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Bradaverse Education (Int'l) Investments Group Limited

源宇宙教育(國際)投資集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 1082)

ANNOUNCEMENT FOR ANNUAL RESULTS FOR THE YEAR ENDED 30 JUNE 2026

FINANCIAL HIGHLIGHTS

For the year ended 30 June 2026:

- The Group recorded revenue of approximately HK\$39.66 million, representing a decrease of approximately 41.71% as compared to approximately HK\$68.04 million for the last financial year.
- The Group recorded a loss attributable to owners of the Company of approximately HK\$23.27 million (2025: approximately HK\$51.65 million).

As at 30 June 2026:

- The Group had a current ratio (defined as total current assets divided by total current liabilities) of approximately 1.19 times and a gearing ratio, expressed as total debts divided by the sum of total equity and total debts (total debts refer to total liabilities minus the sum of tax payable, deferred tax liabilities and dividend payable (if any)) of approximately 68.22%.

The Board does not recommend the payment of a final dividend for the year ended 30 June 2026 (2025: HK\$Nil).

FINANCIAL RESULTS

The board (“**Board**”) of directors (“**Directors**”) of Bradaverse Education (Int’l) Investments Group Limited (“**Company**”) is pleased to announce the consolidated results of the Company and its subsidiaries (“**Group**”) for the year ended 30 June 2026, together with the comparative audited figures for the corresponding year ended 30 June 2025 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2026

	<i>NOTES</i>	2026 HK\$’000	2025 HK\$’000
Revenue			
– Provision of private educational services		34,277	29,858
– Interest income from money lending		1,876	2,520
– Sales of advanced technology products and services		3,505	35,662
	4	39,658	68,040
Changes in inventories of finished goods		(3,973)	(32,400)
Other income, gains and losses, net	5	(13,981)	(39,605)
Staff costs	7	(26,697)	(27,932)
Tutor contractor fee	7	(3,475)	(3,539)
Lease payments	7	(23)	(1,396)
Marketing expenses		(945)	(1,180)
Printing costs		(596)	(549)
Depreciation expenses		(5,764)	(5,961)
Change in fair value of financial assets at fair value through profit or loss (“ FVPL ”)		2,591	(6,620)
Other operating expenses	7	(9,005)	(7,669)
Finance costs	6	(3,020)	(2,812)
Share of results of associates		(2,468)	(538)
Loss before tax	7	(27,698)	(62,161)
Income tax credit	8	2	–
Loss for the year		(27,696)	(62,161)

	NOTE	2026 HK\$'000	2025 HK\$'000
Other comprehensive (expense) income, net of income tax			
<i>Item that will not be reclassified to profit or loss:</i>			
Fair value changes on movements in equity instruments at fair value through other comprehensive income (“FVOCI”)		(1,859)	1,976
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translating foreign operations		(14)	3
Other comprehensive (expense) income for the year, net of income tax		(1,873)	1,979
Total comprehensive expense for the year		(29,569)	(60,182)
Loss for the year attributable to:			
Owners of the Company		(23,265)	(51,645)
Non-controlling interests		(4,431)	(10,516)
		(27,696)	(62,161)
Total comprehensive expense for the year attributable to:			
Owners of the Company		(25,132)	(49,666)
Non-controlling interests		(4,437)	(10,516)
		(29,569)	(60,182)
Loss per share	9		
– Basic (HK\$)		(0.04)	(0.08)
– Diluted (HK\$)		(0.04)	(0.08)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2026

	NOTES	2026 HK\$'000	2025 HK\$'000
Non-current assets			
Property, plant and equipment		1,033	1,972
Right-of-use assets		4,971	7,888
Goodwill		2,587	7,562
Other intangible assets		893	893
Interests in associates		–	2,468
Interest in a joint venture		–	–
Financial assets at FVOCI		3,903	5,762
Non-current deposits	11	1,253	1,532
		<u>14,640</u>	<u>28,077</u>
Current assets			
Inventories		20	62
Contract assets, trade and other receivables	11	5,993	14,636
Loan receivables	12	6,239	14,040
Amounts due from related parties		4,770	4,570
Financial assets at FVPL	13	30,709	31,109
Bank balances and cash		2,079	1,541
		<u>49,810</u>	<u>65,958</u>
Current liabilities			
Trade and other payables	14	9,762	9,162
Contract liabilities		4,413	3,707
Lease liabilities		3,264	4,825
Current tax liabilities		2,180	3,117
Amounts due to related parties		1,426	1,374
Other borrowing	15	20,701	18,873
		<u>41,746</u>	<u>41,058</u>
Net current assets		<u>8,064</u>	<u>24,900</u>
Total assets less current liabilities		<u>22,704</u>	<u>52,977</u>

		2026	2025
	NOTE	HK\$'000	HK\$'000
Non-current liabilities			
Lease liabilities		2,115	3,431
Retirement benefit obligations		<u>801</u>	<u>189</u>
		<u>2,916</u>	<u>3,620</u>
Net assets		<u>19,788</u>	<u>49,357</u>
Capital and reserves			
Share capital	16	30,402	30,402
Reserves		<u>548</u>	<u>25,680</u>
Equity attributable to owners of the Company		30,950	56,082
Non-controlling interests		<u>(11,162)</u>	<u>(6,725)</u>
Total equity		<u>19,788</u>	<u>49,357</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 26 January 2011 and continued in Bermuda on 7 May 2015 (Bermuda time). The registered office of the Company is located at Richmond House, 12 Par-la-Ville Road, Hamilton HM 08, Bermuda and the principal place of business of the Company in Hong Kong is located at Unit 1708, 17/F., Tower II, Admiralty Centre, No. 18 Harcourt Road, Hong Kong. Its shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) since 4 July 2011.

The Company acts as an investment holding company while its principal subsidiaries are principally engaged in the provision of private educational services, investment in securities, money lending business and sales of advanced technology products and services.

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

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

Amendments to a HKFRS Accounting Standard that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to a HKFRS Accounting Standard as issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 July 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21	Lack of Exchangeability
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The application of the amendments to a HKFRS Accounting Standard in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

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 HKAS 21	Translation to a Hyperinflationary Presentation Currency 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 Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ¹
HKFRS 18	Presentation and Disclosure in Financial Statements ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³

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

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

³ Effective for annual periods beginning on or after a date to be determined.

Other than HKFRS 18 mentioned below, the directors of the Company 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.

HKFRS 18 “Presentation and Disclosure in Financial Statements”

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

HKFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. HKFRS 18 requires retrospective application with specific transition provisions. The application of the new standard is expected to affect the presentation of the statement of profit or loss and disclosures in the future financial statements. The Group is in the process of assessing the detailed impact of HKFRS 18 on the Group’s consolidated financial statements.

3. BASIS OF PREPARATION

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 (“**Listing Rules**”) and by the Hong Kong Companies Ordinance.

4. REVENUE AND SEGMENT INFORMATION

The Group’s operating and reporting segments have been identified on the basis of internal management reports prepared in accordance with the accounting policies in conformity with HKFRS Accounting Standards, that are regularly reviewed by the executive directors, being the chief operating decision maker (“**CODM**”) of the Group, in order to allocate resources to segments and to assess their performances.

The Group’s operations have been organised based on four operating divisions as described below. Similarly, the information reported to the CODM is also prepared on such basis. No operating segments identified by the CODM have been aggregated in arriving the reportable segments of the Group.

