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SUNWAH KINGSWAY
新華滙富
SUNWAH KINGSWAY CAPITAL HOLDINGS LIMITED
新華滙富金融控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 00188)

**ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 30 JUNE 2026**

The Board of Directors of Sunwah Kingsway Capital Holdings Limited (the “Company”) hereby submit the consolidated financial results of the Company and its subsidiaries (the “Group”) for the year ended 30 June 2026.

CONSOLIDATED INCOME STATEMENT

For the year ended 30 June 2026

	Notes	2026 HK\$'000	2025 HK\$'000
Revenue			
Commission and fee income		25,098	17,698
Interest income arising from financial assets at amortised cost		11,018	18,793
Interest income arising from debt securities at fair value through profit or loss		1,889	2,398
Dividend income		6,058	7,493
Rental income		2,214	2,321
	3	46,277	48,703
Net gain on financial assets and liabilities at fair value through profit or loss	4	12,326	3,923
Other income and gains or losses	5	670	720
		59,273	53,346
Commission expenses		(2,611)	(2,324)
General and administrative expenses		(65,155)	(63,145)
Finance costs		(2,827)	(5,740)
(Provision for)/reversal of impairment losses on financial instruments		(7,296)	273
Fair value changes on investment properties		(6,706)	(9,942)
Changes on non-controlling interests in consolidated investment funds		1,293	(10,751)
Gain on disposal of an associate		65	–
Share of profit/(loss) of a joint venture		68	(1,031)
Share of (losses)/profits of associates		(2,722)	2,890
Loss before tax	6	(26,618)	(36,424)
Income tax credit	7	30	12
Loss for the year		<u>(26,588)</u>	<u>(36,412)</u>
Basic and diluted loss per share	9	<u>(3.49) HK cents</u>	<u>(4.85) HK cents</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 30 June 2026

	2026 HK\$'000	2025 HK\$'000
Loss for the year	(26,588)	(36,412)
Other comprehensive income:		
<i>Items that will not be reclassified to profit or loss:</i>		
Land and buildings held for own use		
– Deficit on revaluation	(30,868)	(46,249)
– Income tax effect	3,874	9,492
	(26,994)	(36,757)
<i>Items that may be reclassified subsequently to profit or loss:</i>		
Exchange differences on translation of foreign operations	3,040	1,114
	3,040	1,114
Other comprehensive income for the year	(23,954)	(35,643)
Total comprehensive income for the year	(50,542)	(72,055)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2026

	Notes	2026 HK\$'000	2025 HK\$'000
Non-current assets			
Investment properties		51,951	58,657
Properties and equipment		196,106	227,743
Intangible assets		3,440	2,190
Interest in a joint venture		22,838	22,770
Interests in associates		4,268	23,025
Loans to and amounts due from associates		14,293	14,790
Other assets		3,613	3,409
Financial assets at fair value through profit or loss		330	1,264
		<u>296,839</u>	<u>353,848</u>
Current assets			
Financial assets at fair value through profit or loss		195,865	261,030
Accounts, loans and other receivables	10	124,993	139,729
Bank balances and cash – trust accounts		343,448	431,854
Bank balances and cash		147,539	95,195
		<u>811,845</u>	<u>927,808</u>
Current liabilities			
Financial liabilities at fair value through profit or loss		5,320	4,997
Net assets attributable to holders of non-controlling interests in consolidated investment funds		84,515	70,005
Accruals, accounts and other payables	11	389,807	470,410
Lease liabilities		1,951	133
Contract liabilities		1,500	3,682
Bank loans and overdrafts		59,192	97,304
Current tax liabilities		1,450	1,450
		<u>543,735</u>	<u>647,981</u>
Net current assets		<u>268,110</u>	<u>279,827</u>
Total assets less current liabilities		<u>564,949</u>	<u>633,675</u>
Non-current liabilities			
Deferred tax liabilities		3,726	7,630
Lease liabilities		–	112
		<u>3,726</u>	<u>7,742</u>
NET ASSETS		<u>561,223</u>	<u>625,933</u>
CAPITAL AND RESERVES			
Share capital	12	76,459	76,026
Reserves		484,764	549,907
TOTAL EQUITY		<u>561,223</u>	<u>625,933</u>

NOTES:

1 APPLICATION OF AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

In the current year, the Group has applied the following amendments to HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time which are relevant to the Group:

Amendments to HKAS 21 Lack of Exchangeability

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. As the currencies that the Group had transacted in and the functional currencies of overseas subsidiaries and associates for translation into the Group’s presentation currency were exchangeable, the amendments did not have any impact on the Group’s financial statements.

New and Revised HKFRS Accounting Standards in Issue But Not Yet Effective

The Group has not applied the following new and revised HKFRS Accounting Standards, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these new and revised HKFRS Accounting Standards, if applicable, when they become effective.

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

¹ Effective for annual periods beginning on or after 1 January 2026

² Effective for annual/reporting periods beginning on or after 1 January 2027

³ No mandatory effective date yet determined but available for adoption

Further information about those HKFRS Accounting Standards that are expected to be applicable to the Group is described below:

HKFRS 18 replaces HKAS 1 Presentation of Financial Statements. While a number of sections have been brought forward from HKAS 1 with limited changes, HKFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Entities are required to classify all income and expenses within the statement of profit or loss into one of the five categories: operating, investing, financing, income taxes and discontinued operations and to present two new defined subtotals. It also requires disclosures about management-defined performance measures in a single note and introduces enhanced requirements on the grouping (aggregation and disaggregation) and the location of information in both the primary financial statements and the notes. Some requirements previously included in HKAS 1 are moved to HKAS 8 Accounting Policies, Changes in Accounting Estimates and Errors, which is renamed as HKAS 8 Basis of Preparation of Financial Statements. As a consequence of the issuance of HKFRS 18, limited, but widely applicable, amendments are made to HKAS 7 Statement of Cash Flows,

HKAS 33 Earnings per Share and HKAS 34 Interim Financial Reporting. In addition, there are minor consequential amendments to other HKFRS Accounting Standards. HKFRS 18 and the consequential amendments to other HKFRS Accounting Standards are effective for annual periods beginning on or after 1 January 2027 with earlier application permitted. Retrospective application is required. The Group is currently analysing the new requirements and assessing the impact of HKFRS 18 on the presentation and disclosure of the Group's financial statements.

