

PINE

PINE TECHNOLOGY HOLDINGS LIMITED
松景科技控股有限公司*

(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)

Stock Code 股份代號：1079

2026 ANNUAL REPORT 年度報告

* For identification purpose only
僅供識別

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FINANCIAL HIGHLIGHTS

KEY FINANCIAL FIGURES AND RATIOS

	Audited results for the year ended 30 June		
	2026 HK$'000	2025 HK$'000	Changes in %
Performance indicators			
Revenue	**289,592**	303,427	(4.56)%
Gross profit	**5,743**	4,968	15.60%
Loss for the year	**(16,723)**	(16,562)	0.97%
Loss attributable to owners of the Company	**(15,140)**	(17,128)	(11.55)%
Loss per share-basic and diluted (HK$)	**(0.011)**	(0.013)	(15.38)%
Financial health indicators			
Total assets	**95,069**	74,999	26.76%
Net current assets	**85,688**	67,501	26.94%
Cash and cash equivalents	**10,079**	68,522	(85.29)%
Liquidity and gearing			
Current ratio (times)	**10.14**	16.31	(38)%
Gearing ratio (%)	**9.86**	7	41%

CORPORATE INFORMATION

Board of Directors

Executive Directors

Mr. Yu Wei
(Chairman and Chief Executive Officer)
(Appointed on 3 October 2025)
Mr. Chen Leiyu
(Appointed on 14 November 2025)
Mr. Zhang Sanhuo
(Resigned on 3 October 2025)
Ms. An Juan
(Resigned on 14 November 2025)
Mr. Wang Shoulei
(Resigned on 22 May 2026)

Independent Non-executive Directors

Mr. Zhang Lihua
(Appointed on 14 November 2025 and resigned on 2 September 2026)
Ms. Lo Hiu Lam
(Appointed on 14 November 2025)
Mr. Song Hongdong
(Appointed on 17 June 2026)
Mr. Zhu Pengxiang
(Appointed on 2 September 2026)
Mr. Liu Haichao
(Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung
(Resigned on 14 November 2025)
Mr. Zhou Chunsheng
(Resigned on 14 November 2025)
Mr. Tian Hong
(Resigned on 14 November 2025)

Company Secretary

Ms. Lui Mei Ka

Authorised Representatives

Mr. Yu Wei
(Appointed on 3 October 2025)
Ms. Lui Mei Ka
(Appointed on 19 March 2025)
Mr. Zhang Sanhuo
(Resigned on 3 October 2025)
Mr. Chan Cheuk Ho
(Resigned on 19 March 2025)

Audit Committee

Ms. Lo Hiu Lam *(Chairman)*
(Appointed on 14 November 2025)
Mr. Zhang Lihua
(Appointed on 14 November 2025 and resigned on 2 September 2026)
Mr. Song Hongdong
(Appointed on 17 June 2026)
Mr. Zhu Pengxiang
(Appointed on 2 September 2026)
Mr. Liu Haichao
(Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung
(Resigned on 14 November 2025)
Mr. Zhou Chunsheng
(Resigned on 14 November 2025)
Mr. Tian Hong
(Resigned on 14 November 2025)

Remuneration Committee

Mr. Zhang Lihua *(Chairman)*
(Appointed on 14 November 2025 and resigned on 2 September 2026)
Mr. Yu Wei
(Appointed on 3 October 2025)
Mr. Song Hongdong
(Appointed on 17 June 2026)
Mr. Zhu Pengxiang *(Chairman)*
(Appointed on 2 September 2026)
Mr. Liu Haichao
(Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung
(Resigned on 14 November 2025)
Mr. Zhang Sanhuo
(Resigned on 3 October 2025)
Mr. Zhou Chunsheng
(Resigned on 14 November 2025)
Mr. Tian Hong
(Resigned on 14 November 2025)

CORPORATE INFORMATION

Nomination Committee
Mr. Yu Wei *(Chairman)*
(Appointed on 3 October 2025)
Ms. Lo Hiu Lam
(Appointed on 14 November 2025)
Mr. Song Hongdong
(Appointed on 17 June 2026)
Mr. Liu Haichao
(Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. Zhang Sanhuo
(Resigned on 3 October 2025)
Ms. An Juan
(Resigned on 14 November 2025)
Mr. So Stephen Hon Cheung
(Resigned on 14 November 2025)
Mr. Zhou Chunsheng
(Resigned on 14 November 2025)
Mr. Tian Hong
(Resigned on 14 November 2025)

Registered Office
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

Head Office and Principal Place of Business
Unit B, 12/F., Central 88
88–98 Des Voeux Road Central
Central
Hong Kong

Principal Banker
Bank of Communications (Hong Kong) Limited

Principal Share Registrar and Transfer Agent
Conyers Corporate Services (Bermuda) Limited
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

Hong Kong Branch Share Registrar and Transfer Office
Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

Independent Auditor
ZHONGHUI ANDA CPA Limited
Certified Public Accountants
Registered Public Interest Entity Auditor

Legal Adviser
As to Hong Kong Law:
David Fong & Co.

Stock Code
1079

Website of the Company
https://www.irasia.com/listco/hk/pine

CHAIRMAN'S STATEMENT

On behalf of the board (the "**Board**") of directors (the "**Director(s)**") of PINE Technology Holdings Limited (the "**Company**"), I hereby present the annual report of the Company and its subsidiaries (collectively referred to as the "**Group**") for the year ended 30 June 2026 (the "**Year**"). For the Year, the Group's revenue was approximately HK$289.6 million, representing a decrease of approximately 4.6% compared to that of approximately HK$303.4 million last year. The Group recorded gross profit for the Year of approximately HK$5.7 million, as compared to the gross profit of approximately HK$5.0 million last year. The Group recorded a loss attributable to the owners of the Company of approximately HK$15.1 million for the Year, compared with a loss attributable to the owners of the Company for the last year of approximately HK$17.1 million.

OPERATING ENVIRONMENT

In the past 12 months, the operating environment remained competitive and uncertain, resulting in a persistently competitive pricing environment in the People's Republic of China (the "**PRC**") traditional computer components and consumer electronics wholesale market. Recognising that the margin pressure on mainstream products such as mobile phones and laptops has proved more sustained than initially anticipated, the Group has taken concrete steps to improve its margin profile by broadening the product mix to target memory storage and high performance computing ("**HPC**") related markets, which have experienced strong demand growth, driven in part by the accelerating adoption of AI-related storage applications, data centre expansion and the structural reallocation of advanced manufacturing capacity towards high-performance storage.

OUTLOOK

With the demand for global HPC services expected to further increase, related products such as memory storage components and enterprise rack servers, which have been in shortage since the fourth quarter of 2025, are generally expected to be of great demand until mid 2027. We consider the expansion of the Group's trading operations to encompass such products represents a logical extension of, and builds upon, the Group's established business in the trading of computer components and related products, and will continuously benefit the Group.

Looking forward, the Group will continue to consolidate its market position in the trading of memory storage components and enterprise rack servers, while pursuing selected growth opportunities in a disciplined manner, and maintain a cautiously optimistic stance amid an uncertain macro environment. Investment will be directed to initiatives with clear risk-return parameters and measurable milestones, alongside continued emphasis on cost management and working capital discipline. The Group will also explore opportunities to establish a research and development team to develop AI SSDs and compatible high-performance storage and inference acceleration systems, so as to better address the requirements of AI inference for memory storage components. As at the date of this annual report, the Group has not entered into any agreement, approved any research and development budget or recruited any personnel in respect of this initiative.

CHAIRMAN'S STATEMENT

APPRECIATION

On behalf of the Board, I thank the Group's management and employees for their resilience and dedication – their efforts were vital in delivering the strategic realignment of the Group's business portfolio during the Year. I also extend gratitude to our shareholders, investors, customers, and partners for their continued trust.

We remain committed to transparent governance and long-term value creation, and we look forward to steering the Group toward sustainable growth.

Yu Wei
CHAIRMAN

Hong Kong, 30 October 2026

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

The Group's revenue for the Year was approximately HK$289,592,000, representing a decrease of approximately 4.6% as compared with approximately HK$303,427,000 last year. The decrease reflects the Group's strategic realignment of its business portfolio during the Year: the Group progressively ceased its raw plastic materials trading business and its online sales of own-brand consumer electronic products, and redeployed the resources released into the trading of memory storage components and enterprise rack servers.

The Group generated revenue of approximately HK$136,078,000 from the sales of other manufacturers' computer components and consumer electronic products and others during the Year (2025: approximately HK$252,859,000), representing a decrease of approximately 46.2%. Revenue from the trading business increased to approximately HK$153,195,000 (2025: approximately HK$46,924,000), while revenue from the Group's other business segments declined.

Gross Profit and Gross Profit Margin

Notwithstanding the decrease in revenue, the Group's gross profit increased from approximately HK$4,968,000 in the last year to approximately HK$5,743,000 for the Year. The Group's gross profit margin improved from approximately 1.6% in the last year to approximately 2.0% for the Year. This improvement was mainly attributable to the trading business, the segment revenue and segment profit of which increased to approximately HK$153,195,000 and approximately HK$4,519,000 respectively (2025: approximately HK$46,924,000 and approximately HK$75,000).

Gain on Disposal of Subsidiaries

During the Year, the Group recorded a gain on the disposal of subsidiaries of approximately HK$1,131,000 (2025: nil). The gain arose from the disposal of the entire equity interest in Lizan Development Co., Limited and the related shareholders' loans at an aggregate cash consideration of HK$1,200,000, which was completed on 21 July 2025. For further details, please refer to note 29 to the consolidated financial statements in this annual report.

Impairment Loss on Intangible Assets

During the Year, the Group recognised an impairment loss on intangible assets of approximately HK$2,137,000 (2025: Nil). The impairment loss was recognised based on the Group's impairment assessment of the relevant cash-generating units in accordance with HKAS 36 "Impairment of Assets". The assessment was conducted after certain indicators of impairment were identified.

Selling and Distribution Expenses

Selling and distribution expenses mainly consist of employee costs and mandatory provident fund contributions for sales and marketing personnel. The Group's selling and distribution expenses for the Year decreased by approximately 99.5%, reaching approximately HK$7,000, compared to approximately HK$1,397,000 for the last year. Such decrease is mainly due to the substantial reduction in the scale of the provision of computer software and hardware and system development services in the PRC during the Year.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW *(Continued)*

General and Administrative Expenses

General and administrative expenses mainly consist of employee costs (including Directors' remuneration) related to the Group's administrative staff, office expenses, depreciation of right-of-use asset, amortisation of intangible assets, travelling and other expenses. These expenses increased from approximately HK$17,652,000 for the last year to approximately HK$20,230,000 for the Year, representing an increase of approximately 14.6%. The increase is mainly attributable to an increase in staff headcount and salary adjustments.

Income Tax Expense

Income tax expense for the Year comprised Hong Kong Profits Tax of approximately HK$518,000 (2025: approximately HK$16,000) and PRC enterprise income tax of approximately HK$515,000 (2025: approximately HK$573,000). Details of the Group's income tax expenses for the Year are set out in note 4 to the consolidated financial statements in this annual report.

Loss for the Year

For the Year, the Group recorded a loss attributable to the owners of the Company of approximately HK$15,140,000, as compared to a loss of approximately HK$17,128,000 for the last year, representing a reduction of approximately HK$1,988,000. The loss for the Year for the Group as a whole was approximately HK$16,723,000 (2025: approximately HK$16,562,000). The reduction at the level of owners of the Company reflects the loss of approximately HK$1,583,000 attributable to non-controlling interests during the Year (2025: profit of approximately HK$566,000).

Liquidity and Financial Resources

The Group adopts a prudent cash and financial management policy. In order to achieve better cost control and minimise the costs of funds, the Group's treasury activities are centralised and cash is generally deposited with licensed banks in Hong Kong and the PRC.

The Group's net current assets and equity attributable to owners of the Company as of 30 June 2026 were approximately HK$85,688,000 and approximately HK$83,884,000 respectively (2025: approximately HK$67,501,000 and approximately HK$66,616,000 respectively). As of 30 June 2026, net current assets included bank balances and cash of approximately HK$10,079,000 (2025: approximately HK$68,522,000).

As of 30 June 2026 and 2025, the Group had no outstanding bank borrowings.

The current ratio, being the ratio of current assets to current liabilities, was approximately 10.14 times as of 30 June 2026 (2025: approximately 16.31 times).

As at 30 June 2026, the Group's bank balances and cash amounted to approximately HK$10,079,000, as compared with approximately HK$68,522,000 as at 30 June 2025. The decrease of approximately HK$58,443,000 was principally attributable to the build-up of inventories of memory storage components and enterprise rack servers, which increased from approximately HK$218,000 to approximately HK$66,059,000, and to the increase in other receivables, partly offset by the net proceeds of the placing referred to below.

FINANCIAL REVIEW *(Continued)*

***Liquidity and Financial Resources** (Continued)*

On 22 December 2025, the Company completed a placing of 100,000,000 new shares under the general mandate at a placing price of HK$0.30 per share, raising gross proceeds of HK$30,000,000 and net proceeds of approximately HK$29,505,000. The net proceeds have been applied for general working capital of the Group, primarily for the procurement of inventory consisting of computer components and for operational and market development costs, and had been fully utilised as at the date of this annual report. Save as disclosed above, the Company did not carry out any fund raising activities by issuing new shares of the Company during the Year.

Pledge of Group's assets

The Group did not have any charge on assets for the Year (2025: Nil).

Share Capital and Capital Structure of the Company

As at 30 June 2026, the Company had 1,426,701,739 ordinary shares of HK$0.10 each in issue (2025: 1,326,701,739 shares).

Placing of Shares

On 22 December 2025, the Company completed the Placing (as defined in the announcements of the Company dated 4 December 2025, 12 December 2025 and 22 December 2025, respectively (the "**Announcements**"). An aggregate of 100,000,000 placing shares, representing approximately 7.01% of the issued share capital of the Company as enlarged by the allotment and issue of the placing shares immediately upon the completion, have been successfully placed to not less than six placees, at the placing price of HK$0.30 per placing share pursuant to the terms of the placing agreement. For details, please refer to the Announcements.

The placing price of HK$0.30 per placing share under the Placing represents: (i) a discount of approximately 9.09% to the closing price of HK$0.330 per Share as quoted on the Stock Exchange on 4 December 2025, being the date of the placing agreement; and (ii) a discount of approximately 15.25% to the average closing price of approximately HK$0.354 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the placing agreement.

The Placing was carried out to strengthen the working capital of the Group and to broaden its shareholder base. The placing shares are ordinary shares of HK$0.10 each in the capital of the Company, with an aggregate nominal value of HK$10,000,000. The Placing Price of HK$0.30 per placing share represented a discount of approximately 9.09% to the closing price of HK$0.330 per Share as quoted on the Stock Exchange on 4 December 2025, being the date of the Placing Agreement. The aggregate gross proceeds of the Placing were approximately HK$30.0 million. The aggregate net proceeds of the Placing, after the deduction of related fees and expenses, were approximately HK$29.51 million, and the net price per placing share was approximately HK$0.295.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW *(Continued)*

The Group intends to apply the net proceeds from the Placing solely towards its existing business operations. The intended allocation and actual utilisation are set out below:

Category	Approximate Amount *(HK$ million)*	Utilised Amount as at 30 June 2026 *(HK$ million)*	Purpose
Procurement of Inventory Primarily Consisting of Computer Components	25.0	25.0	To meet customer demand, support ongoing trading activities and improve responsiveness to customer orders.
Operational & Market Development Costs	4.51	4.51	Expansion of the Group's current sales and procurement functions, including modest recruitment within existing departments, and general administrative and logistical support directly related to the trading of computer components, such as freight arrangements, warehousing support and logistics services connected to the Group's trading activities.
Total	29.51	29.51	

Save as the Placing, the Company did not carry out any fund raising activities by issuing new shares of the Company during the Year.

Gearing Ratio

As at 30 June 2026, the gearing ratio of the Group based on total liabilities over total assets was approximately 9.86% (2025: approximately 7%).

Foreign Exchange Exposure

The Group's monetary assets, liabilities and transactions are mainly denominated in Hong Kong dollars and Renminbi. The Group is mainly exposed to foreign exchange risk with respect to Renminbi which may affect the Group's performance. The Group regularly reviews the balances of assets and liabilities and the currencies in which the transactions are denominated so as to minimise the Group's exposure to foreign currency risk. During the Year, no financial instruments had been used for hedging purpose. The Directors are of the view that the transactional exposure of the Group in currencies other than the functional currencies is maintained at an acceptable level.

BUSINESS REVIEW

During the Year, the Group undertook a strategic realignment of its business portfolio in response to persistent China-US trade tensions, tariff uncertainties and a slower than expected recovery in Mainland China, the Group's principal procurement and sales market, where both consumer and enterprise spending remained cautious and price competition intensified. Management reviewed the long-term potential of each business line and the efficiency of resource allocation, and determined to concentrate the Group's strategic focus on the core areas offering higher growth potential and greater synergy. Revenue for the Year decreased by approximately 4.6%, principally reflecting the progressive cessation of the raw plastic materials trading business and of the online sales of own-brand consumer electronic products, and the redeployment of the resources released into the trading of memory storage components and enterprise rack servers. Profitability remained modest, reflecting value-oriented consumption, month-to-month price volatility and the prudent pricing adopted to protect market share and to mitigate inventory risk. Management prioritised risk control and cash generation through disciplined forecasting, procurement and working capital management, and no material bad debts or additional impairment of trade receivables were recorded during the Year.

Group's Brand Products

For the Year, segment revenue and segment loss from the Group's brand products were approximately HK$122,000 and approximately HK$179,000 respectively (2025: segment revenue of approximately HK$641,000 and segment profit of approximately HK$467,000). This segment comprises the sale of computer components and consumer electronic products under the Group's own brand. During the Year, the Group progressively ceased its online sales of own-brand consumer electronic products, and the segment revenue and segment results declined accordingly.

Other Brand Products

For the Year, segment revenue and segment profit from other brand products were approximately HK$136,078,000 and approximately HK$862,000, respectively (2025: approximately HK$252,859,000 and approximately HK$1,959,000). This segment comprises: (i) sales of other manufacturers' computer components (the "**Other Computer Components**"); and (ii) sales of consumer electronic products, including mobile phones, laptops, tablets, security cameras, wireless mice, USB flash drives, external hard disks, printers and monitors (the "**Other Electronic Products**", and together with the Other Computer Components, the "**Other Products**").

The Group primarily sold Other Products to distributors and retailers across Asia. The Directors consider that this channel mix supports stable profitability and higher volume while reducing time and costs relative to direct sales to individual end users.

During the Year, revenue from this segment decreased by approximately 46.2%, reflecting the Group's decision to scale down this business in order to concentrate resources on its core businesses. The decrease was concentrated in the second half of the Year: segment revenue for the six months ended 31 December 2025 was approximately HK$120,712,000, whereas segment revenue for the six months ended 30 June 2026 was approximately HK$15,366,000. In response to weaker growth momentum in the PRC and cautious consumer sentiment, the Group adopted prudent and competitive pricing to preserve market share and to address price sensitive demand, and adjusted the product mix to include more stable demand items with relatively lower margins.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW *(Continued)*

Other Brand Products (Continued)

Under the prevailing economic conditions, management prioritised risk management. Through segment specific sales forecasting and stringent procurement controls, this segment avoided over-ordering, and no provision for obsolete inventories was required in respect of this segment. In addition, rigorous credit assessments for new customers effectively contained receivables risk. No material bad debts were recorded for this segment and no additional impairment of trade receivables was required.

Trading Business

During the Year, the Group strategically shifted the focus of its trading business to the trading of memory storage components. The Group procures memory storage components through its established supply network, takes title to them and holds them as inventory, and on-sells them to its customers. The Group accordingly bears inventory risk, including price volatility risk and obsolescence risk, and manages those risks by matching procurement against indicative customer demand and by keeping inventory holding periods at levels which management considers manageable.

