

# NIU HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

Stock Code: 8619

## Interim Report **2025**

# CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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*This report, for which the directors (the “Director(s)”) of NIU Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

*This report will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the date of its posting. This report will also be published on the website of the Company at [www.niuholdings.com.hk](http://www.niuholdings.com.hk).*

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The board of Directors (the “Board”) of the Company is pleased to announce the unaudited condensed consolidated results of the Group for the six months ended 30 September 2025 together with the unaudited comparative figures for the corresponding period in 2024, as follows:

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Six months ended 30 September 2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited) (restated)
	Notes		
<b>Revenue</b>	4	<b>47,622</b>	59,455
<b>Cost of services</b>		<b>(33,985)</b>	(54,939)
<b>Gross profit</b>		<b>13,637</b>	4,516
Other income		484	953
Other losses, net		(74)	(3,306)
General and administrative expenses		(19,038)	(21,660)
Fair value gain on financial asset at fair value through profit and loss (“FVTPL”)		17,572	38,993
Finance costs		(215)	(204)
<b>Profit before taxation</b>	5	<b>12,366</b>	19,292
Income tax expenses	6	(378)	(45)
<b>Profit for the period</b>		<b>11,988</b>	19,247
<b>Other comprehensive income</b>			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange differences on translation of foreign operations		–	–
Other comprehensive income for the period, net of tax		–	–
<b>Total comprehensive income for the period attributable to owners of the Company</b>		<b>11,988</b>	19,247
<b>Earnings per share</b>			
– Basic and diluted (HK cents)	8	8.8	14.4

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30 SEPTEMBER 2025

	Notes	At 30 September 2025 HK\$'000 (Unaudited)	At 31 March 2025 HK\$'000 (Audited)
<b>Non-current assets</b>			
Property, plant and equipment	9	7,940	2,590
Right-of-use assets		7,726	9,066
Financial asset at fair value through profit or loss ("FVTPL")	13	116,903	96,831
Rental deposits		743	743
Prepayments		1,500	1,500
Deferred tax assets		1,500	1,500
		<b>136,312</b>	<b>112,230</b>
<b>Current assets</b>			
Trade and other receivables	10	62,248	84,987
Contract assets		32,035	29,844
Cash and cash equivalents		27,726	16,358
		<b>122,009</b>	<b>131,189</b>
<b>Current liabilities</b>			
Trade and other payables	11	6,537	8,808
Contract liabilities		27,499	26,726
Lease liabilities		2,090	2,610
Income tax payable		499	185
		<b>36,625</b>	<b>38,329</b>
<b>Net current assets</b>		<b>85,384</b>	<b>92,860</b>
<b>Total assets less current liabilities</b>		<b>221,696</b>	<b>205,090</b>
<b>Non-current liabilities</b>			
Lease liabilities		5,723	6,830
Bond payable		3,300	—
Provision for long service payment		940	940
		<b>9,963</b>	<b>7,770</b>
<b>NET ASSETS</b>		<b>211,733</b>	<b>197,320</b>
<b>CAPITAL AND RESERVES</b>			
Share capital	12	14,455	13,820
Reserves		197,278	183,500
<b>Equity attributable to owners of the Company</b>		<b>211,733</b>	<b>197,320</b>

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 30 SEPTEMBER 2025

	Attributable to owners of the Company						Total HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Merger reserves HK\$'000	Legal reserves HK\$'000	Translation reserves HK\$'000	Retained earnings HK\$'000	
At 1 April 2024 (Audited)	12,320	90,536	647	49	393	11,851	115,796
Issuance of new shares by placing	1,500	16,500	–	–	–	–	18,000
Profit for the period	–	–	–	–	–	19,247	19,247
Other comprehensive income	–	–	–	–	–	–	–
Total comprehensive income for the period	–	–	–	–	–	19,247	19,247
At 30 September 2024 (Unaudited)	13,820	107,036	647	49	393	31,098	153,043
At 1 April 2025 (Audited)	<b>13,820</b>	<b>106,036</b>	<b>647</b>	<b>49</b>	<b>411</b>	<b>76,357</b>	<b>197,320</b>
Issuance of new shares by placing	<b>635</b>	<b>1,790</b>	–	–	–	–	<b>2,425</b>
Profit for the period	–	–	–	–	–	<b>11,988</b>	<b>11,988</b>
Total comprehensive income for the period	–	–	–	–	–	<b>11,988</b>	<b>11,988</b>
At 30 September 2025 (Unaudited)	<b>14,455</b>	<b>107,826</b>	<b>647</b>	<b>49</b>	<b>411</b>	<b>88,345</b>	<b>211,733</b>

