

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ART GROUP HOLDINGS LIMITED

錦藝集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 565)

2026 ANNUAL RESULTS ANNOUNCEMENT

The board (the “**Board**”) of directors (the “**Directors**”) of Art Group Holdings Limited (the “**Company**”) is pleased to announce the audited consolidated financial statements of the Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”) for the year ended 30 June 2026 together with the comparative figures in 2025 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2026

		2026	2025
	NOTES	HK\$'000	HK\$'000
Continuing operations			
Revenue	4	116,914	81,240
Cost of sales		(54,001)	(29,396)
Gross profit		62,913	51,844
Other income and other gain and loss	5	71,311	100,765
Administrative expenses		(25,462)	(34,319)
Allowance for expected credit loss (“ECL”) on loan receivables		(303)	—
(Allowance for ECL)/reversal of allowance for ECL on rental deposits		(34,664)	12,352
(Allowance for ECL)/reversal of allowance for ECL on trade and other receivables		(100)	861
Gain/(loss) on fair value changes of investment properties	12	3,236	(56,476)
Loss on fair value changes of financial assets at fair value through profit or loss (“FVTPL”)		(2,866)	—
Gain on bargain purchase		—	10,576
Finance costs	6	(23,555)	(25,147)

	<i>NOTES</i>	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Profit before taxation		50,510	60,456
Income tax expenses	7	<u>(34,026)</u>	<u>(15,456)</u>
Profit for the year from continuing operations	9	16,484	45,000
Discontinued operations			
Loss for the year from discontinued operations	8	<u>(27)</u>	<u>(5,973)</u>
Profit for the year		<u>16,457</u>	<u>39,027</u>
Other comprehensive income:			
<i>Item that may be reclassified subsequently to profit or loss</i>			
Exchange differences on translation from functional currency to presentation currency		<u>2,547</u>	<u>1,327</u>
Other comprehensive income for the year		<u>2,547</u>	<u>1,327</u>
Total comprehensive income for the year		<u>19,004</u>	<u>40,354</u>
Profit/(loss) for the year attributable to:			
Owners of the Company		(17,763)	41,892
Non-controlling interests		<u>34,220</u>	<u>(2,865)</u>
		<u>16,457</u>	<u>39,027</u>
Total comprehensive income/(expense) for the year attributable to:			
Owners of the Company		(16,416)	43,217
Non-controlling interests		<u>35,420</u>	<u>(2,863)</u>
		<u>19,004</u>	<u>40,354</u>

	<i>NOTE</i>	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
(Loss)/earnings per share	<i>11</i>		
From continuing and discontinued operations			
Basic (<i>HK cents</i>)		<u>(0.66)</u>	<u>1.56</u>
Diluted (<i>HK cents</i>)		<u>(0.66)</u>	<u>1.55</u>
From continuing operations			
Basic (<i>HK cents</i>)		<u>(0.66)</u>	<u>1.67</u>
Diluted (<i>HK cents</i>)		<u>(0.66)</u>	<u>1.66</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2026

	NOTES	2026 HK\$'000	2025 HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment		4,836	5,298
Right-of-use assets		3,846	5,481
Investment properties	12	694,483	466,154
Rental deposits		1,833	51,505
Prepaid lease payments		6,299	4,703
Financial assets at fair value through profit or loss		4,979	—
		<u>716,276</u>	<u>533,141</u>
CURRENT ASSETS			
Trade and other receivables	13	17,874	19,657
Loan receivables	14	31,918	8,026
Restricted bank balances		20,093	—
Bank balances and cash		52,889	44,404
		<u>122,774</u>	<u>72,087</u>
CURRENT LIABILITIES			
Other payables		82,646	68,732
Contract liabilities		17,160	14,358
Lease liabilities	15	93,990	72,637
Borrowing	16	40,000	—
Amount due to a shareholder		12,593	9,751
Bonds		7,895	10,005
Tax liabilities		1,694	—
		<u>255,978</u>	<u>175,483</u>
NET CURRENT LIABILITIES		<u>(133,204)</u>	<u>(103,396)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u><u>583,072</u></u>	<u><u>429,745</u></u>

	<i>NOTE</i>	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
CAPITAL AND RESERVES			
Share capital		26,888	26,888
Reserves		(8,025)	8,391
Equity attributable to owners of the Company		18,863	35,279
Non-controlling interests		33,252	(2,750)
TOTAL EQUITY		52,115	32,529
NON-CURRENT LIABILITIES			
Lease liabilities	<i>15</i>	475,484	374,743
Deferred tax liabilities		55,473	22,473
		530,957	397,216
		583,072	429,745

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

1. GENERAL

Art Group Holdings Limited (the “**Company**”) is a public limited company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The addresses of the registered office and principal place of business of the Company are disclosed in the “Corporate Information” section of the annual report.

The consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”) and the functional currency of the Group is Renminbi (“**RMB**”). The consolidated financial statements are presented in HK\$ for the convenience of the shareholders because the Company’s shares are listed in the Stock Exchange.

The Company is an investment holding company. Its subsidiaries are mainly engaged in property operating business. The cargo aircraft business is classified as discontinued operations during the year ended 30 June 2025. Details of which are set out in note 8 to the consolidated financial statements.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS (“**HKFRSs**”)

New and amendments to HKFRSs that are mandatorily effective for the current year

The Group has applied the following new and amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) for the first time, which are mandatorily effective for the annual periods beginning on 1 July 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21

Lack of Exchangeability

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

New and amendments to HKFRSs in issue but not yet effective

The following new and amendments to HKFRSs, potentially relevant to the Group's consolidated financial statements, have been issued, but are not yet effective and have not been early adopted by the Group. The Group's current intention is to apply these changes on the respective dates they become effective.

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ²
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ²
HKFRS 18	Presentation and Disclosure in Financial Statements ³
HKFRS 20	Regulatory Assets and Regulatory Liabilities ⁴
Amendments to HKAS 21	Translation to a Hyperinflationary Presentation Currency ³

Notes:

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

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

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

⁴ Effective for annual periods beginning on or after 1 January 2029.

Except for the new HKFRS mentioned below, the directors of the Company anticipate that the application of all other new and amendments to HKFRSs is unlikely to have a material impact on the Group's financial position and performance as well as disclosure 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 HKFRS Accounting Standard, while carrying forward many of the requirements in HKAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provides disclosures on management-defined performance measures in the notes to the financial statements and improves aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some HKAS 1 paragraphs have been moved to HKAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* (the title of which will be changed to *Basis of Preparation of Financial Statements* upon effective of HKFRS 18) and HKFRS 7 *Financial Instruments: Disclosures*. Minor amendments to HKAS 7 *Statement of Cash Flows* and HKAS 33 *Earnings per Share* are also made.

HKFRS 18, and consequential amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. The application of the new standard is not expected to have significant impact on the financial performance and positions of the Group in terms of recognition and measurement. However, it is expected to affect the 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 OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

Statement of compliance

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA, which collective term includes all applicable individual HKFRSs, HKASs and Interpretations 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 (the “**Listing Rules**”) and by the disclosure requirements of the Hong Kong Companies Ordinance.

Going concern

The directors of the Company have given careful consideration to the going concern status of the Group in light of the fact that the Group had net current liabilities of approximately HK\$133,204,000 as at 30 June 2026. This condition indicates the existence of a material uncertainty that may cast significant doubt on the Group’s ability to continue as a going concern.

In order to improve the Group’s liquidity and to support its ability to continue as a going concern, the directors of the Company have implemented the following measures:

Subsequent to the reporting date, the Group entered into a number of loan facilities and obtained maturity extensions with independent third parties to alleviate liquidity pressure and enhance financial flexibility. A portion of the proceeds was applied to continue supporting the Group’s investment in, and shareholder loans to, Edgeon Data Co., Ltd. (details of which are set out in note 14 to the consolidated financial statements), with the remainder used to refinance and repay the existing borrowing. Further details of these facilities and extensions are set out in note 19 to the consolidated financial statements.

In September 2026, the Group entered into two supplemental agreements with an independent third party to extend the repayment of two unlisted and non-transferable bonds with an aggregate face value of approximately HK\$7,895,000 to 31 December 2029. All other terms of the bonds remain unchanged.

In addition, a shareholder and a director of the Company, who have advanced amounts due to them by the Group, have undertaken to provide adequate financial support to enable the Group to meet its liabilities and to settle its financial obligations to third parties as and when they fall due, and have agreed not to demand repayment of the amounts due to them during the twelve months from the date of this announcement, so as to enable the Group to continue as a going concern.

The directors of the Company will continue to take measures to improve the Group’s working capital and cash flows, including close monitoring of general administrative expenses and operating costs. The directors believe that the Group will generate sufficient operating cash inflows to meet its operating cash outflows, including lease payments for the shopping malls, an industrial park and office premises occupied by the Group for its own use, over the next 12 months from the date of this announcement.

The directors have also actively considered the sale or disposal of assets that carry liabilities and are expected to result in net cash outflows to the Group in the foreseeable future.

Having regard to the above measures, the directors of the Company have reviewed the cash flow projections of the Group prepared by the management covering a period of not less than 12 months from the date of this announcement. The directors are of the opinion that the Group has sufficient cash resources to satisfy its future working capital requirements and to meet its financial obligations as and when they fall due in the foreseeable future. Accordingly, the consolidated financial statements have been prepared on a going concern basis. Notwithstanding the foregoing, a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. The consolidated financial statements do not include any adjustments that would result if the Group were unable to continue as a going concern.

Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared on the historical cost basis except for certain investment properties that are measured at fair values at the end of each reporting period.

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

Fair value measurement

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

For investment properties which are transacted at fair value and a valuation technique that unobservable inputs are to be used to measure fair value in subsequent periods, the valuation technique is calibrated so that at initial recognition the results of the valuation technique equal the transaction price.

For financial instruments which are transacted at fair value and a valuation technique that unobservable inputs are to be used to measure fair value in subsequent periods, the valuation technique is calibrated so that at initial recognition the results of the valuation technique equal the transaction price.

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

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

4. REVENUE AND SEGMENT INFORMATION

Revenue represents (i) the lease payments received and receivable in the normal course of business, net of value-added tax for the year; (ii) property management and related services fee received and receivable; and (iii) coal trading revenue received and receivable.

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Continuing operations		
Revenue from major business services:		
<i>Revenue within the scope of HKFRS 16</i>		
Rental income from leasing of properties	<u>47,727</u>	<u>37,776</u>
<i>Revenue from contracts with customers within the scope of HKFRS 15</i>		
Property management fee income	61,966	41,906
Property management – other related services	1,922	1,558
Coal trading revenue	<u>5,299</u>	<u>–</u>
	<u>69,187</u>	<u>43,464</u>
	<u>116,914</u>	<u>81,240</u>
Disaggregated by timing of revenue recognition:		
<i>Over time:</i>		
Property management fee income	61,966	41,906
Property management – other related services	<u>1,922</u>	<u>1,558</u>
	<u>63,888</u>	<u>43,464</u>
<i>Point in time:</i>		
Coal trading revenue	<u>5,299</u>	<u>–</u>

Performance obligations for revenue from contracts with customers

Property management fee

Property management fee is recognised over the service period. The Group receives monthly property management fee payments from customers one to three months in advance under the contracts. Advance consideration allocated to the properties management services is recognised as a contract liability and is released over the period of services.

Coal trading revenue

Coal trading revenue is recognised at a point in time when control of the coal is transferred to the customer, which is generally when the physical coal is transferred into the customer's possession. The Group receives advance payments from customers under the contracts. Advance consideration allocated to coal of which control has not yet been transferred is recognised as a contract liability and is released to revenue when control of the coal is transferred to the customer.

Segment information

Information reported to the board of directors, being the chief operating decision makers (the "CODM"), for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided.

For the current reporting period, the Group had one reportable segment from continuing operations: the property operating segment (2025: one reportable segment from continuing operations: the property operating segment). This segment has been identified based on internal management reports prepared in accordance with accounting policies that conform to HKFRSs and are regularly reviewed by the CODM. From a product perspective, management assesses the performance of the property operating segment by considering its contribution.