HKFRS 19 allows eligible entities to elect to apply reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other HKFRS Accounting Standards. To be eligible, at the end of the reporting period, an entity must be a subsidiary as defined in HKFRS 10 Consolidated Financial Statements, cannot have public accountability and must have a parent (ultimate or intermediate) that prepares consolidated financial statements available for public use which comply with HKFRS Accounting Standards. Earlier application is permitted. As the Company is a listed company, it is not eligible to elect to apply HKFRS 19. Some of the Company's subsidiaries are considering the application of HKFRS 19 in their specified financial statements.

Amendments to HKFRS 9 and HKFRS 7 clarify the date on which a financial asset or financial liability is derecognised and introduce an accounting policy option to derecognise a financial liability that is settled through an electronic payment system before the settlement date if specified criteria are met. The amendments clarify how to assess the contractual cash flow characteristics of financial assets with environmental, social and governance and other similar contingent features. Moreover, the amendments clarify the requirements for classifying financial assets with non-recourse features and contractually linked instruments. The amendments also include additional disclosures for investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features. The amendments shall be applied retrospectively with an adjustment to opening retained profits (or other component of equity) at the initial application date. Prior periods are not required to be restated and can only be restated without the use of hindsight. Earlier application of either all the amendments at the same time or only the amendments related to the classification of financial assets is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKFRS 9 and HKFRS 7 clarify the application of the "own-use" requirements for in-scope contracts and amend the designation requirements for a hedged item in a cash flow hedging relationship for in-scope contracts. The amendments also include additional disclosures that enable users of financial statements to understand the effects these contracts have on an entity's financial performance and future cash flows. The amendments relating to the own-use exception shall be applied retrospectively. Prior periods are not required to be restated and can only be restated without the use of hindsight. The amendments relating to the hedge accounting shall be applied prospectively to new hedging relationships designated on or after the date of the initial application. Earlier application is permitted. The amendments to HKFRS 9 and HKFRS 7 shall be applied at the same time. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKFRS 10 and HKAS 28 address an inconsistency between the requirements in HKFRS 10 and in HKAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss resulting from a downstream transaction when the sale or contribution of assets constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to HKFRS 10 and HKAS 28 was removed by the HKICPA. However, the amendments are available for adoption now. As there is no such transaction expected between the Group and its associate or joint venture, the amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKAS 21 require the translation from a non-hyperinflationary functional currency into a hyperinflationary presentation currency at the closing rate. The amendments also require an entity whose functional currency and presentation currency are the currency of a hyperinflationary economy to restate the comparative amounts of a foreign operation whose functional currency is that of a nonhyperinflationary economy, by applying the general price index, in accordance with paragraph 34 of HKAS 29 Financial Reporting in Hyperinflationary Economies, to the foreign operation's comparative figures. The amendments introduce certain additional disclosures. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Annual Improvements to HKFRS Accounting Standards – Volume 11 set out amendments to HKFRS 1, HKFRS 7 (and the accompanying Guidance on implementing HKFRS 7), HKFRS 9, HKFRS 10 and HKAS 7. Details of the amendments that are expected to be applicable to the Group are as follows:

- **HKFRS 7 Financial Instruments: Disclosures:** The amendments have updated certain wording in paragraph B38 of HKFRS 7 and paragraphs IG1, IG14 and IG20B of the Guidance on implementing HKFRS 7 for the purpose of simplification or achieving consistency with other paragraphs in the standard and/or with the concepts and terminology used in other standards. In addition, the amendments clarify that the Guidance on implementing HKFRS 7 does not necessarily illustrate all the requirements in the referenced paragraphs of HKFRS 7 nor does it create additional requirements. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.
- **HKFRS 9 Financial Instruments:** The amendments clarify that when a lessee has determined that a lease liability has been extinguished in accordance with HKFRS 9, the lessee is required to apply paragraph 3.3.3 of HKFRS 9 and recognise any resulting gain or loss in profit or loss. In addition, the amendments have updated certain wording in paragraph 5.1.3 of HKFRS 9 and Appendix A of HKFRS 9 to remove potential confusion. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.
- **HKFRS 10 Consolidated Financial Statements:** The amendments clarify that the relationship described in paragraph B74 of HKFRS 10 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor, which removes the inconsistency with the requirement in paragraph B73 of HKFRS 10. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.
- **HKAS 7 Statement of Cash Flows:** The amendments replace the term “cost method” with “at cost” in paragraph 37 of HKAS 7 following the prior deletion of the definition of “cost method”. Earlier application is permitted. The amendments are not expected to have any impact on the Group's financial statements.

2 MATERIAL ACCOUNTING POLICIES

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards as issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and by the Hong Kong Companies Ordinance.

3 REVENUE

The principal activities of the Group are investment in securities, securities broking and margin financing, provision of financial advisory services, money lending, other securities related financial services and leasing of investment properties.

	2026 HK\$'000	2025 HK\$'000
Revenue from contracts with customers		
<i>Commission and fee income</i>		
– securities, options, funds and futures brokerage	7,976	7,517
– underwriting and placements in equity capital markets	–	3,916
– corporate finance	5,074	1,807
– asset management	4,436	117
– handling and settlement fee income	3,260	2,663
– miscellaneous fee income	4,352	1,678
	25,098	17,698
	25,098	17,698
Revenue from other sources		
<i>Interest income arising from financial assets at amortised cost</i>		
– bank deposits	7,685	13,686
– margin and cash clients	694	383
– loans	2,016	4,142
– others	623	582
	11,018	18,793
	11,018	18,793
<i>Interest income arising from debt securities at fair value through profit or loss</i>	1,889	2,398
<i>Dividend income</i>	6,058	7,493
<i>Rental income</i>	2,214	2,321
	21,179	31,005
	21,179	31,005
	46,277	48,703

BROKING SERVICES

The Group provides broking services to customers on securities, options, funds and futures trading. Commission income from broking services is determined at a certain percentage of the transaction value of the trades executed and is recognised as income on the date the trades are executed. Normal settlement terms are one or two days after trade date, unless specifically agreed with counterparties.

CAPITAL MARKET SERVICES

The Group provides underwriting and placing services to customers, the revenue is recognised at a point in time. The service fee is charged when the relevant underwriting, sub-underwriting or financial products arrangement activities are completed.

CORPORATE FINANCE SERVICES

The Group provides sponsor, financial and compliance advisory services to customers. During the year, the revenue for sponsor and financial advisory services are recognised over time or at a point in time, while for compliance advisory services is recognised over time.