As a value-added service, the Group uses its own technical personnel to re-test and reconfigure memory storage components so as to suit customers' particular requirements. Those personnel have the necessary experience in solid state drives and high-performance storage systems and are able to optimise the configuration of the components to customers' specifications. This differentiates the Group's products from standard off-the-shelf products of the same model, enables the Group to meet customer specifications that are not readily available in the market, and supports value-based pricing of the reconfigured products.

The Group also trades in enterprise rack servers as principal, procuring servers from authorised distributors and other suppliers within its established supply network, taking title to them and holding them as inventory before on-selling them to its customers. As a value-added service, the Group reconfigures the storage systems of those servers to customers' requirements using its own inventory of storage components. This creates operational synergies with the memory storage component business, because the same inventory of storage components may either be sold directly or used for server reconfiguration, allowing the Group to allocate it flexibly between the two product categories according to prevailing demand.

During the Year, revenue from the trading business, comprising memory storage components and enterprise rack servers, increased significantly. Segment revenue and segment profit were approximately HK$153,195,000 and approximately HK$4,519,000 respectively (2025: approximately HK$46,924,000 and approximately HK$75,000), of which revenue from the trading of memory storage components was approximately HK$30,347,000 and revenue from the trading of enterprise rack servers was approximately HK$122,848,000. The improvement in segment results was principally attributable to market demand for the Group's new business direction and to the expansion of the Group's procurement scale. The segment continued to operate on a thin margin.

BUSINESS REVIEW *(Continued)*

***Trading Business** (Continued)*

As at 30 June 2026, the Group's inventories amounted to approximately HK$66,059,000 (2025: approximately HK$218,000). The increase reflects a stock reserve built up by the Group for strategic reasons rather than any difficulty in selling or any accumulation of slow-moving inventory. The Directors have carried out an assessment of net realisable value in accordance with HKAS 2 and consider that no provision for inventories was required as at 30 June 2026. The Group will continue to monitor the market prices of, and demand for, memory storage components and to optimise its inventory management.

Computer Software and Hardware and System Development Service

The scale of this segment's operations was substantially reduced during the Year. Segment revenue decreased significantly by approximately 93%, to approximately HK$197,000 (2025: approximately HK$3,003,000), and the segment recorded a loss of approximately HK$8,142,000 (2025: segment profit of approximately HK$1,226,000). The decline was principally attributable to the Group's change in business strategy and the redeployment of resources from this segment to its core businesses of trading in memory storage components and enterprise rack servers. In addition, an impairment loss on intangible assets of approximately HK$2,137,000 was recognised in respect of this segment during the Year; under the Group's segment reporting policy that impairment loss is not included in the segment loss referred to above.

The joint venture company established in Shenzhen, the PRC on 23 January 2024 (the "**JV Company**"), in which the Group indirectly holds a 51% equity interest, forms part of this segment. Although the segment's overall performance during the Year was below expectations, management remains confident in the JV Company's technical capabilities and its long-term development, and will continue to assess its potential synergies with the Group's core businesses.

BUSINESS OUTLOOK

The Group will continue to consolidate its market position in the trading of memory storage components and enterprise rack servers, while pursuing selected growth opportunities in a disciplined manner, and maintains a cautiously optimistic stance amid an uncertain macro environment. Investment will be directed to initiatives with clear risk-return parameters and measurable milestones, alongside continued emphasis on cost management and working capital discipline.

Looking forward, the Group intends to establish a research and development team to develop AI SSDs and compatible high-performance storage and inference acceleration systems, so as to better address the requirements of AI inference for memory storage components. As at the date of this annual report, the Group has not entered into any agreement, approved any research and development budget or recruited any personnel in respect of this initiative. This is expected to create closer synergies with the Group's enterprise rack server business and to enable the Group to offer more complete storage and computing solutions to AI-related enterprise customers. The Group will optimise procurement, pricing and expense efficiency and maintain prudent risk controls over credit, inventory and liquidity.

MANAGEMENT DISCUSSION AND ANALYSIS

SIGNIFICANT INVESTMENTS AND MATERIAL ACQUISITIONS AND/OR DISPOSALS

Save for the disposal of the entire equity interest in Lizan Development Co., Limited and the related shareholders' loans at an aggregate cash consideration of HK$1,200,000, which was completed on 21 July 2025 and which the Directors do not consider to be material, there was no significant investment held by the Group, nor were there any material acquisitions and/or disposals of subsidiaries, associates and joint ventures during the Year.

FUTURE PLAN FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As at 30 June 2026, the Group did not have any plan for material investments or capital assets in the coming year, save as disclosed in the section headed "Business Outlook" above. Shareholders' attention is drawn to the announcement of the Company dated 16 July 2026 in relation to the proposed rights issue, under which approximately HK$52.5 million and approximately HK$36.8 million of the net proceeds are intended to be applied towards the procurement of inventories of memory storage components and enterprise rack servers respectively.

EMPLOYEES AND REMUNERATION POLICY

The Group ensured that its employees are remunerated according to the prevailing manpower market conditions, individual performance, qualification, experience and the remuneration policies, which are reviewed on a regular basis. As at 30 June 2026, the Group had 29 employees, including 2 executive Directors and 3 independent non-executive Directors, at market remuneration with employee benefits such as medical coverage, insurance plan, retirement benefits schemes and discretionary bonus. Staff costs, including Directors' emoluments, were approximately HK$14,363,000 for the Year as compared with that of approximately HK$12,165,000 last year.

CAPITAL COMMITMENT AND CONTINGENT LIABILITIES

The Group had no material capital commitment and contingent liabilities as at 30 June 2026 (2025: Nil).

EVENTS AFTER THE REPORTING PERIOD

On 16 July 2026, the Company announced a proposed rights issue (the "**Rights Issue**") on the basis of one rights share for every two existing Shares held on the record date, at a subscription price of HK$0.15 per rights share, to raise gross proceeds of up to approximately HK$107.0 million and net proceeds of up to approximately HK$105.0 million by the issue of up to 713,350,869 rights shares, assuming no change in the number of Shares in issue on or before the record date. The Rights Issue is not underwritten. Shareholders and potential investors should note that the number of rights shares to be allotted, and accordingly the net proceeds to be raised, will depend on the level of acceptances received, and that the Company may raise materially less than HK$105.0 million. As set out in the prospectus dated 12 October 2026 (the "**Prospectus**"), the prospectus documents were despatched on 12 October 2026. The latest time for acceptance of and payment for the rights shares is 4:00 p.m. on 27 October 2026 and the results of the Rights Issue are expected to be announced on 3 November 2026. Details are set out in the announcements of the Company dated 16 July 2026, 24 August 2026 and 2 September 2026 and the Prospectus.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

BOARD OF DIRECTORS

Executive Directors

Mr. Yu Wei ("**Mr. Yu**"), aged 49, was appointed as an executive Director, the chairman of the Board and the chief executive officer of the Company with effect from 3 October 2025. Mr. Yu graduated from Tsinghua University with a bachelor's degree in Engineering from the Department of Automation in 1999 and a master's degree in Engineering specialised in Control Theory and Control Engineering in 2003, and is a holder of the Fund Qualification Certificate registered under the Asset Management Association of China. He founded 蕪湖希瑪科技發展有限公司 (Wuhu Xima Technology Development Co., Ltd.*) which was principally engaged in the manufacturing and sales of computer components relating to computing and data centers in 2003 and had been the executive director of the company until 2006. He has been an executive director and fund manager of 共青城啟元致德投資管理有限公司 (Gongqingcheng Qiyuan Zhide Investment Management Co., Ltd.*) ("**Qiyuan Zhide**") since December 2016. Qiyuan Zhide is a qualified fund management institution in private equity investment and venture capital investment registered under the Asset Management Association of China and specialised in the industry of computer components and systems, including computer memory, computing power center, data center and semiconductor chip. Equipped with solid academic knowledge and industry experience, Mr. Yu had become an investor focusing on listed companies in the information technology industry in the PRC since 2007. In 2012 to 2016, Mr. Yu joined 北京深藍啟明投資管理有限公司 (Beijing Shenlan Qiming Investment Management Co, Ltd.*) ("**Shenlan Qiming**") as the fund manager and supervised and managed the issuance of various private equity investment products in the PRC capital market and a number of private placement activities with companies listed in the PRC. Shenlan Qiming is a qualified fund management institution in private equity investment registered under the Asset Management Association of China.

Mr. Chen Leiyu ("**Mr. Chen**"), aged 45, graduated from Hunan University of Science and Technology with a bachelor's degree in Internet of Things Engineering (物聯網工程專業). From September 2019 to April 2024, he was General Manager of the SSD Business Division at Shenzhen Demingli Technology Co., Ltd. (深圳市德明利技術股份有限公司) (001309.SZ), a company listed on the Shenzhen Stock Exchange.

From July 2017 to September 2019, he served as Sales Director at Shenzhen Shichuangyi Electronics Co., Ltd. (深圳市時創意電子股份有限公司).

From July 2007 to June 2017, he worked as Sales Manager at Shenzhen Chipbond Technology Co., Ltd. (深圳芯邦科技股份有限公司), responsible for the sales of USB/SD controllers.

* For identification purpose only

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

BOARD OF DIRECTORS *(Continued)*

Independent Non-executive Directors

Ms. Lo Hiu Lam ("**Ms. Lo**"), aged 43, is a Certified Public Accountant certified by the Hong Kong Institute of Certified Public Accountants. Academically, she graduated from The University of Hong Kong with a Master of Laws in Corporate and Financial Law and previously obtained a Bachelor of Business Administration in Accounting from The Hong Kong University of Science and Technology.

Ms. Lo has over 18 years of experience in corporate finance. In the past, Ms. Lo held senior positions in the corporate finance department of multinational bank and Chinese securities firms. She is currently an Executive Director of a corporate finance advisory firm.

Mr. Song Hongdong ("**Mr. Song**"), aged 48, graduated from the Department of Automation, Tsinghua University. He obtained his Bachelor of Engineering degree in July 2000 and Master of Engineering degree majoring in Systems Engineering in January 2003. With over 20 years of experience in corporate management, factory operations, supply chain management, sales and technology research and development, he has held various management positions in well-known enterprises.

Since November 2025, Mr. Song has served as General Manager of Xingwei Hi-Tech (Beijing) Robotics Technology Co., Ltd. (星帷高科(北京)機器人科技有限公司). Prior to this, Mr. Song has long served at various multinational corporations. He took up multiple senior management roles at Rockwell Automation (羅克韋爾自動化) and worked at Honeywell Technology R&D Laboratory Co., Ltd. (霍尼韋爾技術研發實驗有限公司).

Mr. Zhu Pengxiang ("**Mr. Zhu**"), aged 50, obtained a bachelor's degree in engineering, majoring in automation, from Tsinghua University in July 1999 and a master's degree in engineering, majoring in automation from Tsinghua University in June 2002. He has over 20 years of experience in enterprise digitalisation, strategic planning, information systems, business development and technology commercialisation.

Mr. Zhu is currently a researcher of Cunshi Think Tank (存實智庫) since April 2024. From September 2019 to April 2024, he served as chief consultant of the National Blockchain Technology Innovation Center (國家區塊鏈技術創新中心), namely Beijing Academy of Blockchain and Edge Computing (北京微芯區塊鏈與邊緣計算研究院), a Beijing-supported new-type research and development institution.

From January 2015 to September 2019, Mr. Zhu served as executive director of the Education and Training Center of Tus-Holdings Co., Ltd. (啟迪控股股份有限公司). From October 2012 to January 2015, he served as executive director of the Data Analysis and Systems Engineering Center of Tsinghua University Wuxi Research Institute (清華大學無錫應用技術研究院). Prior to that, from September 2009 to September 2012, he served as a director of Accenture (China) Co., Ltd. (埃森哲(中國)有限公司); from July 2004 to September 2009, he served as a director of Oracle China Software Systems Co., Ltd. (甲骨文(中國)軟件系統有限公司); and from July 2002 to July 2004, he served as a business representative of IBM China Company Limited (國際商業機器中國有限公司).

COMPANY SECRETARY

Ms. Lui Mei Ka ("**Ms. Lui**"), graduating from The Chinese University of Hong Kong with a degree in bachelor of business administration, is a member of the Hong Kong Institute of Certified Public Accountants. Ms. Lui currently serves as the managing director of Merit Corporate Services Company Limited. Ms. Lui has been an independent non-executive director of China Tangshang Holdings Limited (stock code: 674), GoFintech Quantum Innovation Limited (formerly known as GoFintech Innovation Limited) (stock code: 290) and Ab&B Bio-Tech Co., Ltd. JS (stock code: 2627), which are listed on the Main Board of the Stock Exchange, since 21 April 2017, 19 September 2023 and 27 May 2026, respectively. Ms. Lui was the independent non-executive director of China Tontine Wines Group Limited (stock code:389) from 30 September 2024 to 11 September 2026.

Ms. Lui has over 17 years of experience in financial management and corporate finance. From October 2016 to July 2018, she was the chief financial officer and company secretary of SR Medical Technology Company Limited (formerly known as GR Properties Limited and GR Lifestyle Company Limited) (stock code: 108), a company listed on the Main Board of the Stock Exchange, which is engaged in property development and investment. From March 2014 to May 2016, she was the company secretary and financial controller of LT Commercial Real Estate Limited, a company previously listed on the Main Board of the Stock Exchange under the stock code 112, which was engaged in property development and investment.

CORPORATE GOVERNANCE REPORT

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Company is committed to achieving and maintaining high standards of corporate governance, as the Board believes that good and effective corporate governance practices are key to obtaining and maintaining the trust of the Shareholders and other stakeholders, and are essential for encouraging accountability and transparency so as to sustain the success of the Group and to create long-term value for the Shareholders.

The Company has adopted the principles and code provisions set out in the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Listing Rules. Save for code provision C.2.1 of the CG Code, the Company has fully complied with the CG Code during the Year.

Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing.

During the Year, Mr. Zhang Sanhuo served as both the chairman (the "**Chairman**") and the chief executive officer (the "**Chief Executive Officer**") of the Company until his resignation on 3 October 2025, and Mr. Yu Wei has served as both the Chairman and the Chief Executive Officer since his appointment on 3 October 2025. The holding of both offices by the same individual deviates from code provision C.2.1 of the CG Code. The Board considers that vesting the roles of Chairman and Chief Executive Officer in a single individual who has extensive knowledge of the Group's business provides the Group with strong and consistent leadership and enables it to formulate and implement its strategies efficiently and effectively. Under the supervision of the Board and its independent non-executive Directors, a balancing mechanism exists so that the interests of the Shareholders are adequately and fairly represented. The Board will continue to review this structure from time to time.

1. BOARD OF DIRECTORS

The Board comprises the following Directors:

Executive Directors:
Mr. Yu Wei *(Chairman and Chief Executive Officer)*
(Appointed on 3 October 2025)
Mr. Chen Leiyu (Appointed on 14 November 2025)
Mr. Zhang Sanhuo *(Chairman and Chief Executive Officer)*
(Resigned on 3 October 2025)
Ms. An Juan (Resigned on 14 November 2025)
Mr. Wang Shoulei (Resigned on 22 May 2026)

Independent Non-executive Directors:
Mr. Zhang Lihua (Appointed on 14 November 2025 and resigned on 2 September 2026)
Ms. Lo Hiu Lam (Appointed on 14 November 2025)
Mr. Song Hongdong (Appointed on 17 June 2026)
Mr. Zhu Pengxiang (Appointed on 2 September 2026)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)
Mr. Tian Hong (Resigned on 14 November 2025)

1. BOARD OF DIRECTORS *(Continued)*

The biographical information of the Directors is set out in the section headed "Directors' and Senior Management's Biographies" on pages 15 to 17 of this annual report.

There is no relationship (including financial, business, family or other material/relevant relationship(s)) between the Board members.

All Directors are appointed for a fixed term of three years. The date of first appointment of each Director, and the current term of appointment of each, are set out below. The length of service of each Director is the period from his or her date of first appointment to the date of this annual report.

Mr. Yu Wei – first appointed on 3 October 2025; current term expiring on 2 October 2028.

Mr. Chen Leiyu – first appointed on 14 November 2025; current term expiring on 13 November 2028.

Ms. Lo Hiu Lam – first appointed on 14 November 2025; current term expiring on 13 November 2028.

Mr. Song Hongdong – first appointed on 17 June 2026; current term expiring on 16 June 2029.

Mr. Zhu Pengxiang – first appointed on 2 September 2026; current term expiring on 1 September 2029.

The skills matrix below sets out the skills and expertise of the current Board that are most relevant to the Company's strategy, governance and business and to enabling the Board to effectively discharge its duties and responsibilities in attaining the Company's strategic objectives and achieving sustainable and balanced development for the Group, particularly in terms of:

- Overseeing implementation of the Company's strategic imperatives to concentrate the Group's resources on the trading of memory storage components and enterprise rack servers and on the related value-added services, and to withdraw from the business lines the Group ceased during the Year;
- Promoting sustainability and governance and corporate responsibility practices across its business, markets and communities;
- Overseeing implementation of risk management framework and internal controls in view of Company as a listed company; and
- Promoting a positive and progressive culture across the organisation, enabling the Company to deliver long-term sustainable performance and fulfil its role as a responsible corporate citizen.

CORPORATE GOVERNANCE REPORT

1. BOARD OF DIRECTORS *(Continued)*

Directors' skills and experience (note)

	Executive leadership & strategy/ directorship or senior executive experience with other listed company(ies)	Industry-related business experience	Capital market experience	Accounting professionals/ financial management expertise	Legal professionals/ regulatory & compliance/risk management
Mr. Yu Wei *(Chairman and Chief Executive Officer)*	✓	✓	–	–	–
Mr. Chen Leiyu	✓	✓	–	–	–
Mr. Zhang Lihua	✓	✓	–	–	–
Ms. Lo Hiu Lam	–	–	✓	✓	✓
Mr. Song Hongdong	✓	✓	–	–	–
Mr. Zhu Pengxiang	✓	✓	–	–	–

Note:

Category	Description
Executive leadership & strategy/ directorship or senior executive experience with other listed company(ies)	• Experience in senior leadership roles; and ability to define strategic objectives, constructively question business plans, critically assess strategic opportunities and risks/threats, and develop and implement effective strategies in the context of the strategic objectives of the company's relevant policies and priorities • Directorship or senior executive role(s) in other listed companies
Industry-related business experience	• Knowledge and experience in the industry, business updates and market trends relevant to the Group's business
Capital market experience	• Experience in capital markets, including but not limited to securities, derivatives and/or commodities businesses, asset management/private equity, investment banking, and commercial banking
Accounting professionals/financial management expertise	• Accounting or financial management qualifications and/ or experience, including but not limited to experience with internal controls and/or in preparing or auditing financial statements, or experience in reviewing or analysing financial statements to assess financial viability and performance, or overseeing budgets or funding arrangements
Legal professionals/regulatory & compliance/risk management	• Legal qualifications, or experience in regulatory policies, legal or regulatory compliance matters • Experience in identifying key risks to the organisation, and monitoring effectiveness of risk management frameworks and practices

1. BOARD OF DIRECTORS *(Continued)*

Attendance Record of Directors and Committee Members

During the Year, the Board held four meetings. The attendance record of each Director at meetings of the Board and the Board committees and the general meeting of the Company held during the Year is set out in the table below:

	Number of meetings attended/total number of meetings held				
Name of Director	Board	Remuneration Committee	Audit Committee	Nomination Committee	2025 Annual General Meeting
Executive Directors					
Mr. Yu Wei (Appointed on 3 October 2025)	2/2	–	–	–	–
Mr. Chen Leiyu (Appointed on 14 November 2025)	1/1	–	–	–	–
Mr. Zhang Sanhuo (Resigned on 3 October 2025)	1/1	1/1	–	1/1	–
Ms. An Juan (Resigned on 14 November 2025)	2/2	–	–	2/2	–
Mr. Wang Shoulei (Resigned on 22 May 2026)	4/4	–	–	–	–
Independent Non-executive Directors					
Mr. Zhang Lihua (Appointed on 14 November 2025 and resigned on 2 September 2026)	1/1	–	1/1	–	1/1
Ms. Lo Hiu Lam (Appointed on 14 November 2025)	1/1	–	1/1	–	1/1
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)	1/1	–	1/1	–	1/1
Mr. Song Hongdong (Appointed on 17 June 2026)	–	–	–	–	–
Mr. Zhu Pengxiang (Appointed on 2 September 2026)	–	–	–	–	–
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)	2/2	2/2	1/1	2/2	–
Mr. Zhou Chunsheng (Resigned on 14 November 2025)	2/2	2/2	1/1	2/2	–
Mr. Tian Hong (Resigned on 14 November 2025)	2/2	2/2	1/1	2/2	–

Apart from regular Board meetings, the Chairman also held a meeting with all the non-executive Directors (including independent non-executive Directors) without the presence of any other executive Director during the Year.