The cargo aircraft charter segment was established by the Group during the last reporting period, to operate and manage certain specified cargo aircraft charter businesses including but not limited to cargo arrangement from Hong Kong to Miami and other locations. Due to the ongoing uncertainties surrounding U.S. tariff policies, which have significantly impacted the global economy and cargo aircraft operations, the Group decided to classify the cargo aircraft charter segment as discontinued operations during the same period. The segment information reported below does not include any amount for discontinued operations, which is described in more details in note 8 to the consolidated financial statements.

Segment information about the continuing operations is presented below:

Segment revenue and result

For the year ended 30 June 2026	Property operating HK\$'000	Total reportable segments HK\$'000	Others (Note) HK\$'000	Consolidated HK\$'000
Revenue	<u>111,615</u>	<u>111,615</u>	<u>5,299</u>	<u>116,914</u>
Segment result	<u>68,895</u>	<u>68,895</u>	<u>(23)</u>	<u>68,872</u>
Income tax expenses				(34,026)
Loan interest income				451
Allowance for ECL on loan receivables				(303)
Loss on fair value changes of financial assets at FVTPL				(2,866)
Unallocated administrative expenses				<u>(15,644)</u>
Profit for the year from continuing operations				<u><u>16,484</u></u>

Segment revenue and result

	Property operating HK\$'000	Others (Note) HK\$'000	Unallocated HK\$'000	Total HK\$'000
<i>Amounts included in the measure of segment profit or loss</i>				
Bank interest income	12	–	15	27
Interest expenses	(22,557)	–	(998)	(23,555)
Gain on termination of leases	272,847	–	–	272,847
Loss on derecognition of investment properties	(208,778)	–	–	(208,778)
Gain on fair value changes of investment properties	3,236	–	–	3,236
Allowance for ECL on rental deposits	(34,664)	–	–	(34,664)
Allowance for ECL on trade receivables	(90)	–	–	(90)
Allowance for ECL on other receivables	(10)	–	–	(10)
Depreciation of property, plant and equipment	(235)	–	(551)	(786)
Depreciation of right-of-use assets	(196)	–	(1,582)	(1,778)
<i>Amount regularly provided to the CODM but not included in the measurement of segment profit or loss</i>				
Additions to non-current assets	<u>405,542</u>	<u>–</u>	<u>190</u>	<u>405,732</u>

Note:

Others represent the operation of coal trading in the People's Republic of China (the "PRC").

For the year ended 30 June 2025

	Property operating HK\$'000	Total reportable segments HK\$'000	Consolidated HK\$'000
Revenue	81,240	81,240	81,240
Segment result	76,286	76,286	76,286
Income tax expenses			(15,456)
Loan interest income			1,399
Unallocated administrative expenses			(17,229)
Profit for the year from continuing operations			45,000

Segment revenue and result

	Property operating HK\$'000	Unallocated HK\$'000	Total HK\$'000
<i>Amounts included in the measure of segment profit or loss</i>			
Bank interest income	21	34	55
Interest expenses	(24,251)	(896)	(25,147)
Gain on bargain purchase	10,576	–	10,576
Gain on termination of leases	717,538	–	717,538
Loss on derecognition of investment properties	(628,370)	–	(628,370)
Loss on fair value changes of investment properties	(56,476)	–	(56,476)
Reversal of allowance for ECL on rental deposits	12,352	–	12,352
Reversal of allowance for ECL on trade receivables	1,132	–	1,132
Impairment loss/allowance for ECL on prepayments and other receivables	(271)	–	(271)
Depreciation of property, plant and equipment	(228)	(495)	(723)
Depreciation of right-of-use assets	(192)	(1,271)	(1,463)
<i>Amount regularly provided to the CODM but not included in the measurement of segment profit or loss</i>			
Additions to non-current assets	570,940	2,645	573,585

Segment results represent profit or loss from the segment without allocation of income tax expenses, loan interest income, Allowance for ECL on loan receivables, loss on fair value changes of financial assets at FVTPL and unallocated administrative expenses.

Segment assets and liabilities

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Segment assets		
<i>Continuing operations</i>		
Property operating	<u>725,111</u>	<u>547,396</u>
Total reportable segment assets	725,111	547,396
Financial assets at FVTPL	4,979	–
Loan receivables	31,918	8,026
Restricted bank balances	20,093	–
Bank balances and cash	52,889	44,404
Other operating segment assets	812	–
Other unallocated assets	<u>3,248</u>	<u>5,397</u>
	839,050	605,223
Assets relating to discontinued operations	<u>–</u>	<u>5</u>
Consolidated assets	<u><u>839,050</u></u>	<u><u>605,228</u></u>
Segment liabilities		
<i>Continuing operations</i>		
Property operating	<u>712,271</u>	<u>545,299</u>
Total reportable segment liabilities	712,271	545,299
Amount due to a shareholder	12,593	9,751
Borrowings	40,000	–
Bonds	7,895	10,005
Other operating segment liabilities	828	–
Other unallocated liabilities	<u>11,907</u>	<u>6,707</u>
	785,494	571,762
Liabilities relating to discontinued operations	<u>1,441</u>	<u>937</u>
Consolidated liabilities	<u><u>786,935</u></u>	<u><u>572,699</u></u>

Information about geographic areas

The Group's property operating segment is operated in the PRC, while the cargo aircraft charter segment (which is classified as discontinued operations) is operated in Hong Kong.

The Group's revenue from external customers from continuing operations by location of operation and information about its non-current assets by location of assets are detailed below:

	Revenue from external customers		Non-current assets*	
	2026 HK\$'000	2025 HK\$'000	2026 HK\$'000	2025 HK\$'000
The PRC	116,914	81,240	697,477	469,248
Hong Kong	—	—	—	—
	<u>116,914</u>	<u>81,240</u>	<u>697,477</u>	<u>469,248</u>

* Non-current assets excluded those relating to discontinued operations, financial assets at fair value through profit or loss, prepaid lease payments, rental deposits, right-of-use assets and other unallocated non-current assets.

Information about major customers

No customer nor tenant contributed 10 per cent or more of the Group's total revenue of HK\$116,914,000 for the year ended 30 June 2026 (2025: One single customer from cargo aircraft charter segment (which is classified as discontinued operations) contributed 10 percent or more of the Group's total revenue of HK\$140,350,000. The total amount of revenue from the customer from cargo aircraft charter segment amounted to HK\$52,845,000).

5. OTHER INCOME AND OTHER GAIN AND LOSS

	2026 HK\$'000	2025 HK\$'000
Continuing operations		
Bank interest income	27	55
Loan interest income	451	1,399
Car parking income	1,157	2,986
Service income	2,309	4,595
Net exchange loss	–	(87)
Rental deposits imputed interest income	1,167	2,231
Income from forfeiture of deposits received from customers	982	–
Refund of litigation fees	538	–
Loss on derecognition of investment properties		
– Jiachao's Shopping Mall (<i>note 12(i), note 12(ii)</i>)	–	(383,805)
Loss on derecognition of investment properties		
– Zone C Shopping Mall (<i>note 12(iii), note 12(iv)</i>)	(208,778)	(244,565)
Gain on termination of lease – Jiachao's Shopping Mall (<i>note 12(i), note 12(ii)</i>)	–	409,439
Gain on termination of lease – Zone C Shopping Mall (<i>note 12(iii), note 12(iv)</i>)	272,847	308,099
Others	611	418
	71,311	100,765

6. FINANCE COSTS

	2026 HK\$'000	2025 HK\$'000
Continuing operations		
Interest on		
– Loan from an independent third party	118	–
– Bonds	800	800
– Lease liabilities	22,637	24,347
	23,555	25,147

7. INCOME TAX EXPENSES

	2026 HK\$'000	2025 HK\$'000
Continuing operations		
<i>Income tax recognised in profit and loss</i>		
PRC Enterprise Income Tax ("EIT")		
– Current income tax	3,083	1,426
– Under provision in prior years	–	206
Deferred tax	<u>30,943</u>	<u>13,824</u>
	<u>34,026</u>	<u>15,456</u>

Hong Kong Profits Tax was calculated at 16.5% (2025: 16.5%) of the estimated assessable profit for the financial year. No provision for Hong Kong Profits Tax has been made in the consolidated financial statements as the Group did not generate any assessable profits arising in Hong Kong for both years.

PRC EIT has been calculated at the rate of 25% of the profits for the PRC statutory financial reporting purpose for the years ended 30 June 2026 and 2025, adjusted for those items which are not assessable or deductible for the PRC EIT purpose.

As at 30 June 2026 and 2025, no deferred tax liabilities were recognised in respect of the undistributed retained earnings of the PRC subsidiaries attributable to the Group under the EIT Law that are subject to withholding tax upon the distribution of such profits to the shareholders outside the PRC.

8. DISCONTINUED OPERATIONS

Due to ongoing U.S. tariff policy uncertainties that have significantly impacted the global economy and air cargo markets, the Group decided to cease its cargo aircraft charter business (“**discontinued operations**”) during the last reporting period after a thorough review of market conditions and a comprehensive evaluation of strategic options.

The results of the discontinued operations included in the consolidated statement of profit or loss and other comprehensive income and consolidated statement of cash flows for the years ended 30 June 2026 and 2025 are set out below.

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Revenue (<i>Note (i)</i>)	–	59,110
Cost of sales (<i>Note (ii)</i>)	–	(57,838)
	<u>–</u>	<u>(57,838)</u>
Gross profit	–	1,272
Other income and other gain and loss	–	223
Administrative expenses	(5,027)	(351)
Reversal of allowance for ECL/(allowance for ECL) on trade and other receivables	5,000	(7,117)
	<u>5,000</u>	<u>(7,117)</u>
Loss before taxation from discontinued operations	(27)	(5,973)
Income tax expenses	–	–
	<u>–</u>	<u>–</u>
Loss for the year from discontinued operations	(27)	(5,973)
	<u>(27)</u>	<u>(5,973)</u>
Loss for the year from discontinued operations attributable to:		
Owners of the Company	(14)	(3,047)
Non-controlling interests	(13)	(2,926)
	<u>(14)</u>	<u>(3,047)</u>
	<u>(13)</u>	<u>(2,926)</u>
	<u>(27)</u>	<u>(5,973)</u>
	<u><u>(27)</u></u>	<u><u>(5,973)</u></u>

Notes:

- (i) Revenue from discontinued operations comprises income from cargo aircraft chartering services, which is accounted for as revenue from contracts with customers under HKFRS 15. Included in the amount of the last year was approximately HK\$875,000 of operational support service income from a related company (“**Related Company**”). One of the Company’s subsidiaries and the Related Company have a common director. This revenue was recognised over time as the performance obligation was satisfied. Advance consideration allocated to the cargo aircraft chartering services was recognised as a contract liability and was released over the period of service.

- (ii) Cost of sales from discontinued operations represents the direct costs incurred for the Group's cargo aircraft chartering services. These costs primarily consist of payments made to secure aircraft capacity from airline operators via intermediaries. For the year ended 30 June 2025, approximately HK\$52,591,000 of the total cost of sales was attributable to capacity purchased from the Related Company acting as an intermediary.

Loss for the year from discontinued operations has been arrived at after charging the following:

	2026 HK\$'000	2025 HK\$'000
Auditor's remuneration	–	–
Staff costs		
– directors' emoluments	–	–
– other staff's salaries and other benefits	–	301
– other staff's retirement benefit scheme contributions	–	12
	<u>–</u>	<u>313</u>
	<u>–</u>	<u>313</u>

Cash flows from discontinued operations:

	2026 HK\$'000	2025 HK\$'000
Net cash outflows from operating activities	(2)	(184)
Net cash inflows from investing activities	<u>–</u>	<u>187</u>
Net cash (outflows)/inflows	<u>(2)</u>	<u>3</u>

None of the assets nor liabilities related to the discontinued operations were classified as held for sale.