For sponsor services, the Group considers that all the services promised in a particular contract of being a sponsor are interdependent and interrelated and should be therefore accounted for as a single performance obligation. For the contracts that provide the Group an enforceable right to payment for performance completed to date, the sponsor fees are recognised over time by measuring the progress using the output method and estimating the percentage of completion by key tasks performed to date. For other sponsor contracts, as it is unlikely that a customer can obtain benefit before the Group completes all its services up to listing or the completion of the underlying transaction and since the contracts do not provide the Group an enforceable right to payment for performance completed up to date, the sponsor fees are recognised at a point in time upon listing or when the underlying transactions are completed. Payments are received by installments in accordance with the completion of milestones as specified in the mandate. Where a contract is terminated and no further performance obligations remain, the outstanding balance of the related contract liabilities shall be released and recognised as revenue in profit or loss upon the date of termination.

For certain advisory services, as the Group provides services and the customers simultaneously receives and consumes the benefit provided by the Group, the fee is recognised over time. For other advisory services of which the performance obligations are fulfilled when all the relevant duties of the Group as stated in the contract are completed, the fee is recognised at a point in time.

ASSET MANAGEMENT SERVICES

Asset management services to customers are recognised over time as the Group provides asset management services and the customers simultaneously receives and consumes the benefit provided by the Group. The asset management income is charged at a fixed percentage per annum of the asset value of the accounts under management of the Group.

HANDLING AND SETTLEMENT FEE INCOME

The Group provides services relating to securities, futures and options trading and the handling of customers' accounts. Handling and settlement fee income, including fees from account handling and other related services, is recognised when the relevant transactions are executed and the related documentation and services are completed.

MISCELLANEOUS FEE INCOME

The Group provides business advisory and administrative support services to customers. Revenue is recognised over time as the services are rendered or at a point in time when the relevant services are completed.

TRANSACTION PRICE ALLOCATED TO THE REMAINING PERFORMANCE OBLIGATION FOR CONTRACTS WITH CUSTOMERS

The Group applied the practical expedient for contracts either with original expected duration less than one year and did not disclose the aggregate amount of transaction price allocated to performance obligations of the broking, capital market, corporate finance and asset management services that are unsatisfied (or partly unsatisfied). The performance fee arising from asset management services which are constrained as at 30 June 2026 has been excluded from the transaction price and hence not disclosed. For the year ended 30 June 2026, there was no revenue recognised (2025: Nil) from performance obligations satisfied (or partially satisfied) in previous periods.

DISAGGREGATION OF REVENUE

The following illustrates the disaggregated revenue information of the Group's revenue from contracts with customers:

For the year ended 30 June 2026

Segments	Brokerage and financing <i>HK\$'000</i>	Corporate finance and capital markets <i>HK\$'000</i>	Asset management <i>HK\$'000</i>	Others <i>HK\$'000</i>	Total <i>HK\$'000</i>
Type of services					
Brokerage service	7,976	–	–	–	7,976
Corporate finance service	–	5,074	–	–	5,074
Asset management service	–	–	4,436	–	4,436
Handling and settlement fee income	3,260	–	–	–	3,260
Other services	615	–	183	3,554	4,352
Total revenue from contracts with customers	<u>11,851</u>	<u>5,074</u>	<u>4,619</u>	<u>3,554</u>	<u>25,098</u>
Geographical markets					
Hong Kong	11,785	5,074	4,436	2,622	23,917
Other countries	66	–	183	932	1,181
Total revenue from contracts with customers	<u>11,851</u>	<u>5,074</u>	<u>4,619</u>	<u>3,554</u>	<u>25,098</u>
Timing of revenue recognition					
Services transferred at a point in time	11,851	4,535	105	622	17,113
Services transferred over time	–	539	4,514	2,932	7,985
Total revenue from contracts with customers	<u>11,851</u>	<u>5,074</u>	<u>4,619</u>	<u>3,554</u>	<u>25,098</u>

For the year ended 30 June 2025

Segments	Brokerage and financing <i>HK\$'000</i>	Corporate finance and capital markets <i>HK\$'000</i>	Asset management <i>HK\$'000</i>	Others <i>HK\$'000</i>	Total <i>HK\$'000</i>
Type of services					
Brokerage service	7,517	–	–	–	7,517
Capital market service	–	3,916	–	–	3,916
Corporate finance service	–	1,807	–	–	1,807
Asset management service	–	–	117	–	117
Handling and settlement fee income	2,663	–	–	–	2,663
Other services	855	–	–	823	1,678
	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>
Total revenue from contracts with customers	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>
Geographical markets					
Hong Kong	10,989	5,723	117	823	17,652
Other countries	46	–	–	–	46
	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>
Total revenue from contracts with customers	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>
Timing of revenue recognition					
Services transferred at a point in time	11,035	4,426	117	823	16,401
Services transferred over time	–	1,297	–	–	1,297
	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>
Total revenue from contracts with customers	<u>11,035</u>	<u>5,723</u>	<u>117</u>	<u>823</u>	<u>17,698</u>

4 NET GAIN ON FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Listed equity securities	7,614	6,853
Listed debt securities	48	91
Listed derivatives	5,470	(3,245)
Bond funds	128	236
Unlisted investment funds	–	(78)
Overseas unlisted equity securities	(934)	66
	<u>12,326</u>	<u>3,923</u>

5 SEGMENT REPORTING

Information reported to senior management of the Company for the purposes of resource allocation and assessment of segment performance, focuses on the types of services provided. Specifically, the Group's reportable and operating segments under HKFRS 8 are as follows:

Proprietary investment	:	Investment in securities for treasury and liquidity management, and structured deals including listed and unlisted equities, debt securities, bond funds and investment funds
Property investment	:	Investment in properties for receiving rental income and capital appreciation
Brokerage and financing	:	Provision of securities, options, funds and futures brokerage services, margin and other financing, factoring and other related services
Corporate finance and capital markets	:	Provision of financial advisory services to corporate clients in connection with the Listing Rules and acting as underwriting and placing agent in the equity capital market
Asset management	:	Provision of asset management and related advisory services to private equity funds and private clients
Others	:	Provision of management, administrative and corporate secretarial services, inter-group loan financing and inter-group office service

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss. The segment assets are measured consistently with the Group's total assets except that inter-company balances are excluded from such measurement. Inter-segment revenues are charged among segments at an agreed rate with reference to the rate normally charged to third party customers, the nature of services or the costs incurred. Segment liabilities are not presented as they are not regularly reviewed by senior management.

