非執行董事。彼持有中國人民大學民事及商業法碩士學位、北京師範大學會計學士學位，並為特許公認會計師公會資深會員。彼曾就職於跨國企業及會計師事務所等機構，主要負責財務、審計及併購相關工作。彼於香港及中國擁有逾12年財務、會計、稅務及財資工作經驗。

Global Link
CPA Limited

TO THE SHAREHOLDERS OF EASYHOLD GROUP HOLDINGS LIMITED (FORMERLY KNOWN AS WELIFE TECHNOLOGY LIMITED)
(incorporated in the Cayman Islands with limited liability)

致誼和股份有限公司
(前稱維力生活科技有限公司)
各位股東
(於開曼群島註冊成立的有限公司)

We were engaged to audit the consolidated financial statements of Easyhold Group Holdings Limited (formerly known as Welife Technology Limited) (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 98 to 183, which comprise the consolidated statement of financial position as at 31 March 2026, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

我們獲委聘審計列載於第98頁至第183頁的誼和股份有限公司(前稱維力生活科技有限公司)(「**貴公司**」)及其附屬公司(統稱「**貴集團**」)的綜合財務報表,此財務報表包括於2026年3月31日的綜合財務狀況表與截至該日止年度綜合損益及其他全面收益表、綜合權益變動表和綜合現金流量表,以及綜合財務報表附註,包括主要會計政策資料及其他解釋資料。

UNMODIFIED OPINION ON THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

就綜合財務狀況表的無保留意見

In our opinion, the consolidated statement of financial position gives a true and fair view of the consolidated financial position of the Group as at 31 March 2026, in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"), and has been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

吾等認為,綜合財務狀況表已按照香港會計師公會(「**香港會計師公會**」)頒佈的香港財務報告準則(「**香港財務報告準則**」)真實而公允地反映 貴集團於2026年3月31日的綜合財務狀況,並已遵照香港公司條例的披露規定妥為編製。

DISCLAIMER OF OPINION ON THE CONSOLIDATED FINANCIAL PERFORMANCE AND CONSOLIDATED CASH FLOWS

Because of the significance of the matters described in the "Basis for Disclaimer of Opinion on the Consolidated Financial Performance and Consolidated Cash Flows" section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows of the Group for the year ended 31 March 2026. Accordingly, we do not express an opinion on the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows of the Group for the year ended 31 March 2026.

就綜合財務表現及綜合現金流量不發表意見

基於吾等報告「就綜合財務表現及綜合現金流量不發表意見的依據」一節所述事項的重大性，吾等未能獲取充足適當的審計憑證，為 貴集團截至2026年3月31日止年度的綜合損益及其他全面收益表、綜合權益變動表及綜合現金流量表提供審計意見的基礎。因此，吾等對 貴集團截至2026年3月31日止年度的綜合損益及其他全面收益表、綜合權益變動表及綜合現金流量表不發表意見。

BASIS FOR UNMODIFIED OPINION ON THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION AND BASIS FOR DISCLAIMER OF OPINION ON THE CONSOLIDATED FINANCIAL PERFORMANCE AND CONSOLIDATED CASH FLOWS

As disclosed in note 3 to the consolidated financial statements, the executive directors of the Company (the "**Existing Directors**") were unable to locate: (a) certain books and records and the corresponding supporting documents of certain subsidiaries, namely, Eternal Grand Developments Limited and its subsidiaries (collectively referred to as the "**Eternal Grand Group**") and Global Gourmet Catering Services Management Limited and its subsidiary (collectively referred to as the "**Global Gourmet Group**") (the "**Lost Records**"); and (b) certain supporting documents of the books of account of the Company (the "**Lost Supporting**").

The Existing Directors advised that, as of the date of approval of the consolidated financial statements for the year ended 31 March 2025, despite their repetitive attempts to contact the previous directors, who were responsible to maintain proper books and records for the Group (the "**Previous Directors**"), the Existing Directors were unable to reach any of the Previous Directors to locate the Lost Records and the Lost Supporting. As a result, the Existing Directors were unable to provide complete and adequate accounting books and records and supporting documents for the predecessor auditor to perform its audit in relation to the Company, Eternal Grand Group and Global Gourmet Group for the year ended 31 March 2025, which led to a disclaimer of opinion on those consolidated financial statements.

就綜合財務狀況表的無保留意見的基準以及就綜合財務表現及綜合現金流量不發表意見的依據

誠如綜合財務報表附註3所披露， 貴公司執行董事（「**現任董事**」）未能找到：(a) 若干附屬公司（即長宏發展有限公司及其附屬公司（統稱「**長宏集團**」）以及Global Gourmet Catering Services Management Limited及其附屬公司（統稱「**環球美食集團**」））的若干賬冊及記錄以及相關證明文件（「**遺失的記錄**」）；及(b) 貴公司會計賬簿的若干證明文件（「**遺失的證明文件**」）。

現任董事告知，截至批准截至2025年3月31日止年度綜合財務報表之日，儘管彼等已多次嘗試聯絡負責為 貴集團妥善備存賬簿及記錄的前任董事（「**前任董事**」），仍無法與任何前董事取得聯繫以尋回遺失記錄及遺失證明文件。因此，現任董事無法提供完整且足夠的會計記錄、記錄及證明文件，導致前任核數師無法就 貴公司、長宏集團及環球美食集團截至2025年3月31日止年度進行審計，從而導致對該等綜合財務報表不發表意見。

BASIS FOR UNMODIFIED OPINION ON THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION AND BASIS FOR DISCLAIMER OF OPINION ON THE CONSOLIDATED FINANCIAL PERFORMANCE AND CONSOLIDATED CASH FLOWS (Continued)

As described in the preceding paragraphs, due to the Lost Supporting in relation to the accounting records in connection to the opening balances of the Company made available to Existing Directors, we were unable to obtain sufficient appropriate audit evidence over the account balances as at 31 March 2025 and the profit or loss, cash flows, changes in equity and notes to financial statements of the Group and the Company for the year then ended. Any adjustments that might have been found necessary to the Group's consolidated statement of financial position as at 31 March 2025 and 1 April 2025 would have a consequential effect on the Group's consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended 31 March 2026.

EMPHASIS OF MATTER – QUALIFICATION ON COMPARATIVE FIGURES

We draw attention to the fact that we were unable to determine whether any adjustments might have been found necessary in respect of the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year ended 31 March 2025 due to the Lost Records. As explained in the "Basis for Disclaimer of Opinion on the Consolidated Financial Performance and Consolidated Cash Flows" section above.

In addition, the Company had been involved in a dispute with an independent third party (the "**Petitioner**") regarding a business development consultancy agreement (the "**Consultancy Agreement**") with a claimed consultancy fee of RMB9,400,000. The Petitioner filed a winding-up petition against the Company. The High Court of Hong Kong made an order on 13 February 2026 dismissing the winding-up petition, thereby removing the immediate legal uncertainty and going concern threat associated with this matter. However, due to the Lost Supporting described above, we were unable to obtain sufficient appropriate audit evidence to ascertain the validity, commercial substance, occurrence, completeness and accuracy of the Consultancy Agreement and the related transactions for the years ended 31 March 2024 and 2025. This limitation affects the corresponding comparative figures presented in the current year's consolidated financial statements.

就綜合財務狀況表的無保留意見的基準以及就綜合財務表現及綜合現金流量不發表意見的依據(續)

誠如前段所述，由於就現任董事所能取得的與 貴公司期初結餘相關的會計記錄缺乏遺失證明文件，吾等無法就2025年3月31日的賬戶結餘以及 貴集團及貴公司於該年度的損益、現金流量、權益變動及財務報表附註獲取充足適當的審計憑證。任何可能被認為對 貴集團於2025年3月31日及2025年4月1日的綜合財務狀況表屬必要的調整，將對 貴集團截至2026年3月31日止年度的綜合損益及其他全面收益表、綜合權益變動表及綜合現金流量表產生連帶影響。

強調事項—比較數字的保留意見

吾等謹請 閣下注意，由於遺失記錄，吾等無法釐定是否須對截至2025年3月31日止年度的綜合損益及其他全面收益表、綜合權益變動表及綜合現金流量表作出任何調整，詳情載於上文「就綜合財務表現及綜合現金流量不發表意見的依據」一節。

此外， 貴公司曾涉及與一名獨立第三方(「**呈請人**」)就一份業務發展顧問協議(「**顧問協議**」)的糾紛，涉及所申索的人民幣9,400,000元顧問費。呈請人針對 貴公司提出清盤呈請。香港高等法院於2026年2月13日頒令駁回該清盤呈請，從而消除了與此事項相關的即時法律不確定性及持續經營威脅。然而，由於上文所述的遺失證明文件，吾等無法取得充足適當的審計憑證，以確定該顧問協議及相關交易於截至2024年及2025年3月31日止年度的有效性、商業實質、發生、完整性及準確性。此限制影響本年度綜合財務報表所列的相應比較數字。

EMPHASIS OF MATTER – QUALIFICATION ON COMPARATIVE FIGURES (Continued)

Had we not issued a disclaimer of opinion on the consolidated financial performance and consolidated cash flows for the year ended 31 March 2026, we would have issued a qualified opinion on the consolidated financial statements for the year ended 31 March 2026 as a result of the possible effect of these matters on the comparability of the current year's figures with the corresponding figures in the consolidated statement of profit or loss, the consolidated statement of changes in equity and the consolidated statement of cash flows. Our unmodified opinion on the consolidated statement of financial position as at 31 March 2026 is not qualified in respect of these matters.

強調事項一比較數字的保留意見(續)

倘吾等並無對截至2026年3月31日止年度的綜合財務表現及綜合現金流量不發表意見，則由於該等事項可能對本年度綜合損益表、綜合權益變動表及綜合現金流量表中的數字與相應比較數字的可比性造成影響，吾等會對截至2026年3月31日止年度的綜合財務報表出具保留意見。吾等對2026年3月31日綜合財務狀況表的無保留意見並未就該等事項作出保留。

MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

The Group had bank balances and cash of HK$17,369,000 and net current liabilities of 18,784,000 as at 31 March 2026. These conditions, along with other matters as set forth in note 3 to the consolidated financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

與持續經營相關的重大不確定性

於2026年3月31日， 貴集團擁有銀行結餘及現金17,369,000港元，流動負債淨額為18,784,000港元。該等情況，連同綜合財務報表附註3所載之其他事宜，顯示存在重大不確定性，可能對 貴集團持續經營之能力構成重大疑問。吾等就此事項之意見並無作出修訂。

OTHER MATTERS

The consolidated financial statements of the Group for the year ended 31 March 2025 were audited by another auditor who expressed a disclaimer of opinion on those statements on 27 May 2025.

其他事項

貴集團截至2025年3月31日止年度的綜合財務報表乃由於2025年5月27日就該等報表不發表意見的另一核數師審核。

RESPONSIBILITIES OF THE DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors of the Company determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

董事及治理層就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會(「**香港會計師公會**」)頒佈的香港財務報告準則(「**香港財務報告準則**」)及香港公司條例的披露規定擬備真實而中肯的綜合財務報表，並對 貴公司董事認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

在擬備綜合財務報表時， 貴公司董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非 貴公司董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

The directors of the Company are responsible for overseeing the Group's financial reporting process. Those charged with governance assists the directors of the Company in discharging their responsibilities in this regard.

貴公司董事負責監督 貴集團財務匯報進程。治理層協助 貴公司董事就此履行其職責。

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

核數師就審計綜合財務報表須承擔的責任

Our responsibility is to conduct an audit of the Group's consolidated financial statements in accordance with Hong Kong Standards on Auditing ("**HKSAs**") issued by the HKICPA and to issue an auditor's report solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

我們的責任，是根據香港會計師公會頒佈的香港核數準則（「**香港核數準則**」）對 貴集團綜合財務報表進行審計，並僅向全體成員出具核數師報告。除此以外，我們的報告不可用作其他用途。我們並不就本報告之內容對任何其他人士承擔任何責任或接受任何義務。

However, because of the matters described in the "Basis for Disclaimer of Opinion" section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial statements.

然而，由於本報告中「不發表意見的依據」一節內所述事項，我們未能獲取足夠適當的審計證據，以對該等綜合財務報表的審計意見提供依據。

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "**Code**"), and we have fulfilled our other ethical responsibilities in accordance with the Code.

根據香港會計師公會頒佈的專業會計師道德守則（「**守則**」），我們獨立於 貴集團，並已履行守則中的其他道德責任。

Global Link CPA Limited
Certified Public Accountants

Li Siu Bun
Practising Certificate Number: P08414

Hong Kong, 30 June 2026

高嶺會計師有限公司
執業會計師

李兆彬
執業證書號碼：P08414

香港，2026年6月30日

Consolidated Statement of Profit or Loss and Other Comprehensive Income
綜合損益及其他全面收益表

For the year ended 31 March 2026 截至2026年3月31日止年度

		Notes 附註	**2026 2026年 HK$'000 千港元**	2025 2025年 HK$'000 千港元
Revenue	收益	8	**323,656**	227,632
Other income	其他收入	8	**3,822**	4,367
Other gains or losses, net	其他收益或虧損淨額	9	**6**	141
Cost of inventories consumed	所耗用存貨成本		**(80,544)**	(55,727)
Staff costs	員工成本		**(133,599)**	(115,748)
Property rentals and related expenses	物業租金及相關開支		**(19,590)**	(15,622)
Utilities expenses	公共設施開支		**(17,426)**	(11,389)
Depreciation of property, plant and equipment	物業、廠房及設備折舊		**(5,546)**	(4,358)
Depreciation of right-of-use assets	使用權資產折舊		**(19,942)**	(26,913)
Other expenses	其他開支		**(33,678)**	(32,062)
Finance costs	財務成本	11	**(1,115)**	(2,224)
Profit/(loss) before taxation	除稅前溢利／(虧損)	13	**16,044**	(31,903)
Taxation	稅項	12	**(5,798)**	(69)
Profit/(loss) for the year	年內溢利／(虧損)		**10,246**	(31,972)
Profit/(loss) for the year attributable to:	下列各項應佔年內溢利／(虧損)：			
– Owners of the Company	－本公司擁有人		**10,369**	(31,972)
– Non-controlling interests	－非控股權益		**(123)**	–
			10,246	(31,972)
Earnings/(loss) per share attributable to owners of the Company	本公司擁有人應佔每股盈利／(虧損)			
– Basic and diluted (HK cents)	－基本及攤薄(港仙)	15	**0.9**	(2.8)
Profit/(loss) for the year	年內溢利／(虧損)		**10,246**	(31,972)
Other comprehensive expense:	其他全面開支：			
Item that may be reclassified subsequently to profit or loss:	*其後可能重新分類至損益的項目：*			
Release of exchange reserve upon disposal of subsidiaries	於出售附屬公司後解除匯兌儲備		**–**	(171)
Total comprehensive income/(expense) for the year	年內全面收入／(開支)總額		**10,246**	(31,972)
Total comprehensive income/(expense) for the year attributable to:	下列各項應佔年內全面收入／(開支)總額：			
– Owners of the Company	－本公司擁有人		**10,369**	(32,143)
– Non-controlling interests	－非控股權益		**(123)**	–
			10,246	(32,143)

Consolidated Statement of Financial Position
綜合財務狀況表

For the year ended 31 March 2026 截至2026年3月31日止年度

		Notes 附註	2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Non-current assets	**非流動資產**			
Property, plant and equipment	物業、廠房及設備	16	**16,097**	2,844
Right-of-use assets	使用權資產	17	**28,667**	9,168
Deposit placed for a life insurance policy	投購人壽保單保費	19	**–**	16,651
Goodwill	商譽	18	**831**	–
Rental deposits	租金按金	20	**6,141**	1,950
			51,736	30,613
Current assets	**流動資產**			
Inventories	存貨	22	**5,865**	1,253
Trade and other receivables	貿易及其他應收款項	20	**36,110**	24,580
Tax recoverable	可收回稅項		**–**	80
Bank balances and cash	銀行結餘及現金	23	**17,369**	22,744
			59,344	48,657
Current liabilities	**流動負債**			
Trade and other payables	貿易及其他應付款項	24(a)	**50,387**	44,973
Contract liabilities	合約負債	24(b)	**6,151**	12,165
Lease liabilities	租賃負債	17	**16,191**	7,039
Tax payable	應付稅項		**5,399**	396
			78,128	64,573
Net current liabilities	**流動負債淨額**		**(18,784)**	(15,916)
Total assets less current liabilities	**總資產減流動負債**		**32,952**	14,697

Consolidated Statement of Financial Position
綜合財務狀況表

For the year ended 31 March 2026 截至2026年3月31日止年度

		Notes 附註	2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Non-current liabilities	**非流動負債**			
Lease liabilities	租賃負債	17	**13,181**	4,932
Contract liabilities	合約負債	24(b)	**41**	167
Other payables	其他應付款項	24(a)	**–**	48
Provision for reinstatement costs	修復成本撥備	25	**850**	850
			14,072	5,997
Net assets	**淨資產**		**18,880**	8,700
Capital and reserves	**資本及儲備**			
Share capital	股本	26	**11,500**	11,500
Reserves	儲備		**7,569**	(2,800)
Equity attributable to owners of the Company	**本公司擁有人應佔權益**		**19,069**	8,700
Non-controlling interests	非控股權益		**(189)**	–
Total equity	**權益總額**		**18,880**	8,700

The consolidated financial statements on pages 98 to 183 were approved and authorised for issued by the board of directors on 30 June 2026 and are signed on its behalf by:

第98頁至第183頁的綜合財務報表由董事會於2026年6月30日批准及授權刊發及由以下人士代為簽署：

CHU Pui Him
朱沛謙
Director
董事

LEUNG Yin Cheuk
梁彥卓
Director
董事

Consolidated Statement of Changes in Equity
綜合權益變動表

For the year ended 31 March 2026 截至2026年3月31日止年度

		Share capital 股本 HK$'000 千港元	Share premium 股份溢價 HK$'000 千港元	Other reserve 其他儲備 HK$'000 千港元 (Note) (附註)	Accumulated losses 累計虧損 HK$'000 千港元	Subtotal 小計 HK$'000 千港元	Non-cotrolling interest 非控股權益 HK$'000 千港元	Total 總計 HK$'000 千港元
At 1 April 2024	於2024年4月1日	11,500	135,967	24,641	(131,265)	40,843	–	40,843
Loss for the year	年內虧損	–	–	–	(31,972)	(31,972)	–	(31,972)
Exchange differences arising on translation of foreign operations	換算海外業務產生的匯兌差額	–	–	(171)	–	(171)	–	(171)
Loss and total comprehensive expense for the year	年內虧損及全面開支總額	–	–	(171)	(31,972)	(32,143)	–	(32,143)
At 31 March 2025 and 1 April 2025	於2025年3月31日及於2025年4月1日	11,500	135,967	24,470	(163,237)	8,700	–	8,700
Profit/(loss) and total comprehensive income/(expense) for the year	年內溢利／(虧損) 及全面收入／(開支) 總額	–	–	–	10,369	10,369	(123)	10,246
Acquisition of subsidiaries	收購附屬公司	–	–	–	–	–	(66)	(66)
At 31 March 2026	於2026年3月31日	**11,500**	**135,967**	**24,470**	**(152,868)**	**19,069**	**(189)**	**(18,880)**

Note: Other reserves represented (i) the difference between the aggregate amount of issued and fully paid share capital of the subsidiaries acquired by the Company and the nominal amount of the shares issued by the Company in exchange for the entire equity interests in the subsidiaries as part of the group reorganisation; (ii) the difference between the consideration for the acquisition of a subsidiary and the fair value of the subsidiary acquired from the common shareholder of the Company; (iii) deemed contribution arising from the listing expenses borne by the controlling shareholder of the Company and waiver of the need to reinstate the premises for a restaurant rented from the controlling shareholder upon end of the lease term; and (iv) exchange differences arising on translation of foreign operations.