CORPORATE GOVERNANCE REPORT

1. BOARD OF DIRECTORS *(Continued)*

a. Chairman and Chief Executive Officer

Pursuant to the code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing.

As Mr. Zhang Sanhuo was both the Chairman and the Chief Executive Officer with effect from 3 January 2018, and Mr. Yu Wei became the Chairman and the Chief Executive Officer since 3 October 2025, it constituted a deviation from code provision C.2.1 of the CG Code since 3 January 2018. The positions of the Chairman and Chief Executive Officer are held by Mr. Yu Wei (previously Mr. Zhang Sanhuo) who has extensive knowledge about the management. The Company believes that this structure is conducive to strong and consistent leadership, enabling the Company to formulate and implement strategies efficiently and effectively. Under the supervision of the Board and its independent non-executive Directors, a balancing mechanism exists so that the interests of the Shareholders are adequately and fairly represented. The Company considers that there is no imminent need to change this structure.

b. Independent Non-executive Directors

During the Year, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing at least one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received written annual confirmation from each of the independent non-executive Directors in respect of his independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company considers that all independent non-executive Directors are independent.

c. Company Secretary

Ms. Lui Mei Ka was appointed as the company secretary of the Company (the "**Company Secretary**") on 19 March 2025. Please see the section headed "Directors and Senior Management Biographies – Company Secretary" in this annual report for the biography of Ms. Lui. Ms. Lui is an external service provider whose primary contact person in the Group is Mr. Yu Wei, the Chairman and the executive Director.

The Company Secretary reports to the Chairman and is responsible for advising the Board on corporate governance matters. During the Year, the Company Secretary had complied with the professional training requirements under the Rule 3.29 of the Listing Rules.

1. BOARD OF DIRECTORS *(Continued)*

d. Appointment, Re-election and Removal of Directors

A Director may be appointed either by the Shareholders in a general meeting or by the Board upon the recommendation from the Nomination Committee. The Nomination Committee will take into consideration criteria such as expertise, experience, integrity and commitment in appointment of new Directors. All candidates must also meet the standards as set forth in Rules 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as independent non-executive Director should also meet the independence criteria set out in Rule 3.13 of the Listing Rules.

During the Year, the Company had complied with Rules 3.10(1), 3.10(2) and 3.10A of the Listing Rules regarding the appointment of a sufficient number of independent non-executive Directors and at least one of the independent non-executive Directors must have appropriate professional qualifications or accounting or related financial management expertise.

All Directors, including the independent non-executive Directors, are appointed for a fixed term of three years. Under code provision B.2.2 of the CG Code, every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. Under Bye-laws 111 and 115, one-third of the Directors, are subject to retirement by rotation and re-election at annual general meeting of the Company. New Directors appointed by the Board to fill a casual vacancy or as an addition to the Board during any year are required to retire and submit themselves for re-election at the first annual general meeting immediately following their appointments.

e. Distinctive Roles of the Board and the Management

The Board is collectively responsible for long-term success of the Group and interests of Shareholders. Under the leadership of the Chairman, the Board proactively promotes the success of the Group by directing and supervising its affairs in a responsible and effective manner. The principal responsibilities of the Board include the following:

(i) formulation of the Group's mission, vision and core values and promotion of the Group's corporate culture;

(ii) formulation, updating and refining of the Group's strategy and business objectives;

(iii) review and approval of the Group's business plan, major acquisitions and disposals; and

(iv) review of the policies and monitoring the implementations in relation to corporate governance, internal controls, risk management and sustainability practices.

CORPORATE GOVERNANCE REPORT

1. BOARD OF DIRECTORS *(Continued)*

e. Distinctive Roles of the Board and the Management *(Continued)*

The executive Directors are involved in the day-to-day operations of the Group's businesses and together with the members of the Company's senior management, ensure that the management is accountable to the Board, and ultimately to the Shareholders. The principal responsibilities of the senior management include the following:

(i) running of day-to-day management of the Group's businesses operation;

(ii) implementation of the Group's business plans and strategies;

(iii) design, implementation and maintenance of appropriate and effective risk management and internal control systems; and

(iv) monitoring and assessment of the performance of each business team of the Group.

f. Delegation by the Board

While at all times the Board retains full responsibility for guiding and monitoring the management and operations of the Group, in discharging its duties, certain responsibilities are delegated to:

(i) the standing Board committees of the Company namely: the Audit Committee, the Nomination Committee and the Remuneration Committee. Each Board committee's constitution, powers and duties are clearly defined by its terms of reference, and the Board committees are accountable to the Board;

(ii) the Chief Executive Officer, being delegated with the day-to-day management of the businesses of the Group, is accountable to the Board; and

(iii) the senior management team of the Group, being delegated with the responsibilities to deal with daily operational functions, is answerable to the Board.

The Board regularly reviews its arrangement for delegation of authority to ensure that such delegation is appropriate in view of the Group's prevailing circumstances and that appropriate reporting systems are in place.

1. BOARD OF DIRECTORS *(Continued)*

g. Corporate Governance Functions

The Board is responsible for performing the corporate governance functions, which include:

(i) formulating and reviewing the Group's policies and practices on corporate governance;

(ii) reviewing and monitoring the training and continuous professional development of the Directors and the senior management;

(iii) reviewing and monitoring the Group's policies and practices on compliance with legal and regulatory requirements;

(iv) formulating, reviewing and monitoring the code of conduct, guidelines and compliance manual applicable to employees and Directors; and

(v) reviewing the Group's compliance with the CG Code and disclosures in this corporate governance report.

The Board has delegated its responsibilities of performing corporate governance duties to the Audit Committee. The Audit Committee reviews the Group's policies and practices on corporate governance, reports and makes recommendations to the Board regarding matters set out in the code provisions.

h. Board Diversity

Pursuant to the CG Code, the Board has adopted a board diversity policy which was revised in June 2023 (the "**Board Diversity Policy**"). The Company recognises and embraces the benefits of having a diverse Board, and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other qualities of Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

The Nomination Committee will discuss annually for achieving diversity from a number of aspects, including but not limited to gender, age, ethnicity, skills, cultural and educational background, professional experience and knowledge. The Nomination Committee will also conduct a review of the policy periodically which will include an assessment of the effectiveness of the policy and recommend any proposed changes to rectify identified deficiencies for the approval by the Board. The Board has reviewed the implementation and effectiveness of the Board Diversity Policy for the Year and considered it to be effective.

CORPORATE GOVERNANCE REPORT

1. BOARD OF DIRECTORS *(Continued)*

i. Gender Diversity

The Company aims to avoid a single gender Board and will review the gender diversity of the Board from time to time in accordance with the business development of the Group. The Company believes the gender diversity of the Board would enhance the business development of the Group and bring more inspiration to the Board, hence gender diversity is one of the essential factors for the Company to select suitable candidate as a Director. The Board currently consists of four male Directors and one female Director.

The gender ratio in the workforce of the Group (excluding senior management) for the Year was approximately 72% male and approximately 28% female (2025: approximately 79% male and approximately 21% female) and the gender ratio in the senior management of the Group for the Year was approximately 100% male and approximately 0% female (2025: approximately 100% male and approximately 0% female). The Group encourages gender diversity across its workplace. To achieve diversity at workforce level, the Group has put in place appropriate recruitment and selection practices such that a diverse range of candidates are considered.

The Board has set the following measurable objectives for the promotion of gender diversity on the Board. The Board will at all times include at least one Director of a gender different from that of the other Directors, and will seek to raise the proportion of female Directors to not less than 20% by 31 December 2028. To develop a pipeline of potential successors to the Board, the Nomination Committee will require every shortlist of candidates for directorship to include at least one female candidate, will draw candidates from a range of professional backgrounds including finance, technology and compliance, and will review each year the female representation among the Group's senior management and the readiness of those individuals for appointment to the Board.

The Group has also adopted a policy on diversity in its workforce, including senior management. Under that policy the Group makes recruitment, remuneration, training and promotion decisions on merit and against objective criteria, having regard to the benefits of diversity of gender, age, ethnicity, cultural and educational background, professional experience and skills. The Group's measurable objective for gender diversity across the workforce is to maintain a proportion of female employees of not less than 50% and to review that proportion each year. The Board has reviewed the progress made against these objectives during the Year and considers that the progress is satisfactory.

1. BOARD OF DIRECTORS *(Continued)*

j. Board Independence

The Company has established mechanisms to ensure independent views and input are available to the Board and conducted review of such mechanisms on an annual basis. All Directors are entitled to seek, at the Company's expense, independent professional advice reasonably necessary for discharging their duties as Directors.

The Nomination Committee annually assesses the independence of independent non-executive Directors during their term of services. The Company received from each of the independent non-executive Directors a written confirmation of independence pursuant to Rule 3.13 of the Listing Rules. Based on such confirmations and the opinion of the Nomination Committee, the Company considers that all independent non-executive Directors continue to demonstrate strong independence and all remain independent.

The Board has reviewed the implementation and effectiveness of the mechanisms and considered them to be effective for the Year.

k. Evaluation of the Board's Performance

The Group conducts a formal evaluation of the Board's performance at least every two years. The Group shall perform the next Board performance review in the financial year 2026/27.

l. Directors' and Officers' Insurance

The Company has arranged appropriate insurance cover in respect of potential legal actions against the Directors and officers of the Company.

m. Continuous Professional Development

Every newly appointed Director will receive formal, comprehensive and tailored induction on the first occasion of his appointment to ensure appropriate understanding of the business and operations of the Company and full awareness of Director's responsibilities and obligations under the Listing Rules and relevant statutory requirements.

During the respective induction training session attended by Mr. Yu Wei on 3 October 2025, Mr. Chen Leiyu, Mr. Zhang Lihua, Ms. Lo Hiu Lam and Mr. Liu Haichao on 12 November 2025, Mr. Song Hongdong on 17 June 2026 and Mr. Zhu Pengxiang on 2 September 2026, an external legal adviser provided legal advice on Hong Kong laws as regards the requirements under the Listing Rules that are applicable to them as directors of a listed company, their obligations as Directors, and the possible consequences of making false declarations or giving false information to the Stock Exchange as described in Rule 3.09D of the Listing Rules. All of the above newly appointed Directors have confirmed their understanding of their obligations as directors of a listed issuer.

CORPORATE GOVERNANCE REPORT

1. BOARD OF DIRECTORS *(Continued)*

m. Continuous Professional Development *(Continued)*

Directors are continually updated on developments in the statutory and regulatory regime and the business environment to facilitate the discharge of their responsibilities. Continuing briefing and professional development for the Directors will be arranged where necessary.

During the Year, the Directors undertook continuous professional development by (i) attending external seminars, training courses, conferences and programs; or (ii) reading relevant materials and updates, relating to corporate governance practices, directors' duties, Listing Rules, relevant laws and regulations, and business development of the IT industry, with their respective training hours set out in the table below.

	Attended external training (note 1)	Self-learning (note 2)	Total training hours
Mr. Yu Wei *(Chairman and Chief Executive Officer)* (Appointed on 3 October 2025)	1①②③④⑤	8①②③④⑤	9 (note 3)
Mr. Chen Leiyu (Appointed on 14 November 2025)	1①②③④⑤	8①②③④⑤	9 (note 3)
Mr. Zhang Sanhuo *(Chairman and Chief Executive Officer)* (Resigned on 3 October 2025)	–①②③④⑤	2①②③④⑤	2 (note 3)
Ms. An Juan (Resigned on 14 November 2025)	–①②③④⑤	2①②③④⑤	2 (note 3)
Mr. Wang Shoulei (Resigned on 22 May 2026)	1①②③④⑤	8①②③④⑤	9 (note 3)
Mr. Zhang Lihua (Appointed on 14 November 2025)	1①②③④⑤	8①②③④⑤	9 (note 3)
Ms. Lo Hiu Lam (Appointed on 14 November 2025)	20①②③④⑤	8①②③④⑤	28 (note 3)
Mr. Song Hongdong (Appointed on 17 June 2026)	1①②③④⑤	–①②③④⑤	1 (note 3)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)	1①②③④⑤	8①②③④⑤	9 (note 3)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)	–①②③④⑤	2①②③④⑤	2 (note 3)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)	–①②③④⑤	2①②③④⑤	2 (note 3)
Mr. Tian Hong (Resigned on 14 November 2025)	–①②③④⑤	2①②③④⑤	2 (note 3)

Topics:

① roles, functions and responsibilities of the Board, its committees and its Directors and Board effectiveness

② obligations of the Company and duties of Directors under Hong Kong law and the Listing Rules, and relevant key legal and regulatory developments (including Listing Rules updates)

③ corporate governance and ESG matters

④ risk management and internal controls

⑤ updates on IT industry developments, business trends and strategies

1. BOARD OF DIRECTORS *(Continued)*

m. Continuous Professional Development *(Continued)*

Notes:

1. Includes attending as participant at seminars and training courses, conferences and programs organised by professional, industry, business or other external bodies or entities.

2. Includes undertaking self-study (e.g. reading relevant materials and updates).

3. Each of these Directors had participated in continuous professional development as required under Rules 3.09F and 3.09G of the Listing Rules during the Year.

The Company Secretary has taken not less than 15 hours of relevant professional training.

n. Directors' Securities Transactions

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules. Having made specific enquiry of all Directors by the Company, all Directors confirmed that they had complied with the required standards set out in the Model Code and its code of conduct regarding directors' securities transactions during the Year.

Pursuant to paragraph A.3 of Appendix C3 to the Listing Rules, the Directors are prohibited from dealing in any securities of the Company on any day on which its financial results are published and during the period of 60 days immediately preceding the publication date of the annual results.

The Company has also established written guidelines on terms no less exacting than the Model Code for securities transactions by employees (the "**Employees Written Guidelines**") who are likely to be in possession of inside information of the Company.

No incident of non-compliance with the Employees Written Guidelines by the employees was noted by the Board.

CORPORATE GOVERNANCE REPORT

2. BOARD COMMITTEES

The Board has established three committees, namely the Audit Committee, the Remuneration Committee and the Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with defined written terms of reference. The terms of reference of the Board committees are posted on the respective websites of the Company and the Stock Exchange and are available to the Shareholders upon request.

The majority of the members of each Board committee are independent non-executive Directors and the list of the chairman and members of each Board committee is set out under "Corporate Information" on page 3 of this annual report.

a. Audit Committee

During the Year, the audit committee of the Company (the "**Audit Committee**") consisted of below Directors:

Ms. Lo Hiu Lam *(Chairman)* (Appointed on 14 November 2025)
Mr. Zhang Lihua (Appointed on 14 November 2025 and resigned on 2 September 2026)
Mr. Song Hongdong (Appointed on 17 June 2026)
Mr. Zhu Pengxiang (Appointed on 2 September 2026)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)
Mr. Tian Hong (Resigned on 14 November 2025)

The Audit Committee was established with written terms of reference that sets out the authorities and duties of the Audit Committee adopted by the Board. The functions of risk management, internal control and corporate governance were adopted into the terms of reference of Audit Committee in compliance with the Listing Rules.

The main duties of the Audit Committee are to assist the Board in reviewing the financial information and reporting process, internal control procedures, risk management system, audit plan and relationship with external auditors, and arrangements to enable employees of the Company to raise, in confidence, concerns about possible improprieties in financial reporting, internal control or other matters of the Company.

During the Year, the Audit Committee held two meetings to review the interim results and report for the six months ended 31 December 2025 and significant issues on the financial reporting and compliance procedures, internal control and risk management systems, effectiveness of the internal audit function, scope of work and appointment of external auditor, and arrangements for employees to raise concerns about possible improprieties. After the end of the Year, on 17 August 2026, the Audit Committee met to review the annual financial results and report in respect of the Year. The Audit Committee also met with the Company's auditors two times for the purpose of reviewing the Company's financial reports and accounts.

2. BOARD COMMITTEES *(Continued)*

b. Remuneration Committee

During the Year, the Remuneration Committee consisted of below Directors:

Mr. Zhu Pengxiang *(Chairman)* (Appointed on 2 September 2026)
Mr. Zhang Lihua *(Chairman)* (Appointed on 14 November 2025 and resigned on 2 September 2026)
Mr. Yu Wei (Appointed on 3 October 2025)
Mr. Song Hongdong (Appointed on 17 June 2026)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)
Mr. Zhang Sanhuo (Resigned on 3 October 2025)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)
Mr. Tian Hong (Resigned on 14 November 2025)

The main functions of the Remuneration Committee include reviewing and making recommendations to the Board on the remuneration packages of individual executive Directors and senior management, the remuneration policy and structure for all Directors and senior management; establishing transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his associates will participate in deciding his own remuneration; and reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules. The Company has adopted the model under code provision E.1.2(c) of the CG Code under which the Remuneration Committee makes recommendations to the Board on the remuneration packages of individual executive Directors and senior management, rather than the model under which the committee determines those packages itself.

During the Year, the Remuneration Committee held three meetings to review and make recommendation to the Board on the remuneration policy and structure of the Company, and the remuneration packages of the executive Directors and senior management and other related matters.

Details of the remuneration of each Director for the Year are set out in Note 12 to the financial statements.

c. Nomination Committee

During the Year, the Nomination Committee consisted of below Directors:

Mr. Yu Wei *(Chairman)* (Appointed on 3 October 2025)
Ms. Lo Hiu Lam (Appointed on 14 November 2025)
Mr. Song Hongdong (Appointed on 17 June 2026)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. Zhang Sanhuo (Resigned on 3 October 2025)
Ms. An Juan (Resigned on 14 November 2025)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)
Mr. Tian Hong (Resigned on 14 November 2025)

CORPORATE GOVERNANCE REPORT

2. BOARD COMMITTEES *(Continued)*

c. Nomination Committee *(Continued)*

The main duties of the Nomination Committee include reviewing the Board's composition, developing and formulating relevant procedures for the nomination and appointment of Directors, making recommendations to the Board on the appointment and succession planning of Directors, to assess each director's time commitment and contribution to the board, as well as the director's ability to discharge his or her responsibilities effectively, to support the Company's regular evaluation of the board's performance and assessing the independence of independent non-executive Directors. The Company has adopted a nomination policy. Under that policy the Nomination Committee identifies candidates for directorship from the networks of the Directors and the management, from the recommendations of the Company's professional advisers and, where the committee considers it appropriate, through an external search firm. In selecting a candidate and recommending him or her to the Board, the Nomination Committee has regard to the candidate's character and integrity; qualifications, including professional and educational background; skills, experience and expertise relevant to the Group's business and strategy, and in particular to the trading of computer components and memory storage products; compliance with Rules 3.08 and 3.09 of the Listing Rules and, for an independent non-executive Director, the independence criteria in Rule 3.13 of the Listing Rules; the criteria in the Board Diversity Policy; and the candidate's willingness and ability to devote sufficient time to the affairs of the Company. The Nomination Committee then makes its recommendation to the Board, which decides whether to appoint the candidate or to recommend the candidate for election by the Shareholders.

During the Year, the Nomination Committee held three meetings to review the structure, size and composition of the Board and the independence of the independent non-executive Directors, to consider the qualifications of candidates for new Directors and the retiring Directors standing for re-election at the relevant annual general meeting and to conduct assessment on each Director's time commitment and contribution to the Board, as well as their ability to discharge his or her responsibilities effectively. Additional meetings may be held as and when required.

