BAMBOOS HEALTH CARE HOLDINGS LIMITED
百本醫護控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2293)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 30 JUNE 2026

FINANCIAL HIGHLIGHTS

- Revenue for the year ended 30 June 2026 amounted to approximately HK$66.5 million, representing a decrease of approximately 10.6% from approximately HK$74.4 million recorded for the year ended 30 June 2025.

- Profit before income tax for the year ended 30 June 2026 amounted to approximately HK$9.4 million, representing a decrease of approximately 57.9% from approximately HK$22.4 million recorded for the year ended 30 June 2025.

- Profit attributable to equity holders of the Company for the year ended 30 June 2026 amounted to approximately HK$6.2 million, representing a decrease of approximately 64.6% from approximately HK$17.5 million recorded for the year ended 30 June 2025.

- Proposed final dividend of HK2.50 cents per ordinary share for the year ended 30 June 2026 (2025: HK1.50 cents per ordinary share).

FINANCIAL RESULTS

The board (the "**Board**") of directors (the "**Directors**") of Bamboos Health Care Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") is pleased to announce the audited consolidated results of the Group for the year ended 30 June 2026 (the "**Year**") together with the comparative figures for the year ended 30 June 2025 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 30 June 2026

	Note	**2026** *HK$'000*	2025 *HK$'000*
Revenue from contracts with customers	4	**66,481**	74,404
Other income	5	**2,537**	1,623
Cost of inventories sold		**(2,481)**	(3,190)
Cost of service fee		**(5,065)**	(3,317)
Other (losses)/gains, net	6	**(2,235)**	1,010
Employee benefit expenses	8	**(29,573)**	(27,640)
Depreciation of property, plant and equipment	13	**(2,221)**	(2,106)
Depreciation of right-of-use assets		**(6,912)**	(7,151)
Other expenses	7	**(9,556)**	(9,495)
Operating profit		**10,975**	24,138
Finance income	9	**545**	1,584
Finance costs	9	**(2,084)**	(3,293)
Profit before income tax		**9,436**	22,429
Income tax expense	10	**(3,201)**	(4,888)
Profit for the year		**6,235**	17,541
Earnings per share attributable to equity holders of the Company for the year *(expressed in HK cents per share)*			
Basic	11	**1.56 cents**	4.38 cents
Diluted	11	**1.55 cents**	4.37 cents

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2026

	2026	2025
	HK$'000	*HK$'000*
Profit for the year	**6,235**	17,541
Other comprehensive income/(expense)		
Item that may be reclassified to profit or loss		
Currency translation differences	**28**	(51)
Item that will not be reclassified to profit or loss		
Changes in fair value of equity instruments at fair value through other comprehensive income, net of tax	**14,028**	9,549
Changes in fair value of paper gold at fair value through other comprehensive income, net of tax	**3,431**	3,489
Total comprehensive income for the year, net of tax	**23,722**	30,528

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2026

	Note	**2026**	2025
	Note	***HK$'000***	*HK$'000*
Assets			
Non-current assets			
Property, plant and equipment	13	**12,792**	14,275
Right-of-use assets	14(a)	**140,898**	147,789
Financial assets at fair value through profit or loss	15(a)	**–**	303
Financial assets at fair value through other comprehensive income	15(b)	**116,224**	74,849
		269,914	237,216
Current assets			
Inventories		**1,217**	1,017
Trade receivables	16	**17,834**	21,164
Prepayments, deposits and other receivables	17	**3,852**	2,550
Amounts due from related companies		**78**	992
Time deposits with original maturities of over three months		**–**	9,418
Cash and cash equivalents		**32,324**	43,542
		55,305	78,683
Total assets		**325,219**	315,899
Equity and liabilities			
Equity attributable to equity holders of the Company			
Share capital	18	**4,025**	4,025
Share premium		**40,943**	40,943
Reserves		**202,371**	184,395
Total equity		**247,339**	229,363

	Note	**2026**	2025
		HK$'000	*HK$'000*
Non-current liabilities			
Lease liabilities	14(b)	**376**	706
Deferred income tax liabilities		**33**	33
		409	739
Current liabilities			
Trade payables	19	**15,236**	17,380
Accruals and other payables		**2,285**	2,648
Contract liabilities		**382**	258
Lease liabilities	14(b)	**348**	339
Tax payable		**1,238**	4,084
Borrowings	20	**57,982**	61,088
		77,471	85,797
Total liabilities		**77,880**	86,536
Total equity and liabilities		**325,219**	315,899

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2026

	Attributable to equity holders of the Company							
	Share capital *HK$'000*	Share premium *HK$'000*	Share-based compensation reserve *HK$'000*	Shares held for share award scheme *HK$'000*	Fair value through other comprehensive income reserve *HK$'000*	Translation reserve *HK$'000*	Retained earnings *HK$'000*	Total equity *HK$'000*
At 1 July 2024	4,025	40,943	7,043	(1,845)	(4,231)	(32)	172,423	218,326
Profit for the year	–	–	–	–	–	–	17,541	17,541
Currency translation differences	–	–	–	–	–	(51)	–	(51)
Changes in fair value of equity instruments at fair value through other comprehensive income, net of tax	–	–	–	–	9,549	–	–	9,549
Changes in fair value of paper gold at fair value through other comprehensive income, net of tax	–	–	–	–	3,489	–	–	3,489
Total comprehensive income/ (expense)	–	–	–	–	13,038	(51)	17,541	30,528
Transaction with owners:								
2024 final dividend *(Note 12)*	–	–	–	–	–	–	(10,062)	(10,062)
2025 interim dividend *(Note 12)*	–	–	–	–	–	–	(10,061)	(10,061)
Transfer of shares upon vesting of share awards under share award reserve	–	–	(356)	356	–	–	–	–
Recognition of equity-settled share-based payments	–	–	668	–	–	–	–	668
Share award forfeited	–	–	(36)	–	–	–	–	(36)
	–	–	276	356	–	–	(20,123)	(19,491)
At 30 June 2025	4,025	40,943	7,319*	(1,489)*	8,807*	(83)*	169,841*	229,363

	Attributable to equity holders of the Company							
	Share capital *HK$'000*	Share premium *HK$'000*	Share-based compensation reserve *HK$'000*	Shares held for share award scheme *HK$'000*	Fair value through other comprehensive income reserve *HK$'000*	Translation reserve *HK$'000*	Retained earnings *HK$'000*	Total equity *HK$'000*
At 1 July 2025	**4,025**	**40,943**	**7,319**	**(1,489)**	**8,807**	**(83)**	**169,841**	**229,363**
Profit for the year	**-**	**-**	**-**	**-**	**-**	**-**	**6,235**	**6,235**
Currency translation differences	**-**	**-**	**-**	**-**	**-**	**28**	**-**	**28**
Changes in fair value of equity instruments at fair value through other comprehensive income, net of tax	**-**	**-**	**-**	**-**	**14,028**	**-**	**-**	**14,028**
Changes in fair value of paper gold at fair value through other comprehensive income, net of tax	**-**	**-**	**-**	**-**	**3,431**	**-**	**-**	**3,431**
Total comprehensive income	**-**	**-**	**-**	**-**	**17,459**	**28**	**6,235**	**23,722**
Transaction with owners:								
2025 final dividend *(Note 12)*	**-**	**-**	**-**	**-**	**-**	**-**	**(6,037)**	**(6,037)**
Transfer of gain on disposal of equity instrument at fair value through other comprehensive income	**-**	**-**	**-**	**-**	**(6,007)**	**-**	**6,007**	**-**
Transfer of shares upon vesting of share awards under share award reserve	**-**	**-**	**(474)**	**474**	**-**	**-**	**-**	**-**
Recognition of equity-settled share-based payments	**-**	**-**	**342**	**-**	**-**	**-**	**-**	**342**
Share award forfeited	**-**	**-**	**(51)**	**-**	**-**	**-**	**-**	**(51)**
	-	**-**	**(183)**	**474**	**(6,007)**	**-**	**(30)**	**(5,746)**
At 30 June 2026	**4,025**	**40,943**	**7,136***	**(1,015)***	**20,259***	**(55)***	**176,046***	**247,339**