Specifically, the Group’s reportable and operating segments under HKFRS 8 “Operating Segments” are as follows:

- Provision of private educational services – secondary tutoring services, primary tutoring services, skill courses, test preparation courses, Science, Technology, Engineering, the Arts, and Mathematics (“**STEAM**”) education services and franchising income
- Investment in securities – trading of securities
- Money lending – providing loans as money lender
- Advanced technology products and services – Sales of advanced technology products and services

(a) Segment revenue and results

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

For the year ended 30 June 2026

	Provision of private educational services <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Money lending <i>HK\$'000</i>	Advanced technology products and services <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Disaggregated by timing of revenue recognition					
Over time	34,277	–	1,876	164	36,317
At a point in time	–	–	–	3,341	3,341
Segment revenue (revenue from external customers)	<u>34,277</u>	<u>–</u>	<u>1,876</u>	<u>3,505</u>	<u>39,658</u>
Segment results	<u>2,869</u>	<u>3,604</u>	<u>(4,958)</u>	<u>(13,492)</u>	(11,977)
Bank interest income					1
Interests expenses on other borrowing					(2,149)
Share of results of associates					(2,468)
Unallocated corporate expenses					<u>(11,105)</u>
Loss before tax					<u>(27,698)</u>

For the year ended 30 June 2025

	Provision of private educational services <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Money lending <i>HK\$'000</i>	Advanced technology products and services <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Disaggregated by timing of revenue recognition					
Over time	29,858	–	2,520	1,275	33,653
At a point in time	–	–	–	34,387	34,387
Segment revenue (revenue from external customers)	<u>29,858</u>	<u>–</u>	<u>2,520</u>	<u>35,662</u>	<u>68,040</u>
Segment results	<u>(3,139)</u>	<u>(6,634)</u>	<u>(5,717)</u>	<u>(35,633)</u>	(51,123)
Bank interest income					2
Interests expenses on other borrowing					(2,001)
Share of results of associates					(538)
Unallocated corporate expenses					<u>(8,501)</u>
Loss before tax					<u>(62,161)</u>

The accounting policies of the operating segments are the same as the Group's accounting policies. The CODM assesses segment results using a measure of operating profit (loss) whereby certain items are not included in arriving at the segment results of the operating segments (i.e. bank interest income, interests expenses on other borrowing, share of results of associates and unallocated corporate expenses).

(b) Segment assets and liabilities

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

As at 30 June 2026

	Provision of private educational services <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Money lending <i>HK\$'000</i>	Advanced technology products and services <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Assets					
Segment assets	<u>12,804</u>	<u>30,711</u>	<u>6,244</u>	<u>3,806</u>	53,565
Unallocated assets					
Financial assets at FVOCI					3,903
Other corporate assets					<u>6,982</u>
					<u>64,450</u>
Liabilities					
Segment liabilities	<u>15,098</u>	<u>–</u>	<u>–</u>	<u>6,005</u>	21,103
Unallocated liabilities					
Other borrowing					20,701
Other corporate liabilities					<u>2,858</u>
					<u>44,662</u>

As at 30 June 2025

	Provision of private educational services <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Money lending <i>HK\$'000</i>	Advanced technology products and services <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Assets					
Segment assets	<u>13,089</u>	<u>31,153</u>	<u>14,108</u>	<u>17,999</u>	76,349
Unallocated assets					
Interests in associates					2,468
Financial assets at FVOCI					5,762
Other corporate assets					<u>9,456</u>
					<u>94,035</u>
Liabilities					
Segment liabilities	<u>15,287</u>	<u>–</u>	<u>–</u>	<u>7,220</u>	22,507
Unallocated liabilities					
Other borrowing					18,873
Other corporate liabilities					<u>3,298</u>
					<u>44,678</u>

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to the operating segments other than interests in associates, financial assets at FVOCI and other corporate assets; and
- all liabilities are allocated to the operating segments other than other borrowing and other corporate liabilities.

(c) Other segment information

	Provision of private educational services <i>HK\$'000</i>	Investment in securities <i>HK\$'000</i>	Money lending <i>HK\$'000</i>	Advanced technology products and services <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
For the year ended 30 June 2026						
Capital additions	(2,542)	–	–	–	(3)	(2,545)
Depreciation charge on owned property, plant and equipment	(234)	–	(4)	(97)	(512)	(847)
Depreciation charge on right-of-use assets	(4,210)	–	–	–	(707)	(4,917)
Provision of retirement benefit obligations	(308)	–	–	(66)	(218)	(592)
Change in fair value of financial assets at FVPL	–	3,602	–	–	(1,011)	2,591
Written-off of inventories	–	–	–	(34)	–	(34)
Bad debt written-off	(54)	–	–	–	–	(54)
Recovery of bad debt of other receivables	–	–	1,000	–	–	1,000
Impairment loss on goodwill	–	–	–	(4,975)	–	(4,975)
Reversal of impairment loss (impairment loss) on trade receivables, net	25	–	–	(6,792)	–	(6,767)
Impairment loss on amounts due from related parties	–	–	–	–	(125)	(125)
Impairment loss on other receivables	(3)	–	–	–	(40)	(43)
Impairment loss on loan receivables, net	–	–	(7,130)	–	–	(7,130)
For the year ended 30 June 2025						
Capital additions	(6,483)	–	–	–	–	(6,483)
Depreciation charge on owned property, plant and equipment	(236)	–	(4)	(98)	(673)	(1,011)
Depreciation charge on right-of-use assets	(4,112)	–	–	–	(838)	(4,950)
Reversal of retirement benefit obligations	106	–	–	–	–	106
Change in fair value of financial assets at FVPL	–	(4,392)	–	–	(2,228)	(6,620)
Impairment loss on goodwill	–	–	–	(13,153)	–	(13,153)
Reversal of impairment loss (impairment loss) on trade receivables, net	36	–	–	(22,552)	–	(22,516)
Impairment loss on loan receivables, net	–	–	(8,082)	–	–	(8,082)

No geographical information is presented as more than 90% of the Group's assets, revenue and results for both years are derived from activities located in Hong Kong.

Major customers

Revenue from major customers, each of whom accounted for 10% or more of the total revenue, is set out below:

	2026 HK\$'000	2025 HK\$'000
Customer A	N/A*	34,142

The above customers are related to the sales of advanced technology products and services segment.

* For the year ended 30 June 2026, none of the Group's customers accounted for more than 10% of the Group's revenue.

(d) Revenue from major services

	2026 HK\$'000	2025 HK\$'000
Revenue from contracts with customers within the scope of HKFRS 15		
Secondary tutoring services	228	180
Primary tutoring services, skill courses and test preparation courses	25,954	24,821
Franchising income	5,567	4,285
STEAM education services	2,528	572
Sales of advanced technology products and services	3,505	35,662
	37,782	65,520
Revenue from other sources		
Loan interest income	1,876	2,520
	39,658	68,040

The Group has applied the practical expedient in paragraph 121 of HKFRS 15 to its revenue contracts such that information about revenue that the Group will be entitled to when it satisfies the remaining performance obligations under those revenue contracts that had an original expected duration of one year or less is not disclosed.

5. OTHER INCOME, GAINS AND LOSSES, NET

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Interest income from bank deposits	1	2
Dividend income from listed equity securities	17	18
Government grants	144	61
Sponsorship fee income	1,263	1,088
Service charge income	2,403	2,357
Loss on written off/disposal of property, plant and equipment	(179)	(26)
Written-off of inventories	(34)	–
Gain on deregistration of a joint venture	–	3
Impairment loss on		
– goodwill	(4,975)	(13,153)
– trade receivables and contract assets, net	(6,767)	(22,516)
– other receivables	(43)	–
– amounts due from related parties	(125)	–
– loan receivables, net	(7,130)	(8,082)
Bad debt written-off	(54)	–
Recovery of bad debt of other receivables	1,000	–
Gain on lease modifications	–	13
Gain on early termination of lease	17	–
Discount received for settlement of accrual rental	195	–
Interest income from associates	211	198
Others	75	432
	<u>(13,981)</u>	<u>(39,605)</u>

6. FINANCE COSTS

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Interest on other borrowing	2,149	2,001
Interest on long service payment	20	–
Interest on lease liabilities	851	811
	<u>3,020</u>	<u>2,812</u>

7. LOSS BEFORE TAX

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

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Directors' emoluments	1,248	1,268
Other staff costs	24,345	25,517
Other staff's retirement benefit scheme contributions	<u>1,104</u>	<u>1,147</u>
Total staff costs	<u><u>26,697</u></u>	<u><u>27,932</u></u>
Auditor's remuneration	700	790
Legal and professional fee	1,082	1,267
Rental related fees and charges (including building management fee, air conditioning charges and government rent and rates)	1,598	1,743
Related expenses for copiers	36	44
Other daily operation related expenses	<u>5,589</u>	<u>3,825</u>
Total other operating expenses	<u><u>9,005</u></u>	<u><u>7,669</u></u>
Provision/(reversal) of retirement benefit obligations	592	(106)
Short-term lease payments not included in the measurement of lease liabilities	23	1,396
Tutor contractor fee	<u><u>3,475</u></u>	<u><u>3,539</u></u>

Tutor contractor fee is calculated based on (i) certain percentage of revenue derived from secondary tutoring services; and (ii) fixed hourly rate on primary tutoring services, skill courses and test preparation courses.