附註： 其他儲備包括(i)本公司收購附屬公司的已發行及已繳足股本總額與本公司為換取附屬公司全部股權（作為集團重組的一部分）而發行的股份面值之間的差額；(ii)收購一間附屬公司的代價與從本公司普通股股東收購的附屬公司的公平值之間的差額；(iii)由本公司控股股東承擔上市開支及豁免本公司於租約結束時復修所租賃酒樓物業責任而產生的視作出資；以及(iv)換算海外業務產生的匯兌差額。

Consolidated Statement of Cash Flows

綜合現金流量表

For the year ended 31 March 2026 截至2026年3月31日止年度

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Operating activities	**經營活動**		
Profit/(loss) before taxation	除稅前溢利／(虧損)	**16,044**	(31,903)
Adjustments for:	調整項目：		
Depreciation of right-of-use assets	使用權資產折舊	**19,942**	26,913
Depreciation of property, plant and equipment	物業、廠房及設備折舊	**5,546**	4,358
Impairment loss on right-of-use asset	使用權資產之減值虧損	**–**	446
Impairment loss on property, plant and equipment	物業、廠房及設備之減值虧損	**–**	352
Interest on lease liabilities	租賃負債利息	**1,115**	1,392
Loss on written off on property, plant and equipment	撇銷物業、廠房及設備虧損	**–**	596
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	**–**	(65)
Gain on disposal of subsidiaries, net	出售附屬公司收益淨額	**–**	(1,470)
Premium and handling charges on a life insurance policy	人壽保單的保費及手續費	**–**	310
Interest on bank borrowings	銀行利息收入	**–**	725
Unwinding of discounting on provision for reinstatement costs	修復成本撥備貼現撥回	**–**	107
Reversal of provision for reinstatement cost	修復成本撥備撥回	**–**	(2,995)
Bank interest income	銀行利息收入	**(3)**	(842)
Exchange gain	匯兌收益	**–**	(1)
Imputed interest income on rental deposits	租金按金的名義利息收入	**(10)**	(445)
Interest income from deposit placed for a life insurance policy	投購人壽保單保費的利息收入	**–**	(546)
Operating cash flows before movements in working capital	營運資金變動前的經營現金流量	**42,634**	(3,068)
Increase in inventories	存貨增加	**(4,137)**	(213)
Decrease in trade, deposit and other receivables	貿易、按金及其他應收款項減少	**8,833**	14,615
(Decrease)/increase in trade and other payables	貿易及其他應付款項(減少)／增加	**(4,775)**	2,427
Decrease in contract liabilities	合約負債減少	**(11,074)**	(6,431)
Cash generated from operations	經營活動產生的現金	**31,481**	7,330
Income taxes refunded	所得稅退回	**80**	–
Net cash generated from operating activities	**經營活動產生的現金淨額**	**31,561**	7,330

Consolidated Statement of Cash Flows
綜合現金流量表

For the year ended 31 March 2026 截至2026年3月31日止年度

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Investing activities	**投資活動**		
Interest received	已收利息	**3**	842
Net cash inflow from acquisition of subsidiaries	收購附屬公司的現金流入淨額	**2,064**	–
Net cash outflow from disposal of subsidiaries	出售附屬公司的現金流出淨額	**–**	(112)
Purchase of property, plant and equipment	收購物業、廠房及設備	**(16,465)**	(1,386)
Placement of time deposit with maturity over three months	存入到期日超過三個月的定期存款	**–**	(2,000)
Withdrawal of time deposit with maturity over three months	提取到期日超過三個月的定期存款	**–**	4,000
Proceeds from sales of property, plant and equipment	出售物業、廠房及設備所得款項	**–**	1,438
Net cash generated (used in)/from investing activities	**投資活動（所用）╱產生的現金淨額**	**(14,398)**	2,782
Financing activities	**融資活動**		
Repayment for lease liabilities	償還租賃負債	**(22,538)**	(48,484)
Repayment of borrowings	償還借款	**–**	(14,448)
Interest paid	已付利息	**–**	(725)
Net cash used in financing activities	**融資活動所用現金淨額**	**(22,538)**	(63,657)
Net decrease in cash and cash equivalents	**現金及現金等價物減少淨額**	**(5,375)**	(53,545)
Cash and cash equivalents at the beginning of the year	**年初現金及現金等價物**	**22,744**	76,289
Cash and cash equivalents at the end of the year	**年末現金及現金等價物**	**17,369**	22,744

1. GENERAL

The Company was incorporated in the Cayman Islands on 7 June 2018 as an exempted company with limited liability under the laws of Cayman Islands and its shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") since 15 February 2019. The address of the registered office and principal place of business of the Company are disclosed in the Company's information section to the annual report.

The Company is an investment holding company and its subsidiaries are principally engaged in Cantonese dining and banquet services, particularly wedding banquets and Cha Chaan Teng operations.

The Company is held by Happy Century Global Limited which is directly owned by Mr. Lo Chor Cheong Colin ("**Mr. Lo**") and has been regarded as the substantial shareholder of the Group ("**Ultimate Shareholder**").

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

1. 一般資料

本公司於2018年6月7日在開曼群島根據開曼群島法律註冊成立為獲豁免有限公司及其股份自2019年2月15日起於香港聯合交易所有限公司（「**聯交所**」）主板上市。本公司註冊辦事處及主要營業地點的地址於年報的公司資料一節披露。

本公司為一家投資控股公司，其附屬公司主要從事粵式餐飲及宴會服務，尤其是婚宴及茶餐廳業務。

本公司由Happy Century Global Limited持有，該公司由盧楚鏘先生（「**盧先生**」）直接擁有並已被視為本集團的主要股東（「**最終股東**」）。

綜合財務報表以港元（「**港元**」）呈列，而港元亦為本公司之功能貨幣。

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

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.

2. 應用新訂及經修訂香港財務報告準則（「香港財務報告準則」）

於本年度強制生效的經修訂香港財務報告準則會計準則

於本年度，本集團已首次應用香港會計師公會（「香港會計師公會」）頒佈之下列香港財務報告準則會計準則修訂本，該等修訂對本集團編製截至2025年4月1日開始之年度期間綜合財務報表強制生效：

香港會計準則第21號（修訂本）	缺乏可兌換性

於本年度應用該香港財務報告準則會計準則修訂本對本集團本年度及過往年度之財務狀況及表現及／或對該等綜合財務報表所載之披露事項並無任何重大影響。

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (Continued)

New and amendments to HKFRSs in issue but not yet effective

The Group has not early applied the following new and amendments to HKFRS Accounting Standards that have been issued but are not yet effective:

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments[2]
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity[2]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11[2]
HKFRS 18	Presentation and Disclosure in Financial Statements[3]
Amendments to HKAS 21	Translation to Hyperinflationary Presentation Currency[3]
HKFRS 19 and its amendments	Subsidiaries without Public Accountability: Disclosure[3]

[1] Effective for annual periods beginning on or after a date to be determined.
[2] Effective for annual periods beginning on or after 1 January 2026.
[3] Effective for annual periods beginning on or after 1 January 2027.

Except for the new and amendments to HKFRS Accounting Standards mentioned below, the directors of the Company anticipate that the application of all other new and amendments to HKFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

2. 應用新訂及經修訂香港財務報告準則(「香港財務報告準則」)(續)

已頒佈但尚未生效的新訂及經修訂香港財務報告準則

本集團並無提早應用下列已頒佈但尚未生效之新訂及經修訂香港財務報告準則會計準則：

香港財務報告準則第9號及香港財務報告準則第7號(修訂本)	金融工具之分類及計量修訂本[2]
香港財務報告準則第9號及香港財務報告準則第7號(修訂本)	依賴自然能源之電力合約[2]
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合營企業之間的資產出售或投入[1]
香港財務報告準則會計準則(修訂本)	香港財務報告準則會計準則的年度改進－第11冊[2]
香港財務報告準則第18號	財務報表的呈列及披露[3]
香港會計準則第21號(修訂本)	換算為惡性通脹呈列貨幣[3]
香港財務報告準則第19號及其修訂本	無公開責任之附屬公司：披露[3]

[1] 於待釐定日期或之後開始之年度期間生效。
[2] 於2026年1月1日或之後開始之年度期間生效。
[3] 於2027年1月1日或之後開始之年度期間生效。

除下文所述之新訂及經修訂香港財務報告準則會計準則外，本公司董事預期，應用所有其他新訂及經修訂香港財務報告準則會計準則將不會於可預見將來對綜合財務報表構成任何重大影響。

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (Continued)

New and amendments to HKFRSs in issue but not yet effective (Continued)

HKFRS 18 Presentation and Disclosure in Financial Statements

HKFRS 18 Presentation and Disclosure in Financial Statements, which sets out requirements on presentation and disclosures in financial statements, will replace HKAS 1 Presentation of Financial Statements. This new HKFRS Accounting Standard, while carrying forward many of the requirements in HKAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some HKAS 1 paragraphs have been moved to HKAS 8 Accounting Policies, Changes in Accounting Estimates and Errors (the title of which will be changed to Basis of Preparation of Financial Statements upon effective of HKFRS 18) and HKFRS 7. Minor amendments to HKAS 7 Statement of Cash Flows and HKAS 33 Earnings per Share are also made.

HKFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. The application of the new standard is not expected to have significant impact on the financial performance and positions of the Group in terms of recognition and measurement. However, it is expected to affect the structure and presentation of the consolidated statement of profit or loss.

2. 應用新訂及經修訂香港財務報告準則(「香港財務報告準則」)(續)

已頒佈但尚未生效的新訂及經修訂香港財務報告準則(續)

香港財務報告準則第18號財務報表的呈列及披露

香港財務報告準則第18號「財務報表的呈列及披露」載列財務報表之呈列及披露規定，將取代香港會計準則第1號「財務報表的呈列」。此項新訂香港財務報告準則會計準則沿用香港會計準則第1號的多項規定，同時引入新規定，要求在損益表中呈列指定類別及界定之小計；於財務報表附註中提供管理層界定之表現指標之披露；以及改善須於財務報表披露之資料之匯總與細分。此外，香港會計準則第1號之部分段落已轉移至香港會計準則第8號「會計政策、會計估計變更及差錯」(其標題將於香港財務報告準則第18號生效後更改為財務報表的編製基準)及香港財務報告準則第7號。香港會計準則第7號現金流量表及香港會計準則第33號「每股盈利」亦已作出細微修訂。

香港財務報告準則第18號及對其他準則的修訂本將於2027年1月1日或之後開始之年度期間生效，並允許提早應用。就確認及計量而言，預期應用該新準則將不會對本集團之財務表現及狀況構成重大影響。然而，預期將影響綜合損益表的結構及呈列方式。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. 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 consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") and by the Hong Kong Companies Ordinance.

3. 編製基準及重大會計政策資料

綜合財務報表乃按照香港會計師公會頒佈的香港財務報告準則編製。就編製綜合財務報表而言，倘有關資料合理預期會影響主要用戶作出的決定，則有關資料被視為重大。此外，綜合財務報表載有香港聯合交易所有限公司證券上市規則(「**上市規則**」)及香港公司條例所規定的適用披露。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

The consolidated financial statements have been prepared on the historical cost basis at the end of each reporting period, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 Share-based Payment, leasing transactions that are accounted for in accordance with HKFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 Inventories or value in use in HKAS 36 Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3. 編製基準及重大會計政策資料(續)

誠如下文會計政策所闡述，綜合財務報表乃於各報告期末按歷史成本基準編製。

歷史成本一般按服務交易時代價之公平值計算。

公平值為市場參與者之間於計量日期按有序交易出售一項資產將收取之價格或轉讓負債時將支付之價格，而不論該價格是否可直接觀察所得或採用其他估值技術估計得出。在估算一項資產或負債的公平值時，倘於計量日期市場參與者在釐定資產或負債的價格時將該等資產或負債的特點納入考量，則本集團會考量資產或負債特點。綜合財務報表內計量及／或披露的公平值均根據該基準釐定，惟香港財務報告準則第2號「以股份為基礎付款」範圍內之以股份為基礎付款之交易、根據香港財務報告準則第16號「租賃」入賬的租賃交易，及與公平值存在若干相似之處但並非公平值之計量方式，例如香港會計準則第2號「存貨」之可變現淨值或香港會計準則第36號「資產減值」之使用價值除外。

此外，就財務報告而言，根據公平值計量輸入數據的可觀察程度及輸入數據對整體公平值計量的重要性，公平值計量可分類為第1級、第2級或第3級，載述如下：

- 第1級輸入數據，指實體可於計量日期取得的相同資產或負債於活躍市場的報價(未經調整)；
- 第2級輸入數據，指除第1級所包括的報價外，資產或負債的直接或間接可觀察輸入數據；及
- 第3級輸入數據，指資產或負債的不可觀察數據。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

The Group's current liabilities exceeded its current assets by approximately HK$18,784,000 (2025: HK$15,916,000).

The directors of the Company have reviewed the Group's cash flow projections prepared by the management. The cash flow projections cover a period of twelve months from date of approval for issue of these consolidated financial statements. They are of the opinion that, taking into account the plans and measures as stated below, the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due within twelve months from date of approval for issue of these consolidated financial statements. Accordingly, the directors are satisfied that it is appropriate to prepare the consolidated financial statements on a going concern basis.

Notwithstanding the above results, the consolidated financial statements have been prepared on a going concern basis, the validity of which is dependent upon the success of the Group's future operations, its ability to generate adequate cash flows in order to meet its obligations as and when fall due such that the Group can meet its future working capital and financing requirements. Also, the directors of the Company are of the opinion that the Group will be able to finance its future financing requirements and working capital based on the following considerations:

1. **Financial support from a shareholder**

   Mr. Lo Chor Cheong Colin, a shareholder of the Company, has currently and continuously provide funding to the Company so as to enable it to meet its liabilities when they fall due.

2. **Cost control**

   The Group is taking measures to tighten cost control with an aim to attain cash flow from operations.

3. **Additional financing arrangement**

   The management is currently soliciting other financing arrangements and fund-raising alternatives to further support the funding needs of the Group.

3. 編製基準及重大會計政策資料(續)

本集團流動負債超出其流動資產約18,784,000港元(2025年:15,916,000港元)。

本公司董事已審閱管理層編製的本集團現金流量預測。現金流量預測涵蓋自批准刊發此等綜合財務報表日期起計十二個月期間。經計及下文所述的計劃及措施後,彼等認為,本集團將有充足營運資金撥支其營運並履行其自批准刊發此等綜合財務報表日期起計十二個月內到期的財務責任。因此,董事信納,以持續經營基準編製綜合財務報表屬合適。

儘管存在上述業績,綜合財務報表乃以持續經營基準編製,其有效性取決於本集團未來經營之成功、產生足夠現金流量以於到期時履行責任的能力,以令本集團可滿足其未來營運資金之需要及融資要求。此外,根據下列考慮因素,本公司董事認為,本集團將能夠為其未來融資需求或營運資金撥付資金:

1. **來自一名股東的財務支持**

   本公司的一名股東盧楚鏘先生目前已持續為本公司提供資金,讓其可於到期時應付其負債。

2. **成本控制**

   本集團正採取措施收緊成本控制,以取得來自經營的現金流量。

3. **額外融資安排**

   管理層正尋求其他融資安排及集資替代方案,以進一步支持本集團的資金需要。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

Should the Group be unable to continue to operate as a going concern, it may be unable to realise its assets and discharge its liabilities in the normal course of business. Adjustments would have to be made to write down the value of assets to their recoverable amounts, to provide for any future liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities respectively. The effect of these adjustments has not been reflected in the consolidated financial statements.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

3. 編製基準及重大會計政策資料 (續)

倘本集團未能繼續按持續基準營運，其可能無法於正常業務過程中變現其資產及履行其債務，則需要作出調整藉以將資產價值撇減至其可收回金額，就可能出現之任何未來負債計提撥備，以及將非流動資產及負債分別重新分類為流動資產及負債。該等調整之影響並未於綜合財務報表中反映。

綜合基準

綜合財務報表包括本公司及由本公司及其附屬公司控制的實體的財務報表。倘本公司符合以下條件，則視為擁有控制權：

- 可對受投資方行使權力；
- 因參與受投資方之業務而可獲得或有權獲得可變回報；及
- 有能力使用其權力影響其回報。

倘有事實或情況顯示上述三項控制因素中，有一項或以上出現變數，本集團會重新評估其是否控制受投資方。

本集團於取得附屬公司控制權時將附屬公司綜合入賬，並於失去附屬公司控制權時終止入賬。具體而言，年內收購或出售附屬公司的收入和開支包括在本集團控股之日起至本集團停止控制附屬公司之日的綜合損益及其他全面收益表。

損益及其他全面收益各項目歸屬於本公司擁有人及非控股權益。即使會導致非控股權益錄得虧絀結餘，附屬公司之全面收益總額仍歸於本公司擁有人及非控股權益內。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Basis of consolidation (Continued)

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are presented separately from the Group's equity therein, which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiaries upon liquidation.

Business combinations

A business is an integrated set of activities and assets which includes an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired processes are considered substantive if they are critical to the ability to continue producing outputs, including an organised workforce with the necessary skills, knowledge, or experience to perform the related processes or they significantly contribute to the ability to continue producing outputs and are considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred.

3. 編製基準及重大會計政策資料（續）

綜合基準（續）

如需要，附屬公司的財務報表會作出調整，以使其會計政策與本集團會計政策一致。

所有集團內公司間資產及負債、權益、收入、開支及現金流量（與本集團成員公司間之交易有關）均於綜合賬目時予以全數對銷。

於附屬公司之非控股權益與本集團於該等附屬公司之權益分開呈列，其指現時所有權權益，賦予其持有人於相關附屬公司清盤時按比例分佔相關附屬公司淨資產之權利。

業務合併

當一組活動及資產包括一項資源投入及一項實質過程，而兩者對創造產出的能力有重大貢獻，則屬於一項業務。倘所收購的過程對持續生產產出的能力至關重要（其中包括具備執行相關過程所需技能、知識或經驗的有組織勞動力），或有關過程對持續生產產出的能力有重大貢獻，且屬獨特或稀缺，又或在替換時需要付出重大成本、投入大量資源，或是導致持續生產產出的能力出現延遲，則該過程被視為具實質性。

收購業務按收購法入賬。於業務合併中轉讓的代價以公平值計量，公平值則按本集團所轉讓資產、由本集團向被收購方之前擁有人所產生的負債以及本集團為換取被收購方的控制權而發行的股權的收購日期公平值總和計算。與收購有關的成本一般會於產生時於損益中確認。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Business combinations (Continued)

The identifiable assets acquired and liabilities assumed must meet the definitions of an asset and a liability in the *Conceptual Framework for Financial Reporting* (the "**Conceptual Framework**") except for transactions and events within the scope of HKAS 37 *Provisions, Contingent Liabilities and Contingent Assets* or HK(IFRIC)-Int 21 *Levies*, in which the Group applies HKAS 37 or HK(IFRIC)-Int 21 instead of the Conceptual Framework to identify the liabilities it has assumed in a business combination. Contingent assets are not recognised.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with HKAS 12 Income Taxes and HKAS 19 Employee Benefits respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with HKFRS 2 at the acquisition date (see the accounting policy below);
- assets (or disposal groups) that are classified as held for sale in accordance with HKFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard; and
- lease liabilities are recognised and measured at the present value of the remaining lease payments (as defined in HKFRS 16) as if the acquired leases were new leases at the acquisition date, except for leases for which the lease term ends within 12 months of the acquisition date; or (b) the underlying asset is of low value. Right-of-use assets are recognised and measured at the same amount as the relevant lease liabilities, adjusted to reflect favourable or unfavourable terms of the lease when compared with market terms.

3. 編製基準及重大會計政策資料(續)

業務合併(續)

所收購的可識別資產及所承擔的負債必須符合「*財務報告概念框架*」(「**概念框架**」)中資產及負債的定義，惟香港會計準則第37號「*撥備、或然負債及或然資產*」或香港(國際財務報告詮釋委員會)詮釋第21號「*徵費*」範圍內的交易及事件除外，在該等情況下本集團適用香港會計準則第37號或香港(國際財務報告詮釋委員會)詮釋第21號(而非概念框架)以識別其於業務合併中承擔的負債。或然資產不予確認。

於收購日，已收購的可識別資產及須承擔的負債按其公平值予以確認，惟下列項目除外：

- 與僱員福利安排有關的遞延税項資產或負債以及資產或負債乃分別根據香港會計準則第12號「所得税」及香港會計準則第19號「僱員福利」確認及計量；
- 與被收購方的以股份支付安排或本集團已訂立以取代被收購方的以股份支付安排的以股份支付安排有關的負債或股本工具乃於收購日期根據香港財務報告準則第2號計量(見下文會計政策)；
- 根據香港財務報告準則第5號「持作出售的非流動資產及已終止經營業務」劃分為持作出售的資產(或出售組別)根據該準則計量；及
- 租賃負債按剩餘租賃付款(定義見香港財務報告準則第16號)的現值確認及計量，猶如所收購租賃於收購日期為新租賃，惟(a)租賃期於收購日期起12個月內結束；或(b)相關資產為低價值的租賃除外。使用權資產按相關租賃負債的相同金額確認及計量，並進行調整以反映與市場條款相比租賃的有利或不利條款。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Business combinations (Continued)

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net amount of the identifiable assets acquired and the liabilities assumed as at acquisition date. If, after reassessment, the net amount of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the relevant subsidiary's net assets in the event of liquidation are initially measured at the non-controlling interests' proportionate share of the recognized amounts of the acquiree's identifiable net assets or at fair value.

Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see the accounting policy above) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or group of cash-generating units) that is expected to benefit from the synergies of the combination, which represent the lowest level at which the goodwill is monitored for internal management purposes and not larger than an operating segment.

3. 編製基準及重大會計政策資料（續）

業務合併（續）

商譽按已轉讓代價、於被收購方的任何非控股權益金額及收購方之前於被收購方所持股權（如有）的公平值總和超出於收購日期已收購可識別資產及須承擔負債的淨額計量。倘（經重新評估過後）已收購可識別資產及須承擔負債的淨額超出已轉讓代價、於被收購方任何非控股權益的金額及收購方之前於被收購方所持股權（如有）的公平值總和，超出部分即時於損益中確認為議價購買收益。

屬現時所有權權益且賦予其持有人於清盤時按比例分佔相關附屬公司淨資產之非控股權益，初步按非控股權益應佔被收購方可識別淨資產已確認金額之比例份額或按公平值計量。

商譽

因收購一項業務產生的商譽乃按收購業務當日設立的成本（見上述會計政策）減累計減值虧損（如有）列賬。

就減值測試而言，商譽分配至預期受益於合併協同效應的本集團各現金產生單位（或現金產生單位組別），而該單位或單位組別指就內部管理目的監控商譽的最低水平且規模不大於經營分部。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Goodwill (Continued)

A cash-generating unit (or group of cash-generating units) to which goodwill has been allocated is tested for impairment annually or more frequently when there is indication that the unit may be impaired. For goodwill arising on an acquisition in a reporting period, the cash-generating unit (or group of cash-generating units) to which goodwill has been allocated is tested for impairment before the end of that reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit (or group of cash-generating units).