* These reserve accounts comprise the consolidated reserves of approximately HK$202,371,000 (2025: HK$184,395,000) in the consolidated statement of financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 GENERAL INFORMATION AND BASIS OF PREPARATION

1.1 General information

The Group is principally engaged in the provision of healthcare staffing solution services, provision of outreach case assessment related services and provision of vaccination services, sales of merchandise and provision of clinic services in Hong Kong.

The Company was incorporated in the Cayman Islands on 23 November 2012, as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. Its immediate and ultimate holding company is Gold Empress Limited (incorporated in the British Virgin Islands). Its ultimate controlling party is Ms. Hai Hiu Chu, who is also the chairman of the Board and chief executive officer of the Company. The address of its registered office is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands and its principal place of business is Unit 901, 9/F, Good Hope Building, No 612–618 Nathan Road, Mong Kok, Kowloon, Hong Kong.

The Company is listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

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

1.2 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"). In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and by the Hong Kong Companies Ordinance (Cap. 622).

2 APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

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

In the current year, the Group has applied the following amendments to an HKFRS Accounting Standard as issued by the HKICPA for the first time, which are mandatorily effective for the Group's annual period beginning on or after 1 July 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21	Lack of Exchangeability

The application of the amendments to an HKFRS Accounting Standard in the current year has had no material impact on the Group's financial positions and performance for the current year and prior years and/or on the disclosures set out in these consolidated financial statements.

New and amendments to HKFRS Accounting Standards in issue but not yet effective

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

Amendments to HKFRS 9 and HKFRS 7	Classification and Measurement of Financial Instruments[2]
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity[2]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11[2]
Amendments to HKFRS 18	Presentation and Disclosure in Financial Statements[3]
Amendments to HKAS 21	Translation to a Hyper inflationary Presentation Currency[3]

[1] Effective for annual periods beginning on or after a date to be determined

[2] Effective for annual periods beginning on or after 1 January 2026

[3] Effective for annual periods beginning on or after 1 January 2027

The Directors anticipate that the application of all new and amendments to HKFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

3 SEGMENT INFORMATION

The Group has identified its operating segments and prepared segment information based on the regular internal financial information reported to the Group's executive Directors for their decisions about resources allocation to the Group's business components and review of these components' performance.

Management has determined the operating segments based on the reports reviewed by chief operating decision maker (the "**CODM**"). The CODM, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the executive Directors of the Company.

The Group is principally engaged in the provision of healthcare staffing solution services to private and institutional customers in which placement of healthcare personnel is made according to the specific request from these customers. The Group is also engaged in provision of outreach case assessment related services, provision of vaccination services, sales of merchandise and provision of clinic services.

Management reviews the operating results of the business as one segment to make decisions about resources to be allocated. Therefore, the CODM of the Company regard that there is only one segment which is used to make strategic decisions. Revenue and profit after income tax are the measures reported to the executive Directors of the Company for the purpose of resources allocation and performance assessment.

The Group primarily operates in Hong Kong and most of its non-current assets are located in Hong Kong. During the Year, all revenue was earned from external customers in Hong Kong (2025: same).

4 REVENUE

	2026	2025
	HK$'000	*HK$'000*
Revenue from provision of healthcare staffing solution services	**52,194**	61,654
Revenue from provision of outreach case assessment related services	**3,803**	3,759
Revenue from provision of vaccination services	**3,433**	2,659
Revenue from sales of merchandise	**2,992**	3,701
Revenue from provision of clinic services	**4,059**	2,631
	66,481	74,404

An analysis of the gross components in arriving at the Group's revenue from provision of healthcare staffing solution services is set out below:

	2026	2025
	HK$'000	*HK$'000*
Gross fee	**185,777**	223,233
Cost attributable to healthcare personnel	**(133,583)**	(161,579)
Revenue from provision of healthcare staffing solution services	**52,194**	61,654

The gross fee does not represent the gross revenue.

Revenue from external customers of the Group were all derived in Hong Kong for the Year and the year ended 30 June 2025.

No individual customer contributes over 10% of the revenue of the Group for the Year and the year ended 30 June 2025.

5 OTHER INCOME

	2026	2025
	HK$'000	*HK$'000*
Dividend income	**20**	172
Sales of goods	**–**	463
Advertising income	**72**	102
Event income	**699**	48
Agency income derived from referral of domestic and foreign helpers	**161**	63
Rental income	**1,181**	500
Others	**404**	275
	2,537	1,623

6 OTHER (LOSSES)/GAINS, NET

	2026	2025
	HK$'000	*HK$'000*
Net fair value (losses)/gains on financial assets at fair value through profit or loss ("**FVTPL**")	**(275)**	240
Net foreign exchange (losses)/gains	**(1,960)**	770
	(2,235)	1,010

7 OTHER EXPENSES

	2026	2025
	HK$'000	*HK$'000*
Auditors' remuneration	**950**	950
Postage, utilities and general office expenses	**2,266**	2,555
Legal and professional fee	**977**	867
Operating lease rentals	**113**	25
Travelling and transportation expenses	**598**	673
Rates and management fee	**720**	727
Printing costs	**410**	532
Insurance expenses	**307**	337
Bank charges	**430**	699
Advertising and promotion expenses	**1,065**	544
Donation	**253**	200
Other expenses	**1,467**	1,386
	9,556	9,495

8 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS)

	2026	2025
	HK$'000	*HK$'000*
Salaries, allowances, other benefits and performance related bonus	**26,638**	24,944
Pension costs – defined contribution plan	**1,358**	1,330
Share-based payments to Directors and employees	**291**	632
Other staff welfare	**1,286**	734
	29,573	27,640

9 FINANCE INCOME AND FINANCE COSTS

	2026	2025
	HK$'000	*HK$'000*
Finance income		
– Interest income on bank deposits	**545**	1,584
Finance costs		
– Interest expenses on lease liabilities	**(47)**	(16)
– Interest expenses on borrowings	**(2,037)**	(3,277)
	(2,084)	(3,293)

10 INCOME TAX EXPENSE

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK$2 million will be taxed at 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%. Accordingly, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK$2 million (2025: same).

Corporate income tax on the assessable profit generated from the subsidiary operating in the People's Republic of China ("**PRC**") has been calculated at 25% in accordance with the relevant PRC tax law and regulations (2025: same).