8. INCOME TAX

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Current tax:		
Hong Kong Profits Tax		
– Provision for the year	–	–
– Over-provision for prior year	(2)	–
	<u> </u>	<u> </u>
Total income tax credit recognised in profit or loss	<u> (2)</u>	<u> –</u>

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK\$2,000,000 of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2,000,000 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\$2,000,000 of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2,000,000.

For the years ended 30 June 2026 and 2025, no provision for Hong Kong Profits Tax was made as the Group did not have assessable profit.

9. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to owners of the Company for both years are based on the following data:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Loss for the purpose of basic and diluted loss per share	<u> (23,265)</u>	<u> (51,645)</u>
	2026	2025
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share		
Weighted average number of ordinary shares at 30 June	<u> 608,046,880</u>	<u> 608,046,880</u>

No adjustment was made in calculating the diluted loss per share for both years ended 30 June 2026 and 2025 as there were no potential ordinary shares in issue outstanding.

10. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended 30 June 2026, nor has any dividend been proposed since the end of the reporting period (2025: HK\$Nil).

11. CONTRACT ASSETS, TRADE AND OTHER RECEIVABLES

	2026 HK\$'000	2025 HK\$'000
Contract assets and trade receivables, net of loss allowance	1,755	10,119
Rental deposits	2,089	2,597
Other deposits	541	2,110
Prepayments	715	984
Other receivables, net of loss allowance	2,146	358
	<u>7,246</u>	<u>16,168</u>
Less: Rental deposits and other deposits (shown under non-current assets)	<u>(1,253)</u>	<u>(1,532)</u>
Contract assets, trade and other receivables (shown under current assets)	<u><u>5,993</u></u>	<u><u>14,636</u></u>

Included in the Group's other receivables, prepayments and deposits were rental deposits and other deposits amounting to approximately HK\$1,253,000 (2025: approximately HK\$1,532,000), which is expected to be recovered after more than one year. All of the other trade and other receivables are expected to be recovered or recognised as expenses within one year.

(a) Ageing analysis

The following is an ageing analysis of contract assets and trade receivables (net of loss allowance), presented based on the invoice date at the end of the reporting period which approximated the respective revenue recognition dates:

	2026 HK\$'000	2025 HK\$'000
Contract assets	97	62
Trade receivables:		
0 to 30 days	1,305	844
31 to 60 days	149	59
61 to 90 days	51	104
More than 90 days	153	9,050
	<u><u>1,755</u></u>	<u><u>10,119</u></u>

Trade receivables are usually due within 30 days (2025: within 30 days) from the date of billing.

12. LOAN RECEIVABLES

	2026 HK\$'000	2025 HK\$'000
Loan receivables	25,909	26,580
Less: Impairment loss	<u>(19,670)</u>	<u>(12,540)</u>
	<u>6,239</u>	<u>14,040</u>

Loan receivables represent outstanding principals and interest arising from the money lending business of the Group.

A maturity profile of the loan and interest receivables as at the end of the reporting period, based on the maturity date, net of provision, is as follows:

	2026 HK\$'000	2025 HK\$'000
0–90 days	84	7,241
91–180 days	4,521	4,878
181–365 days	<u>1,634</u>	<u>1,921</u>
	<u>6,239</u>	<u>14,040</u>

The Group seeks to maintain strict control over its outstanding loan receivables so as to minimise credit risk by reviewing borrower's and their guarantors' financial positions. The granting of loan is subject to approval by the management, whilst overdue balances are reviewed regularly for recoverability. As at 30 June 2026, loan receivables are charging on effective interest rates mutually agreed with the contracting parties, ranging from 9% to 12% (2025: 9% to 12%) per annum.

The Group has a policy for assessing the impairment on loan receivables on an individual basis. The assessment includes evaluation of collectability and ageing analysis of the loan receivables and on management's judgement on creditworthiness, past collection history of each borrower and forward-looking information.

Loan receivables with outstanding principal and interest as at 30 June 2026 in aggregate amount of approximately HK\$19,670,000 (2025: approximately HK\$12,540,000) which have been past due and impaired as at the reporting date, and additional impairment loss of approximately HK\$7,337,000 (2025: approximately HK\$9,706,000) and reversal of impairment loss of approximately HK\$207,000 (2025: approximately HK\$1,624,000) were respectively recognised for the year ended 30 June 2026.

13. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	<i>Notes</i>	2026 HK\$'000	2025 HK\$'000
Listed equity securities in Hong Kong, at fair value	(i)	12,592	9,174
Unlisted equity securities in Hong Kong, at fair value	(ii)	12,646	15,451
Unlisted equity funds outside Hong Kong	(iii)	5,471	6,484
		30,709	31,109

Notes:

- (i) The amount represents equity securities listed in Hong Kong. The fair values of the investments are determined with reference to the quoted market bid prices in the Stock Exchange.
- (ii) As at 30 June 2026, the fair value of the unlisted equity securities represents the equity securities of Convoy Global Holdings Limited (“**Convoy Shares**”) and EJE (Hong Kong) Holdings Limited (“**EJE (Hong Kong) Shares**”), which were determined by the Directors with reference to valuations carried out by an independent qualified professional valuer. During the year ended 30 June 2026, the aggregate loss on change in fair value in respect of the Convoy Shares and EJE (Hong Kong) Shares amounting to approximately HK\$2,805,000 (2025: approximately HK\$1,220,000) were recognised in profit or loss.

The fair value of Convoy Shares and EJE (Hong Kong) Shares are assessed by index return method, which is a generally accepted approach in the industry.

- (iii) The unlisted equity funds at fair value represent the investments placed to private funds incorporated in the Cayman Islands.

14. TRADE AND OTHER PAYABLES

	2026 HK\$'000	2025 HK\$'000
Trade payables	2,797	2,188
Other payables	1,871	1,936
Accrued tutor contractor fee, salary and other accruals	5,094	5,038
	9,762	9,162

All of the trade and other payables are expected to be settled within one year or are repayable on demand.

Included in trade and other payables are trade creditors with the following ageing analysis, based on the invoice date, as of the end of the reporting period:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
0 to 30 days	617	–
31 to 60 days	5	–
61 to 90 days	–	22
More than 90 days	<u>2,175</u>	<u>2,166</u>
	<u><u>2,797</u></u>	<u><u>2,188</u></u>

15. OTHER BORROWING

As at 30 June 2026, other borrowing of the Group from an independent third party was secured by the corporate guarantee executed by the Company, carried a fixed interest rate at 11% (2025: 11%) per annum and repayable on 21 December 2025 (2025: repayable on demand and due within one year). During the year ended 30 June 2026, the Group has been in negotiation with the lender regarding the new contractual terms and repayment arrangements for the other borrowing. As at the date of this announcement, negotiations remain ongoing, and no agreement has been reached between both parties. The Group has confirmed the lender does not intend to demand immediate repayment of the other borrowing within 15 months following 30 June 2026.