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED 30 SEPTEMBER 2025

	Six months ended	
	30 September	
	2025	2024
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Net cash generated from/(used in) operating activities	11,851	(28,126)
Net cash (used in)/generated from investing activities	(6,208)	596
Net cash generated from financing activities	5,725	15,318
Net increase/(decrease) in cash and cash equivalents	11,368	(12,212)
Cash and cash equivalents at the beginning of the period	16,358	40,323
Cash and cash equivalents at the end of the period	27,726	28,111

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 25 August 2017 under the Companies Law, Cap. 22 (Law 3 of 1961 as consolidated and revised) of the Cayman Islands. Its principal place of business in Hong Kong is 11/F., Metropole Square, No. 2 On Yiu Street, Shek Mun, Shatin, New Territories, Hong Kong.

The Company is an investment holding company and its shares have been listed on GEM of the Stock Exchange since 17 September 2018. The Group is principally engaged in provision of comprehensive structural and geotechnical engineering consultancy services.

The unaudited condensed consolidated financial statements of the Group are presented in Hong Kong dollars ("HK\$"), rounded to the nearest thousand, which is same as the functional currency of the Company.

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025 have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements of the GEM Listing Rules.

The preparation of the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025 is in conformity with the requirements of the Hong Kong Financial Reporting Standards ("HKFRSs") in the use of certain critical accounting estimates. The HKFRSs also require the management to exercise their judgements in the process of applying the Group's accounting policies.

The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025 are consistent with those adopted in the preparation of the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2024 and the audited consolidated financial statements of the Group for the year ended 31 March 2025 shown in the 2025 annual report of the Company.

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025 have been prepared under the historical cost convention.

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025 have not been audited by the Company's independent auditor, but have been reviewed by the Company's audit committee.



# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operation and effective for its accounting period beginning on 1 April 2025. The adoption of the new and revised HKFRSs in the current period has had no material impact on the Group's financial performance and positions for the current and prior periods and/or the disclosures set out in these unaudited condensed consolidated financial statements. The Group has not early applied the new and revised HKFRSs that have been issued but are not yet effective.

## 4. REVENUE AND SEGMENT INFORMATION

### Revenue

The principal activities of the Group are provision of comprehensive structural and geotechnical engineering consultancy services mainly in Hong Kong. Disaggregation of revenue from contracts with customers by services lines is as follows:

	Six months ended 30 September	
	2025	2024
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<hr/>		
Disaggregation of revenue from contracts with customers by major services lines		
– Construction of new properties	38,530	50,831
– Refurbishment/maintenance of existing properties	4,967	5,157
– Others	4,125	3,467
	<hr/>	<hr/>
	47,622	59,455
	<hr/>	<hr/>
Timing of revenue recognition:		
– Services recognised over time	47,622	59,455
	<hr/>	<hr/>

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 4. REVENUE AND SEGMENT INFORMATION (CONTINUED)

### Revenue (Continued)

Revenue mainly represents the contract revenue from provision of comprehensive structural and geotechnical engineering consultancy services recognised over the time during the periods ended 30 September 2025 and 2024.

Others represents revenue from provision of expert witness services and other minor works services recognised over the time for the periods ended 30 September 2025 and 2024.

The Group currently operates in one single operating segment which is comprehensive structural and geotechnical engineering consultancy services. For the purpose of resources allocation and performance assessment, the chief operating decision makers (i.e. the directors of the Company) review the overall results and financial position of the Group as a whole prepared in accordance with accounting policies which conform to HKFRSs. Accordingly, the Group presents only one single reportable segment.

### Geographical information

Almost all of the Group's external revenue for the six months ended 30 September 2025 is derived from services rendered in Hong Kong, the place of domicile of the Group's principal operating entities. Almost all of the non-current assets employed by the Group are located in Hong Kong. Hence, no geographical information is presented.