All Directors should ensure that sufficient time and attention is allocated to the Company to discharge their responsibilities. They are required to disclose to the Company the number and nature of offices held in public companies or other organisations and his or her significant commitments at the time of his or her appointment, and any subsequent changes thereto in a timely manner. Based on the assessment, the Nomination Committee considered that each Director gave sufficient time and attention to the affairs of the Company and undertook his or her responsibilities effectively during the Year, with regard to the following:

- Directors' skills and experience which are summarised in the Directors' skills matrix set out in the Corporate Governance Report;
- Each Director's role and positions at the Company and its subsidiaries, as well as his or her external directorships or offices in other companies or organisations and/or other major commitments; and
- Each Director's attendance record at the board and committee meetings of the Company during the Year.

3. AUDIT, INTERNAL CONTROL AND RISK MANAGEMENT

a. Financial Reporting

The Board is responsible for the preparation of the financial statements with the assistance of the accounting team in accordance with statutory requirements and appropriate financial reporting standards for each financial period, which shall give a true and fair view of the consolidated financial position of the Group and of the consolidated financial performance and cash flows for such financial period. During the Year under review, the Board was not aware of any material uncertainties relating to events or conditions that might cast significant doubt upon the Company's ability to continue in business. Accordingly, the Board has prepared the financial statements of the Group on a going concern basis. All the Directors acknowledged their responsibility for preparing the financial statements of the Company for the Year.

The statement of the external auditor of the Company about the auditor's reporting responsibilities on the financial statements of the Group is set out in the Independent Auditor's Report on pages 55 to 57 of this annual report.

b. Risk Management and Internal Control

The Board has overall responsibility for the system of risk management and internal control of the Company and for reviewing its effectiveness through the Audit Committee. Such system is aimed at providing reasonable but not absolute assurance against material misstatement, loss or fraud. The Board has delegated to the management the design, implementation and ongoing assessment of such internal control systems, while the Board through the Audit Committee oversees and reviews the adequacy and effectiveness of relevant internal controls and risk management procedures that have been in place.

The Board is committed to the management, identification and monitoring of risks (including risks related to environmental, social and governance) associated with its business activities and has implemented effective and sound risk management and internal controls systems to manage the risk associated with its businesses and operations. The systems comprise the following phases:

(i) Identification: identify sources of risks, business objectives and risks that could affect the achievement of objectives

(ii) Evaluation: analyse and evaluate the likelihood and impact of risks

(iii) Management: consider the risk responses and ensure effective communication to the Board and ongoing monitoring of the residual risks

The Group has established comprehensive policies, procedures and measures in areas of operational, financial, compliance and risk controls, which are updated or reviewed on a regular and timely basis, including the following:

CORPORATE GOVERNANCE REPORT

3. AUDIT, INTERNAL CONTROL AND RISK MANAGEMENT *(Continued)*

b. Risk Management and Internal Control *(Continued)*

(i) Inside Information Policy

Inside information policy of the Company has been formulated to regulate the handling and dissemination of inside information in order to ensure potential inside information being captured and confidentiality of such information being maintained until consistent and timely disclosure are made in accordance with the Listing Rules. The procedures regulate the handling and dissemination of inside information including:

- designated reporting channels for reporting potential inside information;
- restriction on access of information;
- signing of confidentiality agreements when necessary; and
- close monitoring of potential inside information by the management and proper disclosure made timely to ensure compliance with the Listing Rules when necessary.

(ii) Whistleblowing Policy

Whistleblowing policy of the Company has been formulated for the Group's employees and business partners to report any suspected or actual improprieties. An email account has been set up for this specific purpose. The Audit Committee will investigate the reported cases in a confidential and timely manner and report the results of investigations with appropriate follow-up action to the Board.

(iii) Anti-Corruption Policy

Anti-corruption policy of the Company has been formulated to safeguard against corruption and bribery. The Group has established reporting channels that are open and available for employees and business partners of the Group to report any suspected corruption and bribery. The Audit Committee is responsible for investigating the reported incidents and taking appropriate measures.

(iv) Regular Reports and Meetings

Monthly management and financial reports of the Group's business teams are prepared for the Executive Directors' review. Executive Directors hold periodic meetings with senior finance and operational management teams to review and discuss the business performance, and to address deficiencies of any key issues on a timely basis.

3. AUDIT, INTERNAL CONTROL AND RISK MANAGEMENT *(Continued)*

b. Risk Management and Internal Control *(Continued)*

(v) Operation/Compliance Guidelines

All major operations are governed by standard operating procedures/compliance manuals with authorization matrix and supplemented by written policies and procedures tailored to the respective business units and support functions.

Review and assessment of risk management and internal control systems during the Year under review were performed by:

(i) Management

The management, responsible for the design, implementation and ongoing assessment of risk management and internal control systems, reported and confirmed to the Board and the Audit Committee on the effectiveness of such systems.

(ii) Board and Audit Committee

The Board and the Audit Committee had engaged an independent internal control consultant to conduct an annual review of the risk management and internal control systems of the Group, including a review of the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal audit and financial reporting functions, under the code provision D.2.1 of the CG Code.

(iii) External Auditor

The Group's external auditor performs independent statutory audits of the Group's consolidated financial statements. The external auditor also reports to the Audit Committee any significant weaknesses in the Group's internal control, if any, identified during the course of the audit. No significant weaknesses in the Group's internal control systems were reported from the external auditor.

During the Year the Group changed the focus of its trading business from raw plastic materials to memory storage components and enterprise rack servers, and progressively ceased its online sales of own-brand consumer electronic products. The Board accordingly reassessed the risks faced by the Group, in particular the risk of a fall in the market price of its inventories and the risk of obsolescence, the concentration of its suppliers and customers, and its liquidity, and extended the Group's procurement, inventory and credit control procedures to the new product categories. Save as disclosed above, there was no significant change during the Year in the Group's assessment of its risks, including environmental, social and governance risks, or in its risk management and internal control systems.

CORPORATE GOVERNANCE REPORT

3. AUDIT, INTERNAL CONTROL AND RISK MANAGEMENT *(Continued)*

b. Risk Management and Internal Control *(Continued)*

The Board acknowledges that it is responsible for the Group's risk management and internal control systems and for reviewing their effectiveness. Having regard to the size and the complexity of the Group's operations, the Group currently does not maintain an in-house internal audit function. Nevertheless, the Board will continue to review at least annually the need for an internal audit function.

To ensure robust oversight, the Board and the Audit Committee instead appointed an independent internal control consultant to perform the review for the Group this Year in order to meet its needs. The review by the independent internal control consultant covered the financial, operational and compliance controls of the Group. No significant control failure or weakness was identified during the Year, and no control failing or weakness reported in an earlier period remained unresolved at the date of this report.

Additionally, the independent internal control consultant has assisted the management in handling the risk assessment process, including identification, analysis, evaluation, treatment, monitoring and reporting of the Group's key risks, to support the achievement of the organisation's overall strategic objectives. During the risk assessment process, the Group identified a number of key risks that may affect the Group's strategic objectives and responded to changes in the business and external environment. These risks are prioritised according to the likelihood of their occurrence and the significance of their impact on the Group's business. Remedial measures are being developed to manage these risks to an acceptable level. The results of risk assessment are reported to and discussed with the Board.

Based on the reports prepared by the management and independent internal control consultant, and also taking into account the results of the audit conducted by the external auditors, the Audit Committee and the Board considered that the Company's risk management and internal control systems are appropriate and effective for the purposes set out in Principle D2 of the Corporate Governance Code.

c. Auditor's Remuneration

The fees paid/payable to the external auditors for audit and non-audit services for the Year (and the comparative figures for the year ended 30 June 2025) are as follows:

	2026 HK$'000	2025 HK$'000
Audit services	**880**	900
Non-audit services	**0**	50
	880	950

4. SHAREHOLDERS' RIGHTS

To safeguard Shareholders' interests and rights, a separate resolution is proposed for each substantially separate issue at general meetings, including the election of individual Directors. All resolutions put forward at general meetings are voted by poll pursuant to the Listing Rules and poll results are posted on the respective websites of the Company and the Stock Exchange after each general meeting.

a. Convening a Special General Meeting by Shareholders

(i) Shareholders holding not less than one-tenth of the paid-up capital of the Company as at the date of the deposit of the requisition carrying the right of voting at general meetings of the Company may by written requisition to the Directors or the Company Secretary to require a special general meeting to be called by the Board.

(ii) The requisition must state the purposes of the meeting, and must be signed by the requisitionist(s) and may consist of several documents in like form, each signed by one or more requisitionist(s).

(iii) The signature(s) and the requisition will be verified by the Company's share registrars. The Board will proceed to convene a special general meeting for the transaction of any business specified in the requisition within 21 days from the date of deposit of such requisition if it has been validly raised.

(iv) If the Board does not within 21 days from the date of the deposit of a valid requisition proceed duly to convene a meeting, the requisitionists, or any of them representing more than one-half of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months from the said date. A meeting convened by the requisitionists shall be convened in the same manner, as nearly as possible, as that in which meetings are to be convened by the Board.

b. Putting Forward Proposals at General Meetings

(i) On the requisition in writing of (a) either any number of Shareholders representing not less than one-twentieth of the total voting rights of all the Shareholders having at the date of the requisition a right to vote at the meeting to which the requisition relates, or (b) not less than 100 Shareholders, the Company shall be under a duty to:

(1) give to the Shareholders entitled to receive notice of the next annual general meeting notice of any resolution which may properly be moved and is intended to be moved at that meeting; and

CORPORATE GOVERNANCE REPORT

4. SHAREHOLDERS' RIGHTS *(Continued)*

b. Putting Forward Proposals at General Meetings *(Continued)*

(2) circulate to the Shareholders entitled to have notice of any general meeting sent to them any statement of not more than one thousand words with respect to the matter referred to in any proposed resolution or the business to be dealt with at that meeting.

(ii) The requisition must be signed by the requisitionists and deposited at the registered office of the Company at Richmond House, 12 Par-la-Ville Road, Hamilton HM 08, Bermuda for the attention of the Board and

(1) in the case of requisition requiring notice of a resolution, not less than six weeks before the meeting; and in the case of any other requisition, not less than one week before the meeting.

(2) there is deposited or tendered with the requisition a sum reasonably sufficient to meet the Company's expenses in giving effect thereto.

(iii) The signatures and the requisition will be verified by the Company's share registrars. Upon confirming that the requisition is proper and in order, notice of any such intended resolution shall be given, and any such statement shall be circulated, to the Shareholders entitled to have notice of the meeting sent to them by serving a copy of the resolution or statement on each of such Shareholders in any manner permitted for service of notice of the meeting, and notice of any such resolution shall be given to any other Shareholders by giving notice of the general effect of the resolution in any manner permitted for giving him/her/it notice of meetings of the Company, provided that the copy shall be served, or notice of the effect of the resolution shall be given, as the case may be, in the same manner and, so far as practicable, at the same time as notice of the meeting and, where it is not practicable for it to be served or given at that time, it shall be served or given.

c. Putting Forward Enquiries to the Board

The Shareholders may send their enquiries and concerns to the Board by addressing them to the investor relations manager and deposit at the Company's principal place of business in Hong Kong or by e-mail to info@1079.hk.

Note: The Company will not normally deal with verbal or anonymous enquiries.

5. COMMUNICATION WITH SHAREHOLDERS AND INVESTORS/INVESTOR RELATIONS

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and investors' understanding of the Group's business performance and strategies. The Company endeavours to maintain an on-going dialogue with Shareholders and in particular, through annual general meetings and other general meetings.

The Company endeavors to maintain a high level of transparency in communicating with the Shareholders and investors of the Company. The Company's policy of shareholder's communication is aiming at providing the Shareholders and potential investors of the Company with ready and timely access to balanced and understandable information of the Company.

The Board and the Company maintain an on-going dialogue with the Shareholders and the investment community mainly through the Company's financial reports, annual general meetings and other general meetings that may be convened, as well as by making available all the disclosures submitted to the Stock Exchange and its corporate communications and other corporate publications on the Company's website.

The Shareholders should direct their questions about their shareholdings to the Company's branch share registrar and transfer office in Hong Kong. The Shareholders may at any time make a request for the Company's information to the extent such information is publicly available. The Shareholders may also make enquiries to the Board by writing to the Company Secretary at the Company's principal place of business in Hong Kong.

The Board reviewed the implementation and the effectiveness of the shareholders' communication policy during the Year by reference to the Company's compliance with its continuing disclosure obligations under the Listing Rules, the enquiries received from Shareholders and the responses made to them, and the conduct of the annual general meeting held on 31 December 2025. Based on that review the Board considers that the policy was properly implemented and that it remained adequate and effective during the Year.

6. CONSTITUTIONAL DOCUMENTS

Amendments of Memorandum of Association and Bye-laws

During the Year, the Company has not made any changes to its memorandum of association and bye-laws. The latest version of the Company's memorandum of association and bye-laws are available on the respective websites of the Company and the Stock Exchange.

DIRECTORS' REPORT

The Directors have pleasure in presenting their annual report and the audited consolidated financial statements of the Company for the Year.

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. The principal activities of its principal subsidiaries are set out in Note 27 to the consolidated financial statements.

FINANCIAL RESULTS

The results of the Group for the Year and the state of affairs of the Company and the Group as at 30 June 2026 are set out on pages 58 to 60 of this annual report.

FIVE YEARS FINANCIAL SUMMARY

A summary of the results and the assets and liabilities of the Group for the past five financial years is set out on page 114 of this annual report.

BUSINESS REVIEW

An analysis of the Group's performance for the Year by operating segment is set out in Note 6 to the consolidated financial statements.

A fair review of the business of the Group as well as discussion and analysis of the Group's performance during the Year and the material factors underlying its financial performance and financial position can be found in the "Chairman's Statement" and "Management Discussion and Analysis" set out on pages 5 to 6 and pages 7 to 14 of this annual report respectively.

PRINCIPAL RISKS AND UNCERTAINTIES

The Group believes that there are certain risks and uncertainties involved in the operations, some of which are beyond the Group's control. Some of the major risks include:

(i) the Group may not be able to sustain growth rate and profit margin similar to those we achieved in the past, or maintain the same cash flow position or financial performance in the future;

(ii) the Group holds inventories of memory storage components and enterprise rack servers and bears the risk of a fall in their market price and of obsolescence, and those inventories were approximately 69% of the Group's current assets as at 30 June 2026;

(iii) the Group's trading business depends on a small number of suppliers and customers, and the loss of any of them, or a change in their credit terms, may affect the Group's results and its liquidity;

(iv) the Group is exposed to customers' credit risks and the Group's liquidity position may be adversely affected if the customers fail to make payment on time or in full;

PRINCIPAL RISKS AND UNCERTAINTIES *(Continued)*

(v) the Group's performance depends on trends and developments in the consumer electronics industry and computer software and system development industry in the PRC;

(vi) the Group's performance depends on market conditions and the general economic and political conditions in the PRC;

(vii) the rights issue announced by the Company on 16 July 2026 is not underwritten, and the number of rights shares to be allotted and accordingly the net proceeds to be raised will depend on the level of acceptances received; and

(viii) the Group holds a substantial inventory of memory storage components and enterprise rack servers, and its liquidity depends on its ability to convert that inventory into cash and on the proceeds of the rights issue.

The Group is not aware of any other particular or essential event that has occurred which would trigger a risk and uncertainty as at 30 June 2026.

Certain financial risks and uncertainties are also set out in Note 5 to the consolidated financial statements in this annual report.

DIVIDEND POLICY

The Board has approved and adopted a dividend policy with effect from 5 July 2019 (the "**Dividend Policy**"). The payment of dividend is subject to the compliance with related laws and regulations, including the laws of Bermuda, Company's Bye-laws, the Listing Rules, and the financial reporting standards that the Group has adopted. The Board will continually review the Dividend Policy from time to time and reserves the right to amend or modify the Dividend Policy as and when the Board may deem necessary. There can be no assurance that dividends will be paid in any particular amount for any given period.

The Company intends to create long term value for the Shareholders through maintaining a balance between dividend distribution, preserving adequate liquidity and reserve to meet its working capital requirements and capturing future growth opportunities. When considering the declaration and payment of dividends, the Board shall take into account the following factors of the Group:

– the Group's overall results of operation, financial condition, expected working capital requirements and capital expenditure requirements, liquidity position and future expansion plans;

– the amount of retained profits and distributable reserves of the Company;

– general economic conditions, business cycle of the Group's business and other internal or external factors that may have an impact on the business or financial performance and position of the Group; and

– any other factors that the Board deems relevant.

DIRECTORS' REPORT

DIVIDEND POLICY *(Continued)*

Depending on the conditions and factors as set out above, dividends may be proposed and/or declared by the Board for a financial year or period as:

1. interim dividend;

2. final dividend;

3. special dividend; and

4. any distribution of net profits that the Board may deem appropriate.

Any final dividend for a financial year will be subject to the Shareholders' approval. The Company may declare and pay dividends by way of cash or scrip or by other means that the Board considers appropriate. Any dividend unclaimed shall be forfeited and shall revert to the Company in accordance with the Bye-laws.

The Company does not have any pre-determined dividend distribution ratio and the Company's dividend distribution record in the past, if any, may not be used as a reference or basis to determine the level of dividends that may be declared or paid by the Company in future. The Dividend Policy shall in no way constitute a legally binding commitment by the Group in respect of its future dividend and/or in no way obligate the Group to declare a dividend at any time or from time to time.

FINAL DIVIDENDS

The Board does not recommend the payment of a final dividend for the Year (2025: Nil) pursuant to the Dividend Policy.

ENVIRONMENTAL POLICIES AND COMPLIANCE WITH LAWS AND REGULATIONS

As a responsible corporation, the Group is committed to maintaining higher environmental and social standards to ensure sustainable development of its business. The Group has complied with all relevant laws and regulations in relation to its business including health and safety, workplace conditions, employment and the environment. The Group understands a better future depends on everyone's participation and contribution. It has encouraged employees, customers, suppliers and other stakeholders to participate in environmental and social activities which benefit the community as a whole. The Group maintains strong relationships with its employees, has enhanced cooperation with its suppliers and has provided high quality products and services to its customers so as to ensure sustainable development.

The environmental, social and governance report for the Year, prepared with the assistance of an independent professional third party, will be published separately on the website of the Company and the website of the Stock Exchange at the same time as the publication of this annual report.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

As far as the Board is aware, the Group has complied with the relevant laws and regulations in material respects that have a significant impact on the business and operation of the Group.

During the Year, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

RELATIONSHIP WITH SUPPLIERS, CUSTOMERS AND OTHER STAKEHOLDERS

The Group understands the importance of maintaining a good relationship with its suppliers, customers and other stakeholders to meet its immediate and long-term goals.

During the Year, there was no material and significant dispute between the Group and its suppliers, customers and/or other stakeholders.

PERMITTED INDEMNITY PROVISION

The Bye-law 194 provides that the Directors shall be indemnified and secured harmless out of the assets of the Company from and against all actions, costs, charges, losses, damages and expenses which may incur or sustain by or by reason of any act done, concurred in or omitted in or about the execution of their duty, or supposed duty, in their offices, provided that this indemnity shall not extend to any matter incurred or sustained through their own fraud or dishonesty. A Directors' liability insurance is in place to protect the Directors against potential costs and liabilities arising from claims brought against the Directors.

DONATIONS

During the Year, the Group did not make any charitable donations (2025: Nil).

CONNECTED AND RELATED PARTY TRANSACTIONS

Save as disclosed in this annual report, during the Year, the Company had no connected transactions or continuing connected transactions which fell to be disclosed in accordance with the provisions under Chapter 14A of the Listing Rules in relation to the disclosure of connected transactions and continuing connected transactions. The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules.

PROPERTY, PLANT AND EQUIPMENT

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

MAJOR CUSTOMERS AND SUPPLIERS

For the Year, the top five suppliers of the Group together accounted for approximately 92.54% of the Group's total purchases and the largest supplier accounted for approximately 41.53% of the Group's total purchases.

For the Year, the top five customers of the Group together accounted for approximately 43.84% of the Group's total sales and the largest customers accounted for approximately 10.90% of the Group's total sales.

None of the Directors, their respective close associates or any Shareholder who owns more than 5% of the issued share capital (excluding treasury shares) of the Company had any interests in the Group's five largest customers and suppliers during the Year.