9. PROFIT FOR THE YEAR

	2026 HK\$'000	2025 HK\$'000
Continuing operations		
Profit for the year from continuing operations has been arrived at after charging:		
Staff costs (<i>Note</i>)		
– directors' emoluments	3,363	3,830
– other staff's salaries and other benefits	15,752	14,135
– other staff's retirement benefit scheme contributions	1,940	1,685
	<u>21,055</u>	<u>19,650</u>
Auditor's remuneration		
– Audit service	1,600	1,200
– Non-audit service	300	300
Cost of inventories recognised as cost of sales	5,250	–
Depreciation of property, plant and equipment	786	723
Depreciation of right-of-use assets	1,778	1,463
Expenses related to short-term leases in respect of rented premises	9,557	2,697
Transitional period operation management service fee for Longhu Shopping Centre	6,672	–

Note:

Of the staff costs, HK\$7,408,000 (2025: HK\$6,487,000) has been included in cost of sales and HK\$13,647,000 (2025: HK\$13,163,000) has been included in administrative expenses in the consolidated statement of profit or loss and other comprehensive income.

10. DIVIDEND

The board of directors does not recommend any interim nor final dividend for the year ended 30 June 2026 (2025: Nil).

11. (LOSS)/EARNINGS PER SHARE

For continuing operations

The calculation of the basic and diluted (loss)/earnings per share from continuing operations attributable to owners of the Company is based on the following data:

(Loss)/earnings

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
(Loss)/profit for the year attributable to owners of the Company	(17,763)	41,892
Less: Loss for the year from discontinued operations attributable to owners of the Company	<u>(14)</u>	<u>(3,047)</u>
(Loss)/profit for the year from continuing operations attributable to owners of the Company for the purpose of basic and diluted (loss)/earnings per share	<u><u>(17,749)</u></u>	<u><u>44,939</u></u>

Number of shares

	2026 <i>'000</i>	2025 <i>'000</i>
Weighted average number of ordinary shares for the purpose of basic (loss)/earnings per share	2,688,805	2,688,805
Effect of dilutive potential ordinary shares in respect of share options issued by the Company (<i>Note</i>)	<u>–</u>	<u>14,413</u>
Weighted average number of ordinary shares for the purpose of diluted (loss)/earnings per share	<u><u>2,688,805</u></u>	<u><u>2,703,218</u></u>

From continuing and discontinued operations

(Loss)/earnings

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
(Loss)/profit for the year attributable to owners of the Company for the purpose of basic and diluted (loss)/earnings per share	<u><u>(17,763)</u></u>	<u><u>41,892</u></u>

The denominators used are the same as those detailed above for both basic and diluted (loss)/earnings per share.

Note:

For the year ended 30 June 2026, the computation of diluted loss per share amount has not assumed the conversion of the Company's outstanding share options because of its anti-dilutive effects.

From discontinued operations

Basic loss per share for discontinued operations is HK0.0005 cents per share (2025: HK0.11) and diluted loss per share for discontinued operations is HK0.0005 cents per share (2025: HK0.11), based on the loss for the year from discontinued operations attributable to owners of the Company of approximately HK\$14,000 (2025: HK\$3,047,000) and the denominators detailed above for both basic and diluted (loss)/earnings per share.

12. INVESTMENT PROPERTIES

The Group takes on the lease of shopping malls and industrial park; and subleases the retail stores of the shopping malls and the units in the industrial park, under operating leases with rentals payable monthly/quarterly. The subleases typically run for an initial period of 30 days to 15 years. Majority of the sublease contracts contain market review clauses in the event the tenant exercises the option to extend.

The Group is not exposed to foreign currency risk as a result of the sublease arrangements, as all subleases are denominated in the respective functional currency of group entities. The sublease contracts do not contain residual value guarantee and/or tenant's option to purchase the property at the end of the term of sublease.

	Shopping Malls (Note (vi)) HK\$'000	Industrial Park HK\$'000	2026 HK\$'000	2025 HK\$'000
Fair value				
Balance at the beginning of the year	305,495	160,659	466,154	568,817
Derecognition upon termination of lease – Jiachao's Shopping Mall (Note (i); Note (ii))	–	–	–	(383,805)
Derecognition upon termination of lease – Zone C Shopping Mall (Note (iii); Note (iv))	(208,778)	–	(208,778)	(244,565)
Additions – Jiachao's Shopping Mall (Note (i); Note (ii))	–	–	–	181,871
Additions – Zone C Shopping Mall (Note (iii); Note (iv))	245,110	–	245,110	296,413
Additions – Industrial Park	–	–	–	59,714
Additions – Longhu Shopping Centre (Note (v))	160,432	–	160,432	–
Additions on acquisition of a subsidiary	–	–	–	32,935
Gain/(loss) on fair value changes on investment properties	28,457	(25,221)	3,236	(56,476)
Exchange realignment	21,812	6,517	28,329	11,250
Balance at the end of the year	<u>552,528</u>	<u>141,955</u>	<u>694,483</u>	<u>466,154</u>

Notes:

- (i) As described in the announcement of the Company dated 21 February 2025, a notice dated 23 January 2025 was received from Zhengzhou Jiachao Property Services Co., Ltd.* (鄭州佳潮物業服務有限公司) (“**Zhengzhou Jiachao**”), notifying the Company’s wholly-owned subsidiary, Zhengzhou Zhongyuan Jinyi Commercial Operation Management Co., Ltd.* (鄭州中原錦藝商業運營管理有限公司) (“**Zhongyuan Jinyi**”) that, (a) from 1 October 2024, the rental area under the lease contract dated 26 April 2021 entered into by Zhengzhou Jiachao as the lessor and Zhongyuan Jinyi as the lessee in respect of the Jiachao’s Shopping Mall (as already amended by the supplemental agreement entered into between Zhongyuan Jinyi and Zhengzhou Jiachao with effect from 22 June 2024 following the judgment of the People’s Court of Zhongyuan District, Zhengzhou City, Henan Province ((2024) Yu 0102 Ming Chu No. 4142*) (the “**Supplemental Agreement**”), which had deducted a rental area of 50,532.48 square metres from the original leased area of 125,188.32 square metres) would no longer include a further rental area of 30,595.51 square metres of the Jiachao’s Shopping Mall, the title and ownership of which were transferred to Henan Construction Commercial Services Co., Ltd.* (河南建投商業服務有限公司); and (b) from 1 October 2024, the rental area under the Jiachao’s Lease Contract (as amended by the Supplemental Agreement) should be further amended to 44,060.33 square metres (the “**Remaining Area**”) and the rental payment of the Remaining Area is amended to RMB23.5 per square metre per month, which shall be set off against the deposits paid by Zhongyuan Jinyi to Zhengzhou Jiachao under the Jiachao’s Lease Contract. On 26 January 2025, Zhongyuan Jinyi and Zhengzhou Jiachao entered into a supplemental lease contract (“**Jiachao’s Supplemental Lease Contract**”) for the lease of the Remaining Area which replaced the Jiachao’s Lease Contract (as amended by the Supplemental Agreement). Under these circumstances, the Jiachao’s Lease Contract (as amended by the Supplemental Agreement) is considered terminated as of 30 September 2024.

For the termination of the Jiachao’s Lease Contract (as amended by the Supplemental Agreement), the Group derecognised lease liabilities associated with that contract as of 30 September 2024, which were approximately RMB279 million (equivalent to approximately HK\$302,912,000). This amount is recognised as a gain on termination of lease in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025. Simultaneously, the termination required the Group to derecognise the associated amount from its investment properties as of 30 September 2024. The fair value of the investment properties derecognised by the Group amounted to approximately RMB254 million (equivalent to approximately HK\$276,087,000). Consequently, the Group recognised a loss on derecognition of investment properties of approximately HK\$276,087,000 in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025.

Pursuant to Jiachao’s Supplemental Lease Contract, the Group recognised new lease liabilities of approximately RMB103 million (equivalent to approximately HK\$111,734,000) and a corresponding amount in its investment properties. The fair value of the newly recognised investment properties as of 1 October 2024 amounted to RMB100 million (equivalent to approximately HK\$108,696,000).

* *For identification purpose only*

- (ii) On 27 June 2025, the People’s Court of Zhongyuan District, Zhengzhou City, Henan Province, served Zhengzhou Jiachao with the “Notice to Vacate Within a Time Limit” (Case Reference.: (2023) Yu 01 Zhi Hui No. 355*) (河南省鄭州市中原區人民法院(2023)豫01執恢355號《限期遷出公告》), mandating that all entities and individuals occupying or leasing the property located at Basement 1 Level Underground Space, Zone B (with a certified construction area of 16,311.24 square metres, hereinafter referred to as the “**Zone B Basement Level**”) to vacate within 30 days of the notice’s posting.

This area constituted part of the premises leased under Jiachao’s Supplemental Lease Contract. The previous end tenant, Henan Century Lianhua Supermarket Co., Ltd.* (河南世紀聯華超市有限公司), had vacated the premises on 28 February 2025, leaving the area unoccupied. Following negotiations, the sub-tenant of Zhongyuan Jinyi, Henan Zhongyu Zhongyuan Commercial Operation Management Co., Ltd.* (河南中豫中原商業運營管理有限公司) submitted a formal letter of withdrawal for the specified basement area to Zhongyuan Jinyi on 30 June 2025. On the same date, Zhongyuan Jinyi notified Zhengzhou Jiachao of the vacation and formally acknowledged the release of the leasehold area via an official court submission. These actions effected a termination of the corresponding portion of Jiachao’s Supplemental Lease Contract as of 30 June 2025.

For this termination, the Group derecognised lease liabilities associated with Jiachao’s Supplemental Lease Contract as of 30 June 2025, which were approximately RMB98 million (equivalent to approximately HK\$106,527,000). This amount is recognised as a gain on termination of lease in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025. A corresponding reduction was made in the book value of associated investment properties, with the derecognised fair value amounting to approximately RMB99 million (equivalent to approximately HK\$107,718,000). Consequently, it resulted in a loss on derecognition of investment properties of approximately HK\$107,718,000 in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025. The residual leased area of 27,749.09 square metres under Jiachao’s Supplemental Lease Contract has been reconstituted as a new lease arrangement.

This resulted in the Group recognising new lease liabilities of approximately RMB65 million (equivalent to approximately HK\$70,137,000) and a corresponding amount in its investment properties. The fair value of the investment properties recognised by the Group amounted to RMB63 million (equivalent to approximately HK\$68,478,000).

* For identification purpose only

- (iii) The lease for Zone C Shopping Mall was originally executed between Zhongyuan Jinyi and Zhengzhou Hanyuan Real Estate Co., Ltd.* (鄭州翰園置業有限公司) (“**Zhengzhou Hanyuan**”) on 26 April 2021 with a lease term of 15 years. Due to debt issues encountered by Zhengzhou Hanyuan, it transferred ownership of certain floors within Zone C Shopping Mall to settle its obligations, resulting in the lawful transfer of the relevant property rights to the respective creditors. In accordance with Article 725 of the Civil Code of the People’s Republic of China, which establishes the principle that “a change in ownership does not affect existing leases”, the validity of the original lease contract remains unaffected by the transfer of ownership during the lease term. Thus, the lease agreement originally signed between Zhongyuan Jinyi and Zhengzhou Hanyuan continued to be effective, and Zhongyuan Jinyi’s leasehold rights remained intact despite the change in ownership. Accordingly, Zhongyuan Jinyi continued to exercise its rights and perform its obligations as the lessee under the original lease terms, while the new property owner assumed the position and responsibilities of the lessor originally held by Zhengzhou Hanyuan under the lease contract.

However, on 22 May 2025, through mutual agreement among the new landlord of the basement level of Zone C Shopping Mall, China Orient Asset Management Co., Ltd. Fujian Branch* (中國東方資產管理股份有限公司福建省分公司) (“**China Orient Fujian**”), Zhongyuan Jinyi, and another subsidiary of the Company, Zhengzhou Zhengxu Commercial Operation Management Co., Ltd.* (鄭州正旭商業運營管理有限公司) (“**Zhengzhou Zhengxu**”), it was decided to terminate the lease relationship under the original Zone C Shopping Mall lease agreement concerning the basement level effective 28 February 2025. Subsequently, a new lease agreement for the area was executed between Zhengzhou Zhengxu and China Orient Fujian effective from 1 March 2025, covering a leasable area of 6,692.93 square metres. The lease term ran for more than 15 years from 1 March 2025 to 31 October 2040. Zhengzhou Hanyuan ratified the above changes for the original lease agreement by formal notice. The arrangement is considered a termination of the original lease agreement since the original lease agreement no longer included the leased area pertaining to the basement level of Zone C Shopping Mall from 1 March 2025.