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 5. PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/(crediting):

	Six months ended 30 September	
	2025	2024
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<b>(a) Staff costs</b>		
Directors' remuneration	7,923	14,486
Salaries, wages and other benefits	29,519	32,551
Contributions to defined contribution retirement plan, excluding those of Directors	1,189	1,204
Total staff costs	38,631	48,241
Less: Amount included in general and administrative expenses	(7,877)	(7,583)
Total staff costs included in cost of services	30,754	40,658
<b>(b) Finance costs</b>		
Interest expenses on lease liabilities	215	203
<b>(c) Other items</b>		
Auditor's remuneration (including remuneration for non-audit services)	15	424
Exchange (gains)/loss, net	(121)	(198)
Depreciation of property, plant and equipment	929	398
Depreciation of right-of-use assets	1,178	1,936
Impairment losses on trade receivables and contract assets, net of reversal of impairment losses	74	3,306

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 6. INCOME TAX EXPENSES

	Six months ended 30 September	
	2025	2024
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<b>Current tax:</b>		
Hong Kong Profits Tax	378	–
<b>Deferred taxation:</b>		
Origination and reversal of temporary differences	–	45
	<b>378</b>	<b>45</b>

### (a) Hong Kong Profits Tax

Hong Kong Profits Tax has been provided in accordance with two-tiered profits tax rate regime, the first HK\$2,000,000 of assessable profits of a qualifying group entity is taxed at 8.25% and the assessable profits above HK\$2,000,000 are taxed at 16.5% for the six months ended 30 September 2025 and 2024. The assessable profits of group entities not qualifying for the two-tiered profit tax regime are taxed at a flat rate of 16.5%.

### (b) PRC Enterprise Income Tax

No provision for PRC Enterprise Income Tax has been made as the subsidiary incorporated in the People's Republic of China (the "PRC") has estimated tax losses for the six months ended 30 September 2025 and 2024.

### (c) Macau Complementary Tax

No provision for Macau Complementary Tax has been made as the subsidiary incorporated in Macau has estimated tax losses for the six months ended 30 September 2025 and 2024.

### (d) Cayman Islands and BVI Income Tax

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the Cayman Islands and the BVI.

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 7. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2025 (for the six months ended 30 September 2024: nil).

## 8. EARNINGS PER SHARE

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

	Six months ended 30 September	
	2025	2024
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited) (Restated)
Profit for the period attributable to owners of the Company	11,988	19,247
<b>Number of shares:</b>		
Weighted average number of ordinary shares in issue ('000 Number of shares)	135,816	133,446
Basic and diluted earnings per share (HK cents)	8.8	14.4

The calculation of basic earnings per share is based on the profit for the period attributable to owners of the Company and weighted average number of shares in issue of the Company.

Diluted earnings per share for those periods are the same as basic earnings per share as there were no potential ordinary shares outstanding.

## 9. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2025, the Group acquired property, plant and equipment of approximately HK\$6,290,000 (30 September 2024: HK\$103,000).

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 10. TRADE AND OTHER RECEIVABLES

	At 30 September 2025 HK\$'000 (Unaudited)	At 31 March 2025 HK\$'000 (Audited)
Trade receivables	54,973	61,166
Less: Allowance for ECL	(11,854)	(13,067)
Trade receivables, net of allowance for ECL	43,119	48,099
Deposits, prepayments and other receivables	20,629	38,406
Less: Allowance for ECL	–	(18)
Deposits, prepayments and other receivables, net of allowance for ECL	20,629	38,388
Total trade and other receivables	63,748	86,487
Less: non-current portion – Prepayments	(1,500)	(1,500)
	62,248	84,987

The following is an ageing analysis of the Group's trade receivables presented based on invoice dates at the end of the reporting period, net of allowance for credit losses recognised:

	At 30 September 2025 HK\$'000 (Unaudited)	At 31 March 2025 HK\$'000 (Audited)
Within 30 days	11,798	12,950
Over 30 days and within 90 days	9,485	11,221
Over 90 days and within 180 days	21,834	13,994
Over 180 days	2	9,934
	43,119	48,099

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 11. TRADE AND OTHER PAYABLES

	At 30 September 2025 HK\$'000 (Unaudited)	At 31 March 2025 HK\$'000 (Audited)
Trade payables	415	1,171
Provision for annual leave and long service payment	2,768	2,768
Accrued expenses and other payables	4,294	5,809
Total trade and other payables	7,477	9,748
Less: non-current portion		
– Provision for long service payment	(940)	(940)
	6,537	8,808