	2026	2025
	HK$'000	*HK$'000*
Current income tax:		
– Hong Kong profits tax	**3,201**	4,774
Deferred income tax expense	**–**	114
Income tax expense	**3,201**	4,888

11 EARNINGS PER SHARE

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

Earnings figures are calculated as follows:

	2026	2025
Profit attributable to equity holders of the Company *(HK$'000)*	**6,235**	17,541

Number of shares are calculated as follows:

	2026	2025
Weighted average number of ordinary shares excluding shares held for share award schemes for the purpose of calculating basic earnings per share	**400,839,348**	400,274,011
Effect of dilutive potential ordinary shares:		
Share award	**821,844**	682,899
Weighted average number of ordinary shares in issue during the year used in the diluted earnings per share calculation	**401,661,192**	400,956,910
Basic earnings per share *(HK cents)*	**1.56**	4.38
Diluted earnings per share *(HK cents)*	**1.55**	4.37

For the Year and the year ended 30 June 2025, the calculation of the basic earnings per share is based on the profit attributable to owners of the Company and the weighted average number of ordinary shares issued during the Year.

For the Year and the year ended 30 June 2025, the computation of diluted earnings per share does not assume the exercise of the share options because the exercise price of those share options was higher than the average market price of shares.

12 DIVIDENDS

On 26 September 2024, the Board resolved to recommend a final dividend of HK$10,061,500 (HK2.50 cents per ordinary share) to the Company's shareholders whose names appear on the register of members of the Company on 6 December 2024. This amount was fully paid during the year ended 30 June 2025.

On 26 February 2025, the Board resolved to declare and pay an interim dividend of HK$10,061,500 (HK2.50 cents per ordinary share) to the Company's shareholders whose names appear on the register of members of the Company on 14 March 2025.

On 26 September 2025, the Board resolved to recommend a final dividend of HK$6,036,900 (HK1.50 cents per ordinary share) to the Company's shareholders whose names appear on the register of members of the Company on 5 December 2025. This amount was fully paid during the Year.

No interim dividend was declared or paid for the Year (2025: HK$10,061,500, HK2.50 cents per ordinary share).

Subsequent to the end of the reporting period, on 23 September 2026, the Board resolved to recommend a final dividend of HK$10,061,500 (HK2.50 cents per ordinary share) for the Year to the Company's shareholders. The proposed final dividend is subject to the approval of the Company's shareholders at the forthcoming annual general meeting and has not been recognised as a liability as at 30 June 2026.

13 PROPERTY, PLANT AND EQUIPMENT

	Buildings *HK$'000*	Leasehold improvements *HK$'000*	Furniture and fixtures *HK$'000*	Operating equipment and machinery *HK$'000*	Computer equipment *HK$'000*	Motor vehicles *HK$'000*	Total *HK$'000*
Cost							
As at 1 July 2024	13,239	4,252	565	3,884	2,535	1,747	26,222
Addition	–	1,614	165	23	9	–	1,811
As at 30 June 2025 and 1 July 2025	13,239	5,866	730	3,907	2,544	1,747	28,033
Addition	–	666	28	44	–	–	738
Exchange alignment	–	–	–*	–	–	–	–
As at 30 June 2026	**13,239**	**6,532**	**758**	**3,951**	**2,544**	**1,747**	**28,771**
Accumulated depreciation and impairment							
As at 1 July 2024	1,344	2,675	484	3,821	1,976	1,352	11,652
Provided for the year	509	1,103	61	24	219	190	2,106
Exchange alignment	–	–	–*	–	–	–	–
As at 30 June 2025 and 1 July 2025	1,853	3,778	545	3,845	2,195	1,542	13,758
Provided for the year	509	1,236	56	32	199	189	2,221
As at 30 June 2026	**2,362**	**5,014**	**601**	**3,877**	**2,394**	**1,731**	**15,979**
Carrying value							
As at 30 June 2026	**10,877**	**1,518**	**157**	**74**	**150**	**16**	**12,792**
As at 30 June 2025	11,386	2,088	185	62	349	205	14,275

* Amount less than HK$1,000

14 LEASES

(a) Right-of-use assets

	2026 **HK$'000**	2025 *HK$'000*
Office premises	**711**	1,040
Leasehold land	**140,187**	146,749
	140,898	147,789

(b) Lease liabilities

	2026	2025
	HK$'000	*HK$'000*
Current	**348**	339
Non-current	**376**	706
	724	1,045

15 FINANCIAL ASSETS

The Group classifies the following financial assets at FVTPL:

- debt investments that do not qualify for measurement at either amortised cost or financial asset at fair value through other comprehensive income ("**FVOCI**");
- equity investments that are held for trading; and
- equity investments for which the entity has not elected to recognise fair value gains and losses through other comprehensive income.

(a) Financial assets classified as FVTPL include the following:

	2026	2025
	HK$'000	*HK$'000*
Non-current assets		
Listed bonds	**–**	303

The Group classifies the following financial assets at FVOCI:

- equity investments for which the entity has elected to recognise fair value gains and losses through other comprehensive income.

(b) Financial assets designated as FVOCI include the following:

	2026	2025
	HK$'000	*HK$'000*
Non-current assets		
Listed securities	**97,291**	59,347
Paper gold	**18,933**	15,502
	116,224	74,849

16 TRADE RECEIVABLES

The Group's trade receivables had no credit term and payment was immediately due upon presentation of invoices to customers. As at 30 June 2026 and 2025, all trade receivables were past due but not considered to be impaired because based on historical experience of the Group, these trade receivables are generally recoverable due to the long term/on-going relationship and good repayment record. The Group has assessed that the rate of expected credit loss ("**ECL**") for trade receivables are minimal, thus, the additional loss allowance for provision for trade receivables was insignificant as at 30 June 2026 and 2025. As at 30 June 2026 and 2025, the ageing analysis of trade receivables based on the date on which the respective sales invoices were issued was as follows:

	2026	2025
	HK$'000	*HK$'000*
Less than 61 days	**14,695**	16,077
61 to 90 days	**1,285**	1,750
91 to 180 days	**878**	1,589
Over 180 days	**976**	1,748
	17,834	21,164

17 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2026	2025
	HK$'000	*HK$'000*
Current		
Prepayments	**288**	934
Deposits	**3,003**	1,276
Other receivables	**561**	340
	3,852	2,550

18 SHARE CAPITAL

	Number of shares	**Ordinary shares of HK$0.01 each**
		HK$'000
Authorised:		
At 1 July 2024, 30 June 2025, 1 July 2025 and 30 June 2026	2,000,000,000	20,000
Issued and fully paid:		
At 1 July 2024, 30 June 2025, 1 July 2025 and 30 June 2026	**402,460,000**	**4,025**

19 TRADE PAYABLES

Payment term with majority of the healthcare personnel is 30 days.

As at 30 June 2026 and 2025, the ageing analysis of trade payables based on invoice date was as follows:

	2026	2025
	HK$'000	*HK$'000*
Less than 31 days	**9,986**	11,116
31 to 60 days	**35**	–
61 to 90 days	**–**	–
Over 90 days	**5,215**	6,264
	15,236	17,380

20 BORROWINGS

	2026	2025
	HK$'000	*HK$'000*
Secured bank borrowings	**57,982**	61,088

The carrying amounts of the Group's bank borrowings approximated their fair value as the impact of discounting is not significant.

