

International Housewares Retail Company Limited

(Incorporated in the Cayman Islands with limited liability)

Stock code: 1373

品牌升級

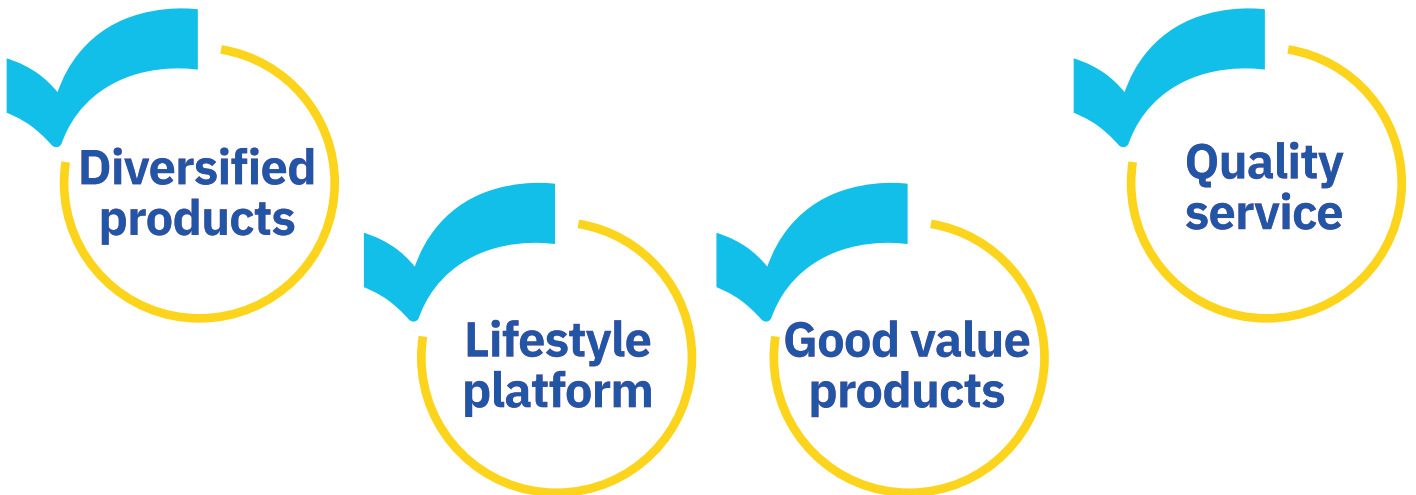
JHC 真好城

Truly yours!
真係好!

Annual Report 2026

Mission Statement

To become a community companion through upgrading and transformation, JHC will fully leverage its online-to-offline (O2O) retail network to enhance customer experience through four key pillars: truly good quality, truly good service, truly good lifestyle platform and tapping into the silver economy and fulfilling ESG commitments.



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Highlights

The board of directors (the “Board” or “Director(s)”) of International Housewares Retail Company Limited (the “Company”) is pleased to announce the consolidated annual results of the Company and its subsidiaries (collectively referred to as the “Group” or “we”) for the financial year ended 30 April 2026 (the “Year”) prepared in accordance with the relevant requirements of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Listing Rules” and the “Stock Exchange” respectively), together with comparative figures for the financial year ended 30 April 2025 (“2024/25” or the “Last Year”).

- Revenue for the Year amounted to HK\$2,311,652,000 (2024/25: HK\$2,536,822,000) ⁽¹⁾, during the Group's ongoing efforts to optimize its store network and phase out underperforming stores.
- Profit attributable to owners of the Company for the Year was HK\$45,185,000 (2024/25: HK\$47,727,000).
- The Group maintained a strong financial position with cash and cash equivalents of HK\$337,641,000 (30 April 2025: HK\$284,560,000).
- The Board has resolved to recommend payment of a final dividend of HK2.3 cents per share (2024/25: HK1.5 cents per share). Together with an interim dividend of HK3.0 cents per share already paid, the total dividend for the Year would be HK5.3 cents per share (2024/25: HK5.5 cents per share).

FIVE-YEAR FINANCIAL SUMMARY

The results, assets, liabilities and key ratios of the Group for each of the last five financial years ended 30 April are as follows:

	2026 HK\$'000	2025 HK\$'000	2024 HK\$'000	2023 HK\$'000	2022 HK\$'000
Financial performance					
Revenue	2,311,652	2,536,822	2,687,036	2,825,994	2,920,775
Operating profit	66,542	73,929	137,422	225,454	278,115
Profit before income tax	51,719	55,393	119,769	213,977	262,013
Profit for the year	41,325	42,238	99,797	181,875	220,318
Financial position					
Cash and cash equivalents	337,641	284,560	338,501	402,310	416,923
Total assets	1,350,553	1,497,230	1,742,182	1,777,438	1,738,760
Total liabilities	(480,801)	(632,788)	(848,474)	(873,035)	(843,905)
Net assets	869,752	864,442	893,708	904,403	894,855
Key ratios					
Revenue (decline)/growth%	(8.9%)	(5.6%)	(4.9%)	(3.2%)	8.5%
Gross profit margin	45.8%	46.0%	46.9%	46.4%	45.7%
Total dividend (expressed in HK cents per share)	5.3	5.5	11.2	22.0	26.7

Note:

1. Comparative figures for the financial year ended 30 April 2025 are shown as 2024/25 or 2025 in brackets.

Awards and Recognition

Company has endorsed list of awards (excerpt below) in the fields of enterprise achievement, services excellence and caring for society, which demonstrate our good reputations in the industry and our contributions to the society.



Courtesy Stores Fun Shopping & Leisure Category	2025	Outstanding QTS Merchant Bronze Awards	2019 2017
Retail Innovation Award Technology Innovation Excellence Award Adversity Award - Good Use of Technology Award	2024 2020	World's Most Popular and Excellent Brand Awards	2018
True Living Supreme Brand Awards 2022, Supreme O2O Convenience GMS	2022	Octopus Usage Growth Award Other Retail	2015
Top 10 Quality E-shop	2020-2022 2018	Octopus Usage Awards for New Retail Merchant	2014

Corporate Social Responsibility



Donation boxes of various non – profit organizations including Hong Kong Seeing Eye Dog Services, Christian Action, Orbis and Heifer International (Hong Kong) are placed at specific retail stores.



Donated \$300,000 to the Community Chest of Hong Kong and distributed emergency relief kits free of charge to assist residents affected by the fire in Wang Fuk Court.



The Group has been granted the “Caring Company” for consecutive 20 Years or more by The Hong Kong Council of Social Service.



Our Group participated in Standard Chartered Hong Kong Marathon.



The Group has joined "Fluorescent Lamp Recycling Programme" which is organized by Environmental Protection Department. Collection boxes are placed at specific retail stores.



The Group supported the sight-saving work around the world of Orbis.



During the COVID-19 period, 5,000 RAT sets were donated to Community Chest to the people in need by the Group.

The Group's History



Major strategic change of business model from a "HK \$10 store" to a "housewares product specialist store"



Acquisition of a leading housewares retail chain business in Singapore and formation of our joint venture arrangement in Singapore



JHC eshop was launched

Successfully acquired and integrated the brand "ELLA"

1991

2001

2002

2011

2013

2015

The first store in North Point, Hong Kong, was opened by founders, Mr. Lau Pak Fai and Ms. Ngai Lai Ha

In 1993, the first "HK \$10 store" was opened in Hong Kong



Exploration of overseas market through export sales and operating arrangements with local entities

Launched own brand products



Acquisition of 100% interest in JHC (Macau) Single - Member Company Limited in Macau

International Housewares Retail Company Limited (Stock code:1373) was successfully listed on the mainboard of the Hong Kong Stock Exchange



The Group became a strategic business shareholder of YOHO Group

JHC joined foodpanda mall, in collaboration to operate a one-stop living grocery platform

Exceeded 1,000,000 members of J Fun



One of the Group's logistic centre, which takes up approximately 84,000 sq. ft, is stationed at the ATL

The Group celebrated its 10-year listing anniversary on the HKEx

Opened a new JHC concept store in The Wai, Tai Wai

Brand upgrade: All "JHC 日本城" stores have been rebranded as "JHC 真好城" to reflect the latest business strategy.



2020

2021

2022

2023

2024

2026



JHC Clean Health Production Limited was set up to produce own brand Smile 365 face Masks

The first "DAY DAY STORE" was open

The Group's revenue and profit recorded new high

JHC developed towards convenience GMS. Both online and offline platforms and our relationships with customer through digital channels and social media are strengthened so as to provide better shopping experience to customers.



日本城 JHC

The Group was in celebration of 30th anniversary

Won "Junzi Corporation Exemplary Award"

Won "ListCo Excellence Awards"



"Click & Collect" same day pick-up service has been newly introduced by JHCeshop.com

Awarded Caring Company 20+ years

Granted QTSA recognised merchant for consecutive 20 years

Introduced J Fun Gold membership

Chairman's Statement

To Our Shareholders,

On behalf of the board of directors (the "Board") of International Housewares Retail Company Limited (the "Company", together with its subsidiaries, collectively referred to as the "Group" or "we"), I am pleased to present our comprehensive business review and strategic roadmap for the coming fiscal year.

ANNUAL REVIEW AND PROSPECT

Strategic Elevation of Our 35-Year Flagship Retail Brand into a "One-stop Daily Life Platform"

The local retail market continues to navigate significant structural headwinds, including shifts in consumer behavior, the rapid expansion of e-commerce, and increasing outbound cross-border spending. We view these challenges as pivotal opportunities for strategic elevation. To capture new growth, the Group is executing a decisive repositioning, evolving our established chain retail network into a comprehensive, community "One-stop daily life platform" across Hong Kong and Macau. By integrating physical and digital touchpoints and forging strategic brand partnerships, we are fundamentally redefining the customer experience.

As we celebrate JHC's 35th anniversary, our Group is elevating to its next chapter with a strategic rebranding. For 35 years, JHC has grown alongside the Hong Kong community. To align with our long-term development and elevated market positioning, effective 15 July 2026, 'JHC 日本城' officially transitioned to 'JHC 真好城'. Underpinning this evolution is our steadfast commitment to delivering 'Truly Yours, Truly Best' products and services. This strategic brand evolution is driven by four key growth pillars:

1. *Upgrading and Optimizing the Product Portfolio for Quality and Value*

We continuously refine our product assortment to appeal to different demographics and evolving consumer preferences. Our global sourcing teams actively streamline supply chains to optimize cost structures while delivering value for money products. Furthermore, we enforce standard testing and compliance protocols across our private label OEM products. Over a thousand SKUs that satisfy safety and compliance standards carry the "Truly Quality" mark, giving customers complete confidence in every purchase.

2. *Elevating the Customer Experience*

We have raised service standards across all physical stores and digital channels, delivering a seamless, customer-centric, and stress-free buying experience. Frontline staff are being transitioned into "Product Ambassadors" through targeted training, enabling them to offer practical, customer-focused product recommendations. In select stores, upgraded layouts feature dedicated experiential zones for live product trials and food tastings. These interactions deepen customer engagement and bring our "Truly Yours" immersive retail experience to life.

3. *Expanding Strategic Collaboration for a Community Daily Life Platform*

Leveraging our extensive network of over 260 retail locations in Hong Kong, we are forging strategic partnerships that integrate daily essentials, shopping, and localized services. Building on our fulfillment collaboration with YOHO, we have expanded our partnership with HKTVmall to serve as neighborhood pickup locations, now upgraded with cold-chain storage capabilities for chilled and frozen items.

Since May 2026, we have secured distribution rights for JD.com's private-label brands, "J.ZAO" (京造) and "OCHAMA". This initiative introduces over a thousand online SKUs across four major categories, small home appliances, household products, home furniture, and travel gear to our JHC digital platform. Customers can conveniently place orders online and collect items at our local JHC store. Additionally, the JHC App now distributes cross-merchant promotional offers from various local partners, driving store foot traffic and stimulating the broader local economy.

4. *Capitalizing on the Silver Economy and Embedding ESG Commitments*

Our retail expansion is integrated with our Environmental, Social, and Governance (ESG) commitments. In partnership with the social enterprise "Elderly Alliance", we launched a dedicated sales platform and engaged frontline staff aged 55 and above to lead in-store promotional roadshows. By directing 85% of project proceeds directly back to the social enterprise, we are delivering meaningful community value.

Chairman's Statement *(Continued)*

Outlook and Strategic Opportunities

Looking ahead, while the retail environment presents ongoing uncertainties, operational efficiency and disciplined cost control remain central to our strategy. Operating in Hong Kong's high-expense retail sector requires proactive business model evolution to ensure sustainable, long-term growth.

Supported by a healthy balance sheet, strong cash flows, an experienced, swift-action operations team, and a loyal customer base built over 35 years, the Group is well-positioned to execute its strategic elevation plans. Moving forward, by integrating our online and offline retail networks with a steadfast commitment to quality products and service, we will reposition the Group as a community-focused, one-stop daily life platform, enabling us to remain resilient and capture new opportunities in an evolving market.

Concurrently, Hong Kong's ongoing structural development presents compelling growth opportunities. The progressive development of the Northern Metropolis is expected to unlock new consumer demand, while ongoing talent and population inflow policies continue to expand our potential addressable market. Furthermore, Hong Kong's continues to deepen integration across the Greater Bay Area will foster stronger cross border interaction, injecting fresh vitality into local retail sentiment.

The Group is confident that by staying closely attuned to market dynamics and maintaining agile execution, headwinds can be converted into sustainable growth opportunities. We retain firm optimism regarding the long term vitality of Hong Kong's consumer market and remain fully committed to driving the “JHC 真好城” brand toward its next chapter, creating sustainable, long-term value for our shareholders, customers, and community.

APPRECIATION

On behalf of the Board, I would like to extend our deepest appreciation to our valued shareholders, trusted partners, and dedicated employees. Your steadfast support and unwavering commitment have been instrumental in navigating the challenges of the current market environment. With continued determination and collective effort, we remain resolute in driving strategic elevations and achieving sustainable growth.

By order of the Board
NGAI Lai Ha

Chairman and Group Chief Executive Officer

Hong Kong, 28 July 2026

Management Discussion and Analysis

CORPORATE PROFILE

Established in 1991, the Group offers housewares, trend-based items, health and wellness care, personal care, food and household FMCG through a comprehensive retail network comprising around 350 stores in Hong Kong, Singapore, Macau under retail brands including JHC (真好城), Japan Home (日本の家), 123 by ELLA, City Life (生活提案) and Day Day Store (日記士多), as well as via the online platforms JHC eshop (真好城網購) and EasyBuy (易購點). To align with long-term development and elevated market positioning, the Group is executing a decisive repositioning, evolving our established chain retail network into a comprehensive, community “One-stop daily life platform” across Hong Kong and Macau.

FINANCIAL PERFORMANCE

Profit attributable to owners of the Company for the Year was HK\$45,185,000 (2024/25: HK\$47,727,000).

Revenue for the Year amounted to HK\$2,311,652,000 (2024/25: HK\$2,536,822,000), during the Group's ongoing efforts to optimize its store network and phase out underperforming stores.

LIQUIDITY AND FINANCIAL RESOURCES

The Group reaffirms that its financial operations remain stable, with sound liquidity and prudent capital management. Despite the challenging market conditions, the Group continues to maintain profitability, supported by a stable historical earnings record. As at 30 April 2026, the Group maintained a strong financial position, with cash and cash equivalents of HK\$337,641,000 (30 April 2025: HK\$284,560,000), representing an increase of 18.7% and demonstrating further improvement in liquidity. The majority of the cash and bank deposits are denominated in Hong Kong dollars and are held with major banks in Hong Kong, with maturities of less than three months. This indicates that the Group prioritizes liquidity and cash flow, especially in uncertain economic times.

The Group followed a prudent treasury management policy and avoided highly leveraged or speculative derivative products by placing surplus cash mainly as Hong Kong dollar bank deposits with appropriate maturity periods to meet future funding requirements. As at 30 April 2026, the Group's current ratio was consistent at 2.1 (30 April 2025: 1.7). The total borrowings of the Group as at 30 April 2026, amount to HK\$11,920,000 (30 April 2025: HK\$15,114,000). The Group's gearing ratio, as determined by total borrowings and loans from a non-controlling shareholder of a subsidiary divided by total equity, was reported as 2.25% (30 April 2025: 2.61%). This contributed to the Group's net cash position.

DISTRIBUTION NETWORK

Established in 1991, the Group offers housewares, trend-based items, health and wellness care, personal care, food and household FMCG through a comprehensive retail network comprising around 350 stores in Hong Kong, Singapore, Macau under retail brands including JHC (真好城), Japan Home (日本の家), 123 by ELLA, City Life (生活提案) and Day Day Store (日記士多), as well as via the online platforms JHC eshop (真好城網購) and EasyBuy (易購點). To align with long-term development and elevated market positioning, the Group is executing a decisive repositioning, evolving our established chain retail network into a comprehensive, community “One-stop daily life platform” across Hong Kong and Macau.

Built on over three decades of resilience, it is evident that our Group's strong brand recognition and extensive retail network have served as the foundation for our stable and sustainable business scale and market share. In response to the HKSAR government's initiatives to attract talent and expand housing supply in Hong Kong, we must strategically plan the development of our store network to align with evolving demographic trends and housing availability. Concurrently, we are conducting a comprehensive review of our existing store network and phasing out underperforming locations to enhance operational efficiency.

The launch of our “Click & Collect” service on the “JHC eShop” and “Easy Buy” online platforms has transformed our retail stores into efficient fulfillment hubs for online orders. This initiative has expanded our product offerings, particularly for bulk items such as plastic storage solutions, furniture, and large electrical appliances. We believe these measures will further optimize retail space utilization, enabling greater flexibility in store location selection and improved control over rental expenses.

Management Discussion and Analysis *(Continued)*

Looking ahead, the Group maintains a cautiously optimistic outlook for its medium-to long-term business prospects, with a continued focus on Hong Kong. The Group's operating activities in Hong Kong represent the core of its entire business, contributing approximately 85.8% of the Group's revenue for the financial year ended 30 April 2026. Below is a summary of the Group's directly managed and licensed stores by location:

	As at 30 April 2026	As at 30 April 2025	Net (decrease)
The Group's directly managed stores			
Hong Kong	296	306	(10)
Singapore	39	47	(8)
Macau	9	9	–
The Group's overseas licensed stores	5	5	–
Total	349	367	(18)

HUMAN RESOURCES

Despite the HKSAR government's efforts to address labor shortages through initiatives such as the Enhanced Supplementary Labour Scheme, businesses continue to face challenges due to elevated staff costs. In response, the Group has implemented rigorous cost-control measures, including strict budgetary oversight and workforce optimization. Strategic adjustments in manpower allocation across various stores have been made to optimize total working hours and control staffing costs. Furthermore, the Group has adopted in-store automation technologies to reduce manual workloads, streamline operations, and enhance efficiency. To keep compensation closely tied to sales performance, the Group routinely reviews its remuneration packages, performance-based bonuses and incentives to eligible employees to motivate and retain talent, leading to an 11.4% reduction in total employee benefit expenses for the Year, decreasing to HK\$360,037,000 (2024/25: HK\$406,146,000).

OPERATIONAL REVIEW BY BUSINESS NATURE

The Group achieved the retail revenue of HK\$2,295,547,000 for the Year (2024/25: HK\$2,517,694,000), which included consignment sales commission income, accounted for 99.3% (2024/25: 99.2%) of its total revenue. The revenue from the wholesale business, licensing income and others as a whole amounted to HK\$16,105,000 (2024/25: HK\$18,128,000).

OPERATIONAL REVIEW BY GEOGRAPHICAL LOCATIONS

Operations Review – Hong Kong and Macau

During the Year, the Group's operations in Hong Kong and Macau demonstrated strategic resilience while navigating a challenging retail environment marked by structural shifts. In Hong Kong, the sector faced headwinds stemming from changes in consumer behavior, expanded e-commerce adoption, and an increase in outbound cross-border spending, particularly northbound travel into mainland China. Despite these pressures, Hong Kong remained the Group's primary market, recording a revenue of HK\$1,982,942,000 for the Year, which turned to a decline against Last Year of HK\$2,185,328,000. Nevertheless, Hong Kong remains the key market accounting for 85.8% of the Group's total revenue (2024/25: 86.1%).

In response to evolving market dynamics, the Group executed a comprehensive business elevation strategy to enhance operational efficiency and market competitiveness. Product assortments are continuously refined to appeal to diverse demographics and evolving consumer preferences, including the introduction of more of the Group's private label OEM products to further diversify its offerings. Furthermore, global sourcing capabilities have been strengthened to streamline supply chains, lower procurement costs, and deliver value-for-money products, which also allowed the Group to conduct more promotions and pass cost savings on to its customers. To mitigate high fixed costs across Hong Kong's retail sector, stringent cost control measures and operational automation drove progress in managing staff costs, while proactive landlord negotiations yielded favorable rental outcomes. Backed by a healthy balance sheet and strong cash generation, the Group remains well-positioned to fund strategic initiatives and adapt to dynamic market conditions. Guided by financial prudence and operational agility, the Group sustained profitability across Hong Kong and Macau, maintained steady dividend payouts, and continued evolving its retail network into a community-focused, One-stop daily life platform across both territories.

Management Discussion and Analysis *(Continued)*

Operating within Hong Kong's challenging retail environment requires a continuous focus on efficiency and cost control. To protect margins and reinforce our competitive position, the Group actively implemented targeted measures across all major cost centers during the Year. Through the refinement of store performance metrics and more efficient workforce planning, we achieved higher labor productivity while effectively containing staff costs. Simultaneously, our strategic approach to lease renewals enabled us to secure more favorable terms from landlords, mitigating our rental commitments and costs.

As part of our broader business reform, the Group undertook a comprehensive review of its retail network. By phasing out inefficient stores, we successfully reduced structural operating costs and consolidated resources around our core revenue drivers. Looking forward, management will maintain strict expenditure oversight and explore further operational efficiencies to preserve a healthy financial position and support sustainable financial growth.

Looking ahead, the Group maintains a positive outlook on future growth opportunities driven by key developments in Hong Kong. The ongoing progression of the Northern Metropolis is expected to generate new consumer demand, while government policies facilitating population inflows will steadily expand the addressable customer base. Furthermore, Hong Kong's continues to deepen integration across the Greater Bay Area will foster stronger cross border interaction, injecting fresh vitality into local retail sentiment.

The Group's Macau operations sustained profitability and delivered positive performance for the Year, generating revenue of HK\$51,974,000 (2024/25: HK\$50,222,000). Despite encountering market dynamics similar to Hong Kong, the Macau segment demonstrated operational resilience and strong cost control, achieving top line growth while reinforcing the long-term sustainability of its business model.

Operations Review – Singapore

During the Year, the Group recorded revenue of HK\$276,736,000 in the Singapore market (2024/25: HK\$301,272,000). In response to heightened operating cost pressures, management proactively executed strategic measures to enforce stringent cost control and elevate overall operational efficiency.

To strengthen its market position and improve gross profit margins, the Group is systematically phasing out underperforming products while closely monitoring consumer demand to dynamically adjust its product mix. Looking ahead, as part of its long-term strategic planning, the Group is actively exploring the feasibility of introducing a new franchise model in collaboration with local franchisees in Singapore. Under this prospective framework, the Group aims to roll out its private label OEM products to further diversify its portfolio and capture a broader market share. Partnering with established local franchisees offers a compelling opportunity to leverage regional retail expertise, expand the brand's market footprint in an asset-light manner, and enhance long-term scalability across the region.

Alongside portfolio optimization and strategic partnerships planning, the Group has intensified its focus on disciplined cost control measures across all operational levels. Comprehensive expenditure reviews are ongoing to secure savings, including the elimination of non-essential discretionary spending, and the streamlining of core processes to lower overhead costs. Furthermore, underperforming stores are under rigorous review, driving swift consolidations such as operational adjustments, staff retraining, or strategic repositioning. Moreover, staff performance metrics have been closely aligned with core business objectives through targeted workforce optimizations to enhance overall workforce productivity.

The Group maintains a cautiously optimistic outlook on its Singapore operations, driven by an optimized product mix, strict cost discipline, and private label (OEM) synergies. Looking ahead, the potential adoption of strategic franchise partnerships further positions the Group to navigate the dynamic local retail landscape.

Report of the Directors

The directors of the Company (together the “Directors” and each a “Director”) present their report and the audited consolidated financial statements for the financial year ended 30 April 2026.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The subsidiaries are principally engaged in the retail sales of housewares products. There was no significant change in the nature of the Group’s principal activities during the Year.

BUSINESS REVIEW

A review of the business of the Group during the Year and a discussion of its prospects are provided in the “Chairman’s Statement” and the “Management Discussion and Analysis” of the annual report. A description of financial risk factors that the Group is facing is provided in note 4 to the consolidated financial statements. An analysis of the Group’s performance during the Year in terms of financial key performance indicators is provided in the “Five-Year Financial Summary” of the annual report. Discussions on the environmental policies and performance, disclosure of regulatory compliance by the Group with the relevant laws and regulations that have a significant impact on the Group and the account of the key relationships of the Group with its stakeholders are contained in the “Environmental, Social and Governance Report” of the annual report. The above sections form parts of the report of the directors.