DIRECTORS' REPORT

SHARE CAPITAL AND SHARE OPTION SCHEMES

Details of the Company's share capital and share option schemes are set out in Notes 24 and 25 to the consolidated financial statements, respectively.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the Directors' knowledge as at the date of this report, the Company has maintained a sufficient public float throughout the Year and as at the date of this report.

DISTRIBUTABLE RESERVES OF THE COMPANY

Details of the movements in the reserves of the Group during the Year are set out in the consolidated statement of changes in equity on page 61 of this annual report and the Company's reserves available for distribution to Shareholders as at 30 June 2026 were as follows:

	2026 HK$'000	2025 HK$'000
Contributed surplus	**70,189**	70,189
Accumulated losses	**(606,084)**	(618,651)
	(535,895)	(548,462)

Under the Companies Act 1981 at Bermuda (as amended), the contributed surplus account of a company is available for distribution.

However, a company cannot declare or pay a dividend, or make a distribution out of contributed surplus if:

(a) it is, or would after the payment be, unable to pay its liabilities as they become due; or

(b) the realisable value of its assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium accounts.

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

During the Year, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

EXERCISE OF CONVERSION OR SUBSCRIPTION RIGHTS

During the Year, there was no exercise of conversion or subscription rights under any convertible securities, options, warrants or similar rights issued or granted at any time by the Company or any of its subsidiaries.

DIRECTORS

The Directors during the Year and up to the latest practicable date prior to the issue of this annual report are:

Executive Directors:

Mr. Yu Wei – *Chairman and Chief Executive Officer*
(Appointed on 3 October 2025)
Mr. Chen Leiyu (Appointed on 14 November 2025)
Mr. Zhang Sanhuo
(Resigned on 3 October 2025)
Ms. An Juan (Resigned on 14 November 2025)
Mr. Wang Shoulei (Resigned on 22 May 2026)

Independent Non-executive Directors:

Mr. Zhang Lihua (Appointed on 14 November 2025 and resigned on 2 September 2026)
Ms. Lo Hiu Lam (Appointed on 14 November 2025)
Mr. Song Hongdong (Appointed on 17 June 2026)
Mr. Liu Haichao (Appointed on 14 November 2025 and resigned on 17 June 2026)
Mr. Zhu Pengxiang (Appointed on 2 September 2026)
Mr. So Stephen Hon Cheung (Resigned on 14 November 2025)
Mr. Zhou Chunsheng (Resigned on 14 November 2025)
Mr. Tian Hong (Resigned on 14 November 2025)

Bye-law 111 provides that one-third of the Directors, shall retire from office by rotation at each annual general meeting. Bye-law 115 provides that new Directors appointed by the Board to fill a casual vacancy or as an additional Director during any year are required to retire and submit themselves for re-election at the first annual general meeting immediately following their appointments. At the forthcoming 2026 annual general meeting, each of Mr. Yu Wei, Mr. Chen Leiyu, Ms. Lo Hiu Lam, Mr. Song Hongdong and Mr. Zhu Pengxiang will retire from office and, being eligible, shall offer themselves for re-election pursuant to Bye-law 111 or 115.

DIRECTORS' REPORT

DIRECTORS' SERVICE CONTRACTS

None of the Directors proposed for re-election at the forthcoming annual general meeting has a service contract with the Company or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

EMOLUMENT POLICY

The emolument policy of the employees of the Group is set up by the Board on the basis of their merit, qualifications and competence.

The emoluments of the Directors and senior management of the Company are determined by the Board. The Remuneration Committee reviewed and made recommendations to the Board on the Company's policy and structure for the remuneration of all Directors and senior management, having regard to the Company's operating results, individual performance and comparable market statistics.

As mentioned above, the Company has adopted a share option scheme as an incentive to the Directors and eligible employees.

Details of Directors' emolument and individuals with highest emoluments are set out in Note 12 to the consolidated financial statements. The remuneration of the members of the senior management of the Company whose particulars are not disclosed as Directors' emoluments fell within the following bands for the Year: nil to HK$1,000,000 — 3 individual(s); HK$1,000,001 to HK$1,500,000 — 1 individual(s); HK$1,500,001 to HK$2,000,000 — 1 individual(s); and above HK$2,000,000 — 0 individual(s).

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

As at 30 June 2026, the interests and short positions of the Directors and the Company's chief executive in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong (the "**SFO**")) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code contained in the Listing Rules were as follows:

Long positions:
Ordinary shares of HK$0.10 each (the "Share(s)") of the Company

Name of Director	Nature of Interest	Number of issued Shares held	Approximate percentage of the issued share capital of the Company
Mr. Yu Wei	Interest of controlled corporation	714,958,037 (Note 1)	50.11%

Note:

1. These Shares are beneficially owned by and registered in the name of MicroNova Limited ("**MicroNova**"), its entire issued share capital is wholly and beneficially owned by NexLumin Limited ("**NexLumin**"), which is in turn wholly and beneficially owned by Mr. Yu Wei, an executive Director, the chairman (the "**Chairman**") of the Board and the chief executive officer of the Company (the "**Chief Executive Officer**").

Save as disclosed above, as at 30 June 2026, none of the Directors or the Company's chief executive or their respective associates, had any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' REPORT

SHARE OPTIONS SCHEME

Particulars of the Company's share option schemes (the "**Scheme**") are set out in Note 25 to the consolidated financial statements.

The Scheme was adopted pursuant to the ordinary resolution passed by the Shareholders on 22 November 2013 for the purpose of providing incentives or reward to the Directors, eligible employees or any person who have contributed or may contribute to the Group. The Scheme was amended pursuant to the ordinary resolution passed by the Shareholders on 15 November 2018 and the Directors considered that the amendment to the Scheme is in line with Rule 17.04(1) of the Listing Rules. Please refer to the circular of the Company dated 16 October 2018 and the announcement of the Company dated 15 November 2018 for further information in relation to the amendment to the Scheme. The Scheme expired on the tenth anniversary of the adoption date (i.e. 22 November 2023), and thereafter no further share options could be granted but the provisions of the Scheme shall remain in full force and effect in respect of any share options granted before its expiry or termination but not yet exercised. As such, as at 1 July 2025, the beginning of the Year, and as at 30 June 2026, the end of the Year, no further share options may be granted under the Scheme.

Share options granted must be taken up within 21 days from the date of grant, upon payment of HK$1 per share option. A share option may be exercised in accordance with the terms of the Scheme at any time during the respective effective period of the Scheme to be notified by the Board which shall not be later than 10 years from the date of grant.

As disclosed in the announcement of the Company dated 12 December 2018, there were 80,140,000 share options granted to certain grantees which included the Directors with an exercise price HK$0.46 per share pursuant to the Scheme. The exercise price of HK$0.46 per share was the highest of: (i) the closing price of HK$0.45 per share as quoted in the Stock Exchange's daily quotation sheet on the date of grant; (ii) the average closing price of approximately HK$0.46 per share as quoted in the Stock Exchange's daily quotation sheets for the 5 business days immediately preceding the date of grant; and (iii) the nominal value of HK$0.10 per share.

SHARE OPTIONS SCHEME *(Continued)*

Unless approved by the Shareholders, the total number of Shares issued and to be issued upon exercise of the share options granted to each eligible participant (including both exercised and outstanding share options) in any 12-month period must not exceed 1 per cent of the Shares in issue.

The subscription price shall be determined by the Board at its absolute discretion, provided that it shall be not less than the highest of:

(1) the closing price of the Shares on the Stock Exchange (as stated in the Stock Exchange's daily quotations sheet) on the Offer Date, which must be a business day;

(2) the average closing price of the Shares on the Stock Exchange (as stated in the Stock Exchange's daily quotations sheets) for the five business days immediately preceding the offer date; and

(3) the nominal value of a Share on the offer date.

On 28 November 2019, an ordinary resolution was duly passed by the Shareholders at an annual general meeting of the Company, approving, inter alia, the refreshment of the scheme mandate limit under the Share Option Scheme. Upon the refreshment of the scheme mandate limit and prior to the expiry of the Scheme, the Company was able to grant share options entitling holders thereof to subscribe for up to a maximum number of 132,670,173 Shares, representing approximately 10% of the number of issued Shares as at the date of the annual general meeting held on 28 November 2019. Please refer to the circular of the Company dated 29 October 2019 and the announcement of the Company dated 28 November 2019 for further details of the refreshment of the scheme mandate limit.

DIRECTORS' REPORT

SHARE OPTIONS SCHEME *(Continued)*

Details of the share options outstanding under the Scheme as at 30 June 2026 entitling holders thereof to subscribe for the Shares in the Company are as follows:

Grantee	Position(s) held in the Company	Date of grant	Validity period (both dates inclusive)	Exercisable period (both dates inclusive)	Exercise price HK$	Number of share options					
						Balance as at 1 July 2025	Granted during the Year	Exercised during the Year	Cancelled during the Year	Lapsed during the Year	Balance as at 30 June 2026
Mr. Zhang Sanhuo	Chairman and Chief Executive Officer (Note 1)	22.9.2017	22.9.2017 to 21.9.2027	33.33% 22.9.2017 to 21.9.2027; 33.33% 22.9.2018 to 21.9.2027; and 33.34% 22.9.2019 to 21.9.2027	0.83	6,000,000	–	–	(6,000,000)	–	–
		12.12.2018	12.12.2018 to 11.12.2028	50% 12.12.2018 to 11.12.2028; and 50% 12.12.2019 to 11.12.2028	0.46	10,860,000	–	–	(10,860,000)	–	–
Sub-total						16,860,000	–	–	(16,860,000)	–	–
Mr. Chan Cheuk Ho	Employee (Note 2)	22.9.2017	22.9.2017 to 21.9.2027	33.33% 22.9.2017 to 21.9.2027; 33.33% 22.9.2018 to 21.9.2027; and 33.34% 22.9.2019 to 21.9.2027	0.83	6,000,000	–	–	(6,000,000)	–	–
		12.12.2018	12.12.2018 to 11.12.2028	50% 12.12.2018 to 11.12.2028; and 50% 12.12.2019 to 11.12.2028	0.46	13,260,000	–	–	(13,260,000)	–	–
Sub-total						19,260,000	–	–	(19,260,000)	–	–

SHARE OPTIONS SCHEME *(Continued)*

Grantee	Position(s) held in the Company	Date of grant	Validity period (both dates inclusive)	Exercisable period (both dates inclusive)	Exercise price HK$	Number of share options					
						Balance as at 1 July 2025	Granted during the Year	Exercised during the Year	Cancelled during the Year	Lapsed during the Year	Balance as at 30 June 2026
Other grantees	Consultants	12.12.2018	12.12.2018 to 11.12.2028	50% 12.12.2018 to 11.12.2028; and 50% 12.12.2019 to 11.12.2028	0.46	36,520,000	–	–	(26,520,000)	(10,000,000)	–
Grand total						72,640,000	–	–	(62,640,000)	(10,000,000)	–

Note:

1. Mr. Zhang Sanhuo resigned as an executive Director, chairman of the Board and chief executive officer of the Company with effect from 3 October 2025.

2. Mr. Chan Cheuk Ho resigned as an executive Director with effect from 31 May 2022 and resigned as the Company Secretary and authorised representative of the Company with effect from 19 March 2025.

As (i) the Scheme expired on 22 November 2023 and no further share options could be granted under the Scheme thereafter; and (ii) no share options are outstanding as at 30 June 2026, no Shares are available for issue under the Scheme as at the date of this report.

Save as disclosed above, no share option was granted, exercised, cancelled or lapsed under the Scheme during the Year.

During the Year, the Group has not recognised any share-based payment expense in the consolidated statement of profit or loss and other comprehensive income (30 June 2025: Nil).

ARRANGEMENT TO ACQUIRE SHARES OR DEBENTURES

Other than the share option schemes disclosed above, at no time during the Year was the Company or any of its subsidiaries a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of Shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

There was no transaction, arrangement or contract of significance, to which the Company or its subsidiaries was a party and in which a Director or an entity connected with a Director had a material interest, whether directly or indirectly, subsisting during or at the end of the Year.

DIRECTORS' INTEREST IN COMPETING BUSINESS

None of the Directors and their respective associates had any competing interests which were required to be disclosed pursuant to Rules 8.10 (2)(b) and (c) of the Listing Rules during the Year.

DIRECTORS' REPORT

CONTRACT OF SIGNIFICANCE

At no time during the Year had the Company or any of its subsidiaries entered into any contract of significance with the controlling Shareholder or any of its subsidiaries, nor had any contract of significance been entered into for the services provided by the controlling Shareholder or any of its subsidiaries to the Company or any of its subsidiaries.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SECURITIES

Save as the interests of certain Directors disclosed under the section headed "Directors' and Chief Executive's Interests and Short Position in Shares, Underlying Shares and Debentures", according to the register of interests maintained by the Company pursuant to section 336 of the SFO and as far as the Directors are aware, as at 30 June 2026, the following persons or corporations (other than a Director or chief executive of the Company) had an interest or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO or was, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any member of the Group or in any options in respect of such capital:

Name of substantial shareholder	Capacity	Number of issued Shares held	Position	Approximate percentage of the issued share capital of the Company
MicroNova	Beneficial owner	714,958,037 (Note 1)	Long	50.11%
NexLumin	Interest of controlled corporation	714,958,037 (Note 1)	Long	50.11%
Mr. Yu Wei	Interest of controlled corporation	714,958,037 (Note 1)	Long	50.11%

Note:

1. MicroNova beneficially owns 714,958,037 Shares. MicroNova is wholly and beneficially owned by NexLumin. NexLumin is in turn wholly and beneficially owned by Mr. Yu Wei, an executive Director, the Chairman and the Chief Executive Officer.

Save as disclosed above, the Company has not been notified of any other relevant interests or short positions in the issued share capital of the Company as at 30 June 2026.

CONVERTIBLE SECURITIES, OPTIONS, WARRANTS OR SIMILAR RIGHTS

Other than the share options as set out in Note 25 to the consolidated financial statements, the Company had no other outstanding convertible securities, options, warrants or other similar rights as at 30 June 2026.

TAX RELIEF

The Company is not aware of any relief from taxation available to Shareholders by reason of their holding of the Shares.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Bye-laws, or the laws of Bermuda, which would oblige the Company to offer new shares on a pro-rata basis to existing Shareholders.

REVIEW OF THE FINAL RESULTS BY AUDIT COMMITTEE

The Audit Committee has reviewed with the management and the Company's independent auditor the accounting principles and practices adopted by the Group and has discussed auditing, internal control and financial reporting matters including the review of the consolidated financial statements of the Group for the Year.

INDEPENDENT AUDITOR

The consolidated financial statements for the Year have been audited by ZHONGHUI ANDA CPA Limited, who will retire at the forthcoming annual general meeting. A resolution will be proposed at the forthcoming annual general meeting to re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company. The Company has not changed its external auditor in any of the preceding three years.

ANNUAL GENERAL MEETING AND RECORD DATE

The 2026 annual general meeting of the Company will be held on 30 December 2026. A notice convening that meeting will be published on the websites of the Stock Exchange and the Company and despatched to the Shareholders in the manner required by the Listing Rules. The record date for determining the entitlement of the Shareholders to attend and vote at the 2026 annual general meeting will be Wednesday, 30 December 2026. In order to be eligible to attend and vote at that meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on 23 December 2026.

DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

Directors are responsible for preparation of the consolidated financial statements which give a true and fair view in accordance with accounting principles generally accepted in Hong Kong. The statement by the auditor of the Company about their responsibilities for the consolidated financial statements is set out in the Independent Auditor's Report contained in this annual report. There are no material uncertainties relating to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

DIRECTORS' REPORT

CHANGE IN HONG KONG SHARE REGISTRAR

With effect from 1 January 2025, the Company's branch share registrar and transfer office in Hong Kong was changed to: Tricor Investor Services Limited 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. For details, please refer to the announcement of the Company dated 19 December 2024.

CHANGE OF ADDRESS OF REGISTERED OFFICE, PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN BERMUDA

With effect from 3 August 2026, the address of the registered office, the principal share registrar and transfer office and the address for keeping the principal register of members of the Company in Bermuda was changed to: Richmond House, 12 Par-la-Ville Road, Hamilton HM 08, Bermuda. For details, please refer to the announcement of the Company dated 23 July 2026.

EVENT AFTER THE REPORTING PERIOD

Save as disclosed in note 30 to the consolidated financial statements of the Company in this report, the Group has no material events subsequent to 30 June 2026 being the end of the Year and up to the date of this report.

On behalf of the Board

Yu Wei
EXECUTIVE DIRECTOR & CHAIRMAN

Hong Kong, 30 October 2026

INDEPENDENT AUDITOR'S REPORT



TO THE SHAREHOLDERS OF PINE TECHNOLOGY HOLDINGS LIMITED
松景科技控股有限公司
(Incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of PINE Technology Holdings Limited (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 58 to 113, which comprise the consolidated statement of financial position as at 30 June 2026, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

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

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("**HKSAs**") issued by the HKICPA. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "**Code**"), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

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

INDEPENDENT AUDITOR'S REPORT

KEY AUDIT MATTERS *(Continued)*

Estimation of the Net Realisable Value of Inventories

Refer to note 19 to the consolidated financial statements.

Inventories are carried at the lower of cost and net realisable value. Net realisable value is determined based on the estimated selling price less the estimated costs necessary to make the sale. The balance of inventories of approximately HK$66,059,000 as at 30 June 2026 is material to the consolidated financial statements. In addition, the net realisable value of inventories involves application of judgement and is based on estimates.

Our audit procedures included, among others:

– Obtaining an understanding of assessment process taken by management to estimate the net realisable value for inventories and the inventory provision policy adopted by the Group;

– Assessing the ageing of the inventories on a sample basis;

– Assessing the net realisable value of the inventories on a sample basis; and

– Checking subsequent sales and usage of the inventories on a sample basis.

We consider that the Group's net realisable value test for inventories is supported by the available evidence.

OTHER INFORMATION

The directors of the Company (the "**Directors**") are responsible for the other information. The other information comprises all the information in the Company's annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRS Accounting Standards issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the Directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located at the HKICPA's website at:

http://www.hkicpa.org.hk/en/standards-setting/standards/Our-views/auditre

This description forms part of our auditor's report.