16. SHARE CAPITAL

	Number of shares	Amount <i>HK\$'000</i>
<i>Authorised</i>		
Ordinary shares of HK\$0.05 each		
At 1 July 2024, 30 June 2025, 1 July 2025 and 30 June 2026	<u>6,000,000,000</u>	<u>300,000</u>
<i>Issued and fully paid</i>		
Ordinary shares of HK\$0.05 each		
At 1 July 2024, 30 June 2025, 1 July 2025 and 30 June 2026	<u>608,046,880</u>	<u>30,402</u>

The shares issued rank pari passu with other shares of the Company in issue in all respects. None of the Company or its subsidiaries repurchased, sold, redeemed or cancelled any of the Company's shares during the years ended 30 June 2026 and 2025.

MANAGEMENT DISCUSSION AND ANALYSIS

Bradaverse Education (Int'l) Investments Group Limited (“**Company**”) and its subsidiaries (together with the Company, collectively the “**Group**”) principally engages in the provision of (i) private educational services; (ii) sales of advanced technology products and services; and (iii) investment in securities. The Group also offers money lending service to further utilize the cash flow generated from our business.

For the year ended 30 June 2026 (“**Year**”), the Group recorded revenue of approximately HK\$39.66 million (2025: approximately HK\$68.04 million), representing a decrease of approximately 41.71% as compared to the last financial year. Loss attributable to owners of the Company for the Year amounted to approximately HK\$23.27 million (2025: approximately HK\$51.65 million), such loss was mainly due to (i) the impairment loss of approximately HK\$4.98 million (2025: approximately HK\$13.15 million) on goodwill; (ii) the impairment loss of approximately HK\$6.77 million (2025: approximately HK\$22.52 million) on trade receivables and contract assets; and (iii) the impairment loss of approximately HK\$7.13 million (2025: approximately HK\$8.08 million) on loan receivables, primarily as a result of the increase in asset impairment taking into account of the slow recovery of economic environment in Hong Kong, based on the prudence principle. Conversely, the effective implementation of stricter credit approval procedures for downstream distributor customers brought positive impacts to the Group during the Year, successfully mitigating credit risks.

BUSINESS REVIEW

(i) Provision of Private Educational Services

Our provision of private educational services business includes primary tutoring services, skill course and test preparation courses, secondary tutoring services and STEAM education services. The revenue derived from provision of private educational service amounted to approximately HK\$34.28 million during the Year (2025: approximately HK\$29.86 million). The Group has launched online classes and other online learning modes to allow students to keep up with the pace of learning.

During the Year, the Group streamlined its operations by shifting the delivery of secondary tutoring services to a school-partnership model under the brand name of “Modern Education (現代教育)”. This strategic evolution enables the Group to maintain its educational reach and brand equity with greater operational efficiency. Revenue recorded from secondary tutoring services was approximately HK\$0.23 million, representing an increase of approximately 27.78% as compared to the last financial year (2025: approximately HK\$0.18 million).

As at 30 June 2026, the Group had 8 directly-owned education centres and 33 franchised centres operating under the brand name of “Modern Bachelor Education (現代小學士)”. During the Year, there were 8 new franchisees (2025: 4) joined the franchisee scheme. The number of course enrolments recorded from directly-owned education centres was approximately 18,000 (2025: approximately 16,900). Revenue generated from directly-owned education centres and non-profit making organisations was approximately HK\$25.95 million, representing an increase of approximately 4.55% as compared to the last financial year (2025: approximately HK\$24.82 million). Revenue contributed from franchised centres to the Group during the Year was approximately HK\$5.57 million, representing an increase of approximately 30.14% as compared to approximately HK\$4.28 million in 2025.

The Group also offered various STEAM courses under the brand name of “UFO Tech Academy (優孚奧科技學院)”. During the Year, the Group generated revenue of approximately HK\$2.53 million from the provision of STEAM education services, represented an increase of approximately 343.86% as compared to approximately HK\$0.57 million in 2025.

(ii) Sale of Advanced Technology Products and Services

The Group’s advanced technology products and services segment encompasses the sale of virtual reality (“**VR**”), augmented reality (“**AR**”) and mixed reality (“**MR**”) products, CubeSat, artificial intelligence (“**AI**”) systems, and other advanced technological equipment.

During the Year, the Group recorded a significant decrease in revenue from the segment of sale of advanced technology products and services to approximately HK\$3.51 million (2025: approximately HK\$35.66 million), which was mainly as a result of a significant drop in sales of gaming products from approximately HK\$34.16 million in 2025 to approximately HK\$3.34 million during the Year. The significant decrease in gaming product sales during the Year was primarily attributable to enhanced internal control measures introduced by the Group, in particular the implementation of stricter credit approval procedures for downstream distributor customers. These tightened procedures were applied in response to the long-outstanding receivables of certain distributors. While these changes immediately restricted the ability of affected customers to purchase on credit, thereby impacting short-term revenue, the measures were implemented to mitigate debt collection risks and reduce exposure to potential bad debts. Although time will be required to renegotiate commercial terms with the impacted customers, these controls are expected – over the longer term – to strengthen the Group’s financial stability, lower overall credit risk, and support more sustainable business growth in the future.

(iii) Money Lending Business

Besides the aforementioned business segments, the Group, to a less extent, also offered money lending service to utilize the cash flow generated from other segments for corporations and individuals. China Rich Finance Limited (“**China Rich**”), an indirect wholly-owned subsidiary of the Company, is a holder of the money lender’s license under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) (“**Money Lenders Ordinance**”). China Rich has adopted money lending policies and procedures for handling and/or monitoring the money lending business in compliance with the Money Lenders Ordinance.

China Rich is principally engaged in carrying out money lending business by providing secured and unsecured loans to its customers. It is operated and managed by a director and a loan manager, who have years of experience in accounting, business development and/or financial services and management.

Through the business and social networks of the senior management of the Group, China Rich would identify and be referred potential clients, which would include corporate and high net wealth individual clients. China Rich would then assess the credit and risk of such potential customers based on its credit policy and procedure. Below set forth the key internal control measures and procedures of China Rich:

Loan application and approval

In progress of loan applications, internal credit assessments would be performed to decide the proposed loan size and interest rate charged. The internal credit assessment included but not limited to:

- verification and background checking, such as the identity documents and statutory records (i.e. identity card, address proof, business registration certificate, latest annual return, etc.);
- obtaining income or asset proof of the borrower and guarantor, such as share certificates, bank statements and security statements, etc.;
- the valuation documents of the collaterals (if any); and
- the verification of the authenticity of the information provided.

Furthermore, China Rich would perform public search towards the borrower and guarantor (if any) to ensure compliance with the relevant requirements and regulations of anti-money laundering and counter-terrorist financing (“**AML & CTF**”). For each loan application, rather than a pre-set minimum amount of income/revenue/profit/total asset/net asset level, the management would determine and approve the loan amount and interest rates based on the relevant financials, repayment ability and the overall quality of borrowers/guarantors and the respective collaterals, subject to business negotiations and market conditions. In general, the aggregate value of 12-month income/profit before tax and net asset value/net worth of the prospective borrower or its guarantor

are the key financial benchmarks adopted by China Rich and which should not be less than the proposed loan amount and the relevant interest. The loan approval will be further subject to the judgement of the management, where certain factors may also be considered in loan assessment as additional factors that would greatly affect the likelihood of the loan recoverability, such as the credit history, career profile, business or family background of the borrower/guarantor and the purpose of the borrowing.