As a result of this termination, the Group derecognised lease liabilities associated with the original lease agreement as of 28 February 2025, which were approximately RMB283 million (equivalent to approximately HK\$308,099,000). This amount is recognised as a gain on termination of lease in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025. Concurrently, the termination of the original lease agreement required the Group to derecognise the associated amount from its investment properties as of 28 February 2025. The fair value of the investment properties derecognised by the Group amounted to approximately RMB225 million (equivalent to approximately HK\$244,565,000). Consequently, the Group recognised a loss on derecognition of investment properties of approximately HK\$244,565,000 in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2025.

The original lease agreement for the remaining area of Zone C Shopping Mall, together with the new lease agreement for the basement level of Zone C Shopping Mall, resulted in the Group recognising new lease liabilities totalling approximately RMB273 million (equivalent to approximately HK\$296,413,000) and the corresponding amounts in its investment properties. The total fair value of the investment properties recognised by the Group as of 1 March 2025 amounted to RMB225 million (equivalent to approximately HK\$244,565,000).

* For identification purpose only

- (iv) On 27 April 2026, through mutual agreement among the new landlord of Level 1 of Zone C Shopping Mall, China Orient Asset Management Co., Ltd. Hainan Branch* (中國東方資產管理股份有限公司海南省分公司) (“**China Orient Hainan**”), Zhongyuan Jinyi, and the Company’s subsidiary, Zhengzhou Yichi Commercial Operation Management Co., Ltd.* (鄭州義尺商業運營管理有限公司) (“**Zhengzhou Yichi**”), it was decided to terminate the lease relationship under the original Zone C Shopping Mall lease agreement concerning Level 1, effective 31 December 2025. Subsequently, a new lease agreement for the area was executed between Zhengzhou Yichi and China Orient Hainan, effective from 1 January 2026, covering a leasable area of 15,318.48 square metres. The lease term ran for 5 years from 1 January 2026 to 31 December 2030. The arrangement is considered a termination of the original lease agreement, since the original lease agreement no longer included the leased area pertaining to Level 1 of Zone C Shopping Mall from 1 January 2026.

As a result of this termination, the Group derecognised lease liabilities associated with the original lease agreement as of 31 December 2025, which were approximately RMB245 million (equivalent to approximately HK\$272,847,000). This amount is recognised as a gain on termination of lease in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2026. Concurrently, the termination of the original lease agreement required the Group to derecognise the associated amount from its investment properties as of 31 December 2025. The fair value of the investment properties derecognised by the Group amounted to approximately RMB188 million (equivalent to approximately HK\$208,778,000). Consequently, the Group recognised a loss on derecognition of investment properties of approximately HK\$208,778,000 in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2026.

The original lease agreement for the remaining area of Zone C Shopping Mall, together with the new lease agreement for Level 1 of Zone C Shopping Mall, resulted in the Group recognising new lease liabilities totalling approximately RMB221 million (equivalent to approximately HK\$245,110,000) and the corresponding amounts in its investment properties. The total fair value of the investment properties recognised by the Group as of 1 January 2026 amounted to RMB166 million (equivalent to approximately HK\$184,444,000).

- (v) On 27 August 2025, Zhengzhou Longqixiang Commercial Operation Management Co., Ltd.* (鄭州龍啟翔商業運營管理有限公司) (“**Zhengzhou Longqixiang**”), an indirect non-wholly-owned subsidiary of the Company, entered into a lease agreement (the “**Longhu Lease Agreement**”) with China Orient Asset Management Co., Ltd. Anhui Branch* (中國東方資產管理股份有限公司安徽省分公司) in respect of a shopping centre known as the “Longhu Shopping Centre” (龍湖錦藝城), located at Unit -105, Unit 101, Unit 201 and Unit 529 of Block 1, Longhu Shopping Centre, No. 150 Shuanghu Avenue, Longhu Town, Zhengzhou City, Henan Province, the PRC, with a total rental area of approximately 62,583 square metres. The contractual lease term is 120 months from 1 July 2025 to 30 June 2035.

* For identification purpose only

Pursuant to a supplemental lease agreement dated 29 September 2025, the lessor confirmed that the Longhu Lease Agreement was subject to approval by the shareholders of the Company at an extraordinary general meeting. On 20 January 2026, the ordinary resolution to approve, confirm and ratify the Longhu Lease Agreement was duly passed by the shareholders. The Longhu Lease Agreement became unconditional and effective on the same date. Further details are set out in the announcements of the Company dated 29 September 2025, 31 December 2025 and 20 January 2026.

As shareholder approval was a condition precedent, the commencement date of the lease for accounting purposes under HKFRS 16 was 20 January 2026. The contractual expiry date remains 30 June 2035 and was not extended.

At the commencement date, Zhengzhou Longqixiang recognised a lease liability of approximately RMB140 million (equivalent to approximately HK\$155,753,000) and a right-of-use asset of approximately RMB144 million (equivalent to approximately HK\$160,432,000). In connection with entering into the Longhu Lease Agreement, Zhengzhou Longqixiang and the previous management company entered into a joint-assumption arrangement, under which Zhengzhou Longqixiang assumed the unpaid rent of approximately RMB4,211,000 (equivalent to approximately HK\$4,679,000) for the period from 23 December 2024 to 9 May 2025 that was originally payable by the previous management company. The assumed amount was an incremental cost of obtaining the lease and has been included as an initial direct cost in the measurement of the right-of-use asset at the commencement date.

As the Longhu Shopping Centre is held to earn rentals, the right-of-use asset is classified as an investment property under HKAS 40. Based on a valuation by an independent qualified professional valuer, the fair value of the investment property as at 20 January 2026 was RMB251 million (equivalent to approximately HK\$278,889,000).

- (vi) According to the legal opinions from the Group's PRC legal adviser, the two lease contracts dated 26 April 2021 each entered into by Zhengzhou Jiachao as lessor and Zhongyuan Jinyi as lessee in respect of the Jiachao's Shopping Mall and by Zhengzhou Hanyuan as lessor and Zhongyuan Jinyi as lessee in respect of the Zone C Shopping Mall and the supplemental agreements or arrangements contemplated thereafter remain valid as of the date of this announcement.

13. TRADE AND OTHER RECEIVABLES

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Trade receivables	12,483	10,642
Less: Allowance for ECL	<u>(5,554)</u>	<u>(5,301)</u>
	6,929	5,341
Prepayments (<i>Note (i)</i>)	6,077	5,568
Other receivables (<i>Note (ii)</i>)	<u>4,868</u>	<u>8,748</u>
	<u><u>17,874</u></u>	<u><u>19,657</u></u>

Notes:

- (i) Included in the Group's prepayments balance are mainly prepaid lease payments of approximately HK\$4,574,000 and prepayments for coal procurement of approximately HK\$759,000 (2025: prepaid lease payments of approximately HK\$4,548,000).

During the year ended 30 June 2026, the Group has made an impairment loss of Nil (2025: approximately HK\$220,000) on the prepayments.

- (ii) Included in the Group's other receivables balance are mainly deposits paid of approximately HK\$1,851,000 and other tax recoverable of approximately HK\$3,040,000 (2025: deposits paid of approximately HK\$5,228,000 and other tax recoverable of approximately HK\$3,317,000).

During the year ended 30 June 2026, the Group has made a reversal of allowance for ECL of approximately HK\$4,990,000 (2025: allowance for ECL of approximately HK\$5,359,000) on the other receivables.

Trade receivables from contracts with customers as at 30 June 2026, 30 June 2025 and 1 July 2024 amounted to HK\$5,381,000, HK\$6,963,000 and HK\$13,732,000 respectively.

As at 30 June 2026 and 2025, all trade receivables of the Group were in the functional currency of the relevant group entities.

The following is an ageing analysis of trade receivables after deducting the allowance for ECL presented based on date of rendering of services:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
0 – 60 days	3,212	2,660
61 – 90 days	803	79
Over 90 days	<u>2,914</u>	<u>2,602</u>
Trade receivables	<u><u>6,929</u></u>	<u><u>5,341</u></u>

The Group measures allowance for ECL on trade receivables at an amount equal to lifetime ECL.

As at 30 June 2026, trade receivables over 90 days, net of allowance for ECL, amounted to HK\$2,914,000 (2025: HK\$2,602,000) were past due but not impaired. The Group has evaluated the credit quality of the relevant customers or tenants and, based on both historical and forward-looking information, has determined that there has not been a significant change in the credit quality of these customers or tenants, and the balances are still considered to be fully recoverable. The Group does not hold any collateral against these balances, except for the deposits received from tenants.

The Group's trade and other receivables balance as at 30 June 2026 included amounts from the Related Company against which allowances for ECL have been recognised. These comprised approximately HK\$875,000 (2025: HK\$875,000) in trade receivables for operational support services and approximately HK\$305,000 (2025: HK\$5,305,000) in other receivables, held as security for aircraft capacity.

14. LOAN RECEIVABLES

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Gross carrying amount of loan and interest receivables	230,996	198,064
Less: Allowance for ECL	<u>(199,078)</u>	<u>(190,038)</u>
	<u><u>31,918</u></u>	<u><u>8,026</u></u>

The Group held two loan receivables as at 30 June 2026 being loan receivables (a) and (c) (2025: two, being loan receivables (a) and (b)), the details of which are as follows:

- a) On 28 April 2021, the Group entered into an agreement with an independent third party (“**Borrower I**”) to lend RMB250,000,000 (equivalent to approximately HK\$294,118,000). The loan was interest-bearing at 7.500% per annum and due on 27 April 2022. The loan was secured by 25% equity interests of Zhengzhou Jiachao and 25% equity interests of Zhongyuan Jinyi both held by a former non-controlling shareholder of a subsidiary (“**Guarantor I**”).

On 19 November 2021, the Group entered into the first supplemental agreement with Borrower I, Guarantor I and a new guarantor which is an independent third party (the “**Guarantor II**”). Pursuant to which, the principal amount of loan receivable was revised from RMB250,000,000 (equivalent to approximately HK\$294,118,000) to RMB210,000,000 (equivalent to approximately HK\$253,012,000) and the share charged over the 25% equity interests of Zhongyuan Jinyi held by a former non-controlling shareholder of a subsidiary was released. At the same time, the Group received RMB40,000,000 (equivalent to approximately HK\$48,193,000) for repayment of principal and the interest receivables remained outstanding.

On 29 June 2022, the Group and the Borrower I entered into the second supplemental agreement to (i) extend the maturity date of loan receivable and agree to repay the outstanding balance by three instalments. The last instalment was due on 27 April 2023; and (ii) revise the interest rate of loan receivable to 4.785% per annum effective from 28 April 2022 and up to and including 27 April 2023.

As at 30 June 2023, the loan receivable outstanding amounted to RMB174,346,000 (equivalent to approximately HK\$187,469,000). The Group assessed the credit risk of the renewed loan based on the Borrower I’s repayment ability, financial status and communications with the Borrower I. The Group has not yet reached any consensus with the Borrower I with respect to a revised repayment schedule for the renewed loan. Hence, Borrower I was considered to be in default as of 27 April 2023, and therefore, the loan receivable has been transferred to stage 3 lifetime ECL and fully impaired during the year ended 30 June 2023.

Following Borrower I’s default in April 2023, the Group initiated legal proceedings to recover the outstanding loan through the Zhengzhou Intermediate People’s Court. The parties subsequently reached a settlement through court mediation, which was formally confirmed in a Civil Mediation Statement issued in June 2025. Under the mediated agreement, the first installment payment is due by 31 December 2025, with subsequent payments structured through June 2030. The agreement stipulates that interest obligations will be waived only upon full compliance with all repayment terms.