ZHONGHUI ANDA CPA Limited
Certified Public Accountants
Kwong Man Fai, Eric
Audit Engagement Director
Practising Certificate Number P08000

Hong Kong, 17 August 2026

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2026

	NOTES	2026 HK$'000	2025 HK$'000
Revenue	6	**289,592**	303,427
Cost of sales		**(283,849)**	(298,459)
Gross profit		**5,743**	4,968
Other income	7	**182**	48
Other gains and losses, net	8	**824**	(250)
Impairment loss on right-of-use assets		**–**	(1,640)
Impairment loss on intangible assets		**(2,137)**	–
Selling and distribution expenses		**(7)**	(1,397)
General and administrative expenses		**(20,230)**	(17,652)
Operating loss		**(15,625)**	(15,923)
Finance costs	9	**(65)**	(50)
Loss before income tax		**(15,690)**	(15,973)
Income tax expense	10	**(1,033)**	(589)
Loss for the year	11	**(16,723)**	(16,562)
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		**2,971**	98
Release of exchange reserve upon disposal of foreign operations	29	**15**	–
Total other comprehensive income for the year		**2,986**	98
Total comprehensive expense for the year		**(13,737)**	(16,464)

	NOTES	2026 HK$'000	2025 HK$'000
(Loss)/profit for the year attributable to:			
Owners of the Company		**(15,140)**	(17,128)
Non-controlling interests		**(1,583)**	566
		(16,723)	(16,562)
Total comprehensive (expense)/income for the year attributable to:			
Owners of the Company		**(12,237)**	(17,040)
Non-controlling interests		**(1,500)**	576
		(13,737)	(16,464)
Basic and diluted (HK$)			
Loss per share	14	**(0.011)**	(0.013)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2026

	NOTES	As at 30 June 2026 HK$'000	As at 30 June 2025 HK$'000
Non-current assets			
Property, plant and equipment	15	**–**	149
Intangible assets	17	**5**	2,387
Rental deposits	18	**–**	552
		5	3,088
Current assets			
Inventories	19	**66,059**	218
Trade and other receivables	18	**18,921**	2,911
Tax recoverable		**5**	260
Bank balances and cash	20	**10,079**	68,522
		95,064	71,911
Current liabilities			
Trade and other payables	21	**6,332**	2,663
Loan from a former director	22	**1,344**	518
Tax payable		**1,036**	175
Lease liabilities	23	**664**	1,054
		9,376	4,410
Net current assets		**85,688**	67,501
Total assets less current liabilities		**85,693**	70,589
Non-current liabilities			
Lease liabilities	23	**–**	664
NET ASSETS		**85,693**	69,925
Capital and reserves			
Share capital	24	**142,670**	132,670
Reserves		**(58,786)**	(66,054)
Equity attributable to owners of the Company		**83,884**	66,616
Non-controlling interests		**1,809**	3,309
TOTAL EQUITY		**85,693**	69,925

The consolidated financial statements on pages 58 to 113 were approved and authorised for issue by the board of directors on 17 August 2026 and are signed on its behalf by:

Yu Wei
Director

Chen Leiyu
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2026

	Attributable to owners of the Company								
	Share capital HK$'000	Share premium HK$'000	Surplus account HK$'000 (Note)	Foreign currency translation reserve HK$'000	Share options reserve HK$'000	Accumulated losses HK$'000	Sub-total HK$'000	Non-controlling interests HK$'000	Total equity HK$'000
Balance at 1 July 2024	132,670	454,068	22,755	(47)	19,000	(544,790)	83,656	2,733	86,389
(Loss)/profit for the year	–	–	–	–	–	(17,128)	(17,128)	566	(16,562)
Other comprehensive income for the year	–	–	–	88	–	–	88	10	98
Total comprehensive income/ (expense) for the year	–	–	–	88	–	(17,128)	(17,040)	576	(16,464)
Balance at 30 June 2025	132,670	454,068	22,755	41	19,000	(561,918)	66,616	3,309	69,925
Balance at 1 July 2025	**132,670**	**454,068**	**22,755**	**41**	**19,000**	**(561,918)**	**66,616**	**3,309**	**69,925**
Loss for the year	**–**	**–**	**–**	**–**	**–**	**(15,140)**	**(15,140)**	**(1,583)**	**(16,723)**
Other comprehensive income for the year	**–**	**–**	**–**	**2,903**	**–**	**–**	**2,903**	**83**	**2,986**
Total comprehensive income/ (expense) for the year	**–**	**–**	**–**	**2,903**	**–**	**(15,140)**	**(12,237)**	**(1,500)**	**(13,737)**
Issue of shares upon placing (Note 24)	**10,000**	**20,000**	**–**	**–**	**–**	**–**	**30,000**	**–**	**30,000**
Transaction costs on placing of shares (Note 24)	**–**	**(495)**	**–**	**–**	**–**	**–**	**(495)**	**–**	**(495)**
Cancellation of share options	**–**	**–**	**–**	**–**	**(19,000)**	**19,000**	**–**	**–**	**–**
Balance at 30 June 2026	**142,670**	**473,573**	**22,755**	**2,944**	**–**	**(558,058)**	**83,884**	**1,809**	**85,693**

Note: Surplus account of the Group represents the difference between the nominal amount of the share capital issued by the Company and the aggregate of the nominal amount of the issued share capital and other reserve accounts of Pine Technology (BVI) Limited, the subsidiary which was acquired by the Company pursuant to the group reorganisation in prior years.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2026

	2026 HK$'000	2025 HK$'000
Cash flows from operating activities		
Loss before income tax	**(15,690)**	(15,973)
Adjustments for:		
Depreciation of property, plant and equipment	**34**	75
Depreciation of right-of-use assets	**–**	790
Foreign exchange gain	**(155)**	–
Written off of property, plant and equipment	**115**	–
Impairment loss on intangible assets	**2,137**	–
Amortisation of intangible assets	**292**	285
Finance costs	**65**	50
Interest income	**(5)**	(8)
Gain on disposal of subsidiaries (Note 29)	**(1,131)**	–
Impairment losses on right-of-use assets	**–**	1,640
Operating loss before working capital changes	**(14,338)**	(13,141)
Change in inventories	**(64,653)**	(217)
Change in trade and other receivables and rental deposits	**(14,995)**	(274)
Change in contract liabilities	**–**	(1,853)
Change in trade and other payables	**3,566**	1,285
Net cash used in operations	**(90,420)**	(14,200)
Interest paid on lease liabilities	**(65)**	(50)
Income tax refunded/(paid)	**83**	(641)
Net cash used in operating activities	**(90,402)**	(14,891)
Cash flows from investing activities		
Interest received	**5**	8
Net cash inflows from disposal of subsidiaries (Note 29)	**1,199**	–
Net cash from investing activities	**1,204**	8

	2026 HK$'000	2025 HK$'000
Cash flows from financing activities		
Issue of shares upon placing (Note 24)	**30,000**	–
Payments for transaction costs on the placing of shares	**(495)**	–
Repayment on lease liabilities	**(1,054)**	(726)
Advance from a former director	**826**	394
Net cash from/(used in) financing activities	**29,277**	(332)
Net decrease in cash and cash equivalents	**(59,921)**	(15,215)
Cash and cash equivalents at beginning of the year	**68,522**	83,646
Effect of foreign exchange rate changes	**1,478**	91
Cash and cash equivalents at end of the year	**10,079**	68,522
Analysis of cash and cash equivalents		
Bank and cash balances	**10,079**	68,522

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

1. GENERAL INFORMATION

PINE Technology Holdings Limited (the "**Company**") is incorporated in Bermuda as an exempted company with limited liability under the Companies Law of Bermuda and its shares are listed and traded on the Main Board of the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). The Company and its subsidiaries are together referred to as the Group. The address of the registered office is Richmond House, 12 Par-la-Ville Road, Hamilton HM 08, Bermuda with effect from 3 August 2026. The address of the Company's principal place of business is Unit B, 12/F., Central 88, 88–98 Des Voeux Road Central, Central, Hong Kong.

The principal activities of the Group are the manufacture and sales of market video graphics cards and other computer components under the Group's brand name, distribution of other manufacturers' computer components and consumer electronic products and others, trading business, and computer software and hardware and system development service. The Company is an investment holding company.

The consolidated financial statements are presented in Hong Kong Dollars ("**HKD**") and all values are rounded to the nearest thousand except when otherwise indicated.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

In the current year, the Group has adopted all the amendments to HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") that are relevant to its operations and effective for its accounting year beginning on 1 July 2025 for the preparation of the consolidated financial statements. HKFRS Accounting Standards comprise Hong Kong Financial Reporting Standards ("**HKFRS**"); Hong Kong Accounting Standards ("**HKAS**"); and Interpretations. The adoption of these amendments to HKFRS Accounting Standards in the current year did not result in significant changes to the Group's accounting policies, presentation of the Group's consolidated financial statements and amounts reported for the current and prior years.

The Group has not early applied the new and amendments to HKFRS Accounting Standards that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new and amendments to HKFRS Accounting Standards but is not yet in a position to state whether these new and amendments to HKFRS Accounting Standards would have a material impact on its results of operations and financial position.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

3.1 Basis of preparation of consolidated financial statements

These consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards issued by the HKICPA, accounting principles generally accepted in Hong Kong and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

These consolidated financial statements have been prepared under historical cost convention. The preparation of consolidated financial statements in conformity with HKFRS Accounting Standards requires the use of certain key assumptions and estimates. It also requires the directors of the Company (the "**Directors**") to exercise their judgements in the process of applying the accounting policies. The areas involving critical judgements and areas where assumptions and estimates are significant to these consolidated financial statements are disclosed in Note 4 to the consolidated financial statements.

The material accounting policies applied in the preparation of these consolidated financial statements are set out below.

3.2 Material accounting policy information

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

3.2 Material accounting policy information *(Continued)*

Basis of consolidation *(Continued)*

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are presented separately from the Group's equity therein, which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiaries upon liquidation.

Changes in the Group's interests in existing subsidiaries

Changes in the Group's interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's relevant components of equity and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted, and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, the assets and liabilities of that subsidiary and non-controlling interests (if any) are derecognised. A gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary attributable to the owners of the Company. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable HKFRSs).

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Business combination and goodwill

The acquisition method is used to account for the acquisition of a subsidiary in a business combination. The cost of acquisition is measured at the acquisition-date fair value of the assets given, equity instruments issued, liabilities incurred and contingent consideration. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received. Identifiable assets and liabilities of the subsidiary in the acquisition are measured at their acquisition-date fair values.

The excess of the cost of acquisition over the Company's share of the net fair value of the subsidiary's identifiable assets and liabilities is recorded as goodwill. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of acquisition is recognised in consolidated profit or loss as a gain on bargain purchase which is attributed to the Company.

Goodwill is tested annually for impairment or more frequently if events or changes in circumstances indicate that it might be impaired. Goodwill is measured at cost less accumulated impairment losses. The method of measuring impairment losses of goodwill is the same as that of other assets as stated in the accounting policy below. Impairment losses of goodwill are recognised in consolidated profit or loss and are not subsequently reversed. Goodwill is allocated to cash-generating units that are expected to benefit from the synergies of the acquisition for the purpose of impairment testing.

The non-controlling interests in the subsidiary are initially measured at the non-controlling shareholders' proportionate share of the net fair value of the subsidiary's identifiable assets and liabilities at the acquisition date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Foreign currency translation

(i) Functional and presentation currency

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

(ii) Transactions and balances in each entity's financial statements

Transactions in foreign currencies are translated into the functional currency on initial recognition using the exchange rates prevailing on the transaction dates. Monetary assets and liabilities in foreign currencies are translated at the exchange rates at the end of each reporting period. Gains and losses resulting from this translation policy are recognised in profit or loss.

(iii) Translation on consolidation

The results and financial position of all the Group entities that have a functional currency different from the Company's presentation currency are translated into the Company's presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;

- Income and expenses are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the exchange rates on the transaction dates); and

- All resulting exchange differences are recognised in the foreign currency translation reserve.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities and of borrowings are recognised in the foreign currency translation reserve. When a foreign operation is sold, such exchange differences are recognised in consolidated profit or loss as part of the gain or loss on disposal.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a first-in, first-out method. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

Property, plant and equipment

Property, plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes. Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

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

Property, plant and equipment are depreciated on a straight-line basis over the following estimated useful lives:

	Estimated useful lives
Motor vehicles	4 to 6 years
Furniture, fixtures and equipment	4 to 6 years
Computer equipment	4 to 5 years

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at costs less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives ranging from 8 to 10 years. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less any subsequent accumulated impairment losses.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the recognition exemption for lease of low-value assets. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis or another systematic basis over the lease term.

Right-of-use assets

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. The principal annual rates are as follows:

Office premises	1–2 years

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Leases *(Continued)*

The Group as a lessee *(Continued)*

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include fixed payments (including in-substance fixed payments). After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position when the Group becomes a party to the contractual provisions of the instruments.

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and

- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortised cost and interest income

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit impaired.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9

The Group performs impairment assessment under expected credit loss ("**ECL**") model on financial assets, including trade and other receivables which are subject to impairment assessment under HKFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("**12m ECL**") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessments are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables. For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

(ii) Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Impairment of financial assets subject to impairment assessment under HKFRS 9 *(Continued)*

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights.

Generally, the ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities at amortised cost

Financial liabilities including trade and other payables and loan from a former director are subsequently measured at amortised cost, using the effective interest method.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents represent cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term highly liquid investments which are readily convertible into known amounts of cash and subject to an insignificant risk of change in value. Bank overdrafts which are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents.

Trade and other payables

Trade and other payables are initially recognised at their fair value and subsequently measured at amortised cost using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer with reference to the customary business practices and excludes amounts collected on behalf of third parties. For a contract where the period between the payment by the customer and the transfer of the promised product or service exceeds one year, the consideration is adjusted for the effect of a significant financing component.

The Group recognises revenue when it satisfies a performance obligation by transferring control over a product or service to a customer. Depending on the terms of a contract and the laws that apply to that contract, a performance obligation can be satisfied over time or at a point in time. A performance obligation is satisfied over time if:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If a performance obligation is satisfied over time, revenue is recognised by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the product or service.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Other revenue

Interest income is recognised on a time-proportion basis using the effective interest method.

Employee benefits

(i) Employee leave entitlements

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

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

(ii) Pension obligations

The Group contributes to defined contribution retirement schemes which are available to all employees. Contributions to the schemes by the Group and employees are calculated as a percentage of employees' basic salaries. The retirement benefit scheme cost charged to profit or loss represents contributions payable by the Group to the funds. No forfeited contributions (by employers on behalf of employees who leave the scheme prior to vesting fully in such contributions) will be used by the employers to reduce the existing level of contributions.

(iii) Termination benefits

A liability for a termination benefit is recognised at the earlier of when the Group entity can no longer withdraw the offer of the termination benefit and when it recognises any related restructuring costs.

Share-based payments

The Group issues equity-settled share-based payments to certain directors, employees and consultants.

Equity-settled share-based payments to directors and employees are measured at the fair value (excluding the effect of non market-based vesting conditions) of the equity instruments at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

Equity-settled share-based payments to consultants are measured at the fair value of the services rendered or if the fair value of the services rendered cannot be reliably measured, at the fair value of the equity instruments granted. The fair value is measured at the date the Group receives the services and is recognised as an expense.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Any specific borrowing that remain outstanding after the related asset is ready for its intended use or sale is included in the general borrowing pool for calculation of capitalisation rate on general borrowings. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Taxation

Income tax represents the sum of the current tax and deferred income tax expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit recognised in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences, unused tax losses or unused tax credits can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Taxation *(Continued)*

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates that have been enacted or substantively enacted by the end of the reporting period. Deferred tax is recognised in profit or loss, except when it relates to items recognised in other comprehensive income or directly in equity, in which case the deferred tax is also recognised in other comprehensive income or directly in equity.

The measurement of deferred tax assets and liabilities reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Related parties

A related party is a person or entity that is related to the Group.

(a) A person or a close member of that person's family is related to the Group if that person:

  (i) has control or joint control over the Group;

  (ii) has significant influence over the Group; or

  (iii) is a member of the key management personnel of the Company or of a parent of the Company.

(b) An entity is related to the Group if any of the following conditions applies:

  (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

  (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

  (iii) Both entities are joint ventures of the same third party.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Related parties *(Continued)*

(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group. If the Group is itself such a plan, the sponsoring employers are also related to the Group.

(vi) The entity is controlled or jointly controlled by a person identified in (A).

(vii) A person identified in (A) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to a parent of the Company.

Segment reporting

Operating segments and the amounts of each segment item reported in the financial statements are identified from the financial information provided regularly to the Group's most senior executive management for the purpose of allocating resources and assessing the performance of the Group's various lines of business.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of productions processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

Impairment on property, plant and equipment, right-of-use assets and intangible assets other than goodwill

At the end of the reporting period, the Group reviews the carrying amounts of its property, plant and equipment, right-of-use assets, and intangible assets with finite useful lives to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any). Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that they may be impaired.

The recoverable amount of property, plant and equipment, right-of-use assets, and intangible assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Impairment on property, plant and equipment, right-of-use assets and intangible assets other than goodwill *(Continued)*

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group has a present legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditures expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow is remote.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION *(Continued)*

Events after the reporting period

If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its financial statements, but will disclose the nature of the non-adjusting events and an estimate of their financial effects, or a statement that such an estimate cannot be made, if applicable.

4. KEY ESTIMATES

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

(a) Allowance for slow-moving inventories

Allowance for slow-moving inventories is made based on the ageing and estimated net realisable value of inventories. The assessment of the allowance amount involves judgements and estimates. Where the actual outcome in future is different from the original estimate, such difference will impact the carrying value of inventories and allowance charge/write-back in the period in which such estimate has been changed.

The information about the Group's inventories is disclosed in Note 19.

4. KEY ESTIMATES *(Continued)*

Key sources of estimation uncertainty *(Continued)*

(b) Estimated impairment of property, plant and equipment, right-of-use assets and intangible assets

Property, plant and equipment, right-of-use assets and intangible assets are stated at costs less accumulated depreciation and impairment, if any. In determining whether an asset is impaired, the Group has to exercise judgement and make estimation, particularly in assessing: (1) whether an event has occurred or any indicators that may affect the asset value; (2) whether the carrying value of an asset can be supported by the recoverable amount, in the case of value in use, the net present value of future cash flows which are estimated based upon the continued use of the asset; and (3) the appropriate key assumptions to be applied in estimating the recoverable amounts including cash flow projections and an appropriate discount rate. When it is not possible to estimate the recoverable amount of an individual asset (including right-of-use assets), the Group estimates the recoverable amount of the cash generating unit to which the assets belongs, including allocation of corporate assets when a reasonable and consistent basis of allocation can be established, otherwise recoverable amount is determined at the smallest group of cash generating units, for which the relevant corporate assets have been allocated. Changing the assumptions and estimates, including the discount rates or the growth rate in the cash flow projections, could materially affect the recoverable amounts.

During the year, impairment on intangible assets of approximately HK$2,137,000 (2025: impairment on right-of-use assets of approximately HK$1,640,000) was recognised. Details of the impairment of property, plant and equipment, right-of-use assets, and intangible assets are disclosed in Notes 15, 16 and 17, respectively.

(c) Provision of ECL for trade and other receivables

Trade and other receivables with significant balances and credit-impaired are assessed for ECL individually. The provision of ECL is sensitive to changes in estimates. During the year, no impairment loss or reversal of impairment loss was recognised (2025: Nil) for trade and other receivables. The information about the Group's trade and other receivables is disclosed in Note 18.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

5. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: foreign currency risk, credit risk, and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

(a) Foreign exchange risk

The Group has minimal exposure to foreign currency risk as most of its business transactions, assets and liabilities are principally denominated in the functional currencies of the group entities. The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities. The Group will monitor its foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arise.

(b) Credit risk

The carrying amount of the bank balances and cash, and trade and other receivables included in the consolidated statement of financial position represents the Group's maximum exposure to credit risk in relation to the Group's financial assets.

The Group's credit risk is primarily attributable to its trade and other receivables. The Group is exposed to concentration of credit risk as a substantial portion of its trade receivables is generated from a limited number of customers. The Group manages its credit risk by closely monitoring the granting of credit period and credit limit and follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt and individual debts at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the Directors consider that the Group's credit risk is significantly reduced.

5. FINANCIAL RISK MANAGEMENT *(Continued)*

(b) Credit risk *(Continued)*

The credit risk on bank balances and cash is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The Group's maximum exposure to credit risk in the event that counterparties fail to perform their obligations at the end of the reporting period in relation to each class of recognised financial assets is the carrying amounts of those assets as stated in the consolidated statement of financial position. The Group's credit risk is primarily attributable to its trade and other receivables. In order to minimise credit risk, the Directors review the recoverable amount of each individual receivable regularly to ensure that adequate impairment losses are recognised for irrecoverable receivable. In this regard, the Directors consider that the Group's credit risk is significantly reduced.

The Group considers whether there has been a significant increase in credit risk of financial assets on an ongoing basis throughout each reporting period by comparing the risk of a default occurring as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following information is used:

- internal credit rating;
- external credit rating;
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations;
- significant increases in credit risk on other financial instruments of the same debtor; and
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtors.

A significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment. A default on a financial asset is when the counterparty fails to make contractual payments within 60 days of when they fall due.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group normally categorises a receivable for write off when a debtor fails to make contractual payments greater than 360 days past due. Where receivables have been written off, the Group, if practicable and economical, continues to engage in enforcement activity to attempt to recover the receivable due.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

5. FINANCIAL RISK MANAGEMENT *(Continued)*

(c) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer term.