Recovery and collection of loan receivables

Upon granting the loan, China Rich would keep track of the repayment records and loan portfolio on an on-going basis and conduct recoverability review at each period end, in particular for any past due loan accounts. China Rich would follow the review procedure as follow: (i) obtain and review the repayment records of every loan and interests repayment to ensure every repayment is repaid on schedule and at the appropriate amount; (ii) communicate actively with the customers for past due repayment; and (iii) conduct legal action when considered necessary. China Rich would further obtain the updated financial information from the borrowers when late repayment records were noted to assess the recoverability of loan. Different procedures and effort are put onto the loan recovery, appropriate actions, such as sending legal demand letter, legal proceedings arrangement, etc., would be considered by China Rich, subject to the recovery situation of the loans and negotiation with customers.

As at 30 June 2026, the loans receivables of China Rich were loan with guarantee and unsecured loans. The management of China Rich are of the view that the composition is reasonable and in the interests of the shareholders as a whole, considering that a relatively higher interest yield could be associated with an unsecured loan, given that the borrower can fulfill China Rich's loan approval requirements as mentioned above.

Impairment provisions

The Group adopted expected credit loss allowances according to the requirements of Hong Kong Financial Reporting Standard (“**HKFRS**”) 9 issued by the Hong Kong Institute of Certified Public Accountants. The Group made impairment provision on loan and interest receivables primarily based on the future macroeconomic conditions and borrowers' creditworthiness (e.g. the likelihood of default by customers). Such assessment has taken regard of quantitative and qualitative historical information and also, the forward-looking analysis.

The following table shows the China Rich's loan balance as at 30 June 2026 by different nature of loans.

	Total number of borrowers	Loan principal as at 30 June 2026 <i>HK\$'000</i>	Interest rate per annum %	Term Months	% of total loan principal as at 30 June 2026 %
Loan with guarantee	1	5,000	12	12	19.76
Unsecured loans	6	20,303	9-12	12	80.24
Total	7	25,303			100.00

A maturity profile of the loans and interest receivables as at the end of the reporting period, based on the maturity date, net of provision, is as follow:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
0–90 days	84	7,241
91–180 days	4,521	4,878
181–365 days	1,634	1,921
	6,239	14,040

China Rich's five largest loan receivables and interest receivables amounted to approximately HK\$23.83 million or 91.97% (2025: approximately HK\$24.25 million or 91.23%) of its total loan receivables and interest receivables, of which approximately HK\$7.24 million or 27.93% (2025: approximately HK\$7.24 million or 27.26%) was made to the largest customer.

Loan receivables with outstanding principal and interest as at 30 June 2026 in aggregate amount of approximately HK\$19.67 million (2025: approximately HK\$12.54 million) which have been past due and impaired as at the reporting date, and additional impairment loss of approximately HK\$7.34 million (2025: approximately HK\$9.71 million) and reversal of impairment loss of approximately HK\$0.21 million (2025: approximately HK\$1.63 million) were respectively recognised for the Year.

The money lenders licence of China Rich has expired and the re-application is currently in progress. The Directors consider that the re-application has a high probability of success and that the expiration will have a minimal impact on the operations of the Company.

Investments

Assets Investments

Financial assets at fair value through profit or loss (“FVPL”)

During the Year, the Group continued to participate in the stock market for securities trading. The Group disposed listed securities in 5 listed companies in its investment portfolio during the Year. As at 30 June 2026, the Group had financial assets at FVPL with a fair value of approximately HK\$30.71 million (30 June 2025: approximately HK\$31.11 million). The Group recorded a profit in fair value change of approximately HK\$2.59 million, in aggregate, on financial assets at FVPL (2025: loss of approximately HK\$6.62 million) with reference to the bearish sentiment in Hong Kong and global stock market.

Details of the significant investments and other investments in the portfolio under financial assets at FVPL with a value of 5% or more of the Group’s audited total assets as at 30 June 2026 are as follows:

Description of investments	Principal businesses	Number of shares held	Percentage held to the total issued share capital of the company (approximately)	Investment cost HK\$’000	Fair value as at 30 June 2026 HK\$’000	Percentage to the Group’s audited total assets as at 30 June 2026 (approximately)
Significant investment						
Convoy Global Holdings Limited (“Convoy”), incorporated in the Cayman Islands	Financial advisory business, money lending business, proprietary investment business, asset management business and securities dealing business.	348,904,000	2.34%	122,116	11,603	18.00%
China Demeter Financial Investment Limited (“China Demeter”), incorporated in the Cayman Islands and continued in Bermuda, and listed on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)	Food and beverage operations, money lending, financial services, securities investment, alcoholic beverage distribution and children education services	4,080,000	2.51%	5,455	8,976	13.93%
Other investments						
Listed equity securities*				8,428	3,616	5.61%
Unlisted equity securities				6,717	1,043	1.62%
Unlisted equity funds				11,020	5,471	8.49%
Grand total				<u>153,736</u>	<u>30,709</u>	<u>47.65%</u>

* Listed equity securities included the equity securities of 2 companies which are listed on the Main Board of The Stock Exchange. Each of the investments included in the listed equity securities does not exceed 5% of the Group’s audited total assets as at 30 June 2026.

Details of the change in fair value of financial assets at FVPL during the Year are as follows:

Description of investments	Net realised fair value gain for the Year HK\$'000	Net unrealised fair value gain (loss) for the Year HK\$'000
Convoy	–	(2,878)
China Demeter	206	6,936
Listed equity securities*	241	(976)
Unlisted equity securities	–	73
Unlisted equity funds	–	(1,011)
Grand total	<u>447</u>	<u>2,144</u>

* Listed equity securities included the equity securities of 3 companies which are listed on the Main Board of the Stock Exchange and the equity securities of 1 company which are listed on GEM of the Stock Exchange.

Financial assets at fair value through other comprehensive income (“FVOCI”)

The Group held significant investment under financial assets at FVOCI with a value of 5% or more of the Group’s audited total assets as at 30 June 2026 as below:

Description of investment	Principal businesses	Number of shares held	Percentage held to the total issued share capital of Gransing (approximately)	Investment cost HK\$'000	Carrying amount as at 30 June 2026 HK\$'000	Percentage to the Group’s audited total assets as at 30 June 2026 (approximately)
Gransing Financial Group Limited (“Gransing”), incorporated in the British Virgin Islands	Dealing in securities, securities advisory, corporate finance advisory, asset management and wealth management services and money lending in Hong Kong.	26	7.34%	30,831	3,903	6.06%

(1) Convoy

The Listing Committee of the Stock Exchange cancelled Convoy's listing under Rule 6.01A of the Listing Rules with effect from 9:00 a.m. on 4 May 2021.

On 14 November 2022, AGBA Acquisition Limited (Nasdaq: AGBA) completed a reverse merger to acquire 100% of Convoy's Platform Business and a 30% stake in its independent financial advisory (IFA) business. Following the transaction, the combined entity was renamed "AGBA Group Holding Limited", with its common stock and warrants trading on the Nasdaq Capital Market ("**Nasdaq**") under the ticker symbols "AGBA" and "AGBAW" starting 15 November 2022. Recently, AGBA announced the completion of its merger with Triller Corp. ("**Triller**"). As a result of this merger, AGBA has rebranded itself as Triller Group Inc.. The combined company's common stock and warrants began trading under the new ticker symbols "ILLR" and "ILLRW" on the Nasdaq on 16 October 2024. Following the merger, former AGBA shareholders would own 30% of the combined company's outstanding common stock, while former Triller stockholders would own 70%.

(2) Gransing

Based on the financial information provided by the management of Gransing ("**Gransing Management**"), the Directors noted from the unaudited financial results of Gransing and its subsidiaries ("**Gransing Group**") for the six months ended 30 June 2026 that a loss was recorded (for the six months ended 30 June 2025: a profit), and the fair value of the total equity value of Gransing decreased accordingly during the Year. In the second half of 2026, the Gransing Group will continue to focus on its principal businesses in Hong Kong and the People's Republic of China and will formulate appropriate business strategies to maximise its return.