On disposal of the relevant cash-generating unit or any of the cash-generating unit within the group of cash-generating units, the attributable amount of goodwill is included in the determination of the amount of profit or loss on disposal. When the Group disposes of an operation within the cashgenerating unit (or a cash-generating unit within a group of cash-generating units), the amount of goodwill disposed of is measured on the basis of the relative values of the operation (or the cash-generating unit) disposed of and the portion of the cash-generating unit (or the group of cash-generating units) retained.

Revenue from contracts with customers

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

3. 編製基準及重大會計政策資料(續)

商譽(續)

獲分配商譽的現金產生單位(或現金產生單位組別)會每年進行減值測試,或於單位出現可能減值跡象時進行更頻密的測試。就於某報告期間因收購產生的商譽而言,獲分配商譽的現金產生單位(或現金產生單位組別)於該報告期末前進行減值測試。倘可收回金額少於其賬面值,則減值虧損會首先分配以降低任何商譽的賬面值,其後根據單位(或現金產生單位組別)內各項資產的賬面值按比例分配至其他資產。

出售相關現金產生單位或現金產生單位組別內的任何現金產生單位時,釐定出售損益金額時會計入商譽應佔金額。當本集團出售現金產生單位(或現金產生單位組別內的現金產生單位)內的業務時,所出售商譽金額按所出售業務(或現金產生單位)與所保留現金產生單位(或現金產生單位組別)部分的相對價值計量。

來自客戶合約的收益

本集團於(或當)履約責任獲履行(即某項履約責任下貨品或服務的「控制權」轉讓予客戶時)確認收益。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Revenue from contracts with customers (Continued)

A performance obligation represents a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the Group performs; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

Revenue from restaurant operation is recognised at a point in time when the catering services are provided to customers. Receipts in respect of services that have not been rendered are deferred and recognised as contract liabilities. Upon confirmation of cancellation received from customers and expiration of the date of deposits received for the relevant catering service, the corresponding deposit received is fully recognised as forfeiture of deposits received.

Revenue from sales of goods is recognised at a point in time when control of the goods has been transferred, being when the goods have been delivered to the customers.

3. 編製基準及重大會計政策資料(續)

來自客戶合約的收益(續)

履約責任指一項明確貨品或服務(或一批貨品或服務)或一系列大致相同的明確貨品或服務。

控制權隨時間轉移,而倘滿足下列其中一個標準,收益則於一段時間內參照相關履約責任圓滿完成的進展確認:

- 客戶隨著本集團履約的同時獲得及消費本集團履約所提供的利益;
- 本集團履約會創造或加強客戶隨著本集團履約而控制的資產;或
- 本集團履約不會創造可由本集團另作他用的資產,且本集團對迄今完成的履約付款擁有可強制執行的權利。

否則,收益於客戶取得明確貨品或服務控制權的時點確認。

合約負債指本集團因已自客戶收取代價(或到期收取的代價金額),而須向客戶轉讓貨品或服務的責任。

酒樓營運收益於向客戶提供餐飲服務時的時點確認。有關尚未提供服務的收費予以遞延及確認為合約負債。於確認客戶取消訂單後且相關餐飲服務的已收按金到期日屆滿後,相應已收按金全數確認為沒收已收按金。

銷售貨品的收益於貨品控制權轉移的時間點(即貨品已交付予客戶時)確認。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Principal versus agent

When another party is involved in providing goods or services to a customer, the Group determines whether the nature of its promise is a performance obligation to provide the specified goods or services itself (i.e. the Group is a principal) or to arrange for those goods or services to be provided by the other party (i.e. the Group is an agent).

The Group is a principal if it controls the specified good or service before that good or service is transferred to a customer.

The Group is an agent if its performance obligation is to arrange for the provision of the specified good or service by another party. In this case, the Group does not control the specified good or service provided by another party before that good or service is transferred to the customer. When the Group acts as an agent, it recognises revenue in the amount of any fee or commission to which it expects to be entitled in exchange for arranging for the specified goods or services to be provided by the other party.

Contingent liabilities

A contingent liability is a present obligation arising from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Where the Group is jointly and severally liable for an obligation, the part of the obligation that is expected to be met by other parties is treated as a contingent liability and it is not recognised in the consolidated financial statements.

The Group assesses continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the consolidated financial statements in the reporting period in which the change in probability occurs, except in the extremely rare circumstances where no reliable estimate can be made.

3. 編製基準及重大會計政策資料（續）

當事人與代理人

當另一方牽涉向客戶提供貨品或服務，本集團釐定其承諾的性質是否為提供指定貨品或服務本身的履約責任（即本集團為當事人）或安排由另一方提供該等貨品或服務（即本集團為代理人）。

倘本集團在向客戶轉讓貨品或服務之前控制指定貨品或服務，則本集團為當事人。

倘本集團之履約責任為安排另一方提供特定貨品或服務，本集團即為代理人。在此情況下，於另一方提供的特定貨品或服務轉讓予客戶前，本集團對有關貨品或服務並無控制權。當本集團以代理人身份行事時，會按為換取安排另一方提供特定貨品或服務而預期有權收取的任何費用或佣金金額確認收益。

或然負債

或然負債包括由於過去事項而產生的現時責任，但由於可能不需要流出具有經濟利益的資源以履行責任，或責任金額未能充分可靠地計量，故不予確認。

倘本集團共同及個別地承擔責任，則預期由其他方履行的責任部分會被視為或然負債，並不會於綜合財務報表中確認。

本集團持續評估以釐定具有經濟利益的資源流出是否可能。倘先前作為或然負債處理的項目可能需流出未來經濟利益，則於發生可能性變動的報告期間於綜合財務報表確認撥備，惟在極端罕見的情況下無法作出可靠估計則除外。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Such grants are presented under "other income".

Sponsorship income from utility companies

Sponsorship income from utility companies is recognised in other income when there is reasonable assurance that all attaching conditions are complied with the subsidies received. Where the subsidies relates to an asset, the fair value is credited to a deferred income included in trade and other payables and is released to profit or loss over the expected useful life of the relevant asset by equal annual instalment.

Taxation

Income tax expense represents the sum of current and deferred income tax expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from (loss)/profit before tax as reported in the consolidated statement of profit or loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

3. 編製基準及重大會計政策資料(續)

政府補貼

政府補貼不予確認入賬，直至有合理保證證明本集團將遵守其附帶條件及將收取補貼。

政府補貼乃就本集團確認的有關開支(預期補貼可予抵銷相關成本)期間按系統化基準於損益中確認。

與收入有關的政府補貼乃作為補償已產生開支或虧損而應收或旨在為本集團提供即時財務支援(而無未來相關成本)，於應收期間在損益內確認。該等補貼於「其他收入」下呈列。

自公共設施公司的贊助收入

自公共設施公司的贊助收入於合理保證遵守所有附帶條件及收取補貼時確認為其他收入。如補貼與一項資產相關，公平值計入貿易及其他應付款項中的遞延收入，並於相關資產的預期可使用年期內按等額分期年金撥往至損益。

稅項

所得稅開支指即期及遞延所得稅開支的總和。

即期應付稅項按年內應課稅溢利計算。應課稅溢利因不包括其他年度的應課稅或可扣稅收入或開支項目及不包括毋須課稅或不可扣稅項目而與綜合損益及其他全面收益表所報的除稅前(虧損)／溢利不同。本集團的即期稅項負債按各報告期末已頒佈或實質已頒佈的稅率計算。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Taxation (Continued)

Deferred tax is recognised on temporary difference between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of the assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3. 編製基準及重大會計政策資料(續)

稅項(續)

遞延稅項乃就綜合財務報表內資產及負債的賬面值與計算應課稅溢利所用相應稅基的暫時差額確認。遞延稅項負債一般就所有應課稅暫時差額確認。倘很可能有應課稅溢利用於抵扣該等可動用的可扣減暫時差額,則一般就所有可扣減暫時差額確認遞延稅項資產。倘暫時差額源自初步確認不影響應課稅溢利或會計溢利的交易的資產及負債,則有關遞延稅項資產及負債不予確認。此外,倘暫時差額乃由於初步確認商譽而引致,則不會確認為遞延稅項負債。

遞延稅項負債須就投資於附屬公司所產生之應課稅暫時差額予以確認,除本集團可控制暫時差額之撥回,而此暫時差額在可見將來可能不會撥回。與該等投資相關之可扣減暫時差額所產生之遞延稅項資產僅於可能有足夠應課稅溢利可以使用暫時差額之益處且預計於可見將來可以撥回時予以確認。

遞延稅項資產賬面值於各報告期末進行檢討並減至不再可能有足夠應課稅溢利用於收回全部或部分資產的程度。

遞延稅項資產及負債以報告期末前已頒佈或實質已頒佈的稅率(及稅法)按預期於結算負債或變現資產期間適用的稅率計量。

遞延稅項負債及資產計量反映本集團於報告期末按預期方式收回或結算其資產及負債的賬面值的稅務後果。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Taxation (Continued)

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies HKAS 12 requirements to the lease liabilities, and the related assets separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

3. 編製基準及重大會計政策資料(續)

稅項(續)

就計量本集團確認使用權資產及相關租賃負債的租賃交易的遞延稅項而言，本集團首先釐定稅項扣減是否歸因於使用權資產或租賃負債。

就稅項扣減可歸屬於租賃負債的租賃交易而言，本集團分別對租賃負債及相關資產適用香港會計準則第12號的規定。本集團確認與租賃負債相關的遞延稅項資產，惟須符合以下條件：可能將產生應課稅溢利，足以抵銷該可扣除暫時性差額；並就所有應課稅暫時性差額確認遞延稅項負債。

倘有可依法執行權利動用即期稅項資產以抵銷即期稅項負債，而遞延稅項與由同一稅務機構向同一應課稅實體徵收之所得稅相關，則遞延稅項資產及負債可以互相抵銷。

即期及遞延稅項於損益確認，惟其有關於其他全面收益或直接於權益確認的項目者除外，在該情況下，即期及遞延稅項亦會分別於其他全面收益或直接於權益確認。倘業務合併於初步會計時產生即期稅項或遞延稅項，則稅項影響計入業務合併的會計處理中。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leasing

Definition of a lease

The Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components, including contract for acquisition of ownership interests of a property which includes both leasehold land and non-lease building components, unless such allocation cannot be made reliably.

The Group applies practical expedient not to separate non-lease components from lease components, and instead accounts for the lease components and any associated non-lease components as a single lease component.

Short-term leases

The Group applies the short-term lease recognition exemption to leases of properties that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis or another systematic basis over the lease term.

3. 編製基準及重大會計政策資料（續）

租賃

租賃的定義

本集團根據香港財務報告準則第16號的定義於合約初始時評估該合約是否為租賃或包含租賃。除非合約的條款及條件其後出現變動，否則有關合約將不予重新評估。

本集團作為承租人

將代價分配至合約不同組成部分

就含有租賃部分以及一項或多項額外租賃或非租賃部分的合約而言，本集團根據租賃部分的相對獨立價格及非租賃部分的總獨立價格將合約代價分配至各租賃部分，包括收購一項物業（包括租賃土地及非租賃樓宇組成部分）的所有權權益的合約，除非無法可靠作出該分配。

本集團應用可行權宜方法不將非租賃組成部分與租賃組成部分分開，而將租賃組成部分及任何相關非租賃組成部分作為單一租賃組成部分入賬。

短期租賃

本集團將短期租賃確認豁免應用於物業的租賃，有關租賃的租期為自開始日期起十二個月或以下並且不包括購買選擇權。短期租賃的租賃付款在租期內按直線法及另一系統性基準確認為支出。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leasing (Continued)

The Group as lessee *(Continued)*

Right-of-use assets

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under HKFRS 9 Financial Instruments and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

3. 編製基準及重大會計政策資料（續）

租賃（續）

本集團作為承租人（續）

使用權資產

使用權資產的成本包括：

- 租賃負債的初步計量金額；
- 於開始日期或之前作出的任何租賃付款，減任何已收租賃優惠；
- 本集團產生的任何初始直接成本；及
- 本集團於拆解及搬遷相關資產、復原相關資產所在場地或復原相關資產至租賃的條款及條件所規定的狀況時產生的成本估計。

使用權資產按成本減任何累計折舊及減值虧損計量，並於任何租賃負債重新計量時作出調整。

使用權資產以直線法於其估計可使用年期及租期（以較短者為準）內計提折舊。

本集團在綜合財務狀況表中單獨呈列使用權資產。

可退回租金按金

已付的可退回租金按金乃根據香港財務報告準則第9號「金融工具」計算，並初步按公平值計量。初步確認公平值的調整被視為額外租賃付款，並計入使用權資產的成本內。

租賃負債

於租賃開始日期，本集團按該日未付的租賃款項現值確認及計量租賃負債。倘租賃隱含的利率難以釐定，則本集團會使用租賃開始日期的增量借款利率計算租賃付款的現值。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leasing (Continued)

The Group as lessee *(Continued)*

Lease liabilities (Continued)

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Group under residual value guarantees;
- the exercise price of a purchase option if the Group is reasonably certain to exercise the option; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising an option to terminate the lease.

Variable lease payments that do not depend on an index or a rate are not included in the measurement of lease liabilities and right-of-use assets, and are recognised as expense in the period in which the event or condition that triggers the payment occurs.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.
- the lease payments change due to changes in market rental rates following a market rent review, in which case the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.
- a lease contracts modified and the lease modification is not accounted for as a separate lease.

3. 編製基準及重大會計政策資料（續）

租賃（續）

本集團作為承租人 *（續）*

租賃負債（續）

租賃付款包括：

- 固定付款（包括實質性的固定付款）減任何應收租賃優惠；
- 視乎指數或比率而定的可變租賃付款，於開始日期使用指數或比率初始計量；
- 根據剩餘價值擔保預期本集團將支付的金額；
- 倘本集團合理確定行使購買權，購買權的行使價；及
- 於租期反映本集團會行使選擇權終止租賃時，終止租賃的相關罰款。

並非取決於指數或利率的可變租賃付款並不計入租賃負債及使用權資產的計量中，並在觸發該等款項的事件或條件發生的期間內確認為開支。

於開始日期後，租賃負債根據利息增長及租賃付款作出調整。

倘出現以下情況，本集團會重新計量租賃負債（並對相關使用權資產作出相應調整）：

- 租期有所變動或行使購買選擇權的評估產生變化，在此情況下，相關租賃負債透過使用重新評估日期的經修訂貼現率貼現經修訂租賃付款予以重新計量。
- 租賃付款因進行市場租金調查後市場租金率變動而出現變動，在此情況下，相關租賃負債透過使用初始貼現率貼現經修訂租賃付款予以重新計量。
- 經修訂的租賃合約，且租賃修訂並無作為單獨的租賃列賬。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leasing (Continued)

The Group as lessee *(Continued)*

Lease liabilities (Continued)

The Group presents lease liabilities as a separate line item on the consolidated statement of financial position.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets until such time as the assets are substantially ready for their intended use or sale.

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

3. 編製基準及重大會計政策資料(續)

租賃(續)

本集團作為承租人 *(續)*

租賃負債(續)

本集團在綜合財務狀況表中單獨呈列租賃負債。

租賃修改

倘出現以下情況，本集團會將租賃的修改列賬為個別租賃：

- 該項修改通過增加使用一項或多項相關資產的權利擴大了租賃範圍；及
- 租賃代價增加，增加的金額相當於範圍擴大對應的單獨價格，加上為反映特定合約的情況對單獨價格進行的任何適當調整。

就未作為一項單獨租賃入賬的租賃修改而言，本集團基於透過使用修改生效日期的經修訂貼現率貼現經修訂租賃付款的經修改租賃的租期，重新計量租賃負債。

本集團通過對相關使用權資產作出相應調整，對重新計量租賃負債進行會計處理。

借款成本

直接歸屬於收購、建造或生產合資格資產之借款成本，合資格資產即需要相當長時間方可達致其擬定用途或出售之資產，均計入該等資產之成本，直至該等資產大致上可作擬定用途或出售為止。

所有借款成本均於其產生期間於損益內確認。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Foreign currencies

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. HK$) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

Exchange differences, arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. HK$) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of other reserve (attributed to non-controlling interests as appropriate).

Employee benefits

Retirement benefits costs

Payment to Mandatory Provident Fund Scheme (the "**MPF Scheme**") is recognised as an expense when employees have rendered service entitling them to the contributions. The Group operates a MPF Scheme under the Hong Kong Mandatory Provident Fund Schemes Ordinance for those employees employed under the jurisdiction of the Hong Kong Employment Ordinance. The MPF Scheme is a defined contribution scheme, the assets of which are held in separate trustee-administered funds.

Under the MPF Scheme, the employer and its employees are each required to make contributions to the scheme at 5% of the employees' relevant income, with the employers' contributions subject to a cap of monthly relevant income of HK$30,000. The Group's contributions to the scheme are expensed as incurred and vested in accordance with the scheme's vesting scales. Where employees leave the scheme prior to the full vesting of the employer's contributions, the amount of forfeited contributions is used to reduce the contributions payable by the Group.

3. 編製基準及重大會計政策資料(續)

外幣

就呈列綜合財務報表而言，本集團業務之資產及負債乃按各報告期末之現行匯率換算為本集團之呈列貨幣(即港元)。收益及開支項目則按該期間之平均匯率換算，惟倘匯率於該期間內大幅波動，則採用交易日期之匯率。所產生之匯兌差額(如有)於其他全面收益中確認，並於權益項下之換算儲備累計(按適用情況歸屬於非控股權益)。

結算貨幣項目及重新換算貨幣項目所產生之匯兌差額，於其產生期間於損益中確認。

就呈列綜合財務報表而言，本集團業務的資產及負債均按各報告期末的現行匯率換算為本集團的呈列貨幣(即港元)。收入及支出項目乃按該期間之平均匯率進行換算，除非匯率於該期間內出現大幅波動則作別論，在此情況下，則採用於交易當日之匯率。所產生匯兌差額(如有)於其他全面收入內確認及於其他儲備項下權益中累計(歸屬於非控股權益(倘合適))。

僱員福利

退休福利成本

向強制性公積金計劃(「**強積金計劃**」)作出的供款於僱員提供使彼等有權享有有關供款的服務時確認為開支。本集團根據強制性公積金計劃條例為其根據《香港僱傭條例》司法權內的受聘僱員提供強積金計劃。強積金計劃為定額供款計劃，其資產乃以獨立受託管理基金持有。

根據強積金計劃，僱主及僱員各自須按僱員相關收入5%的比例作出供款，而僱主供款的每月相關收入上限為30,000港元。本集團對計劃的供款於根據計劃的歸屬比例作出及歸屬時支銷。倘僱員於僱主供款全面歸屬前撤出計劃，所沒收供款金額將用於減少本集團應付的供款。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Employee benefits (Continued)

Retirement benefits costs *(Continued)*

The retirement benefits scheme contributions arising from the MPF Scheme charged to profit or loss represent contributions paid or payable to the funds by the Group at rates specified in the rules of the schemes.

Short-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense unless another HKFRS requires or permits the inclusion of the benefit in the cost of an asset.

Long service payment

For LSP obligation, the Group accounts for the employer Mandatory Provident Fund ("**MPF**") contributions expected to be offset as a deemed employee contribution towards the LSP obligation in terms of HKAS 19.93(a) and it is measured on a net basis. The estimated amount of LSP obligation is determined after deducting the negative service cost arising from the accrued benefits (being projected and attributed to periods of service) derived from the Group's MPF contributions that have been vested with employees and would be used to offset the employee's LSP benefits, which are deemed to be contributions from the relevant employees.

Property, plant and equipment

Cash and cash equivalents presented on the consolidated statement of financial position include:

(a) cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash; and

(b) cash equivalents, which comprises of short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

3. 編製基準及重大會計政策資料（續）

僱員福利（續）

退休福利成本 *（續）*

強積金計劃所產生於損益扣除的退休福利計劃供款指本集團按計劃規則所指定比率已付或應付基金的供款。

短期僱員福利

短期僱員福利乃按預期將予支付的未貼現福利金額及當僱員提供服務時確認。所有短期僱員福利乃確認為開支，除非其他香港財務報告準則要求或允許福利計入資產成本。

長期服務金

就長期服務金責任而言，本集團根據香港會計準則第19.93(a)條，將預期可抵銷的僱主強制性公積金（「**強積金**」）供款作為對長期服務金責任的視作僱員供款列賬，並按淨額基準計量。長期服務金責任的估計金額乃扣除因本集團已歸屬予僱員的強積金供款所產生的應計權益（經預測及歸屬至服務期）所引致的負服務成本後釐定，該等權益將用於抵銷僱員的長期服務金權益，並視為相關僱員的供款。

物業、廠房及設備

綜合財務狀況表所呈列的現金及現金等價物包括：

(a) 現金，包括手頭現金及活期存款，惟不包括受監管限制致使不再符合現金定義的銀行結餘；及

(b) 現金等價物，包括短期（通常原始到期日為三個月或以下）、高度流動且可隨時轉換為已知金額現金的投資，且其價值變動風險不大。現金等價物乃為滿足短期現金承擔而持有，而非用於投資或其他用途。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Property, plant and equipment (Continued)

For the purposes of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts which are repayable on demand and form an integral part of the Group's cash management. Such overdrafts are presented as short-term borrowings in the consolidated statement of financial position.

Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and accumulated impairment losses, if any.

Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to allocate the cost of items of property, plant and equipment over their estimated useful lives, using the straight-line method. The estimated useful lives and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Impairment losses on property, plant and equipment and right-of-use assets

At the end of the reporting period, the Group reviews the carrying amounts of its property, plant and equipment and right-of-use assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any).

3. 編製基準及重大會計政策資料（續）

物業、廠房及設備（續）

就綜合現金流量表而言，現金及現金等價物包括上文界定的現金及現金等價物，扣除須按要求償還且構成本集團現金管理的組成部分的尚未償還銀行透支。有關透支於綜合財務狀況表中呈列為短期借款。

物業、廠房及設備於綜合財務狀況表內按成本減後續累計折舊及累計減值虧損（如有）列賬。

成本包括使資產達到能夠按照管理層擬定的方式開展經營所必要的位置及條件而直接產生的任何成本，且合資格資產的借款成本根據本集團的會計政策資本化。該等資產按與其他物業資產相同的基準，於該等資產可投入作擬定用途時開始計提折舊。

折舊乃使用直線法於估計可使用年期分配物業、廠房及設備項目的成本確認。估計可使用年期及折舊方法乃於各報告期末進行檢討，而任何估計變動的影響會按預期基準列賬。

物業、廠房及設備項目於出售後或當預期持續使用該資產不會再產生未來經濟利益時可予以終止確認。出售或棄置物業、廠房及設備項目產生的任何損益乃按銷售所得款項與資產的賬面值之間的差額釐定，並於損益內確認。

物業、廠房及設備以及使用權資產減值虧損

於報告期末，本集團會檢討物業、廠房及設備以及使用權資產賬面值，以釐定該等資產是否出現任何減值虧損跡象。倘存在任何有關跡象，則會估計相關資產的可收回金額，以釐定減值虧損（如有）程度。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Impairment losses on property, plant and equipment and right-of-use assets (Continued)

The recoverable amount of property, plant and equipment and right-of-use assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or the cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised as an expense immediately in profit or loss.

3. 編製基準及重大會計政策資料(續)

物業、廠房及設備以及使用權資產減值虧損(續)

個別估計物業、廠房及設備及使用權資產的可收回金額。倘無法估計個別資產之可收回金額，則本集團會估計該資產所屬現金產生單位之可收回金額。

於測試現金產生單位的減值時，倘可設立合理及一致的分配基準，則公司資產分配至相關現金產生單位，或分配至現金產生單位內可設立合理及一致分配基準的最小組別。可收回金額按公司資產所屬現金產生單位或現金產生單位組別釐定，並與相關現金產生單位或現金產生單位組別的賬面值相比較。

可收回金額為公平值減出售成本與使用價值間之較高者。於評估使用價值時，估計未來現金流量使用除稅前貼現率貼現至其現值，而有關貼現率反映當前市場對貨幣時間值之評估及該資產(其估計未來現金流量未予調整)特有之風險。

倘資產(或現金產生單位)之可收回金額估計低於其賬面值，則該資產(或現金產生單位)之賬面值將減至其可收回金額。就不可按合理及一致基準分配至現金產生單位之公司資產或公司資產部分而言，本集團比較現金產生單位組別之賬面值(包括分配至該組現金產生單位之公司資產或公司資產部分之賬面值)與現金產生單位組別之可收回金額。於分配減值虧損時，首先分配減值虧損，以減少任何商譽(如適用)之賬面值，繼而根據單位或該組現金產生單位中各項資產之賬面值按比例分配至其他資產。資產之賬面值不會減至低於其公平值減出售成本(倘可予計量)、其使用價值(倘可予釐定)及零之最高者。原應分配至資產之減值虧損金額乃按比例分配至現金產生單位或組別內之其他資產。減值虧損於損益中即時確認為開支。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Impairment losses on property, plant and equipment and right-of-use assets (Continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset (or the cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or the cash generating unit) in prior years. A reversal of an impairment loss is recognised as income immediately in profit or loss.

Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Inventories

Inventories are stated at the lower of cost and net realizable value. Costs of inventories are determined on a first-in, first-out method. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position include:

(a) cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash; and

(b) cash equivalents, which comprises of short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

3. 編製基準及重大會計政策資料(續)

物業、廠房及設備以及使用權資產減值虧損(續)

倘減值虧損其後撥回,則資產(或現金產生單位)之賬面值增至其經修訂之估計可收回金額,惟所增加之賬面值不得超過該資產(或現金產生單位)於過往年度並無確認減值虧損而釐定之賬面值。減值虧損撥回於損益中即時確認為收入。

單獨財務報表

附屬公司之投資乃以成本扣除減值入賬。成本包括投資之直接應佔成本。附屬公司業績乃由本公司按已收及應收股息入賬。

存貨

存貨按成本及可變現淨值的較低者列示。存貨成本使用先進先出法確定。可變現淨值代表存貨的估計銷售價格減去完成及出售所需的成本的所有估計成本。完成銷售所必需的成本包括可直接歸屬於銷售的增量成本及本集團進行銷售須產生的非增量成本。

現金及現金等價物

綜合財務狀況表所呈列的現金及現金等價物包括:

(a) 現金,包括手頭現金及活期存款,惟不包括受監管限制致使不再符合現金定義的銀行結餘;及

(b) 現金等價物,包括短期(通常原始到期日為三個月或以下)、高度流動且可隨時轉換為已知金額現金的投資,且其價值變動風險不大。現金等價物乃為滿足短期現金承擔而持有,而非用於投資或其他用途。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Cash and cash equivalents (Continued)

For the purposes of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts which are repayable on demand and form an integral part of the Group's cash management. Such overdrafts are presented as short-term borrowings in the consolidated statement of financial position.

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with HKFRS 15. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

3. 編製基準及重大會計政策資料 (續)

現金及現金等價物 (續)

就綜合現金流量表而言，現金及現金等價物包括上文界定的現金及現金等價物，扣除須按要求償還且構成本集團現金管理的組成部分的尚未償還銀行透支。有關透支於綜合財務狀況表中呈列為短期借款。

金融工具

金融資產及金融負債乃於集團實體成為工具合約條文的訂約方時確認。所有正常購買或銷售的金融資產，按交易日基準確認及終止確認。正常購買或銷售金融資產是指按照市場規定或慣例須在一段期限內進行資產交付的金融資產買賣。

金融資產及金融負債初步按公平值計量，惟與客戶訂立的合約產生的貿易應收款項除外，其初步根據香港財務報告準則第15號計量。因收購或發行金融資產及金融負債而直接應佔的交易成本於初步確認時視情況計入或自該等金融資產或金融負債之公平值中扣除。

實際利率法為計算金融資產或金融負債的攤銷成本及按有關期間攤分利息收入及利息開支的方法。實際利率為於金融資產或金融負債的預計年期或 (如適當) 較短期間內將估計未來現金收款及付款 (包括所有構成實際利率整體部分的已付或已收費用及利率差價、交易成本及其他溢價或折讓) 準確貼現至初始確認的賬面值淨額的利率。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

Impairment of financial assets subject to impairment assessment under HKFRS 9

The Group performs impairment assessment under expected credit loss ("**ECL**") model on financial assets (including trade receivables, deposits, other receivables, deposit placed for a life insurance policy and cash and cash equivalents), which are subject to impairment under HKFRS 9. The amount of ECL is updated at the end of each reporting period to reflect changes in credit risk since initial recognition.

3. 編製基準及重大會計政策資料(續)

金融工具(續)

金融資產

金融資產的分類及其後計量

符合下列條件的金融資產其後按攤銷成本計量：

- 金融資產乃以旨在收取合約現金流量的業務模式持有；及
- 合約條款於指定日期產生的現金流量純粹為支付未償還本金及利息。

攤銷成本及利息收入

其後按攤銷成本計量的金融資產的利息收入使用實際利率法確認。利息收入按金融資產的總賬面值使用實際利率計算，惟後續發生信貸減值的金融資產除外。對於後續發生信貸減值的金融資產，利息收入則於下個報告期間按金融資產的攤銷成本使用實際利率確認。倘發生信貸減值的金融工具的信貸風險改善，以致該金融資產不再存在信貸減值，則利息收入按對金融資產於有關資產獲確定不再出現信貸減值後之報告期開始起之總賬面值應用實際利率予以確認。

根據香港財務報告準則第9號須進行減值評估的金融資產減值

本集團根據預期信貸虧損(「**預期信貸虧損**」)模式對根據香港財務報告準則第9號須予減值的金融資產(包括貿易應收款項、按金、其他應收款項、投購人壽保單保費以及現金及現金等價物)進行減值評估。預期信貸虧損金額於各報告期末更新，以反映信貸風險自初步確認以來的變動。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

***Financial assets** (Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Continued)

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("**12m ECL**") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the end of the reporting period. Assessment are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting period as well as the forecast of future conditions.

The Group always recognise lifetime ECL for trade receivables without significant financing component. The ECL on these assets are assessed individually for credit card trade receivables and collectively for corporate customers using a provision matrix with past due status grouping.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument at the end of the reporting period with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

3. 編製基準及重大會計政策資料 (續)

金融工具 (續)

***金融資產** (續)*

根據香港財務報告準則第9號須進行減值評估的金融資產減值 (續)

全期預期信貸虧損指將於有關工具的預期可使用年期內因所有可能違約事件而產生的預期信貸虧損。相反，12個月預期信貸虧損(「**12個月預期信貸虧損**」)指預期因報告期末後12個月內可能發生的違約事件而產生的全期預期信貸虧損其中部分。評估乃根據本集團過往信貸虧損經驗作出，並就應收款項、整體經濟狀況及對於報告期間的當前狀況及未來狀況預測的評估適用的因素作出調整。

本集團一直就並無重大融資成分的貿易應收款項確認全期預期信貸虧損。該等資產的預期信貸虧損乃就信用卡貿易應收款項進行個別評估及就公司客戶使用撥備矩陣按逾期狀況分組進行集體評估。

對於所有其他工具，本集團計量的虧損撥備相等於12個月預期信貸虧損，除非自初步確認以來信貸風險顯著增加，本集團則確認全期預期信貸虧損。是否應確認全期預期信貸虧損的評估乃基於自初步確認以來發生違約的可能性或風險的顯著增加。

信貸風險顯著增加

於評估自初步確認以來信貸風險是否顯著增加時，本集團將於報告期末金融工具發生的違約風險與初步確認日起金融工具發生的違約風險進行比較。在進行該評估時，本集團會考慮合理且可支持的定量及定性資料，包括無需付出不必要的成本或努力即可獲得的歷史經驗及前瞻性資料。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Continued)

Significant increase in credit risk (Continued)

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor; or
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

3. 編製基準及重大會計政策資料 (續)

金融工具 (續)

金融資產 *(續)*

根據香港財務報告準則第9號須進行減值評估的金融資產減值 (續)

信貸風險顯著增加 (續)

特別是，在評估信貸風險是否顯著增加時，會考慮以下資料：

- 金融工具的外部 (如有) 或內部信用評級的實際或預期顯著惡化；
- 外部市場信貸風險指標的顯著惡化，如信貸利差、債務人的信用違約掉期價格大幅增加；
- 預計會導致債務人償還債務能力大幅下降的業務、財務或經濟狀況的現有或預測不利變化；
- 債務人經營業績的實際或預期顯著惡化；或
- 導致債務人償還債務能力大幅下降的債務人監管、經濟或技術環境的實際或預期重大不利變化。

不論上述評估的結果如何，本集團認為，當合約付款逾期超過30天，則自初步確認以來信貸風險已顯著增加，除非本集團有合理且可支持的資料證明。

本集團定期監控用於識別信貸風險是否大幅增加的標準的有效性，並適當對其作出修訂，以確保該標準能在款項逾期前識別信貸風險的大幅增加。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Continued)

Definition of default

The Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events of default that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

3. 編製基準及重大會計政策資料 (續)

金融工具 (續)

金融資產 *(續)*

根據香港財務報告準則第9號須進行減值評估的金融資產減值 (續)

違約的定義

本集團認為，倘金融資產逾期超過90天則發生違約，除非本集團有合理且可支持的資料證明更滯後的違約標準屬更合適。

發生信貸減值的金融資產

當發生一項或多項違約事件，對金融資產的估計未來現金流量具有負面影響時，即金融資產已信貸減值。金融資產已信貸減值的證據包括以下可觀察事件：

- 發行人或借款人遇到重大財務困難；
- 違反合約，例如違約或逾期事件；
- 債權人出於與借款人財務困難有關的經濟或合約考慮，給予借款人在任何其他情況下都不會做出的讓步；
- 借款人很可能破產或進行其他財務重組；或
- 該金融資產的活躍市場因財務困難而消失。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Continued)

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over 2 years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights.

Generally, the ECL is estimated the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Lifetime ECL for certain trade receivables are considered on a collective basis taking into consideration past due information and relevant credit information such as forward looking macroeconomic information.

3. 編製基準及重大會計政策資料(續)

金融工具(續)

金融資產 *(續)*

根據香港財務報告準則第9號須進行減值評估的金融資產減值(續)

撇銷政策

當有資料顯示交易對手方有嚴重財務困難且並無實際可收回預期,例如,當交易對手方被清算或已進入破產程序時或就貿易應收款項而言,如款項逾期超過兩年(以較早發生者為準),本集團撇銷該金融資產。根據本集團收回程序並考慮法律建議(如適用),金融資產撇銷可能仍受到執法活動的約束。撇銷構成終止確認事項。任何後續收回均於損益中確認。

預期信貸虧損的計量及確認

預期信貸虧損的計量為違約概率、違約虧損(即違約時虧損大小)及違約時風險敞口的函數。違約概率及違約虧損乃基於歷史數據及前瞻性資料作評估。預期信貸虧損的估計反映無偏頗及概率加權的數額,其乃根據發生相關違約風險的加權數值而釐定。

一般而言,預期信貸虧損為根據合約應付本集團的所有合約現金流量與本集團預期收取的現金流量之間的差額(按初步確認時釐定的實際利率貼現)。

經計及逾期資料及相關信貸資料(如前瞻性宏觀經濟資料),按集體基準考慮若干貿易應收款項的全期預期信貸虧損。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Continued)

Measurement and recognition of ECL (Continued)

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables where the corresponding adjustment is recognised through a loss allowance account.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

3. 編製基準及重大會計政策資料(續)

金融工具(續)

金融資產 *(續)*

根據香港財務報告準則第9號須進行減值評估的金融資產減值(續)

預期信貸虧損的計量及確認(續)

就集體評估而言,本集團劃分分類時考慮以下特徵:

- 逾期狀況;
- 債務人的性質、規模及行業;及
- 外部信貸評級(倘有)。

歸類工作經管理層定期檢討,以確保各組別成份繼續分擔類似信貸風險特性。

利息收入按金融資產的賬面總值計算,除非該金融資產信貸減值,於該情況下,利息收入按金融資產的攤銷成本計算。

本集團透過調整所有金融工具的賬面值,於損益內確認其減值收益或虧損,惟貿易應收款項除外,其相應調整透過虧損撥備賬確認。

終止確認金融資產

本集團僅在自資產收取現金流量的合約權利屆滿時終止確認金融資產。

於終止確認一項按攤銷成本計量的金融資產時,資產的賬面值與已收及應收代價之和之間的差額於損益中確認。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities at amortised cost

Financial liabilities (including trade and other payables, lease liabilities and bank borrowings) are subsequently measured at amortised cost, using the effective interest method.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3. 編製基準及重大會計政策資料（續）

金融工具（續）

金融負債及股本工具

分類為債務或權益

由集團實體發行的債務及股本工具按合約安排實質及金融負債及股本工具的定義分類為金融負債或股權。

股本工具

股本工具為證明一間實體資產具有剩餘權益（經扣除其所有負債後）的任何合約。本公司發行的股本工具按已收所得款項減直接發行成本確認。

金融負債

所有金融負債其後以實際利率法按攤銷成本計算。

按攤銷成本計值的金融負債

金融負債（包括貿易及其他應付款項、租賃負債及銀行借款）其後以實際利率法按攤銷成本計算。

終止確認金融負債

僅在本集團的義務被解除、取消或到期時，本集團終止確認金融負債。終止確認的金融負債的賬面值與已付及應付代價之間的差額於損益內確認。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value is material).

Provisions for the costs to restore leased assets to their original condition, as required by the terms and conditions of the lease, are recognised at the date of inception of the lease at the directors' best estimate of the expenditure that would be required to restore the assets, Estimates are regularly reviewed and adjusted as appropriate for new circumstances.

Deposit placed for a life insurance policy

Deposit placed for a life insurance policy is stated in the consolidated statement of financial position at cost adjusted for interest income and service charges, less impairment losses, if any.

Segment reporting

Operating segments, and the amounts of each segment item reported in the consolidated financial statements, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

3. 編製基準及重大會計政策資料（續）

撥備

倘本集團因過往事件而須承擔當前責任（法定或推定），而本集團很可能須抵償該責任並可對金額作出可靠估計時，則確認撥備。

撥備乃經考慮責任所附帶的風險及不確定因素後，按報告期末為抵償該當前責任而須承擔代價的最佳估計計量。倘使用抵償該當前責任的估計現金流量計量撥備，則其賬面值為該等現金流量的現值（倘時間值的影響重大）。

根據租賃條款及條件的規定，將租賃資產恢復至其原始狀態的成本撥備於租賃開始日期按董事對恢復資產所需開支的最佳估計確認，並定期檢討估計及就新情況作出適當調整。

投購人壽保單保費

投購人壽保單保費於綜合財務狀況表內按經利息收入及服務費調整的成本減減值虧損（如有）列賬。

分部報告

營運分部及各分部項目於綜合財務報表所呈報的金額與定期向本集團主要高級執行管理層提供以向本集團的各業務範圍及地理分佈分配資源以及評估其表現的財務資料一致。

個別重大營運分部不會因財務報告而進行聚合，惟各分部具有類似的經濟特徵，以及產品與服務的性質、生產過程的性質、客戶類型或級別、分銷產品或提供服務所用的方法及監管環境的性質雷同的情況除外。不屬重大的個別營運分部倘符合絕大部分此等標準則可能進行聚合。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Related parties

A party is considered to be related to the Group if:

(a) A person, or a close member of that person's family, is related to the Group if that person:

(i) has control or joint control over the Group;

(ii) has significant influence over the Group; or

(iii) is a member of the key management personnel of the Group or the Group's parent.

(b) An entity is related to the Group if any of the following conditions applies:

(i) the entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);

(iii) both entities are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or

(viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the Group's parent.

3. 編製基準及重大會計政策資料(續)

關聯方

符合以下條件的人士被視為與本集團有關聯：

(a) 符合以下條件的人士為與本集團有關聯的人士或近親：

(i) 對本集團有控制權或共同控制權；

(ii) 對本集團有重大影響；或

(iii) 為本集團或本集團母公司的主要管理層成員。

(b) 符合以下任何條件的實體與本集團有關聯：

(i) 該實體及本集團為同一集團的成員公司(即各母公司、附屬公司及同系附屬公司彼此間有關聯)；

(ii) 該實體為另一實體(或為另一實體所屬集團成員公司的聯營公司或合營企業)的聯營公司或合營企業；

(iii) 兩個實體均為同一第三方的合營企業；

(iv) 一個實體為某第三方實體的合營企業，而另一實體為該第三方實體的聯營公司；

(v) 該實體屬本集團或與本集團有關連的實體為僱員利益設立的離職後福利計劃；

(vi) 該實體由一名於(a)指明的人士控制或共同控制；

(vii) 於(a)(i)指明的人士對該實體有重大影響或為該實體(或該實體的母公司)的主要管理層成員；或

(viii) 該實體或者任何集團的組成部分成員，向本集團或本集團的母公司提供主要管理人員服務。

3. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Related parties (Continued)

A related party transaction is a transfer of resources, services or obligation between the Group and a related party, regardless of whether a price is charged.

Close family members of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES

In the application of the Group's accounting policies, which are described in Note 3, the Directors are required to make judgement, estimates and assumptions about the amounts of assets and liabilities, revenue and expenses reported and disclosures made in the consolidated financial statements. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainties

The followings are the key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period and have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Impairment of property, plant and equipment and right-of-use assets

The Group's management assesses impairment whenever events or changes in circumstances indicate that the carrying amount of an item of property, plant and equipment and right-of-use assets may not be recoverable. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to disposal and its value-in-use.