	2026						
	Proprietary investment HK\$'000	Property investment HK\$'000	Brokerage and financing HK\$'000	Corporate finance and capital markets HK\$'000	Asset management HK\$'000	Others HK\$'000	Consolidated HK\$'000
Segmental income statement							
Commission and fee income	–	–	11,851	5,074	4,619	3,554	25,098
Interest income arising from financial assets at amortised cost	756	222	10,037	2	–	1	11,018
Interest income arising from debt securities at fair value through profit or loss	1,889	–	–	–	–	–	1,889
Other income	6,058	2,214	–	–	–	–	8,272
Inter-segment revenue	1	–	2,209	–	6,879	16,709	25,798
Segment revenue	8,704	2,436	24,097	5,076	11,498	20,264	72,075
Net gain on financial assets and liabilities at fair value through profit or loss	12,290	–	36	–	–	–	12,326
Other income and gains or losses	82	(705)	140	3	(2)	1,152	670
Eliminations	(1)	–	(2,209)	–	(6,879)	(16,709)	(25,798)
	21,075	1,731	22,064	5,079	4,617	4,707	59,273
(Loss)/profit before tax	(70)	(7,356)	(11,392)	(2,123)	455	(6,132)	(26,618)
Segment assets							
Segment assets	285,057	93,625	543,821	6,371	6,171	201,991	1,137,036
Eliminations							(28,352)
Total assets							1,108,684
Other segmental information							
Depreciation	–	–	29	–	–	6,928	6,957
Addition to non-current assets	–	–	–	–	–	6,188	6,188
Impairment losses on financial instruments	–	–	6,934	–	–	362	7,296
Commission expenses	469	125	2,017	–	–	–	2,611
Finance costs	311	–	311	–	–	2,205	2,827
Share of profit/(loss) of associates and a joint venture	–	72	(2,726)	–	–	–	(2,654)
Interest in associates and a joint venture	–	27,106	–	–	–	–	27,106

	2025						
	Proprietary investment HK\$'000	Property investment HK\$'000	Brokerage and financing HK\$'000	Corporate finance and capital markets HK\$'000	Asset management HK\$'000	Others HK\$'000	Consolidated HK\$'000
Segmental income statement							
Commission and fee income	200	–	11,035	5,723	117	623	17,698
Interest income arising from financial assets at amortised cost	588	210	17,876	7	2	110	18,793
Interest income arising from debt securities at fair value through profit or loss	2,398	–	–	–	–	–	2,398
Other income	7,493	2,321	–	–	–	–	9,814
Inter-segment revenue	17	–	1,717	–	2,524	16,384	20,642
Segment revenue	10,696	2,531	30,628	5,730	2,643	17,117	69,345
Net gain/(loss) on financial assets and liabilities at fair value through profit or loss	3,992	–	(69)	–	–	–	3,923
Other income and gains or losses	(35)	677	72	11	–	(5)	720
Eliminations	(17)	–	(1,717)	–	(2,524)	(16,384)	(20,642)
	<u>14,636</u>	<u>3,208</u>	<u>28,914</u>	<u>5,741</u>	<u>119</u>	<u>728</u>	<u>53,346</u>
(Loss)/profit before tax	<u>(15,799)</u>	<u>(9,327)</u>	<u>3,790</u>	<u>(5,321)</u>	<u>(610)</u>	<u>(9,157)</u>	<u>(36,424)</u>
Segment assets							
Segment assets	325,973	100,893	624,123	9,527	1,245	232,832	1,294,593
Eliminations							(12,937)
Total assets							<u>1,281,656</u>
Other segmental information							
Depreciation	<u>–</u>	<u>–</u>	<u>24</u>	<u>–</u>	<u>–</u>	<u>8,318</u>	<u>8,342</u>
Addition to non-current assets	<u>–</u>	<u>–</u>	<u>101</u>	<u>–</u>	<u>–</u>	<u>456</u>	<u>557</u>
Reversal of impairment losses on financial instruments	<u>–</u>	<u>–</u>	<u>(273)</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>(273)</u>
Commission expenses	<u>526</u>	<u>–</u>	<u>1,798</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>2,324</u>
Finance costs	<u>1,060</u>	<u>–</u>	<u>1,810</u>	<u>–</u>	<u>–</u>	<u>2,870</u>	<u>5,740</u>
Share of (loss)/profit of associates and a joint venture	<u>–</u>	<u>(235)</u>	<u>2,094</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>1,859</u>
Interest in associates and a joint venture	<u>–</u>	<u>27,034</u>	<u>18,761</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>45,795</u>

GEOGRAPHICAL INFORMATION

The following illustrates the geographical analysis of the Group's revenue from external customers, based on the location from which the transactions are executed, and information about its non-current assets (excluding loans to and amounts due from associates, other assets, and financial assets at FVTPL), based on the location of assets.

	Revenue		Non-current assets	
	2026	2025	2026	2025
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Hong Kong	42,905	42,641	244,027	299,516
Mainland China	3,092	5,388	30,308	30,605
Others	280	674	4,268	4,264
	<u>46,277</u>	<u>48,703</u>	<u>278,603</u>	<u>334,385</u>

6 LOSS BEFORE TAX

Loss before tax has been arrived at after charging/(crediting):

	2026	2025
	HK\$'000	HK\$'000
(a) Finance costs:		
Interest on:		
– unsecured bank loans wholly repayable within one month and overdrafts	29	23
– secured bank loans wholly repayable within one year	2,304	2,914
– brokerage clients	309	1,802
– others	182	996
– lease liabilities	3	5
	<u>2,827</u>	<u>5,740</u>
(b) Provision for/(reversal of) impairment losses on financial instruments:		
Accounts, loans and other receivables	7,458	78
Recoveries of loan receivable written off in prior years	(162)	(351)
	<u>7,296</u>	<u>(273)</u>
(c) Staff costs, including directors' remuneration:		
Salaries and other allowances	33,900	35,374
Pension costs – defined contribution plan	979	976
	<u>34,879</u>	<u>36,350</u>
(d) Other items:		
Depreciation	6,957	8,342
Lease payments not included in the measurement of lease liabilities	74	173
Auditors' remuneration	3,018	3,156
	<u>3,018</u>	<u>3,156</u>

7 INCOME TAX CREDIT

	2026 HK\$'000	2025 HK\$'000
Current tax		
– Hong Kong	–	–
– Mainland China	–	–
	–	–
Overprovision in prior years	–	(16)
Deferred tax	(30)	4
Credit	(30)	(12)

Hong Kong Profits Tax is calculated at 16.5% on the estimated assessable profits for the current and prior years. The subsidiaries in mainland China are subject to PRC Enterprise Income Tax at 25%.