The carrying amounts of the Group's bank borrowings are denominated in HK$.

Bank borrowings, totaled HK$57,982,000 (2025: HK$61,088,000), are classified as current liabilities under Hong Kong Interpretation 5 "Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause". Taking into account of the good track records and relationship with bank and the values of the underlying assets pledged to the respective banking facilities, the Directors do not consider that it is probable that the bank will exercise its discretion to demand immediate repayment. The Directors believe that such term loans will be repaid in accordance with the scheduled repayment date as set out in the loan agreements. The maturity of the Group's bank borrowings are summarised in the following table:

	2026	2025
	HK$'000	*HK$'000*
Within 1 year	**3,106**	3,106
Between 1 and 2 years	**3,106**	3,106
Between 2 and 5 years	**9,319**	9,319
Over 5 years	**42,451**	45,557
	57,982	61,088

At 30 June 2026, the Group's bank borrowings bear floating interest rates of Best Lending Rate ("**BLR**") minus 1% per annum (2025: same). The weighted average effective interest rate per annum of the Group's bank borrowings for the Year is 3.42% (2025: 5.27%).

At 30 June 2026, the Group's banking facilities amounted to approximately HK$63,000,000 (2025: HK$63,000,000) are made available to the Group and unused banking facilities amounted to HK$5,018,000 (2025: HK$1,912,000). The Group's banking facilities are secured by legal charges over certain of the Group's buildings and right-of-use assets with an aggregate carrying value of HK$151,064,000 (2025: HK$158,135,000) and guaranteed by the Company.

21 SHARE-BASED PAYMENTS

Share option scheme

The Company's share option scheme (the "**Share Option Scheme**") was conditionally approved and adopted by a resolution of the shareholders passed on 24 June 2014 and became unconditional on 8 July 2014, pursuant to which share options may be granted to Directors (including executive, non- executive or independent non-executive Directors) and any employee (full-time or part-time) of the Group (on an employment or contractual or honorary basis and paid or unpaid) to subscribe for the shares of the Company, subject to a maximum of 10% of the total number of shares in issue as at the listing date or such maximum number as approved by the shareholders.

The Share Option Scheme was valid and effective for a period of 10 years from 8 July 2014 and therefore has expired on 8 July 2024, after which no further options has been granted or offered. For a period of 10 years from 8 July 2014, share options were only granted in years 2019 and 2020 and will expire on 29 April 2029 and 26 June 2030 respectively.

The exercise price shall be at least the highest of (i) the closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option, which must be a business day; (ii) the average of the closing prices of the shares as stated in the Stock Exchange's daily quotations sheets for the five consecutive business days immediately preceding the date of grant of the option; and (iii) the nominal value of the share on the date of grant of the option.

Set out below are summaries of options granted under the plan:

	2026		2025	
	Average exercise price in HK$ per share option	**Number of options**	Average exercise price in HK$ per share option	Number of options
As at 1 July	**1.192**	**8,900,000**	1.192	8,900,000
Forfeited during the year	**1.217**	**(200,000)**	–	–
As at 30 June	**1.191**	**8,700,000**	1.192	8,900,000

As at 30 June 2026, 8,700,000 options (2025: 8,900,000 options) out of the 8,700,000 (2025: 8,900,000) outstanding options were exercisable.

Share options outstanding as at 30 June 2026 and 2025 have the following expiry dates and exercise prices:

Grant date	Expiry date	Exercise price in HK$ per share option	2026 Number of options	2025 Number of options
29 April 2019	29 April 2029	1.440	**3,850,000**	3,950,000
26 June 2020	26 June 2030	0.994	**4,850,000**	4,950,000
			8,700,000	8,900,000
Weighted average remaining contractual life of options outstanding at end of the year			**3.48 years**	4.48 years

During the Year, no share option was granted or exercised, and 200,000 share options were forfeited by the Company.

Share award scheme

The Company has approved and adopted a share award scheme (the "**Share Award Scheme**") on 1 June 2022 (the "**Adoption Date**"), pursuant to which shares may be awarded to Directors (including executive, non-executive or independent non-executive Directors), any employee (full-time or part-time) of the Group and any person that has contributed or may contribute to the Group by way of independent contract or other business arrangement of the Group.

The Share Award Scheme is valid and effective for a period of 10 years commencing on the Adoption Date of the scheme. For details of the adoption and the terms and conditions of the Share Award Scheme, please refer to the announcement of the Company dated 1 June 2022.

On 1 December 2023, the Company resolved to award an aggregate of 2,460,000 awarded shares ("**Awarded Shares**") to 21 awardees ("**Awardees**") under the Share Award Scheme. The awards were satisfied by the issue and allotment of 2,460,000 shares to the trustee of the Share Award Scheme ("**Trustee**") to be held on trust for the Awardees pursuant to the general mandate granted by the shareholders at the annual general meeting of the Company held on 28 November 2023 (the "**2023 AGM**"), under which the maximum number of shares that can be issued and allotted are 80,000,000 shares (being 20% of the total number of the issued shares of the Company as at the date of the 2023 AGM).

As at 30 June 2026, there were 1,354,000 shares of the Company held by the Trustee (2025: 1,986,000 shares) and the number of shares in respect of which shares had been granted and remained outstanding under the Share Award Scheme was 968,000 (2025: 1,730,000), representing 0.24% (2025: 0.43%) of the shares of the Company in issue at that date.

The details of the movements of the outstanding Awarded Shares were set out below:

	Number of shares
Outstanding as at 1 July 2024	2,380,000
Vested during the year	(474,000)
Forfeited during the year	(176,000)
Outstanding as at 30 June 2025	1,730,000
Outstanding as at 1 July 2025	1,730,000
Vested during the year	(632,000)
Forfeited during the year	(130,000)
Outstanding as at 30 June 2026	968,000

The fair value of the Awarded Shares was based on the closing price per share at the date of grant.

The Group recognised an equity-settled share-based payments expense of approximately HK$291,000 (2025: HK$632,000) for the Awarded Shares under the Share Award Scheme in profit or loss for the year ended 30 June 2026.

22 CONTINGENT LIABILITY

There are customers who required the Company to provide performance guarantee issued by banks to protect the customers from financial loss in the event that the Company does not perform what is expected of it under the terms of related service contracts. As at 30 June 2026, the outstanding performance guarantee amounted to HK$8,485,000 (2025: HK$8,485,000).

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW AND PROSPECTS

The Group's revenue for the Year was approximately HK$66.5 million (2025: HK$74.4 million), representing a decrease of approximately 10.6% from the year ended 30 June 2025. Profit attributable to equity holders of the Company for the Year was approximately HK$6.2 million, representing a decrease of approximately 64.6% as compared with approximately HK$17.5 million for the year ended 30 June 2025.

The Group is dedicated to delivering healthcare staffing and integrated solutions in Hong Kong to both individual and institutional clients, including hospitals, residential care homes, social service organizations, schools, clinics, and corporate employers. It offers flexible duty opportunities to its registered and self-employed healthcare personnel, such as nurses, care workers, allied health professionals, and escort staff. With a rise in imported nurses and care workers under the Government's labour importation schemes, the Group is shifting focus toward its private care staffing services, which directly serve individuals and families without relying on imported labour. Additionally, through its outreach team of healthcare professionals, the Group provides outreach case assessments, vaccination services, and clinic services. The expansion of clinic offerings aims to diversify revenue streams and foster ongoing relationships with patients.