RESULTS AND DIVIDENDS

The results of the Group for the Year are set out in the consolidated income statement. An interim dividend of HK3.0 cents (2024/25: an interim dividend of HK4.0 cents) per share, representing a total payout of approximately HK\$21,404,000 was paid by the Company on 4 February 2026. The Board has resolved to recommend payment of a final dividend of HK2.3 cents per share to shareholders whose names appear on the register of members of the Company on Wednesday, 7 October 2026 which will be paid on or around Friday, 23 October 2026, subject to the approval of the shareholders at the forthcoming annual general meeting of the Company to be held on Thursday, 24 September 2026. Taking into account of the interim dividend payment, the total dividend for the Year would amount to HK5.3 cents (2024/25: HK5.5 cents) per ordinary share, totaling approximately HK\$37,724,000 for the Year.

There is no arrangement that a shareholder of the Company has waived or agreed to waive any dividends. As at the date of this report, there are no treasury shares held by the Company (whether held or deposited in the Central Clearing and Settlement System, or otherwise).

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company for the forthcoming annual general meeting of the Company to be held on Thursday, 24 September 2026 will be closed from Monday, 21 September 2026 to Thursday, 24 September 2026, both days inclusive, during which period no transfer of shares of the Company will be effected. The record date for determining the entitlement of the shareholders of the Company to attend and vote at the AGM will be Thursday, 24 September 2026. In order to determine the identity of members who are entitled to attend and vote at the AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 18 September 2026.

Subject to the approval of the shareholders at the AGM, the proposed final dividend will be payable to the shareholders of the Company whose names appear on the register of members of the Company after the close of business on Wednesday, 7 October 2026 and the register of members of the Company will be closed from Friday, 2 October 2026 to Wednesday, 7 October 2026, (both days inclusive), during which no transfer of shares of the Company will be registered. The record date for determining the entitlement of the Shareholders of the Company to the proposed final dividend will be Wednesday, 7 October 2026. In order to qualify for the proposed final dividend, all share transfer documents, accompanied by relevant share certificates lodged with Company’s Hong Kong share registrar Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, 30 September 2026. The record date for determining the entitlement to the proposed final dividend is Wednesday, 7 October 2026.

Report of the Directors *(Continued)*

SUMMARY OF FINANCIAL INFORMATION

A summary of the results, assets and liabilities of the Group for the five years ended 30 April 2022, 2023, 2024, 2025 and 2026 is set out in the five – year financial summary. This summary does not form part of the audited financial statements.

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the property, plant and equipment of the Group during the Year are set out in note 15 to the consolidated financial statements.

INVESTMENT PROPERTIES AND OWNER-OCCUPIED PROPERTIES

Details of the Group's investment properties and owner-occupied properties as of the date of this report are set out below:

- Shop No.12 & 12B, G/F, Yip Cheong Building, No. 426-428B, Des Voeux Road West, Hong Kong
- Ground Floor and Basement of Avon Court, No.23 Caine Road, Hong Kong
- Shop No. 35, G/F., Yuccie Square, No. 38 Yuen Long On Ning Road, Yuen Long, New Territories
- Avenida do Ouvidor Arriaga, No. 72-C to 74-B, Edf. Kam Ma, Macau
- Rooms 1606-1610, Building 8-1, Suning Huigu Center, No. 301, Hanzhongmen Street, Gulou District, Nanjing City, Jiangsu Province, China
- Rooms 1601-1622 and Parking spaces 054 to 059 on the negative 2nd floor, Lufu Lianhe Guangchang (Lufu Union Square), No. 233, Hanxi Avenue West, Panyu District, Guangzhou, China

SHARE CAPITAL AND SHARE PREMIUM

Details of movements in the Company's share capital and share premium during the Year are set out in note 24 to the consolidated financial statements.

RESERVES

Movements in reserves during the Year are set out in note 26 to the consolidated financial statements and in the consolidated statement of changes in equity, respectively.

DISTRIBUTABLE RESERVES OF THE COMPANY

The Company's reserves available for distribution to shareholders as at 30 April 2026 were HK\$806,029,000, which comprised retained earnings of HK\$296,941,000 and share premium of HK\$509,088,000.

Under the Companies Act of the Cayman Islands, the share premium of the Company may be distributed subject to the provisions of the Company's Memorandum or Articles of Association and provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as and when they fall due in the ordinary course of business.

DIRECTORS

The Directors during the Year were:

Executive Directors:

Ms. Ngai Lai Ha (*Chairman and Group Chief Executive Officer*)
Mr. Lau Pak Fai Peter (*Honorary chairman*)
Mr. Cheng Sing Yuk (*Chief financial officer*)

Independent Non-executive Directors:

Mr. Mang Wing Ming, Rene
Mr. Ng Sze Yuen, Terry
Mr. Yeung Yiu Keung

Pursuant to article 84(1) & (2) of the Articles of Association of the Company, Ms. Ngai Lai Ha, Mr. Mang Wing Ming, Rene and Mr. Yeung Yiu Keung shall retire from office by rotation at the Annual General Meeting and shall be eligible for re-election.

Report of the Directors *(Continued)*

DIRECTORS' SERVICE CONTRACTS

None of the Directors has service contracts with the Company or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

DIRECTORS' REMUNERATION

The emoluments payable to the Directors will be decided by the board of directors on the recommendation of the Remuneration Committee, having regard to the Directors' duties, responsibilities and performance and the results of the Group. Particulars of the Directors' emoluments are set out in note 36(a) to the consolidated financial statements.

PROFILE OF DIRECTORS AND SENIOR MANAGEMENT

Executive Directors

Ms. NGAI Lai Ha,(MH), aged 54

Ms. Ngai is the co-founder of the Group and has been playing a key role in the continuing growth of the Group on different aspects since opening the first store in Hong Kong back to year 1991. Ms. Ngai is currently the Chairman and Group Chief Executive Officer of the Company. Ms. Ngai is also an executive Director, the Chairman of nomination committee, and a member of the remuneration committee of the Company. Ms. Ngai has dedicated most of her time and efforts to developing the business and has contributed significantly to the success of the Group throughout the years.

Taking the helm of the business, Ms. Ngai has spearheaded the Group's strategic plan development and execution, exploring new business opportunities in the ever-changing environment, enhancing the Group's all-round efficiency and effectiveness, improving the financial performance, and steering the Group into a new chapter by elevating "JHC" into a refreshed brand and establishing it as a "one-stop daily life platform". Leveraging on the network and relationships that she has personally established since the founding of the Group, Ms. Ngai has helped lay a solid foundation for the Group to further expand its business.

Ms. Ngai is currently a Chairman of Yau Tsim Mong District, Youth Development and Civic Education Committee, a Chairman of Yau Tsim Mong East Area Committee, a member of the Nanjing Committee of the Chinese People's Political Consultative Conference, a Vice Chairman of the Quality Tourism Services Association, a member of Retail Industry Training Advisory Committee of the Hong Kong Special Administrative Region and the management committee of Yaumati Kaifong Association School.

Ms. Ngai graduated from the Hong Kong Metropolitan University with a Bachelor of Business Administration degree in 2002. Ms. Ngai was also awarded the Honorary Fellow of the Professional Validation Centre of Hong Kong Business Sector in 2015. Ms. Ngai was honored the "Excellent Business women of the Year" by the Hong Kong Commercial Daily in 2017, "GBA Outstanding Women Entrepreneur Award" co-hosted by Hong Kong Small and Medium Enterprises Association and Metro Broadcast Corporation Limited in 2019 and "CEO Marketer of the Year" by Hong Kong Institute of Marketing (HKIM) in 2023. Ms. Ngai was awarded the Medal of Honour (MH) on 1 July 2026 in recognition of her dedicated and valuable community service in the Yau Tsim Mong District, particularly in youth development and promoting civic education.

Report of the Directors *(Continued)*

Mr. LAU Pak Fai Peter, aged 68

Mr. Lau has been executive Director and Chairman of the Company since 18 April 2013, the date of incorporation of the Company until resigned as Chairman of the Board on 1 March 2017. On the same day, Mr. Lau was appointed as Honorary Chairman and re-designated as a member (previously Chairman) of the nomination committee. Mr. Lau resigned as a member of the nomination committee of the Company with effect from 11 August 2017 but has remained as an executive Director. Mr. Lau is the co-founder of the Group, and has been the managing director of the Group since 1991. Mr. Lau became the chief executive officer in 2010, after the Group entered into a strategic partnership with EQT Greater China II. Mr. Lau resigned from the position of the chief executive officer of the Company on 7 January 2016.

Mr. Lau was raised in Hong Kong and studied in Canada, where he earned his bachelor's degree in science from the Department of Applied Science of Queen's University at Kingston, Canada in May 1979. In 1981, Mr. Lau established a trading company in Hong Kong and was engaged in the housewares import and export business prior to opening the first Japan Home Centre store in 1991. Mr. Lau is primarily responsible for the Group's overall corporate strategies, management and business development.

Mr. Lau was among the first to introduce the "one price" store concept to Hong Kong, which established Japan Home Centre in a strong position in the Hong Kong housewares retail market. The Group continues to benefit from his years of experience and expertise in the housewares retail market. In 1998, the City Junior Chamber honoured Mr. Lau's leadership and vision by presenting him with the "Innovative Entrepreneur of the Year" award. He has also been a guest speaker at various business functions held by media groups and government organisations, including the Hong Kong Trade Development Council and Trade and Industry Department.

Mr. CHENG Sing Yuk, aged 67

Mr. Cheng was appointed as an executive Director with effect from 18 April 2013, the date of incorporation of the Company. Mr. Cheng is the chief financial officer of the Group and is responsible for the accounting and finance matters of the Group. Prior to rejoining the Group in December 2009, he worked in various industries which included retail, wholesale and telecommunication. Mr. Cheng has 30 years of accounting and finance experience.

Mr. Cheng has been a member of the Association of Chartered Certified Accountants since November 1998 and a member of the Hong Kong Institute of Certified Public Accountants since March 1999. He obtained a Master Degree in Accounting from Curtin University of Technology in September 2004.

Independent non-executive Directors

Mr. MANG Wing Ming, Rene, aged 74

Mr. Mang was appointed as an independent non-executive Director, Chairman of the audit committee and a member of the nomination committee and remuneration committee of the Company with effect from 1 November 2014. He has subsequently been appointed as Chairman of the remuneration committee of the Company with effect from 25 September 2015. Mr. Mang is currently the Managing Partner of Silversteps Limited, providing executive training and business consulting services to retailers in Asia.

Mr. Mang possesses over 40 years of business experience in wholesale and retail sector in Hong Kong, Mainland China, Canada and Asian countries. Mr. Mang served as the chief executive in various reputable retailers over 15 years, including Country President of Wal-Mart Korea Company Limited in Korea and Chief Operating Officer of Trust-Mart China Company Limited in China, both of which are wholly owned subsidiaries of Wal-Mart Stores Inc, the largest retailer in the world in terms of revenue in 2013. Besides, he was the Chief Executive Officer of Hong Kong Seibu Enterprises Company Limited in Hong Kong and the Group Chief Executive Officer of G2000 Apparels Group covering Hong Kong, Mainland China and Asia. From March 2010 until his resignation on 3 December 2014, Mr. Mang was the Commissioner (equivalent to non-executive director in common law countries) of PT Matahari Department Store Tbk in Indonesia (Stock code LPPF.JK on Indonesia Stock Exchange), which operated over 100 department stores in Indonesia in October 2014.

Mr. Mang is a member of American Institute of Certified Public Accountants since 1996 and is a fellow member of The Hong Kong Institute of Directors since 1 October 2014. Mr. Mang graduated from the Chinese University of Hong Kong with a Bachelor of Business Administration degree in 1974.

Report of the Directors *(Continued)*

Mr. NG Sze Yuen, Terry, aged 66

Mr. Ng was appointed as an independent non-executive Director and a member of the audit committee, nomination committee and remuneration committee of the Company with effect from 23 September 2021. Mr. Ng has over 35 years of experience in operations and management and is now the Chief Executive Officer and an executive director of L'AVENUE International Holdings Limited, a private company in Hong Kong. He was an independent non-executive director of Sun Hing Printing Holdings Limited (stock code: 1975) a company listed on the Main Board of the Stock Exchange, until his resignation on 1 June 2024.

Mr. Ng served as an executive director of Hang Lung Group Limited (stock code: 010), Hang Lung Properties Limited (stock code: 101) and Giordano International Limited (stock code: 709) and an independent non-executive director of China New City Commercial Development Limited (stock code: 1321), companies of which shares are listed on the Main Board of the Stock Exchange. He also worked at the Stock Exchange and held various positions.

Mr. Ng is a fellow member of CPA Australia.

Mr. YEUNG Yiu Keung, aged 63

Mr. Yeung was appointed as an independent non-executive director and a member of the audit committee, nomination committee and remuneration committee of the Company with effect from 21 December 2018. Mr. Yeung previously was appointed as a non-executive director of the Company with effect from 18 April 2013, the date of incorporation of the Company and he was a member of the audit committee of the Company until his resignation on 26 September 2016.

Mr. Yeung has over 30 years of experience in the consumer, retail, food and beverage industries. Prior to joining our Group, he served in PT Sarimelati Kencana, Birdland Taiwan KFC, Birdland (Hong Kong) Limited, Little Sheep Group Limited, Shanghai Shihao Foods Co., Ltd. and CFB Group, a company principally engaged in operating the Dairy Queen and Papa John's brands franchises and other local brands in the Mainland China where he was primarily responsible for providing strategic advice and recommendations on the operations and management of the respective groups. From March 2011 to December 2019, he served as an industrial adviser at EQT Funds Management Limited, a company principally engaged in global investment, where he was primarily responsible for providing advice on portfolio companies relating to food and consumer products.

Mr. Yeung was an independent non-executive director of Tam Jai International Co. Limited, a company listed on the Main Board of the Stock Exchange (stock code: 2217) from 14 September 2021 until it was privatized and delisted in August 2025. Currently he is the Chairman and principal operator of Jumbo Five (Shanghai) Holdings Limited – a franchisee of Five Guys Burgers and Fries in China.

Mr. Yeung holds a Bachelor of Science degree from the University of Oregon in the U.S. and an executive Master of Business Administration (Master of Management) degree jointly from J.L. Kellogg Graduate School of Management of Northwestern University in the United States and the School of Business and Management at Hong Kong University of Science and Technology in Hong Kong.

Senior Management

Mr. Michael Au-Yeung Wang Sek, aged 61

Chief Executive Officer – Hong Kong and Macau

Mr. Au-Yeung serves as the Chief Executive Officer – Hong Kong and Macau of the Company, where he is responsible for executing and overseeing strategic plans and processes that drive business growth in Hong Kong and Macau. He joined the Group in July 2023, bringing with him 30 years of global business experience from working for world class retailers across fifteen countries in North America, Europe, Asia, and Latin America. He has expertise across various sectors, including merchandising, brand building, marketing, operations, finance, product development, sourcing and supply chain, pricing, store format development, and human resources.

Mr. Au-Yeung has previously served as Vice President of Merchandising at Dollar General Corp., the largest American value general merchandise store chain, as well as Senior Director of Merchandising & Product Development at Walmart Stores Inc., and Vice President at Michaels Stores Inc, the largest arts and crafts chain in US and Canada.

Mr. Au-Yeung graduated from the University of Toronto, Ontario, Canada, with a Bachelor of Commerce degree majoring in Marketing.

Report of the Directors *(Continued)*

Ms. LAM Sau Yee, Jackie, aged 51

Chief Operating Officer – Revenue & Operations Optimization

Ms. Lam was appointed as the Chief Operating Officer – Revenue & Operations Optimization of the Group in May 2025. Ms. Lam is responsible for leading the team to enhance the operational efficiency of the Group's supply chain, optimise various business operations, and elevate overall Group revenue. Ms. Lam possesses extensive management experience in the retail industry. Prior to joining the Group, Ms. Lam served as the Supply Chain Director at a major Hong Kong retail chain, where her management scope covered store operations, administration, loss prevention and supply chain management. She has also worked for various large retail chain enterprises for many years, overseeing the procurement of housewares, apparel and other categories.

Ms. Lam holds a Bachelor's Degree from Hawaii Pacific University in the United States and a Master's Degree from The Hong Kong Polytechnic University.

Mr. WONG Kin Man, aged 53

Chief information officer

Mr. Wong is chief information officer of the Group and oversees the information technology system of the Group. Mr. Wong joined the Group in June 2005. In the recent years, he has been spearheading the development of the Group's E-platform in Hong Kong, China and Singapore. Mr. Wong has over 20 years of experience in information technology management and system development and support, covering information technology infrastructure library (ITIL), project management office (PMO), IT service management, software project management and IT strategy. Prior to joining the Group in June 2005, Mr. Wong worked in various segments including hospitality, food and beverage, fashion, beauty, household and retail. Mr. Wong obtained an executive master degree of advanced management from HEC Liege Management School, the University of Liege in 2019. Mr. Wong has been a Fellow of The professional Validation Centre of Hong Kong Business Sector since 2015.

Changes in Information of Company Secretaries

Details of the changes in company secretary during the financial year are set out in the "Corporate Governance Report" of this annual report. Outgoing company secretaries confirmed no disagreement with the Board and no matters requiring shareholder or Exchange attention.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 April 2026, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

Name of Directors	Capacity/Nature of Interest	Number of shares of the Company	Number of underlying shares of the Company – Share Award (Note 4)	Total interest (Note 1)	Approximate percentage of shareholding as at 30 April 2026*
Ms. NGAI Lai Ha	Interest in a controlled corporation	324,000,000 (Note 2)	–	361,902,000	50.74%
Mr. LAU Pak Fai Peter	Personal interest	37,902,000	–		
	Interest in a controlled corporation	324,000,000 (Note 3)	–	357,980,000	50.19%
	Personal interest	33,980,000	–		
Mr. CHENG Sing Yuk	Personal interest	1,733,000	133,000	1,866,000	0.26%
Mr. Mang Wing Ming, Rene	Personal interest	424,000	–	424,000	0.06%

* The percentage was calculated based on 713,253,000 shares in issue as at 30 April 2026.

Report of the Directors *(Continued)*

Notes:

1. All the above shares and underlying shares are long position.
2. Ms. NGAI Lai Ha is deemed to be interested in 324,000,000 shares beneficially owned by Hiluleka Limited, by virtue of her controlling shareholding (i.e. 50%) in Hiluleka Limited.
3. Mr. LAU Pak Fai Peter is deemed to be interested in 324,000,000 shares beneficially owned by Hiluleka Limited, by virtue of his controlling shareholding (i.e. 50%) in Hiluleka Limited.
4. These represent the shares in issue by the Company granted under the Share Award Scheme (as defined in the section headed "Share Award Scheme" of this report).

Save as disclosed above, none of the Directors or chief executive of the Company had, as at 30 April 2026, any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES

As at 30 April 2026, the persons (other than Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

Name	Capacity/Nature of Interest	Number of shares of the Company (Note 1)	Approximate percentage of shareholding as at 30 April 2026*
Hiluleka Limited	Beneficial owner	324,000,000 (Note 2)	45.43%
WEBB, DAVID MICHAEL and WEBB, KAREN ANNE	Interests of corporations controlled by substantial shareholder	62,813,000 (Note 3)	8.81%
Preferable Situation Assets Limited	Beneficial owner	36,790,100 (Note 3)	5.16%

* The percentage was calculated based on 713,253,000 shares in issue as at 30 April 2026.

Notes:

1. All the above shares are long position.
2. The shares are taken to have a duty of disclosure as described in Notes (2) and (3) under the section headed "Directors' and chief executives' interests and short positions in shares, underlying shares and debentures".
3. Mr. Webb David Michael and Ms. Webb Karen Anne are beneficial owners of Preferable Situation Assets Limited and Member One Limited. Mr. Webb David Michael and Ms. Webb Karen Anne are therefore deemed to be interested in the 36,790,100 Shares held by Preferable Situation Assets Limited and the 26,022,900 shares held by Member One Limited for the purpose of Part XV of the SFO.

Save as disclosed above, as at 30 April 2026, the Company has not been notified by any persons (other than Directors or chief executive of the Company) who had interests or short positions 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 which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

Report of the Directors *(Continued)*

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this report, at no time during the Year was the Company, its parent company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors or any of their spouses or minor children were granted any right to subscribe for the equity or debt securities of the Company or any other body corporate or had exercised any such right..

SHARE AWARD SCHEME

The Share Award Scheme was adopted by the Board on 24 July 2015 (the "Adoption Date" and the "Share Award Scheme" respectively) to recognise the contributions by the Group's employees (including without limitation any Director) and to provide them with incentives in order to retain them for their continual operation and development of the Group; and to attract suitable personnel for further development of the Group. Subject to any early termination as may be determined by the Board pursuant to the rules and trust deed of the Share Award Scheme, the Share Award Scheme shall be valid and effective for a term of 10 years commencing on the Adoption Date. Pursuant to the scheme rules, the Board has the authority to renew the Share Award Scheme. As disclosed in the announcement of the Company dated 24 July 2025, the Board has approved the renewal of the Share Award Scheme for a further term of ten years, effective from 24 July 2025 until 23 July 2035.

The nominal value of the shares of the Company to be awarded under the Share Award Scheme throughout its duration is limited to 5% of the issued share capital of the Company from time to time. The maximum number of shares of the Company which may be granted to selected participants under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time.

Bank of Communications Trustee Limited has been appointed as the trustee of the Share Award Scheme ("Trustee"). Pursuant to the scheme rules and the trust deed entered into with the Trustee, the Trustee shall purchase from the market for the relevant number of existing shares of the Company out of cash contributed by the Company and held on trust for the selected participants until such shares are vested with the relevant selected participants. No new Shares will be granted, allotted and issued under the Share Award Scheme. It does not constitute a scheme involving the issue of new shares as referred to in Chapter 17 of the Listing Rules.

The following table discloses movements of the awarded shares of the Company held by the Company's Director or employees during the Year:

					Number of awarded shares				
Name and Category of participants	Date of grant	The closing price of the shares immediately before the date on which the awards were granted	Vesting prices of awarded shares HK\$ per share	Vesting Year	Unvested as at 1 May 2025	Granted during the Year	Forfeited during the Year	Vested during the Year	Unvested as at 30 April 2026
Director									
Mr. CHENG Sing Yuk	10/10/2023	2.18	–	10/10/2023 to 10/10/2025	42,000	–	–	(42,000)	–
	08/11/2024	1.06	–	08/11/2025 to 16/11/2026	110,000	–	–	(55,000)	55,000
	17/11/2025	0.78	–	17/11/2026 to 16/11/2028	–	78,000	–	–	78,000
Sub-total					152,000	78,000	–	(97,000)	133,000
Employees-									
In aggregate	10/10/2023	2.18	–	10/10/2023 to 10/10/2025	336,000	–	(145,000)	(191,000)	–
	08/11/2024	1.06	–	08/11/2025 to 16/11/2026	987,000	–	(60,000)	(337,000)	590,000
	17/11/2025	0.78	–	17/11/2026 to 16/11/2028	–	350,000	–	–	350,000
Sub-total					1,323,000	350,000	(205,000)	(528,000)	940,000
Total					1,475,000	428,000	(205,000)	(625,000)	1,073,000

Report of the Directors *(Continued)*

- The number of shares available to be awarded under the Share Award Scheme as at the beginning of the Year, the end of the Year and the date of the Annual Report were 17,865,150 shares, 17,642,150 shares and 17,642,150 shares respectively, representing approximately 2.50%, 2.47% and 2.47% of the issued shares of the Company respectively as at the dates of this report. The number of awarded shares granted divided by the weighted average number of issued shares during the Year was approximately 0.06%.
- The weighted average closing price of the shares of the Company immediately before the dates on which the awarded shares were vested was HK\$0.78 per share.
- Details of their fair value at the time of grant and the accounting policy adopted are set out in note 25 to the consolidated financial statement.
- The vesting of the awarded shares shall be conditional upon the achievement of certain performance targets in respect of the financial results of the Group and the performance ratings of the grantees.
- Bank of Communications Trustee Limited has been appointed as the trustee of the Share Award Scheme ("Trustee"). Pursuant to the scheme rules and the trust deed entered into with the Trustee, the Trustee shall purchase from the market or subscribe for the relevant number of awarded shares out of the Company's resources. The Trustee of the Share Award Scheme, pursuant to the rules and trust deed of the Share Award Scheme, repurchased on the Stock Exchange a total of 300,000 shares of the Company at total consideration of about HK\$243,000 during the Year.
- Acceptance of Awarded Shares under the Share Award Scheme (the "Awarded Shares"): Under the rules of the Share Award Scheme, no amount is payable by an employee selected by the Board for participation in the Share Award Scheme (the "Selected Employee") upon the application for or acceptance of a grant of Awarded Shares.
- Purchase Price: The rules of the Share Award Scheme do not prescribe a fixed basis for determining the purchase price of Awarded Shares. If a purchase price is applicable to a specific grant, it shall be determined by the Board at its absolute discretion at the time of the grant and will be incorporated into the specific terms and conditions of such award.
- Performance targets: There are no performance targets attached to the Awarded Shares granted. The Remuneration Committee of the Company considers that the value of the Awarded Shares is linked to the future market value of the Company, and granting the Awarded Shares to the Grantees (including the Director) unconditionally is sufficient to achieve the purpose of the Share Award Scheme to align their interests with those of the Company and its shareholders as a whole, therefore no performance targets are necessary.
- Clawback mechanism: There is no additional clawback mechanism attached to the Awarded Shares granted other than the existing terms provided in the Share Award Scheme. The Remuneration Committee considers that the lapse and cancellation mechanisms under specific circumstances already covered in the terms of the Share Award Scheme are sufficient to protect the Company's interests, thus no additional clawback mechanism is necessary.
- Forfeiture Mechanism: In the event that the Board does not receive the required transfer documents from the Selected Employee at least 10 business days prior to the relevant vesting date, the relevant Awarded Shares shall be automatically forfeited and remain as part of the trust fund held by the Trustee.
- As at 30 April 2026, the Group held 3,690,000 shares through the Bank of Communications Trustee Limited. These are "Existing Shares" of the Company purchased from the Stock Exchange of Hong Kong Limited by the independent Trustee using funds provided by the Company. These shares are held on trust specifically to satisfy future vesting obligations under the Share Award Scheme, rather than being shares repurchased and held by the Company itself in its own name as treasury shares. The Company confirms that it does not hold any "Treasury Shares" as defined under the Listing Rules.
- Financial assistance: The Company or its subsidiaries have not provided and will not provide any financial assistance to the Grantees to assist them in purchasing shares under the Share Award Scheme.