8 DIVIDENDS

Dividends paid and payable to owners of the Company for the year

	2026 HK\$'000	2025 HK\$'000
Interim dividend paid of 1 HK cent per share (2025: 1 HK cent per share)	7,646	7,603
Final dividend proposed after the end of the reporting period of 1 HK cent per share (2025: 1 HK cent per share)	7,646	7,603
	15,292	15,206

The final dividend proposed by the directors is subject to approval by the shareholders at the forthcoming general meeting.

9 LOSS PER SHARE

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

	2026 HK\$'000	2025 HK\$'000
Loss		
Loss for the purposes of basic and diluted loss per share		
Loss for the year attributable to owners of the Company	<u>(26,588)</u>	<u>(36,412)</u>
Number of shares		
Weighted average number of ordinary shares for the purposes of basic and diluted loss per share	<u>762,156,745</u>	<u>751,376,839</u>

10 ACCOUNTS, LOANS AND OTHER RECEIVABLES

	Notes	2026 HK\$'000	2025 HK\$'000
Accounts and loan receivables			
Amounts due from brokers and clearing houses	(a)	74,897	88,220
Amounts due from margin clients	(b)	5,350	5,472
Amounts due from cash clients	(c)	7,539	5,033
Loan receivables	(d)	48,676	48,729
Other accounts receivable	(e)	<u>3,101</u>	<u>392</u>
		139,563	147,846
Less: Impairment allowances		<u>(28,527)</u>	<u>(20,913)</u>
		<u>111,036</u>	<u>126,933</u>
Prepayments, deposits and other receivables		<u>13,957</u>	<u>12,796</u>
		<u>124,993</u>	<u>139,729</u>

Notes:

- (a) Amounts due from brokers and clearing houses are required to be settled on the settlement date determined under the relevant market practices or exchange rules.

The amounts due from brokers of HK\$4,901,000 (2025: HK\$5,561,000) were pledged as collateral for the stock borrowing transactions.

- (b) Margin clients of the brokerage division are required to pledge securities collateral to the Group in order to obtain the credit facilities for securities trading. The amount of credit facilities granted to them is determined based on a discount on the value of securities accepted by the Group. The amounts due from margin clients are repayable on demand and bear interest at commercial rates. As at 30 June 2026, the total market value of securities pledged as collateral in respect of the loans to margin clients was approximately HK\$14 million (2025: HK\$153 million). Management monitors the market value of collateral during the reviews of the adequacy of the impairment allowances. The fair value of collateral can be objectively ascertained to cover the outstanding amount of the loan balances based on quoted prices of the collateral.

- (c) There are no credit terms granted to cash clients of the brokerage division except for financing of IPO subscriptions. They are required to settle their securities trading balances on the settlement date determined under the relevant market practices or exchange rules.
- (d) Loan receivables comprise fixed-rate loan receivables of HK\$16 million (2025: HK\$17 million) and factoring receivables of HK\$32 million (2025: HK\$32 million), and accumulated impairment allowances of HK\$26 million (2025: HK\$18 million) as at 30 June 2026. The credit terms for loans granted by the Group's brokerage and financing division are determined by management with reference to the financial background and the value and nature of collateral pledged by the borrowers. The loan receivables are mainly secured by personal/corporate guarantee, properties and trade receivables. The contractual maturity date of the loan receivables is normally within one year.
- (e) The Group normally allows credit periods of up to 30 days to customers, except for certain creditworthy customers with long term relationship and stable repayment pattern, where the terms are extended to a longer period.

The ageing analysis of accounts and loan receivables net of impairment losses based on invoice/advance/trade date/contractual maturity date is as follows:

	2026 HK\$'000	2025 HK\$'000
Current and within one month	100,957	120,542
More than three months	10,079	6,391
	<u>111,036</u>	<u>126,933</u>

Included in the above table, loan receivables, net of impairment loss, of approximately HK\$11,976,000 and HK\$10,778,000 were aged within one month and more than three months respectively (2025: approximately HK\$23,996,000 and HK\$6,376,000 were aged within one month and more than three months respectively).

The movements in the allowance for impairment losses for accounts and loan receivables of the Group were as follows:

	Amounts due from brokers and clearing houses HK\$'000	Amounts due from margin clients HK\$'000	Amounts due from cash clients HK\$'000	Loan receivables HK\$'000	Other accounts receivable HK\$'000	Total HK\$'000
At 1 July 2024	–	5,448	508	17,750	–	23,706
Impairment losses (reversed)/ recognised	–	(500)	(28)	606	–	78
Amounts written off as uncollectible	–	(2,512)	(359)	–	–	(2,871)
At 30 June 2025 and 1 July 2025	–	2,436	121	18,356	–	20,913
Impairment losses recognised	–	–	48	7,048	362	7,458
Amounts written off as uncollectible	–	–	–	–	(362)	(362)
Exchange realignment	–	–	–	518	–	518
At 30 June 2026	<u>–</u>	<u>2,436</u>	<u>169</u>	<u>25,922</u>	<u>–</u>	<u>28,527</u>

11 ACCRUALS, ACCOUNTS AND OTHER PAYABLES

	2026 HK\$'000	2025 HK\$'000
Accounts payable (on demand or within one month)		
Amounts due to brokers and clearing houses	2,965	25
Clients' accounts payable	374,526	456,389
Others	1,837	3,755
	<u>379,328</u>	<u>460,169</u>
Other creditors, accruals and other provisions	<u>10,479</u>	<u>10,241</u>
	<u>389,807</u>	<u>470,410</u>

The settlement terms of payable to brokers, clearing houses and securities trading clients arising from the ordinary course of business of broking in securities range from one to two days after the trade date of those transactions. Deposits exceeding the margin requirement received from clients for their trading of futures contracts are payable on demand.

12 SHARE CAPITAL AND SHARE PREMIUM

The movements in the Company's issued share capital are as follows:

	Number of shares in issue	Issued capital HK\$'000	Share premium account HK\$'000	Total HK\$'000
At 1 July 2024	744,519,306	74,452	371,300	445,752
Scrip dividend issued	<u>15,742,135</u>	<u>1,574</u>	<u>1,905</u>	<u>3,479</u>
At 30 June 2025 and 1 July 2025	760,261,441	76,026	373,205	449,231
Scrip dividend issued	<u>4,323,662</u>	<u>433</u>	<u>648</u>	<u>1,081</u>
At 30 June 2026	<u>764,585,103</u>	<u>76,459</u>	<u>373,853</u>	<u>450,312</u>

During the years ended 30 June 2025 and 2026, the movements in share capital were as follows:

On 23 January 2025, the Company issued 15,742,135 new shares at HK\$0.221 on each issued share for the distribution of the scrip dividend declared for 2024 final dividend.