3. 編製基準及重大會計政策資料（續）

關聯方（續）

關聯方交易指本集團與關聯方之間進行的資源、服務或責任轉讓，而不論是否收取費用。

個別人士的近親是指預期可影響該個別人士處理實體事務的親屬或預期受該個別人士影響的親屬。

4. 關鍵會計判斷及估計不確定因素的主要來源

應用附註3所述本集團會計政策時，董事須對綜合財務報表內呈報及披露的資產及負債、收益及開支金額作出判斷、估計及假設。該等估計及相關假設乃根據過往經驗及被認為相關的其他因素作出。實際結果或會與該等估計有所不同。

該等估計及相關假設會持續檢討。因該等會計估計需作出的修訂將在該等估計的修訂期間（若該等修訂僅影響該期間）或修訂期間及未來期間（若該等修訂影響現時及未來期間）予以確認。

估計不確定因素的主要來源

以下為有關未來的主要假設及於各報告期末估計不確定因素的其他主要來源，而該等來源對下個財政年度資產及負債賬面值有引致重大調整的重大風險。

物業、廠房及設備以及使用權資產減值

在出現任何顯示可能無法收回物業、廠房及設備以及使用權資產項目的賬面值的事件或情況出現變化時，本集團管理層會評估減值。資產或現金產生單位的可收回金額為其公平值減出售成本與其使用價值中的較高者。

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES

Impairment of property, plant and equipment and right-of-use assets (Continued)

The calculations require the use of judgements and estimations, particularly in assessing: (i) whether an event has occurred that may indicate that the cash-generating units ("**CGU**")/assets may not be recoverable; (ii) whether the carrying amount of the CGU/asset can be supported by the recoverable amount; and (iii) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management in assessing impairment of property, plant and equipment and right-of-use assets, including the estimated revenue growth rate, operating costs and discount rate adopted in the cash flow projections, could materially affect the recoverable amount and amount of impairment loss and as a result affect the Group's financial position and results of its operations.

As at 31 March 2026, the carrying amounts of property, plant and equipment and right-of-use assets are approximately HK$16,097,000 (2025: HK$2,844,000) and HK$28,667,000 (2025: HK$9,168,000) respectively, after taking into account the impairment loss that have been recognised respectively. Details of the impairment are disclosed in notes 16 and 17 respectively.

5. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remained unchanged during both years.

The capital structure of the Group consists of net debts, which includes bank borrowings, net of bank balances and cash, and equity attributable to owners of the Group, comprising issued share capital and reserves.

The Directors review the capital structure periodically. As part of this review, the Directors consider the cost of capital and the risks associated with each class of capital. Based on the recommendation of the Directors, the Group will balance its overall capital structure through the issue of new shares, raising of new debt or the redemption of existing debt.

4. 關鍵會計判斷及估計不確定因素的主要來源 (續)

物業、廠房及設備以及使用權資產減值 (續)

計算須使用判斷及估計，尤其是評估：(i)是否已發生可能顯示現金產生單位(「**現金產生單位**」)／資產可能不可收回的事件；(ii)現金產生單位／資產的賬面值是否獲可收回金額支持；及(iii)於編製現金流量預測中應用的適當主要假設，包括該等現金流量預測是否使用適當貼現率貼現。倘改變管理層所選用以評估物業、廠房及設備以及使用權資產減值的假設(包括現金流量預測中採納的估計收益增長率、經營成本及貼現率)，可能會對可收回金額及減值虧損金額造成重大影響，從而影響本集團的財務狀況及經營業績。

於2026年3月31日，物業、廠房及設備以及使用權資產的賬面值分別約為16,097,000港元(2025年：2,844,000港元)及28,667,000港元(2025年：9,168,000港元)(經計及已確認之減值虧損)。有關減值的詳情分別披露於附註16及17。

5. 資本風險管理

本集團管理旗下資本以確保本集團的實體能夠持續經營，並透過優化債務及權益結餘為股東帶來最大回報。本集團之整體策略於兩個年度維持不變。

本集團的資本架構包括淨債項，包括銀行借款(扣除銀行結餘及現金及本集團擁有人應佔權益，包括已發行股本及儲備)。

董事定期審閱資本架構。作為審閱的一部分，董事考慮資本成本及各類別資本涉及的風險。本集團將根據董事的推薦意見，透過發行新股份、籌集新債務或贖回現有債務，平衡整體資本架構。

6. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Financial assets	**金融資產**		
At amortised cost	*按攤銷成本*		
– Trade receivables	一貿易應收款項	**4,027**	1,251
– Deposits and other receivables	一按金及其他應收款項	**28,324**	24,668
– Deposit placed for a life insurance policy	一投購一份壽險保單保費	**–**	16,651
– Bank balances and cash	一銀行結餘及現金	**17,369**	22,744
		49,720	65,314
Financial liabilities	**金融負債**		
At amortised cost	*按攤銷成本*		
– Trade payables	一貿易應付款項	**2,980**	3,454
– Accrued liabilities and other payables	一應計負債及其他應付款項	**46,328**	39,967
Lease liabilities	租賃負債	**29,372**	11,971
		78,680	55,392

(b) Financial risk management objective and policies

The Group's major financial instruments include rental deposits, deposit paid for a life insurance policy, trade and other receivables, bank balances and cash, trade and other payables and lease liabilities. Details of the financial instruments are disclosed in the respective notes. The risks associated with these financial instruments include market risk (currency risk and interest rate risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

6. 金融工具

(a) 金融工具類別

(b) 財務風險管理目標及政策

本集團主要金融工具包括租金按金、投購人壽保單保費、貿易及其他應收款項、銀行結餘及現金、貿易及其他應付款項及租賃負債。該等金融工具詳情已於相關附註披露。與該等金融工具相關的風險包括市場風險（貨幣風險及利率風險）、信貸風險及流動資金風險。如何降低該等風險的政策載列於下文。管理層管理及監察該等風險，以確保及時有效地執行適當措施。

6. FINANCIAL INSTRUMENTS (Continued)

(b) Financial risk management objective and policies (Continued)

Market risk

(i) *Currency risk*

The Group has foreign currency transactions settled in United States dollar ("**USD**") and Renminbi ("**RMB**"), which expose the Group to foreign currency risk.

Since HK$ is pegged to USD, the historical exchange rate fluctuation on USD is insignificant. Thus there is no significant exposure expected on USD transactions and balances. Hence, the Group does not have any material foreign exchange exposure.

The Group monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise. At 31 March 2026 and 2025, the Group assess the exposure to foreign currency risk is insignificant to the Group. Accordingly, no sensitivity is presented.

(ii) *Interest rate risk*

The Group is exposed to cash flow and fair value interest rate risk due to the fluctuation of the prevailing market interest rate on bank balances and lease liabilities. The Group manages its interest rate exposures by assessing the potential impact arising from any interest rate movements based on interest rate level and outlook.

The Group's exposure to cash flow interest rate risk in relation to bank balances is minimal as these balances have a short maturity period.

6. 金融工具（續）

(b) 財務風險管理目標及政策（續）

市場風險

(i) *貨幣風險*

本集團進行以美元（「**美元**」）及人民幣（「**人民幣**」）結算的外幣交易，使本集團面臨外幣風險。

由於港元與美元掛鈎，美元的過往匯率波動並不重大。因此，預期不會面臨重大美元交易及結餘的風險。因此，本集團並無面臨任何重大外匯風險。

本集團監察外匯風險，並將於有需要時考慮對沖重大外幣風險。於2026年及2025年3月31日，本集團評估外幣風險對本集團而言並不重大。因此，並無呈列敏感度。

(ii) *利率風險*

由於銀行結餘及租賃負債的現行市場利率波動，本集團面臨現金流量及公平值利率風險。本集團透過根據利率水平及前景評估任何利率變動產生的潛在影響來管理其利率風險。

本集團面臨有關銀行結餘的現金流量利率風險極微，乃由於該等結餘的到期日短。

6. FINANCIAL INSTRUMENTS (Continued)

(b) Financial risk management objective and policies (Continued)

***Market risk** (Continued)*

Credit risk

The Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties is arising from the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position.

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting period with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

Trade receivables mainly represent receivables from financial institutions in relation to the payment settled by credit cards of which the settlement is normally within 3 days from transaction date. The financial institutions are primarily reputable and creditworthy financial institutions and have strong financial position. The management considers the credit risk is low.

In determining the ECL for trade and other receivables, the management of the Group has taken into account the historical default experience and forward-looking information and concluded that credit risk inherent in the Group's outstanding trade and other receivables are insignificant. The management of the Group has assessed that trade and other receivables have not had a significant increase in credit risk since initial recognition and probability of default is low.

For the deposit paid for a life insurance policy, the credit risks were limited because the counterparty was financial institution and there was no history of defaults. ECL is expected to be insignificant.

6. 金融工具（續）

(b) 財務風險管理目標及政策（續）

***市場風險**（續）*

信貸風險

就本集團因對手方未能履行責任而招致的財務損失而言，本集團承擔的最大信貸風險來自綜合財務狀況表所載的相應已確認金融資產的賬面值。

於評估信貸風險自初步確認以來是否已顯著增加時，本集團會比較金融工具於報告期間出現違約之風險與該金融工具於初步確認日期出現違約之風險。作此評估時，本集團會考慮合理及有理據的定量及定性資料，包括過往經驗及毋須花費過多成本或精力即可獲得的前瞻性資料。

貿易應收款項主要指來自金融機構有關信用卡結算付款（其結算期一般為自交易日期起3日內）的應收款項。金融機構主要為信譽良好、可靠且財務狀況良好的金融機構。管理層認為信貸風險較低。

於釐定貿易及其他應收款項的預期信貸虧損時，本集團的管理層已考慮到過往違約經驗及前瞻性資料及斷定本集團的未償付貿易及其他應收款項的固有信貸風險並不大。本集團的管理層已評估自初步確認以來貿易及其他應收款項的信貸風險並無顯著增加及違約的可能性低。

就人壽保單保費已付按金而言，由於交易對手為金融機構且並無拖欠記錄，故信貸風險有限。預期信貸虧損將微不足道。

6. FINANCIAL INSTRUMENTS (Continued)

(b) Financial risk management objective and policies (Continued)

Credit risk *(Continued)*

The Group applies the simplified approach to assess the expected credit losses prescribed by HKFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. Based on historical experience, majority of the trade receivables were settled within credit term, hence the expected loss rate of current trade receivables are assessed to be close to zero. The loss allowance provision for these balances was not material as at 31 March 2026 and 2025.

The credit rating of other receivables was performing. The Group has considered that these receivables are low credit risk. Thus, no loss allowance provision under the 12 months expected losses method was recognised during the years ended 31 March 2026 and 2025.

The management of the Group considers bank balances are deposited with financial institutions with high credit rating to be low credit risk financial assets. The Directors consider that the probability of default is negligible on the basis of high credit-rating issuers and thus no loss allowance was recognised.

Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from banks to meet their liquidity requirements in the short and longer term. Management believes that there is no significant liquidity risk as the Group is able to generate net cash inflow from operating activities and to satisfy its future working capital and other financing requirements from its operation cash flows and available bank financing.

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

6. 金融工具(續)

(b) 財務風險管理目標及政策(續)

信貸風險(續)

本集團採用簡化法評估香港財務報告準則第9號規定的預期信貸虧損，該準則准許就所有貿易應收款項使用全期預期虧損撥備。基於過往經驗，大部分貿易應收款項於信貸期內結清，故目前貿易應收款項的預期虧損率評估為近乎零。於2026年及2025年3月31日，該等結餘的虧損撥備並不重大。

其他應收款項的信貸評級為良好。本集團認為該等應收款項的信貸風險低。因此，於截至2026年及2025年3月31日止年度根據12個月預期虧損法，並無確認虧損撥備。

本集團的管理層認為於有高信貸評級的金融機構存放的銀行結餘為低信貸風險的金融資產。董事認為違約概率按高信貸評級發行人的基準屬微不足道，因此並無確認虧損撥備。

流動資金風險

本集團的政策是定期監察當前及預期的流動資金需求，確保維持足夠現金儲備及自銀行獲得足夠承諾融資額度，以滿足短期及長期的流動資金需求。管理層相信，由於本集團能夠自經營活動產生現金流入淨額及以其營運現金流量及可取得銀行融資滿足其未來營運資金及其他融資需求，故並無重大流動資金風險。

為管理流動資金風險，本集團監控及維持管理層視為足夠的現金及現金等價物水平，為本集團的營運撥付資金，減低現金流量波動的影響。

6. FINANCIAL INSTRUMENTS (Continued)

(b) Financial risk management objective and policies (Continued)

Liquidity risk *(Continued)*

The following table details the remaining contractual maturities at the end of the reporting period of the Group's financial liabilities and leased liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on current rates at the end of the reporting period) and the earliest date the Group can be required to pay. Specifically, bank borrowings with a repayment on demand clause are included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for other non-derivative financial liabilities are based on the agreed repayment dates:

6. 金融工具（續）

(b) 財務風險管理目標及政策（續）

流動資金風險（續）

下表詳述本集團於報告期末的金融負債及租賃負債之餘下合約到期日，乃基於合約未貼現現金流量（包括使用合約利率或（若為浮息）於報告期末之現行利率計算之利息支出）及本集團須付款之最早日期。具體而言，附帶按要求償還條款的銀行借款乃列入最早的時間區間，而不考慮銀行選擇行使其權利的可能性。其他非衍生金融負債的到期日乃以協定的還款日期為基準：

		Repayable on demand or within 1 year 按要求或於1年內償還 HK$'000 千港元	More than 1 year but less than 2 years 超過1年但少於2年 HK$'000 千港元	More than 2 years but less than 5 years 超過2年但少於5年 HK$'000 千港元	Total undiscounted cash flows 總未貼現現金流量 HK$'000 千港元	Carrying amount 賬面值 HK$'000 千港元
At 31 March 2026	**於2026年3月31日**					
Trade payables	貿易應付款項	**2,980**	**–**	**–**	**2,980**	**2,980**
Accrued liabilities and other payables	應計負債及其他應付款項	**46,328**	**–**	**–**	**46,328**	**46,328**
Lease liabilities	租賃負債	**17,001**	**12,728**	**635**	**30,364**	**29,372**
		66,309	**12,728**	**635**	**79,672**	**78,680**

		Repayable on demand or within 1 year 按要求或於1年內償還 HK$'000 千港元	More than 1 year but less than 2 years 超過1年但少於2年 HK$'000 千港元	More than 2 years but less than 5 years 超過2年但少於5年 HK$'000 千港元	Total undiscounted cash flows 總未貼現現金流量 HK$'000 千港元	Carrying amount 賬面值 HK$'000 千港元
At 31 March 2025	**於2025年3月31日**					
Trade payables	貿易應付款項	3,454	–	–	3,454	3,454
Accrued liabilities and other payables	應計負債及其他應付款項	39,967	–	–	39,967	39,967
Lease liabilities	租賃負債	7,253	4,998	–	12,251	11,971
		50,674	4,998	–	55,672	55,392

6. FINANCIAL INSTRUMENTS (Continued)

(c) Fair value

The Directors consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost at the end of each reporting period approximate to their corresponding fair values.

7. SEGMENT INFORMATION

The Group's revenue represents amounts received and receivable from the provision of catering services and sales of goods, net of discount. Information reported to the executive directors of the Company, being the chief operating decision maker, for the purpose of resources allocation and assessment of performance focuses on the operating results of the Group as a whole as the Group's resources are integrated and no discrete operating segment financial information is available. Accordingly, no operating segment information is presented.

All of the Group's operations are located in Hong Kong and Macau. The Group's revenue from external customers and all of its non-current assets are located in Hong Kong and Macau based on geographical location of assets.

No revenue from individual external customer contributed over 10% of total revenue of the Group for both years.

6. 金融工具(續)

(c) 公平值

董事認為,於各報告期末按攤銷成本入賬的金融資產及金融負債的賬面值與其相應公平值相若。

7. 分部資料

本集團的收益指提供餐飲服務及銷售貨品而已收及應收的金額(扣除折扣)。就資源分配及表現評估向本公司執行董事(即主要經營決策者)報告的資料集中於本集團的整體經營業績,乃由於本集團的資源已經整合及並無個別經營分部財務資料。因此,並無呈列經營分部資料。

本集團所有業務均位於香港及澳門。本集團來自外部客戶的收益及其所有非流動資產就資產的地理位置而言乃位於香港及澳門。

兩個年度概無來自個別外來客戶的收益佔本集團總收益10%以上。

8. REVENUE AND OTHER INCOME 8. 收益及其他收入

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Revenue	**收益**		
Chinese restaurant operations (Note a)	中式酒樓營運（附註a）	**322,873**	226,631
Sales of food (Note a)	食品銷售（附註a）	**783**	1,001
		323,656	227,632
Other income	**其他收入**		
Government grants (Note b)	政府補貼（附註b）	**–**	90
Management fee income	管理費收入	**220**	–
Forfeiture of deposits received (Note a)	沒收已收按金（附註a）	**1,211**	537
Sponsorship income from utility companies	自公共設施公司的贊助收入	**13**	991
Exchange gain	匯兌收益	**–**	1
Advertising income	廣告收入	**100**	140
Sundry income	雜項收入	**2,265**	775
Imputed interest income on rental deposits	租金按金的名義利息收入	**10**	445
Interest income from deposit placed for a life insurance policy	投購人壽保單保費的利息收入	**–**	546
Bank interest income	銀行利息收入	**3**	842
		3,822	4,367

Notes:

(a) Revenue derived from Chinese restaurant operations, sales of food and forfeiture of deposits received are from contract with customers and recognised at a point in time.

(b) During the year ended 31 March 2025, the Group recognised the subsidies of approximately HK$90,000 (2026: HK$nil) related to SME Export Marketing Fund provided by the Government of the Hong Kong Special Administrative Region under the Anti-Epidemic Fund.

附註：

(a) 從中式酒樓營運、食品銷售及沒收已收按金產生的收益乃源自於客戶的合約並於某個時點確認。

(b) 截至2025年3月31日止年度，本集團確認與由香港特別行政區政府在抗疫基金下提供的中小企業出口市場推廣基金的相關補貼約90,000港元（2026年：零港元）。

8. REVENUE AND OTHER INCOME (Continued) 8. 收益及其他收入（續）

Transaction price allocated to the remaining performance obligation for contracts with customers

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2026 and 2025 and expected timing of recognising revenue are as follows:

分配至客戶合約剩餘履約義務的交易價格

於2026年及2025年3月31日，分配至剩餘履約義務（未履行或部分未履行）的交易價格及預計收入確認時間如下：

		Chinese restaurant operations 中式酒樓營運	
		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Within one year	一年內	**18,768**	54,788
More than one year but not exceeding two years	超過一年但不超過兩年	**689**	1,028
		19,457	55,816

All sales of foods are for a period of one year or less or are billed based on time incurred. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

所有食品銷售的期限均為一年或更短，或根據發生的時間計費。根據香港財務報告準則第15號規定，分配至該等未履行合約的交易價格並未披露。

9. OTHER GAINS OR LOSSES, NET 9. 其他收益或虧損淨額

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Impairment loss on right-of-use assets	使用權資產減值虧損	**–**	(446)
Impairment loss on property, plant and equipment	物業、廠房及設備減值虧損	**–**	(352)
Gain on disposal on property, plant and equipment	出售物業、廠房及設備收益	**–**	65
Loss on written off on property, plant and equipment	撇銷物業、廠房及設備虧損	**–**	(596)
Others	其他	**6**	–
Gain on disposal of subsidiaries	出售附屬公司收益	**–**	1,470
		6	141

10. DIRECTORS' AND INDIVIDUALS WITH HIGHEST EMOLUMENTS

10. 董事及最高薪酬人士酬金

(a) Directors' emoluments

The emoluments of directors for each reporting period were as follows:

(a) 董事酬金

董事於各報告期間的酬金如下：

		Fees 袍金 HK$'000 千港元	Salaries 薪金 HK$'000 千港元	Other benefit in cash 其他現金福利 HK$'000 千港元	Retirement benefit scheme contributions 退休福利計劃供款 HK$'000 千港元	Total 總計 HK$'000 千港元
Year ended 31 March 2026	**截至2026年3月31日止年度**					
Executive directors	執行董事					
Mr. Chu Pui Him	朱沛謙先生	120	–	–	–	120
Mr. Leung Yin Cheuk	梁彥卓先生	120	–	–	–	120
Non-executive director	非執行董事					
Mr. Fok Siu Keung	霍紹強先生	120	–	–	–	120
Independent non-executive directors	獨立非執行董事					
Mr. Char Shik Ngor Stephen (Note viii)	查錫我先生（附註viii）	90	–	–	–	90
Mr. Wong Che Sang	黃志生先生	120	–	–	–	120
Ms. Zhao Ming (Note v)	趙鳴女士（附註v）	180	–	–	–	180
Ms. Yin Shilu (Note vii)	尹詩璐女士（附註vii）	159	–	–	–	159
		909	–	–	–	909

10. DIRECTORS' AND INDIVIDUALS WITH HIGHEST EMOLUMENTS (Continued)

10. 董事及最高薪酬人士酬金（續）

(a) Directors' emoluments (Continued)

(a) 董事酬金（續）

		Fees 袍金 HK$'000 千港元	Salaries 薪金 HK$'000 千港元	Other benefit in cash 其他現金福利 HK$'000 千港元	Retirement benefit scheme contributions 退休福利計劃供款 HK$'000 千港元	Total 總計 HK$'000 千港元
Year ended 31 March 2025	**截至2025年3月31日止年度**					
Executive directors	執行董事					
Mr. Tam Kar Wai	譚家偉先生	46	–	–	–	46
Mr. Chu Pui Him	朱沛謙先生	41	–	–	–	41
Mr. Leung Yin Cheuk	梁彥卓先生	41	–	–	–	41
Mr. Yeung Ka Ho	楊家豪先生	63	–	–	–	63
Non-executive directors	非執行董事					
Mr. Hu Zhi Xiong (Note ix)	胡智熊先生（附註ix）	46	–	–	–	46
Mr. Fok Siu Keung	霍紹強先生	103	–	–	–	103
Independent non-executive directors	獨立非執行董事					
Mr. Char Shik Ngor Stephen (Note viii)	查錫我先生（附註viii）	155	–	–	–	155
Mr. Wong Che Sang	黃志生先生	103	–	–	–	103
Mr. Chui Man Lung Everett	徐文龍先生	94	–	–	–	94
Ms. Zhao Ming (Note v)	趙鳴女士（附註v）	11	–	–	–	11
		703	–	–	–	703

10. DIRECTORS' AND INDIVIDUALS WITH HIGHEST EMOLUMENTS (Continued)

(a) Directors' emoluments (Continued)

(i) The executive directors' remuneration shown above were for their services in connection with the management of the affairs of the Company and the Group. The independent non-executive directors' remuneration shown above were for their services as a director of the Group.