If Borrower I fails to fulfill its payment obligations in accordance with any of the deadlines and amounts agreed upon in the mediation agreement, the Group shall have the right to apply to the People's Court for compulsory execution of the following: (i) the principal and interest owed by Borrower I (the interest includes approximately RMB39,625,000 and that which is calculated based on the unpaid principal at an annual interest rate of 3.10% from 18 December 2024 (the next day of the prosecution date) to the actual repayment date) and the case handling fee; (ii) the Group has the right to receive priority compensation for the proceeds from the discount, auction, or sale of the 25% equity interest in Zhengzhou Jiachao within the scope of the loan involved in the case; and (iii) Guarantor I and Guarantor II assume joint and several liability for the loan involved in the case of Borrower I.

Since Borrower I failed to settle the first scheduled payment on time, i.e., to repay the principal of RMB5 million before 31 December 2025, the Group applied to the People's Court for compulsory execution in January 2026. The case entered the property investigation and control stage. After exhaustive investigation measures by the Court, including online asset searches and enquiries with relevant local courts, no executable assets of material value were identified. On 29 May 2026, the People's Court issued an execution ruling terminating the current execution procedure, confirming that the debtors had no property available for enforcement at that time.

As at 30 June 2026, the Group held collateral consisting of 25% equity interests of Zhengzhou Jiachao, a former subsidiary of the Company, to secure the loan receivable with an aggregate gross principal amount of RMB140,021,000 (equivalent to approximately HK\$160,944,000) (30 June 2025: RMB140,021,000 (equivalent to approximately HK\$153,870,000)) and related gross interest receivables of RMB32,913,000 (equivalent to approximately HK\$37,831,000) (30 June 2025: RMB32,913,000 (equivalent to approximately HK\$36,168,000)). The loan receivable was fully guaranteed by Guarantor I and Guarantor II. Neither an additional allowance nor a reversal of an allowance for ECL has been recognised in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2026 (30 June 2025: Nil). Notwithstanding the People's Court's ruling, the Group maintained a full impairment on the loan receivable to exercise financial prudence. The Group retains the legal right to enforce the full debt amount and exercise its secured guarantees should any recoverable assets of Borrower I, Guarantor I or Guarantor II be identified in the future, and will continue to monitor the position.

- b) On 25 April 2024, the Group entered into another agreement with a party (“**Borrower II**”) to lend HK\$18,000,000. The amount was interest-bearing at 8.500% per annum and due on 30 June 2024. The amount was secured by the Company’s two unlisted and non-transferable bonds at face value of HK\$7,000,000 and HK\$3,000,000, held by another party (“**Guarantor III**”). Both Borrower II and Guarantor III have unconditionally and irrevocably committed to not disposing of the Company’s shares they hold under any circumstances before the loan and interest are fully repaid. Additionally, at the Group’s request, they must immediately sell the Company’s shares and use the proceeds to repay any overdue loan amounts owed by Borrower II, either in whole or in part (the “**Commitment**”). As of the date of the agreement, Borrower II held 765,000 shares, while Guarantor III held 63,800,000 shares.

Between July and November 2024, pursuant to the Commitment, Borrower II sold all of the Company’s shares to repay part of the overdue loan amounts. The total repayment amount was HK\$2,200,000.

On 25 November 2024, the Group entered into a supplemental agreement with Borrower II and Guarantor III to (i) extend the maturity date of the loan receivable to 30 June 2025; (ii) revise the interest rate of the loan receivable from 8.500% per annum to 11.000% per annum; and (iii) update the status of the Commitment, under which Guarantor III unconditionally and irrevocably committed to not disposing of 15,000,000 shares of the Company under any circumstances until the loan and interest are fully repaid.

On 30 April 2025, the Group entered into a further supplemental agreement with Borrower II and Guarantor III, which amended the terms as follows: (i) the maturity date of the loan receivable was further extended to 28 February 2026; (ii) the interest rate was revised from 11.000% per annum to 8.000% per annum effective from 1 January 2025; and (iii) the Guarantor III continued to pledge all rights and interests of the two bonds with a total face value of HK\$10,000,000 to the Group as security, but was no longer required to hold the Company’s shares as collateral. The Commitment regarding the disposal restriction and forced sale of shares was thereby released.

As at 30 June 2025, being the end of the last year, the loan receivable remained outstanding, comprising a gross principal amount of HK\$6,300,000 and related gross interest receivables of HK\$1,726,000. The loan bore interest at 8.000% per annum, was fully guaranteed by Guarantor III, and was secured by the two bonds held by Guarantor III.

During the current year, Borrower II repaid HK\$6,300,000. The remaining outstanding principal and interest were subsequently settled by way of an offset arrangement against the bonds held by Guarantor III, pursuant to an agreement entered into among the Group, Borrower II and Guarantor III. As at 30 June 2026, the principal and interest had been fully settled.

- c) On 16 June 2026, Arts Award Corporation (International) Limited (“**Arts Award**”), an indirect wholly owned subsidiary of the Company, completed the acquisition of 17.90% equity interests in Edgeon Data Co., Ltd (the “**Borrower III**”) from an independent third party, Divine Consulting Group Limited (the “**Guarantor IV**”).

On the same date, Arts Award (as Lender), Borrower III (as Borrower) and Guarantor IV (as Guarantor) entered into a shareholder loan agreement (the “**Shareholder Loan Agreement**”), pursuant to which Arts Award agreed to provide a shareholder loan (the “**Shareholder Loan**”) in the principal amount of US\$8,986,000 (equivalent to approximately HK\$70,405,000) in favour of Borrower III for a term of five years after the advance date at an interest rate of 15% per annum. Guarantor IV also executed a deed of guarantee (the “**Deed of Guarantee**”) in favour of Arts Award as security for the repayment obligations of Borrower III under the Shareholder Loan Agreement. The Shareholder Loan will be used by Borrower III for the purposes of the acquisitions of a parcel of land located at 875 and 876 Banyong-ri, Jangan-eup, Gijang-gun, Busan, Korea and the business rights of the Project, being a hyperscale data centre project with a contracted power capacity of 270,000 KVA (equivalent to approximately 200MW). The grant of the Shareholder Loan was subject to the fulfilment or waiver of certain conditions precedent, including, among others, that the Share Purchase Agreement had been duly executed and the Acquisition had completed and Arts Award had become a shareholder of Borrower III, and that Guarantor IV had executed and delivered the Deed of Guarantee in favour of Arts Award. Please refer to the announcements of the Company dated 17 June 2026 and 21 July 2026 for further details.

Pursuant to the Shareholder Loan Agreement, Borrower III shall repay (i) the interest on the last Business Day of each calendar quarter following the Advance Date; and (ii) the principal amount of the Shareholder Loan together with all unpaid interest on the Maturity Date. Arts Award may, at any time from and after the date that is six months after the Advance Date, by giving written notice to Borrower III, demand immediate repayment of the whole or any part of the outstanding principal amount of the Shareholder Loan, together with all accrued and unpaid interest and any other amounts due under the Shareholder Loan Agreement. Such call right is absolute and unconditional and may be exercised whether or not an event of default has occurred. Accordingly, the loan receivable is presented as a current asset.

On 26 June 2026, the Group advanced a principal amount of approximately US\$4,089,000 (equivalent to approximately HK\$32,154,000) to Borrower III pursuant to the Shareholder Loan Agreement.

As at 30 June 2026, the outstanding principal of the loan receivable amounted to approximately US\$4,089,000 (equivalent to approximately HK\$32,154,000), and the related interest receivable amounted to approximately US\$8,000 (equivalent to approximately HK\$67,000), aggregating approximately US\$4,097,000 (equivalent to approximately HK\$32,221,000). The loan receivable was fully guaranteed by Guarantor IV under the Deed of Guarantee.

The Group assessed the impairment risk of the loan receivable in accordance with HKFRS 9 and measured the allowance for ECL using the ECL model. An independent valuer was engaged to measure the ECL allowance on the loan receivable from Borrower III as at 30 June 2026. The assessment took into account Borrower III's repayment ability and financial position, the guarantee arrangements, and communications with Borrower III and Guarantor IV. As at 30 June 2026, the loan was newly originated, was not overdue and there were no adverse indicators or events of default. The loan receivable was therefore classified as stage 1 and measured on a 12-month ECL basis.

Based on the above parameters and after taking into account forward-looking adjustments, the independent valuer determined that the ECL on the loan receivable as at 30 June 2026 amounted to approximately US\$38,000 (equivalent to approximately HK\$303,000). An allowance for ECL of the aforesaid amount was recognised in the consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2026. The Group will continue to monitor Borrower III's repayment ability and financial position, the effectiveness of the guarantee provided by Guarantor IV, and the subsequent progress of the Project.

Loan receivable (a) is denominated in RMB, the functional currency of the relevant group entities, while loan receivable (b) is denominated in HK\$ and loan receivable (c) is denominated in US\$.

Reconciliation of gross carrying amount of loan receivables, including interest receivables for the years ended 30 June 2026 and 30 June 2025 are as follows:

	2026 HK\$'000	2025 HK\$'000
As at 1 July	198,064	204,278
Addition	32,154	–
Repayment	(6,300)	(11,700)
Interest receivable	451	1,399
Offset with bonds	(2,110)	–
Exchange realignment	8,737	4,087
As at 30 June	<u>230,996</u>	<u>198,064</u>

15. LEASE LIABILITIES

The exposure of the Group's lease liabilities are as follows:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Current	93,990	72,637
Non-current	<u>475,484</u>	<u>374,743</u>
	<u>569,474</u>	<u>447,380</u>
– within one year	93,990	72,637
– more than one year but not more than two years	60,427	47,924
– more than two years but not more than three years	59,532	40,164
– more than three years but not more than five years	108,587	74,957
– more than five years	<u>246,938</u>	<u>211,698</u>
	569,474	447,380
Amounts due for settlement within one year (shown under current liabilities)	<u>(93,990)</u>	<u>(72,637)</u>
Amounts due for settlement after one year (shown under non-current liabilities)	<u>475,484</u>	<u>374,743</u>

The weighted average IBRs applied to lease liabilities as at 30 June 2026 ranged from 2.49% to 6.70% (2025: 2.49% to 6.70%).

Reconciliation of the Group's lease liabilities are as follows:

	30 June 2026 HK\$'000	30 June 2025 HK\$'000
Balance at the beginning of the year	447,380	630,994
Termination of lease – Zone C Shopping Mall (<i>Note (i); Note (vi)</i>)	(272,847)	(308,099)
Termination of lease – Jiachao's Shopping Mall (<i>Note (v)</i>)	–	(409,439)
Additions – Zone C Shopping Mall (<i>Note (i); Note (vi)</i>)	245,110	296,413
Additions – Jiachao's Shopping Mall (<i>Note (v)</i>)	–	181,871
Additions – Longhu Shopping Centre (<i>Note (ii)</i>)	155,753	–
Additions – Industrial Park	–	59,714
Additions – Others	–	3,280
Additions on acquisition of a subsidiary	–	17,985
Offset with rental deposits (<i>Note (iii); Note (iv); Note (viii)</i>)	(17,445)	(12,367)
Offset with other receivable (<i>Note (vii)</i>)	–	(13,733)
Interest expenses	22,637	24,347
Repayment	(35,020)	(35,280)
Exchange realignment	23,906	11,694
	569,474	447,380
Balance at the end of the year	569,474	447,380

Notes:

- (i) Please refer to note 12(iv) to the consolidated financial statements for the details of termination of lease of Zone C Shopping Mall.
- (ii) Please refer to note 12(v) to the consolidated financial statements for the details of addition of new lease of Longhu Shopping Centre.
- (iii) Zhengzhou Jiachao agreed that the rental payment of approximately RMB7,825,000 (equivalent to approximately HK\$8,695,000) was setoff with the rental deposit due from the landlord during the year ended 30 June 2026.
- (iv) Zhengzhou Hanyuan agreed that the rental payment of approximately RMB7,875,000 (equivalent to approximately HK\$8,750,000) was setoff with the rental deposit due from the landlord during the year ended 30 June 2026.
- (v) Please refer to note 12(i) and note 12(ii) to the consolidated financial statements for the details of termination of lease of Jiachao's Shopping Mall.
- (vi) Please refer to note 12(iii) to the consolidated financial statements for the details of termination of lease of Zone C Shopping Mall.