(3) China Demeter

China Demeter is principally engaged in food and beverage operations, money lending, financial services, securities investment, alcoholic beverage distribution and children education services. During the Year, China Demeter continued to operate its diversified businesses in Hong Kong. The Group maintains this investment as part of its overall investment portfolio and will continue to monitor its performance, the relevant industry trends and broader market conditions. The Group will review the holding from time to time and adjust its investment strategy as appropriate with a view to optimising long-term returns while managing associated risks.

The Directors would continue to monitor the situation of Convoy, Gransing and China Demeter to protect the interest of the Group.

Investment strategy for the Company's significant investments

Following the cancellation of Convoy's listing status, the liquidity for Convoy Shares as private equities has been significantly limited. In light of these circumstances, the Group has implemented a prudent investment strategy for its substantial investment in Convoy, with a primary focus on long-term holding to weather market fluctuations and potential volatility arising from unfavorable changes in Convoy's circumstances.

While the preference of the Group is to continue holding Convoy, the Group remains attentive to market updates and open to exploring various exit options, including private sales or potential opportunities for Convoy to relist in different markets. In contrast, for the Group's other significant investments which offer moderate to strong liquidity, a more dynamic and flexible approach is maintained to capitalize on market opportunities and ensure portfolio agility.

The overarching objective of the Group is to safeguard shareholder value through careful consideration of the investment landscape across both private and public holdings. The Group regularly assesses market conditions and adjusts investment strategies accordingly to ensure the best possible outcomes for the shareholders.

FINANCIAL REVIEW

Revenue

The Group recorded revenue of approximately HK\$39.66 million for the Year, representing a decrease of approximately 41.71% as compared to approximately HK\$68.04 million recorded in the last financial year. During the Year, revenue generated from various segments is as below:

- Primary tutoring services, skill courses and test preparation courses, and franchising recorded an increase in revenue to approximately HK\$31.52 million, representing an increase of approximately 8.28% as compared to approximately HK\$29.11 million recorded in the last financial year;
- Secondary tutoring services recorded an increase in revenue to approximately HK\$0.23 million, representing an increase of approximately 27.78% as compared to approximately HK\$0.18 million recorded in the last financial year;
- Sale of advanced technology products and services recorded revenue of approximately HK\$3.51 million (2025: approximately HK\$35.66 million), which was mainly as a result of a significant drop in sales of gaming products from approximately HK\$34.16 million in the last financial year to approximately HK\$3.34 million during the Year; and
- Money lending recorded loan interest income of approximately HK\$1.88 million during the Year (2025: approximately HK\$2.52 million).

Other income, gains and losses, net

During the Year, the Group's other income, gains and losses recorded a net loss of approximately HK\$13.98 million (2025: approximately HK\$39.61 million). Such loss was mainly due to the net effect of (i) sponsorship fee income of approximately HK\$1.26 million; (ii) service charge income of approximately HK\$2.40 million; (iii) recovery of bad debts of other receivables of HK\$1.00 million; (iv) impairment loss on goodwill of approximately HK\$4.98 million; (v) impairment loss on trade receivables and contract assets of approximately HK\$6.77 million; and (vi) impairment loss on loan receivables of approximately HK\$7.13 million.

Staff costs

The Group's staff costs decreased by approximately HK\$1.23 million or 4.40% to approximately HK\$26.70 million as compared to approximately HK\$27.93 million recorded in the last financial year, which was primarily due to the refining of business operation for cost-efficiency during the Year.

Tutor contractor fee

The Group's tutor contractor fee steadily decreased by approximately HK\$60,000 or 1.70% to approximately HK\$3.48 million for the Year as compared to approximately HK\$3.54 million recorded in the last financial year, which was primarily due to the ongoing optimization of workforce structure during the Year.

Marketing expenses

The Group's marketing expenses decreased by approximately HK\$0.23 million or 19.49% to approximately HK\$0.95 million for the Year as compared to approximately HK\$1.18 million for the last financial year, which was primarily due to the shifting to more cost-efficient advertising media during the Year.

Other operating expenses

The Group's other operating expenses ("Other Operating Expenses") were mainly comprised of the following:

	<i>HK\$'000</i> <i>(approximately)</i>
Auditor's remuneration	700
Legal and professional fee	1,082
Rental related fees and charges (including building management fee, air conditioning charges and government rent and rates)	1,598
Related expenses for copiers	36
Other daily operation related expenses*	5,589
Total	9,005

* Other daily operation related expenses mainly include but not limited to consulting fee, electricity and water charges, cleaning charges, telephone and fax charges, postage and courier fees, computer expenses, cartage, licence fee, transaction fee, repair and maintenance fee, insurance fee and other interest charges.

During the Year, Other Operating Expenses increased by approximately HK\$1.34 million or 17.34% to approximately HK\$9.01 million as compared to the last financial year. Such increase was mainly as a result of the higher general overheads to support business expansion and the strategic consultancy fees incurred for fine-tuning the Group's core business model during the Year.

Finance costs

The Group recorded finance costs of approximately HK\$3.02 million during the Year (2025: approximately HK\$2.81 million), in which the amount represented the finance costs recognised on other borrowing, long service payment and lease liabilities.

Loss attributable to owners of the Company

Loss attributable to owners of the Company for the Year amounted to approximately HK\$23.27 million (2025: approximately HK\$51.65 million), such loss was mainly due to (i) the impairment loss of approximately HK\$4.98 million (2025: approximately HK\$13.15 million) on goodwill; (ii) the impairment loss of approximately HK\$6.77 million (2025: approximately HK\$22.52 million) on trade receivables and contract assets; and (iii) the impairment loss of approximately HK\$7.13 million (2025: approximately HK\$8.08 million) on loan receivables, primarily as a result of the increase in asset impairment taking into account of the slow recovery of economic environment in Hong Kong, based on the prudence principle. Conversely, the effective implementation of stricter credit approval procedures for downstream distributor customers brought positive impacts to the Group during the Year, successfully mitigating credit risks.

Business Outlook and Prospects

1. Driving Artificial Intelligence and Digital Transformation to Upgrade Traditional Education Operations to meet the demand for advanced technology products and equipment

Looking forward, the Group will continue to leverage technological innovation as its core growth engine to comprehensively advance the digital transformation and service upgrades of its core education operations and to meet the market demand for advanced technology products and equipment. In response to the rapid evolution of global Educational Technology (“**EdTech**”) and the surging demand for intelligent learning, the Group is actively integrating state-of-the-art AI technologies, intelligent learning algorithms, and big data analytics into its existing curriculum design and pedagogical frameworks.

The Group’s core education brands, including “Modern Education (現代教育)” and “Modern Bachelor Education (現代小學士)”, are undergoing a comprehensive technological evolution and content enrichment. Through the integration of advanced technologies, including VR, AR, MR and AI-driven intelligent tutoring systems, we aim to deliver a more flexible, interactive, and immersive personalized learning experience. Beyond enabling efficient learning unconstrained by temporal and spatial limitations, our AI system provides precise feedback and tailored learning materials based on individual student progress and knowledge gaps, thereby significantly enhancing educational quality and learning outcomes. Furthermore, this technological deployment optimizes operating costs, streamlines tutor resource allocation, and enables the Group to seamlessly expand into broader market segments and other advanced technology product and services, successfully achieving deep synergies between traditional instruction and technology-driven learning.

2. Aligning with National Strategic Policies to Deepen Deployment in High-Tech and Aerospace Science Education

During the Year, the Group demonstrated strong strategic foresight and execution by proactively expanded its operational footprint into multiple frontier high-tech education domains. The Group pioneered the launch of specialized courses and practical experiential programs covering cutting-edge fields such as cube satellites, aerospace rocketry, space agriculture, semiconductor design, and AI applications. These initiatives empower young learners to directly engage with the nation’s latest technological achievements, fostering scientific inquiry and practical innovation capabilities.