On 22 January 2026, the Company issued 4,323,662 new shares at HK\$0.25 on each issued share for the distribution of the scrip dividend declared for 2025 final dividend.

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

MANAGEMENT DISCUSSION AND ANALYSIS

THE MARKET

The Hong Kong stock market experienced considerable volatility during the period from July 2025 to June 2026. In the second half of 2025, the market continued the upward momentum recorded earlier in the year, supported by improved investor sentiment, interest in technology and new economy sectors, a more favourable interest rate environment and the strengthening of the Renminbi, which supported sentiment towards Hong Kong-listed Mainland companies. The Hang Seng Index rose in the third quarter of 2025 and reached a peak of 27,382 in early October 2025. However, the market turned cautious in the fourth quarter of 2025 amid heightened global volatility and geopolitical uncertainty, and the Index closed at 25,631 as at 31 December 2025. Entering 2026, the market initially extended its gains, with the Hang Seng Index reaching a multi-year high of 28,056 in January 2026. Investors' confidence subsequently weakened as a result of profit-taking in technology-related shares, uncertainty over the pace of US interest rate changes and heightened geopolitical tensions in the Middle East, which raised concerns over energy prices, inflationary pressure and the global economic outlook. Against this backdrop, the Hang Seng Index came under renewed pressure in March 2026 and remained volatile thereafter. By 30 June 2026, the Hang Seng Index closed at 22,881, compared with 24,072 at the end of June 2025 and 25,631 at the end of December 2025. Despite the decline in the index during the first half of 2026, the Hong Kong market remained resilient, supported by strong liquidity, continued southbound fund inflows and active trading across different market segments.

The average monthly aggregate turnover on the Main Board and GEM Board during the year ended 30 June 2026 ("FY2026") rose considerably to approximately HK\$5,526 billion, compared with approximately HK\$3,991 billion for the year ended 30 June 2025 ("FY2025"), supported by improved market sentiment, increased market liquidity, strong southbound fund flows and active trading in exchange-traded products. Fundraising activity also remained strong during the year. The amount of funds raised through IPOs on the Main Board increased significantly by 112% to approximately HK\$390 billion in FY2026, compared with approximately HK\$184 billion in FY2025. The increase reflected the strong rebound in Hong Kong's IPO market, with higher fundraising proceeds and a larger number of new listings during FY2026, particularly from technology, new economy and A-share related issuers. Hong Kong remained one of the leading global IPO venues during the year.

FINANCIAL HIGHLIGHTS

The Group recorded a loss after tax of HK\$27 million for FY2026, compared with a loss of HK\$36 million for FY2025. After accounting for other comprehensive expenses for the year, the Group recorded a total comprehensive expense of HK\$51 million for FY2026, compared with an expense of HK\$72 million for FY2025. During FY2026, the market conditions for Grade A office space in Central remained weak. The market value of our own used properties continued to decline, resulting in a revaluation deficit, net of tax, of HK\$27 million for FY2026, compared with a deficit of HK\$37 million for FY2025.

Commission and fee income generated from the Group's financial intermediary business increased to HK\$25 million for FY2026, compared with HK\$18 million for FY2025. The increase was mainly attributable to higher asset management fee income following the establishment of the family office business, together with an increase in other fee income as the Group recognised business advisory fee income of HK\$2 million during FY2026. Interest income decreased significantly by HK\$8 million to HK\$11 million for FY2026, compared with HK\$19 million for FY2025, primarily due to lower bank interest income arising from the decline in prevailing interest rates. Dividend and rental income decreased to HK\$8 million for FY2026, compared with HK\$10 million for FY2025. The Group recorded a net gain of HK\$12 million on financial assets and liabilities at fair value through profit or loss during FY2026, compared with HK\$4 million for FY2025, mainly supported by gains from the Group's trading portfolio during the year. General and administrative expenses increased by HK\$2 million to HK\$65 million for FY2026, compared with HK\$63 million for FY2025, mainly due to higher staff costs and other operating expenses within the asset management division associated with its improved performance. Interest expenses decreased to HK\$3 million for FY2026, compared with HK\$6 million for FY2025.

BROKERAGE AND FINANCING

Total revenue of the division amounted to HK\$24 million for FY2026, compared with HK\$31 million for FY2025. Brokerage commission income remained broadly comparable with last year. Although brokerage commission increased by HK\$2 million during the first half of FY2026, the increase was offset in the second half as the division's client trading activity softened. Interest income decreased by HK\$8 million during FY2026, mainly attributable to a HK\$6 million decrease in bank deposit interest income amid lower prevailing interest rates. Interest paid to brokerage clients also decreased compared with FY2025.

The Group disposed of its interest in an associate for a consideration of HK\$16 million pursuant to an agreement entered into in October 2025, with completion taking place in January 2026. The disposal generated immediate liquidity for the Group, strengthened its cash position and provided greater flexibility in managing and reallocating its asset portfolio.

As at 30 June 2026, the aggregated balance of margin loans, fixed-rate loans and factoring receivables, after accounting for expected credit losses, amounted to HK\$26 million, compared with HK\$33 million as at 30 June 2025. During FY2026, the Group recognised an additional impairment loss of HK\$7 million on the loan portfolio as the recovery of certain outstanding debts took longer than expected, compared with a small recovery recorded in FY2025. The Group continued to adopt prudent and stringent measures in approving loan facilities and evaluating collateral. Additional collateral was requested from several clients to enhance loan quality.

CORPORATE FINANCE AND CAPITAL MARKETS

Total revenue of the division amounted to HK\$5 million for FY2026, compared with HK\$6 million for FY2025. The decrease of HK\$1 million was mainly due to the absence of placing fee income during FY2026, compared with placing fee income of HK\$4 million recorded in FY2025. This was partly offset by a HK\$3 million increase in sponsor and advisory fee income during the year. The division continued to derive fee income from its corporate finance advisory and related services, while maintaining its client coverage and execution capabilities amid a selective capital markets environment.