The ageing analysis of the Group's trade payables based on the invoice dates is as follows:

	At 30 September 2025 HK\$'000 (Unaudited)	At 31 March 2025 HK\$'000 (Audited)
Within 30 days	99	486
31 – 60 days	85	282
61 – 90 days	–	3
Over 90 days	231	400
	415	1,171

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 12. SHARE CAPITAL

Movements in the share capital of the Company during the six months ended 30 September 2025 are as follows:

	2025 HK\$'000	2024 HK\$'000
<b>Authorised:</b>		
1,500,000,000 ordinary shares of HK\$0.1 each (2024: 1,500,000,000 ordinary shares of HK\$0.01 each)	150,000	15,000
<b>Issued and fully paid:</b>		
144,545,000 ordinary shares of HK\$0.1 each (2024: 1,382,000,000 ordinary shares of HK\$0.01 each)	14,455	13,820

The movements in authorised and issued share capital of the Company during the six months ended 30 September 2025 were as follows:

	Number of authorised shares	Number of issued shares	Issued capital HK\$'000	Share premium account HK\$'000	Total HK\$'000
At 31 March 2025					
and 1 April 2025	1,500,000,000	1,382,000,000	13,820	106,036	119,856
Issuance of new shares					
by way of placing, net					
of issue costs	–	63,450,000	635	1,790	2,425
Share consolidation	–	(1,300,905,000)	–	–	–
<b>At 30 September 2025</b>	<b>1,500,000,000</b>	<b>144,545,000</b>	<b>14,455</b>	<b>107,826</b>	<b>122,281</b>



# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2025

## 12. SHARE CAPITAL (CONTINUED)

On 30 May 2025, an aggregate of 63,450,000 placing shares have been allotted and issued with the net proceeds amounting to approximately HK\$2.42 million at the issue price of HK\$0.039 per placing share.

On 15 April 2025, the director of the Company proposed to implement a share consolidation on the basis that every 10 issued would be consolidated into one consolidated share. Pursuant to an ordinary resolution passed on 5 June 2025, the share consolidation was approved by the shareholders of the Company and has become effective on 9 June 2025. Immediately after the share consolidation, the total number of issued shares of the Company was adjusted from 1,445,450,000 to 144,545,000.

## 13. FINANCIAL ASSET AT FVTPL

As at 30 September 2025, the Group's listed investment represented equity interest in OPS Holdings Limited. During the period, SuperX AI Technology Limited (formerly known as Juneo Limited), a wholly-owned subsidiary of OPS Holdings Limited, was listed in the NASDAQ market.

# MANAGEMENT DISCUSSION AND ANALYSIS

## BUSINESS REVIEW AND OUTLOOK

The Group's operations are strategically centered on its established core business of construction engineering consultancy, which operates alongside a strategic and growing IT segment. While these traditional engineering services form the current foundation of the Group, the IT division is a key driver for future growth and is expected to become an integral part of the core business. Our construction engineering consultancy, primarily serving the PRC, Hong Kong, and Macau markets, encompasses structural, geotechnical, civil, and material engineering. Concurrently, our expanding IT segment provides a suite of digital transformation solutions, including information technology consulting, Software-as-a-Service (SaaS), Device-as-a-Service (DaaS), data backup and management, and the procurement of IT products. Additionally, the Group provides specialized services such as Registered Structural Engineer and Authorized Person work for alteration and addition projects, as well as other client-requested expert services.

During the six months ended 30 September 2025, the Group recorded a decrease in revenue of HK\$11.9 million or approximately 20.0% to approximately HK\$47.6 million. Such decrease was mainly due to the decrease in revenue contribution from structural and geotechnical engineering consultancy services of construction of new properties and refurbishment/maintenance of existing properties from decreased number of projects.

The Group's growth strategy is anchored by its established construction engineering consultancy, which remains the core driver of its business. This segment continues to secure a stable pipeline of projects and expand its market share through its dedicated focus and deep client relationships. Alongside this stable foundation, the Group has successfully cultivated its IT segment as a strategic growth area in recent years, a progress it is committed to continuing. While opportunities for complementary service offerings are explored, each segment operates with a strong, independent business development focus. The Group is thus well-positioned to navigate a challenging operating environment, leveraging the stability of its engineering core in tandem with the dynamic growth of its IT services to ensure long-term development.

# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL REVIEW

### Revenue

The revenue of the Group decreased from approximately HK\$59.5 million for the six months ended 30 September 2024 to approximately HK\$47.6 million for the six months ended 30 September 2025, representing a decrease of HK\$11.9 million or approximately 20.0%. Such decrease was mainly due to the decrease in revenue contribution from structural and geotechnical engineering consultancy services of construction of new properties and refurbishment/maintenance of existing properties from decreased number of projects.

### Cost of Services

The cost of services decreased from approximately HK\$54.9 million for the six months ended 30 September 2024 to approximately HK\$34.0 million for the six months ended 30 September 2025, representing a decrease of HK\$20.9 million or approximately 38.1%. Such decrease during the current period was mainly attributable to decrease in director remuneration and staff costs.

### Gross Profit

Gross profit of the Group increased by approximately HK\$9.1 million from approximately HK\$4.5 million for the six months ended 30 September 2024 to approximately HK\$13.6 million for the six months ended 30 September 2025. The net increase was mainly due to the decrease of director and staff costs. The overall gross profit margin increased from approximately 7.6% for the six months ended 30 September 2024 to approximately 28.6% for the six months ended 30 September 2025.

### Other Income and Other Losses

Other income and other losses of the Group for the six months ended 30 September 2025 and 2024 were approximately HK\$0.4 million and HK\$2.4 million (loss) respectively, representing a turnaround of HK\$2.8 million or approximately 116.7%. The turnaround in other income and other losses was mainly attributable to the decrease in impairment loss from the Group's (trade and other receivables) for the six months ended 30 September 2025.

# MANAGEMENT DISCUSSION AND ANALYSIS

## Fair Value Gain on Financial Asset at Fair Value

The Group recorded a fair value gain on a financial asset of approximately HK\$17.6 million for the six months ended 30 September 2025. The gain was primarily due to the listing of this financial asset in United States and its fair value was raised.

## General and Administrative Expenses

General and administrative expenses of the Group decreased by approximately HK\$2.6 million or 12.1%, from approximately HK\$21.7 million for the six months ended 30 September 2024 to approximately HK\$19.0 million for the six months ended 30 September 2025. General and administrative expenses primarily consisted of staff costs for accounting and administrative staff, accrued staff bonus, staff training and welfare, depreciation, and legal and professional fees. Such decreased was mainly attributable to the decrease in staff costs, staff welfare and benefits, legal and professional expenses and decrease in various expenses due to decrease scale of operations.

## Finance Costs

Finance costs amounted to approximately HK\$0.2 million for both periods, they represented interest expenses on lease liabilities for the six months ended 30 September 2025 and 2024, respectively.

## Income Tax Expenses

Income tax expenses of the Group increased by approximately HK\$0.4 million from approximately HK\$45,000 for the six months ended 30 September 2024 to approximately HK\$0.4 million for the six months ended 30 September 2025 and such increase was due to the net effect between the current tax expenses on estimated assessable profits and deferred tax expenses for the periods.

## Profit for the Period

The Group recorded a profit for the period of approximately HK\$12.0 million and approximately HK\$19.2 million for the period ended 30 September 2025 and September 2024 respectively. The change was mainly attributed to fair value gain on financial asset.

# MANAGEMENT DISCUSSION AND ANALYSIS

## LIQUIDITY AND FINANCIAL RESOURCES

The Group has met its liquidity requirements principally through net cash flows generated from our operations. The Group's principal uses of cash have been, and are expected to continue to be, operational costs. The Directors believe that in the long term, the Group's operations will be funded by internally generated cash flows and, if necessary, additional equity financing and/or bank borrowings.

The current ratio slightly decreased from approximately 3.4 times as at 31 March 2025 to approximately 3.4 times as at 30 September 2025. The change was relatively small and was mainly due to ups and downs of items included as current assets and current liabilities.

The Group utilizes borrowings as a normal part of its financial strategy. As at 30 September 2025, our borrowings remain at a healthy and sustainable level, providing an efficient capital structure for the business. The gearing ratio as at 30 September 2025, calculated based on total debts divided by total equity at the end of the reporting period and multiplied by 100%, was 1.6%. The Directors consider the Group's financial position is sound and strong and the Group has sufficient liquidity to satisfy its funding requirements with available bank and cash balances, and bank credit facilities.