Report of the Directors *(Continued)*

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS

Save as disclosed in this annual report, no transactions, arrangements and contracts of significance were in relation to the Group's business to which any of the Company's subsidiaries, fellow subsidiaries or parent companies was a party and in which a Director or the Director's connected party had a material interest, whether directly or indirectly, subsisted at the end of the Year or at any time during the Year.

DIRECTORS' INTEREST IN COMPETING BUSINESS

During the Year and to the date of the Annual Report, none of the Directors or their respective associates (as defined under the Listing Rules) had engaged in or had any interest in any business which competes or may compete, either directly or indirectly, with the business of the Group.

CONTINUING CONNECTED TRANSACTIONS

The following transactions of the Group constituted non-exempt continuing connected transactions ("Continuing Connected Transactions") for the Company during the financial year ended 30 April 2026 under the Listing Rules. Save as disclosed below, the related party transactions are set out in note 34 to the consolidated financial statements. The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules in respect of these connected transactions. Details of these transactions are as follows:

1. Tenancy Framework Agreement

The Group has entered into tenancy agreements with certain companies wholly-owned by Ms. Ngai Lai Ha ("Ms. Ngai") to lease the premises in accordance with the respective terms of the relevant tenancy agreements (the "Tenancy Agreements"). In order to ensure that all tenancy transactions between (A) Ms. Ngai and/or her associates (as defined in the Listing Rules, which include companies directly or indirectly wholly-owned by Ms. Ngai) (collectively, the "Ms. Ngai Group") and (B) members of the Group, comply with the Listing Rules, the Company entered into a tenancy framework agreement with Ms. Ngai (the "Tenancy Framework Agreement") on 27 August 2013. Pursuant to the Tenancy Framework Agreement, the Group has entered into various tenancy arrangements with Ms. Ngai Group to lease certain premises for the retail shops, warehouse and office premises.

Since Ms. Ngai is a Director and controlling shareholder of the Company, and that each member of the Ms. Ngai Group is an entity wholly-owned by Ms. Ngai, each member of the Ms. Ngai Group became a connected person of the Company under the Listing Rules. As such, the transactions contemplated under the Tenancy Framework Agreement (including the Tenancy Agreements) constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As disclosed in the announcement of the Company dated 19 February 2025, the Tenancy Framework Agreement expired on 30 April 2025 and was renewable for successive periods of three years thereafter. The Company has set annual caps for the maximum aggregate rental amount payable under the tenancy transactions entered into between members of the Ms. Ngai Group and members of the Group pursuant to the Tenancy Framework Agreement. These annual caps are set at HK\$39,300,000 each for the financial years ended/ending 2026, 2027, and 2028, respectively.

The annual caps stated above have been estimated with reference to the historical figures, potential adjustment in rentals at the time of renewing existing leases, and the estimated rentals of new leases in future. For the financial year ended 30 April 2026, a total of approximately HK\$38,373,000 was received/receivable by Ms. Ngai Group pursuant to the Tenancy Framework Agreement.

Report of the Directors *(Continued)*

The Company has established a comprehensive set of internal control measures to monitor the leasing process and manage the continuing connected transactions and annual caps under the Tenancy Framework Agreement, amongst others:

- (i) Any tenancy (“Target Tenancy”) which will be leased by our Group from, wholly or partly, Mr. Lau, Ms. Ngai and/or any other Directors or their associates (the “Interested Director(s)”) will be subject to a valuation being obtained from an independent valuer to assess whether the rental payable by the Group will not be higher than prevailing market rental and whether the terms of the tenancy are fair and reasonable to the Group;
- (ii) to the extent that Ms. Ngai has a material interest in any possible Target Tenancy, Ms. Ngai will not be involved in the process of negotiating the tenancy agreement on behalf of our Group and the preparation work within the Group. Her other leasing team member(s) will report to the Board directly, which will be responsible for preparing information relating to store site selection for the Board’s consideration. To facilitate the Board to make the final decision, the leasing team will seek market information, e.g., from independent real estate agents, and collect data such as prevailing market rental and other terms in respect of comparable properties located in areas around the Target Tenancy location and prepare market analysis for consideration by the Board; and
- (iii) for each potential Target Tenancy, the rental and the tenancy will be subject to approval by the Board, which will consider the terms of the proposed transaction together with the valuation produced by the independent valuer and detailed bases provided by the Group’s leasing team justifying the proposed store location, and each relevant Interested Director will declare his/her interests under the relevant tenancy and shall abstain from voting on the relevant Board resolution(s) approving the terms of the tenancy agreement (including rental).

2. Master Agreement with Radha Exports Pte. Ltd’s group.

As disclosed in the announcement of the Company dated 25 March 2020, on 14 October 2019, Radha Japan Pte. Ltd. (a company wholly-owned by the Gangaram Family) acquired 25% equity interest in Japan Home (Retail) Pte. Limited (a non-wholly owned subsidiary of the Company) from Japan Home Pte. Limited (a former shareholder of Japan Home (Retail) Pte. Limited). On 3 November 2022, Radha Japan Pte. Ltd acquired additional 5% equity interest from Japan Home Centre (Management) Limited (a wholly-owned subsidiary of the Company), as a result of which, the Gangaram Family, by virtue of their interests in Radha Japan Pte. Ltd., became a substantial shareholder of Japan Home (Retail) Pte. Limited and thus a connected person of the Company at the subsidiary level under Chapter 14A of the Listing Rules. As Radha Exports Pte. Ltd. is wholly-owned by the Gangaram Family, Radha Exports Pte. Ltd. is an associate of the Gangaram Family and thus also a connected person of the Company at the subsidiary level under Chapter 14A of the Listing Rules.

On 14 October 2019, the Company entered into the master agreement with Radha Exports Pte. Ltd. in relation to the purchase of Products by members of the Group from members of Radha Exports Pte. Ltd.’s group (the “Master Agreement”). By virtue of Radha Exports Pte. Ltd.’s connected relationship with the Company, the transactions contemplated under the Master Agreement will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As disclosed in the announcement of the Company dated 19 February 2025, The Master Agreement expired on 30 April 2025 and has been renewed for another three years up to 30 April 2028. The annual caps in respect of estimated aggregate amount purchased from members of Radha Exports Pte. Ltd.’s group under the Master Agreement are set at HK\$100,000,000 each for the financial years ended/ended/ending 2026, 2027, and 2028 respectively.

Report of the Directors *(Continued)*

It is expected that the Master Agreement and the transactions contemplated thereunder will enable the Group to obtain more favorable pricing compared with that generally offered by other suppliers. The products procured are primarily third-party branded items, and their prices are determined based on the fair market rates for comparable products. To ensure competitive and equitable pricing, the Company conducts a thorough evaluation of procurement costs against quotations obtained from independent third-party suppliers. This comparative analysis is performed for products of similar type and quality, enabling the Company to make informed procurement decisions. Furthermore, certain brands maintain pricing transparency for their products in the market. The Company leverages these suggested retail prices or price ranges for their products in the market to assess profit margins based on procurement costs, ensuring that pricing decisions are both commercially viable and aligned with market standards. For the financial year ended 30 April 2026, a total of approximately HK\$49,959,000 purchased from members of Radha Exports Pte. Ltd.'s group under the Master Agreement.

The internal audit department of the Company closely monitors in accordance with the aforesaid pricing policy and record the actual transaction amounts of the continuing connected transactions under the Tenancy Framework Agreement and Master Agreement above, on a monthly basis, to ensure that the annual caps will not be exceeded; and the Company's auditor is engaged to report on the continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 "Assurance Engagements Other than Audits or Reviews of Historical Financial Information" and with reference to practice notice 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued his unqualified letter containing his findings and conclusions in respect of the Continuing Connected Transactions disclosed by the Group in this annual report in accordance with the Listing Rules.

All the Continuing Connected Transactions above have been reviewed by the independent non-executive directors of the Company who have confirmed that the transactions have been entered into (i) in the ordinary and usual course of business of the Group; (ii) either on normal commercial terms or better; and (iii) in accordance with the relevant agreements governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole. The independent non-executive Directors also consider that the relevant annual caps in respect of the Continuing Connected Transactions set out above are and will be fair and reasonable and in the interests of the Company and the shareholders as a whole.

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

During the Year, the Company repurchased a total of 7,950,000 ordinary shares of the Company on the Stock Exchange at an aggregate consideration of approximately HK\$6,200,000. All the repurchased shares were cancelled by the date of this report. The share repurchases were undertaken because the Board considered that the value of the Company's shares was consistently undervalued. The current financial resources of the Company would enable it to conduct the Shares Repurchase while maintaining a solid financial position for the continuation of the Company's business in the current financial year.

Year/Month	Number of shares repurchased	Highest repurchase price per share HK\$	Lowest repurchase price per share HK\$
Aug-25	1,050,000	0.89	0.86
Sep-25	300,000	0.82	0.82
Oct-25	1,650,000	0.81	0.78
Nov-25	1,050,000	0.79	0.78
Jan-26	1,050,000	0.72	0.70
Feb-26	2,550,000	0.77	0.70
Mar-26	300,000	0.79	0.77

Besides, under the share award scheme of the Company adopted by the Board on 24 July 2015 (the "Share Award Scheme"), the trustee of the Share Award Scheme, pursuant to the rules and trust deed of the Share Award Scheme, purchased on the Stock Exchange a total of 300,000 shares of the Company at a total consideration of about HK\$243,000. Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's securities (including sale of treasury shares) during the Year. The Board believes the shares are undervalued and that repurchasing them demonstrates confidence in our long-term growth. Given our strong financial position, this move will create shareholder value while preserving the resources needed for future expansion.

Report of the Directors *(Continued)*

PERMITTED INDEMNITY PROVISION

The Articles of Association of the Company provides that the Directors for the time being of the Company shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which they or any of them, their or any of their heirs, executors or administrators, shall or may incur or sustain by or by reason of any act done, concurred in or omitted in or about the execution of their duty, or supposed duty, in their respective offices, provided that this indemnity shall not extend to any matter in respect of any fraud or dishonesty which may attach to any of said persons. The Company has taken out insurance against the liabilities and costs associated with defending any proceedings which may be brought against the Directors of the Company.

CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

Details of capital commitments and contingent liabilities as at 30 April 2026 are set out in note 32 and 31 respectively to the consolidated financial statements.

EQUITY-LINKED AGREEMENTS

Details of the share award scheme are set out in note 25 to the consolidated financial statements. Save as disclosed above, no equity-linked agreements were entered into during the Year or subsisted at the end of the Year.

SUFFICIENCY OF PUBLIC FLOAT

Based on information publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital was held by the public as of the date of this report.

MANAGEMENT CONTRACT

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Year.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the articles of association of the Company or the laws of the Cayman Islands which would oblige the Company to offer new shares on a pro rata basis to existing shareholders.

MAJOR CUSTOMERS AND SUPPLIERS

The Group is principally involved in retail business. The five largest customers and the five largest suppliers of the Group accounted for less than 30% of the Group's turnover and purchases respectively during the Year.

AUDITOR

The consolidated financial statements for the Year have been audited by PricewaterhouseCoopers Certified Public Accountants, who will retire and being eligible, offer themselves for re-appointment at the forthcoming annual general meeting.

By order of the Board of
International Housewares Retail Company Limited
NGAI Lai Ha
Chairman and Group Chief Executive Officer

Hong Kong, 28 July 2026

Corporate Governance Report

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has adopted the code provisions as set out in the Corporate Governance Code and Corporate Governance Report (the “CG Code”) contained in Appendix C1 to the Listing Rules. The Directors recognise the importance of good corporate governance in the management of the Group. The Board will review and monitor the corporate governance practices of the Company for the purpose of complying with the CG Code and maintaining a high standard of corporate governance practices of the Company. The Board is of the view that the Company has met the code provisions set out in the CG Code, except that there is no separation of the roles of Chairman and Chief Executive Officer as stipulated in the code provision C.2.1 of the CG Code. Currently, Ms. Ngai Lai Ha is both the Chairman and the Group Chief Executive Officer of the Company. As Ms. Ngai is one of the founders of the Group, the Board believes that it is in the best interest of the Group to have Ms. Ngai taking up both roles for continuous effective management of the Board and business development of the Group.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) contained in Appendix C3 to the Listing Rules as the Company’s code of conduct for dealings in securities of the Company by the Directors. Having made specific enquiry with all of the Directors, Directors confirmed that they have been in compliance with the required standard set out in the Model Code during the financial year ended 30 April 2026.

BOARD OF DIRECTORS

Board Composition

Our Board of Directors currently consists of six Directors, comprising three executive Directors and three independent non-executive Directors. More than one-third of the Board is represented by independent non-executive Directors with at least one of whom possessing appropriate professional qualifications, or accounting or related financial management expertise. The Directors are of the opinion that the present structure of the Board can ensure the independence and objectivity of the Board and provide a system of checks and balances to safeguard the interests of the Company and its shareholders as a whole. The composition of the Board is set out as follows:

Executive Directors:

Ms. Ngai Lai Ha (*Chairman and Group Chief Executive Officer*)

Mr. Lau Pak Fai Peter (*Honorary Chairman*)

Mr. Cheng Sing Yuk (*Chief financial officer*)

Independent Non-executive Directors:

Mr. Mang Wing Ming, Rene

Mr. Ng Sze Yuen, Terry

Mr. Yeung Yiu Keung

The independence of the independent non-executive Directors is assessed according to the relevant rules and requirements under the Listing Rules. The Company has received written confirmation of independence from each of the independent non-executive Directors and the Company is of the view that all independent non-executive Directors meet the independence guidelines as set out in Rule 3.13 of the Listing Rules and are therefore independent.

The Board’s role is to provide entrepreneurial leadership of the Company within a framework of prudent and effective controls which enables risk to be assessed and managed. The Board controls the business but delegates day-to-day responsibility to the senior management. The Board sets the Company’s strategic aims, values and standards and ensures that its obligations to its shareholders and others are understood and met. Certain matters are the subject of recommendations by the Audit Committee, Nomination Committee or Remuneration Committee. The senior management is responsible for the daily operations and administration functions of the Group.

Our Board is composed of members from diverse backgrounds. Gender, age, cultural, educational background and professional experience of our Board Members are set out in the “Profile of Directors and senior management” to this annual report. The Board members do not have any family, financial or business relationship with each other.

Corporate Governance Report *(Continued)*

BOARD MEETINGS AND DIRECTORS' ATTENDANCE

The table below shows each Director's attendance at meetings of the Board held while he or she was a Director during the Year.

Directors	Meetings attended	Meetings eligible to attend
Ms. Ngai Lai Ha (<i>Chairman</i>)	6	6
Mr. Lau Pak Fai Peter (<i>Honorary Chairman</i>)	6	6
Mr. Cheng Sing Yuk	6	6
Mr. Mang Wing Ming, Rene	6	6
Mr. Ng Sze Yuen, Terry	6	4
Mr. Yeung Yiu Keung	6	6

The Board is responsible for performing the corporate governance duties set out in paragraph A.2.1 of the Corporate Governance Code, and in this regard the duties of the Board shall include:

- (1) to develop and review the Company's policies and practices on corporate governance;
- (2) to review and monitor the training and continuous professional development of directors and the senior management;
- (3) to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;
- (4) to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and Directors; and
- (5) to review the Company's compliance with the code and disclosures in the Corporate Governance Report.

DELEGATION BY THE BOARD

Executive Directors are in charge of different businesses and functional divisions in accordance with their respective areas of expertise. For matters or transactions of a material nature, the same will be referred to the Board for approval. For matters or transactions of a magnitude requiring disclosure under the Listing Rules or other applicable rules or regulations, appropriate disclosure will be made and where necessary, circular will be prepared and shareholders' approval will be obtained in accordance with the requirements of the applicable rules and regulations.

The Board, led by the Chairman, is responsible for the Group's future development directions; overall strategies and policies; evaluation of the performance of the Group and the senior management; and approval of matters that are of a material or substantial nature. Senior management is responsible for the day-to-day operations of the Group.

Formal letters of appointment have been issued to all Directors setting out the key terms and conditions of their respective appointment. Each newly appointed Director will also be issued with a letter of appointment.

CONTINUOUS PROFESSIONAL DEVELOPMENT OF DIRECTORS

The Company believes that continuous professional development is essential to ensure that Directors remain informed and equipped to perform their duties effectively. The Company has established a Directors' Training Policy to ensure all Directors are kept abreast of the Group's business developments, legal and regulatory environments, and the latest corporate governance best practices. Every newly appointed Director receives a comprehensive, formal, and tailored induction package upon appointment to ensure full understanding of their statutory and fiduciary responsibilities under the Listing Rules and applicable laws.

During the financial year ended 30 April 2026, the Company regularly provided training resources for all Directors. Key training modes and topics included:

- Regulatory & Compliance Updates: Reading materials and briefings covering HKEX Listing Rules updates, Securities and Futures Commission (SFC) guidelines, and evolving ESG and climate risk disclosure requirements.
- Professional Seminars & Courses: Encourage to attend external lectures, specialized workshops, and webcasts organized by recognized professional bodies, including The Hong Kong Chartered Governance Institute (HKCGI) and The Hong Kong Institute of Directors (HKIoD).
- Business & Financial Briefings: Internal briefings conducted by senior management and external professional advisors on the Group's operational strategy, internal controls, and financial reporting standards.

The Company Secretary collects, maintains, and reviews the training records of all Directors annually. All Directors have confirmed in writing that they have complied with Code Provision C.1.4 of the Corporate Governance Code during the financial year.

Corporate Governance Report *(Continued)*

CHAIRMAN AND THE CHIEF EXECUTIVE OFFICER

Currently, Ms. Ngai Lai Ha is both the Chairman and the Group Chief Executive Officer of the Company. As Ms. Ngai is one of the founders of the Group, the Board believes that it is in the best interest of the Group to have Ms. Ngai taking up both roles for continuous effective management of the Board and business development of the Group.

APPOINTMENT, RE-ELECTION AND REMOVAL OF DIRECTORS

Each of the executive Directors has entered into a service contract with the Company for a term of three years and all of the independent non-executive Directors are appointed for a term of one year. The appointments are renewable from time to time. All newly appointed Directors shall hold office until the next annual general meetings and shall then be eligible for re-election. At each annual general meeting, at least one-third of the Directors for the time being, shall retire from office by rotation at least once every three years. The retiring Directors shall be eligible for re-election.

BOARD COMMITTEES

The Board has established three committees, namely the Audit Committee, Remuneration Committee and Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with defined written terms of reference to assist the Board in discharging its responsibilities.

The terms of reference of the committees are available for inspection on the Company's website and the Stock Exchange's website.

(1) Audit Committee

The Company has established an Audit Committee with the following of its primary duties:

- (1) to make recommendations to the Board on the appointment, reappointment and removal of the external auditor, and to approve the remuneration and terms of engagement of the external auditor, and any questions of its resignation or dismissal;
- (2) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards;
- (3) to review the Company's financial controls, internal control and risk management systems;
- (4) to review the Group's financial and accounting policies and practices; and
- (5) to discuss the risk management and internal control systems with management of the Company to ensure that management has performed its duty to have an effective systems, including the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting and financial reporting function.

The work performed by the Audit Committee included, but was not limited to, review of the Group's interim and annual financial statements and the interim and annual reports, with a recommendation to the Board for approval; and recommending to the Board that, subject to shareholders' approval at the forthcoming annual general meeting, PricewaterhouseCoopers be re-appointed as the Company's external auditor. Issues identified on financial controls, internal control and risk management systems are actively tracked by executive director and management of the Company for proper implementation and remediation. Material findings or significant control deficiencies, if any, are reported to the Audit Committee on a semi-annual basis as part of the governance review process. The Audit Committee has reviewed and satisfied with the effectiveness of the risk management and internal control systems.

The table below shows each Director's attendance at meetings held while he was a member during the Year.

Members	Meetings attended	Meetings eligible to attend
Mr. Mang Wing Ming, Rene (<i>Chairman</i>)	2	2
Mr. Ng Sze Yuen, Terry	2	1
Mr. Yeung Yiu Keung	2	2

Corporate Governance Report *(Continued)*

(2) Remuneration Committee

The Company has established a Remuneration Committee with the following of its primary duties:

- (1) to make recommendations to the Board on the Company's policy and structure for all directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy;
- (2) to review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives;
- (3) either: (i) determining, with delegated responsibility, the remuneration packages of individual executive directors and senior management, or (ii) making recommendations to the Board on the remuneration packages of individual executive directors and senior management (This should include benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment);
- (4) to make recommendations to the Board regarding the remuneration of non-executive directors;
- (5) to advise the Company's shareholders on how to vote with respect to any service contracts of directors, which is for a duration that may exceed 3 years or which, in order to entitle the Company to terminate the contract, expressly requires the Company to give a period of notice of more than one year or to pay compensation or make other payments equivalent to more than one year's emoluments that require shareholders' approval under the Listing Rules;
- (6) to consider the granting of share awards to directors pursuant to any share award scheme adopted by the Company;
- (7) to ensure due compliance with any relevant disclosure requirements in respect of the remuneration of directors as well as other remuneration related matters under the Listing Rules, the Companies Ordinance and any other statutory requirements; and
- (8) to review and make recommendations to the Board regarding the pension arrangements for directors and senior management.

The work performed by the Remuneration Committee included the scope set out above, but was not limited to, consideration of directors' emoluments for the next year, with a recommendation to the Board for approval. The table below shows each Director's attendance at meetings held while he or she was a member during the Year.

Members	Meetings attended	Meetings eligible to attend
Mr. Mang Wing Ming, Rene (<i>Chairman</i>)	2	2
Ms. Ngai Lai Ha	2	2
Mr. Ng Sze Yuen, Terry	2	1
Mr. Yeung Yiu Keung	2	2

Particulars of the Director's emoluments are set out in note 36 to the consolidated financial statement. The remuneration of the members of the senior management by band are set out in note 10(b) to the consolidated financial statement.

Corporate Governance Report *(Continued)*

(3) Nomination Committee

The Company has established a Nomination Committee with the following of its primary duties:

- (1) to formulate nomination policy for consideration by the Board and implement the nomination policy approved by the Board;
- (2) without prejudice to the generality of the foregoing:
 - i. to consider the selection criteria of directors and to develop procedures for the sourcing and selection of candidates to stand for election by shareholders of the Company;
 - ii. to identify suitably qualified candidates to become Board members, select or make recommendations to the Board on the selection of individuals nominated for directorships or to fill casual vacancies of directors for the Board's approval;
 - iii. to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;
 - iv. to assess the independence of independent non-executive directors;
 - v. to make recommendations to the Board on the appointment or re-appointment of directors and succession planning for directors, in particular the chairman of the Board and the chief executive;
 - vi. to review the Board Diversity Policy, as appropriate; and review the measurable objectives for implementing diversity on the Board and recommend them to the Board for adoption; and report on the Board's composition under diversified perspectives in the corporate governance report of the Company annually;
 - vii. to do any such things to enable the Nomination Committee to discharge its powers and functions conferred on it by the Board; and
 - viii. to conform to any requirement, direction, and regulation that may from time to time be prescribed by the Board or contained in the articles of association of the Company (as amended from time to time) or imposed by law or in accordance with the Listing Rules.

The Company recognises and embraces the benefits of having diversity in the composition of the Board. A diverse Board will bring different ideas and perspectives to its decision-making and formulation of policies for the Company. All Board appointments will be based on meritocracy, and candidates will be considered against the selection criteria, having regard for the benefits of diversity on the Board.