The maturity analysis of the Group's financial liabilities is as follow:

	Within 12 months or on demand HK$'000	1 to 2 years HK$'000	2 to 5 years HK$'000	Total contractual undiscounted cash flow HK$'000	Carrying amounts HK$'000
At 30 June 2026					
Trade and other payables	**6,332**	**–**	**–**	**6,332**	**6,332**
Loan from a former director	**1,344**	**–**	**–**	**1,344**	**1,344**
Lease liabilities	**676**	**–**	**–**	**676**	**664**
	8,352	**–**	**–**	**8,352**	**8,340**

	Within 12 months or on demand HK$'000	1 to 2 years HK$'000	2 to 5 years HK$'000	Total contractual undiscounted cash flow HK$'000	Carrying amounts HK$'000
At 30 June 2025					
Trade and other payables	2,663	–	–	2,663	2,663
Loan from a former director	518	–	–	518	518
Lease liabilities	1,119	676	–	1,795	1,718
	4,300	676	–	4,976	4,899

(d) Fair values

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the consolidated statement of financial position approximate their respective fair values.

5. FINANCIAL RISK MANAGEMENT *(Continued)*

(e) Categories of financial instruments at 30 June

	2026 HK$'000	2025 HK$'000
Financial assets:		
Financial assets at amortised cost (including cash and cash equivalents)	**28,747**	71,606
Financial liabilities:		
Financial liabilities at amortised cost	**8,340**	4,899

6. REVENUE AND SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker ("**CODM**"), for the purpose of resources allocation and assessment of segment performance focuses on the sales of brands of products provided by the Group's operating divisions. The Group is currently organised into four operating divisions, which are the sales of Group's brand products; sales of other brand products; trading business; and provision of computer software and hardware and system development service. These four operating divisions form the basis of internal reports about components of the Group that are regularly reviewed by the CODM for the purpose of resources allocation and performance assessment. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group. Specifically, the Group's reportable and operating segments under HKFRS 8 *Operating Segments* are as follows:

Group's brand products	– manufacture and sales of market video graphics cards and other computer components under the Group's brand name
Other brand products	– distribution of other manufacturers' computer components and consumer electronic products and others
Trading business	– trading business in the People's Republic of China (the "**PRC**") and Hong Kong
Computer software and hardware and system development service	– provision of computer software and hardware and system development service in the PRC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

The Group's revenue is analysed as follows:

	2026 HK$'000	2025 HK$'000
Sales of memory storage components through trading business	**30,347**	–
Sales of enterprise rack servers through trading business	**122,848**	–
Sales of other brand products	**136,078**	252,859
Sales of plastic products through trading business	**–**	46,924
Provision of computer software and hardware and system development service	**197**	3,003
Sales of Group's brand products	**122**	641
Revenue from contract with customers	**289,592**	303,427

Disaggregation of revenue from contracts with customers:

For the year ended 30 June 2026 and 2025

	2026 HK$'000	2025 HK$'000
Major products/services		
Sales of memory storage components through trading business	**30,347**	–
Sales of enterprise rack servers through trading business	**122,848**	–
Sales of computer components	**136,078**	252,859
Sales of plastic products through trading business	**–**	46,924
Provision of computer software and hardware and system development service	**197**	3,003
Sales of mobile accessories	**122**	641
Total	**289,592**	303,427
Timing of revenue recognition		
At a point in time	**289,592**	301,875
Over time	**–**	1,552
Total	**289,592**	303,427

Sales of Group's brand products and other brand products

The Group manufactures and sells market video graphics cards, other computer components, consumer electronic products and others under the Group's brand products and other brand products. Sales are recognised when control of the products has transferred, being when the products are delivered to a customer, there is no unfulfilled obligation that could affect the customer's acceptance of the products and the customer has obtained legal titles to the products.

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

Sales of Group's brand products and other brand products *(Continued)*

The products are sold with volume discounts based on aggregate sales over a 12 months period, if any. Revenue from these sales is recognised based on the prices specified in the contracts, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the volume discounts, using the expected value method. A contract liability is recognised for the expected volume discounts payable to customers in relation to the sales made.

Sales to customers are normally made with credit terms from 90 to 180 days. For new customers, deposits or cash on delivery may be required. Deposits received are recognised as a contract liability.

A receivable is recognised when the products are delivered to the customers as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Sales of plastic products through trading business

The Group sells plastic products through trading business. Sales are recognised when control of the product is transferred, being when the products are delivered to a customer, and there is no unfulfilled obligation that could affect the customer's acceptance of the products and the customer has obtained legal titles to the products.

The customers pay the contract prices to the Group according to the payment schedules as stipulated in the contracts.

Provision of computer software and hardware and system development service

The Group provides computer software and hardware and system development service to the customers. When the progress towards complete satisfaction of the performance obligations of computer software and hardware and system development service contract can be measured reasonably, revenue from the contract and the contract costs are recognised using the percentage of completion method, measured by reference to the surveys of work performed. This method provides the most reliable estimate of the percentage of completion.

When the progress towards complete satisfaction of the performance obligations of computer software and hardware and system development service contract cannot be measured reasonably, revenue is recognised only to the extent of contract costs incurred that is expected to be recoverable.

The customers pay the contract prices to the Group according to the payment schedules as stipulated in the contracts. If the service rendered by the Group exceeds the payments, a contract asset is recognised. If the payments exceed the service rendered, a contract liability is recognised.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

Provision of computer software and hardware and system development service *(Continued)*

If a contract includes the installation of hardware, revenue for the hardware is recognised at a point in time when the hardware is delivered, the legal title has passed and the customer has accepted the hardware.

The contract price is allocated to the performance obligations based on the relative stand-alone selling prices of the performance obligations. The stand-alone selling prices are determined by applying the expected cost plus a margin approach.

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

For the year ended 30 June 2026

	Group's brand products HK$'000	Other brand products HK$'000	Trading business HK$'000	Computer software and hardware and system development service HK$'000	Consolidated HK$'000
REVENUE					
External sales	122	136,078	153,195	197	289,592
	122	136,078	153,195	197	289,592
SEGMENT RESULTS	(179)	862	4,519	(8,142)	(2,940)
Other income					182
Gain on disposal of subsidiaries (Note 29)					1,131
Unallocated corporate expenses					(13,998)
Finance costs					(65)
Loss before income tax					(15,690)

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

For the year ended 30 June 2025

	Group's brand products HK$'000	Other brand products HK$'000	Trading business HK$'000	Computer software and hardware and system development service HK$'000	Consolidated HK$'000
REVENUE					
External sales	641	252,859	46,924	3,003	303,427
	641	252,859	46,924	3,003	303,427
SEGMENT RESULTS	467	1,959	75	1,226	3,727
Other income					48
Unallocated corporate expenses					(18,058)
Impairment loss on right-of-use assets					(1,640)
Finance costs					(50)
Loss before income tax					(15,973)

The accounting policies of the operating segments are the same as the Group's accounting policies described in Note 3. Segment result represents gross loss incurred by or gross profit generated from each segment, net of selling and distribution costs and administration costs directly attributable to each segment without allocation of other income, corporate expenses, written off on property, plant and equipment, impairment loss on right-of-use assets, finance costs and gain on disposal of subsidiaries. This is the measure reported to the CODM for the purposes of resources allocation and performance assessment.

No segment assets and liabilities in the measure of the Group's reporting are presented as the information is not reported to the CODM for the purposes of resources allocation and performance assessment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

For the year ended 30 June 2026

	Group's brand products HK$'000	Other brand products HK$'000	Trading business HK$'000	Computer software and hardware and system development service HK$'000	Unallocated HK$'000	Consolidated HK$'000
Impairment loss on intangible assets	–	–	–	2,137	–	2,137
Written off of property, plant and equipment	115	–	–	–	–	115
Amortisation of intangible assets	–	–	–	292	–	292
Depreciation of property, plant and equipment	34	–	–	–	–	34

For the year ended 30 June 2025

	Group's brand products HK$'000	Other brand products HK$'000	Trading business HK$'000	Computer software and hardware and system development service HK$'000	Unallocated HK$'000	Consolidated HK$'000
Amortisation of intangible assets	–	–	–	285	–	285
Impairment loss on right-of-use assets	–	–	–	–	1,640	1,640
Depreciation of right-of-use assets	–	–	–	–	790	790
Depreciation of property, plant and equipment	75	–	–	–	–	75

6. REVENUE AND SEGMENT INFORMATION *(Continued)*

Geographical information

The Group's revenue from continuing operations from external customers mainly derives from customers located in the PRC and Hong Kong, and information about its non-current assets excluded financial instruments by geographical location of the assets are detailed as below:

	Revenue by external customers		Non-current assets	
	2026 HK$'000	2025 HK$'000	**2026 HK$'000**	2025 HK$'000
PRC	**259,124**	302,786	**–**	2,382
Hong Kong	**30,468**	641	**5**	154
	289,592	303,427	**5**	2,536

Information about major customers

	2026 HK$'000	2025 HK$'000
Sales of other brand products:		
– Customer A	**–**	51,580
Trading business:		
– Customer B	**30,428**	–
– Customer C	**30,428**	–
– Customer D	**31,565**	–
	92,421	51,580

7. OTHER INCOME

	2026 HK$'000	2025 HK$'000
Bank interest income	**5**	8
Management service income	**120**	–
Sundry income	**57**	40
	182	48

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

8. OTHER GAINS AND LOSSES, NET

	2026 HK$'000	2025 HK$'000
Foreign exchange gain/(loss), net	**155**	(250)
Gain on disposal of subsidiary (Note 29)	**1,131**	–
Written off of property, plant and equipment	**(115)**	–
Others	**(347)**	–
	824	(250)

9. FINANCE COSTS

	2026 HK$'000	2025 HK$'000
Interest on:		
Lease liabilities	**65**	50
	65	50

10. TAXATION

	2026 HK$'000	2025 HK$'000
Current tax		
Hong Kong Profits Tax	**518**	16
The PRC enterprise income tax	**515**	573
Income tax expense	**1,033**	589

Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the tax rate of the Group's PRC subsidiaries is 25% from 1 January 2008 onwards.

10. TAXATION *(Continued)*

The reconciliation between the income tax expense and loss before income tax is as follows:

	2026 HK$'000	2025 HK$'000
Loss before income tax	**(15,690)**	(15,973)
Tax at the applicable tax rate of 16.5% (2025: 16.5%)	**(2,589)**	(2,636)
Effect of different tax rates of subsidiaries operating in other jurisdictions	**163**	274
Effect of tax exemption and preferential rates	**3**	(245)
Tax effect of expenses not deductible for tax purpose	**567**	271
Tax effect of income not taxable for tax purpose	**(198)**	–
Utilisation of tax losses previously not recognised	**–**	(5)
Tax effect of tax losses not recognised	**3,087**	2,961
Other	**–**	(31)
Income tax expense	**1,033**	589

11. LOSS FOR THE YEAR

The Group's loss for the year is stated after charging/(crediting) the following:

	2026 HK$'000	2025 HK$'000
Amortisation on intangible assets:		
Trademarks	**–**	1
Patents	**292**	284
Auditor's remuneration	**880**	900
Impairment loss on intangible assets	**2,137**	–
Impairment loss on right-of-use assets	**–**	1,640
Written off of property, plant and equipment	**115**	–
Depreciation of property, plant and equipment	**34**	75
Depreciation of right-of-use assets	**–**	790
Staff costs (including directors' remuneration – Note 12)		
Salaries, bonus and allowances	**13,290**	11,843
Retirement benefits scheme contributions	**1,073**	322
	14,363	12,165
Interest income on bank deposits	**(5)**	(8)
Short-term lease expenses	**166**	672

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

12. DIRECTORS' AND FIVE HIGHEST PAID INDIVIDUAL EMOLUMENTS

The remuneration of each director for the year ended 30 June 2026 is set out below:

	Fee HK$'000	Salaries, allowances and benefits in kind HK$'000	Retirement benefits scheme contributions HK$'000	Total HK$'000
Executive directors				
Mr. Yu Wei (a)	–	–	–	–
Mr. Chen Leiyu (b)	–	–	–	–
Mr. Zhang Sanhuo (c)	300	–	–	300
Ms. An Juan (d)	22	–	–	22
Mr. Wang Shoulei (e)	215	–	–	215
Independent non-executive directors				
Mr. Zhang Lihua (f)	90	–	–	90
Ms. Lo Hiu Lam (f)	136	–	–	136
Mr. Liu Haichao (g)	98	–	–	98
Mr. Song Hongdong (h)	5	–	–	5
Mr. Zhou Chunsheng (i)	36	–	–	36
Mr. So Stephen Hon Cheung (i)	36	–	–	36
Mr. Tian Hong (i)	36	–	–	36
Total	974	–	–	974

The remuneration of each director for the year ended 30 June 2025 is set out below:

	Fee HK$'000	Salaries, allowances and benefits in kind HK$'000	Retirement benefits scheme contributions HK$'000	Total HK$'000
Executive directors				
Mr. Zhang Sanhuo (c)	1,200	–	–	1,200
Ms. An Juan (d)	63	–	–	63
Mr. Wang Shoulei (e)	80	–	–	80
Independent non-executive directors				
Mr. Zhou Chunsheng (i)	144	–	–	144
Mr. So Stephen Hon Cheung (i)	144	–	–	144
Mr. Tian Hong (i)	144	–	–	144
Total	1,775	–	–	1,775

12. DIRECTORS' AND FIVE HIGHEST PAID INDIVIDUAL EMOLUMENTS *(Continued)*

(a) Appointed as an executive director of the Company with effect from 3 October 2025.

(b) Appointed as an executive director of the Company with effect from 14 November 2025.

(c) Resigned as an executive director of the Company with effect from 3 October 2025.

(d) Resigned as an executive director of the Company with effect from 14 November 2025.

(e) Resigned as an executive director of the Company with effect from 22 May 2026.

(f) Appointed as independent non-executive directors of the Company with effect from 14 November 2025.

(g) Appointed as an independent non-executive director of the Company with effect from 14 November 2025 and resigned with effect from 17 June 2026.

(h) Appointed as an independent non-executive director of the Company with effect from 17 June 2026.

(i) Resigned as independent non-executive directors of the Company with effect from 14 November 2025.

Five highest paid individuals

The five highest paid individuals in the Group during the year did not include any directors (2025: included one director) whose emoluments are reflected in the analysis presented above. The emoluments of the remaining five (2025: four) individuals are set out below:

	2026 HK$'000	2025 HK$'000
Basic salaries and allowances	**4,935**	3,516
	4,935	3,516

The emoluments fell within the following band:

	Number of individuals	
	2026	2025
Nil to HK$1,000,000	**3**	2
HK$1,000,001 to HK$1,500,000	**1**	2
HK$1,500,001 to HK$2,000,000	**1**	–
	5	4

During the years ended 30 June 2026 and 2025, no emoluments were paid by the Group to any of the Directors or the highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office. No Director has waived or agreed to waive any emoluments during the years ended 30 June 2026 and 2025.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

13. DIVIDEND

No dividend had been paid or proposed for both years presented. The Directors do not recommend a dividend in respect of the year ended 30 June 2026 (2025: Nil).

14. LOSS PER SHARE

	2026 HK$'000	2025 HK$'000
Losses		
Loss for the purposes of basic and diluted loss per share		
Loss for the year attributable to owners of the Company	**(15,140)**	(17,128)

	'000	'000
Number of shares		
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	**1,379,031**	1,326,702

Basic and diluted loss per share is HK$0.011 per share (2025: HK$0.013 per share) for the year, based on the loss of approximately HK$15,140,000 (2025: approximately HK$17,128,000) for the year attributable to owners of the Company divided by the weighted average number of approximately 1,379,031,000 (2025: 1,326,702,000) ordinary shares in issue during the year.

Diluted loss per share for the years ended 30 June 2026 and 2025 were the same as the basic loss per share as the share options outstanding during both years had an anti-dilutive effect on the basic loss per share.

15. PROPERTY, PLANT AND EQUIPMENT

	Motor vehicles HK$'000	Furniture, fixtures and equipment HK$'000	Computer equipment HK$'000	Total HK$'000
Cost				
At 1 July 2024, 30 June 2025, and 1 July 2025	6,200	299	12	6,511
Written off	–	(299)	–	(299)
At 30 June 2026	6,200	–	12	6,212
Accumulated depreciation				
At 1 July 2024	6,200	75	12	6,287
Provided for the year	–	75	–	75
At 30 June 2025 and 1 July 2025	**6,200**	**150**	**12**	**6,362**
Provided for the year	**–**	**34**	**–**	**34**
Written off	**–**	**(184)**	**–**	**(184)**
At 30 June 2026	**6,200**	**–**	**12**	**6,212**
Carrying amount				
At 30 June 2026	**–**	**–**	**–**	**–**
At 30 June 2025	–	149	–	149

During the year, furniture, fixtures and equipment with an aggregate carrying amount of HK$115,000 (2025: Nil) was written off because those assets had been dormant and/or obsolete.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

16. RIGHT-OF-USE ASSETS

Disclosures of lease-related items:

	2026 HK$'000	2025 HK$'000
At 30 June:		
Right-of-use assets		
– Office premises	–	–
Year ended 30 June:		
Depreciation charge of right-of-use assets		
– Office premises	–	790
Lease interests	65	50
Expenses related to short-term leases	166	672
Total cash outflow for leases	1,285	1,448
Additions to right-of-use assets	–	1,968
Impairment loss on right-of-use assets	–	1,640

The Group leases various office premises. Lease agreements are typically made for fixed periods of 1 to 2 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants and the leased assets may not be used as security for borrowing purposes.

During the prior year, due to the loss incurred for cash-generating unit related to the right-of-use assets, the management of the Group concluded that there was indication for impairment and conducted impairment assessment on the right-of-use assets. The recoverable amount of the relevant cash-generating unit has been determined based on a value in use calculation. The calculation uses cash flows projections based on financial budgets approved by the management of the Group covering the following 5 years with a pre-tax discount rate of 12% as at 30 June 2025. The cash flows beyond 5-year period are extrapolated using 2.5% growth rate for the relevant industry. Another key assumption for the value in use calculation is the budgeted gross margin, which is determined based on the cash-generating unit's past performance and management expectations for the market development. Based on the result of the assessment, management of the Group determined that the recoverable amount of the cash-generating unit is lower than the carrying amount of the right-of-use assets, and accordingly, impairment loss of HK$1,640,000 has been recognised against the carrying amount of the right-of-use assets.

17. INTANGIBLE ASSETS

	Patents HK$'000	Trademarks HK$'000	Total HK$'000
Cost			
At 1 July 2024	2,722	105	2,827
Write-off	–	(95)	(95)
Exchange adjustments	2	–	2
At 30 June 2025 and 1 July 2025	**2,724**	**10**	**2,734**
Exchange adjustments	**137**	**–**	**137**
At 30 June 2026	**2,861**	**10**	**2,871**
Amortisation and impairment			
At 1 July 2024	56	99	155
Exchange adjustments	2	–	2
Provided for the year	284	1	285
Write-off	–	(95)	(95)
At 30 June 2025 and 1 July 2025	**342**	**5**	**347**
Exchange adjustments	**90**	**–**	**90**
Provided for the year	**292**	**–**	**292**
Impairment (Note)	**2,137**	**–**	**2,137**
At 30 June 2026	**2,861**	**5**	**2,866**
Carrying amount			
At 30 June 2026	**–**	**5**	**5**
At 30 June 2025	2,382	5	2,387

Note:

The recoverable amount of the patents was determined by the management of the Company based on value in use calculation of the patents. That calculation was determined based on the financial budgets approved by the management of the Company covering a 5-year period and a pre-tax discount rate of 18%. The recoverable amount of the settlement platform is based on certain key assumptions, including estimation of future revenue growth.

During the year ended 30 June 2026, the Group recognised a full impairment loss in relation to the patents due to the lack of positive operating results. During the current year, there were no revenue generated from these patents.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

18. TRADE AND OTHER RECEIVABLES

	2026 HK$'000	2025 HK$'000
Current		
Trade receivables	–	1,835
Less: allowance for doubtful debts	–	–
Trade receivables, net	–	1,835
Other receivables		
Deposits	551	602
Prepayments	253	379
Other receivables	18,117	95
	18,921	1,076
Non-current		
Rental deposits	–	552
	18,921	3,463

The Group allows a credit period of 1 to 180 days (2025: 1 to 180 days) to its trade customers. The following is aged analysis of trade receivables, net of allowances for doubtful debt, presented based on invoice date:

	2026 HK$'000	2025 HK$'000
1 to 90 days	–	677
91 to 180 days	–	61
Over 180 days	–	1,097
	–	1,835

The Group applies the simplified approach under HKFRS 9 to provide for expected credit losses using the lifetime expected loss provision for all trade receivables. The expected credit losses are measured based on individual assessment, taking into account the past due status of debtors, adjusted as appropriate to reflect account condition and estimates of future conditions.