## TREASURY POLICY

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the current period. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

## CAPITAL STRUCTURE

The shares of the Company were listed on GEM of the Stock Exchange on 17 September 2018. The share capital of the Company only comprises of ordinary shares.

As at the date of this report, the Company's authorised share capital was HK\$150,000,000 divided into 1,500,000,000 shares at par value of HK\$0.1 each and the number of its issued ordinary shares was 144,545,000.

# MANAGEMENT DISCUSSION AND ANALYSIS

## CAPITAL COMMITMENTS

As at 30 September 2025, the Group did not have any capital commitments (31 March 2025: nil).

## FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As at 30 September 2025, save for the business plans as set out in the Prospectus and the section headed “Use of Proceeds” in 2025 annual report, the Group did not have other plans for material investments and capital assets.

## MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATES

During the six months ended 30 September 2025, the Group did not have any material acquisitions or disposals of subsidiaries.

## CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities as at 30 September 2025 and up to the date of issuance of interim report.

## EXPOSURE TO EXCHANGE RATE FLUCTUATION

The Group’s revenue generating operations are mainly transacted in Hong Kong dollars. In addition, the Group’s bank balances are mainly denominated in Hong Kong dollars. The Directors consider the impact of foreign exchange exposure to the Group is minimal. During the six months ended 30 September 2025, the Group did not enter into any foreign exchange forward contracts or other hedging instrument to hedge against fluctuations.

# MANAGEMENT DISCUSSION AND ANALYSIS

## EVENT AFTER THE REPORTING PERIOD

Other than the acquisition of a 60% equity interest in Smart Building Management System Limited, disclosed on 27 November 2025, no other significant events occurring after 30 September 2025 have come to the attention of the Directors that are relevant to the Group's business or financial performance.

## EMPLOYEES AND REMUNERATION POLICIES

As at 30 September 2025, the Group employed a total of 159 employees (30 September 2024: 172 employees). The staff costs, including Directors' emoluments, of the Group were approximately HK\$38.6 million for the six months ended 30 September 2025 (30 September 2024: approximately HK\$48.2 million). Remuneration is mainly determined with reference to market trends, the Group's operating results and the performance, qualification and experience of individual employee. The remuneration packages mainly comprise basic salaries, medical coverage, overtime allowance, travelling allowance and discretionary bonuses based on individual performance, which are offered to employees as recognition of and reward for their contribution.

On 27 September 2025, the Company granted share options to its Directors and employees. For further details, please refer to the Company's announcement dated 27 September 2025.

# OTHER INFORMATION

## DISCLOSURE OF INTERESTS

### A. Directors' and Chief Executive's Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company and the Associated Corporation

As at 30 September 2025, interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company and any of its associated corporation (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 (i) 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 in which they were taken or deemed to have under such provisions of the SFO), or (ii) pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or (iii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

#### *Long Position in the Company's shares*

Name of Directors	Capacity/ Nature of interest	Number and class of shares	Approximate percentage of shareholding in the total issued share capital of the Company <sup>(Note)</sup>
Mr. YUEN Chi Ping	Beneficial owner	21,823,600 ordinary shares	15.10

*Note:*

Based on the number of issued share of 144,545,000 shares as at 30 September 2025.

Save as disclosed above, as at 30 September 2025, none of the Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.



## OTHER INFORMATION

### **B. Substantial Shareholders' and Other Persons' Interests and Short Positions in the Shares and Underlying Shares of the Company**

As at 30 September 2025, so far as is known to the Directors, no person, other than the Directors and chief executive of the Company whose interests are set out in the section "Directors' and Chief Executive's Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company and the Associated Corporation" above, had notified the Company of an interest or short position in the shares or underlying shares of the Company that was required to be recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

### **COMPETING AND CONFLICTS OF INTERESTS**

The Directors are not aware of any business or interest of the Directors or the controlling shareholders of the Company or any of their respective close associates (as defined in the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group during the six months ended 30 September 2025.

### **PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES**

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 September 2025.

### **CORPORATE GOVERNANCE CODE**

During the six months ended 30 September 2025 and up to the date of this report, the Company has complied with the applicable code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix C1 to the GEM Listing Rules with an exception of deviation from code provision C.1.7, Rules 5.05(1) and 5.28 of the GEM Listing Rules as explained below:

## OTHER INFORMATION

Under code provision C.1.7, an issuer should arrange appropriate insurance cover in respect of legal action against its directors. The Board has not arranged an insurance cover in respect of Directors' liability as the Board considers that the industry, business and financial situation of the Company are currently stable, and the Company has established sufficient internal control system. The Board will review the need for the insurance cover from time to time.