As part of its efforts to maintain a large and diverse pool of registered healthcare personnel to take advantage of growth opportunities, the Group has offered a wide range of member benefits to attract and retain registered health care personnel. As of 30 June 2026, approximately 33,500 healthcare personnel were registered with the Group, representing an increase of approximately 1,500 or by 4.7% compared to last year's 32,000.

The Group proactively seeks new business opportunities and forms alliances or collaborates with strategic partners to pursue various ventures. The goal of this initiative is to broaden the Group's business diversification beyond its current geographic regions and core operations. This approach supports the company's strategy for sustainable growth and maximizing returns for shareholders.

FINANCIAL ASSETS AND TREASURY POLICY

The Group invests its surplus funds in accordance with the Treasury Policy for Investment Transactions of the Group (the "**Treasury Policy**") which governs the Group's investment activities. The Treasury Policy is approved by the Board and updated annually in line with the business and investment environment.

As at 30 June 2026, the Group held financial assets with an aggregate fair value of HK$116.2 million (30 June 2025: HK$74.8 million). Using the total assets figure of HK$325.2 million (30 June 2025: HK$315.9 million) for the Year, the portfolio represented approximately 35.7% of the Group's total assets, compared with 23.7% at 30 June 2025.

During the Year, the portfolio's carrying amount increased by approximately HK$41.4 million, or 55.3%. The increase is attributable to the following key drivers:

– Fair value unrealised gain – cumulative unrealised gains of approximately HK$17.5 million at 30 June 2026 were recognised in other comprehensive income for the Year in respect of this holding.

– Net increase in deployment of surplus cash into new positions less disposal proceeds during the Year was approximately HK$23.9 million.

The investment objectives, risk management, control measures, and the approval and oversight processes for these financial assets are herein disclosed.

Investment objectives

The Group's securities investment activity is treasury in nature. The Treasury Policy's objectives, which the Board considers consistent with the Group's corporate strategy of preserving and enhancing surplus funds generated by its healthcare staffing, home-based care and related businesses pending deployment in those businesses, are as follows:

– preservation of capital in real terms by maintaining a substantial proportion of the portfolio in highly liquid instruments with transparent pricing;

– protection of the purchasing power of surplus cash against inflation and currency and monetary policy risk;

– generation of an incremental return above short-term Hong Kong dollar deposit rates over a multi-year horizon; and

– maintenance of liquidity sufficient to allow the portfolio to be converted into cash at short notice should the operating businesses, an acquisition opportunity, or the Company's dividend policy require it.

The Treasury Policy outlines the scope of investments, being the permissible categories set out below:

Category	**Description**
Negotiable instruments	Including certificates of deposit issued by licensed banks.
Foreign exchange	Holdings in United States dollars, Japanese yen, euro, pounds sterling, Canadian dollars, Australian dollars and Renminbi, together with any further currency approved by the Investment Unit. Collectively "Accepted Foreign Currencies"
Fixed income	Bonds, notes and debentures.
Securities	Securities, including listed equity securities.

Category	Description
Funds	Mutual funds, closed-end funds, unit investment trusts, exchange-traded funds and private funds.
Commodities	Including gold held in unallocated statement form with a licensed bank.
Other	Any other investment instrument approved by the Board

As of 30 June 2026, the Group's financial assets at fair value, totaling HK$116.2 million, comprise listed equity securities, exchange-traded funds, and commodity paper gold, representing 25.6%, 58.1%, and 16.3%, respectively. The exchange-traded funds portfolio comprises SPDR Gold Trust and SPDR Gold Shares, representing 51.4% and 6.7%, respectively. SPDRs aim to reflect the performance of gold bullion prices, and neither has an investment manager or adviser. The performance of SPDRs is as follows:

Name of the investment	Investment costs	Fair value as at 30 June 2026	Percentage of fair value of investments held as at 30 June 2026	Gain/(Loss) on change in fair value for the year ended 30 June 2026	Investment costs as compared to the Group's total assets as at 30 June 2026	Total amount of income received for the year ended 30 June 2026
	(HK$ million)	*(HK$ million)*	*(%)*	*(HK$ million)*	*(%)*	
*SPDR Gold Trust	42.18	59.76	51.4	10.79	13.0	Nil
SPDR Gold Shares	7.81	7.77	6.7	(0.04)	2.4	Nil

* On 14 April 2025, the Company published an announcement in respect of a transaction which constituted a discloseable transaction under Chapter 14 of the Listing Rules.

Risk management and control measures

The risk management and control measures are further categorised into i) risk limits and metrics, and ii) counterparty and custody risk, including liquidity management, each of which is set out below.

(i) Risk limits and metrics under the Treasury Policy are as follows:

Risk	Limit or trigger	Metric	Position at 30 June 2026
Amount available for investment	The transaction amount of the Group's investments at any one time shall not exceed Excess Cash*.	Monitored on an ongoing basis by the head of the Group's finance department	The Excess Cash* figure at the reporting date was maintained, and the cap was observed throughout the Year.

Risk	Limit or trigger	Metric	Position at 30 June 2026
Diversification	Not more than 50% of the purchase cost of any single investment of the total amount of the investments at purchases cost.	Purchase cost of the instrument as a proportion of total investments costs	The investment cost of the largest single investment, the SPDR Gold Trust, was approximately HK$42.18 million, representing approximately 40.5% of the aggregate purchase cost of the investment portfolio, and was within the 50% limit. Its fair value was approximately HK$59.76 million as at 30 June 2026, representing approximately 51.4% of the aggregate fair value of the Group's financial assets at fair value.
Permissible scope	Investment confined to the seven categories.	Instrument classified against the permissible categories before acquisition	All holdings fall within permissible categories.
Foreign Currency scope	Foreign exchange transactions confined to Accepted Foreign Currencies.	Currency of denomination of each position	United States dollar exposure only, at 27.2% of the portfolio. The Hong Kong dollar is linked to the U.S. dollar under the Linked Exchange Rate System, within a Convertibility Zone of HK$7.75 to HK$7.85 per U.S. dollar maintained by the Hong Kong Monetary Authority. Residual translation risk on the Group's U.S. dollar positions is therefore limited, although not eliminated, and the Group does not economically hedge this exposure.

Risk	Limit or trigger	Metric	Position at 30 June 2026
Stop-loss review trigger	Market value falls more than 50% below original cost over a consecutive period of three months, where the investment amount is material to the portfolio or over HK$1 million.	Fair value against original cost by lot, over consecutive months	The existing portfolios are not at stop-loss situation.
Suitability and objective triggers	Rebalancing where an investment is unsuitable for the current investment environment, or no longer satisfies the investment objective.	Assessment by the Investment Unit	The existing portfolio's position was not identified as requiring rebalancing on these grounds during the Year.

* "Excess Cash" is defined in the Treasury Policy as cash and bank balances not used for the Group's business operations, being the cash and cash equivalents balance less six months of other operating expenses and employee benefit expenses.