Although overall market sentiment improved during the year, corporate finance and fund-raising activities in the division's target client segment remained relatively cautious. The division continued to monitor market conditions closely and pursue suitable mandates, while adopting a prudent approach to transaction execution and resource allocation.

ASSET MANAGEMENT

The asset management division provides investment management and family office services to professional, high-net-worth and ultra-high-net-worth clients. The division manages two open-ended funds domiciled in Hong Kong and the Cayman Islands, which form part of the Group's fund product platform and support its provision of diversified fund management services. The funds are designed to pursue long-term capital growth through equity-focused strategies, adopting different investment approaches with a focus on Hong Kong, Greater China and Asian markets.

Total revenue of the division, including fees generated from non-wholly owned subsidiary funds, increased significantly to HK\$11 million for FY2026, compared with HK\$3 million for FY2025. The increase was mainly attributable to higher performance and management fees generated from the Group's managed funds, supported by favourable fund performance during the year. As a result, the division generated HK\$7 million in performance and management fees from its managed funds. The improved performance reflected the division's investment management capabilities and disciplined execution of its equity-focused investment strategies.

During the year, the division established a dedicated family office team to expand its service offerings for ultra-high-net-worth clients. The family office business focuses on providing customised investment solutions and coordinating access to the Group's broader asset management capabilities, as well as external investment managers where appropriate. Fee income of HK\$4 million was recognised from the operations of the family office business during FY2026. To support the development of the family office business and the increase in fee-generating activities, staff costs and other operating expenses rose accordingly.

PROPRIETARY INVESTMENT

The Group undertakes proprietary investment activities to deploy surplus capital and other available financial resources with the objective of generating investment income and capital appreciation, while maintaining adequate liquidity to support its principal businesses and operational requirements. The investment strategy is designed to complement the Group's financial services businesses by leveraging its market knowledge and investment expertise, with a focus on disciplined asset allocation, prudent portfolio management and long-term enhancement of shareholder value.

During the year, the Group actively managed its proprietary investment portfolio in response to prevailing market conditions. Portfolio allocation was reviewed and adjusted where appropriate, taking into account liquidity, risk exposure and expected return. Listed equity investments were focused mainly on sectors with sound fundamentals and long-term growth potential. This disciplined approach enabled the Group to capture suitable market opportunities while maintaining appropriate risk controls over its investment portfolio.

The Group invested in two private equity funds managed by its asset management division. As the funds were consolidated in accordance with the applicable accounting standards, interests held by external investors were recognised as financial liabilities and presented in the Group's consolidated statement of financial position as net assets attributable to holders of non-controlling interests in consolidated investment funds. The external investors' share of the consolidated investment funds' results for the year is presented separately in the consolidated income statement under changes on non-controlling interests in consolidated investment funds.

Total revenue of the division amounted to HK\$9 million for FY2026, compared with HK\$11 million for FY2025. Taking into account net gains on the disposal of financial assets and liabilities at fair value through profit or loss and share of the investment funds' results attributable to non-controlling interests, the division recorded net income of HK\$20 million for FY2026, compared with HK\$4 million for FY2025. Despite volatility in the Hong Kong stock market and the decline in the Hang Seng Index to 22,881 as at 30 June 2026 from 24,072 as at 30 June 2025, the division generated gains from its investment portfolio. During the year, the division recognised a net gain of HK\$7 million on the disposal of strategic listed equity investments as part of its portfolio rebalancing, together with a gain of HK\$5 million from trading in options and futures contracts.

As at 30 June 2026, the carrying values of the Group's unlisted investments, listed securities and listed debt securities and exchange-traded fund portfolio were HK\$2 million, HK\$146 million and HK\$48 million, respectively, compared with HK\$5 million, HK\$205 million and HK\$52 million as at 30 June 2025. Upon offsetting financial liabilities of HK\$5 million arising from short positions, the aggregate net investment amount represented 17% of the Group's consolidated total assets of HK\$1,109 million. The ratio decreased further to 10% upon deduction of the interests in the investment funds attributable to external investors. The Group maintained a diversified investment portfolio, and no individual investment had a fair value exceeding 5% of the Group's consolidated total assets as at 30 June 2026. The listed securities portfolio was primarily invested in Hong Kong-listed shares, which represented approximately 90% of the portfolio and therefore remained closely correlated with movements in the Hong Kong stock

market. The Group also invested in listed debt securities and exchange-traded funds traded in global markets to enhance yield compared with bank deposits and diversify geographical and credit exposure. These investments mainly comprised liquid debt instruments with relatively high credit quality, and were managed as part of the Group's overall treasury and liquidity management strategy.

PROPERTY INVESTMENTS

Total revenue of the division amounted to HK\$2 million for FY2026, compared with HK\$3 million for FY2025. The decrease was mainly attributable to lower monthly rental income from the retail shop property in Kwun Tong under the new tenancy agreement signed in December 2025 and a decrease in monthly rental income from the office property in Beijing. Nevertheless, the new tenancy improved the division's performance by ending the vacancy of the retail shop property in Kwun Tong since late 2024.

Despite the recovery in tourism, the retail leasing market remained challenging during FY2026, with high vacancy rates and continued downward pressure on rental levels in non-core retail locations. As a result of the prevailing retail leasing conditions, a revaluation loss of HK\$7 million was recognised for the retail shop property in FY2026, compared with a revaluation loss of HK\$8 million for FY2025. The valuation of the office property in Beijing remained broadly stable during FY2026, as the impact of the decline in its fair value was offset by the appreciation of the Renminbi, compared with a revaluation loss of HK\$2 million recorded for FY2025. In addition, the development progress of the land held by the joint venture property project company remained slow. As the preliminary development costs continued to be financed by internal resources, the Group's share of loss of the joint venture remained minimal.

To date, the division holds a retail shop and a carpark in Hong Kong and an office property in mainland China. In addition, the Group has invested in two associated companies which hold commercial properties in Japan and a joint venture company which holds two adjacent parcels of land in Hong Kong.

OUTLOOK

Looking ahead, the Group will continue to expand its family office business by broadening its service capabilities, developing customised investment solutions and strengthening its engagement with high-net-worth and ultra-high-net-worth clients, with a view to building a sustainable fee-generating platform. The Group will also closely monitor evolving market practices and regulatory requirements introduced by the Stock Exchange, including the implementation of the uncertificated securities market and related changes to settlement and operational processes. We will enhance our systems and procedures as appropriate to maintain operational readiness and compliance. The Group will continue to identify suitable long-term investment opportunities with sound fundamentals and attractive risk-adjusted return potential, with the objective of supporting sustainable growth and enhancing shareholder value.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2026, the Group's total assets amounted to HK\$1,109 million, with approximately 73% classified as current assets. Net current assets amounted to HK\$268 million, representing approximately 48% of the net assets of the Group. The Group held cash and cash equivalents of HK\$148 million as at 30 June 2026, primarily denominated in Hong Kong and United States dollars.