- (vii) Zhengzhou Jiachao agreed that the rental payment of approximately RMB12,635,000 (equivalent to approximately HK\$13,733,000) was setoff with other receivables due from the landlord during the year ended 30 June 2025.
- (viii) Zhengzhou Jiachao agreed that the rental payment of approximately RMB11,377,000 (equivalent to approximately HK\$12,367,000) was setoff with the rental deposit due from the landlord during the year ended 30 June 2025.

16. BORROWING

	30 June 2026 HK\$'000	30 June 2025 HK\$'000
Loan from an independent third party (<i>Note</i>)	<u>40,000</u>	<u>—</u>
	<u>40,000</u>	<u>—</u>

Note:

As at 30 June 2026, the borrowing represented a loan from an independent third party which carried an interest rate of 12% per annum and was repayable within one month.

The loan was guaranteed by a director of the Company, who provided a personal joint and several guarantee for the borrowing.

17. PROVISION FOR LITIGATION

Pursuant to the judgment of the People's Court of Zhongyuan District, Zhengzhou City, Henan Province ((2024) Yu 0102 Ming Chu No. 4142*) (河南省鄭州市中原區人民法院(2024)豫0102民初4142號《民事判決書》), Zhongyuan Jinyi was ordered to make the rental payment to the creditor of Zhengzhou Jiachao, amounting to approximately RMB9,864,000 (equivalent to approximately HK\$10,722,000). Such amount was then reclassified from lease liabilities to other payables and presented as provision for litigation in the last year. On 20 June 2025, following the judgment ((2024) Yu 0102 Ming Chu No. 19276*) issued by the same court (河南省鄭州市中原區人民法院 (2024)豫0102民初19276號《民事判決書》), the appeal case between Zhongyuan Jinyi and the creditor of Zhengzhou Jiachao was concluded. According to the latest judicial ruling, the creditor is entitled to claim rental arrears of RMB14,812,000 from Zhongyuan Jinyi. Consequently, the provision for litigation has been adjusted to reflect this updated amount. As at 30 June 2026, the balance of the provision for litigation was not yet settled and stood at approximately HK\$17,025,000 (2025: HK\$16,277,000).

18. PENDING LITIGATION

Reference is made to the announcement of the Company dated 26 September 2025 in relation to the pending litigation.

On 25 June 2025 and 30 July 2025, respectively, the Company received a writ of summons and statement of claim from MSC Air Cargo SA ("MSC") filed in the High Court of the Hong Kong Special Administrative Region. The claim was for a guaranteed sum of US\$2,000,000 pursuant to an on-demand corporate guarantee issued by the Company. This guarantee was provided in favor of MSC concerning the obligations under an aircraft charter agreement between MSC and Hainan Hong Kong-Macau Aviation Development & Investment Holdings Limited, a non-wholly-owned subsidiary of the Company.

The Company obtained legal advice and intended to defend against the claim vigorously. Based on such legal advice and the management's assessment, the management believed that the Group had meritorious defenses.

Consequently, management was of the opinion that the outcome of this litigation would not have a material adverse effect on the Group's financial position or results of operations. There has been no material development in the litigation during the year ended 30 June 2026 and up to the date of approval of the consolidated financial statements. No provision for any liability has been made in the consolidated financial statements in respect of this matter.

Save for the litigation described above, there were no other material litigations nor arbitrations involving the Group during the year ended 30 June 2026 and up to the date of approval of the consolidated financial statements.

* *For identification purpose only*

19. EVENTS AFTER REPORTING PERIOD

In July 2026, the Group obtained loan facilities in aggregate of HK\$20,000,000 and US\$3,000,000, from independent third parties, each bearing interest at 12% per annum and originally repayable in July 2027. The proceeds were advanced as shareholder loans to Edgeon Data Co., Ltd. Further details of the shareholder loans are set out in note 14(c) to the consolidated financial statements.

In September 2026, the Group obtained a facility of HK\$10,000,000 bearing interest at 12% per annum and repayable in September 2027, and a facility of HK\$40,000,000 bearing interest at 8% per annum and repayable in September 2028, from independent third parties. The proceeds were applied to repay borrowings due to an independent third party as at 30 June 2026 and to continue to support the Group's investment in, and shareholder loans to, Edgeon Data Co., Ltd. The Group's outstanding borrowing of HK\$40,000,000 as at 30 June 2026 has been fully settled up to the date of this announcement.

Later in September 2026, the Group entered into further extension agreements with the independent third-party lenders of the above loan facilities obtained in July 2026 and September 2026 that were originally due in 2027, pursuant to which the maturity of each of those facilities was extended to 30 June 2028, with all other terms and conditions remaining unchanged.

In September 2026, the Group entered into two supplemental agreements with an independent third party to extend the repayment of two unlisted and non-transferable bonds with an aggregate face value of approximately HK\$7,895,000 to 31 December 2029. All other terms of the bonds remain unchanged.

Apart from the matters mentioned above, no other events have occurred that require adjustment to the consolidated financial statements nor disclosure in the notes to consolidated financial statements for the period from the end of the reporting period to the date of authorisation for issue of the consolidated financial statements.

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATIONAL AND FINANCIAL REVIEW

During the year ended 30 June 2026, the Group was principally engaged in property operating business (2025: property operating business and cargo aircraft business). The Group recorded a total revenue of approximately HK\$116,914,000 (2025: HK\$140,350,000) and a profit of approximately HK\$16,457,000 (2025: HK\$39,027,000).

Property Operating Segment

To fully unleash the Group's development potential and enhance shareholders' return, the Group has placed its business focus and resources in property operating aspect with a view to transforming property portfolio, consolidating and exploring market prospects in-depth and expand its presence in relevant business.

The Group is engaged in property operating business through holding all equity interests in Zhengzhou Zhongyuan Jinyi Commercial Operation Management Co., Ltd.* (鄭州中原錦藝商業運營管理有限公司) (“**Zhongyuan Jinyi**”) and Zhengzhou Jinfu Commercial Management Co., Ltd.* (鄭州金福商業管理有限公司) (“**Zhengzhou Jinfu**”) and through three non-wholly-owned subsidiaries, Zhengzhou Zhengxu Commercial Operation Management Co., Ltd.* (鄭州正旭商業運營管理有限公司) (“**Zhengzhou Zhengxu**”), Zhengzhou Yichi Commercial Operation Management Co., Ltd.* (鄭州義尺商業運營管理有限公司) (“**Zhengzhou Yichi**”) and Zhengzhou Longqixiang Commercial Operation Management Co., Ltd.* (鄭州龍啟翔商業運營管理有限公司) (“**Zhengzhou Longqixiang**”) in the People's Republic of China (the “**PRC**”). The principal activities of Zhongyuan Jinyi, Zhengzhou Jinfu, Zhengzhou Zhengxu, Zhengzhou Yichi and Zhengzhou Longqixiang are property operating business of shopping mall.

* For identification purpose only

The Group leased the whole Zone C Shopping Mall, situated in Zhengzhou City, Henan Province, the PRC, from a number of landlords. The Zone C Shopping Mall is a 5-storey integrated commercial mall built over one level of basement commercial space with a gross floor area of approximately 80,118 square metres. The Zone C Shopping Mall is a shopping mall located adjacent to the Jiachao's Shopping Mall. The Group promoted and further rented out the Zone C Shopping Mall to various independent tenants under the respective tenancy agreements with a remaining term ranging from four to fourteen years (B1/F — expiring on 31 October 2040; 1/F — expiring on 31 December 2030; 2/F-5/F — expiring on 17 June 2036). As at 30 June 2026, approximately 138 tenants and approximately 65% of the lettable area of the Zone C Shopping Mall had been leased out as retail shops and restaurants and/or for entertainment and leisure use. The Zone C Shopping Mall offers a wide range of services and goods, including cinema, KTV, a photo shop, a bookshop, jewelries, beauty, electrical devices shops, car sales, international labels for fashion, fitness, lifestyle, casual wear/sport, kid's paradise, kid's learning and restaurants. Certain areas of the Zone C Shopping Mall are rented to tenants on short-term leases for use, including kiosks and booths of trendy and stylish items.

Also, the Group leased part of the Jiachao's Shopping Mall, situated in Zhengzhou City, Henan Province, the PRC, from the original landlord with a rental period expiring in the mid of 2036. As a result of litigation involving the landlord and a number of original creditors, certain areas are unable to generate revenue. During the year ended 30 June 2026, the Group's actual leased area was 27,749.09 square metres. Such area was sub-let to the same management company for cohesive operation while the Group would receive a fixed rental income without incurring operating and maintenance costs.

In addition, on 27 August 2025, Zhengzhou Longqixiang, an indirect non-wholly-owned subsidiary of the Company, entered into a lease agreement as the lessee in respect of the leasing of four floors of the Longhu Shopping Centre in Longhu Town, Zhengzhou City, Henan Province, the PRC, from a landlord with a rental period expiring in mid 2035 and with a gross floor area of approximately 62,583 square metres. As at 30 June 2026, the Group promoted and further rented out the Longhu Shopping Centre to over 118 tenants and approximately 98% of the lettable area had been leased out for uses such as retail shops, restaurants and/or entertainment and leisure activities. The Longhu Shopping Centre offers a diverse range of services and goods, including KTV, a supermarket, a convenience store, jewelry and watches, beauty services, electrical device shops, international fashion labels, fitness facilities, lifestyle products, casual and sportswear, maternity and baby supplies, a kid's paradise, technical learning services, and restaurants. Certain areas within the Longhu Shopping Centre are also rented on short-term leases for kiosks and booths featuring trendy and stylish items.

* *For identification purpose only*

The Group is engaged in property operating business through holding all equity interests in Zhengzhou Yingrui Property Service Co., Ltd.* (鄭州英睿物業服務有限公司) (“**Zhengzhou Yingrui**”), Zhengzhou Yinghao Property Service Co., Ltd.* (鄭州英浩物業服務有限公司) (“**Zhengzhou Yinghao**”) and Zhengzhou Yinghan Property Service Co., Ltd.* (鄭州英瀚物業服務有限公司) (“**Zhengzhou Yinghan**”) in the People’s Republic of China (the “**PRC**”). The principal activities of Zhengzhou Yingrui, Zhengzhou Yinghao and Zhengzhou Yinghan are property operating business of industrial park.

Zhengzhou Yingrui leased 42 properties with a rental period expiring in the first half of 2027 and with a gross floor area of approximately 130,873 square metres in an industrial park, namely the Zhiyun City, located in Xinmi City, Zhengzhou City, Henan Province, the PRC. The Group promoted and further rented out the Zhiyun City to approximately 74 tenants and approximately 72.54% of the lettable area had been leased out as production, processing and sales of men’s and women’s shoes, processing and sales of shoe accessories and wholesale of groceries as at 30 June 2026.

Zhengzhou Yinghao leased 9 units with a rental period expiring in the mid of 2027 and with a gross floor area of approximately 40,142 square metres in the Zhiyun City. As of 30 June 2026, the Group promoted and further rented out the area leased by Zhengzhou Yinghao to approximately 165 tenants and approximately 50.63% of the lettable area had been leased out as wholesale of snacks, stationery and toys.

Zhengzhou Yinghan leased 7 units with a rental period expiring in the first half of 2039 and with a gross floor area of approximately 41,385 square metres in the Zhiyun City. As of 30 June 2026, the Group promoted and further rented out the area leased by Zhengzhou Yinghan to approximately 188 tenants and approximately 45.87% of the lettable area had been leased out as wholesale of snacks, stationery, toys and sugar and processing of shoe accessories.