Currently, national initiatives are vigorously promoting “Digital Education” alongside supportive policies advocating the popularization of aerospace and technology education within basic and holistic education frameworks. Capitalizing on this pivotal market opportunity and aligning with national policy directions, the Group will further scale up its financial investment, R&D capabilities, and strategic footprint in high-tech educational initiatives. We will continue to deepen strategic partnerships with renowned research institutions, top-tier universities, and industry-leading technology enterprises globally to co-develop high-quality science and technology curricula and equipment, thereby consolidating the Group’s first-mover advantage in advanced technology education.

3. Building a STEAM Education Ecosystem and Transforming into a Comprehensive EdTech Solutions Provider

The Group is committed to establishing itself as a premier content and comprehensive solutions provider within the STEAM (Science, Technology, Engineering, Arts, and Mathematics) education sector. Through close collaboration with educational stakeholders, and industry partners, the Group will actively participate in science popularization and technological innovation initiatives, introducing advanced technology education – including aerospace and AI – to a broader network of schools and communities.

Looking forward, guided by a three-dimensional strategy of “Technology + Content + Services”, the Group will complete its strategic transformation from a traditional private tutoring operator into a comprehensive EdTech solution provider equipped with robust R&D and system integration capabilities. Supported by steady cash flows from traditional education operations and energized by the high-growth potential of high-tech initiatives, the Group anticipates strong operational synergies across its business lines, diversifying revenue streams and enhancing overall profitability. Management will maintain a prudent yet agile financial approach while actively pursuing high-quality strategic investment and partnership opportunities within the technology and EdTech sectors, reinforcing the foundation for sustainable growth and maximizing long-term value for our Shareholders and stakeholders.

LIQUIDITY AND FINANCIAL RESOURCES

The Group has established an adequate liquidity risk management system to manage its short, medium and long-term funding and to satisfy its liquidity management requirements.

As at 30 June 2026, the Group’s total balance of cash and cash equivalents amounted to approximately HK\$2.08 million (30 June 2025: approximately HK\$1.54 million), of which approximately 99.99% is held in Hong Kong dollars and approximately 0.01% is held in United States dollars. Current ratio (defined as total current assets divided by total current liabilities) was approximately 1.19 times (30 June 2025: approximately 1.61 times).

As at 30 June 2026, the total amount of interest-bearing borrowing of the Group was approximately HK\$20.70 million (30 June 2025: approximately HK\$18.87 million), and was repayable on 21 December 2025 (30 June 2025: repayable on demand and due within one year). The total amount of interest-bearing borrowing was secured by guarantee provided by the Company and denominated in Hong Kong dollars and bore a fixed interest rate.

As at 30 June 2026, the Group’s interest-bearing other borrowing and net borrowings (total interest-bearing liabilities less cash and cash equivalents) were amounted to approximately HK\$20.70 million and HK\$18.62 million, respectively (30 June 2025: approximately HK\$18.87 million and HK\$17.33 million, respectively).

As at 30 June 2026, the gearing ratio of the Group was approximately 68.22% (30 June 2025: approximately 45.71%). Gearing ratio is total debts divided by the sum of total equity and total debts. Total debts refer to total liabilities minus the sum of tax payable, deferred tax liabilities and dividend payable (if any).

IMPAIRMENT ASSESSMENT OF LOAN RECEIVABLES AS AT 30 JUNE 2026

As at 30 June 2026, all of the loan receivables were with guarantee or unsecured and interest bearing at fixed rates mutually agreed between the contracting parties, ranging from 9% to 12% (2025: 9% to 12%) per annum. Loan receivables with outstanding principal and interest as at 30 June 2026 in aggregate amount of approximately HK\$19.67 million (2025: approximately HK\$12.54 million) which have been past due and impaired before the date of this announcement. During the Year, approximately HK\$7.13 million of impairment loss on loan and interest receivables was recognised (2025: approximately HK\$8.08 million).

The Group estimates the loss allowances for loan receivables by assessing the expected credit losses. This requires the use of estimates and judgements. Where the estimation is different from the previous estimate, such difference will affect the carrying amounts of loan receivables and thus the impairment loss in the period in which such estimate is changed. The Group has a policy for assessing the impairment on loan receivables on an individual basis. The assessment includes evaluation of collectability and ageing analysis of the loan receivables and on management's judgement on credit worthiness, collateral and past collection history of each borrower. Further details of the impairment assessment of the loan receivables are disclosed in notes 5 and 12 to this announcement.

CAPITAL STRUCTURE AND TREASURY POLICIES

The Group consistently employed prudent treasury policies during its development and generally financed its operations and business development with internally generated resources and equity and/or debt financing activities. The Group also adopted flexible and prudent fiscal policies to effectively manage the Group's assets and liabilities and strengthen its financial position.

The Group has established Treasury Policy to integrate risk management and control measures to safeguard the Company's funds and ensure its ongoing viability. Defined risk limits include stop-loss limit alerts, transaction size limits based on maximum limit on single investment and size tests, and a diversification mandate to mitigate sector-specific downturns. Regular monitoring will be carried out by Treasury Management Committee of the Company, with updates on the position shared with the board of the Company ("**Board**") periodically. Any significant investments exceeding predefined thresholds of the Group's asset size, market capitalization, revenue, or profit must escalate and receive prior approval from the Board.

Robust controls are in place, including a structured investment process – pre-transaction due diligence, execution by qualified traders, and post-transaction monitoring. Investments are diversified across asset classes and industries, with defined risk limits and a focus on short-term liquidity. Counterparty risk is managed through the use of licensed brokers and managers, and significant investments require Board approval. The accounts department of the Group supports with reconciliations and periodic reporting.

The Group endeavours to enhance shareholders' value through the Treasury Policy by leveraging surplus funds for diversified investments aimed at capital appreciation and preservation, with realisation strategies to generate favourable returns.

EXPOSURE TO FOREIGN EXCHANGE RISK

The income and expenditure of the Group are mainly denominated in Hong Kong dollars and as such the impact of foreign exchange risks on the Group was considered minimal. Hence, no hedging or other arrangements have been implemented to reduce the foreign exchange risks.

EMPLOYEE AND REMUNERATION POLICIES

As at 30 June 2026, the Group had a total of 80 full-time employees (30 June 2025: 78). They received competitive remuneration packages that were constantly monitored against the market pay rate, and with incentives such as discretionary bonuses or employee share options based on the Group's and individual's performance. The Group provided comprehensive benefits packages and career development opportunities. In-house and external training programmes were provided as and when required.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the Year (2025: HK\$Nil).

EQUITY-LINKED AGREEMENTS

Save as disclosed below, during the Year, the Company has not entered into, or there has not subsisted at the end of the Year, any other equity-linked agreement (as defined in section 6 of the Companies (Director's Report) Regulation (Chapter 622D of the HK Laws)).

SHARE OPTION SCHEME

The Group has adopted a share option scheme under which the Company may grant options to participants, including directors and employees of the Group and related entities to the Group, to subscribe for shares of the Company. No service providers are eligible to participate in the share option scheme, and accordingly, no service provider sublimit has been set thereunder. As at 30 June 2026, no options have been granted under the share option scheme (30 June 2025: Nil). As at 1 July 2025 and 30 June 2026, the total number of shares in respect of which options available for grant under the share option scheme were 60,223,888 shares, respectively, which represent approximately 9.90% of the issued shares of the Company.

CONTINGENT LIABILITIES

As at 30 June 2026 and 2025, the Group had no significant contingent liabilities.

CAPITAL COMMITMENTS

As at 30 June 2026 and 2025, there were no capital commitments contracted for but not provided in the consolidated financial statements of the Group.