(ii) During the years ended 31 March 2026 and 2025, no retirement benefits payments or benefits in respect of termination of directors' services were paid or made, directly or indirectly, to the directors; nor are any payable. No consideration was provided to or receivable by third parties for making available directors' services.

(iii) During the years ended 31 March 2026 and 2025, no significant transactions, agreements and contracts in relation to the Group's business to which the Company was a party and in which a director of the Company had material interest, whether directly or indirectly, subsisted.

(iv) During the years ended 31 March 2026 and 2025, there were no loans, quasi-loans and other dealing arrangements in favour of the directors, or controlled body corporate and connected entities of such directors.

(v) Ms. Zhao Ming was appointed as an independent non-executive director on 10 March 2025.

(vi) No director fees were paid to these executive directors in their capacity as executive directors of the Company and no emoluments were paid by the Company to the executive directors as an inducement to join the Company, or as compensation for loss of office during each of the years ended 31 March 2025 and 2026.

(vii) Ms. Yin Shilu was appointed as independent non-executive director on 14 May 2025.

(viii) Mr. Char Shik Ngor Shephen was resigned as an independent non-executive director on 8 October 2025.

(ix) Mr. Hu Zhi Xiong was resigned as a non-executive director on 17 May 2014.

10. 董事及最高薪酬人士酬金（續）

(a) 董事酬金（續）

(i) 上述所列執行董事的薪酬與彼等為本公司及本集團管理事務提供的服務相關。上述所列獨立非執行董事的薪酬與彼等擔任本集團董事提供的服務相關。

(ii) 於截至2026年及2025年3月31日止年度，概無就終止董事服務而直接或間接向董事支付或提供任何退休福利款項或福利；亦無任何就此應付的退休福利款項或福利。概無就獲取董事服務而向第三方提供代價或第三方就此而應收的代價。

(iii) 截至2026年及2025年3月31日止年度，本公司概無訂立與本集團業務有關且本公司為訂約方，而本公司董事於其中擁有重大利益（不論直接或間接），且存續的任何重大交易、協議及合約。

(iv) 截至2026年及2025年3月31日止年度，概無以董事或該等董事的受控制法團及關連實體為受益人的貸款、準貸款及其他交易安排。

(v) 趙鳴女士於2025年3月10日獲委任為獨立非執行董事。

(vi) 截至2026年及2025年3月31日止各年度，概無就作為本公司的執行董事而向該等執行董事支付董事袍金，本公司概無向執行董事支付酬金，作為加入本公司的獎勵，或作為離職補償。

(vii) 尹詩璐女士於2025年5月14日獲委任為獨立非執行董事。

(viii) 查錫我先生於2025年10月8日辭任獨立非執行董事。

(ix) 胡智熊先生於2014年5月17日辭任非執行董事。

10. DIRECTORS' AND INDIVIDUALS WITH HIGHEST EMOLUMENTS (Continued)

10. 董事及最高薪酬人士酬金(續)

(b) Five highest paid individuals

The five highest paid individuals do not include any directors (2025: nil) whose remuneration are set out in note (a) respectively. Details of the remuneration of the remaining 5 (2025: 5) highest paid individuals, who are not directors of the Company, are analysed below:

(b) 五名最高薪酬人士

五名最高薪酬人士不包括任何董事(2025年:零名),其薪酬分別載於附註(a)。餘下五名(2025年:五名)並非本公司董事的最高薪酬人士的薪酬詳情分析如下:

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Salaries, allowances and other benefits	薪金、津貼及其他福利	**23,849**	38,793
Retirement benefits schemes contributions	退休福利計劃供款	**29**	167
		23,878	38,960

The emoluments of the remaining individuals fell within the following bands:

其餘人士之酬金介乎以下範圍:

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Nil to HK$1,000,000	零至1,000,000港元	**3**	2
HK$1,000,001 to HK$1,500,000	1,000,001港元至1,500,000港元	**1**	–
HK$3,500,001 to HK$4,000,000	3,500,001港元至4,000,000港元	**–**	2
HK$20,000,001 to HK$20,500,000	20,000,001港元至20,500,000港元	**1**	–
HK$29,000,001 to HK$29,500,000	29,000,001港元至29,500,000港元	**–**	1
		5	5

During the years ended 31 March 2026 and 2025, no emoluments were paid by the Group to the Directors and the five highest paid individuals to join or upon joining the Group, or as compensation for loss of office.

截至2026年及2025年3月31日止年度,本集團概無向董事及五名最高薪酬人士支付酬金,作為吸引彼等加盟本集團或加盟後之獎勵,或離職補償。

11. FINANCE COSTS 11. 財務成本

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Interest on lease liabilities	租賃負債利息	**1,115**	1,392
Interest on bank borrowings	銀行借款利息	**–**	725
Unwinding of discounting on provision for reinstatement costs (Note 25)	修復成本撥備貼現撥回（附註25）	**–**	107
		1,115	2,224

12. TAXATION 12. 所得稅開支

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Current income tax:	即期所得稅：		
Current year provision	本年度撥備	**5,798**	110
Over-provision in prior year	過往年度超額撥備	**–**	(41)
		5,798	69

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits for both years. For the year of assessments 2024/25 and 2025/26, a two-tiered profits tax rates was introduced of which one subsidiary of the Group can elect 8.25% tax rate for its first assessable profits of HK$2,000,000.

香港利得稅乃按兩個年度的估計應課稅溢利16.5%計算。於2024/25年及2025/26年課稅年度，引入利得稅兩級制，本集團的一間附屬公司可就其應課稅溢利首2,000,000港元選擇8.25%的稅率。

Macau Complementary Tax is calculated at 12% of the estimated assessable profits for both years.

澳門補充稅乃按兩個年度的估計應課稅溢利的12%計算。

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands (the "**BVI**"), the Group is not subject to any income tax in the Cayman Islands and the BVI.

根據開曼群島及英屬維爾京群島（「**英屬維爾京群島**」）的規則及規例，本集團毋須在開曼群島及英屬維爾京群島繳納任何所得稅。

12. TAXATION (Continued)

The income tax expenses can be reconciled to the profit/(loss) before taxation per the consolidated statement of profit or loss and other comprehensive income as follow:

12. 所得稅開支(續)

所得稅開支可按綜合損益及其他全面收益表所載除稅前溢利╱(虧損)對賬如下：

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Profit/(loss) before taxation	除稅前溢利╱(虧損)	16,044	(31,903)
Tax at the domestic income tax rate of 16.5% (2025: 16.5%)	按本地所得稅稅率16.5%計算之稅項(2025年：16.5%)	2,647	(5,264)
Effect of different tax rates of subsidiaries operating in other jurisdictions	於其他司法權區經營附屬公司的不同稅率的影響	(2,117)	–
Income tax at concessionary rate	按優惠稅率計算之所得稅	(93)	–
Tax effect of expenses not deductible for tax purpose	計算稅項時不獲扣減之開支稅務影響	3,332	1,285
Tax effect of income not taxable for tax purpose	計算稅項時不獲課稅之收入稅務影響	(3,702)	(4,461)
Utilisation of tax losses not recognised	動用未確認稅項虧損	(689)	–
Over-provision in prior years	過往年度超額撥備	–	(41)
Tax effect of deductible temporary differences not recognised	未確認可扣減暫時差額之稅務影響	378	(353)
Tax effect of tax losses not recognised	未確認稅項虧損之稅務影響	6,042	8,905
Others	其他	–	(2)
Taxation for the year	年內稅項	5,798	69

13. PROFIT/(LOSS) BEFORE TAXATION

Profit/(loss) before taxation has been arrived at after charging:

13. 除稅前溢利／(虧損)

除稅前溢利／(虧損)已扣除下列各項：

		2026 **2026年** **HK$'000** **千港元**	2025 2025年 HK$'000 千港元
Directors' remuneration	董事薪酬	**909**	703
Other staff costs (excluding Directors' remuneration):	其他員工成本(不包括董事薪酬)：		
Salaries, allowances and other benefits	薪金、津貼及其他福利	**130,184**	113,058
Provision of long service payment	長期服務金撥備	**–**	12
Provision of unutilised annual leave	未使用年假撥備	**–**	3
Retirement benefits scheme contributions	退休福利計劃供款	**2,506**	1,972
		132,690	115,045
Total staff costs	總員工成本	**133,599**	115,748
Depreciation of right-of-use assets	使用權資產折舊	**19,942**	26,913
Depreciation of property, plant and equipment	物業、廠房及設備折舊	**5,546**	4,358
Cost of inventories consumed	消耗存貨成本	**80,544**	55,727
Auditor's remuneration	核數師薪酬	**1,000**	960
Premium and handling charges on a life insurance policy	人壽保單的保費及手續費	**–**	310

14. DIVIDENDS

No dividend was paid or proposed by the Company during the years ended 31 March 2026 and 2025, nor has any dividend been proposed since the end of the reporting period.

14. 股息

本公司概無於截至2026年及2025年3月31日止年度派付或建議派付股息，自報告期末起亦無建議派付任何股息。

15. EARNINGS/(LOSS) PER SHARE

The calculation of earnings/(loss) per share attributable to the owners of the Company is based on the following data:

15. 每股盈利／(虧損)

本公司擁有人應佔每股盈利／(虧損)乃根據下列數據計算：

		2026 **2026年** **HK$'000** **千港元**	2025 2025年 HK$'000 千港元
Profit/(loss) for the year attributable to owners of the Company	本公司擁有人應佔年內溢利／(虧損)	**10,369**	(31,972)
		千股 **'000**	千股 '000
Weighted average number of ordinary shares for the purpose of basic earnings/(loss) per share	用於計算每股基本盈利／(虧損)的普通股加權平均數目	**1,150,000**	1,150,000

Diluted earnings/(loss) per share is the same as basic earnings/(loss) per share as there were no dilutive potential ordinary shares outstanding during both years.

由於兩個年度並無任何發行在外的攤薄潛在普通股，故每股攤薄盈利／(虧損)與每股基本盈利／(虧損)相同。

16. PROPERTY, PLANT AND EQUIPMENT 16. 物業、廠房及設備

		Leasehold improvements 租賃裝修 HK$'000 千港元	Furniture and fixtures and equipment 傢具、裝置及設備 HK$'000 千港元	Motor vehicles 汽車 HK$'000 千港元	Total 總計 HK$'000 千港元
Cost	**成本**				
At 1 April 2024	於2024年4月1日	68,220	63,671	1,906	133,797
Additions	添置	786	600	–	1,386
Disposal	出售	(6,707)	(18,322)	–	(25,029)
Disposal of subsidiaries	出售附屬公司	(14,576)	(14,050)	–	(28,626)
Write-offs	撇銷	(14,244)	(9,392)	–	(23,636)
At 31 March 2025 and 1 April 2025	於2025年3月31日及2025年4月1日	33,479	22,507	1,906	57,892
Additions	添置	15,019	1,297	149	16,465
Acquired on acquisition of subsidiaries	收購附屬公司時被收購	2,492	752	–	3,244
At 31 March 2026	**於2026年3月31日**	**50,990**	**24,556**	**2,055**	**77,601**
Depreciation and impairment	**折舊及減值**				
At 1 April 2024	於2024年4月1日	63,518	59,318	1,372	124,208
Charge for the year	年內扣除	2,327	1,692	339	4,358
Impairment loss	減值虧損	254	98	–	352
Elimination on disposal	出售時對銷	(5,713)	(17,943)	–	(23,656)
Disposal of subsidiaries	出售附屬公司	(14,270)	(12,904)	–	(27,174)
Elimination on write-offs	撇銷時對銷	(14,099)	(8,941)	–	(23,040)
At 31 March 2025 and 1 April 2025	於2025年3月31日及2025年4月1日	32,017	21,320	1,711	55,048
Charge for the year	年內扣除	4,235	1,085	226	5,546
Acquired on acquisition of subsidiaries	收購附屬公司時被收購	762	148	–	910
At 31 March 2026	**於2026年3月31日**	**37,014**	**22,553**	**1,937**	**61,504**
Carrying value	**賬面值**				
At 31 March 2026	**於2026年3月31日**	**13,976**	**2,003**	**118**	**16,097**
At 31 March 2025	於2025年3月31日	1,462	1,187	195	2,844

16. PROPERTY, PLANT AND EQUIPMENT (Continued)

The above items of property, plant and equipment are depreciated on a straight-line basis at the following rates or useful lives per annum:

Leasehold improvements	Over the shorter of the terms of the lease or 5 years
Furniture and fixtures and equipment	20%
Motor vehicles	30%

During the year ended 31 March 2025, impairment loss of HK$446,000 (2026: nil) and HK$352,000 (2026: nil) recognised on right-of-use assets and property, plant and equipment respectively on the basis of decline on the recoverable amount which was below the carrying amount due to continuous weak financial performance of the restaurant.

16. 物業、廠房及設備(續)

上述物業、廠房及設備乃以直線法按以下年率或可使用年期折舊：

租賃裝修	按租期或5年之較短者
傢具、裝置及設備	20%
汽車	30%

於截至2025年3月31日止年度，由於酒樓持續疲弱的財務表現，可收回金額低於賬面值，基於此減值情況，就使用權資產以及物業、廠房及設備確認減值虧損446,000港元(2026年：無)及352,000港元(2026年：無)。

17. LEASES 17. 租賃

(i) Right-of-use assets (i) 使用權資產

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Leased restaurants	租賃酒樓	28,667	9,168

The Group has lease arrangements for leased restaurants, warehouses and office premises. The lease terms generally ranged from one to seven years (2025: one to seven years).

本集團訂有租賃酒樓、倉庫及辦公室物業的租賃安排。租賃期一般介乎一至七年(2025年：一至七年)。

Extension options are included in certain leases of restaurants. Certain periods covered by extension options were included in these lease terms as the Group was reasonably certain to exercise the option.

若干酒樓租賃中包含延長選擇權。由於本集團合理確定行使該選擇權，故延長選擇權涵蓋的若干期間已納入該等租賃期。

17. LEASES (Continued)

(i) Right-of-use assets (Continued)

For the year ended 31 March 2026, additions/modifications to the right-of-use assets including capitalised lease payments, present value adjustment of refundable rental deposit and provision for reinstatement costs amounted to approximately HK$38,824,000 (2025: HK$183,000), due to new/renewal of leases of restaurants.

Details of the impairment assessment are disclosed in note 16.

(ii) Lease liabilities

Lease liabilities payable:

17. 租賃（續）

(i) 使用權資產（續）

截至2026年3月31日止年度，由於新訂／重續酒樓的租約，故添置／修改使用權資產（包括資本化租賃付款、可退回租金按金之現值調整及修復成本撥備）約為38,824,000港元（2025年：183,000港元）。

有關減值評估的詳情披露於附註16。

(ii) 租賃負債

租賃負債應付款項：

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Within one year	一年內	**16,191**	7,039
After one year but not exceeding two years	一年以上，但不超過兩年	**12,553**	4,932
After two years but not exceeding five years	兩年以上，但不超過五年	**628**	–
		29,372	11,971
Less: Amount due for settlement within 12 months shown under current liabilities	減：在流動負債呈列12個月內結算的應付款項	**(16,191)**	(7,039)
Amount due for settlement after 12 months	12個月後結算的應付款項	**13,181**	4,932

The weighted average incremental borrowings rates applied to lease liabilities range from 2.94% to 4.59% (2025: 2.94% to 4.59%).

應用到租賃負債的加權平均遞增借款利率介乎2.94%至4.59%（2025年：2.94%至4.59%）。

17. LEASES (Continued)

(iii) Amounts recognised in profit or loss

		2026 **2026年** **HK$'000** **千港元**	2025 2025年 HK$'000 千港元
Depreciation expense on right-of-use assets	使用權資產的折舊開支		
– Leased restaurants	一租賃酒樓	**19,942**	26,722
– Warehouses	一倉庫	**–**	191
		19,942	26,913
Expense relating to short-term leases	短期租賃開支	**9,737**	3,265
Expense relating to contingent rent not included in the measurement of the lease liabilities (included in property rentals and related expenses)	不計入租賃負債計量的或然租金開支（計入物業租金及相關開支）	**–**	384

The leases of restaurants contain variable lease payment terms that are based on sales generated from the relevant restaurants and minimum annual lease payment terms that are fixed. These payment terms are common in restaurants in Hong Kong where the Group operates.

(iv) Others

During the year ended 31 March 2026, the total cash outflow for leases amount to approximately HK$32,275,000 (2025: HK$52,133,000). The amount includes payments of principal and interest portion of lease liabilities, variable lease payments and short-term leases. These amounts could be presented in operating and financing cash flows.

17. 租賃（續）

(iii) 於損益確認的款項

酒樓租約載有根據有關酒樓所產生的銷售額釐定的浮動租賃付款條款及固定的最低年度租賃付款條款。該等付款條款在香港（本集團經營業務所在地）的酒樓中頗為普遍。

(iv) 其他

截至2026年3月31日止年度，租賃的現金流出總額約為32,275,000港元（2025年：52,133,000港元）。該金額包括租賃負債的本金及利息部分付款、可變租賃付款及短期租賃。該等金額可於經營及融資現金流量中呈列。

18. GOODWILL 18. 商譽

		HK$'000 千港元
Cost	成本	
At 1 April 2025	於2025年4月1日	–
Acquisition of subsidiaries (note 33)	收購附屬公司（附註33）	831
At 31 March 2026	於2026年3月31日	831
Accumulated impairment	累計減值	
At 1 April 2025 and 31 March 2026	於2025年4月1日及2026年3月31日	–
Carrying value	賬面值	
At 31 March 2026	於2026年3月31日	831
At 31 March 2025	於2025年3月31日	–

The carrying amount of goodwill, net of any impairment loss, is allocated to the following CGU:

商譽（扣除任何減值虧損後的賬面值）已分配至以下現金產生單位：

		2026 2026年 HK$'000 千港元
Net carrying amount:	賬面淨值：	
Strong Harvest Limited ("Strong Harvest")	盛堅有限公司（「盛堅」）	**831**

The recoverable amount of Strong Harvest has been determined based on value in use calculation. That calculation uses cash flow projections based on financial budgets approved by management covering a five-year period, and pre-tax discount rate of 12.6%. Strong Harvest's cash flow beyond the five-year period are extrapolated using an estimated growth rate of 2.1%.

盛堅的可收回金額已根據使用價值計算而釐定。該計算使用以管理層所批准涵蓋五年期的財務預算為基準的現金流量預測及稅前折現率12.6%。盛堅於五年期間之後的現金流量使用估計增長率2.1%進行推算。

Other key assumptions for the value in use calculation relate to the estimation of cash inflows and outflows, including budgeted sales with an average growth rate ranging from 3% to 9%, such estimation us based on the Strong Harvest's past performance and management's expectations for the market development.

使用價值計算的其他主要假設與現金流入及流出的估計有關，當中包括平均增長率介乎3%至9%之間的預算銷售額，而該估計乃根據盛堅的過往表現及管理層對市場發展的預期作出。

During the year end 31 March 2026, management of the Group determines that there is no impairment on Strong Harvest. Management believes that any reasonably possible change in any of these assumptions would not cause the carrying amount of Strong Harvest to exceed its recoverable amount.

於截至2026年3月31日止年度，本集團管理層認為盛堅並無減值。管理層認為該等假設的任何合理可能變動將不會導致盛堅的賬面值超過其可收回金額。

19. DEPOSIT PLACED FOR A LIFE INSURANCE POLICY

In January 2016, the Group entered into a life insurance policy with an insurance company to insure Mr. Chan, a director of the subsidiaries. Under the policy, the Group is the beneficiary and policy holder and the total insured sum is USD4,000,000 (approximately HK$31,200,000). The Group has paid an upfront deposit of USD1,906,502 (approximately HK$14,855,000). The Group can terminate the policy at any time and receive cash back based on the cash value of the policy at the date of withdrawal, which is determined by the upfront deposit payment of USD1,906,502 plus accumulated interest earned and minus the accumulated insurance charge and policy expense charge ("**Cash Value**").

In addition, if withdrawal is made between the first to nineteenth policy year, there is a specified amount of surrender charge.

The insurance company will pay the Group an interest of 4% per annum on the outstanding Cash Value of the policy for the first year. Commencing in the second year, the interest will be at least 2% guarantee interest per annum. The guarantee interest rate is also the effective interest rate for the deposit placed on initial recognition, determined by discounting the estimated future cash receipts through the expected life of the insurance policy, excluding the financial effect of surrender charge.