Leveraging its sophisticated operational experience and professional team, the Group effectively integrates resources from shopping malls and industrial park, attracts foot traffic through a diversified brand portfolio and achieves synergies among its properties, in order to enhance shareholders’ return.

* For identification purpose only

Investment

During the year, the Group acquired approximately 17.90% of the issued share capital of Edgeon Data Co., Ltd (“**Edgeon**”), a company incorporated in Korea with limited liability. Edgeon has entered into a real estate sale and purchase agreement and a business right sale and purchase agreement, pursuant to which Edgeon has agreed to acquire, among others, (i) the Land and the buildings situated thereon; and (ii) the project rights in developing, constructing and operating a data centre project thereon (the “**Project**”) and intends to develop and position the Project as a hyperscale data centre with a contracted power capacity of 270,000 KVA (equivalent to approximately 200MW), targeting global cloud service providers, artificial intelligence (AI) enterprises, and large internet and technology companies as its core customers. The Project leverages Busan’s strategic position as an international digital hub connecting Asia, Europe and the United States, and is expected to capture the growing demand for AI computing capacity, cloud services and high-density data processing in the region.

The acquisitions of the Land and the business right of the Project are expected to be completed by 31 December 2026. In September 2026, the Group recorded further acquisition and a deemed disposal of equity interests in Edgeon resulted from its issuance of new shares. The further acquisition could maintain the Group’s equity interest in Edgeon, in particular taking into account the dilution of shareholding resulted from the share issuance, and thus the Group’s share of its profit, which is in line with the Group’s scheduled plan and development strategy. In respect of the share issuance, as Edgeon requires sufficient working capital to proceed with the Project, the share issuance is expected to improve the cashflows and/or the debt level of Edgeon, thereby supporting its business operation.

Discontinued operations

Cargo Aircraft Charter Segment

During the year ended 30 June 2025, the Group set up a non-wholly owned Hong Kong subsidiary, Hainan-Hong Kong-Macau Aviation Development & Investment Holdings Limited (瓊港澳航空發展投資有限公司), to operate and manage certain specified cargo aircraft charter businesses including but not limited to cargo arrangement from Hong Kong to Miami and other locations (the “**Cargo Aircraft Charter Business**”). The Group provided cargo aircraft chartering services from Hong Kong to Miami for the transportation of air cargoes. However, due to the ongoing US tariff policy uncertainties that have significantly impacted the global economy and air cargo markets, it is difficult for the Group to keep existing airline and expand new airline, which also induced litigations for the Group. As such, the Group decided to cease the Cargo Aircraft Charter Business (“**Discontinued Operations**”). During the year ended 30 June 2026, the revenue and loss for the year from Discontinued Operations were Nil and approximately HK\$27,000 (2025: HK\$59,110,000 and HK\$5,973,000) respectively.

Profit for the Year

The Group recorded a profit for the year ended 30 June 2026 of approximately HK\$16,457,000 (2025: HK\$39,027,000). The gross profit margin was approximately 53.8% for the year ended 30 June 2026 (2025: 63.8%). The profit margin was approximately 14.1% (2025: 48.0%). The decrease in profit and profit margin was mainly attributable to the decrease in net gains from several one-off transactions for termination of leases and derecognition of investment properties, amounting approximately HK\$25,099,000. Compared to the six months ended 31 December 2025, the financial performance of the Group improved significantly in the second half of the year due to the change of property portfolio.

Other Income and Other Gain and Loss

Other income and other gain and loss for the year ended 30 June 2026 was approximately HK\$71,311,000 (2025: HK\$100,765,000), which comprised loss on derecognition of investment properties, gain on termination of lease, interest incomes and other kinds of incomes generated from property operating segment, such as car parking fees and other services provided to tenants. The decrease in other income and other gain and loss was mainly due to the decrease in net gains from several one-off transactions for termination of leases and derecognition of investment properties.

Loss on derecognition of investment properties was approximately HK\$208,778,000 (2025: HK\$628,370,000) and gain on termination of lease was approximately HK\$272,847,000 (2025: HK\$717,538,000). As described in note 12 to the consolidated financial statements, the portion of the lease contract entered into with the original landlord of the Zone C Shopping Mall on 26 April 2021 related to Level 1 (with an area of 15,318.48 square metres) was terminated by the new landlord, who signed a new lease agreement with a rental period to expire in December 2030 with Zhengzhou Yichi, a non-wholly-owned subsidiary of the Group. Simultaneously, derecognition of investment properties and termination of lease were therefore recorded during the year ended 30 June 2026.

Expenses

Administrative expenses amounted to approximately HK\$25,462,000 (2025: HK\$34,319,000), representing approximately 21.8% (2025: 42.2%) of revenue for the year ended 30 June 2026. Administrative expenses decreased during the year ended 30 June 2026 because of (i) lower operating expenses incurred for operating the rented premises of Jiachao's Shopping Mall during the year as a result of reduction in rental area in September 2024 and (ii) no further provision for litigation in respect of the court order requiring Zhongyuan Jinyi to make the rental payouts to the creditor.

Allowance for expected credit loss on rental deposits amounted to approximately HK\$34,664,000 (reversal of allowance for expected credit loss in 2025: HK\$12,352,000) for the year ended 30 June 2026, due to the seizure and title transfer of majority areas of the Jiachao's Shopping Mall and the Zone C Shopping Mall by a number of banks and financial institutions as a result of the exercise of their rights under pledges of the shopping malls created by their owners, which in turn increased the credit risk significantly.

The carrying value of the Group's investment properties, namely the Remaining Area of the Jiachao's Shopping Mall, the Zone C Shopping Mall, the Zhiyun City and the Longhu Shopping Centre, as of 30 June 2026 of approximately HK\$694,483,000 (2025: HK\$466,154,000) was stated at fair value based on an independent valuation as at that date, which produced a gain on fair value changes of investment properties of approximately HK\$3,236,000 (2025: loss of HK\$56,476,000). Increase in the carrying value and the gain on fair value changes of investment properties were due to additions of four floors of the Longhu Shopping Centre with a total rental area of approximately 62,583 square metres and the contractual lease term to June 2035. The Group promoted and further rented out the Longhu Shopping Centre to over 118 tenants and approximately 98% of the lettable area had been leased out. The strategic changes to the property portfolio have yielded significant positive outcomes.

Finance costs amounted to approximately HK\$23,555,000 (2025: HK\$25,147,000), representing approximately 20.1% (2025: 31.0%) of revenue for the year ended 30 June 2026. Decrease in finance costs was mainly due to lease termination with respect to certain areas of the Jiachao's Shopping Mall and the Zone C Shopping Mall involved in the litigation with several creditors of their landlords during the year ended 30 June 2025.

Loan Receivables

On 28 April 2021, an indirect wholly-owned PRC subsidiary of the Company entered into a loan agreement with Fujian Qiancheng Lujingguan Engineering Co., Ltd.* (福建千城綠景觀工程有限公司), an independent third party, (the “**Borrower**”), pursuant to which, it agreed to lend to the Borrower a loan in the principal amount of RMB250 million for a term of 12 months from the drawdown date at an interest rate of 7.5% per annum. During the year ended 30 June 2022, the principal amount was revised to RMB210 million, as well as the interest rate of 4.785% per annum. The Group keeps focusing its resources on property operating business and has no intention to commence money lending business. The Borrower approached the Group and looked for a source of financing. The entering into of the aforesaid loan agreement was due to (i) the surplus cash position of the Group; (ii) the interest income to be received by the Group; and (iii) the credit and repayment ability of the Borrower and its guarantor. On 29 June 2022, the parties agreed to extend the repayment date of the loan to 27 April 2023 (the “**Renewed Loan**”). Before extending the Renewed Loan, the Company has performed certain works to assess the credit risk and repayment ability of the Borrower and the guarantors and such works included (i) obtaining and reviewing the latest management accounts of the Borrower then available; (ii) understanding the updated business, operation and forecast of the Borrower; (iii) obtaining and reviewing certain current business contracts of the Borrower and the guarantors; and (iv) conducting updated background and corporate searches of the Borrower and the guarantors.

During the year ended 30 June 2024, the Borrower settled RMB20 million and HK\$15 million after the maturity date on 27 April 2023. Since then, the Group had not received further payments of the remaining principal amount of approximately RMB145.7 million. Pursuant to the civil mediation agreement of the Intermediate People’s Court, Zhengzhou City, Henan Province, the PRC ((2024) Yu 01 Ming Chu No.1611*) ((2024) 豫01民初1611號《民事調解書》), the Borrower shall pay the Group the principal of RMB5 million and RMB10 million before 31 December 2025 and 30 June 2026, respectively. Then the Borrower shall pay RMB15 million each before 31 December 2026, 30 June 2027, 31 December 2027, 30 June 2028, 31 December 2028, 30 June 2029 and 31 December 2029, respectively. Before 30 June 2030, the Borrower shall pay to the Group the principal of RMB25,675,000, interest of approximately RMB39,625,000 and case handling fee of approximately RMB484,000. If the Borrower can repay the principal and the case handling fee in full and on time according to the above schedules; the interest of approximately RMB39,625,000 will be waived by the Group.

* For identification purpose only

Since the Borrower failed to settle the first scheduled payment on time, i.e., to repay the principal of RMB5 million before 31 December 2025, the Group applied to the People's Court for compulsory execution in January 2026 in accordance with the following: (i) the principal and interest owed by the Borrower (the interest includes approximately RMB39,625,000 and that calculated based on the unpaid principal at an annual interest rate of 3.1% from 18 December 2024 (the next day of prosecution date) to the actual repayment date) and the case handling fee; (ii) the PRC subsidiary has the right to receive priority compensation for the proceeds from the discount, auction, or sale of one of the guarantors' 25% equity interest in Zhengzhou Jiachao within the scope of the Renewed Loan involved in the case; and (iii) the guarantors assume joint and several liability for the Renewed Loan involved in the case of the Borrower. The case entered the property investigation and control stage. After exhaustive investigation measures by the Court, including online asset searches and enquiries with relevant local courts, no executable assets of material value were identified. On 29 May 2026, the People's Court issued an execution ruling terminating the current execution procedure, confirming that the debtors had no property available for enforcement at that time.

The Renewed Loan had not been settled on its maturity date; hence, the Borrower was considered to be in default as of 27 April 2023, and the relevant loan receivable was transferred to stage 3 during the year ended 30 June 2023, where lifetime expected credit loss was recognised. Notwithstanding the People's Court's ruling, the Group has continued to maintain a full impairment on the loan receivable as a matter of financial prudence. The Group retains the legal right to enforce the full debt amount and to exercise its secured guarantees should any recoverable assets of the Borrower or the guarantors be identified in the future, and will continue to monitor the position.

Please also refer to the announcements of the Company dated 28 April 2021, 13 May 2021, 19 November 2021, 27 May 2022, 29 June 2022, 23 February 2023, 6 December 2023 and 10 December 2024, as well as the circular of the Company dated 12 August 2022 for details.

On 16 June 2026, (i) a wholly owned subsidiary of the Group (the "**Lender**"), entered into the Shareholder Loan Agreement (the "**Shareholder Loan Agreement**") with a company incorporated in Korea with limited liability which the Group held 17.9% equity interests (the "**Borrower 1**"), pursuant to which the Lender has agreed to provide a loan in favour of the Borrower 1 in the principal amount of US\$8,986,000 (equivalent to approximately HK\$70,405,000) (the "**Shareholder Loan**") for a term of five years after the date (the "**Advance Date**") on which the Shareholder Loan was made at an interest rate of 15% per annum; and (ii) a company incorporated in Hong Kong with limited liability has executed a deed of guarantee in favour of the Lender as security for the repayment obligations of the Borrower 1 under the Shareholder Loan Agreement. As at year end, approximately US\$4,089,000 (equivalent to approximately HK\$32,154,000) has been drawn down. Up to the date of this announcement, the principal amount of US\$8,986,000 (equivalent to approximately HK\$70,405,000) has been fully drawn down by the Borrower 1. An allowance for expected credit loss on this loan receivable

of approximately HK\$303,000 was recognised for the year ended 30 June 2026 (2025: Nil). Pursuant to the terms and conditions of the Shareholder Loan Agreement, Borrower 1 shall repay (i) the interest on the last business day of each calendar quarter following the Advance Date; and (ii) the principal amount of the Shareholder Loan together with all unpaid interest on the maturity date, being the date falling five years after the Advance Date. The Group will continue to monitor the implementation of the repayment schedule. The Group considers this investment to be an extension of its property operating business and a commencement of its data centre business.