Corporate Governance Report *(Continued)*

Nomination Procedures

- i. The Committee shall call a meeting of the Committee, and invite nominations of candidates from Board members if any, for consideration by the Committee prior to its meeting. The Committee may also put forward candidates who are not nominated by Board members.
- ii. For filling a casual vacancy or appointing an additional director to the Board, the Committee shall make recommendations for the Board's consideration and approval. For proposing candidates to stand for election or re-election at a general meeting, the Committee shall make nominations to the Board for its consideration and recommendation.
- iii. Until the issue of the shareholder circular, the nominated persons shall not be assumed that they have been proposed by the Board to stand for election or re-election at the general meeting.
- iv. In order to provide information of the candidates appointed by the Board or nominated by the Board to stand for election or re-election at a general meeting, an announcement will be published or a circular will be sent to shareholders. The names, brief biographies (including qualifications and relevant experience), independence, proposed remuneration and any other information, as required pursuant to the applicable laws, rules and regulations, of the proposed candidates will be included in the announcement or circular to shareholders.
- v. A shareholder of the Company can propose a resolution to elect a person as a Director. Detailed procedures are set out in the section headed "Procedures for Shareholders to Propose a Person for Election as a Director" of this annual report.
- vi. The Board shall have the final decision on all matters relating to its recommendation of candidates to stand for election or re-election at any general meeting.

Selection of candidates to the Board will be based on a range of diverse perspectives, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, industry knowledge and length of service. The ultimate decision will be based on merits and the contribution that the selected candidates will bring to the Board, taking into account the business model and specific needs of the Group. The committee has, from time to time, reviewed and monitored the implementation of the policy to ensure its effectiveness. To effectively implement board diversity, the Company has established the following measurable objectives:

1. **Fostering an Inclusive Culture and Enhancing Succession Planning:** Fully cultivate an inclusive corporate culture across the Group. The Nomination Committee will comprehensively consider diversity factors, including but not limited to gender, age, cultural and educational background, professional experience, skills, and length of service, when reviewing the composition and succession plans of the Board, its committees, and senior management. The Company will reference stakeholder expectations along with best practices to maintain an appropriate gender balance.
2. **Ensuring a Balanced Candidate Pool:** When selecting and appointing new Directors, the Nomination Committee will ensure that a broad and gender-balanced list of candidates is identified and considered.
3. **Increasing Female Representation on the Board:** As at the date of this report, female Director represent approximately 17% of the Board members, which complies with the requirement for a non-single-gender board. The Board will capitalize on appropriate opportunities to progressively increase the proportion of female members when selecting and recommending suitable Director candidates.
4. **Safeguarding Gender Diversity in Senior Management:** At least one position within the senior management team below the Board level shall be held by a female.
5. For further details and quantitative data regarding the gender ratio of the Group's overall workforce (including senior management), please refer to the Environmental, Social and Governance Report of this annual report. For the age range of our Board, please see the section under "Profile of Directors and Senior Management".

The Nomination Committee reviews the Board Diversity Policy at least annually to ensure its ongoing effectiveness and suitability. The Nomination Committee completed its annual review of the policy prior to the date of this report.

The work performed by the Nomination Committee included but not limited to make recommendations to the Board on the re-appointment of directors and review of the existing structure, size and composition of the Board.

The table below shows each Director's attendance at meetings held while he or she was a member during the Year.

Members	Meetings attended	Meetings eligible to attend
Ms. Ngai Lai Ha (<i>Chairman</i>)	1	1
Mr. Mang Wing Ming, Rene	1	1
Mr. Ng Sze Yuen, Terry	1	0
Mr. Yeung Yiu Keung	1	1

Corporate Governance Report *(Continued)*

DIVIDEND POLICY

Under the Companies Law of Cayman Islands and the memorandum and articles of association of the Company, dividends may be paid out of the profits of the Company, or subject to solvency of the Company, out of sums standing to the credit of the share premium account of the Company. However, no dividend shall exceed the amount recommended by Directors.

Declaration and recommendation of payment of dividends of the Company is subject to the approval of the Directors, depending on results of operations, working capital, financial position, future prospects, and capital requirements, as well as any other factors which the Directors may consider relevant from time to time. Any future declarations, recommendations and payments of dividends of the Company may or may not reflect the historical declarations and payments of dividends and will be at the absolute discretion of the Directors. The Company does not have any predetermined dividend payout ratio.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The directors acknowledged their responsibility for preparing the financial statements of each financial period, which give a true and fair view of the state of affairs of the Group as at the end of the financial period and of the result and cash flows of the Group for the Year. In the Company's interim and annual reports which are issued within the time limits stipulated by the Listing Rules, the Board presents a balanced, clear and comprehensive assessment of the Company's performance, position and prospects. The published financial statements adopt, and consistently apply, suitable accounting policies complying with Hong Kong Financial Reporting Standards.

The Directors, having made appropriate enquiries, confirm that they are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. The statement of the external auditors of the Company acknowledging their reporting responsibilities on the financial statements is set out in the "Independent Auditors' Report" contained in this annual report.

The report from the auditor of the Company regarding their responsibilities and opinion on the financial statements of the Group for the financial year ended 30 April 2026 is set out in the "Independent Auditor's Report" to this annual report. The Board has taken steps to ensure the continued objectivity and independence of the external auditor. For the financial year ended 30 April 2026, the remunerations to external auditors of the Company were approximately HK\$2,090,000 and HK\$290,000 in respect of audit and non-audit services provided to the Group respectively. Non-audit services primarily comprise review service provided to the Group.

DEED OF NON-COMPETITION

Each of Ms. Ngai Lai Ha, Mr. Lau Pak Fai Peter and Hiluleka Limited, the controlling shareholder, has entered into a deed of non-competition dated 10 September 2013 in favour of the Company pursuant to which each of them severally, irrevocably and unconditionally has agreed and undertaken to the Company that each of them shall not and shall procure that none of his/her/its associates (other than the members of the Group), except through his/her/its/their interests in the Company, shall directly or indirectly, carry on, participate in, engage, acquire or hold any right or interest in or otherwise be interested, involved or engaged in or concerned with, any business which is in any respect in competition with or similar to or likely to be in competition, directly or indirectly, with the existing business activity of any member of the Group and any business activities undertaken by the Group from time to time within Hong Kong, Mainland China, Macau, Taiwan, Singapore, Malaysia and such other parts of the world where any member of the Group carries on business from time to time. Details of the noncompetition undertakings have been set out in the section headed "Relationship with our Controlling Shareholders" in the Company's prospectus dated 12 September 2013. The Company has received the confirmation from the controlling shareholders of the Company in respect of their compliance with the terms of the non-competition undertakings for the financial year ended 30 April 2026. The independent non-executive Directors had reviewed the compliance with and enforcement of the terms of the non-competition undertakings by the controlling shareholders for the financial year ended 30 April 2026.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board acknowledges its responsibility for overseeing the Group's risk management and internal control systems and reviewing their effectiveness on a semi-annual basis as part of the governance review process through the Audit Committee. Executive directors and management of the Company design, implement and monitor the risk management and internal control systems while the Audit Committee assists the Board in fulfilling its oversight roles over the Group's financial, operational, compliance, risk management and internal controls activities. Systems and internal controls can only provide reasonable but not absolute assurance against material misstatement or loss, as they are designed to manage, rather than eliminate the risk of failure to achieve the Group's business objectives.

Risk Management Framework

The Company has established a formal risk assessment system, including risk assessment criteria for the Group. Executive directors and management of the Company identify the risks that potentially impact the key business processes of their operations on a regular basis. Risks are scored according to their likelihood of occurrence and the degree of impact on business. Executive directors and management of the Company assess the effectiveness of existing controls and develops risk-mitigating activities accordingly.

Corporate Governance Report *(Continued)*

Internal Control Framework

The Group has established defined organizational structures with specified lines of responsibility and delegated authority. Internal control systems have been designed and implemented to ensure that the Group's assets are safeguarded against unauthorized use or disposition, proper financial and accounting records are maintained in accordance with applicable accounting standards and regulatory reporting requirements, and key business risks impacting the Group's performance are systematically identified, evaluated, and managed.

Review of Risk Management and Internal Control Systems

The internal audit department is led by the senior internal audit manager, who maintains direct access to the Audit Committee. The department is responsible for conducting independent appraisals of key business operations and facilitating the ongoing enhancement of internal control policies and procedures.

The Board, through the Audit Committee, conducts an annual review of the effectiveness of risk management and internal control systems of the Group, covering all material controls including financial, operational, compliance, and risk management functions. For the financial year ended 30 April 2026, issues identified on financial controls, internal control and risk management systems are actively tracked by executive directors and management of the Company for proper implementation and remediation. Material findings or significant control deficiencies, if any, are reported to the Audit Committee on a semi-annual basis as part of the governance review process. No significant control failures or material weaknesses were identified during the Year. The Board considers the Group's risk management and internal control systems to be adequate and effective.

The Audit Committee has also reviewed and is satisfied with the adequacy of resources, staff qualifications and experience, training programmes, and budget of the Group's internal audit, accounting, and financial reporting functions.

Procedures and controls over handling and dissemination of inside information

The Company has developed a monitoring system for inside information to ensure prompt identification, evaluation and submission of material information to the Board to determine whether such information constitutes inside information and requires disclosure. The Company strictly complies with the Inside Information Provisions and disclosure requirements set out in the relevant sections of the Securities and Futures Ordinance and Listing Rules.

COMPANY SECRETARY

During the Year, Mr. Lee Chung Shing ("Mr. Lee") resigned as Company Secretary on 30 September 2025 and was succeeded by Mr. Ng Tung Ching Raphael ("Mr. Ng"). This change was strictly an internal role reallocation within the Company's external secretarial service provider, Computershare Hong Kong Investor Services Limited. On 26 November 2025, the Company appointed its internal Board Secretary, Mr. Cheung Chi Wai ("Mr. Cheung"), as the Company Secretary, while retaining Mr. Ng as an external advisor. Bringing the role in-house directly aligns with best practices in the Stock Exchange's Corporate Governance Guide for Boards and Directors to mitigate potential issues associated with external company secretaries and strengthen day-to-day oversight. This structure combines deep internal operational knowledge with external professional support to enhance overall governance. Mr. Cheung is an associate member of the Hong Kong Institute of Certified Public Accountants and holds a bachelor's degree in business administration. Mr. Cheung confirmed that he has taken no less than 15 hours of relevant continuous professional training.

Both Mr. Lee and Mr. Ng confirmed that they have no disagreement with the Board and that there are no matters relating to their resignations requiring the attention of the Stock Exchange or the shareholders of the Company.

SHAREHOLDERS' RIGHTS

Procedures for Shareholders to Convene an Extraordinary General Meeting

In accordance with article 58 of the articles of association of the Company, any one or more members 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 2 months after the deposit of such requisition. If within 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.

Corporate Governance Report *(Continued)*

Procedures for Shareholders to Propose a Person for Election as a Director

Article 85 of the articles of association of the Company provides that no person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a notice signed by a member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office or at the Registration Office provided that the minimum length of the period, during which such notices are given, shall be at least 7 days and that (if the notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such notices shall commence on the day after the despatch of the notice of the general meeting appointed for such election and end no later than 7 days prior to the date of such general meeting.

Accordingly, if a shareholder of the Company wishes to propose a person other than a Director for election as a Director at the general meeting (the "Proposal"), he/she should lodge at the head office of the Company at 20th Floor, Tower B, Southmark, 11 Yip Hing Street, Wong Chuk Hang, Hong Kong (i) a written notice setting out the Proposal; and (ii) a written notice signed by the person to be proposed of his willingness to be elected.

Shareholders' Enquiries

Enquiries by shareholders to be put to the Board can be sent in writing to the Company's principal place of business in Hong Kong at 20th Floor, Tower B, Southmark, 11 Yip Hing Street, Wong Chuk Hang, Hong Kong. For share registration related matters, such as share transfer and registration, change of name or address, loss of share certificates or dividend warrants, the Company's registered shareholders can contact the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited. If the shareholders are unsure about the taxation implications of purchasing, holding, disposing of, dealing in, or the exercise of any rights in relation to the securities of the Company, they are advised to consult an expert.

Constitutional Document

An up-to date version of the memorandum and articles of association of the Company is available on the websites of the Company and the Stock Exchange published on 29 September 2022. Shareholders may refer to the memorandum and articles of association of the Company for further details of the rights of shareholders.

INVESTOR RELATIONS AND COMMUNICATION WITH SHAREHOLDERS

The Company recognises the importance of maintaining on-going communications with its shareholders and Investor. The Company has engaged a professional public relations consultancy company to organise various investor relations programs aiming at increasing the transparency of the Company, enhancing communication with shareholders and investors, increasing their understanding of and confidence in the Group's businesses and promoting market recognition of and support to the Company.

In addition, the Company also maintains a corporate website on which comprehensive information about the Group is made available. Regular meetings are also held with institutional investors and research analysts to provide them with timely updates on the Group's latest business developments which are not inside information in nature. These activities keep the public informed of the Group's activities and foster effective communications.

ANNUAL GENERAL MEETING

The Chairman of the Board, the Chairman of the Audit Committee and Chairman of the Remuneration Committee attended the annual general meeting of the Company on 25 September 2025 and were available to answer questions. All Directors of the Company at that time attended the annual general meeting, with the exception of Mr. Lau Pak Fai Peter. The Company's external auditor attended the annual general meeting and was available to answer questions.

Environmental, Social and Governance Report

The Group believes upholding ESG principles and practices with high governance standards will boost corporate investment value and provide long-term returns to stakeholders. The Group has established an ESG governance structure with clearly defined responsibilities in place. The formulation of our ESG strategy and the day-to-day management and reporting of ESG matters resides with the ESG Committee, which is headed by our Executive Director and comprises of members from all major departments. The responsibilities of the ESG Committee includes the formation of ESG strategies, reporting on sustainability, communication with stakeholders, materiality assessment, and regular monitoring of the performance of outlined ESG initiatives. The Group's progress on ESG performance, along with its visions and strategies, will be disclosed annually in the Annual Report and reviewed during the Board meeting. The Board will oversee the execution of ESG related initiatives against the approved plans and objectives, ensuring alignment with the Group's sustainability goals. Based on these evaluations, the Board will formulate future ESG development plans to drive continuous improvement.

To standardize environmental key performance indicators (the "KPIs") for this report, the Group conducts emissions assessments for the financial years beginning after 1 May 2017. This report complies with the "comply or explain" provisions set out in the "Environmental, Social and Governance Reporting Guide" under Appendix C2 of the Listing Rules. Unless otherwise specified, this report focuses on the environmental and social impacts of the Group's operating activities in Hong Kong (the "Reporting Market"), which represent the core of our entire business, contributing approximately 85.8% of the Group's revenue for the financial year ended 30 April 2026 (the "Year"). The Group will extend the scope of disclosures and will ultimately cover all its affairs when the data collection system becomes more mature.

Stakeholder Engagement & Materiality Assessment

To achieve sustainable business development, the Group maintains effective and open communication with its key stakeholders, namely our employees, customers, shareholders, suppliers and the community. Various communication channels have been demonstrated, including shareholders' meetings, investor & analyst meetings, results presentations, training & workshops, interviews & conferences, project collaborations, public events, social media platforms and industry events where the stakeholders can share their opinions. Meanwhile, benchmarking against business counterparts was incorporated into the materiality assessment process in order to ascertain significant ESG issues of the Group. The major ESG issues identified include: employee development and training, employment, customer privacy protection and supply chain management.

Subject Areas A. Environmental

Aspect A1: Emissions

With the environment in mind, the Group does not emit a large amount of air pollutants and strives to keep the level of greenhouse gas emissions as low as possible. To this end, several correspondence measures have been performed. For details of which these efforts please refer to "Use of Resources" below. The Group's greenhouse gas emissions can be classified into three scopes, and relevant activities and environmental KPIs are presented in the next three paragraphs.

"Scope 1" covers direct emissions from operations of the Reporting Market. The main source of direct emission is from gasoline and diesel consumed by the external vehicle fleets for delivering goods, which are not owned or controlled by the Group. As a result, retrieval of the relevant data is not feasible and currently does not meaningfully capture the information in this report. Nevertheless, the Group undertakes regular reviews of fleet operations to optimise the efficiency of its logistics network, for example, reducing mileage and hours spent in order to retain economic competitiveness and environmental sustainability;

"Scope 2" covers indirect energy emissions resulting from the electricity purchased and consumed within the Reporting Market (excluding electricity consumed by some retail stores in shopping malls, where discharge is controlled by the Building Management Office, so the retrieval of relevant data is not viable). Based on our business nature, the emissions of the Reporting Market are dominated by greenhouse gases, arising mainly from the use of electricity and fuels derived from fossil fuels. During the Year, our greenhouse gas emissions intensity generated from our daily operations in the Reporting Market was 2.9 tonnes of carbon dioxide equivalent per 1 million sales in Hong Kong dollars (2024/25: 2.8 tonnes). The Group's emissions target set and steps taken to achieve it is described in Aspect A2: Use of Resources of this report. Greenhouse gas emissions data are presented in carbon dioxide equivalents (in tonnes) and are computed with reference to the data published in 2025 sustainability reports of the Hong Kong Electric Company Ltd and the China Light and Power Company Ltd; and

Environmental, Social and Governance Report *(Continued)*

“Scope 3” covers business air travel by employees of the Reporting Market. For the sake of minimizing exhaust emissions, employees are encouraged to prolong their stay on overseas business trips in the hope of reducing the number of travelling or, if possible, to replace overseas business trips with video and teleconferencing. These measures reduce exhaust gas and greenhouse gas emissions released by aircraft. At the same time, emissions produced during physical business trips are negligible, accordingly, such relevant data is not shown in this report.

Aspect A2: Use of Resources

The Group has launched the service of “Click & Collect” on the online platforms “JHC eshop” and “Easy Buy”, turning the stores into a quick service station for online orders. The advent of the function not only enhances customers’ consumption experience and sense of security, but also saves logistics and distribution costs and energy consumption. In addition, we signed the “Charter on External Lighting” issued by the Environmental Bureau of Hong Kong, committing to switch off lighting installations for decorative, promotional or advertising purposes after 11 p.m. to avoid causing light pollution to the surrounding environment.

In addition to the above-mentioned efforts, the Group has proactively adopted measures to minimise the environmental impacts of its business operation. For example:

- Air-conditioning systems are cleaned and air filters are replaced regularly in order to improve operational efficiency; and room temperature is maintained at energy-efficient level;
- Use of energy-saving lamps and LED lamps for office and store lighting (when feasible);
- Comply with the “Product Eco-responsibility Ordinance” for the levy on plastic shopping bags;
- Billboards and outdoor lighting devices at street level stores are controlled by timers;
- Collection of waste paper for recycling; and
- Each department is required to record the amount of paper used for printing in order to monitor the use of paper.

Total electricity consumption in the Reporting Market for the Year was approximately 14,000 MWh (2024/25: 14,650 MWh), while the plastic shopping bags consumed in the retail stores was approximately 37 tonnes (2024/25: 34 tonnes). The Group has set a target to reduce carbon dioxide equivalent per 1 million sales in Hong Kong dollars from our daily operations in the Reporting Market by 10% by 2027, using the year ended 30 April 2022 as a base year. The operation of the Reporting Market has not resulted in high water consumption, and water usage of the Group mainly arises from drinking and personal hygiene purposes. In the meantime, the Group actively encourages the saving of printing paper, communicating electronically instead of paper and documents. The usages of water and paper are determined to be immaterial, so the relevant data is not displayed in this report.

Aspect A3: The Environment and Natural Resources

The Group has issued an internal environmental pledge for environmental sustainability in fulfilling its role as a responsible corporate citizen. For example, shark fins and other endangered species are banned from its corporate annual dinner menu. In addition, certain of the Group’s stores serve as collection points of the “Fluorescent Lamp Recycling Programme” where customers can drop off used fluorescent lamps for safe and environmentally friendly disposal.

All construction waste generated from demolition and closure of retail stores were disposed in accordance with the Waste Disposal Ordinance (Chapter 354, Laws of Hong Kong) and relevant regulations, which minimises the impact of such waste on the environment. The Group also participates in the “Office Paper Recycling Campaign” programme organised by the Eco Association. Paper recycling boxes are available in the office to facilitate the reuse and recycling of wastepaper, reducing the amount of waste paper we generate and discard in landfills.

In view of our business nature, the Group is not aware of any significant generation of hazardous waste, and so currently does not capture this in our report. The Group has no direct and significant impact on the environment and natural resources beyond the use of resources and emissions issues discussed above. Besides, the Group did not identify any material non-compliance with relevant environmental laws and regulations during the Year.

Environmental, Social and Governance Report *(Continued)*

Climate Change

Aligned with International Financial Reporting Standard S2 (IFRS S2), the Board of Directors bears ultimate oversight responsibility for climate-related risks and opportunities. The Board has delegated the day-to-day management and execution of climate-related matters to a dedicated team, which is responsible for identifying, assessing, managing and monitoring climate-related risks and incorporating them into the Group's overall risk management system. We update our climate risk register on an annual basis, with the assessment scope comprehensively covering our own operations as well as upstream and downstream supply chains. The Group adopts a materiality assessment approach to prioritise the identified climate risks based on the likelihood of occurrence and the extent of financial or operational impact. Climate risks assessed as material must be reported to the Board for special deliberation and decision-making.

The Group has identified the principal climate-related risks and opportunities that may have potential financial and operational impacts on its business model across short, medium and long-term time horizons (short-term: 0–3 years; medium-term: 3–10 years; long-term: over 10 years): (i) Short to Medium-term Acute Risks: Extreme weather events such as typhoons and heavy rainfall may lead to supply chain disruptions, retail store closures and asset damage. This could potentially affect the Group's revenue and increase repair and insurance costs. To address the potential impact of extreme weather, the Group has established a diversified cooperation network with suppliers from 12 regions around the world to enhance supply chain resilience; secured adequate insurance coverage for vulnerable assets to hedge against financial risks; and formulated special work guidelines for extreme weather conditions to ensure the safety of employees and customers. (ii) Medium to Long-term Chronic Risks: The global long-term rise in temperature will lead to increased electricity consumption for air-conditioning, thereby driving up operating and energy maintenance costs. The Group has invested in and upgraded high energy-efficiency equipment, and optimised energy management at its operational premises. (iii) Medium to Long-term Transition Risks and Opportunities: Customers and investors are increasingly demanding low-carbon products and services. The Group is proactively developing low-carbon products and green supply chains. This will not only drive the diversification and growth of our revenue structure, but also significantly enhance the Group's brand value and market competitiveness.

The Group has assessed the resilience of its business model under different global warming pathways. The analysis results indicate that the Group possesses a high degree of operational resilience in the short to medium term; however, under a high-emission scenario in the long term, the pressure of rising operating costs will increase. To this end, we have formulated comprehensive mitigation measures (including diversifying into low-carbon products and investing in energy efficiency) to ensure that the Group can maintain stable operations under various climate scenarios. Details of the Group's Scope 1, Scope 2 and Scope 3 greenhouse gas emissions, as well as our specific targets, have been disclosed in the preceding sections of this report.

Subject Areas B. Social Employment and Labour Practices

Aspect B1: Employment

As key enablers in helping the Group achieve its economic, environmental and social objectives, our employees are among our most valuable assets. The Group respects every employee and strives to establish an inclusive workplace. The Group is committed to providing equal opportunities in recruitment and promotion regardless of age, gender, race, skin color, religion, nationality, marital status, disability or sexual orientation. The Group believes that hiring and retaining qualified employees is a crucial part of its success. Hence, it regularly reviews its remuneration policy to ensure it is in line with market standards. The Group also conducts staff evaluations to assess performance of all employees on a yearly basis. Employees are recognised and rewarded according to their individual performance, work experience, respective responsibilities, merits, qualifications, competence and time commitment. The Group clearly understands relevant ordinances and statutory requirements, such as the Employment Ordinance, Employees' Compensation Ordinance and the Mandatory Provident Fund Schemes Ordinance of Hong Kong. The Group did not identify any material non-compliance with relevant employment laws and regulations during the Year.

Environmental, Social and Governance Report *(Continued)*

As at 30 April 2026, the Group has employed a total of 1,785 employees, of which 1,754 employees were based in Hong Kong, Singapore and Macau. The total number/turnover rate of employees by gender, employment type, age group and geographical region are as follows:

Note:

Turnover rate of employees was excluding employees who left during probation period

	Total Workforce	Employee Turnover Rate (Note)
Total workforce by gender		
Male	360	36%
Female	1,394	35%
Total workforce by age group		
Below 40 years old	780	45%
40 years old or above	974	28%
Total workforce by employment type		
Full-time	1,229	n/a
Part-time	525	n/a
Total workforce by geographical region		
Hong Kong	1,452	39%
Singapore	266	32%
Macau	36	18%

Aspect B2: Health and Safety

The Group believes that the operational efficiency of an enterprise and the maintenance of a healthy and safe working environment for all employees are closely related. The Group is committed to providing a healthy and safe working environment for its employees and complying with all relevant requirements in the Occupational Safety and Health Ordinance.