Following the resignation of Ms. SIU Yuk Ming ("Ms. Siu") on 31 October 2025, the number of independent non-executive directors of the Company did not meet the requirement under Rule 5.05(1) of the GEM Listing Rules. In addition, the composition of the Company's audit committee (the "Audit Committee") no longer satisfies the requirements under Rule 5.28 of the GEM Listing Rules.

The Directors will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasingly tightened regulatory requirements from time to time, and to meet the rising expectation of shareholders and other stakeholders of the Company.

### **Changes of Directors' and Chief Executives' Information Pursuant to Rule 17.50A of the GEM Listing Rules**

There have been no changes in the information of Directors and Chief Executives of the Company since the publication of the 2025 Annual Report up to the date of this Interim Report, save and except that:

- (i) Mr. MAN Kwok Hing and Mr. TAKEDA Masahiro retired as an executive Director and a non-executive Director respectively with effect from the conclusion of the 2025 AGM.

## OTHER INFORMATION

- (ii) Mr. TSANG Wing Ki (“Mr. Tsang”) resigned as an executive Director with effect from 31 October 2025 and, upon his resignation, also ceased to be
  - (a) one of the two authorized representatives of the Company under Rule 5.24 of the GEM Listing Rules (the “GEM Listing Rules Authorized Representative(s)”; and
  - (b) an authorized representative of the Company for accepting on behalf of the Company service of process or notice in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (together with GEM Listing Rules Authorized Representative(s), collectively, the “Authorized Representatives”)
- (iii) Immediately following Mr. Tsang’s cessation of the positions mentioned above, Mr. LEUNG Chun Yu Edmund be appointed as the Authorized Representative with effect from 31 October 2025.
- (iv) Ms. Siu resigned as an independent non-executive Director with effect from 31 October 2025 and, upon her resignation, also ceased to be the chairman of the Audit Committee and each of the members of the Remuneration Committee and the Nomination Committee.
- (v) Immediately following Ms. Siu’s cessation of the positions mentioned above, Mr. LEUNG Man Chun has been appointed as the chairman of the Audit Committee. He also remains as the chairman of Remuneration Committee and the member of Nomination Committee.

# OTHER INFORMATION

## DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standards of dealings set out in Rules 5.46 to 5.67 of the GEM Listing Rules. The Company had made specific enquiries of all the Directors and the Company was not aware of any non-compliance with the required standard of dealings and the Company's code of conduct regarding securities transactions by the Directors during the six months ended 30 September 2025.

## DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2025.

## SHARE OPTION SCHEME

The Company adopted a share option scheme on 27 August 2018 (the "Scheme"). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

On 27 October 2025, the Company granted a total of 4,480,895 share options to its Directors and employees. For further details, please refer to the Company's announcement dated 27 October 2025. The granted options have not yet been exercised. Save as disclosed above, there were no share options outstanding as at 30 September 2025 and up to the date of this Interim Report.

# OTHER INFORMATION

## AUDIT COMMITTEE

The Company established the Audit Committee on 27 August 2018 with its written terms of reference in compliance with the GEM Listing Rules and in accordance with the provisions set out in the CG Code which is available on the websites of the Stock Exchange and the Company. The primary duties of the Audit Committee are to make recommendations to the Board on the appointment, reappointment and removal of the external auditor, to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards, and to monitor the integrity of the Company's annual report and accounts and interim report before submission to the Board. Up to the date of this report, the Audit Committee currently consists of two members, namely Ms. LUNG Wing Yee and Mr. LEUNG Man Chun, all being independent non-executive Directors. Mr. LEUNG Man Chun currently serves as the chairman of the Audit Committee. The Audit Committee has reviewed and approved the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2025.

By order of the Board  
**NIU Holdings Limited**  
**Mr. YUEN Chi Ping**  
*Chairman*

Hong Kong, 28 November 2025

*As at the date of this report, the Board comprises, Ms. LEUNG Suet Yiu and Mr. LEUNG Chun Yu Edmund as executive Directors; Mr. YUEN Chi Ping as non-executive Director; and Ms. LUNG Wing Yee and Mr. LEUNG Man Chun as independent non-executive Directors.*