19. 投購人壽保單保費

於2016年1月，本集團與一間保險公司訂立人壽保單，以為附屬公司董事陳先生投保。根據保單，本集團為受益人及保單持有人，而受保總金額為4,000,000美元（約31,200,000港元）。本集團已支付預付按金1,906,502美元（約14,855,000港元）。本集團可隨時終止保單及基於提取日期的保單現金價值收回現金，有關現金按預付按金付款1,906,502美元加所賺取累計利息，減累計保險費用及保單開支收費釐定（「**現金價值**」）。

此外，倘於第1至19個保單年度提取，將取收特定金額的退保手續費。

保險公司將於保單首個年度就未提取現金價值向本集團支付年利率4%的利息。自第二年起，利息將為最少每年保證利息2%。保證利率亦為於初步確認時存放存款的實際利率，乃將保單預期年期內的估計未來現金收款貼現而釐定，當中扣除退保手續費的財務影響。

19. DEPOSIT PLACED FOR A LIFE INSURANCE POLICY (Continued)

The Directors considered that the possibility of terminating the policy during the 1st to 19th policy year was low and the expected life of the life insurance policy remained unchanged since the initial recognition, accordingly, the difference between the carrying amount of deposit placed for a life insurance policy as at 31 March 2025 and the Cash Value of the life insurance policy is insignificant.

The deposit placed for a life insurance policy was denominated in USD, a currency other than the functional currency of the Group.

At 31 March 2025, the life insurance policy had been pledged as security for banking facilities granted to the Group.

19. 投購人壽保單保費 (續)

董事認為，於第1至19個保單年度終止保單的可能性低，且人壽保單的預期年期自初步確認起維持不變，因此，投購人壽保單保費於2025年3月31日的賬面值與人壽保單的現金價值之間的差額並不重大。

投購人壽保單保費以美元計值，美元為本集團功能貨幣以外的貨幣。

於2025年3月31日，人壽保單已抵押為授予本集團的銀行融資之抵押品。

20. TRADE AND OTHER RECEIVABLES

20. 貿易及其他應收款項

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Current	**即期**		
Trade receivables	貿易應收款項	**4,027**	1,251
Prepayments	預付款項	**9,900**	611
Rental deposits (Note)	租金按金(附註)	**10,577**	20,562
Utility and other deposits	公用事業及其他按金	**2,265**	3,006
Other receivables	其他應收款項	**15,482**	1,100
		42,251	26,530
Less: Non-current portion	減：非即期部分		
– Rental deposits (Note)	一租金按金(附註)	**6,141**	1,950
		36,110	24,580

Note:

Detailed movement of rental deposits during the years are as follows:

附註：

租金按金於年內的變動詳情如下：

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
At 1 April	於4月1日	**20,562**	29,299
Addition	添置	**7,151**	112
Refund	退回	**(21,434)**	(8,745)
Acquisition of subsidiaries	收購附屬公司	**4,288**	–
Disposal of subsidiaries	出售附屬公司	**–**	(549)
Imputed interest income	名義利息收入	**10**	445
At 31 March	於3月31日	**10,577**	20,562

20. TRADE AND OTHER RECEIVABLES (Continued)

Note: (Continued)

The Group does not hold any collateral over the above balances.

The Group's sales are mainly conducted in cash or by credit cards of which the settlement period is normally within 3 days from transaction date. The credit period granted by the Group to its corporate customers ranges from 0 to 30 days.

The following is an ageing analysis of the trade receivables presented based on the invoice date, which approximates the respective revenue recognition dates, at the end of the reporting period.

20. 貿易及其他應收款項(續)

附註：(續)

本集團並無就上述結餘持有任何抵押品。

本集團的銷售主要以現金或信用卡進行，結算期一般由交易日期起計3日內。本集團向其公司客戶授出的信貸期介乎0至30日。

以下為於報告期末根據發票日期(與相關收益確認日期相若)呈列的貿易應收款項賬齡分析。

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Within 30 days	30日內	**4,027**	1,251

No loss allowance of trade receivables was recognised as at 31 March 2026 and 2025.

於2026年及2025年3月31日，並無確認貿易應收款項虧損撥備。

21. DEFERRED TAX

The analysis of deferred tax is as follows:

21. 遞延稅項

遞延稅項的分析如下：

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Deferred tax assets	遞延稅項資產	**–**	–

Deferred tax assets are recognised for available tax losses to the extent that the realisation of the related tax benefit through future taxable profits is probable. As at 31 March 2026, the Group had tax losses of approximately HK$201,039,000 (2025: HK$168,600,000) and other deductible temporary differences of approximately HK$17,125,000 (2025: HK$14,835,000).

僅當與稅項虧損相關的稅項利益很可能會透過未來應課稅溢利實現時，遞延稅項資產方會被確認。於2026年3月31日，本集團的稅項虧損及其他可扣減暫時差額分別為約201,039,000港元(2025年：168,600,000港元)及約17,125,000港元(2025年：14,835,000港元)。

22. INVENTORIES

22. 存貨

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Food	食品	**5,865**	1,253

23. BANK BALANCES AND CASH

Bank balances carry floating interest rate based on daily bank deposit rates as at 31 March 2026 and 2025.

23. 銀行結餘及現金

於2026年及2025年3月31日，銀行結餘按基於銀行存款日利率的浮動利率計息。

24. TRADE AND OTHER PAYABLES AND CONTRACT LIABILITIES

24. 貿易及其他應付款項及合約負債

(a) Trade the other payables

(a) 貿易及其他應付款項

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Trade payables	貿易應付款項	**2,980**	3,454
Accruals (Note)	應計費用(附註)	**6,218**	17,152
Deferred income	遞延收入	**2**	207
Amount due to a shareholder	應付一名股東之款項	**40,110**	21,588
Amount due to a former director	應付一名前董事之款項	**–**	1,227
Provision for long service payment	長期服務金撥備	**20**	21
Provision for unutilised annual leave	未動用年假撥備	**1,057**	1,372
		50,387	45,021
Less: Non-current portion	減：非即期部分		
– Deferred income	一遞延收入	**–**	48
		50,387	44,973

Note: Included in the balance as at 31 March 2026, there was approximately HK$3,184,000 (2025: HK$2,946,000) remuneration payable to the Directors.

Included in the balance as at 31 March 2025, there was approximately HK$119,000 (2026: nil) accrued rent.

附註：於2026年3月31日的結餘中，包括應付董事的薪酬約3,184,000港元(2025年：2,946,000港元)。

於2025年3月31日的結餘中，包括應計租金約119,000港元(2026年：零)。

Payment terms granted by suppliers are generally within 50 days from the relevant purchases are made. The Group has financial risk management policies in place to ensure that all payables are settled within the credit time-frame.

供應商授出的付款期一般於作出相關採購後50天內。本集團設有財務風險管理政策，以確保所有應付款項於信貸時限內償付。

Amount due to a former director and shareholder are unsecured, repayable on demand and interest-free.

應付一名前董事及股東之款項為無擔保、按要求償還及免息。

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

以下為於報告期末按發票日期呈列的貿易應付款項賬齡分析：

24. TRADE AND OTHER PAYABLES AND CONTRACT LIABILITIES (Continued)
24. 貿易及其他應付款項及合約負債(續)

(a) Trade the other payables (Continued)
(a) 貿易及其他應付款項(續)

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Within 30 days	30日內	2,980	3,454

(b) Contract liabilities
(b) 合約負債

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Banquet services	宴會服務	6,192	12,036
Cash coupons	現金券	–	296
		6,192	12,332
Less: Non-current portion	減:非即期部分	41	167
		6,151	12,165

As at 1 April 2024, contract liabilities amounted to HK$18,763,000.

於2024年4月1日,合約負債為18,763,000港元。

Deposits received from customers for banquet services

The payment terms are by installments stipulated in the banquet contracts. The deposits are non-refundable.

自客戶就宴會服務收取的按金

付款條款為宴會合約中規定的分期付款方式。按金為不可退款。

Cash coupon

The Group issued the face value of cash coupon and the cash coupon are non-refundable and is expired within 12 months (2025: 12 months).

現金券

本集團已發行現金券面值,現金券為不可退款且於12個月內(2025年:12個月)過期。

The following table sets out the revenue and other income recognised that was included in the contract liabilities balance at the beginning of the year:

下表載列計入於年初的合約負債結餘的已確認收益及其他收入:

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Banquet services	宴會服務	3,272	17,263
Cash coupon	現金券	296	699
		3,568	17,962

25. PROVISION FOR REINSTATEMENT COSTS 25. 修復成本撥備

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
At 1 April	於4月1日	850	3,555
Reversal	撥回	–	(2,995)
Addition	添置	–	183
Unwinding of discount (Note 11)	貼現撥回（附註11）	–	107
At 31 March	於3月31日	850	850
Current portion	即期部分	–	–
Non-current portion	非即期部分	850	850
At 31 March	於3月31日	850	850

Provision for reinstatement costs is recognised at the net present value of costs to be incurred for the reinstatement of the leased property used by the Group for its operations upon expiration of the relevant lease.

修復成本撥備按就本集團就其營運使用的租賃物業修復將產生成本於相關租約屆滿時的淨現值確認。

26. SHARE CAPITAL 26. 股本

Details of authorised and issued share capital of the Company are as follows:

本公司法定及已發行股本詳情如下：

		Number of shares 股份數目 '000 千股	Share capital 股本 HK$'000 千港元
Ordinary shares of HK$0.01 each	普通股每股0.01港元		
Authorised:	**法定：**		
As at 1 April 2024, 31 March 2025, 1 April 2025 and 31 March 2026	於2024年4月1日、2025年3月31日、2025年4月1日及2026年3月31日	5,000,000	50,000
Issued and fully paid:	**已發行及悉數繳足：**		
As at 1 April 2024, 31 March 2025, 1 April 2025 and 31 March 2026	於2024年4月1日、2025年3月31日、2025年4月1日及2026年3月31日	1,150,000	11,500

27. MAJOR NON-CASH TRANSACTIONS

During the years ended 31 March 2026 and 2025, the Group has entered the following non-cash transactions:

During the year ended 31 March 2026, the Group had non-cash additions to right-of-use assets and lease liabilities of approximately HK$38,824,000 (2025: HK$nil) in respect of lease arrangements for leased restaurants.

27. 主要非現金交易

截至2026年及2025年3月31日止年度，本集團已進行以下非現金交易：

(a) 截至2026年3月31日止年度內，本集團就租賃餐廳的租賃安排，於使用權資產及租賃負債方面錄得非現金添置額約38,824,000港元（2025年：零港元）。

28. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the consolidated statement of cash flows as cash flows from financing activities.

28. 來自融資活動的負債對賬

下表詳列本集團來自融資活動的負債變動，包括現金及非現金變動。來自融資活動的負債為現金流量已經或未來現金流量將於綜合現金流量表內分類為融資活動所得現金流量的負債。

					Non-cash changes 非現金變動	
		1 April 2025 2025年4月1日 HK$'000 千港元	Financing cash flows 融資現金流量 HK$'000 千港元	Finance cost incurred 已產生財務成本 HK$'000 千港元	New leases 新租賃 HK$'000 千港元	31 March 2026 2026年3月31日 HK$'000 千港元
Lease liabilities	租賃負債	11,971	(22,538)	1,115	38,824	29,372

					Non-cash changes 非現金變動	
		1 April 2024 2024年4月1日 HK$'000 千港元	Financing cash flows 融資現金流量 HK$'000 千港元	Finance cost incurred 已產生財務成本 HK$'000 千港元	Disposal of subsidiaries 出售附屬公司 HK$'000 千港元	31 March 2025 2025年3月31日 HK$'000 千港元
Bank borrowings	銀行借款	14,448	(14,448)	–	–	–
Interest payable	應付利息	–	(725)	725	–	–
Lease liabilities	租賃負債	59,594	(48,484)	1,392	(531)	11,971
		74,042	(63,657)	2,117	(531)	11,971

29. RETIREMENT BENEFITS SCHEME

The Group contributes to a Mandatory Provident Fund ("**MPF**") scheme under the Hong Kong Mandatory Provident Fund Schemes Ordinance. The scheme is a defined contribution scheme managed by an independent trustee and is available to all employees. The MPF is funded by payments from employees and by the Company, and provide benefits linked to contributions and investment returns on the scheme. Contributions to the scheme are recognised as an expense in the consolidated statement of profit or loss and other comprehensive income in the year to which the contributions relate.

The employees employed in the subsidiaries established in the PRC are members of the state-managed retirement benefits schemes operated by the PRC government. The PRC subsidiaries are required to contribute a certain percentage of their payroll to the retirement benefits schemes to fund the benefits. The only obligation of the Group with respect to the retirement benefits schemes is to make the required contributions under the schemes.

The total expense recognised in profit or loss for the year ended 31 March 2026 of approximately HK$2,506,000 (2025: HK$1,972,000) represents contributions payable to these plans by the Group at rates specified in the rules of the plan.

During the years ended 31 March 2026 and 2025, the Group had no forfeited contributions under the MPF Scheme utilised to reduce the existing levels of contributions. As at 31 March 2026 and 2025, there was no forfeited contribution under the MPF Scheme which may be used by the Group to reduce the contribution payable in the future years.

29. 退休福利計劃

本集團根據香港強制性公積金計劃條例向強制性公積金(「**強積金**」)計劃供款。該計劃為一項由獨立受託人管理的定額供款計劃，所有僱員均可參加。強積金的資金來自僱員支付及本公司，並提供與供款及該計劃投資回報有關的利益。該計劃的供款於供款相關年度的綜合損益及其他全面收益表中確認為開支。

於中國成立的附屬公司僱用的僱員為由中國政府運作的國家管理退休福利計劃的成員。中國附屬公司須按彼等的工資的若干比例向退休福利計劃供款，為有關福利提供資金。就退休福利計劃而言，本集團的唯一責任為根據有關計劃作出所需供款。

截至2026年3月31日止年度，在損益內確認的總開支約2,506,000港元(2025年：1,972,000港元)指本集團按該等計劃規則列明的比率向計劃應付的供款。

於截至2026年及2025年3月31日止年度，本集團概無根據強積金計劃用於減少現有供款水平的沒收供款。於2026年及2025年3月31日，概無根據強積金計劃可供本集團用於減少未來年度應付供款的沒收供款。

30. RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in the consolidated financial statements, the Group entered into transaction with related parties as follows:

Compensation of key management personnel

During the year ended 31 March 2026 and 2025, the remuneration of the Directors and other members of key management are as follows:

30. 關聯方交易

除綜合財務報表另有披露者外，本集團與關聯方訂立以下交易：

主要管理人員薪酬

於截至2026年及2025年3月31日止年度，董事及主要管理層其他成員的薪酬如下：

		2026 **2026年** **HK$'000** **千港元**	2025 2025年 HK$'000 千港元
Salaries, allowances and other benefits	薪金、津貼及其他福利	**909**	703
Contributions to retirement benefit schemes	退休福利計劃供款	**–**	–
		909	703

31. PARTICULARS OF PRINCIPAL SUBSIDIARIES

Particulars of the principal subsidiaries of the Group as at 31 March 2026 and 2025 are as follows:

31. 主要附屬公司的詳情

本集團於2026年及2025年3月31日所持有主要附屬公司的詳情如下：

Name 名稱	Place of incorporation and kind of legal entity 法人實體註冊成立地點及類型註冊	Date of incorporation 註冊成立日期	Issued and fully paid share capital 已發行及繳足股本	Effective interest held as at 於以下年度持有的實際權益 **31 March 2026** **2026年3月31日**	31 March 2025 2025年3月31日	Principal activities and place of operation 主要業務及營業地點
Directly held subsidiary **直接持有的附屬公司**						
Wonderful Brocade Limited 妙錦有限公司	BVI 英屬維爾京群島	9 November 2017 2017年11月9日	USD100 100美元	**100%**	100%	Investment holding 投資控股
Indirectly held subsidiaries: **間接持有的附屬公司**						
Best State Limited 國升有限公司	Hong Kong 香港	10 February 2023 2023年2月10日	HK$1 1港元	**100%**	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
As Great (Hong Kong) Limited 如鴻（香港）有限公司	Hong Kong 香港	10 January 2019 2019年1月10日	HK$1 1港元	**100%**	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Barry Investments Limited 百力投資有限公司	Hong Kong 香港	27 November 2015 2015年11月27日	HK$1,000,000 1,000,000港元	**100%**	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Better Winner Limited 越凱有限公司	Hong Kong 香港	16 December 2011 2011年12月16日	HK$1,000,000 1,000,000港元	**100%**	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓

31. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 31. 主要附屬公司的詳情(續)

Name 名稱	Place of incorporation and kind of legal entity 法人實體註冊成立地點及類型註冊	Date of incorporation 註冊成立日期	Issued and fully paid share capital 已發行及繳足股本	Effective interest held as at 於以下年度持有的實際權益 31 March 2026 2026年3月31日	Effective interest held as at 於以下年度持有的實際權益 31 March 2025 2025年3月31日	Principal activities and place of operation 主要業務及營業地點
Earn Billion Limited 獲億有限公司	Hong Kong 香港	10 March 2017 2017年3月10日	HK$1,000,000 1,000,000港元	100%	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Good Lucky Investments Limited 好運投資有限公司	Hong Kong 香港	29 May 2008 2008年5月29日	HK$1,000,000 1,000,000港元	100%	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Pacific Energy Limited 加強有限公司	Hong Kong 香港	22 February 2008 2008年2月22日	HK$1,000,000 1,000,000港元	100%	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Palace Group Management Limited 煌府集團有限公司	Hong Kong 香港	16 December 2015 2015年12月16日	HK$10,000 10,000港元	100%	100%	Provision of management and administrative services to group companies 向集團公司提供管理及行政服務
Full Prestige Limited 威滿有限公司	Hong Kong 香港	14 June 2019 2019年6月14日	HK$1 1港元	100%	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Ding Feng Catering Group Limited 鼎豐餐飲集團有限公司	Hong Kong 香港	10 November 2024 2024年11月10日	HK$100 100港元	100%	–	Chinese restaurant operation in HongKong 於香港經營中式酒樓
牧勤一人有限公司(Note) 牧勤一人有限公司 (附註)	Macau 澳門	3 August 2020 2020年8月3日	MOP25,000 25,000澳門元	100%	–	Chinese restaurant operation in Macau 於澳門經營中式酒樓
New Fashions Group Limited 新潮流集團有限公司	Hong Kong 香港	24 September 2024 2024年9月24日	HK$10 10港元	100%	100%	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓

31. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 31. 主要附屬公司的詳情(續)

Name 名稱	Place of incorporation and kind of legal entity 法人實體註冊成立地點及類型註冊	Date of incorporation 註冊成立日期	Issued and fully paid share capital 已發行及繳足股本	Effective interest held as at 於以下年度持有的實際權益 31 March 2026 2026年3月31日	31 March 2025 2025年3月31日	Principal activities and place of operation 主要業務及營業地點
South Trend Limited 順南有限公司	Hong Kong 香港	14 June 2007 2007年6月14日	HK$100,000 100,000港元	90%	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Strong Harvest Limited 盛堅餐飲有限公司	Hong Kong 香港	1 December 2021 2021年12月1日	HK$400,000 400,000港元	90%	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Yue Hay Company Limited 譽禧有限公司	Hong Kong 香港	25 June 2024 2024年6月25日	HK$1 1港元	100%	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓
Hong Fu Catering Management Limited 鴻富餐飲管理有限公司	Hong Kong 香港	10 November 2024 2024年11月10日	HK$100 100港元	100%	–	Chinese restaurant operation in Hong Kong 於香港經營中式酒樓

Note: The Company is acquired on 31 March 2026.

附註： 本公司於2026年3月31日被收購。

32. SHARE OPTION SCHEME

The Company's share option scheme was adopted pursuant to the resolution passed on 25 January 2019 to give the eligible persons (as mentioned in the following paragraph) an opportunity to have a personal stake in our Company and help motivate them to optimise their future performance and efficiency to our Group and/or to reward them for their past contributions, to attract and retain or otherwise maintain on-going relationships with such eligible persons who are significant to and/or whose contributions are or will be beneficial to the performance, growth or success of our Group, and additionally in the case of Executives (as defined below), to enable our Group to attract and retain individuals with experience and ability and/or to reward them for their past contributions.

32. 購股權計劃

本公司的購股權計劃根據2019年1月25日通過的決議案採納，旨在向合資格人士(如下段所述)提供於本公司擁有個人股權的機會，並有助於激勵彼等盡量提升其日後對本集團的績效及效率及／或就彼等過往的貢獻給予獎勵，以吸引及挽留或以其他方式與該等對本集團表現、增長或成功而言乃屬重要及／或其貢獻有利於或將有利於本集團表現、增長或成功的合資格人士維持持續合作關係，且讓本集團吸引及挽留具經驗及能力的行政人員(定義見下文)及／或就彼等過往的貢獻給予獎勵。

32. SHARE OPTION SCHEME (Continued)

Eligible participants of the share option scheme include (a) any executive director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in any member of our Group, any full-time or parttime employee, or a person for the time being seconded to work full-time or part-time for any member of our Group; (b) a director or proposed director (including an independent non-executive director) of any member of our Group; (c) a direct or indirect shareholder of any member of our Group; (d) a supplier of goods or services to any member of our Group; (e) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of our Group; (f) a person or entity that provides design, research, development or other support or any advisory, consultancy, professional or other services to any member of our Group; (g) an associate of any of the persons referred to in paragraphs (a) to (c) above; and (h) any person involved in the business affairs of the Company whom our board determines to be appropriate to participate in the share option scheme.