(ii) Counterparty and custody risk, and liquidity management

Counterparty and custody risk

The portfolio is exposed to counterparty and custody risks. Counterparty risk is the risk that the other party in a financial transaction may fail to fulfill their contractual obligations, potentially causing financial loss. By custodian and counterparty, Hang Seng Bank Limited held 45.0% of the portfolio, The Hongkong and Shanghai Banking Corporation Limited held 37.7%, and OCBC Bank (Singapore) held 17.3%. By asset class, the portfolio was allocated as follows: ETFs 58.1%, commodity 16.3%, equity securities listed in the United States 20.5%, and equity securities listed in Hong Kong 5.1%.

Liquidity management

Liquidity is addressed in the Treasury Policy. It requires maintaining liquidity sufficiently to allow the portfolio to be converted into cash at short notice if the operating business, an acquisition opportunity, or the Company's dividend policy require it. The ability to realise the majority of the portfolio within one to two business days according to the market is a function of the settlement arrangements of the relevant market.

Approval and oversight mechanisms

The Treasury Policy outlines the roles and authority of the Board, designated personnel and committees in approving, monitoring and reviewing investments, including the frequency and content of portfolio reporting to the Board, the Board's review on the compliance with the Treasury Policy on regular basis, the escalation protocol and the requirement that stop-loss testing and any decision to retain a position be minuted.

Framework under the Treasury Policy

Securities investment activity is governed by the Treasury Policy and undertaken by the Investment Unit, which consists of two members: the Chairman, as designated director, and the head of the Group's finance department. The Investment Unit reports to the Board and is responsible for (i) determining how much of the Excess Cash is to be invested; (ii) formulating and reviewing the Group's investment policies and strategies; (iii) making investment decisions and executing investment transactions; (iv) monitoring the Group's investment transactions, investment portfolio and performance; and (v) appointing external investment managers, relevant professionals or advisers when it considers appropriate.

The Chairman, as a member of the Investment Unit, is responsible for formulating the Group's overall investment strategy. The head of the Group's finance department, as the other member of the Investment Unit, is responsible for (i) collecting investment information, (ii) monitoring the total investments regularly and reporting on them on a regular basis to the Investment Unit, and (iii) monitoring the investment activities to ensure compliance with the Treasury Policy and with other statutory and regulatory requirements, including the Listing Rules. Any member of the Investment Unit must declare a conflict of interest in respect of each investment transaction and may not vote on that transaction; only members with no conflict of interest may vote.

Investment selection was made in accordance with the criteria set out in the Treasury Policy: the financial performance of the investee or instrument, available research, the Group's risk appetite, the instrument's risk profile, its liquidity, and its expected yield. Disposal and rebalancing were governed by the policy's triggers, including the 50% stop-loss test, a significant credit rating downgrade, unsuitability for prevailing market conditions, an investment ceasing to meet the investment objective, and any other special purpose approved by the Investment Unit. The following table summarises the approval requirements under the Treasury Policy.

Transaction	Approval required
Less than HK$7 million, where all applicable percentage ratios under rules 14.07 and 14.22 of the Main Board Listing Rules are less than 5%	The Investment Unit
Over HK$7 million, where all applicable percentage ratios under rules 14.07 and 14.22 of the Main Board Listing Rules are more than 5%	The Board

FINANCIAL REVIEW

Revenue

The revenue of the Group for the Year comprised revenue from (i) the provision of healthcare staffing solution services; (ii) the provision of outreach case assessment related services and vaccination services; (iii) provision of clinic services; and (iv) other revenue in Hong Kong. The total revenue was approximately HK$66.5 million for the Year, representing a decrease of approximately 10.6% from approximately HK$74.4 million for the year ended 30 June 2025.

Revenue from the provision of healthcare staffing solution services for the Year was approximately HK$52.2 million, representing a decrease of approximately HK$9.5 million as compared with approximately HK$61.7 million for the year ended 30 June 2025. Among those, revenue from the institutional staffing solution services amounted to approximately HK$22.5 million (2025: HK$35.2 million); and the revenue from the private nursing staffing services amounted to approximately HK$29.7 million (2025: HK$26.5 million). The provision of healthcare staffing solution services accounts for 78.5% (2025: 82.9%) of the Group's revenue for the Year.

The revenue from the provision of healthcare staffing solution services as a percentage of gross fee is determined with reference to the mark-up ratio between the charge-out rate to the clients and the pay-out rate to different ranks of healthcare personnel placed by the Group and the number of service hours performed by the respective ranks of healthcare personnel. The revenue from the provision of healthcare staffing solution services as a percentage of gross fee slightly increased to approximately 28.1% for the Year from approximately 27.6% for the year ended 30 June 2025.

Other income and other gains/(losses), net

Other income mainly comprised event income, advertising income, rental income and dividend income. Other income amounted to approximately HK$2.5 million for the Year (2025: HK$1.6 million), recording an increase which was primarily attributed to the rental income and event income. Other losses, net was approximately HK$2.2 million for the Year (2025: other gains, HK$1.0 million) which mainly represented the net fair value losses on financial assets at fair value through profit or loss of approximately HK$0.3 million and net foreign exchange losses of approximately HK$2.0 million.

Expenses

The employee benefit expenses amounted to approximately HK$29.6 million for the Year (2025: HK$27.6 million), which increased as compared with the year ended 30 June 2025. The operating lease rentals, depreciation of property, plant and equipment and depreciation of right-of-use assets decreased from approximately HK$9.3 million for the year ended 30 June 2025 to approximately HK$9.2 million for the Year.

Other operating expenses increased from approximately HK$9.5 million for the year ended 30 June 2025 to approximately HK$9.6 million for the Year.

Finance income

Finance income represented the interest income on short-term bank deposits. Finance income decreased from approximately HK$1.6 million for the year ended 30 June 2025 to approximately HK$0.5 million for the Year.

Income tax expense

Income tax expense amounted to approximately HK$3.2 million for the Year, representing a decrease of approximately 34.5%, from approximately HK$4.9 million for the year ended 30 June 2025. The Group's effective tax rate increased from approximately 21.8% for the year ended 30 June 2025 to approximately 33.9% for the Year.

Profit for the Year and net profit margin

Profit for the Year amounted to approximately HK$6.2 million, decreased by approximately HK$11.3 million, or 64.6% from approximately HK$17.5 million for the year ended 30 June 2025, mainly due to the decrease in revenue by approximately 10.6% from approximately HK$74.4 million for the year ended 30 June 2025 to approximately HK$66.5 million for the Year and the operating performance analysed above. The net profit margin decreased from approximately 23.6% for the year ended 30 June 2025 to approximately 9.4% for the Year.

Trade receivables

Trade receivables decreased by approximately HK$3.3 million from approximately HK$21.2 million as at 30 June 2025 to approximately HK$17.8 million as at 30 June 2026. The Group generally does not grant credit terms to clients and payment is immediately due upon presentation of invoices to customers. As at 30 June 2026 and 2025, all trade receivables were past due but not considered to be impaired, because based on historical experience of the Group, these trade receivables are generally recoverable due to the long term/on-going relationship and good repayment record. The Group has assessed that the rate of ECL for trade receivables are minimal, thus, the additional loss allowance for provision for trade receivables was insignificant as at 30 June 2026 and 2025. During the Year, the Group did not recognise any provision of expected credit loss for trade receivables (2025: Nil).