No high-risk or safety-sensitive type of work has been identified in the Group's workplaces. There were zero work-related fatalities in the last three years and 423 lost workdays due to work-related injuries in the Reporting Market during the Year (2024/25: 887). All workplace accidents are handled in accordance with the Employees' Compensation Ordinance and are immediately reported internally to the human resources department of the Group. Follow-up work has been carried out immediately after the incidents to reduce the likelihood of similar events in the future. Moreover, the Group values employees' health highly and has included such as complementary health check-ups and other medical subsidies as parts of the employee benefits scheme. The Group did not identify any material non-compliance with laws and regulations on occupational health and safety during the Year.

Environmental, Social and Governance Report *(Continued)*

Aspect B3: Development and Training

Staff development is an important aspect of the Group's human resources strategy. We endeavour to motivate our employees with a clear career path, giving ample opportunities to improve their skills. We provide training to employees upon hiring and tailored subsequent training programmes for them on an on-going basis as appropriate for their assigned duties. This training includes sales and customer service skills for retail operations employees. During the Year, the percentage of employees trained by gender and employment type and the average number of training hours completed per employee are as follows:

	Percentage of employees trained	Average training hours completed per employee
Total workforce	90%	3 hours
Total workforce by gender		
Male	90%	3 hours
Female	90%	3 hours
Total workforce by employment type		
Full-time	90%	3 hours
Part-time	90%	3 hours

Aspect B4: Labour Standards

The Group is fully aware that child labour and forced labour violate fundamental human rights and international labour conventions and recommendations, and pose a threat to sustainable social and economic development. Therefore, the Group strictly complies with relevant laws and regulations. The Group prohibits the use of any child labour by reviewing the actual age of interviewees during recruitment process, including examination of their identification documents and detailed records. The Group only enforces the requirements of standard labour contracts and does not use any means to unfairly restrict the employment relationship between employees and the enterprise by, for example, withholding a deposit or identification documents. The Group did not identify any material non-compliance with child labour and forced labour laws and regulations during the Year.

Operating Practices

Aspect B5: Supply Chain Management

The Group has procurement and supply chain management policies to foster long-term commercial interests with our suppliers. All suppliers are selected through a selection process in which we not only consider their product quality, price, previous business relations and their legal, ethical and social commitments, but also takes into consideration that suppliers are working towards responsible and sustainable cooperation. Appointing new suppliers and purchasing new products are subject to the review and validation by our purchasing department and the approval by our management. The Group has built up a large global network in the Reporting Market of over 780 suppliers and manufacturers in 12 regions, including Hong Kong (250 suppliers), Japan (20 suppliers), Korea (20 suppliers), Thailand (20 suppliers), Vietnam (10 suppliers), Indonesia (5 suppliers), Malaysia (10 suppliers), Singapore (5 suppliers), Taiwan (15 suppliers), the PRC (400 suppliers), Europe (30 suppliers) and the Americas (5 suppliers). Although the Group explores procurement from extensive sourcing channels worldwide, it is committed to sourcing locally, in-country to minimise the carbon footprint generated from the transportation of products.

Environmental, Social and Governance Report *(Continued)*

Aspect B6: Product Responsibility

In today's highly competitive market environment, the Group takes appropriate actions to protect the intellectual property rights that give the business a competitive edge. There is a dedicated department responsible for registration of the Company's self-created trademarks and patents, enabling the Group to sustain a strong brand and image and continue to offer high-quality products in the future.

The policies and procedures adopted by the Group require that the selected products must meet all regulatory requirements and must strictly comply with relevant regulations to ensure product quality, including the Toys and Children's Products Safety Ordinance & Regulation; Consumer Goods Safety Ordinance & Regulations; the Trade Mark Ordinance; the Copyright Ordinance; the Trade Descriptions Ordinance; and the Prevention of Copyright Piracy Ordinance.

The Group is committed to providing the highest standard products and services to its customers. The Group has made customer satisfaction its highest priority and developed a loyalty programme that offers a wide range of membership privileges and special offers. We have a telephone hotline where customers may call to lodge complaints or concerns. We believe that our return policy, which generally allows customers to return defective products within seven days of purchase with the receipt for a product exchange or cash refund, also helps attract customers to patronize. During the Year, the Group's customer service department received 1,499 product and service related complaints in the Reporting Market and all complaints have been resolved properly through product exchange or communication. The Group did not recall any products sold subject to recalls for safety and health reasons.

Keeping the confidentiality of customer information is essential for maintaining good corporate governance and building long-term trust with the Group's customers. Thus, the Group adheres to the Personal Data (Privacy) Ordinance of Hong Kong Ordinance, ensuring that customer information we receive is only used for specific purposes. We require strict adherence to the Group's Data Privacy and Confidentiality Policy in our terms of employment. The Group did not identify any material non-compliance with laws and regulations on product responsibility and data privacy during the Year.

Aspect B7: Anti-corruption

The Group values integrity and believes that it is crucial for the success and sustainability of its business. The Group provides training packages consists of corruption issues, fraud and conflict of interest etc for directors and employees regularly to ensure that they are trained on expected conduct and are responsible for reporting any potential incidences of corruption or bribery in the workplace. Directors are required to complete and submit a "Declaration of Interests" at least once a year. Additionally, employees are required to report receipt and subsequent handling of gifts from any person that does business with the Group.

The Group has implemented a zero-tolerance policy towards corruption and has established a whistle-blowing policy and reporting procedures for reporting misconduct or malpractice directly to independent non-executive Directors. The Group did not identify any material non-compliance with laws and regulations on the prevention of bribery, extortion, fraud and money laundering during the Year.

Community

Aspect B8: Community Investment

The Group works hard for the sustainable development of the community by assessing and managing the social impacts of its operations on the marketplace and supporting initiatives that create effective and lasting benefits to communities where it operates. The Group responds positively to the cause with charitable programmes and volunteering services. For example, the Group has sponsored activities organised by the Care for the Elderly Association, as well as other community groups that focus on assisting the elderly or impoverished. The Group also sponsored "Dogathon 2025" organized by SPCA to support its work of dealing with all aspects of animal welfare. The Group has also partnered with Oxfam, an international association combating poverty and injustice, ORBIS, a non-profit organisation dedicated to fighting preventable blindness, and Heifer International, an organisation to stop world hunger, to set up donation boxes at certain of the Group's stores. Over the years, the Group has contributed to caring for the community, employees and the environment. In honour of its contribution, the Hong Kong Council of Social Service awarded the Group with the "20 Years Plus Caring Company" logo. The Group donated HK\$300,000 to The Community Chest of Hong Kong and promptly distributed emergency relief kits free of charge to residents affected by the fire at Wang Fuk Court in Tai Po, Hong Kong, demonstrating the Group's commitment to standing with the community in times of need.

Independent Auditor's Report



To the Shareholders of International Housewares Retail Company Limited
(incorporated in the Cayman Islands with limited liability)

Opinion

What we have audited

The consolidated financial statements of International Housewares Retail Company Limited (the “Company”) and its subsidiaries (the “Group”), which are set out on pages 46 to 109, comprise:

- the consolidated balance sheet as at 30 April 2026;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 30 April 2026, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing (“HKSAs”) as issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the HKICPA’s Code of Ethics for Professional Accountants (the “Code”), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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Independent Auditor's Report *(Continued)*



Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in our audit is related to carrying value of inventories.

Key Audit Matter

Carrying value of inventories

Refer to Note 5(b) and Note 22 to the consolidated financial statements.

As at 30 April 2026, the Group's balance of gross inventories was HK\$332.6 million, against which a provision of HK\$1.0 million was made.

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

The estimation of the carrying value of inventories involves significant management judgment based on the consideration of key factors such as inventory turnover days by category, future sales projection, estimated future selling prices and selling expenses of the respective inventories.

We considered this is a key audit matter because the assessment of inventory provision involved significant management's judgement.

How our audit addressed the Key Audit Matter

We have performed the following procedures to address this key audit matter:

- Obtained an understanding of the management's internal control and assessment process of the inventory provision and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors;
- Evaluated the appropriateness of the method and assumptions used in the inventory provision;
- Evaluated the outcome of prior period assessment of inventory provision to assess the effectiveness of management's estimation process;
- Compared the carrying amount of the inventories, on a sample basis, to their net realisable value through review of sales subsequent to the year end; and
- Checked the mathematical accuracy of the calculation of the inventory provision.

Based on the procedures performed, we considered management's judgement and estimates, which formed the basis of the carrying value of inventories, were reasonable and acceptable.

Independent Auditor's Report *(Continued)*



Other Information

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Directors and the Audit Committee 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 HKFRS Accounting Standards as issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors 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 either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion 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. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

Independent Auditor's Report *(Continued)*



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements *(Continued)*

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Independent Auditor's Report *(Continued)*



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements *(Continued)*

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Ho Chun Yu (practising certificate number: P06356).

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 28 July 2026

Consolidated Income Statement

FOR THE YEAR ENDED 30 APRIL 2026

		Year ended 30 April	
	Note	2026 HK\$'000	2025 HK\$'000
Revenue	6	2,311,652	2,536,822
Cost of sales	9	(1,253,990)	(1,369,930)
Gross profit		1,057,662	1,166,892
Other income	7	13,988	14,094
Other losses, net	8	(2,317)	(2,070)
Distribution and advertising expenses	9	(54,745)	(52,516)
Administrative and other operating expenses	9	(948,046)	(1,052,471)
Operating profit		66,542	73,929
Finance income	11	3,031	4,920
Finance costs	11	(17,854)	(23,456)
Finance costs, net	11	(14,823)	(18,536)
Profit before income tax		51,719	55,393
Income tax expense	12	(10,394)	(13,155)
Profit for the year		41,325	42,238
Profit/(loss) attributable to:			
– Owners of the Company		45,185	47,727
– Non-controlling interests		(3,860)	(5,489)
		41,325	42,238
Earnings per share attributable to the owners of the Company for the year (expressed in HK cents per share)			
– Basic earnings per share	13(a)	HK6.3 cents	HK6.6 cents
– Diluted earnings per share	13(b)	HK6.3 cents	HK6.6 cents

The above consolidated income statement should be read in conjunction with the accompanying notes.

Consolidated Statement of Comprehensive Income

FOR THE YEAR ENDED 30 APRIL 2026

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Profit for the year	41,325	42,238
Other comprehensive income/(loss)		
<i>Item that may be reclassified to profit or loss</i>		
Currency translation differences	2,239	124
<i>Item that will not be reclassified to profit or loss</i>		
Actuarial loss on long service payment scheme	(291)	(439)
Other comprehensive income/(loss) for the year	1,948	(315)
Total comprehensive income for the year	43,273	41,923
Total comprehensive income/(loss) attributable to:		
– Owners of the Company	47,092	47,284
– Non-controlling interests	(3,819)	(5,361)
	43,273	41,923

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Consolidated Balance Sheet

AS AT 30 APRIL 2026

		As at 30 April 2026	2025
	Note	HK\$'000	HK\$'000
Assets			
Non-current assets			
Property, plant and equipment	15	186,565	195,825
Right-of-use assets	16(a)(i)	268,844	396,210
Investment properties	17	31,840	31,324
Intangible assets	18	29,911	30,135
Deferred income tax assets	27	4,535	4,665
Financial asset at fair value through profit or loss	19	8,633	7,770
Prepayments and deposits	21	36,311	53,695
		566,639	719,624
Current assets			
Inventories	22	331,628	374,675
Trade and other receivables, prepayments and deposits	21	113,975	115,459
Current income tax recoverable		670	2,912
Cash and cash equivalents	23	337,641	284,560
		783,914	777,606
Total assets		1,350,553	1,497,230
Equity			
Capital and reserves attributable to the owners of the Company			
Share capital and share premium	24	580,413	587,590
Reserves	26	294,167	277,861
		874,580	865,451
Non-controlling interests		(4,828)	(1,009)
Total equity		869,752	864,442
Liabilities			
Non-current liabilities			
Deferred income tax liabilities	27	586	501
Provision for reinstatement cost	28	1,263	4,757
Borrowings	29	5,097	6,250
Lease liabilities	16(a)(ii)	100,746	169,285
		107,692	180,793
Current liabilities			
Trade and other payables	28	173,968	186,065
Contract liabilities	6, 28	4,510	5,620
Loans due to a non-controlling shareholder of a subsidiary	34(d)	7,640	7,449
Borrowings	29	6,823	8,864
Lease liabilities	16(a)(ii)	178,827	240,945
Current income tax liabilities		1,341	3,052
		373,109	451,995
Total liabilities		480,801	632,788
Total equity and liabilities		1,350,553	1,497,230

The above consolidated balance sheet should be read in conjunction with the accompanying notes.

The consolidated financial statements on pages 46 to 109 were approved by the Board of Directors on 28 July 2026 and were signed on its behalf:

NGAI Lai Ha
Director

LAU Pak Fai, Peter
Director

Consolidated Statement of Changes In Equity

FOR THE YEAR ENDED 30 APRIL 2026

	Note	Attributable to owners of the Company			Non-controlling interests	Total equity
		Share capital and share premium (Note 24) HK\$'000	Reserves (Note 26) HK\$'000	Total HK\$'000		
Balance at 1 May 2025		587,590	277,861	865,451	(1,009)	864,442
Comprehensive income:						
Profit/(loss) for the year		–	45,185	45,185	(3,860)	41,325
Other comprehensive income/(loss):						
Currency translation differences		–	2,199	2,199	40	2,239
Actuarial loss on long service payment scheme		–	(292)	(292)	1	(291)
Total comprehensive income/(loss)		–	47,092	47,092	(3,819)	43,273
Total contributions by and distributions to owners of the						
Company recognised directly in equity:						
Employee share award scheme:						
– value of employee services	10	–	620	620	–	620
Purchase of treasury shares	25	–	(243)	(243)	–	(243)
Dividend paid relating to 2025	33	–	(10,736)	(10,736)	–	(10,736)
Dividend paid relating to 2026	33	–	(21,404)	(21,404)	–	(21,404)
Repurchase and cancellation of shares	24, 26	(7,177)	977	(6,200)	–	(6,200)
Total transactions with owners, recognised directly in equity		(7,177)	(30,786)	(37,963)	–	(37,963)
Balance at 30 April 2026		580,413	294,167	874,580	(4,828)	869,752

	Note	Attributable to owners of the Company			Non-controlling interests	Total equity
		Share capital and share premium (Note 24) HK\$'000	Reserves (Note 26) HK\$'000	Total HK\$'000		
Balance at 1 May 2024		589,517	299,839	889,356	4,352	893,708
Comprehensive income:						
Profit/(loss) for the year		–	47,727	47,727	(5,489)	42,238
Other comprehensive income/(loss):						
Currency translation differences		–	(6)	(6)	130	124
Actuarial loss on long service payment scheme		–	(437)	(437)	(2)	(439)
Total comprehensive income/(loss)		–	47,284	47,284	(5,361)	41,923
Total contributions by and distributions to owners of the						
Company recognised directly in equity:						
Employee share award scheme:						
– value of employee services	10	–	1,114	1,114	–	1,114
Purchase of treasury shares	25	–	(282)	(282)	–	(282)
Dividend paid relating to 2024	33	–	(40,305)	(40,305)	–	(40,305)
Dividend paid relating to 2025	33	–	(28,812)	(28,812)	–	(28,812)
Repurchase and cancellation of shares	24, 26	(1,927)	(977)	(2,904)	–	(2,904)
Total transactions with owners, recognised directly in equity		(1,927)	(69,262)	(71,189)	–	(71,189)
Balance at 30 April 2025		587,590	277,861	865,451	(1,009)	864,442

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

FOR THE YEAR ENDED 30 APRIL 2026

		Year ended 30 April	
	Note	2026 HK\$'000	2025 HK\$'000
Cash flows from operating activities			
Cash generated from operations	30(a)	430,569	406,385
Income tax paid		(9,666)	(20,647)
Net cash inflow from operating activities		420,903	385,738
Cash flows from investing activities			
Purchase of property, plant and equipment		(21,558)	(18,887)
Purchase of intangible assets		(2,682)	(8,898)
Prepayment for purchase of intangible assets		(192)	(821)
Proceeds from disposal of property, plant and equipment	30(b)	587	20
Proceeds from disposal of right-of-use asset		352	–
Dividend received from financial asset at fair value through profit or loss		370	555
Interest received		3,229	5,494
Net cash outflow from investing activities		(19,894)	(22,537)
Cash flows from financing activities			
Repayments of lease payments	30(c)	(306,969)	(337,350)
Payment for shares repurchase		(6,200)	(2,904)
Purchase of treasury shares	25	(243)	(282)
Proceeds from borrowings	30(c)	69,030	98,174
Repayment of borrowings	30(c)	(72,224)	(105,880)
Interest paid		(680)	(964)
Dividend paid		(32,140)	(69,117)
Net cash outflow from financing activities		(349,426)	(418,323)
Net increase/(decrease) in cash and cash equivalents		51,583	(55,122)
Cash and cash equivalents at beginning of the year		284,560	338,501
Exchange differences on cash and cash equivalents		1,498	1,181
Cash and cash equivalents at end of the year	23	337,641	284,560

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Notes to the Consolidated Financial Statements

1 General information

International Housewares Retail Company Limited (the “Company”) is an investment holding company. The Company and its subsidiaries (together the “Group”) are principally engaged in retail sales and trading of housewares products, trend-based items, personal care, food and household fast-moving consumer goods (“FMCG”).

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY 1-1111, Cayman Islands.

The Group is controlled by Hiluleka Limited (incorporated in the British Virgin Islands). The ultimate controlling parties of the Group are Ms. Ngai Lai Ha and Mr. Lau Pak Fai, Peter.

The Company has its primary listing on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

These consolidated financial statements are presented in Hong Kong dollars (“HK\$”) and rounded to the nearest thousand HK\$ (“HK\$’000”), unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors on 28 July 2026.

2 Basis of preparation

2.1 Compliance with HKFRS Accounting Standards and Hong Kong Companies Ordinance

The consolidated financial statements of the Company have been prepared in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622).

HKFRS Accounting Standards comprise the following authoritative literature:

- Hong Kong Financial Reporting Standards,
- Hong Kong Accounting Standards, and
- Interpretations developed by the HKICPA.

The preparation of the consolidated financial statements in conformity with HKFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

2.2 Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for investment properties and financial asset at fair value through profit or loss, which were measured at fair value.

2.3 Amended standards adopted by the Group

The Group has applied the following amended standards for the first time for their annual reporting period commencing 1 May 2025:

HKAS 21 and HKFRS 1 (Amendments) Lack of Exchangeability

The amended standards listed above did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to the Consolidated Financial Statements *(Continued)*

2 Basis of preparation *(Continued)*

2.4 New and amended standards and interpretations not yet adopted

Certain new and amended standards and interpretations have been published that are not mandatory for 30 April 2026 reporting periods and have not been early adopted by the Group:

		Effective for accounting periods beginning on or after
HKFRS 9 and HKFRS 7 (Amendments)	Classification and Measurement of Financial Instruments	1 January 2026
HKFRS 1, HKFRS 7, HKFRS 9, HKFRS 10 and HKAS 7 (Amendments)	Annual Improvements to HKFRS Accounting Standards – Volume 11	1 January 2026
HKFRS 9 and HKFRS 7 (Amendments)	Contracts Referencing Nature-dependent Electricity	1 January 2026
HKFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
HKFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027
HKFRS 19 (Amendments)	Subsidiaries without Public Accountability: Disclosures	1 January 2027
Hong Kong Interpretation 5 (Amendments)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2027
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

HKFRS 18 Presentation and Disclosure in Financial Statements

HKFRS 18 will replace HKAS 1 Presentation of financial statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though HKFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance and providing management-defined performance measures within the financial statements.

Notes to the Consolidated Financial Statements *(Continued)*

2 Basis of preparation *(Continued)*

2.4 New and amended standards and interpretations not yet adopted *(Continued)*

Management is currently assessing the detailed implications of applying the new standard on the Group's consolidated financial statements. From the high-level preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of HKFRS 18 will have no impact on the Group's net profit, the Group expects that grouping items of income and expenses in the consolidated statement of comprehensive income into the new categories will impact how operating profit is calculated and reported. From the high-level impact assessment that the Group has performed, the following item might potentially impact operating profit:
 - o Foreign exchange difference currently aggregated in the line item "Administrative and other operating expenses" in operating profit might need to be disaggregated, with some foreign exchange gains or losses presented below operating profit.
- The line items presented on the primary financial statements might change as a result of the application of the concept of "useful structured summary" and the enhanced principles on aggregation and disaggregation. In addition, since goodwill will be required to be separately presented in the consolidated balance sheet, the Group will disaggregate goodwill and other intangible assets and present them separately in the consolidated balance sheet.
- The Group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:
 - o management-defined performance measures;
 - o a break-down of the nature of expenses for line items presented by function in the operating category of the consolidated statement of comprehensive income – this break-down is only required for certain nature expenses; and
 - o for the first annual period of application of HKFRS 18, a reconciliation for each line item in the consolidated statement of comprehensive income between the restated amounts presented by applying HKFRS 18 and the amounts previously presented applying HKAS 1.
- From a consolidated statement of cash flow perspective, there will be changes to how interest received and interest paid are presented. Interest paid will be presented as financing cash flows and interest received will continue to be presented investing cash flows, which is a change from current presentation as part of operating cash flows.

The Group will apply the new standard from its mandatory effective date of 1 May 2027. Retrospective application is required, and so the comparative information for the financial year ending 30 April 2027 will be restated in accordance with HKFRS 18.

In addition to the abovementioned changes in presentation and disclosures, the Group is in the process of assessing the impact of adopting other new accounting standards and amendments to accounting standards and interpretation on its current or future reporting periods and on foreseeable future transactions. The Group intends to adopt the above new and amendments to standards and interpretation when they become effective.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information

The material accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Property, plant and equipment

Land and buildings comprise of properties for the Group's own use. Property, plant and equipment are stated at historical cost less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of replaced part is derecognised. All other repairs and maintenance are charged in the consolidated income statement during the financial period in which they are incurred.

Depreciation of leasehold improvements is calculated to write off their cost less accumulated impairment losses over the unexpired periods of the leases or their expected useful lives of 5 years to the Group, whichever is shorter.

Depreciation of land and buildings is calculated using the straight-line method to allocate its costs to their residual values over their estimated useful lives, as follows:

– Land portion	Remaining lease term of the land
– Building portion	25 years – 50 years

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their costs or revalued amounts to their residual values over their estimated useful lives, as follows:

Furniture, fixtures and equipment	5 years
Computer equipment	5 years
Motor vehicles	3 $\frac{1}{3}$ years
Moulds	5 years
Machinery and equipment	5 years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 3.4).

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognised in the consolidated income statement.

3.2 Investment properties

Investment properties, principally comprising leasehold land and buildings, are held for long-term rental yields or for capital appreciation or both, and that are not occupied by the Group.

Investment properties are initially measured at cost, including related transaction costs and where applicable borrowing costs. After initial recognition, investment properties are carried at fair value, representing open market value determined at each reporting date by external valuers.

Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If the information is not available, the Group uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. Changes in fair values are recorded in the consolidated income statement as part of "other losses, net".

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.3 Intangible assets

(a) Goodwill

Goodwill arises on the acquisition of subsidiaries/businesses represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identified net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("CGUs"), or Groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or Group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

(b) Trademark

Separately acquired trademark is shown at historical cost. Trademark acquired in a business combination is recognised at fair value at the acquisition date. Trademark has a finite useful life and is carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of trademark over their estimated useful life of 40 years.

(c) Computer software

Costs associated with maintaining computer software are recognised as an expense as incurred. Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads. Amortisation is calculated using the straight-line method to allocate the cost of computer software over their estimated useful life of 3 years.

3.4 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are at least tested annually for impairment or more frequently if events or changes in circumstances that indicate that might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash flows from other assets or groups of assets (i.e. cash-generating units or CGUs). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

3.5 Investments and other financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and liabilities and the contractual terms of the cash flows.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.5 Investments and other financial assets *(Continued)*

(a) Classification (Continued)

For assets measured at fair value, gains and losses will either be recorded in consolidated income statement or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all of the risks and rewards of ownership.

(c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial asset carried at fair value through profit or loss are expensed in the consolidated income statement.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in the consolidated income statement and presented in "other losses, net" together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement.
- **Fair value through other comprehensive income:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in the consolidated income statement. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the consolidated income statement and recognised in "other losses, net". Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in the consolidated income statement and impairment expenses are presented as separate line item in the consolidated income statement.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in consolidated income statement.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.5 Investments and other financial assets *(Continued)*

(c) Measurement (Continued)

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to consolidated income statement following the derecognition of the investment. Gains or losses arising from changes in the fair value of the "financial asset at fair value through profit or loss" category are presented in the consolidated income statement within "other losses, net" in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised within "other income" when the Group's right to receive payments is established.

(d) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see Note 4.1 (b) for further details.

3.6 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

3.7 Trade and other receivables

Trade receivables are amounts due from franchisees and customers for merchandise sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. See Note 21 for further information about the Group's accounting for trade receivables and Note 4.1(b) for a description of the Group's impairment policies.