The maximum number of shares issuable under the share options to each eligible persons in the Schemes within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in advance in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive Directors. In addition, any share options granted to a substantial shareholder or an independent non-executive Director of the Company, or to any of their associate, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the closing price of the securities at the date of grant) in excess of HK$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

No share options have been granted since the adoption of the share option scheme and there are no share options outstanding as at 31 March 2026 and 2025.

32. 購股權計劃 (續)

購股權計劃的合資格人士包括(a)本集團任何成員公司的任何執行董事、經理或擔任行政、管理、監管或類似職位的其他僱員、任何全職或兼職僱員或借調至本集團任何成員公司擔任全職或兼職工作的人士；(b)本集團任何成員公司的董事或候選董事（包括獨立非執行董事）；(c)本集團任何成員公司的直接或間接股東；(d)本集團任何成員公司的貨品或服務供應商；(e)本集團任何成員公司的客戶、顧問、業務或合營夥伴、加盟商、承包商、代理人或代表；(f)向本集團任何成員公司提供設計、研究、開發或其他支援或任何建議、諮詢、專業或其他服務的人士或實體；(g)上文(a)至(c)段所述任何人士的聯繫人；及(h)董事會釐定為適合參與購股權計劃且參與本公司業務的任何人士。

於任何12個月期間可向該等計劃的各合資格人士授出購股權而可予發行股份的最高數目限於任何時間本公司已發行股份的1%。若進一步授出超出此限額的購股權，須事先於股東大會上經股東批准。

授予本公司董事、主要行政人員或主要股東或任何彼等的聯繫人的購股權須經獨立非執行董事事先批准。此外，於任何12個月期間授予本公司主要股東或獨立非執行董事或任何彼等的聯繫人的任何購股權，若超過任何時間本公司已發行股份的0.1%或總價值（按於授出日期證券的收市價計算）超逾5,000,000港元，須事先於股東大會上經股東批准。

自採納購股權計劃以來，概無授出購股權。於2026年及2025年3月31日，均無購股權未獲行使。

33. ACQUISITIONS OF SUBSIDIARIES

In July 2025, the Group entered into two sales and purchases agreements to acquire for the entity paid-up capital for Barry Investments Limited ("Barry Investments") and Best State Limited ("Best State) at a consideration of HK$2,865,000 and HK$2,756,000 respectively. The principal activity of Barry Investments and Best State are Chinese restaurant operation in Hong Kong.

Assets acquired and liabilities recognised at the date of acquisition were as follows:

Acquisition of Barry Investments

Consideration transferred

33. 收購附屬公司

於2025年7月，本集團訂立兩份買賣協議，以收購百力投資有限公司（「百力投資」）及國升有限公司（「國升」）的實體繳足股本，代價分別為2,865,000港元及2,756,000港元。百力投資及國升的主要業務為在香港經營中式酒樓。

於收購日期確認之所收購資產及負債如下：

收購百力投資

已轉讓代價

		HK$'000 千港元
Cash consideration	現金代價	2,865

Fair value of assets acquired and liabilities assumed at the respective dates of acquisition recognised by the Group:

本集團於各收購日期確認之所收購資產及所承擔負債之公平值：

		HK$'000 千港元
Property, plant and equipment	物業、廠房及設備	484
Inventories	存貨	406
Rental deposits	租賃按金	1,388
Trade and other receivables	貿易及其他應收款項	1,381
Cash and cash equivalents	現金及現金等價物	3,886
Trade and other payables	貿易及其他應付款項	(974)
Contract liabilities	合約負債	(3,706)
		2,865

33. ACQUISITIONS OF SUBSIDIARIES (Continued) 33. 收購附屬公司(續)

Acquisition of Barry Investments (Continued) **收購百力投資**(續)

Net cash inflow arising on acquisition ***收購產生的現金流入淨額***

		HK$'000 千港元
Cash consideration paid	已付現金代價	(2,865)
Cash and cash equivalents acquired	所收購現金及現金等價物	3,886
		1,021

Acquisition of Best State **收購國升**

Consideration transferred ***已轉讓代價***

		HK$'000 千港元
Cash consideration	已付現金代價	2,756

Fair value of assets acquired and liabilities assumed at the respective dates of acquisition recognised by the Group:

本集團於各收購日期確認之所收購資產及所承擔負債之公平值：

		HK$'000 千港元
Property, plant and equipment	物業、廠房及設備	1,719
Rental deposits	租賃按金	1,860
Inventories	存貨	43
Trade and other receivables	貿易及其他應收款項	1,889
Cash and cash equivalents	現金及現金等價物	2,112
Trade and other payables	貿易及其他應付款項	(3,641)
Contract liabilities	合約負債	(1,226)
		2,756

Net cash outflow arising on acquisition ***收購產生之現金流出淨額***

		HK$'000 千港元
Cash consideration paid	現金代價	(2,756)
Cash and cash equivalents acquired	所收購現金及現金等價物	2,112
		(644)

33. ACQUISITIONS OF SUBSIDIARIES (Continued)

In November 2025, the Group entered into a sale and purchase agreement to acquire for 90% of the entity paid-up capital for South Trend Limited ("South Trend") at a consideration of HK$90,000. The principal activity of South Trend is Chinese restaurant operation in Hong Kong.

Assets acquired and liabilities recognised at the date of acquisition were as follows:

Acquisition of South Trend

Consideration transferred

33. 收購附屬公司(續)

於2025年11月，本集團訂立買賣協議，以90,000港元的代價收購順南有限公司(「順南」)全部繳足股本的90%。順南的主要業務為於香港經營中式酒樓。

於收購日期已收購資產及已確認負債如下：

收購順南

已轉讓代價

		HK$'000 千港元
Cash consideration	現金代價	90

Fair value of assets acquired and liabilities assumed at the respective dates of acquisition recognised by the Group:

本集團確認於各收購日期已收購資產及已承擔負債的公平值：

		HK$'000 千港元
Property, plant and equipment	物業、廠房及設備	132
Inventories	存貨	26
Rental deposits	租賃按金	364
Prepayment and other receivables	預付款項及其他應收款項	1,335
Cash and cash equivalents	現金及現金等價物	1,201
Trade and other payables	貿易及其他應付款項	(2,958)
		100

Goodwill arising on acquisition ***收購產生之商譽***

		HK$'000 千港元
Consideration transferred	已轉讓代價	90
Less: Fair value of identifiable net assets acquired	減：已收購可辨認淨資產的公平值	(90)
		–

Net cash inflow arising on acquisition ***收購產生的現金流入淨額***

		HK$'000 千港元
Cash consideration paid	已付現金代價	(90)
Cash and cash equivalents acquired	已收購現金及現金等價物	1,201
		1,111

33. ACQUISITIONS OF SUBSIDIARIES (Continued)

In January 2026, the Group entered into a sale and purchase agreement to acquire for 90% of the entity paid-up capital for Strong Harvest Limited ("Strong Harvest") at a consideration of HK$240,000. The principal activity of Strong Harvest is Chinese restaurant operation in Hong Kong.

Assets acquired and liabilities recognised at the date of acquisition were as follows:

Acquisition of Strong Harvest

Consideration transferred

		HK$'000
Cash consideration transferred		120
Outstanding as at 31 March 2026		120
		240

Fair value of assets acquired and liabilities assumed at the respective dates of acquisition recognised by the Group:

	HK$'000
Rental deposits	676
Trade and other receivables	221
Cash and cash equivalents	696
Trade and other payables	(2,248)
Contract liabilities	(2)
	(657)

Goodwill arising on acquisition

	HK$'000
Consideration transferred	240
Less: Fair value of identifiable net liabilities acquired	591
	831

Net cash outflow arising on acquisition

	HK$'000
Cash consideration paid	(120)
Cash and cash equivalents acquired	696
	576

33. 收購附屬公司(續)

於2026年1月，本集團訂立一份買賣協議，以收購盛堅有限公司(「盛堅」)90%的實體繳足股本，代價為240,000港元。盛堅的主要業務為在香港經營中式酒樓。

於收購日期確認之所收購資產及負債如下：

收購盛堅

已轉讓代價

	千港元
已轉讓現金代價	120
於2026年3月31日尚未結清	120

本集團於各收購日期確認之所收購資產及所承擔負債之公平值：

	千港元
租賃按金	676
貿易及其他應收款項	221
現金及現金等價物	696
貿易及其他應付款項	(2,248)
合約負債	(2)
	(657)

收購產生之商譽

	千港元
已轉讓代價	240
減：所收購可識別淨負債公平值	591
	831

收購產生之現金流出淨額

	千港元
已付現金代價	(120)
所收購現金及現金等價物	696
	576

34. DISPOSAL OF SUBSIDIARIES

In April 2024, Barry Investments Limited, a subsidiary of the Group, was disposed to an independent third party at a cash consideration of HK$10,000.

34. 出售附屬公司

本集團於2024年4月以10,000港元的現金代價出售其中一間附屬公司百力投資有限公司予一名獨立第三方。

		HK$'000 千港元
Cash inflow arising on disposal and cash consideration received	出售產生的現金流入及已收取現金代價	10

Analysis of assets and liabilities over which control was lost:

已失去控制權的資產及負債分析：

		HK$'000 千港元
Property, plant and equipment	物業、廠房及設備	1,452
Trade and other payables	貿易及其他應付款項	(101)
Deferred income	遞延收入	(582)
Net assets disposed of	所出售資產淨額	769

Loss on disposal of a subsidiary:

出售一間附屬公司虧損：

		HK$'000 千港元
Cash consideration	現金代價	10
Net assets disposed of	所出售資產淨額	(769)
Loss on disposal	出售虧損	(759)

34. DISPOSAL OF SUBSIDIARIES (Continued)

In September 2024, All Perfect Limited, a subsidiary of the Group, was disposed to an independent third party at a cash consideration of HK$1.

34. 出售附屬公司(續)

本集團於2024年9月以1港元的現金代價出售其中一間附屬公司皆美有限公司予一名獨立第三方。

		HK$'000 千港元
Cash inflow arising on disposal and cash consideration received	出售產生的現金流入及已收取現金代價	–*

Analysis of assets and liabilities over which control was lost: 已失去控制權的資產及負債分析：

		HK$'000 千港元
Trade and other payables	貿易及其他應付款項	(36)
Net liabilities disposed of	所出售負債淨額	(36)

Gain on disposal of a subsidiary: 出售一間附屬公司收益：

		HK$'000 千港元
Cash consideration	現金代價	–*
Net liabilities disposed of	所出售負債淨額	36
Gain on disposal	出售收益	36

34. DISPOSAL OF SUBSIDIARIES (Continued)

In September 2024, Eternal Grand Developments Limited and its subsidiaries, subsidiaries of the Group, were disposed to an independent third party at a cash consideration of approximately HK$8.

Net cash outflow from disposal of subsidiaries:

34. 出售附屬公司 (續)

本集團於2024年9月以約8港元的現金代價出售附屬公司長宏發展有限公司及其附屬公司予一名獨立第三方。

出售附屬公司的現金流出淨額：

		HK$'000 千港元
Total consideration received	已收代價總額	–*
Less: bank and cash balances disposed of	減：所出售銀行及現金結餘	(121)
Net cash outflow from disposal of subsidiaries	出售附屬公司的現金流出淨額	(121)

Analysis of assets and liabilities over which control was lost:

已失去控制權的資產及負債分析：

		HK$'000 千港元
Trade and other receivables	貿易及其他應收款項	666
Bank and cash balances	銀行及現金結餘	121
Trade and other payables	貿易及其他應付款項	(2,830)
Lease liabilities	租賃負債	(152)
Net liabilities disposed of	所出售負債淨額	(2,195)

Gain on disposal of subsidiaries:

出售附屬公司的收益：

		HK$'000 千港元
Cash consideration	現金代價	–*
Reclassification of cumulative exchange reserve on disposal of subsidiaries	於出售附屬公司時重新分類累計匯兌儲備	171
Net liabilities disposed of	所出售負債淨額	2,195
Gain on disposal	出售收益	2,366

* Less than HK$1,000

* 少於1,000港元

34. DISPOSAL OF SUBSIDIARIES (Continued)

In August 2024, Global Gourmet Catering Services Management Limited and its subsidiaries, subsidiaries of the Group, were disposed to an independent third party at a cash consideration of approximately HK$8.

Net cash outflow from disposal of subsidiaries:

34. 出售附屬公司 (續)

本集團於2024年8月以約8港元的現金代價出售附屬公司Global Gourmet Catering Services Management Limited及其附屬公司予一名獨立第三方。

出售附屬公司的現金流出淨額：

		HK$'000 千港元
Total consideration received	已收代價總額	–*
Less: bank and cash balances disposed of	減：所出售銀行及現金結餘	(1)
Net cash outflow from disposal of subsidiaries	出售附屬公司的現金流出淨額	(1)

Analysis of assets and liabilities over which control was lost:

已失去控制權的資產及負債分析：

		HK$'000 千港元
Right-of-uses assets	使用權資產	223
Trade and other receivables	貿易及其他應收款項	328
Bank and cash balances	銀行及現金結餘	1
Lease liabilities	租賃負債	(379)
Net assets disposed of	所出售資產淨額	173

Loss on disposal of subsidiaries:

出售附屬公司虧損：

		HK$'000 千港元
Cash consideration	現金代價	–*
Net assets disposed of	所出售資產淨額	173
Loss on disposal	出售虧損	(173)

* Less than HK$1,000

* 少於1,000港元

35. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

35. 本公司財務狀況表

		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元
Non-current asset	**非流動資產**		
Investment in a subsidiary	於一間附屬公司之投資	**4,909**	4,909
Current assets	**流動資產**		
Amounts due from subsidiaries	應收附屬公司款項	**1,724**	1,724
Bank balances	銀行結餘	**35**	26
		1,759	1,750
Current liabilities	**流動負債**		
Amounts due to subsidiaries	應付附屬公司款項	**11,640**	4,129
Accruals and other payables	應計費用及其他應付款項	**32,900**	33,465
		44,540	37,594
Net current liabilities	**流動負債淨額**	**(42,781)**	(35,844)
Net liabilities	**負債淨額**	**(37,872)**	(30,935)
Capital and reserves	**資本及儲備**		
Share capital	股本	**11,500**	11,500
Reserves (Note)	儲備（附註）	**(49,372)**	(42,435)
		(37,872)	(30,935)

35. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (Continued)

35. 本公司財務狀況表 (續)

Note: Movements in the reserves during the years are as follow:

附註： 於年內的儲備變動如下：

		Share premium 股份溢價	Other reserves 其他儲備 (Note) (附註)	Accumulated losses 累計虧損	Total 總計
At 1 April 2024	於2024年4月1日	135,967	4,967	(177,001)	(36,067)
Loss and total comprehensive expense for the year	年內虧損及全面開支總額	–	–	(6,368)	(6,368)
At 31 March 2025 and 1 April 2025	於2025年3月31日及2025年4月1日	135,967	4,967	(183,369)	(42,435)
Loss and total comprehensive expense for the year	年內虧損及全面開支總額	–	–	(6,937)	(6,937)
At 31 March 2026	於2026年3月31日	135,967	4,967	(190,306)	(49,372)

Note: Other reserves represented (i) the difference between the aggregate amount of issued and fully paid share capital of the subsidiaries acquired by the Company and the nominal amount of the shares issued by the Company in exchange for the entire equity interests in the subsidiaries as part of the group reorganisation and (ii) deemed contribution arising from the listing expenses borne by the controlling shareholder of the Company.

附註： 其他儲備指(i)本公司收購附屬公司的已發行及已繳足股本總額與本公司為換取附屬公司全部股權（作為集團重組的一部分）而發行的股份面值之間的差額；及(ii)由上市開支產生並由本公司控股股東承擔的視作出資。

36. CONTINGENT LIABILITIES

On 8 July 2022, the Company has entered into a Business Development Consultancy Agreement (the "**Consultancy Agreement**") with Jasons Holdings (Shenzhen) Company Limited (杰晟思控股(深圳)有限公司) ("**Jasons**"), pursuant to which Jasons will be remunerated in the manner to be agreed between the Company and Jasons.

On 14 July 2023, in relation to the remuneration for the Consultancy Agreement, the Company entered into a remuneration agreement with Jasons (the "**Remuneration Agreement**"), pursuant to which the consultancy fee (i.e. HK$9,400,000) (the "**Consultancy Fee**") to Jasons shall be settled by way of allotment and issue of 45,000,000 shares ("**Consideration Shares**") at the issue price of HK$0.227 for each Consideration Share. The application to issue the Consideration Share had subsequently be withdrawn by the Company on 17 November 2023.

On 28 June 2024, the lawyer of Jasons has issued a petition to wind up the Company, on the basis of the alleged failure by the Company to repay its debts amount of HK$9,400,000. The winding up hearing of which shall take place on 16 April 2025.

On 10 March 2025, the Company received a winding up petition filed by Jasons against the Company under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) in the High Court of Hong Kong, on the basis of the alleged failure by the Company to repay its debts amount of RMB9,400,000. The Petition was scheduled to be heard on 16 April 2025. Subsequently, the hearing is adjourned to 11 June 2025.

An order was made by the High Court of Hong Kong on 13 February 2026 that the winding up petition was dismissed.

36. 或然負債

於2022年7月8日,本公司與杰晟思控股(深圳)有限公司(「**杰晟思**」)訂立一份業務發展顧問協議(「**顧問協議**」),根據該協議,杰晟思將按照本公司與杰晟思協定的方式獲得薪酬。

於2023年7月14日,就顧問協議的薪酬而言,本公司與杰晟思訂立薪酬協議(「**薪酬協議**」),據此,顧問費(即9,400,000港元)(「**顧問費**」)將以配發及發行45,000,000股股份(「**代價股份**」)的方式支付,發行價為每股代價股份0.227港元。其後,本公司於2023年11月17日撤回發行代價股份的申請。

於2024年6月28日,基於所聲稱的本公司未能償還其金額為9,400,000港元的債務,杰晟思的律師已提交清盤本公司的呈請。其清盤聆訊應於2025年4月16日進行。

於2025年3月10日,本公司收到由杰晟思根據香港法例第32章公司(清盤及雜項條文)條例在香港高等法院針對本公司提交的清盤呈請,理由是本公司被指未能償還其債務款項人民幣9,400,000元。呈請定於2025年4月16日聆訊。隨後,聆訊已押後至2025年6月11日。

於2026年2月13日,香港高等法院頒令駁回該清盤呈請。

37. EVENTS AFTER THE REPORTING PERIOD

On 13 April 2026, the Company completed a placing at an aggregated 230,000,000 placing shares to independent investors at the placing price of HK 0.064 per placing share (the "**Placing**"). The gross and net proceeds from the Placing, after deducting of related costs and expenses are approximately HK$14.6 million and HK$13.6 million respectively. The Company intends to apply the net proceeds for general working capital of the Group.

On 30 April 2026, the Group completed the share consolidation of every ten issued and unissued existing shares of par value of HK$0.01 per share into one consolidated share of HK$0.10 per share. The number of authorized shares changed to 500,000,000.

37. 報告期後事項

於2026年4月13日,本公司完成以配售價每股配售股份0.064港元向獨立投資者配售合共230,000,000股配售股份(「**配售事項**」)。配售事項之所得款項總額及所得款項淨額(經扣除相關成本及開支後)分別約為14.6百萬港元及13.6百萬港元。本公司擬將所得款項淨額用作本集團之一般營運資金。

於2026年4月30日,本集團完成股份合併,將每十股每股面值0.01港元之已發行及未發行現有股份合併為一股每股面值0.10港元之合併股份。法定股份數目更改為500,000,000股。

Financial Summary
財務概要

For the year ended 31 March 2026 截至2026年3月31日止年度

RESULTS 業績

		Year ended 31 March 截至3月31日止年度				
		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元	2024 2024年 HK$'000 千港元	2023 2023年 HK$'000 千港元	2022 2022年 HK$'000 千港元
Revenue	收益	**323,656**	227,632	421,309	304,356	294,120
Profit/(loss) before taxation	稅前溢利／(虧損)	**16,044**	(31,903)	29,145	(6,940)	(31,933)
Income tax expenses	所得稅開支	**(5,798)**	(69)	(300)	–	(80)
		10,246	(31,972)	28,845	(6,940)	(32,013)
Attributable to:	應佔：					
Owner of the Company	本公司擁有人	**10,369**	(31,972)	28,845	(6,940)	(32,013)

ASSETS AND LIABILITIES 資產及負債

		As at 31 March 於3月31日				
		2026 2026年 HK$'000 千港元	2025 2025年 HK$'000 千港元	2024 2024年 HK$'000 千港元	2023 2023年 HK$'000 千港元	2022 2022年 HK$'000 千港元
Total assets	總資產	**111,080**	79,270	183,673	255,798	336,595
Total liabilities	總負債	**(92,200)**	(70,570)	(142,830)	(243,931)	(317,828)
Total equity	總權益	**18,880**	8,700	40,843	11,867	18,767
Equity	權益					
Equity attributable to owners of the Company	本公司擁有人應佔權益	**19,069**	8,700	40,843	11,867	18,767

Easyhold Group Holdings Limited
誼 和 股 份 有 限 公 司