Furthermore, another loan receivable with a remaining principal of HK\$6,300,000 was repaid during the year. The remaining outstanding principal and interest were subsequently settled by way of an offset arrangement against the bonds held by guarantor. As at 30 June 2026, the principal and interest had been fully settled.

Dividend

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

Events after the Reporting Period

Please refer to note 19 to the consolidated financial statements for details.

Save as disclosed in note 19 to the consolidated financial statements, the Directors are not aware of any significant event requiring disclosure that has taken place subsequent to 30 June 2026 and up to the date of this announcement.

FUTURE PLANS AND PROSPECTS

With a steadfast focus on achieving optimal outcomes for all stakeholders, the Group continues to broaden its income streams outside conventional property management. Through the targeted allocation of material resources, the Group is capturing new, high-growth business opportunities to insulate the Group from cyclical real estate fluctuations and ensure consistent, long-term asset appreciation.

The Group will continue to provide rental, management and operating services to a broader base of tenants across different types of properties and locations. Building on the properties already under lease and in operation, the Group persists in upgrading the tenant mix by introducing more popular brands and diversifying tenant types to meet the needs and interests of customers of different ages and backgrounds. To this end, the Group conducts large-scale marketing and promotion activities during eastern and western festivals to raise the popularity of the shopping malls; participates in food exchange forums each year through food and beverage suppliers of the industrial park to enhance their marketability and professionalism; provides small advertising spaces and spray-painted banners in the industrial park; pays close attention to merchants'

operations; assists key merchants in a timely manner; and follows market trends so that appropriate management decisions can be made promptly, thereby generating a stable stream of income and consistent cash flow for the Group.

The world keeps changing due to geopolitical tensions, regulatory changes and movable interest rate environment, and the global economy in the coming year would still be highly variable and its pace of recovery from economic uncertainties continues to fluctuate. This poses a tremendous challenge to the Group. Nevertheless, the Group has been striving to use all its resources on hand flexibly to cope with the difficulties and remains committed to navigating the complex geopolitical and economic landscape effectively. Leveraging the Group's current strategic plan and established strengths, experience and foresight, the Group continues to seize opportunities to penetrate different areas of the property operating market, explore other new market potentials and increase profit margin.

The Group will continue to deploy its resources on the property operating business including but not limited to (i) apart from the current caliber management and competent employees of its subsidiaries, recruit more candidates with high-caliber and experience in property operating business; (ii) explore suitable properties to expand and change the Group's property management and operating portfolio; and (iii) keep implementing conservative and stringent cost control policies to maintain sufficient working capital and alleviate the financial pressure on the property operating business by imposing control over operating costs and capital expenditures and strengthening accounts receivable management.

According to the National Bureau of Statistics, the gross domestic product of the PRC in the first half of 2026 was approximately RMB69,570.4 billion, representing a year-on-year increase of approximately 4.7% at constant prices, within the official full-year growth target range of approximately 4.5% to 5%. The value added of the tertiary industry increased by approximately 5.2% year on year and contributed approximately 66.1% to economic growth. In the same period, the total retail sales of goods and services increased by approximately 2.7% year on year, of which retail sales of services increased by approximately 5.3%. The PRC government has continued to implement policies to expand domestic demand and promote consumption. Although the recovery in goods retail remains moderate, the relatively firmer growth in services consumption is expected to provide a more supportive backdrop for the Group's shopping malls and industrial park.

During the year, the Group acquired approximately 17.90% of the issued share capital of Edgeon. Edgeon has entered into a real estate sale and purchase agreement and a business right sale and purchase agreement, pursuant to which Edgeon has agreed to acquire, among others, (i) the Land and the buildings situated thereon; and (ii) the project rights in the Project and intends to develop and position the Project as a hyperscale data centre with a contracted power capacity of 270,000 KVA (equivalent to approximately 200MW), targeting global cloud service providers, artificial intelligence (AI) enterprises, and large internet and technology companies as its core customers. The

Project leverages Busan's strategic position as an international digital hub connecting Asia, Europe and the United States, and is expected to capture the growing demand for AI computing capacity, cloud services and high-density data processing in the region. This investment marks the Group's formal entry into the data centre business sector, representing a new growth driver for future development. In September 2026, the Group recorded further acquisition and a deemed disposal of equity interests in Edgeon resulted from its issuance of new shares. The further acquisition could maintain the Group's equity interest in Edgeon, in particular taking into account the dilution of shareholding resulted from the share issuance, and thus the Group's share of its profit, which is in line with the Group's scheduled plan and development strategy. In respect of the share issuance, as Edgeon requires sufficient working capital to proceed with the Project, the share issuance is expected to improve the cashflows and/or the debt level of Edgeon, thereby supporting its business operation.

Looking forward, the Group will continue to strengthen its property operating business by enhancing the value and economic returns of its existing leased properties, optimising its portfolio of operating properties, and diversifying its business when opportunities arise. The Group remains committed to pursuing diversified business development, with a view to broadening its income sources, diversifying risks and creating sustainable long-term value for shareholders.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2026, the Group had net current liabilities and total assets less current liabilities of approximately HK\$133,204,000 (2025: HK\$103,396,000) and HK\$583,072,000 (2025: HK\$429,745,000), respectively. The Group had maintained its financial position by financing its operations with internally generated resources and issue of bonds. As at 30 June 2026, the Group had cash and bank deposits (excluding restricted bank balances of approximately HK\$20,093,000) of approximately HK\$52,889,000 (2025: HK\$44,404,000). The current ratio of the Group was approximately 48.0% (2025: 41.1%).

Total equity of the Group as at 30 June 2026 was approximately HK\$52,115,000 (total equity in 2025: HK\$32,529,000). As at 30 June 2026, the Group had no banking facilities (2025: Nil). In addition, two bonds (2025: two bonds) and a borrowing amounted to approximately HK\$7,895,000 and HK\$40,000,000 respectively (2025: HK\$10,005,000 and Nil) in aggregate, measured at amortised cost, were arranged with two (2025: one) independent third parties. The gross debt gearing ratio (i.e. bonds and borrowing divided by shareholders' fund) was approximately 91.9% (2025: 30.8%). The substantial shareholders have agreed to provide the Company with sufficient financial support to enable the Company to meet its obligations to third parties as and when they fall due and to continue as a going concern.

Though the return of funds has slowed down since 2020 as a result of the pandemic, the Group still has maintained and will continue to maintain a reasonable amount of working capital on hand in order to maintain its financial position, and sufficient resources are expected to be generated from its business operations and financial support from the substantial shareholders of the Company in meeting its short-term and long-term obligations.

FINANCING

As at 30 June 2026, the Group had no banking facilities (2025: Nil). In addition, two bonds (2025: two bonds) and a borrowing denominated in Hong Kong dollars and amounted to approximately HK\$7,895,000 and HK\$40,000,000 respectively (2025: HK\$10,005,000 and Nil) in aggregate, measured at amortised cost, were arranged with two (2025: one) independent third parties.

The Board believes that the existing financial resources will be sufficient to meet future expansion plans and, if necessary, the Group will be able to obtain additional financing with favourable term.

CAPITAL STRUCTURE

As at 30 June 2026, the share capital of the Company comprised ordinary shares only.

FOREIGN EXCHANGE RISK AND INTEREST RATE RISK

During the year ended 30 June 2026, the Group was not subject to any significant foreign exchange risk as most of its transactions were denominated in RMB and USD. Hence, no financial instrument for hedging was employed.

The Board monitors interest rate change exposure and may consider a hedging policy should the need arise.

CHARGE ON GROUP'S ASSETS

As at 30 June 2026, the Group did not pledge any assets to any banks or financial institutions (2025: Nil).

CAPITAL EXPENDITURE

During the year ended 30 June 2026, the Group invested approximately HK\$190,000 (2025: HK\$2,652,000) in property, plant and equipment, all was used for purchase of leasehold improvement and office equipment.

As at 30 June 2026, the Group had no capital commitments in property, plant and equipment (2025: Nil).

STAFF POLICY

The Group had 164 employees altogether in the PRC and Hong Kong as at 30 June 2026. For the year ended 30 June 2026, the total staff cost of the Group amounted to approximately HK\$21,055,000 (for the year ended 30 June 2025: approximately HK\$19,650,000), including pension and housing fund. The Group offers comprehensive and competitive remuneration, retirement schemes and benefit package to its employees. A discretionary bonus is offered to the Group's staff depending on their performance. The Group is required to make contribution to a social insurance scheme in the PRC. Moreover, the Group and its employees in the PRC are required to make respective contribution to fund the endowment insurance, unemployment insurance, medical insurance, employees' compensation insurance and birth insurance at the rates specified in the relevant PRC laws and regulations. The Group has adopted a provident fund scheme as required under the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) for its employees in Hong Kong.

The Group also provides periodic internal training to its employees.

Three independent non-executive Directors are appointed by the Company for a term of one year commencing from 26 March, 25 July and 19 September each year respectively.

PENDING LITIGATION

Please refer to note 18 to the consolidated financial statements for details.

CONTINGENT LIABILITIES

Save as disclosed in note 17 to the consolidated financial statements, the Group and the Company did not have any significant contingent liabilities.

MATERIAL ACQUISITIONS AND DISPOSALS

The Company has no material acquisitions or disposals of subsidiaries, associates and joint ventures during the year ended 30 June 2026.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Company did not have any existing plan for acquiring other material investments or capital assets as of the date of this 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 (including sale of treasury shares). As of 30 June 2026, the Company did not hold any treasury shares.

AUDIT COMMITTEE

The audit committee of the Company comprises three independent non-executive Directors. The principal duties of the audit committee include the review of the Group's financial reporting procedures, risk management and internal control and financial results. The audit committee has reviewed with the management and the external auditor the accounting principles and practices adopted by the Group and discussed auditing and financial reporting matters including the review of the consolidated financial statements and annual results for the year ended 30 June 2026.

SCOPE OF WORK OF CONFUCIUS INTERNATIONAL CPA LIMITED

The financial figures in respect of the preliminary annual results announcement of the Group for the year ended 30 June 2026 have been agreed by the Group's auditor, Confucius International CPA Limited, to the amounts set out in the Group's audited consolidated financial statements for the year ended 30 June 2026. The work performed by Confucius International 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 assurance has been expressed by Confucius International CPA Limited on the preliminary annual results announcement.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company is committed to achieving the best corporate governance practices as a listed company. The Board believes that high standards and rigorous corporate governance practices can improve the accountability and transparency of the Company. Consequently, during the year ended 30 June 2026, the Company complied with the Corporate Governance Code contained in Appendix C1 to the Listing Rules.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS (THE “MODEL CODE”)

The Group has adopted the Model Code set out in Appendix C3 to the Listing Rules as the code of conduct regarding directors’ securities transactions. Having made specific enquiries of all Directors, each of the Directors has confirmed that he/she has complied with the required standard set out in the Model Code throughout the year ended 30 June 2026.

PUBLICATION OF RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This announcement is published on the website of the Stock Exchange at <https://www.hkexnews.hk> and on the website of the Company at <https://artgroup.etnet.com.hk>. An annual report for the year ended 30 June 2026 will be despatched to the shareholders of the Company and available on the above websites in due course.

By order of the board
Art Group Holdings Limited
Su Peixin
Chairman

Hong Kong, 30 September 2026

As at the date of this announcement, the executive Directors are Mr. Su Peixin, Dr. Wong Ho Yin, Mr. Yao Linying and Mr. Du Zhenluan; and the independent non-executive Directors are Mr. Chong Hon Wang, Ms. Chuang Yin Lam and Ms. Wang Yuqin.

* For identification purpose only