3.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, comprising purchases and other incidental costs, are determined using the first-in, first-out basis. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.9 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

3.10 Current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attribute to temporary differences and to unused tax losses.

(a) *Current income tax*

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

(b) *Deferred income tax*

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.11 Leases

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payment that are based on an index or a rate;
- amounts expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing; and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.11 Leases *(Continued)*

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. While the Group revalues its land and buildings that are presented within property, plant and equipment, it has chosen not to do so for the right-of-use buildings held by the Group.

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less without a purchase option. Low-value assets comprise IT equipment and small items of office furniture.

Lease income from operating leases where the Group is a lessor is recognised within "other income" on a straight-line basis over the lease term (Note 7). Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the consolidated balance sheet based on their nature.

3.12 Revenue recognition

(a) *Sale of goods – retail*

The Group operates a chain of retail stores in Hong Kong, Singapore and Macau selling housewares products, trend-based items, personal care, food and household FMCG. Revenue from the sale of goods is recognised when the Group sells a product to the customer. Payment of the transaction price is due immediately when the customer purchases the products and retail sales are usually settled in cash or by credit card.

(b) *Sale of goods – wholesale*

Wholesale sales of goods are recognised when control of the products has transferred, being when the Group has delivered products to the wholesaler, collectability of the related receivables is reasonably assured, the wholesaler has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the products. Delivery occurs when the wholesaler has acknowledged the receipt of products.

(c) *Sale of goods – customer loyalty programme*

The Group operates a loyalty programme where retail customers accumulate points for purchases made which entitle them to discount on future purchases. Revenue from the award points is recognised when the points are redeemed or when they expire.

A contract liability is recognised until the points are redeemed or expired on the consolidated statement of financial position.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.12 Revenue recognition *(Continued)*

(d) *Licencing fees*

Licencing fees are recognised when the performance obligations under the relevant agreements have been accomplished.

(e) *Consignment sales commission*

Consignment sales commission is recognised in the accounting period in which the relevant services are rendered.

3.13 Employee benefits

(a) *Employee leave entitlements*

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

Employee entitlements to sick leave and maternity or paternity leave are not recognised until the time of leave.

(b) *Bonus plans*

The Group recognises a liability and an expense for bonuses, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(c) *Pension obligations*

The Group has established a mandatory provident fund scheme ("MPF Scheme") in Hong Kong. The assets of the MPF Scheme are held in separate trustee-administered funds. Both the Group and the employees are required to contribute based on a fixed percentage of the employee's relevant income up to a maximum of HK\$1,500 per employee per month.

The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(d) *Termination benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring plan that is within the scope of HKAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

Notes to the Consolidated Financial Statements *(Continued)*

3 Summary of material accounting policy information *(Continued)*

3.14 Share-based payments

(a) Equity-settled share-based payment transactions

The Group operates a number of equity-settled, share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (for example, an entity's share price), if any;
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save).

Non-market performance and service conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. In addition, in some circumstances employees may provide services in advance of the grant date and therefore the grant date fair value is estimated for the purposes of recognising the expense during the period between service commencement period and grant date. At the end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on the non-market performance and service conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated income statement, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium.

(b) Share-based payment transactions among Group entities

The grant by the Company of options over its equity instruments to the employees of subsidiary undertakings in the Group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity in the parent entity accounts.

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management

4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, cash flow and fair value interest rate risk), credit risk, liquidity risk and price risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

(a) *Market risk*

(i) *Foreign currency risk*

The Group mainly operates in Hong Kong and Singapore and is exposed to foreign currency exchange fluctuations from exposures arising in the normal course of its business, primarily with respect to United States dollars, Renminbi and Japanese Yen. Foreign exchange risk arises when future commercial transactions, recognised assets and liabilities and net investments in foreign operations.

Management has a policy to require Group companies to manage their foreign exchange risks against their respective functional currencies. It mainly includes managing the exposures arisen from sales and purchases made by relevant Group companies in currencies other than their own functional currencies. The Group also manages its foreign exchange risk by performing regular reviews of the Group's net foreign exchange exposure. The Group has not used any hedging arrangement to hedge its foreign risk exposure.

Since Hong Kong dollar is pegged to United States dollars, management considers that there is no significant foreign currency risk between these two currencies to the Group.

At 30 April 2026, if Hong Kong dollar had weakened/strengthened by 5% against Renminbi and Japanese Yen with all other variables held constant, post-tax profit for the year would have been HK\$306,000 lower/higher (2025: HK\$303,000 lower/higher) and HK\$233,000 lower/higher (2025: HK\$432,000 lower/higher) respectively, mainly as a result of foreign exchange losses/gains on translation of Renminbi-denominated and Japanese Yen-denominated cash and cash equivalents, trade and other receivables and trade, other payables and trust receipt loan.

The remaining assets and liabilities of each company within the Group are mainly denominated in the respective functional currencies. The directors are of the opinion that the volatility of the Group's profits against changes in exchange rates of foreign currencies would not be significant. Accordingly, no sensitivity analysis is performed.

(ii) *Cash flow and fair value interest rate risk*

Other than the bank balances and borrowings which carry interest at prevailing market interest rates, the Group has no other significant interest-bearing assets or liabilities. Therefore, the interest rate risk mainly arises from interest-bearing bank deposits and borrowings.

However, the interest income and expenses derived therefrom are relatively insignificant to the Group's operations. Therefore, the Group's income and operating cash flows are substantially independent of changes in market interest rates. Accordingly, the directors are of the opinion that the Group does not have significant cash flow and fair value interest rate risk and no sensitivity analysis is performed.

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.1 Financial risk factors *(Continued)*

(b) Credit risk

Credit risk mainly arises from cash and cash equivalents, trade and other receivables and deposits.

(i) Risk management

Management considers that the Group has limited credit risk with its banks which are leading and reputable with a minimum rating of "investment grade" ranked by an independent party. The Group has not incurred significant loss from non-performance by these counterparties in the past and management does not expect so in the future. Therefore, expected credit loss rate of cash at bank is assessed to be close to zero and no provision was made as at 30 April 2026 and 2025.

The Group has no significant credit risk as the retail sales are made in cash or by credit cards. In respect of trade receivables, the credit risk is considered to be low as most trade receivables are from electronic payment service providers for retail sales and several customers with long business relationships and with no history of default. In the opinion of the Board of Directors, the default risk is considered to be low.

The Group has concentration of credit risk as receivables from several wholesales customers represented all of the Group's trade receivables at the end of the reporting period. However, the Group has policies in place for the control and monitoring of relevant credit risks. These credit evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. The Board of Directors is of the opinion that the Group does not have significant credit risks because the Group mainly trades with customers who have established trading history with the Group. The exposure to credit risk is closely monitored on an ongoing basis.

The credit risks on rental deposits are considered to be low as they can be recovered by offsetting against the rental payments. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the consolidated balance sheet.

(ii) Impairment of financial assets

The Group has three main types of financial assets that are subject to the expected credit loss model:

- cash and cash equivalents,
- trade receivables, and
- other financial assets at amortised costs.

While cash and cash equivalents are also subject to the impairment requirements of HKFRS 9, the impact of impairment loss was immaterial.

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.1 Financial risk factors *(Continued)*

(b) Credit risk *(Continued)*

(ii) Impairment of financial assets *(Continued)*

Trade receivables

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. Trade receivables are grouped by business segments, geographical locations and credit risk characteristics. The Group measures the expected credit losses of respective groups on a combination of both individual basis and collective basis for likelihood of recovery, taking into consideration their credit rating, general industrial default rates and historical credit loss experience.

Measurement of expected credit loss – individual basis

To measure the expected credit losses, the management assessed the credit risk of listed customers individually with reference to the credit rating report in the market and also the default history of the customers. The loss rates are further adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the gross domestic product growth and the money supply in Hong Kong, and gross domestic product growth and merchandise trade balance in the Chinese Mainland to be the most relevant forward-looking factors, and accordingly adjust the default rate based on expected changes in these factors. As these listed customers are classified as investment grade with credit rating between Baa3 and Aaa with reference to the Moody's credit agency report, the Directors of the Company are of the opinion that the expected credit loss of these customers is not significant.

Measurement of expected credit loss – collective basis

To measure the expected credit losses, the management assessed the credit risk of non-listed customers collectively with reference to the general industrial default risk and also the default history of those customers. The loss rates are further adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the gross domestic product growth and the money supply in Hong Kong, and gross domestic product growth and merchandise trade balance in the the Chinese Mainland to be the most relevant forward-looking factors, and accordingly adjust the default rate based on expected changes in these factors.

In addition to the individual and collective assessment of the listed and non-listed customers respectively, receivables relating to customers with known financial difficulties or significant doubt on collection of receivables are assessed individually for separate provision for impairment allowance. As at 30 April 2026, no specific loss allowance was made by the Group (2025: Nil).

The Group maintains frequent communications with the counterparties and monitors closely the credit qualities and the collectability of these receivables. The Group reviews the recoverable amount of each individual trade receivables to ensure that adequate impairment loss is made for irrecoverable amounts.

Based on assessment by the management, majority of the trade receivables were settled shortly when they are due, hence, the Group considers the expected credit loss is immaterial.

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.1 Financial risk factors *(Continued)*

(b) Credit risk *(Continued)*

(ii) Impairment of financial assets *(Continued)*

Other financial assets at amortised costs

The Group applies the HKFRS 9 general approach to measuring expected credit losses of other financial assets on a combination of both individual basis and collective basis for likelihood of recovery, taking into consideration their credit rating, general industrial default rates and historical credit loss experience.

Deposits and other receivables were mainly rental deposit and utilities and management fee deposits. The credit quality of deposits and other receivables has been assessed with reference to historical information about the default rates and financial position of the counterparties. Given there is no history of defaults from these counterparties, the directors of the Company are of the opinion that there was no significant increase in credit risk and the expected credit loss was limited to 12-month expected credit losses. Therefore, ECL rate of the deposits and other receivables is assessed to be close to zero as at 30 April 2026 (2025: Same). During the year ended 30 April 2026, no impairment loss on other financial assets at amortised costs was recognised in profit or loss (2025: Same).

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and bank balances. The Group's liquidity risk is further mitigated through the availability of financing through its own cash resources and the availability of banking facilities to meet its financial commitments. In the opinion of the directors, the Group does not have any significant liquidity risk.

The table below analyses the Group's non-derivative financial liabilities into relevant maturity Groupings based on the remaining period at the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	On demand HK\$'000	Less than 1 year HK\$'000	Over 1 year HK\$'000	Total HK\$'000
At 30 April 2026				
Borrowings	5,706	1,316	5,484	12,506
Trade and other payables	–	161,212	–	161,212
Lease liabilities	–	203,022	103,728	306,750
Loans due to a non-controlling shareholder of a subsidiary	–	7,766	–	7,766
	5,706	373,316	109,212	488,234
At 30 April 2025				
Borrowings	7,828	1,373	7,094	16,295
Trade and other payables	–	178,074	–	178,074
Lease liabilities	–	253,040	187,237	440,277
Loans due to a non-controlling shareholder of a subsidiary	–	7,575	–	7,575
	7,828	440,062	194,331	642,221

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.1 Financial risk factors *(Continued)*

(d) Price risk

The Group's exposure to price risk arises from investment held by the Group and classified in the consolidated balance sheet at financial asset at fair value through profit or loss.

At 30 April 2026, if the fair value of the investment classified as financial asset at fair value through profit or loss had been 10% higher/lower, with all other variables held constant, the Group's profit before income tax would have been HK\$863,000 higher/lower (2025: HK\$777,000 higher/lower).

4.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as total borrowings and loans due to a non-controlling shareholder of a subsidiary divided by total equity.

The gearing ratios at 30 April 2026 and 2025 were as follows:

	As at 30 April 2026 HK\$'000	2025 HK\$'000
Total borrowings and loans due to a non-controlling shareholder of a subsidiary	19,560	22,562
Total equity	869,752	864,442
Gearing ratio	2.25%	2.61%

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.3 Fair value estimation

(a) Financial assets

Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

	Note	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
At 30 April 2026					
Asset					
Financial asset at fair value through profit or loss					
– Hong Kong listed equity securities	19	8,633	–	–	8,633
At 30 April 2025					
Asset					
Financial asset at fair value through profit or loss					
– Hong Kong listed equity securities	19	7,770	–	–	7,770

The financial asset was denominated in HK\$.

During the year ended 30 April 2026, there were no transfers between levels 1, 2 and 3 (2025: same), and no change in recurring fair value measurements (2025: same).

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as at the end of the reporting period.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

Notes to the Consolidated Financial Statements *(Continued)*

4 Financial risk management *(Continued)*

4.3 Fair value estimation *(Continued)*

(b) *Non-financial assets*

Fair value hierarchy

This note explains the judgements and estimates made in determining the fair values of the non-financial assets that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its non-financial assets into the three levels prescribed under the accounting standards. An explanation of each level is provided in Note 4.3(a).

	Note	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
At 30 April 2026					
Investment properties					
– Land and building – The Chinese Mainland	17	–	–	31,840	31,840
At 30 April 2025					
Investment properties					
– Land and building – The Chinese Mainland	17	–	–	31,324	31,324

For details of the valuation techniques used to determine the fair values, fair value measurements using significant unobservable inputs and value inputs and relationships to fair value, please refer to Note 17.

(c) *Valuation techniques used to determine fair values*

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. External valuers will be engaged. The valuation is reviewed and approved by the chief financial officer.

Notes to the Consolidated Financial Statements *(Continued)*

5 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting estimate will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Estimated impairment of goodwill, property, plant and equipment and trademarks

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 3.3. The recoverable amounts of cash-generating units are determined based on value-in-use calculations or fair value less costs to sell calculations. These calculations require the use of estimates.

The Group tests where the property, plant and equipment and trademarks have suffered any impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable in accordance with the accounting policy stated in Note 3.4. The recoverable amount of property, plant and equipment and trademarks has been determined as the higher of its value in use and its fair value less costs to sell.

The recoverable amount of the trademark is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management. Key assumptions used in the financial budgets include gross profit margin, sales growth rate and discount rate.

(b) Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. These estimates are based on the current market condition and the historical experience of selling products of similar nature. It could change significantly as a result of changes in customer taste and competitor actions in response to severe industry cycle. Management reassesses these estimates at each statement of financial position date.

(c) Income taxes

The Group is subject to income taxes in Hong Kong and Singapore. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

Deferred income tax assets relating to temporary differences and tax losses are recognised when management considers it is likely that future taxable profits will be available against which the temporary differences or tax losses can be utilised. When the expectations are different from the original estimates, such differences will impact the recognition of deferred income tax assets and income tax charges in the period in which such estimates have been changed.

(d) Useful lives and depreciation and amortisation of property, plant and equipment and intangible assets

Management determines the estimated useful lives and depreciation and amortisation charges for the Group's property, plant and equipment and intangible assets. These estimates are based on the historical experience of the actual useful lives of property, plant and equipment and intangible assets of similar nature and functions, or based on the estimated periods that the Group intends to derive future economic benefits from the use of these assets. Management will revise the depreciation and amortisation charges where useful lives are different to previous estimated, and estimate the useful lives based on whether the asset is obsolete or non-strategic.

Notes to the Consolidated Financial Statements *(Continued)*

6 Segment information

The chief operating decision-maker has been identified as the executive directors of the Company. The executive directors review the Group's internal reporting in order to assess performance and allocate resources and have determined the operating segments based on these reports.

The executive directors considered the nature of the Group's business and determined that the Group has the following reportable operating segments:

- (i) Retail – Hong Kong and Macau*
Retail – Singapore*
- (ii) Wholesales, licencing and others

The executive directors assess the performance of the operating segments based on revenue and gross profit percentage of each segment.

* Including consignment sales commission income.

The segment information provided to the executive directors for the reportable segments for the year ended 30 April 2026 is as follows:

	Retail Hong Kong and Macau HK\$'000	Singapore HK\$'000	Wholesales, licencing and others HK\$'000	Total HK\$'000
Segment revenue (all from external customers)	2,018,811	276,736	16,105	2,311,652
Cost of sales	(1,092,384)	(152,526)	(9,080)	(1,253,990)
Segment results	926,427	124,210	7,025	1,057,662
Gross profit%**	45.89%	44.88%	43.62%	45.75%
Other income				13,988
Other losses, net				(2,317)
Distribution and advertising expenses				(54,745)
Administrative and other operating expenses				(948,046)
Operating profit				66,542
Finance income				3,031
Finance costs				(17,854)
Finance costs, net				(14,823)
Profit before income tax				51,719
Income tax expense				(10,394)
Profit for the year				41,325

Notes to the Consolidated Financial Statements *(Continued)*

6 Segment information *(Continued)*

The segment information provided to the executive directors for the reportable segments for the year ended 30 April 2025 is as follows:

	Retail Hong Kong and Macau HK\$'000	Singapore HK\$'000	Wholesales, licencing and others HK\$'000	Total HK\$'000
Segment revenue (all from external customers)	2,217,422	301,272	18,128	2,536,822
Cost of sales	(1,189,732)	(169,283)	(10,915)	(1,369,930)
Segment results	1,027,690	131,989	7,213	1,166,892
Gross profit%**	46.35%	43.81%	39.79%	46.00%
Other income				14,094
Other losses, net				(2,070)
Distribution and advertising expenses				(52,516)
Administrative and other operating expenses				(1,052,471)
Operating profit				73,929
Finance income				4,920
Finance costs				(23,456)
Finance costs, net				(18,536)
Profit before income tax				55,393
Income tax expense				(13,155)
Profit for the year				42,238

** Gross profit% is calculated by gross profit (segment results) divided by revenue (segment revenue).

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the years ended 30 April 2026 and 2025. The accounting policies of the reportable segments are the same as the Group's accounting policies.

Revenues include sales of goods of HK\$2,303,146,000 (2025: HK\$2,529,699,000), revenue arising from customer loyalty programme of HK\$7,737,000 (2025: HK\$6,264,000) and consignment sales commission of HK\$769,000 (2025: HK\$859,000). The revenue from the Group's largest customer accounted for less than 10% of the Group's total revenue for each of the years ended 30 April 2026 and 2025.

All of the Group's revenues are recognised at a point in time for the years ended 30 April 2026 and 2025.

Contract liabilities represents advanced payments received from customers for goods that have not been transferred to the customers and cash coupons and provision for customer loyalty programs. During the years ended 30 April 2026 and 2025, all brought-forward contract liabilities at the beginning of the financial year were fully recognised as revenue.

Notes to the Consolidated Financial Statements *(Continued)*

6 Segment information *(Continued)*

The following tables present segment assets and liabilities as at 30 April 2026 and 2025 respectively.

	As at 30 April 2026			Total HK\$'000
	Retail Hong Kong and Macau HK\$'000	Singapore HK\$'000	Wholesales, licencing and others HK\$'000	
Segment assets	845,717	117,148	4,369	967,234
Segment liabilities	405,127	59,519	6,588	471,234

	As at 30 April 2025			Total HK\$'000
	Retail Hong Kong and Macau HK\$'000	Singapore HK\$'000	Wholesales, licencing and others HK\$'000	
Segment assets	988,525	171,052	6,422	1,165,999
Segment liabilities	505,937	109,529	6,320	621,786

Segment assets include intangible assets, property, plant and equipment, right-of-use assets, trade and other receivables, prepayments and deposits and inventories. Segment liabilities include provision for reinstatement cost, lease liabilities, borrowings, trade and other payables and contract liabilities.

The following tables present segment assets and liabilities as at 30 April 2026 and 2025 respectively.

A reconciliation of segment assets to total assets is provided as follows:

	As at 30 April	
	2026 HK\$'000	2025 HK\$'000
Segment assets	967,234	1,165,999
Investment properties	31,840	31,324
Deferred income tax assets	4,535	4,665
Financial asset at fair value through profit or loss	8,633	7,770
Current income tax recoverable	670	2,912
Cash and cash equivalents	337,641	284,560
Total assets	1,350,553	1,497,230

A reconciliation of segment liabilities to total liabilities is provided as follows:

	As at 30 April	
	2026 HK\$'000	2025 HK\$'000
Segment liabilities	471,234	621,786
Deferred income tax liabilities	586	501
Loans due to a non-controlling shareholder of a subsidiary	7,640	7,449
Current income tax liabilities	1,341	3,052
Total liabilities	480,801	632,788

Notes to the Consolidated Financial Statements *(Continued)*

6 Segment information *(Continued)*

Revenue from external customers in Hong Kong, Singapore and Macau are as follows:

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Hong Kong	1,982,942	2,185,328
Singapore	276,736	301,272
Macau	51,974	50,222
	2,311,652	2,536,822

Non-current assets, other than intangible assets and deferred income tax assets, of the Group as at 30 April 2026 and 2025 are located as follows:

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Hong Kong	399,898	499,342
The Chinese Mainland	39,190	38,504
Singapore	45,190	94,009
Macau	47,915	52,969
	532,193	684,824

These assets are allocated based on the operations of the segment and the physical location of the assets.

7 Other income

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Advertising and promotion income	11,613	10,966
Dividend income from financial asset at fair value through profit or loss (Note 19)	370	555
Sub-leasing rental income	173	375
Rental income	466	518
Government grants (Note)	975	1,447
Sundry income	391	233
	13,988	14,094

Note:

These primarily represented government subsidies in relation to the subsidiaries of approximately HK\$508,000 received under the Progressive Wage Credit Scheme of the Government of Singapore during the year ended 30 April 2026 (2025: HK\$1,103,000).

Notes to the Consolidated Financial Statements *(Continued)*

8 Other losses, net

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Fair value losses on investment properties (Note 17)	(1,753)	(465)
Fair value gain/(losses) on financial asset at fair value through profit or loss (Note 19)	863	(369)
Losses on disposal of property, plant and equipment (Note 30(b))	(1,485)	(1,236)
Gains on early termination of lease (Note 16)	58	—
	(2,317)	(2,070)

9 Expenses by nature

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Auditors' remuneration		
– Audit services	2,090	2,066
– Non-audit services	290	290
Air conditioning expenses	10,527	11,018
Advertising and promotion expenses	6,864	8,655
Amortisation of intangible assets (Note 18)	3,675	6,272
Building management fees	54,390	55,754
Cost of inventories sold (including: inventory loss in retail stores) (Note 22)	1,253,013	1,369,242
Provision for inventories (Note 22)	977	688
Delivery charges	38,093	36,790
Landing charges	9,574	6,588
Depreciation of property, plant and equipment (Note 15)	30,696	33,972
Depreciation of right-of-use assets (Note 16)	286,489	315,199
Employee benefit expenses (including directors' emoluments) (Note 10)	360,037	406,146
Government rates	15,873	16,912
Legal and professional fee	2,301	2,341
Short-term lease expense (Note 16)	100,123	104,628
Repair and maintenance	7,946	10,900
Utility expenses	26,565	27,639
Net exchange (gains)/losses	(2,810)	1,097
Others	50,068	58,720
Total cost of sales, distribution and advertising expenses, and administrative and other operating expenses	2,256,781	2,474,917
Represented by:		
Cost of sales	1,253,990	1,369,930
Distribution and advertising expenses	54,745	52,516
Administrative and other operating expenses	948,046	1,052,471
	2,256,781	2,474,917

Notes to the Consolidated Financial Statements *(Continued)*

10 Employee benefit expenses

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Salaries and bonuses	338,072	381,532
Pension costs - defined contribution plans	18,956	22,014
Other employee benefits	2,389	1,486
Share-based compensation	620	1,114
	360,037	406,146

(a) Pension costs – defined contribution plans

Contributions to the provident fund by the Group for its employees are fully and immediately vested in the employees once the contributions are made. There are no contributions forfeited by the Group on behalf of its employees who leave the plan prior to vesting fully in such contribution. Hence, there is no forfeited contributions which may be used by the Group to reduce the existing level of contributions.

(b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include two (2025: two) directors whose emoluments are reflected in the analysis presented in Note 36. The emoluments payable to the remaining three (2025: three) individuals during the year ended 30 April 2026 and 2025 are as follows:

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Salaries, bonuses and other benefits	5,533	5,087
Pension costs – defined contribution plans	54	48
	5,587	5,135

The emoluments fell within the following bands:

Emolument bands	Number of individuals Year ended 30 April	
	2026	2025
HK\$1,000,001 – HK\$1,500,000	1	1
HK\$1,500,001 – HK\$2,000,000	1	1
HK\$2,000,001 – HK\$2,500,000	–	1
HK\$2,500,001 – HK\$3,000,000	1	–
	3	3

- (c) During the year ended 30 April 2026, no emoluments were paid by the Company to any of directors or the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office (2025: Nil).

Notes to the Consolidated Financial Statements *(Continued)*

11 Finance income and finance costs

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Finance income:		
Interest income on short-term bank deposits	3,031	4,920
Finance costs:		
Interest on bank borrowings and bank overdrafts	(680)	(964)
Interest on loans due to a non-controlling shareholder of a subsidiary	(191)	(192)
Interest on lease liabilities (Note 16)	(16,983)	(22,300)
	(17,854)	(23,456)
Finance costs, net	(14,823)	(18,536)

12 Income tax expense

Hong Kong profits tax has been provided at the rate of 16.5% (2025: 16.5%) on the estimated assessable profit for the year ended 30 April 2026. Taxation on overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the Group operates.