The Group generally finances its daily operations and investment activities through internal resources and banking facilities. As at 30 June 2026, total borrowings amounted to HK\$59 million, which were mainly used to support the Group's investment portfolio and overall liquidity management. Bank loans and overdrafts were denominated in Hong Kong dollars and charged at floating interest rates. The Group's gearing ratio was approximately 11% as at 30 June 2026. As at 30 June 2026, office and investment properties with a carrying value of HK\$209 million were pledged to banks as securities for the banking facilities.

Other than the indemnity provided to the Hong Kong Securities Clearing Co. Ltd., the Group had no other material contingent liabilities as at 30 June 2026. The Company provided corporate guarantees of HK\$160 million in respect of banking facilities granted to its subsidiaries.

FOREIGN EXCHANGE EXPOSURE

The Group's assets are mainly in Hong Kong and mainland China and most of the monetary assets and liabilities of the Group are denominated in HK\$. As part of our investment monitoring, financial assets denominated in foreign currencies, including equity and debt investments, are monitored on a daily basis together with the changes in market value of these investments. Financial instruments may be used as part of the overall investment strategy if deemed necessary by the investment managers. The Group operates a factoring business and purchased properties in mainland China. Taking into account all relevant macroeconomic factors and the size of assets held, the Group believes that there is no need to hedge these assets denominated in RMB. Management will monitor the situation closely and introduce suitable hedging measures if there are any material adverse changes. The Group does not have other material exposure to fluctuation in exchange rates and no hedging instruments are used.

EMPLOYMENT, TRAINING AND DEVELOPMENT POLICIES

As at 30 June 2026, the number of full time employees of the Group was 58 (2025: 56). Remuneration and bonuses are based on performance and are reviewed annually in conjunction with the annual employee performance appraisal. It also takes into consideration the results of the division to which the employee belongs and the Group as a whole. The Group provides a full induction program and inhouse training courses to all staff – particularly professionals registered with relevant regulatory bodies who must meet their mandatory continued professional training requirements. A share option scheme is available to directors, employees and consultants of the Group.

CORPORATE GOVERNANCE CODE

The Company has applied the principles and has complied with the code provisions of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix C1 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange of Hong Kong Limited throughout the financial year ended 30 June 2026 except for the deviation which is summarized below:

Pursuant to the code provision C.5.3 of the CG Code, notice of at least 14 days should be given of a regular board meeting to give all directors an opportunity to attend. During the year, among the four regular meetings, notice of one meeting was delivered to directors less than 14 days prior to the meeting, however the notice of board meetings convened for reviewing and approving the annual results and interim results were given more than one month prior to the meetings. Since all regular board meetings within the financial year were pre-scheduled and the Directors were notified of the dates, Directors considered that the aforementioned notices did not affect their attendance.

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 of the Listing Rules. The Company has made specific enquiry of all directors regarding any non-compliance with the Model Code during the year under review and they have all confirmed that they have complied with the required standard set out in the Model Code.

FINAL DIVIDEND

The Board of Directors has proposed, subject to the approval of shareholders at the forthcoming Annual General Meeting on Thursday, 26 November 2026, the payment of a final dividend of 1 HK cent per ordinary share for the year ended 30 June 2026 to shareholders whose names appear on the Register of Members of the Company on Friday, 4 December 2026, if approved, the final dividend will be paid on Thursday, 21 January 2027.

Shareholders will be given the option to receive the proposed 2026 final dividend of 1 HK cent per share in new shares in lieu of cash (the “**Scrip Dividend Arrangement**”). The Scrip Dividend Arrangement is subject to: (1) the approval of the proposed 2026 final dividend at the 2026 Annual General Meeting; and (2) The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in the new shares to be issued pursuant thereto.

A circular containing details of the Scrip Dividend Arrangement will be despatched to the Shareholders together with the form of election for scrip dividend in December 2026. Dividend warrants and share certificates in respect of the proposed 2026 final dividend are expected to be despatched to the Shareholders on 21 January 2027.

CLOSURE OF REGISTER OF MEMBERS FOR ANNUAL GENERAL MEETING

The Register of Members of the Company will be closed from Monday, 23 November 2026 to Thursday, 26 November 2026, both days inclusive, during which period no transfer of shares will be effected for the purpose of determining the identity of the shareholders entitled to attend and vote at the 2026 Annual General Meeting. In order to qualify to attend and vote at the meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Branch Share Registrar, Computershare Hong Kong Investor Services Limited (at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), for registration not later than 4:30 p.m. on Friday, 20 November 2026.

CLOSURE OF REGISTER OF MEMBERS FOR FINAL DIVIDEND

The Register of Members of the Company will be closed from Wednesday, 2 December 2026 to Friday, 4 December 2026 (both days inclusive) during which period no transfer of shares will be effected for the purpose of determining the entitlement to the final dividend. In order to qualify for the proposed final dividend, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Branch Share Registrar, Computershare Hong Kong Investor Services Limited (at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) not later than 4:30 p.m. on Tuesday, 1 December 2026.

AUDIT COMMITTEE REVIEW

The Group's audited consolidated financial results for the year ended 30 June 2026 have been reviewed by the Audit Committee of the Company.

SCOPE OF WORK OF MESSRS. ERNST & YOUNG

The figures in respect of the Group's consolidated statement of financial position, consolidated income statement, consolidated statement of comprehensive income and the related notes thereto for the year ended 30 June 2026 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Ernst & Young, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Messrs. Ernst & Young in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Messrs. Ernst & Young on the preliminary announcement.

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

During the year ended 30 June 2026, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

On behalf of the Board
Michael Koon Ming Choi
Chief Executive Officer

Hong Kong, 29 September 2026

As at the date of this announcement, the directors of the Company are Jonathan Koon Shum Choi as Chairman, Michael Koon Ming Choi as Chief Executive Officer & Executive Director, Janice Wing Kum Kwan as Non-Executive Director, Robert Tsai To Sze, Elizabeth Law, Huanfei Guan and Julianne Pearl Doe as Independent Non-Executive Directors.