Trade payables

Trade payables decreased to approximately HK$15.2 million as at 30 June 2026 from approximately HK$17.4 million as at 30 June 2025, which was mainly due to the decrease in costs payable to healthcare personnel placed by the Group during the Year.

LIQUIDITY AND FINANCIAL RESOURCES

The Group remained in a healthy and sound liquidity position as at 30 June 2026. The working capital needs and other capital requirements have been met through a combination of shareholders' equity and cash generated from operations. Going forward, the Group intends to finance its future operations and capital expenditures with cash flow generated from operating activities and/or external funding resources. The primary uses of cash have been and are expected to continue to be operating costs and capital expenditure.

The current assets primarily comprise cash and cash equivalents, trade receivables, prepayments, deposits and other receivables, amounts due from related companies and inventories.

The current liabilities primarily comprise trade payables, lease liabilities, bank borrowings, tax payable, contract liabilities, accruals and other payables.

As at 30 June 2026, the Group maintained cash and cash equivalents amounting to approximately HK$32.3 million (2025: HK$43.5 million). Net current liabilities amounted to approximately HK$22.2 million as at 30 June 2026, representing an increase of approximately HK$15.1 million from net current liabilities of approximately HK$7.1 million as at 30 June 2025.

As at 30 June 2026, the banking facilities amounting to approximately HK$63.0 million (2025: HK$63.0 million) are made available to the Group, of which HK$5.0 million remain unutilised as at 30 June 2026 (2025: HK$1.9 million).

FOREIGN EXCHANGE RISK

The Group's exposure to foreign currency risk is not material. The Group mainly operates in Hong Kong with most of the operating transactions denominated and settled in Hong Kong dollars and the cash and cash equivalents of the Group are mainly denominated in Hong Kong dollars, Japanese Yen, Euro and United States dollars (2025: Hong Kong dollars, Japanese Yen, Euro and United States dollars).

As at 30 June 2026, the Group had not used any forward contracts, foreign currency borrowings, derivative financial instruments or other means to hedge foreign exchange risk (2025: same).

CAPITAL STRUCTURE

During the Year, the Group mainly relied on its equity and internally generated cash flows and bank borrowings to finance its operations. The total amount of outstanding borrowings was HK$58.0 million (2025: HK$61.1 million), which was term loans that containing on demand clause.

TREASURY POLICY

The Group invests its surplus funds in accordance with the Treasury Policy approved from time to time by the Board. Surplus funds are placed in bank deposits and invested in financial instruments. Bank deposits and financial assets at amortised cost and fair value are predominantly maintained in Hong Kong dollars, United States dollars and Japanese Yen.

GEARING RATIO

Gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including bank loans and lease liabilities) less cash and cash equivalents. Total capital is calculated as "equity" (as shown in the consolidated balance sheet) plus net debt. As at 30 June 2026, the gearing ratio was approximately 9.6% (2025: 3.8%).

CAPITAL COMMITMENTS

As at 30 June 2026, the Group did not have any significant capital commitments (2025: Nil).

PLEDGE OF ASSETS

As at 30 June 2026, the Group's banking facilities are secured by legal charges over certain of the Group's buildings and right-of-use assets with an aggregate carrying value of HK$151.1 million (2025: HK$158.1 million) and guaranteed by the Company.

CONTINGENT LIABILITY

There are customers who required the Company to provide performance guarantee issued by banks to protect the customers from financial loss in the event that the Company does not perform what is expected of it under the terms of the related service contracts. As at 30 June 2026, the outstanding performance guarantee amounted to HK$8,485,000 (2025: HK$8,485,000).

Save as disclosed in this announcement, as at 30 June 2026, the Group had no material contingent liabilities, nor was the Group aware of any pending or potential material legal proceedings which involves or may involve the Group.

SEGMENT INFORMATION

The Group is principally engaged in the provision of healthcare staffing solution services to private and institutional customers in which placement of healthcare personnel is made according to the specific request from these customers. The Group is also engaged in provision of outreach case assessment related services, provision of vaccination services, sales of merchandise and provision of clinic services.

Management reviews the operating results of the business as one segment to make decisions about resources to be allocated. Therefore, the CODM of the Company regard that there is only one segment which is used to make strategic decisions. Revenue and profit after income tax are the measures reported to the executive Directors for the purpose of resources allocation and performance assessment.

The Group primarily operates in Hong Kong and most of its non-current assets are located in Hong Kong. During the Year, all revenue was earned from external customers in Hong Kong (2025: same).

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group did not have other plans for material investments or capital assets as at 30 June 2026 (2025: Nil).

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2026, the Group employed a total of 92 employees (2025: 80 employees). Total staff costs including Directors' remuneration for the Year amounted to approximately HK$29.6 million (2025: HK$27.6 million).

The remuneration package of the employees includes salary and discretionary bonus. Employees' remuneration is determined based on the individual's qualifications, experience, position, job responsibilities and market conditions. Salary adjustments and promotion are based on evaluation of performance by way of annual review, and discretionary bonuses are paid to employees with reference to the Group's financial performance of the preceding financial year and performance of individual employees. The Group's remuneration policies are in line with the prevailing market practices.

To reward eligible participants (including but not limited to Directors and employees of the Group) (the "**Eligible Participants**") for their contributions to the Group and/or to incentivise or motivate them to work towards enhancing the value of the Group for its long-term growth and development for the benefit of the Company and shareholders as a whole, the Company may from time to time select Eligible Participants to participate in the Share Award Scheme (which is valid and effective for a period of 10 years from 1 June 2022) and award shares to selected participants. The Company had also adopted the Share Option Scheme (which was valid and effective for a period of 10 years from 8 July 2014 and has expired on 8 July 2024), under which the Company might where appropriate grant share options to eligible participant(s) to subscribe for ordinary share(s) of the Company.

During the Year, no share option was granted by the Company under the share option scheme (2025: same), no shares were awarded under the Share Award Scheme (2025: Nil) and 200,000 share options were forfeited. For more details, please refer to the sections headed "SHARE OPTION SCHEME" and "SHARE AWARD SCHEME" below in this announcement.

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

Saved for the investments disclosed in the sections headed "FINANCIAL ASSETS AND TREASURY POLICY" above, there were no significant investments held, material acquisitions and disposal of subsidiaries and affiliated companies during the Year.

SHARE OPTION SCHEME

The Company's Share Option Scheme was conditionally approved and adopted by a resolution of the shareholders passed on 24 June 2014 and became unconditional on 8 July 2014, being the date on which the Company's shares were first listed on the Stock Exchange. The Share Option Scheme was valid and effective for a period of 10 years from 8 July 2014 and therefore has expired on 8 July 2024, after which no further options has been granted or offered.

On 29 April 2019 and 26 June 2020, share options were granted by the Company under the Share Option Scheme to selected grantees to subscribe for an aggregate of 8,000,000 and 10,000,000 Shares, respectively. For further details, please refer to the announcements of the Company dated 29 April 2019 and 26 June 2020.

During the Year, no share option was granted or exercised, and 200,000 share options were forfeited by the Company.

More details of the Share Option Scheme will be made available in the annual report of the Company for the Year, which will be published in due course.