A subsidiary of the Group is subject to Taiwan dividend withholding tax at 21% (2025: Nil).

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Current income tax:		
Hong Kong profits tax		
– Current	9,795	11,629
– Under-provision in prior years	91	385
Overseas taxation		
– Current	36	339
– Over-provision in prior years	(28)	(100)
Withholding tax	285	–
	10,179	12,253
Deferred income tax:		
– Deferred income tax credit (Note 27)	215	902
Income tax expense	10,394	13,155

Notes to the Consolidated Financial Statements *(Continued)*

12 Income tax expense *(Continued)*

The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the consolidated entities as follows:

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Profit before income tax	51,719	55,393
Tax calculated at domestic tax rates applicable to profits in the respective countries	8,229	8,956
Tax effects of:		
– Income not subject to tax	(1,998)	(995)
– Expenses not deductible for tax purposes	670	1,599
– Tax losses for which no deferred income tax asset was recognised	3,346	3,546
– Utilisation of tax losses previously not recognised	(36)	(71)
Under-provisions in prior years	63	285
Withholding tax	285	–
Tax concession (Note)	(165)	(165)
Income tax expense	10,394	13,155

The weighted average applicable tax rate was 15.9% (2025: 16.2%).

Note:

Pursuant to the enactment of two-tiered profit tax rates by the Inland Revenue Department of Hong Kong ("IRD") from the year of assessment 2018/19 onwards, a qualifying group entity's first HK\$2 million of assessable profits under Hong Kong profits tax is subject to tax rate of 8.25%. The qualifying group entity's remaining assessable profits above HK\$2 million will continue to be subject to a tax rate of 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

Notes to the Consolidated Financial Statements *(Continued)*

13 Earnings per share

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

	Year ended 30 April	
	2026	2025
Profit attributable to owners of the Company (HK\$'000)	45,185	47,727
Weighted average number of ordinary shares in issue (in thousands) (Note)	714,175	719,544
Basic earnings per share attributable to owners of the Company (HK cents per share)	6.3	6.6

Note:

Weighted average number of ordinary shares in issue are adjusted by the treasury shares held for share award scheme as such shares are not available in the market.

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The number of shares that would have been issued assuming the exercise of the share options less the number of shares that could have been issued at fair value (determined as the average market price per share for the year) for the same total proceeds is the number of shares issued for no consideration. The resulting number of shares issued for no consideration is included in the weighted average number of ordinary shares as the denominator for calculating diluted earnings per share.

	Year ended 30 April	
	2026	2025
Profit attributable to owners of the Company (HK\$'000)	45,185	47,727
Weighted average number of ordinary shares in issue (in thousands)	714,175	719,544
Adjustment for:		
– Share options and share awards (in thousands)	1,062	1,263
Weighted average number of ordinary shares for diluted earnings per share (in thousands)	715,237	720,807
Diluted earnings per share attributable to owners of the Company (HK cents per share)	6.3	6.6

Notes to the Consolidated Financial Statements *(Continued)*

14 Subsidiaries

The following is a list of the principal subsidiaries at 30 April 2026 and 2025:

Name	Place of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/ registered share capital	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2026	2025	2026	2025
Matusadona Investments Limited*	British Virgin Islands, limited company	Investment holding in Hong Kong	United States dollars 100	100%	100%	0%	0%
JHC (H.K.) Limited (formerly known as Japan Home Centre (H.K.) Limited) #	Hong Kong, limited company	Retail sales of housewares products in Hong Kong	HK\$1,000,000	100%	100%	0%	0%
JHC (International) Limited#	Hong Kong, limited company	Export of housewares products and provision of management services in Hong Kong	HK\$10,000	100%	100%	0%	0%
Japan Home Centre (Management) Limited#	Hong Kong, limited company	Trading of houseware products, licencing of franchise rights and provision of management services in Hong Kong	HK\$10,000	100%	100%	0%	0%
JHC Property Management Limited #	Hong Kong, limited company	Sub-lease properties to a fellow subsidiary in Hong Kong	HK\$1,375,000	100%	100%	0%	0%
JHC Clean Health Production Ltd#	Hong Kong, limited company	Manufacturing of face mask in Hong Kong	HK\$866,666	100%	100%	0%	0%
JHC (Taiwan) Co., Limited# ^	Taiwan, limited liability company	Inactive (2025: trading of housewares products in Taiwan)	New Taiwan dollars 1,000,000	100%	100%	0%	0%
Japan Home (Retail) Pte. Ltd.#	Singapore, limited liability company	Retail sales of housewares products in Singapore	Singapore dollars 7,708,333	70%	70%	30%	30%
Familj (China) Limited#	Hong Kong limited liability company	Investment holding in Hong Kong	HK\$3,185,427	100%	100%	0%	0%
JHC Advertising (H.K.) Limited#	Hong Kong limited liability company	Inactive	HK\$100	100%	100%	0%	0%
泛美家貿易(深圳)有限公司#	The Chinese Mainland, wholly foreign owned enterprises	Inactive	HK\$1,000,000	100%	100%	0%	0%
易生活(南京)百貨有限公司#	The Chinese Mainland, wholly foreign owned enterprises	Investment of properties in Nanjing, the Chinese Mainland	Renminbi ("RMB") 27,443,321	100%	100%	0%	0%
Japan Home Centre (Macau) Single-Member Company Limited#	Macau, limited company	Retail sales of housewares products in Macau	Macau Patacas 100,000	100%	100%	0%	0%

Notes to the Consolidated Financial Statements *(Continued)*

14 Subsidiaries *(Continued)*

Name	Place of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/ registered share capital	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2026	2025	2026	2025
JHC Ella Limited [#]	Hong Kong, limited company	Retail sales of gifts and accessories products in Hong Kong	HK\$14,753,333	77.5%	77.5%	22.5%	22.5%
Conpark International Investment Limited [#]	Hong Kong, limited company	Investment of properties in Hong Kong	HK\$100	100%	100%	0%	0%
Delight Fame Investment Limited [#]	Hong Kong, limited company	Investment of properties in Hong Kong	HK\$1	100%	100%	0%	0%
Pako Investment Development Limited [#]	Hong Kong, limited company	Investment holding in Hong Kong	HK\$10,000	100%	100%	0%	0%
廣州市栢資投資諮詢有限公司 [#]	The Chinese Mainland, wholly foreign owned enterprises	Investment of properties in Guangzhou, the Chinese Mainland	RMB21,350,000	100%	100%	0%	0%
泛美家貿易(廣州)有限公司 [#]	The Chinese Mainland, wholly foreign owned enterprises	Trading of housewares products in the Chinese Mainland	RMB6,965,880	100%	100%	0%	0%
Matsusho Appliances Tokyo Company Limited [#]	Hong Kong, limited company	Inactive	HK\$10,000	100%	100%	0%	0%
World Wonderful Limited [#]	Hong Kong, limited company	Investment of properties in Hong Kong	HK\$1	100%	100%	0%	0%
Familj (International) Limited [#]	Hong Kong, limited company	Inactive	HK\$10,000	100%	100%	0%	0%

* Equity interest directly held by the Company.

Equity interest indirectly held by the Company.

^ Under dissolution

(a) Non-controlling interests

The total non-controlling interests as at 30 April 2026 is HK\$4,828,000 attributable from Japan Home (Retail) Pte. Ltd. and JHC Ella Limited.

The total non-controlling interests as at 30 April 2025 is HK\$1,009,000 attributable from Japan Home (Retail) Pte. Ltd. and JHC Ella Limited.

The non-controlling interests in respect of these companies are not material to the Group.

Notes to the Consolidated Financial Statements *(Continued)*

15 Property, plant and equipment

	Land and buildings HK\$'000	Leasehold improvements HK\$'000	Furniture, fixtures and equipment HK\$'000	Computer equipment HK\$'000	Motor vehicles HK\$'000	Moulds HK\$'000	Machinery and equipment HK\$'000	Total HK\$'000
At 1 May 2024								
Cost	155,576	244,700	187,714	36,813	6,342	4,125	4,982	640,252
Accumulated depreciation	(15,151)	(207,399)	(162,434)	(31,593)	(4,718)	(4,125)	(3,937)	(429,357)
Net book amount	140,425	37,301	25,280	5,220	1,624	–	1,045	210,895
Year ended 30 April 2025								
Opening net book amount	140,425	37,301	25,280	5,220	1,624	–	1,045	210,895
Additions	–	14,772	4,418	521	–	–	–	19,711
Disposals (Note 30(b))	–	(1,205)	(51)	–	–	–	–	(1,256)
Depreciation (Note 9)	(2,954)	(17,549)	(9,987)	(1,944)	(830)	–	(708)	(33,972)
Currency translation differences	(60)	347	108	24	28	–	–	447
Closing net book amount	137,411	33,666	19,768	3,821	822	–	337	195,825
At 30 April 2025								
Cost	155,493	255,542	193,126	37,541	9,161	4,125	4,982	659,970
Accumulated depreciation	(18,082)	(221,876)	(173,358)	(33,720)	(8,339)	(4,125)	(4,645)	(464,145)
Net book amount	137,411	33,666	19,768	3,821	822	–	337	195,825
Year ended 30 April 2026								
Opening net book amount	137,411	33,666	19,768	3,821	822	–	337	195,825
Additions	–	5,081	15,037	2,690	–	–	–	22,808
Disposals (Note 30(b))	–	(1,543)	–	–	(529)	–	–	(2,072)
Depreciation (Note 9)	(2,663)	(14,450)	(10,977)	(2,001)	(309)	–	(296)	(30,696)
Currency translation differences	331	250	88	15	16	–	–	700
Closing net book amount	135,079	23,004	23,916	4,525	–	–	41	186,565
At 30 April 2026								
Cost	155,977	253,919	209,281	40,415	8,230	4,125	4,982	676,929
Accumulated depreciation	(20,898)	(230,915)	(185,365)	(35,890)	(8,230)	(4,125)	(4,941)	(490,364)
Net book amount	135,079	23,004	23,916	4,525	–	–	41	186,565

Depreciation expense of HK\$30,696,000 (2025: HK\$33,972,000) has been charged in administrative and other operating expenses (Note 9).

Notes to the Consolidated Financial Statements *(Continued)*

16 Leases

(a) Amounts recognised in the consolidated balance sheet

The consolidated balance sheet shows the following amounts relating to right-of-use assets:

(i) Right-of-use assets

	At 30 April	
	2026	2025
	HK\$'000	HK\$'000
Properties	266,471	392,848
Land use rights	2,359	2,610
Others	14	752
	268,844	396,210

Additions to the right-of-use assets during the year ended 30 April 2026 were HK\$158,944,000 (2025: HK\$171,433,000).

(ii) Lease liabilities

	At 30 April	
	2026	2025
	HK\$'000	HK\$'000
Non-current	100,746	169,285
Current	178,827	240,945
	279,573	410,230

(b) Amounts recognised in the consolidated income statement

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Depreciation of right-of-use assets (Note 9)		
– Properties	286,385	314,883
– Land use rights	98	95
– Others	6	221
Interest on lease liabilities (Note 11)	16,983	22,300
Expense relating to short-term leases (Note 9)	100,123	104,628
Gain on early termination of lease (Note 8)	(58)	–

The total cash outflow for leases for the year ended 30 April 2026 was HK\$407,092,000 (2025: HK\$441,978,000).

(c) The Group's leasing activities and how these are accounted for

As a lessee

The Group leases various land, offices, warehouses, retail stores, office equipment and vehicles. Rental contracts are typically made for fixed periods of 1 to 5 years (2025: 1 to 4 years), but may have extension and termination options as described in (d) below.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Notes to the Consolidated Financial Statements *(Continued)*

16 Leases *(Continued)*

(d) Extension and termination options

Extension and termination options are included in a number of land leases and property leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

17 Investment properties

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
At fair value		
Opening balance at 1 May	31,324	32,191
Net fair value loss (Note 8)	(1,753)	(465)
Currency translation differences	2,269	(402)
Closing balance at 30 April	31,840	31,324

As at 30 April 2026, the Group had no unprovided contractual obligations for future repairs and maintenance (2025: Nil).

The investment properties are situated in the Chinese Mainland and held on lease of between 10 and 50 years.

The investment properties were revalued as at 30 April 2026 by RHL Appraisal Limited (2025: RHL Appraisal Limited), member of the Hong Kong Institute of Surveyors. The valuation was derived using the direct comparison approach, assuming sale of the property interest in their existing state with the benefit of immediate vacant possession and by making reference to comparable sales transactions as available in the relevant market.

The fair value measurement of the Group's investment properties is categorised into level 3 in the fair value hierarchy based on the inputs to valuation techniques used.

The loss for the year included in the consolidated income statement for investment properties categorised into level 3 held at the end of the year under "other losses, net" is approximately HK\$1,753,000 (2025: approximately HK\$465,000).

The Group's policy is to recognise transfers into/out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. There were no transfers among levels 1, 2 and 3 during the years ended 30 April 2025 and 2026.

Below is a summary of the valuation techniques used and the key inputs to the valuation of investment properties:

	Significant unobservable inputs	Price	Relationship of unobservable inputs to fair value
At 30 April 2026			
Land and buildings in Nanjing, the Chinese Mainland	Market unit sale price (per square meter)	RMB16,753	The higher the market unit sales price, the higher the fair value
Land and buildings in Guangzhou, the Chinese Mainland	Market unit sale price (per square meter)	RMB23,005	The higher the market unit sales price, the higher the fair value
At 30 April 2025			
Land and buildings in Nanjing, the Chinese Mainland	Market unit sale price (per square meter)	RMB19,264	The higher the market unit sales price, the higher the fair value
Land and buildings in Guangzhou, the Chinese Mainland	Market unit sale price (per square meter)	RMB24,365	The higher the market unit sales price, the higher the fair value

Notes to the Consolidated Financial Statements *(Continued)*

18 Intangible assets

	Goodwill HK\$'000	Trademark HK\$'000	Computer software HK\$'000	Total HK\$'000
At 1 May 2024				
Cost	6,658	26,608	19,376	52,642
Accumulated amortisation	–	(7,792)	(15,749)	(23,541)
Accumulated impairment	(727)	–	–	(727)
Currency translation differences	–	(1,414)	–	(1,414)
Net book amount	5,931	17,402	3,627	26,960
Year ended 30 April 2025				
Opening net book amount	5,931	17,402	3,627	26,960
Addition	–	–	8,898	8,898
Amortisation charge (Note 9)	–	(636)	(5,636)	(6,272)
Currency translation differences	–	549	–	549
Closing net book amount	5,931	17,315	6,889	30,135
At 30 April 2025				
Cost	6,658	26,608	28,274	61,540
Accumulated amortisation	–	(8,428)	(21,385)	(29,813)
Accumulated impairment	(727)	–	–	(727)
Currency translation differences	–	(865)	–	(865)
Net book amount	5,931	17,315	6,889	30,135
Year ended 30 April 2026				
Opening net book amount	5,931	17,315	6,889	30,135
Addition	–	–	2,968	2,968
Amortisation charge (Note 9)	–	(661)	(3,014)	(3,675)
Currency translation differences	–	473	10	483
Closing net book amount	5,931	17,127	6,853	29,911
At 30 April 2026				
Cost	6,658	26,608	31,242	64,508
Accumulated amortisation	–	(9,089)	(24,399)	(33,488)
Accumulated impairment	(727)	–	–	(727)
Currency translation differences	–	(392)	10	(382)
Net book amount	5,931	17,127	6,853	29,911

Amortisation expense of HK\$3,675,000 (2025: HK\$6,272,000) is included in administrative and other operating expenses (Note 9).

Goodwill was allocated to the Group's retail businesses in Macau, which was considered as a separate cash generating unit.

For the purpose of impairment test on goodwill, the recoverable amounts of the retail business units in Macau are determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period and a pre-tax discount rate of 13.96%, which reflects the specific risks relating to the housewares retail businesses in Macau. The cash flows beyond the five year period are extrapolated using a 1% growth rate. This growth rate does not exceed the average growth rate for retail industry in which the Group operates.

Notes to the Consolidated Financial Statements *(Continued)*

18 Intangible assets *(Continued)*

The Group has also performed a sensitivity analysis for the recoverable amount of the retail business units in Macau as at 30 April 2026, by assessing a decrease in annual revenue growth rate by 1% throughout all years and terminal growth rate by 1%. The estimated changes in recoverable amount are considered to be immaterial and would not result in impairment.

For the purpose of impairment test on trademark in Singapore which amounted to HK\$15,538,000, the recoverable amounts of the retail business units in Singapore are determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period and a pre-tax discount rate of 10.25%, which reflects the specific risks relating to the housewares retail businesses in Singapore.

The Group has performed a sensitivity analysis for the recoverable amount of the Singapore operation as at 30 April 2026 by assessing a decrease in annual revenue growth rate by 0.5%, a decrease in gross profit margin by 0.5% throughout all years or an increase in discount rate by 1%, with all the variables taken in isolation. The estimated changes in recoverable amount are considered to be immaterial and would not result in impairment.

Management does not foresee any significant change in the key assumptions used in the value-in-use calculations that will cause the recoverable amount of goodwill and trademark to be less than their carrying amounts.

As a result of the impairment assessment, no impairment charge was necessary in respect of the trademark as the recoverable amount calculated based on value-in-use exceeds its carrying value.

19 Financial asset at fair value through profit or loss

The Group classifies equity investments that are held for trading at financial asset at fair value through profit or loss.

Financial asset mandatorily measured at fair value through profit or loss include the following:

	As at 30 April	
	2026 HK\$'000	2025 HK\$'000
Hong Kong listed equity securities	8,633	7,770

Amounts recognised in profit or loss

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Fair value gain/(loss) on equity investments at fair value through profit or loss recognised in other losses, net (Note 8)	863	(369)
Dividend income from equity investments at fair value through profit or loss recognised in other income (Note 7)	370	555

Risk exposure and fair value measurement

For information about fair value estimation, see Note 4.3(a).

The financial asset was denominated in HK\$ (2025: HK\$).

Notes to the Consolidated Financial Statements *(Continued)*

20 Financial instruments by category

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Financial asset at fair value		
Financial asset at fair value through profit or loss	8,633	7,770
Financial assets at amortised cost		
Trade and other receivables and deposits	138,305	156,249
Cash and cash equivalents	337,641	284,560
	475,946	440,809
	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Financial liabilities at amortised cost		
Trade and other payables	161,212	178,074
Loans due to a non-controlling shareholder of a subsidiary	7,640	7,449
Bank borrowings	11,920	15,114
Lease liabilities	279,573	410,230
	460,345	610,867

21 Trade and other receivables, prepayments and deposits

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Trade receivables, net	7,534	8,376
Prepayments	11,981	12,905
Deposits and other receivables	130,771	147,873
	150,286	169,154
Less non-current portion:		
Deposits	(35,720)	(52,869)
Prepayments	(591)	(826)
	(36,311)	(53,695)
Current portion	113,975	115,459

The Group normally makes sales to customers on a cash-on-delivery basis.

Notes to the Consolidated Financial Statements *(Continued)*

21 Trade and other receivables, prepayments and deposits *(Continued)*

As at 30 April 2026 and 2025, the ageing analysis of trade receivables based on invoice dates is as follows:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Up to 3 months	7,154	8,364
4 to 6 months	373	12
7 to 9 months	7	–
	7,534	8,376
Less: provision for impairment of trade receivables	–	–
	7,534	8,376

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. Note 4.1(b) provides for details of the allowance.

The Group does not hold any collateral as security for its receivables.

The carrying amounts of trade and other receivables approximated their fair values.

The carrying amounts of the Group's trade and other receivables, prepayments and deposits are denominated in the following currencies:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Hong Kong dollars	124,651	141,320
United States dollars	2,287	5,010
Singapore dollars	17,254	18,373
Renminbi	2,832	1,767
Other currencies	3,262	2,684
	150,286	169,154

22 Inventories

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Merchandise	331,628	374,675

The cost of inventories sold (including: inventory loss in retail stores) and provision for inventories recognised as expenses and included in cost of sales amounted to approximately HK\$1,253,013,000 and HK\$977,000 respectively (2025: HK\$1,369,242,000 and HK\$688,000) (Note 9).

Notes to the Consolidated Financial Statements *(Continued)*

23 Cash and cash equivalents

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Cash at banks and on hand	201,939	172,772
Short-term bank deposits	135,702	111,788
	337,641	284,560
Maximum exposure to credit risk	333,950	281,012

The carrying values of bank deposits with initial terms of over three months and cash and cash equivalents are denominated in the following currencies:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Hong Kong dollars	238,474	230,511
United States dollars	50,006	6,773
Macau Patacas	9,074	5,163
Renminbi	8,187	6,192
Singapore dollars	31,609	32,796
New Taiwan dollars	291	3,125
	337,641	284,560

24 Share capital and share premium

	Number of shares (thousands)	Share capital HK\$'000	Share premium HK\$'000	Total HK\$'000
At 1 May 2024	724,023	72,402	517,115	589,517
Cancellation of shares (Note)	(1,800)	(180)	(1,747)	(1,927)
At 30 April 2025 and 1 May 2025	722,223	72,222	515,368	587,590
Cancellation of shares (Note)	(8,970)	(897)	(6,280)	(7,177)
At 30 April 2026	713,253	71,325	509,088	580,413

Note:

During the year ended 30 April 2026, the Company acquired in total 7,950,000 of its own shares through purchases from the Hong Kong Stock Exchange for cancellation. The total amount paid to acquire the shares was approximately HK\$6,200,000. The shares were repurchased at price ranging from HK\$0.71 to HK\$0.97 per share, with an average price of HK\$0.80 per share. As at 30 April 2026, these shares were cancelled and deducted from share capital and share premium.

During the year ended 30 April 2025, the Company acquired in total 2,820,000 of its own shares through purchases from the Hong Kong Stock Exchange for cancellation. The total amount paid to acquire the shares was approximately HK\$2,904,000. The shares were repurchased at price ranging from HK\$0.97 to HK\$1.12 per share, with an average price of HK\$1.07 per share. As at 30 April 2025, 1,800,000 repurchased shares for approximately HK\$1,927,000 were cancelled and deducted from share capital and share premium and the remaining 1,020,000 repurchased shares for approximately HK\$977,000 were cancelled during the year ended 30 April 2026.

Notes to the Consolidated Financial Statements *(Continued)*

25 Share award scheme

On 24 July 2015, a new share award scheme (the “Share Award Scheme”) was approved and adopted by the Board of directors of the Company. Unless otherwise cancelled or amended, the Share Award Scheme will remain valid and effective for 10 years from the date of adoption.

The number of shares to be awarded under the Share Award Scheme throughout its duration is limited to 5% of the issued share capital of the Company from time to time. The maximum number of shares which may be granted to a selected employee under the scheme shall not exceed 1% of the issued share capital from time to time.

During the year ended 30 April 2026, 428,000 shares were granted to selected participants pursuant to the Share Award Scheme (2025: 902,000).

As at 30 April 2026, 892,000 shares were outstanding (2025: 1,279,000 shares were outstanding).

During the year ended 30 April 2026, 625,000 treasury shares were distributed to the participants whose share awards have been vested (2025: 572,000).

During the year ended 30 April 2026, the trustee of the Share Award Scheme has purchased 300,000 shares of the Company on the Stock Exchange (2025: 300,000). The total amount paid to acquire the shares was HK\$243,000 (2025: HK\$282,000) and has been deducted from shareholders' equity.

Treasury shares held uncanceled are accounted for as a deduction of shareholders' equity. As at 30 April 2026, 3,690,000 treasury shares were held by the Group (2025: 3,715,000).

For the year ended 30 April 2026, total expense recognised in the consolidated income statement for share award granted is approximately HK\$620,000 (2025: HK\$1,114,000).