CHARGES ON THE GROUP'S ASSETS

The Group had neither pledged any assets nor any general banking facilities as at 30 June 2026 and 2025.

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares (as defined under the Listing Rules), if any) during the Year. As at 30 June 2026, the Company did not hold any treasury shares.

MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not have any material acquisition and disposal during the Year.

FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS

Save as disclosed in this announcement, as at 30 June 2026, the Group did not have any other plans for material investment or capital assets.

EVENTS AFTER THE REPORTING PERIOD

The fair values of listed equity securities are determined based on the quoted market closing price available on the Main Board and GEM of the Stock Exchange at the end of the reporting period.

As at the date of the board of Directors' approval of these consolidated financial statements, the realised losses and unrealised losses on financial assets at FVPL from changes in fair value on financial assets at FVPL held as at 30 June 2026 amounted to approximately HK\$0.04 million and HK\$2.64 million respectively.

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 (“**Model Code**”) set out in Appendix C3 to the Listing Rules as its own code of conduct regarding securities transactions by the Directors (“**Code of Conduct**”). Having made specific enquiries to the Directors, each of the Directors confirmed his/her compliance with the required standard set out in the Model Code and the Code of Conduct throughout the Year.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has applied the principles in and adopted the code provisions of the corporate governance code set out in Appendix C1 to the Listing Rules (“**CG Code**”) as its own corporate governance code. During the Year, the Company has complied with all the applicable code provisions of the CG Code except the deviations disclosed in the following paragraphs.

The positions of the chief executive officer of the Company and the chairman of the Board have been vacated since 9 November 2017 and 19 December 2017 respectively as the Company has not been able to identify suitable candidates for the positions and remain vacated as at the date of this announcement. The aforesaid vacancies constitute a deviation from Code Provision C.2 of the CG Code, which set out the code provisions applicable to the chairman and the chief executive of a company.

Code Provision C.1.7 of the CG Code provides that appropriate insurance cover in respect of legal action against directors should be arranged. Currently, the Company does not have insurance cover for legal action against the Directors. However, every Director is, subject to the provisions of the applicable laws, indemnified out of the assets and profits of the Company against all actions, costs, charges, losses, damages and expenses which they shall or may incur or sustain by reason of any act done, concurred in or omitted in or about the execution of their duty in their offices pursuant to Bye-law 164 of the bye-laws of the Company. In view of the above, the Board considered that the Directors’ exposure to risk is manageable and that benefits to be derived from taking out insurance may not outweigh the cost.

The Board will continue to monitor and review the Company’s corporate governance practices to ensure compliance with the CG Code.

LITIGATION

(1) On 19 December 2017, Fastek Investments Limited (“**Fastek**”), an indirectly wholly-owned subsidiary of the Company, received a writ of summons (“**Writ**”) with statement of claim issued in the Court of First Instance of the High Court of Hong Kong (“**CFI**”) by Convoy and certain subsidiaries of Convoy (“**Plaintiffs**”) to claim an order against Fastek, as one of the placees under the placing of Convoy Shares conducted in October 2015, that Fastek was wrongly placed the Convoy Shares and wrongly received certain circular financing facilities by one of the Plaintiffs.

On 31 May 2018, the Plaintiffs filed an amended statement of claim (“**Amended SoC**”) against, among other defendants, Fastek, pursuant to which:

- (i) Convoy (the 1st plaintiff) seeks, inter alia, (i) a declaration and order as against the placees that the allotment of the Convoy Shares is null and void or has been rescinded and set aside; (ii) an account of profits and an order for payment of any sums found to be due, equitable compensation to be assessed, and/or damages to be assessed for breach of fiduciary, common law and/or statutory duties, dishonest assistance, unlawful means conspiracy and/or lawful means conspiracy, as against, among others, Fastek;

- (ii) Convoy Collateral Limited and CSL Securities Limited (the 2nd plaintiff and the 3rd plaintiff) seek, inter alia, an order against, among others, Fastek as one of the direct recipients of funds under the said circular financing arrangement for an account of profits and an order for payment of any sums found to be due, equitable compensation to be assessed, and/or damages to be assessed for breach of fiduciary, common law and/or statutory duties, dishonest assistance, unlawful means conspiracy and/or lawful means conspiracy; and
- (iii) the Plaintiffs seek against all the defendants (a) general or special damages; (b) interests; (c) costs; (d) further and/or other reliefs.

On 5 June 2018, the solicitors for Fastek received a letter from the solicitors for the Plaintiffs dated 4 June 2018 which clarified that the Amended SoC (which states “**re-filed on 31 May 2018**”) served on Fastek on 31 May 2018 has yet to be officially filed in the CFI pending the resolutions of the Plaintiffs’ applications lodged with Mr. Justice Harris on 4 June 2018 to amend the statement of claim and to add new parties by amending the Writ.

On 25 July 2018, Fastek received a sealed order of the hearing for the Plaintiffs’ summons held on 28 June 2018 (“**Order**”). Pursuant to the Order, it is ordered, among other matters, that as between the Plaintiffs and Fastek (among certain other defendants), the Plaintiffs do have leave to file and serve the Amended SoC. On 9 July 2018, the Plaintiffs served on Fastek copies of the amended Writ and Amended SoC.

Pursuant to the order of Mr. Justice Harris granted on 12 July 2019, the Plaintiffs have filed and served its re-amended Writ and the re-amended statement of claim on 16 July 2019.

The Plaintiffs filed and served their reply to Fastek’s defence filed on 18 October 2018 on 13 February 2020.

Thereafter, the Plaintiffs filed their re-re-amended statement of claim on 27 July 2020 pursuant to the order of Mr. Justice Harris granted during the hearing of the striking out application taken out by the 26th defendant on 9 January 2020.

- (2) On 2 January 2018, Fastek received a petition dated 27 December 2017 made by the petitioner filed with the CFI, whereby the petitioner seeks, among other things, a declaration that the placement of Convoy Shares to Fastek in October 2015 is void ab initio and of no legal effect.

Please refer to the announcements of the Company dated 19 December 2017, 2 January 2018, 4 June 2018, 7 June 2018 and 25 July 2018 for details on the litigations involving the Group.

Given that the litigations are still at a preliminary stage and has not gone into substantive pleading stage, and having considered the alleged claims and consulted with the Company’s legal advisers, the Directors are of the views that (i) it is premature to assess the possible outcome of any claim which is pending, either individually or on a combined basis; (ii) it is uncertain as to whether there will be any impact, and if so, the quantum, on the financial position of the Group; and (iii) no provision for the claims in these

legal proceedings is required to be made based on their current development. The Directors will monitor these litigations against the Group closely and the Company will continue to keep the shareholders of the Company and potential investors informed of any further material development.

REVIEW OF ANNUAL RESULTS

The audit committee of the Company has reviewed the accounting principles and practices adopted by the Group and the audited consolidated results of the Group for the Year and discussed auditing, internal controls and financial reporting matters of the Group for the Year.

SCOPE OF WORK OF THE GROUP'S AUDITORS

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the Year as set out in this results announcement have been agreed by the Group's auditors, GTG CPA Limited. The work performed by GTG CPA Limited 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 HKICPA and consequently no opinion or assurance has been expressed by GTG CPA Limited in this announcement.

ACKNOWLEDGEMENT

The Group would like to express its heartfelt appreciation to its employees for their contributions to the Group. The Group would also like to express its deepest gratitude to the shareholders and investors of the Company for their support. The Group will continue to create value and contribute to the Group to benefit all its stakeholders.

By order of the Board
Bradaverse Education (Int'l) Investments Group Limited
Yip Kai Pong
Executive Director

Hong Kong, 29 September 2026

As at the date of this announcement, the executive Directors are Mr. Yip Kai Pong and Mr. Li Ming Him; and the independent non-executive Directors are Mr. Yuen Chun Fai, Mr. Hong Ka Kei and Ms. Leung Lai Yan.