SHARE AWARD SCHEME

The Company adopted the Share Award Scheme on 1 June 2022 for a term of 10 years commencing from the Adoption Date. The purpose and objectives of the Share Award Scheme are to (i) recognise and reward the contribution of the Eligible Participants to the growth and development of the Group and to give incentives to them in order to retain them for the continual operation and development of the Group; and (ii) attract suitable personnel for further development of the Group. For details of the adoption and the terms and conditions of the Share Award Scheme, please refer to the announcement of the Company dated 1 June 2022.

On 1 December 2023 (the "**Date of Award**"), the Board resolved to award an aggregate of 2,460,000 awarded shares to 21 selected Eligible Participants under the Share Award Scheme which were satisfied by way of allotment and issue of 2,460,000 new shares to the Trustee to be held on trust for the Awardees under the general mandate granted by the then shareholders at the 2023 AGM. All of the 21 Awardees were employees of the Group on the Date of Award and, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, were not connected persons of the Group. For further details, please refer to the announcement of the Company dated 1 December 2023.

During the Year, 130,000 Awarded Shares were forfeited by the Company and 632,000 Awarded Shares were vested.

More details of the Share Award Scheme will be made available in the annual report of the Company for the Year, which will be published in due course.

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

Neither the Company nor any of its subsidiaries had purchased, redeemed or sold any of the Company's securities listed on the Stock Exchange during the Year and up to the date of this announcement.

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**") as set out in Appendix C3 to the Listing Rules as the code of conduct regarding the Director's dealing in the securities of the Company. The Directors, upon responding to specific enquiries by the Company, confirmed their compliance with the required standards for dealing in the Company's securities set out in the Model Code throughout the Year and up to the date of this announcement.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company is committed to ensuring and upholding a high standard of corporate governance, transparency and business practices, which are fundamental to achieving the Group's vision of becoming or continuing to be a leading, renowned, most respected and fast growing provider of healthcare staffing solution services in Hong Kong and safeguarding the overall interests of the Company and its Shareholders.

The Company's corporate governance practices are based on the principles of the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Listing Rules. During the Year and up to the date of this announcement, the Company had complied with the applicable code provisions set out in the CG Code, except for the deviation from code provision C.2.1 in Part 2 of the CG Code which is explained below.

Code provision C.2.1

Pursuant to code provision C.2.1 in Part 2 of the CG Code, the roles of the chairman and the chief executive officer should be segregated and should not be performed by the same individual.

The Company does not have a separate chairman and chief executive officer. Since 18 August 2018, Ms. Hai Hiu Chu ("**Ms. Hai**") has acted as the chairman of the Board and the chief executive officer of the Company. Ms. Hai is the founder of the Group and has extensive experience in the medical field and the pharmaceutical industry. Ms. Hai is responsible for the effective running of the Board and for formulating business strategies and development. The Board considers that Ms. Hai, by serving as the chairman of the Board and the chief executive officer of the Company, is able to lead the Board and the management team with efficiency and consistency in major business decision making and integrated business operation for the Group. The existing management structure with Ms. Hai performing the roles of chairman and chief executive officer enables the Board's decision to be more effectively made and facilitates the implementation of business strategies under the solid and experienced leadership of Ms. Hai, which is conducive to the effective management and the business development of the Group.

The Board will continue to review the effectiveness of the Group's corporate governance structure to assess whether changes, including the separation of the roles of the chairman and the chief executive officer, are necessary.

AUDIT COMMITTEE AND REVIEW OF ANNUAL RESULTS

Currently, the audit committee of the Company (the "**Audit Committee**") comprises three independent non-executive Directors, namely Dr. Chan Kai Yue Jason, Mr. Wong Kon Man Jason ("**Mr. Wong**") and Mr. Tang Yi Hoi. Mr. Wong is the chairman of the Audit Committee. These annual results have been reviewed by the Audit Committee.

During the Year, the Audit Committee had approved the nature and scope of the statutory audits, and reviewed the interim and annual financial statements of the Group, and was satisfied that the preparation of the annual results complied with the applicable accounting policies and standards of the Group and that adequate disclosures have been made pursuant to the Listing Rules. The Audit Committee also initiated internal control measures and reviewed the semi-annual internal control reports conducted by the Company's external professional consultants and evaluated the effectiveness of the internal control system of the Group. During the Year, the Audit Committee had adopted risk management policy (including the risk management review process) for the Group.

SCOPE OF WORK OF HLB HODGSON IMPEY CHENG LIMITED

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the related notes thereto for the Year as set out in the preliminary announcement have been agreed by the Group's auditor, HLB Hodgson Impey Cheng Limited, to the amounts set out in the Group's audited consolidated financial statements for the Year. The work performed by HLB Hodgson Impey Cheng Limited in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by HLB Hodgson Impey Cheng Limited on the preliminary announcement.

ANNUAL GENERAL MEETING

It is proposed that the forthcoming annual general meeting of the Company (the "**AGM**") will be held on Thursday, 26 November 2026. A notice convening the AGM will be published and despatched to the Shareholders in due course.

FINAL DIVIDEND

On 23 September 2026, the Board resolved to recommend a final dividend of HK2.50 cents (2025: HK1.50 cents) per ordinary share for the Year to the shareholders whose names appear on the register of members of the Company on Monday, 7 December 2026. Subject to the approval of the Shareholders at the AGM, the final dividend, which is payable in cash, is expected to be paid on or about Thursday, 17 December 2026.

As no interim dividend was declared for the Year, the proposed final dividend of HK2.50 cents per ordinary share represents the total dividend for the Year (2025: HK4.00 cents per ordinary share, comprising an interim dividend of HK2.50 cents and a final dividend of HK1.50 cents). The proposed final dividend is not reflected as dividend payable in these financial statements.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining shareholders' qualification to attend and vote at the AGM, the register of members of the Company will be closed from Thursday, 19 November 2026 to Thursday, 26 November 2026 (both days inclusive), during which period no transfer of shares may be effected. In order to qualify for attending and voting at the AGM, all transfer documents accompanied by the relevant share certificate(s) should be lodged for registration with Union Registrars Limited (the "**Hong Kong Branch Share Registrar**"), at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong by no later than 4:00 p.m. on Wednesday, 18 November 2026.

For the purpose of ascertaining shareholders' entitlement to the recommended final dividend for the Year, the register of members of the Company will be closed from Friday, 4 December 2026 to Monday, 7 December 2026 (both days inclusive), during which period no transfer of shares may be effected. In order to qualify for the final dividend, all transfer documents accompanied by the relevant share certificate(s) should be lodged for registration with the Hong Kong Branch Share Registrar at the address above by no later than 4:00 p.m. on Thursday, 3 December 2026.

PUBLICATION OF THE ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This annual results announcement has been published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.bamboos.com.hk). The annual report for the Year containing all the information required by the Listing Rules will be despatched to the shareholders and will be available on the aforesaid websites in due course.

By order of the Board
Bamboos Health Care Holdings Limited
Hai Hiu Chu
Chairman and executive Director

Hong Kong, 23 September 2026

As at the date of this announcement, the executive Director is Ms. Hai Hiu Chu and the independent non-executive Directors are Dr. Chan Kai Yue Jason, Mr. Wong Kon Man Jason and Mr. Tang Yi Hoi.

This announcement is prepared in both English and Chinese. In the event of inconsistency, the English text of this announcement shall prevail over the Chinese text.