During the years ended 30 June 2026 and 2025, no impairment loss or reversal of impairment loss for trade and other receivables have been recognised.

19. INVENTORIES

	2026 HK$'000	2025 HK$'000
Merchandises	**66,059**	218

20. BANK BALANCES AND CASH

Bank balances and cash comprise certain short-term bank deposits at interest rates ranging from 0.1% to 0.45% (2025: 0.01% to 0.25%) per annum with an original maturity of three months or less.

As at 30 June 2026, the bank balances and cash of the Group denominated in Renminbi ("**RMB**") amounted to HK$3,409,000 (2025: HK$67,423,000). Conversion of RMB into foreign currencies subject to the PRC's Foreign Exchange Control Regulations.

21. TRADE AND OTHER PAYABLES

	2026 HK$'000	2025 HK$'000
Trade payables	**3,549**	211
Accruals and other payables	**2,783**	2,452
	6,332	2,663

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

	2026 HK$'000	2025 HK$'000
31 to 60 days	**3,549**	211

The average credit period on purchases of goods is 31 to 60 days (2025: 31 to 60 days).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

22. LOAN FROM A FORMER DIRECTOR

The loan is unsecured, interest-free and repayable on demand.

23. LEASE LIABILITIES

	Lease payments		Present value of lease payments	
	As at 30 June 2026 HK$'000	As at 30 June 2025 HK$'000	**As at 30 June 2026 HK$'000**	As at 30 June 2025 HK$'000
Within one year	**676**	1,119	**664**	1,054
In the second to fifth year, inclusive	**–**	676	**–**	664
	676	1,795		
Less: Future finance charges	**(12)**	(77)		
Present value of lease liabilities	**664**	1,718	**664**	1,718
Less: Amount due for settlement within 12 months (shown under current liabilities)			**(664)**	(1,054)
Amount due for settlement after 12 months			**–**	664

At 30 June 2026, the average effective borrowing rate was 5.25% (2025: 5.25%). Interest rates are fixed at the contract dates and thus expose the Group to fair value interest rate risk.

24. SHARE CAPITAL

	Number of shares	Amounts HK$'000
Ordinary shares of HK$0.1 each:		
Authorised		
At 1 July 2024 and 30 June 2025	2,000,000,000	200,000
Additions (Note)	2,000,000,000	200,000
At 30 June 2026	4,000,000,000	400,000
Issued and fully paid		
At 1 July 2024 and 30 June 2025	1,326,701,739	132,670
Additions (Note)	100,000,000	10,000
At 30 June 2026	1,426,701,739	142,670

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders of the Company (the "**Shareholders**") through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of net debts, which includes lease liabilities and loan from a former director, net of cash and cash equivalents, and equity attributable to the owners of the Company, comprising issued share capital, share premium and reserves.

The Directors review the capital structure periodically taking into account the cost of capital and the risks associated with each class of capital. Based on recommendations of the Directors, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the repayment of existing debt.

Note:

During the year, the authorised share capital of the Company was increased from HK$200,000,000 divided into 2,000,000,000 shares of HK$0.1 each to HK$400,000,000 divided into 4,000,000,000 shares of HK$0.1 each, pursuant to an ordinary resolution passed at the annual general meeting of the Company held on 31 December 2025.

On 22 December 2025, 100,000,000 shares were placed and issued at a subscription price of HK$0.3 each to not less than six placees at an aggregate consideration of HK$30,000,000 of which HK$10,000,000 was credited to share capital and HK$19,505,000 (after share issue expense of approximately HK$495,000) was credited to share premium account.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

25. SHARE OPTIONS

Pursuant to a resolution passed on 22 November 2013, the Company has adopted a new share option scheme (the "**New Scheme**"), for the purpose of providing incentives to directors and eligible employees and, unless otherwise cancelled or amended. The scheme expired on the tenth anniversary of the adoption date and no further share options maybe granted under the scheme.

The Scheme shall be valid and effective until the respective expiry dates, after which period no further share options will be granted but the provisions of these schemes shall remain in force to the extent necessary to give effect to the exercise of any options granted or exercised prior thereto. Under the Scheme, the Board of Directors may grant options to eligible employees, including executive Directors, any of its subsidiaries, or any persons who have contributed or will contribute to the Group, to subscribe for shares in the Company.

The total number of shares in respect of which options may be granted under the Scheme and any other schemes is not permitted to exceed 10% of the shares of the Company in issue at the respective date of Shareholders' approval of each scheme (the "**Scheme Mandate Limit**") or, if such 10% limit is refreshed, at the date of Shareholders' approval of the renewal of the Scheme Mandate Limit. The maximum aggregate number of shares which may be issued upon the exercise of all outstanding options granted and yet to be exercised under the Scheme and any other share option schemes, must not exceed 30% of the total number of shares of the Company in issue from time to time. The number of shares in respect of which options may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company then in issue, without prior approval from the Company's shareholders. Each grant of options to any director, chief executive or substantial shareholder must be approved by independent non-executive directors. Where any grant of options to a substantial shareholder or an independent non-executive director or any of their respective associates would result in the shares of the Company issued and to be issued upon exercise of options already granted and to be granted in excess of 0.1% of the Company's issued share capital and with a value in excess of HK$5,000,000 in the 12-month period up to the date of grant, then the grant must be approved in advance by the Shareholders.

Options granted must be taken up within 21 days from the date of grant, upon payment of HK$1 per option. An option may be exercised in accordance with the terms of the Scheme at any time during the respective effective period of each scheme to be notified by the Board of Directors which shall not be later than 10 years from the date of grant. The exercise price is determined by the Directors, and will not be less than the highest of the closing price of the Company's share on the date of grant, the average closing price of the share on the Stock Exchange for the five business days immediately preceding the date of grant, and the nominal value.

There were no movements of the Company's number of share options during the year ended 30 June 2025.

All outstanding share options were cancelled or lapsed during the year ended 30 June 2026.

25. SHARE OPTIONS *(Continued)*

The following tables disclose the movements in the Company's number of share options during the years:

For the year ended 30 June 2026

					Number of share options				
	Date of grant	Validity period (both dates inclusive)	Exercise period (both dates inclusive)	Exercise price per share	Outstanding as at 1 July 2025	Granted during the year	Exercised during the year	Cancelled/ lapsed during the year	Outstanding as at 30 June 2026
Chairman and	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	(1,999,800)	–
Executive	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	(1,999,800)	–
Director	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	2,000,400	–	–	(2,000,400)	–
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	5,430,000	–	–	(5,430,000)	–
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	5,430,000	–	–	(5,430,000)	–
Sub-total for Director					**16,860,000**	–	–	**(16,860,000)**	–
Employee	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	(1,999,800)	–
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	(1,999,800)	–
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	2,000,400	–	–	(2,000,400)	–
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	6,630,000	–	–	(6,630,000)	–
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	6,630,000	–	–	(6,630,000)	–
Consultants	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	18,260,000		–	(18,260,000)	–
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	18,260,000		–	(18,260,000)	–
					55,780,000	–	–	**(55,780,000)**	–
Total					**72,640,000**	–	–	**(72,640,000)**	–

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

25. SHARE OPTIONS *(Continued)*

For the year ended 30 June 2025

					Number of share options				
	Date of grant	Validity period (both dates inclusive)	Exercise period (both dates inclusive)	Exercise price per share	Outstanding as at 1 July 2024	Granted during the year	Exercised during the year	Cancelled/ lapsed during the year	Outstanding as at 30 June 2025
Chairman and Executive Director	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	–	1,999,800
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	–	1,999,800
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	2,000,400	–	–	–	2,000,400
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	5,430,000	–	–	–	5,430,000
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	5,430,000	–	–	–	5,430,000
Sub-total for Director					**16,860,000**	–	–	–	**16,860,000**
Employee	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	–	1,999,800
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	1,999,800	–	–	–	1,999,800
	22.9.2017	22.9.2017 to 21.9.2027	22.9.2017 to 21.9.2027	0.83	2,000,400	–	–	–	2,000,400
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	6,630,000	–	–	–	6,630,000
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	6,630,000	–	–	–	6,630,000
Consultants	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	18,260,000		–	–	18,260,000
	12.12.2018	12.12.2018 to 11.12.2028	12.12.2018 to 11.12.2028	0.46	18,260,000		–	–	18,260,000
					55,780,000	–	–	–	**55,780,000**
Total					**72,640,000**	–	–	–	**72,640,000**

Share options granted to consultants were incentives for helping the Group to provide professional advice in relation to the business and the operation of the Group. The fair value of such benefit could not be estimated reliably and as a result, the fair value is measured by reference to the fair value of share options granted.

The Black-Scholes pricing model was developed for use in estimating the fair value of traded options and requires input of highly subjective assumptions, including the expected life and stock price volatility. Since the Company's share options have characteristics significantly different from those of traded options, and because changes in the subjective input assumptions can materially affect the fair value estimates, the Black-Scholes pricing model does not necessarily provide a reliable measure of the fair value of the share options.

26. STATEMENT OF FINANCIAL POSITION OF THE COMPANY AND RESERVES OF THE COMPANY

	2026 HK$'000	2025 HK$'000
Non-current assets		
Investments in subsidiaries	**403**	403
Intangible assets	**5**	5
	408	408
Current assets		
Other receivables	**103**	212
Amounts due from subsidiaries	**83,736**	58,453
Tax recoverable	**–**	260
Bank balances and cash	**120**	273
	83,959	59,198
Current liabilities		
Other payables	**2,675**	1,947
Loan from a former director	**1,344**	–
Amounts due to subsidiaries	**–**	383
	4,019	2,330
Net current assets	**79,940**	56,868
Net assets	**80,348**	57,276
Capital and reserves		
Share capital	**142,670**	132,670
Reserves	**(62,322)**	(75,394)
Total equity	**80,348**	57,276

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For the year ended 30 June 2026

26. STATEMENT OF FINANCIAL POSITION OF THE COMPANY AND RESERVES OF THE COMPANY *(Continued)*

The followings are the movements of the Company's reserves:

	Share premium HK$'000	Surplus account HK$'000	Share options reserve HK$'000	Accumulated losses HK$'000	Total HK$'000
At 1 July 2024	454,068	70,189	19,000	(593,846)	(50,589)
Loss and total comprehensive loss for the year	–	–	–	(24,805)	(24,805)
At 30 June 2025 and 1 July 2025	**454,068**	**70,189**	**19,000**	**(618,651)**	**(75,394)**
Issue of shares upon placing	**20,000**	**–**	**–**	**–**	**20,000**
Transaction costs on placing of shares	**(495)**	**–**	**–**	**–**	**(495)**
Cancellation of share options	**–**	**–**	**(19,000)**	**19,000**	**–**
Loss and total comprehensive loss for the year	**–**	**–**	**–**	**(6,433)**	**(6,433)**
At 30 June 2026	**473,573**	**70,189**	**–**	**(606,084)**	**(62,322)**

27. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

Particulars of the Company's principal subsidiaries at the end of the reporting period are as follows:

Name of subsidiary	Place of incorporation/ operations	Issued and fully paid capital/ registered capital	Percentage of ownership interest/voting power		Principal activities
			2026	2025	
Best Standard Investment Limited	Hong Kong/ Hong Kong	HK$10,000	**100%**	100%	Investment holding
Real Talent Investment Limited	Hong Kong/ Hong Kong	HK$1,000,000	**100%**	100%	Wholesale and distribution of electronic products
Colour Stream Holdings Limited (Note (a))	Samoa/Hong Kong	US$100	**100%**	100%	Investment holding
Galaxy Mind Core Company Limited	Hong Kong/ Hong Kong	HK$10,000	**100%**	100%	Trading of memory storage components

27. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY *(Continued)*

Name of subsidiary	Place of incorporation/ operations	Issued and fully paid capital/ registered capital	Percentage of ownership interest/voting power		Principal activities
			2026	2025	
Ouantum Think Technology Company Limited	BVI	HK$2	**100%**	–	Investment holding
PINE Technology (BVI) Limited (Note (a))	BVI/Hong Kong	US$11,500	**85%**	85%	Investment holding
Taiyuan Real Talent Technology Limited* (Note (b))	PRC/PRC	RMB1,000,000 not fully paid up	**100%**	100%	Wholesale and distribution of electronic products and trading of plastic products
Shenzhen Weijing Semiconductor Co., Ltd.* (Note (b))	PRC/PRC	RMB1,000,000	**100%**	100%	Trading of memory storage components and enterprise rack servers
Shenzhen Jingrun Measurement & Monitor Technology Co., Limited* (Note (c))	PRC/PRC	RMB5,000,000 not fully paid up	**51%**	51%	Computer software and hardware and system development

* All of these entities are established in the PRC, and the English names of these entities are translated from their respective registered Chinese names for identification purpose only.

Notes:

(a) The Company directly holds 85% (2025: 85%) of equity interest in PINE Technology (BVI) Limited and 100% (2025: 100%) of equity interest in Colour Stream Holdings Limited. The interests of all other companies are indirectly held by the Company.

(b) The subsidiaries are wholly foreign-owned enterprises registered in the PRC.

(c) A limited liability company registered in the PRC.

The Directors are of the opinion that a complete list of the particulars of all subsidiaries of the Company will be excessive length and therefore the above list contains only the particulars of subsidiaries which principally affect the result of the Group.

None of the subsidiaries had any debt securities outstanding at 30 June 2026 and 2025 or at any time during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

27. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY *(Continued)*

The table below shows details of a non-wholly-owned subsidiary of the Company that has material non-controlling interests ("**NCI**"):

Summarised financial information in respect of the Group's subsidiary that has material non-controlling interest is set out below. The summarised financial information below represents amounts before intragroup eliminations.

Name	Shenzhen Jingrun Measurement & Monitor Technology Co., Limited
Principal place of business/country of establishment	PRC/PRC
% of ownership interests/voting rights held by NCI	51%/49%

	Shenzhen Jingrun Measurement & Monitor Technology Co., Limited	
	2026 HK$'000	2025 HK$'000
As at 30 June		
Current assets	**3,653**	4,570
Non-current assets	**–**	2,382
Current liabilities	**–**	(237)
Non-current liabilities	**–**	–
	3,653	6,715
Accumulated NCI	**1,809**	3,309
Year ended 30 June		
Revenue and other income	**197**	3,305
(Loss)/profit for the year	**(3,231)**	1,165
Total comprehensive (expense)/income for the year	**(3,061)**	1,176
Total comprehensive (expense)/income attributable to NCI	**(1,500)**	576
Net cash (used in)/from operating activities	**(967)**	27
Net cash (outflows)/inflows	**(967)**	27

28. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

Changes in liabilities arising from financing activities

The following table shows the Group's changes in liabilities arising from financing activities during the years:

	Loans from a former director HK$'000	Lease liabilities HK$'000	Total HK$'000
At 30 June 2024 and 1 July 2024	124	476	600
Change in cash flows			
– operating activities	–	(50)	(50)
– financing activities	394	(726)	(332)
Non-cash transactions			
– interest expenses (Note 9)	–	50	50
– new lease	–	1,968	1,968
At 30 June 2025 and 1 July 2025	**518**	**1,718**	**2,236**
Change in cash flows			
– operating activities	**–**	**(65)**	**(65)**
– financing activities	**826**	**(1,054)**	**(228)**
Non-cash transactions			
– interest expenses (Note 9)	**–**	**65**	**65**
At 30 June 2026	**1,344**	**664**	**2,008**

Major non-cash transactions

During the year ended 30 June 2026, there was no significant non-cash transaction entered into by the Group.

During the year ended 30 June 2025, the Group entered into new lease agreement for the use of office premises. On the lease commencement, the Group recognised right-of-use assets and lease liabilities of HK$1,968,000 and HK$1,968,000, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2026

29. DISPOSAL OF SUBSIDIARIES

For the year ended 30 June 2026

On 16 July 2025, the Group entered into an agreement with an independent third party to dispose of its entire interest in a subsidiary, namely Lizan Development Co. Limited, and its subsidiary, Lizan Packaging Products (Shenzhen) Co., Limited*, (together as the "**Disposal Group**") together with the related shareholders' loans at an aggregate cash consideration of HK$1,200,000. The disposal was completed on 21 July 2025.

Net liabilities of the Disposal Group at the date of disposal are as follows:

	HK$'000
Trade and other receivables	59
Bank balances and cash	1
Trade and other payables	(6)
Amounts due to the immediate holding company	(5,744)
Net liabilities disposed of	(5,690)
Gain on disposal of subsidiaries	
Consideration received	1,200
Shareholders' loans assigned	(5,744)
Release of exchange reserve upon disposal	(15)
Less: Net liabilities disposed of	5,690
	1,131
Net cash flows arising from disposal of subsidiaries	
Cash consideration received	1,200
Less: bank balances and cash disposed of	(1)
	1,199

* The English translations of the entity's name is for reference only. The official name of this entity is in Chinese.

30. EVENTS AFTER THE REPORTING PERIOD

On 16 July 2026, the Company announced a proposed rights issue (the "**Rights Issue**") on the basis of one (1) rights share for every two (2) existing shares held on the record date, at a subscription price of HK$0.15 per rights share, to raise gross proceeds of up to approximately HK$107.0 million and net proceeds of up to approximately HK$105.0 million by the issue of up to 713,350,869 rights shares (assuming no change in the number of shares in issue on or before the record date). The Rights Issue is not underwritten. Details of the Rights Issue are set out in the announcements of the Company dated 16 July 2026.

31. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved and authorised for issue by the Board of Directors on 17 August 2026.

FIVE YEARS FINANCIAL SUMMARY

	For the year ended 30 June				
	2022 HK$'000	2023 HK$'000	2024 HK$'000	2025 HK$'000	**2026 HK$'000**
RESULTS					
Continuing operations					
Revenue	51,776	46,993	234,832	303,427	**289,592**
Cost of sales	(47,321)	(48,261)	(232,005)	(298,459)	**(283,849)**
Gross profit/(loss)	4,455	(1,268)	2,827	4,968	**5,743**
Other income	484	605	34	48	**182**
Selling and distribution expenses	(2,227)	(2,547)	(1,001)	(1,397)	**(7)**
General and administrative expenses	(32,919)	(30,038)	(13,819)	(17,652)	**(20,230)**
Other gains and losses, net	(45,310)	(84,333)	57,685	(1,890)	**(1,313)**
Finance costs	(743)	(204)	(106)	(50)	**(65)**
(Loss)/profit before taxation	(76,260)	(117,785)	45,620	(15,973)	**(15,690)**
Income tax credit/(expense)	1,512	10,298	(601)	(589)	**(1,033)**
(Loss)/profit for the year from continuing operations	(74,748)	(107,487)	45,019	(16,562)	**(16,723)**
Discontinued operation					
Profit/(loss) for the year from discontinued operation	8,892	(102)	–	–	**–**
(Loss)/profit for the year	(65,856)	(107,589)	45,019	(16,562)	**(16,723)**

	As at 30 June				
	2022 HK$'000	2023 HK$'000	2024 HK$'000	2025 HK$'000	**2026 HK$'000**
ASSETS, LIABILITIES AND EQUITY					
Total assets	233,916	107,606	90,454	74,999	**95,069**
Total liabilities	(40,180)	(22,222)	(4,065)	(5,074)	**(9,376)**
	193,736	85,384	86,389	69,925	**85,693**
Equity attributable to owners of the Company	141,903	36,277	83,656	66,616	**83,884**



PINE TECHNOLOGY HOLDINGS LIMITED
松景科技控股有限公司 *
(INCORPORATED IN BERMUDA WITH LIMITED LIABILITY)
(於百慕達註冊成立之有限公司)
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