Notes to the Consolidated Financial Statements *(Continued)*

26 Reserves

	Merger reserve HK\$'000	Share-based compensation reserve HK\$'000	Capital reserve HK\$'000	Other reserve HK\$'000	Translation reserve HK\$'000	Retained earnings HK\$'000	Shares held for share award scheme HK\$'000	Shares held for cancellation HK\$'000	Total HK\$'000
Balance at 1 May 2024	(106,347)	2,871	(13,399)	1,107	(6,804)	429,266	(6,855)	-	299,839
Comprehensive income:									
Profit for the year	-	-	-	-	-	47,727	-	-	47,727
Other comprehensive loss:									
Currency translation differences	-	-	-	-	(6)	-	-	-	(6)
Actuarial loss on long service payment scheme	-	-	-	(437)	-	-	-	-	(437)
Total comprehensive (loss)/income	-	-	-	(437)	(6)	47,727	-	-	47,284
Employee share award scheme:									
- value of employee services (Note 10)	-	1,114	-	-	-	-	-	-	1,114
- vesting of share awards	-	(915)	-	-	-	-	915	-	-
Purchase of treasury shares (Note 25)	-	-	-	-	-	-	(282)	-	(282)
Dividend related to 2024 (Note 33)	-	-	-	-	-	(40,305)	-	-	(40,305)
Dividend related to 2025 (Note 33)	-	-	-	-	-	(28,812)	-	-	(28,812)
Repurchase and cancellation of shares (Note)	-	-	-	-	-	-	-	(977)	(977)
Total transactions with owners, recognised directly in equity	-	199	-	-	-	(69,117)	633	(977)	(69,284)
Balance at 30 April 2025	(106,347)	3,070	(13,399)	670	(6,810)	407,876	(6,222)	(977)	277,861
	Merger reserve HK\$'000	Share-based compensation reserve HK\$'000	Capital reserve HK\$'000	Other reserve HK\$'000	Translation reserve HK\$'000	Retained earnings HK\$'000	Shares held for share award scheme HK\$'000	Shares held for cancellation HK\$'000	Total HK\$'000
Balance at 1 May 2025	(106,347)	3,070	(13,399)	670	(6,810)	407,876	(6,222)	(977)	277,861
Comprehensive income:									
Profit for the year	-	-	-	-	-	45,185	-	-	45,185
Other comprehensive loss:									
Currency translation differences	-	-	-	-	2,199	-	-	-	2,199
Actuarial loss on long service payment scheme	-	-	-	(292)	-	-	-	-	(292)
Total comprehensive (loss)/income	-	-	-	(292)	2,199	45,185	-	-	47,092
Employee share award scheme:									
- value of employee services (Note 10)	-	620	-	-	-	-	-	-	620
- vesting of share awards	-	(936)	-	-	-	-	936	-	-
Purchase of treasury shares (Note 25)	-	-	-	-	-	-	(243)	-	(243)
Dividend related to 2025 (Note 33)	-	-	-	-	-	(10,736)	-	-	(10,736)
Dividend related to 2026 (Note 33)	-	-	-	-	-	(21,404)	-	-	(21,404)
Cancellation of shares (Note)	-	-	-	-	-	-	-	977	977
Total transactions with owners, recognised directly in equity	-	(316)	-	-	-	(32,140)	693	977	(30,786)
Balance at 30 April 2026	(106,347)	2,754	(13,399)	378	(4,611)	420,921	(5,529)	-	294,167

Note: During the year ended 30 April 2025, the Company acquired in total 1,020,000 of its own shares through purchases from the Hong Kong Stock Exchange for cancellation. The total amount paid to acquire the shares was approximately HK\$977,000. The shares were repurchased at price ranging from HK\$0.92 to HK\$0.97 per share, with an average price of HK\$0.96 per shares. These shares are cancelled during the year ended 30 April 2026.

Notes to the Consolidated Financial Statements *(Continued)*

27 Deferred income tax

The analysis of deferred income tax assets and deferred income tax liabilities is as follows:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Deferred income tax assets:		
– To be recovered after more than 12 months	4,263	4,338
– To be recovered within 12 months	272	327
	4,535	4,665
Deferred income tax liabilities:		
– To be settled after more than 12 months	(586)	(501)
	(586)	(501)
Deferred income tax assets, net	3,949	4,164

The gross movement on the deferred income tax account is as follows:

	HK\$'000
At 1 May 2024	5,066
Charged to consolidated income statement (Note 12)	(902)
At 30 April 2025 and 1 May 2025	4,164
Charged to consolidated income statement (Note 12)	(215)
At 30 April 2026	3,949

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

	Decelerated tax depreciation HK\$'000	Unrealised profit HK\$'000	Total HK\$'000
Deferred income tax assets			
At 1 May 2024	5,111	453	5,564
Charged to the consolidated income statement	(773)	(126)	(899)
At 30 April 2025 and 1 May 2025	4,338	327	4,665
Charged to the consolidated income statement	(75)	(55)	(130)
At 30 April 2026	4,263	272	4,535

	Accelerated tax depreciation HK\$'000
Deferred income tax liabilities	
At 1 May 2024	498
Charged to the consolidated income statement	3
At 30 April 2025 and 1 May 2025	501
Charged to the consolidated income statement	85
At 30 April 2026	586

Notes to the Consolidated Financial Statements *(Continued)*

27 Deferred income tax *(Continued)*

Deferred income tax assets are recognised for tax loss carry-forward to the extent that the realisation of the related tax benefit through future taxable profit is probable. The Group did not recognise deferred income tax assets of approximately HK\$16,079,000 (2025: HK\$12,769,000) in respect of losses amounting to approximately HK\$84,114,000 (2025: HK\$72,460,000) that can be carried forward against future taxable income. These tax losses will expire as follows:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
With no expiry date	75,110	64,648
Expiry in 2025	–	1,223
Expiry in 2026	3,690	3,835
Expiry in 2027	1,466	1,466
Expiry in 2028	41	41
Expiry in 2029	1,247	1,247
Expiry in 2030	2,560	–
	84,114	72,460

28 Trade and other payables, provision for reinstatement cost and contract liabilities

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Current		
Trade payables (Note i)	122,976	135,345
Other payables and accruals	38,209	42,729
Provision for reinstatement cost (Note i)	3,694	–
Deposit received (Note i)	27	45
Provision for employee benefits (Note ii)	9,062	7,946
	173,968	186,065
Non-current		
Provision for reinstatement cost (Note i)	1,263	4,757
	175,231	190,822
Contract liabilities		
Receipts in advance and cash coupons	2,866	3,979
Deferred revenue arising from customer loyalty programs	1,644	1,641
	4,510	5,620

Note:

- (i) As at 30 April 2026, trade and other payables, provision for reinstatement cost and contract liabilities include trade payables to a related company and deposit received from a related company of approximately HK\$8,645,000 and approximately HK\$27,000 respectively (2025: trade payables to a related company and deposit received from a related company of approximately HK\$10,770,000 and approximately HK\$26,000 respectively) (Note 34(d)).
- (ii) As at 30 April 2026, provision for employee benefits include provisions for long service payments of approximately HK\$6,444,000 (2025: HK\$5,414,000) and HK\$291,000 actuarial loss on long service payment scheme (2025: actuarial loss on long service payment scheme of approximately HK\$439,000).

Notes to the Consolidated Financial Statements *(Continued)*

28 Trade and other payables, provision for reinstatement cost and contract liabilities *(Continued)*

The ageing analysis of trade payables based on invoice dates is follows:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
0 – 30 days	74,403	74,984
31 – 60 days	38,679	36,501
61 – 90 days	8,707	22,506
91 – 120 days	1,187	1,354
	122,976	135,345

The carrying amounts of trade and other payables, provision for reinstatement cost and contract liabilities are denominated in the following currencies:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Hong Kong dollars	128,199	137,287
Singapore dollars	24,646	28,704
Renminbi	18,350	15,226
Other currencies	8,546	15,225
	179,741	196,442

29 Borrowings

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Non-current		
Mortgage loan, secured	5,097	6,250
Current		
Trust receipt loans, secured and contain a repayment on demand clause	5,706	7,828
Mortgage loan, secured	1,117	1,036
	6,823	8,864

Notes to the Consolidated Financial Statements *(Continued)*

29 Borrowings *(Continued)*

As at 30 April 2026 and 2025, the Group's trust receipt loans and mortgage loan were repayable as follows:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Within 1 year	6,823	8,864
More than one year	5,097	6,250
	11,920	15,114

As at 30 April 2026 and 2025, trust receipt loans are secured by corporate guarantees by the Company and its subsidiaries.

As at 30 April 2026 and 2025, mortgage loan is secured by properties in Hong Kong held by a subsidiary of the Company and also secured by corporate guarantees by the Company and one of its subsidiaries.

The carrying amounts of the Group's trust receipt loans and mortgage loan are denominated in the following currencies:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Hong Kong dollars	10,084	10,194
Japanese Yen	1,342	1,138
United States dollars	494	3,782
	11,920	15,114

The Group has the following undrawn borrowing facilities:

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Floating rate:		
– Expiring within one year	230,607	251,919

The facilities expiring within one year are annual facilities subject to review at various dates during 2026.

The Group has complied with the financial covenants of its borrowing facilities during the years ended 30 April 2026 and 2025.

The effective interest rate as at 30 April 2026 is 4.10% (2025: 5.99%) per annum.

Notes to the Consolidated Financial Statements *(Continued)*

30 Notes to consolidated statement of cash flows

(a) Cash generated from operations:

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Profit before income tax	51,719	55,393
Adjustments for:		
– Loss on disposal of property, plant and equipment (Note 8)	1,485	1,236
– Depreciation of property, plant and equipment (Note 15)	30,696	33,972
– Depreciation of right-of-use assets (Note 16)	286,489	315,199
– Amortisation of intangible assets (Note 18)	3,675	6,272
– Dividend income from financial asset at fair value through profit or loss (Note 19)	(370)	(555)
– Finance income (Note 11)	(3,031)	(4,920)
– Finance expenses (Note 11)	17,854	23,456
– Employee share-based compensation (Note 10)	620	1,114
– Fair value loss on investment properties (Note 17)	1,753	465
– Fair value (gain)/loss on financial asset at fair value through profit or loss (Note 19)	(863)	369
– Gain on early termination of lease (Note 8)	(58)	–
– Provision for inventories (Note 22)	977	688
	390,946	432,689
Changes in working capital:		
– Inventories	43,649	28,974
– Trade and other receivables, prepayments and deposits	19,850	11,050
– Trade and other payables and contract liabilities	(23,876)	(66,328)
Cash generated from operations	430,569	406,385

(b) Proceeds from disposal of property, plant and equipment

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Net book amount (Note 15)	2,072	1,256
Loss on disposal of property, plant and equipment, (Note 8)	(1,485)	(1,236)
Proceeds from disposal of property, plant and equipment	587	20

Notes to the Consolidated Financial Statements *(Continued)*

30 Notes to consolidated statement of cash flows *(Continued)*

(c) Reconciliation of liabilities from financing activities

	Lease liabilities HK\$'000	Borrowings HK\$'000	Loans due to a non- controlling shareholder of a subsidiary HK\$'000	Total HK\$'000
As at 1 May 2024	551,613	22,820	7,257	581,690
Cash flows	(337,350)	(7,706)	–	(345,056)
Other non-cash movement	195,967	–	192	196,159
As at 30 April 2025 and 1 May 2025	410,230	15,114	7,449	432,793
Cash flows	(306,969)	(3,194)	–	(310,163)
Other non-cash movement	176,312	–	191	176,503
As at 30 April 2026	279,573	11,920	7,640	299,133

31 Contingent liabilities

The Group's bankers have given guarantees in lieu of deposits amounting to HK\$23,941,000 (2025: HK\$28,470,000) to the Group's landlords and utility providers. These guarantees are counter indemnified by corporate guarantees provided by certain subsidiaries.

32 Commitments

(a) Operating lease commitments – as lessor

At 30 April 2026 and 2025, the Group has future aggregate minimum lease receipts under non-cancellable operating leases in respect of lease of investment properties and sub-lease of certain spaces in retail shops as follows:

	As at 30 April 2026 HK\$'000	2025 HK\$'000
No later than one year	147	611
Later than one year and no later than five years	–	169
	147	780

(b) Capital commitments

Significant capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows:

	As at 30 April 2026 HK\$'000	2025 HK\$'000
Intangible assets	–	1,590

Notes to the Consolidated Financial Statements *(Continued)*

33 Dividend

The dividends paid during the years ended 30 April 2026 and 2025 were HK\$32,140,000 (HK5.0 cents per share) and HK\$69,117,000 (HK9.6 cents per share) respectively. In respect of the year ended 30 April 2026, the final dividend of HK2.3 cents per share amounting to a total dividend of HK\$16,320,000 is to be proposed at the annual general meeting on 24 September 2026. These consolidated financial statements do not reflect this dividend payable.

	Year ended 30 April	
	2026	2025
	HK\$'000	HK\$'000
Interim dividend paid of HK3.0 cents (2025: Interim dividend paid of HK4.0 cents) per ordinary share	21,404	28,812
Proposed final dividend of HK2.3 cents (2025: Final dividend of HK1.5 cents) per ordinary share	16,320	10,736
	37,724	39,548

34 Significant related party transactions

Other than those transactions or balances disclosed elsewhere in these consolidated financial statements, the following transactions were carried out with related parties in the normal course of Group's business:

Ms. Ngai Lai Ha is a director of the related companies of the Group in (a)(i) and (b)(i) below during the year.

(a) Sales of goods and services

		Year ended 30 April	
		2026	2025
	Note	HK\$'000	HK\$'000
(i) Management fee income:			
– JHC Investment Limited	(i)	13	13
– Mulan's Garden (HK) Limited	(i)	25	25
– Hong Sing Investment Limited	(i)	13	13
(ii) Sub-lease rental income:			
– Radha Exports Pte. Ltd.	(ii)	154	154

Notes to the Consolidated Financial Statements *(Continued)*

34 Significant related party transactions *(Continued)*

(b) Purchase of goods and services

		Year ended 30 April	
		2026	2025
		HK\$'000	HK\$'000
	Notes		
(i) Short-term lease expenses in respect of certain premises to related companies:			
– Mulan's Garden (HK) Limited	(iii)	5,330	5,453
– JHC Investment Limited	(iii)	2,448	2,510
– Hong Sing Investment Limited	(iii)	19,762	20,851
– Charm Rainbow Limited	(iii)	1,893	1,957
– Hugo Grand Limited	(iii)	6,096	6,372
– Beauty Delight Limited	(iii)	1,572	1,572
– Beauty Wellness Limited	(iii)	1,272	1,272
(ii) Purchase of goods from a related company:			
– Radha Exports Pte. Ltd.	(i)	49,959	61,869
(iii) Interest expense to a non-controlling interest of a subsidiary:			
– Union Way Trading Limited	(i), 34(d)(ii)	191	192

Notes:

- (i) Management fee income, purchase of goods and interest expense were charged based on terms mutually agreed between the relevant parties.
- (ii) Sub-lease rental income was charged based on terms mutually agreed between the relevant parties.
- (iii) Short-term lease expenses were charged based on terms mutually agreed between the relevant parties.

Notes to the Consolidated Financial Statements *(Continued)*

34 Significant related party transactions *(Continued)*

(c) Key management compensation

Key management includes directors and senior management. The compensation paid or payable to key management for employee services is shown below:

	Year ended 30 April	
	2026 HK\$'000	2025 HK\$'000
Short-term employee benefits	10,823	11,981
Post-employment benefits – defined contribution plans	72	69
	10,895	12,050

(d) Year-end balances

	Note	As at 30 April	
		2026 HK\$'000	2025 HK\$'000
Amount due to a related company	(i)	8,672	10,796
Loans due to a non-controlling shareholder of a subsidiary	(ii)	7,640	7,449

Note:

- (i) The amount due to a related company includes trade payable and deposit received. The balances are unsecured, interest free, and denominated in Singapore dollars. The trade payable is repayable within 1 year and the deposit received is repayable upon the tenancy agreement is expired. The carrying value as at 30 April 2026 and 2025 approximate its fair value.
- (ii) The loans due to a non-controlling shareholder of an indirectly held subsidiary are unsecured, bearing interest at 3% per annum with their principals and interests repayable on 3 October 2026, 31 October 2026, 14 January 2027, and 30 April 2027 (2025: principals and interests repayable on 3 October 2025, 31 October 2025, 14 January 2026, and 30 April 2026). The loans are denominated in Hong Kong dollar and their carrying values as at 30 April 2026 and 2025 approximate their fair values.

Notes to the Consolidated Financial Statements *(Continued)*

35 Balance sheet and reserve movement of the Company

Balance sheet of the Company

	As at 30 April	
	2026	2025
	HK\$'000	HK\$'000
Assets		
Non-current asset		
Investments in subsidiaries	98,270	98,139
Current assets		
Other receivables and prepayments	378	480
Amounts due from subsidiaries	1,653,838	1,554,138
Cash and cash equivalents	2,976	3,334
	1,657,192	1,557,952
Total assets	1,755,462	1,656,091
Equity		
Capital and reserves attributable to the owners of the Company		
Share capital and share premium	580,413	587,590
Reserves (Note (a))	294,166	225,933
Total equity	874,579	813,523
Liabilities		
Current liabilities		
Accrual and other payables	39	132
Amounts due to subsidiaries	880,844	842,436
Total liabilities	880,883	842,568
Total equity and liabilities	1,755,462	1,656,091

The balance sheet of the Company was approved by the Board of Directors on 28 July 2026 and were signed on its behalf.

NGAI Lai Ha
Director

LAU Pak Fai, Peter
Director

Notes to the Consolidated Financial Statements *(Continued)*

35 Balance sheet and reserve movement of the Company *(Continued)*

Note (a) Reserve movement of the Company

	Share-based compensation reserve HK\$'000	Retained earnings HK\$'000	Shares held for share award scheme HK\$'000	Shares held for cancellation HK\$'000	Total HK\$'000
Balance at 1 May 2024	2,871	180,215	(6,855)	–	176,231
Profit for the year	–	118,964	–	–	118,964
Employees share award scheme:					
– value of employee services (Note 10)	1,114	–	–	–	1,114
– vesting of share award	(915)	–	915	–	–
Purchase of treasury shares (Note 25)	–	–	(282)	–	(282)
Dividend related to 2024 (Note 33)	–	(40,305)	–	–	(40,305)
Dividend related to 2025 (Note 33)	–	(28,812)	–	–	(28,812)
Purchase and cancellation of shares	–	–	–	(977)	(977)
Balance at 30 April 2025 and 1 May 2025	3,070	230,062	(6,222)	(977)	225,933
Profit for the year	–	99,019	–	–	99,019
Employees share award scheme:					
– value of employee services (Note 10)	620	–	–	–	620
– vesting of share award	(936)	–	936	–	–
Purchase of treasury shares (Note 25)	–	–	(243)	–	(243)
Dividend related to 2025 (Note 33)	–	(10,736)	–	–	(10,736)
Dividend related to 2026 (Note 33)	–	(21,404)	–	–	(21,404)
Cancellation of shares	–	–	–	977	977
Balance at 30 April 2026	2,754	296,941	(5,529)	–	294,166

Notes to the Consolidated Financial Statements *(Continued)*

36 Benefits and interest of directors (disclosures required by section 383 of the Hong Kong Companies Ordinance (Cap. 622), Companies (Disclosure of Information about Benefits of Directors) Regulations (Cap. 622G) and the HK Listing Rules)

(a) Directors' and chief executive's emoluments

The remuneration of each director and the chief executive officer is set out below:

For the year ended 30 April 2026:

	Fees HK\$'000	Salary HK\$'000	Discretionary bonuses HK\$'000	Allowances and benefit in kind (Note i) HK\$'000	Employer's contribution to a retirement benefit scheme HK\$'000	Others emoluments paid or receivable in respect of director's other services in connection with the management of the affairs of the Company or its subsidiary undertaking HK\$'000	Total HK\$'000
Executive directors:							
Ngai Lai Ha (Chief executive officer)	–	3,375	–	8	18	–	3,401
Lau Pak Fai, Peter	–	500	–	2	–	–	502
Cheng Sing Yuk	–	1,905	–	70	–	–	1,975
Independent non-executive directors:							
Mang Wing Ming, Rene	282	–	–	–	–	–	282
Ng Sze Yuen, Terry	282	–	–	–	–	–	282
Yeung Yiu Keung	184	–	–	–	–	–	184
Total	748	5,780	–	80	18	–	6,626

Notes to the Consolidated Financial Statements *(Continued)*

36 Benefits and interest of directors (disclosures required by section 383 of the Hong Kong Companies Ordinance (Cap. 622), Companies (Disclosure of Information about Benefits of Directors) Regulations (Cap. 622G) and the HK Listing Rules) *(Continued)*

(a) Directors' and chief executive's emoluments *(Continued)*

For the year ended 30 April 2025:

	Fees HK\$'000	Salary HK\$'000	Discretionary bonuses HK\$'000	Allowances and benefit in kind (Note i) HK\$'000	Employer's contribution to a retirement benefit scheme HK\$'000	Others emoluments paid or receivable in respect of director's other services in connection with the management of the affairs of the Company or its subsidiary undertaking HK\$'000	Total HK\$'000
Executive directors:							
Ngai Lai Ha (Chief executive officer)	–	3,571	–	70	18	–	3,659
Lau Pak Fai, Peter	–	500	–	2	–	–	502
Cheng Sing Yuk	–	2,023	–	191	–	–	2,214
Independent non-executive directors:							
Mang Wing Ming, Rene	282	–	–	–	–	–	282
Ng Sze Yuen, Terry	282	–	–	–	–	–	282
Yeung Yiu Keung	184	–	–	–	–	–	184
Total	748	6,094	–	263	18	–	7,123

Note:

(i) Other benefits include share-based compensation and medical insurance.

None of the directors have waived any of the emoluments during the years ended 30 April 2026 and 2025.

Notes to the Consolidated Financial Statements *(Continued)*

36 Benefits and interest of directors (disclosures required by section 383 of the Hong Kong Companies Ordinance (Cap. 622), Companies (Disclosure of Information about Benefits of Directors) Regulations (Cap. 622G) and the HK Listing Rules) *(Continued)*

(b) Directors' retirement benefits

None of the directors received or will receive any retirement benefits during the year ended 30 April 2026 (2025: Nil).

(c) Directors' termination benefits

None of the directors received or will receive any termination benefits during the year ended 30 April 2026 (2025: Nil).

(d) Consideration provided to third parties for making available directors' services

During the year ended 30 April 2026, the Company did not pay consideration to any third parties for making available directors' services (2025: Nil).

(e) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors

During the year ended 30 April 2026, there were no loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors during the year (2025: Nil).

(f) Directors' material interests in transactions, arrangements or contracts

No significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year ended 30 April 2026 (2025: Nil) other than those disclosed in Note 34.

37 Summary of other potentially material accounting policies

The list of other potentially material accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

37.1 Subsidiaries

(a) Consolidation

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Except for the Reorganisation, subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

(i) Business combinations

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Notes to the Consolidated Financial Statements *(Continued)*

37 Summary of other potentially material accounting policies *(Continued)*

37.1 Subsidiaries *(Continued)*

(a) Consolidation *(Continued)*

(i) Business combinations *(Continued)*

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by HKFRSs.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, noncontrolling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated income statement.

Intra-Group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

(ii) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purpose of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are recognised in profit or loss.

Notes to the Consolidated Financial Statements *(Continued)*

37 Summary of other potentially material accounting policies *(Continued)*

37.1 Subsidiaries *(Continued)*

(b) Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost also includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

37.2 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive directors that make strategic decisions.

37.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Hong Kong dollars (HK\$), which is the Company's functional and the Group's presentational currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of comprehensive income.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities are recognised in profit or loss as part of the fair value gain or loss.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- (ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and

Notes to the Consolidated Financial Statements *(Continued)*

37 Summary of other potentially material accounting policies *(Continued)*

37.3 Foreign currency translation *(Continued)*

(c) Group companies *(Continued)*

- (iii) all resulting exchange differences are recognised as other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are taken to other comprehensive income

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

37.4 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks, and other short-term highly liquid investments with original maturities of three months or less.

37.5 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

37.6 Borrowings and borrowing costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting period.

Borrowing costs are recognised in the consolidated income statement in the period in which they are incurred.

37.7 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation.

The increase in the provision due to passage of time is recognised as interest expense.

Notes to the Consolidated Financial Statements *(Continued)*

37 Summary of other potentially material accounting policies *(Continued)*

37.8 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

37.9 Contingent liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised but is disclosed in the notes to the consolidated financial statements, if any. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognised as a provision.

37.10 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. Such financial guarantees are given by certain subsidiaries to banks on behalf of fellow subsidiaries to secure loans, overdrafts and other banking facilities. The liability is initially measured at fair value and subsequently at the higher of

- the amount determined in accordance with the expected credit loss model under HKFRS 9 'Financial Instruments' and
- the amount initially recognised less, where appropriate, the cumulative amount of income recognised in accordance with the principles of HKFRS 15 'Revenue from Contracts with Customers'.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to banking facilities among subsidiaries are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment of the Group, unless the amount is immaterial.

37.11 Interest income

Interest income on financial assets at amortised cost calculated using the effective interest method is recognised in the consolidated income statement.

Interest income is presented as finance income where it is earned from financial assets that are held for cash management purposes, see Note 11. Any other interest income is included in other income.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

Corporate Information

DIRECTORS

Executive Directors:

Ms. Ngai Lai Ha

(Chairman and Group Chief Executive Officer)

Mr. Lau Pak Fai Peter *(Honorary Chairman)*

Mr. Cheng Sing Yuk *(Chief financial officer)*

Independent Non-executive Directors:

Mr. Mang Wing Ming, Rene

Mr. Ng Sze Yuen, Terry

Mr. Yeung Yiu Keung

AUDITOR

PricewaterhouseCoopers

Certified Public Accountants

COMPANY SECRETARY

Mr. Cheung Chi Wai

HKICPA

(appointed on 26 November 2025)

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LEGAL ADVISER

Deacons

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DBS Bank (Hong Kong) Limited

Hang Seng Bank Limited

The Hongkong and Shanghai Banking Corporation Limited

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