



**RYKADAN CAPITAL LIMITED**

**宏基資本有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code : 2288)**

**2025**  
Interim Report

Corporate Information	2
Management Discussion and Analysis	3
Consolidated Income Statement	13
Consolidated Statement of Comprehensive Income	15
Consolidated Statement of Financial Position	16
Consolidated Statement of Changes in Equity	18
Condensed Consolidated Statement of Cash Flows	20
Notes to the Unaudited Interim Financial Report	21
Corporate Governance and Other Information	46

# Corporate Information

## BOARD OF DIRECTORS

### Executive Directors

CHAN William

*(Chairman and Chief Executive Officer)*

LO Hoi Wah, Heywood

*(Chief Financial Officer)*

### Non-executive Director

NG Tak Kwan

*(resigned on 1 October 2025)*

### Independent Non-executive Directors

HO Kwok Wah, George

TO King Yan, Adam

KHAN Sabrina

### AUDIT COMMITTEE

HO Kwok Wah, George *(Chairman)*

TO King Yan, Adam

KHAN Sabrina

### REMUNERATION COMMITTEE

HO Kwok Wah, George *(Chairman)*

TO King Yan, Adam

KHAN Sabrina

### NOMINATION COMMITTEE

CHAN William *(Chairman)*

HO Kwok Wah, George

TO King Yan, Adam

## COMPANY SECRETARY

LUI Man Kit

## AUDITOR

Deloitte Touche Tohmatsu

*Certified Public Accountants*

*Registered Public Interest Entity Auditor*

35/F, One Pacific Place

88 Queensway

Hong Kong

## LEGAL ADVISORS

Woo, Kwan, Lee & Lo

北京德恒(福州)律師事務所

## PRINCIPAL BANKERS

DBS Bank (Hong Kong) Limited

The Hongkong and Shanghai Banking

Corporation Limited

The Macau Chinese Bank Limited

## REGISTERED OFFICE

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

## HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

29/F, Rykadan One

23 Wong Chuk Hang Road

Wong Chuk Hang

Hong Kong

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Suntera (Cayman) Limited

Suite 3204, Unit 2A

Block 3, Building D

P.O. Box 1586

Gardenia Court

Camana Bay

Grand Cayman, KY1-1100

Cayman Islands

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited

17/F, Far East Finance Centre

16 Harcourt Road

Hong Kong

## STOCK CODE

2288

## COMPANY'S WEBSITE

[www.rykadan.com](http://www.rykadan.com)

## INVESTOR RELATIONS CONTACT

Email: [ir@rykadan.com](mailto:ir@rykadan.com)

# Management Discussion and Analysis

## OVERVIEW

During the interim period, Hong Kong's property and investment markets continued to face pressure from tight liquidity, stagnant sentiment, and persistent uncertainties stemming from US-China trade tensions. Against this backdrop, the Group accelerated asset monetisation, advanced project delivery milestones, and streamlined non-core holdings to strengthen cash flow resilience and preserve portfolio value. These disciplined measures reflect the Group's proactive response to a more selective and risk-averse investment climate.

The Group remains committed to its long-term strategy of developing and managing a portfolio of value-added projects, efficiently growing asset value and realising investments within a three-to-five-year horizon. By navigating the current environment with prudence and agility, the Group continues to uphold its long-term investment principles and focus on preserving returns for shareholders.

In Hong Kong, the Group made further progress in monetising its property portfolio, negotiating asset sales and handing over the remaining pre-sold units to buyers. Meanwhile, in the United States of America (the "U.S.A."), the Group continued to monetise its property redevelopment projects, and in the United Kingdom (the "U.K."), the Group's Graphite Square Project is nearing completion, in which it holds a minority stake.

Following proactive divestment over the past year, the Group's prudent risk management has mitigated downside risks that have impacted many indebted real estate developers, while optimising its investment portfolio to generate its target returns over the longer term. During the six-month period under review, the Group's investments included commercial and residential property developments in Hong Kong, the U.S.A. and the U.K.. It has also invested in hospitality operations.

As at 30 September 2025, the Group's total assets were valued at HK\$709 million (31 March 2025: HK\$813 million), of which HK\$579 million (31 March 2025: HK\$605 million) were current assets, approximately 7.11 times (31 March 2025: 3.68 times) of its current liabilities. Equity attributable to owners of the Company was HK\$538 million (31 March 2025: HK\$579 million).

# Management Discussion and Analysis

## OVERALL PERFORMANCE

During the six months period ended 30 September 2025, the Group's consolidated revenue from business segments under continuing operations amounted to HK\$51 million (compared to HK\$73 million for the six months period ended 30 September 2024). This revenue was primarily attributable to the ongoing monetisation of the Group's property redevelopment projects within its portfolio and the recurring income generated from the Group's asset, investment and fund management business. The Group recorded a gross loss of HK\$27 million (six-month period ended 30 September 2024: gross profit of HK\$9 million), mainly attributable to a one-off write-down of a property redevelopment project and the monetisation of the Company's property portfolio during the six-month period under review, reflecting continued softness in the property market, reduced property valuations, and prevailing market sentiment.

The Group recorded a loss from continuing operations and discontinued operation of HK\$25 million for the period (six-month period ended 30 September 2024: HK\$91 million), while the loss attributable to owners of the Company was HK\$46 million (six-month period ended 30 September 2024: HK\$89 million). The loss was primarily attributable to the aforementioned gross loss and the absorption of loss incurred by associates, notwithstanding a gain on disposal under discontinued operation that was recognised during the interim period.

Basic loss per share from continuing and discontinued operations for the six-month period ended 30 September 2025 was 12.2 HK cents (six-month period ended 30 September 2024: 23.6 HK cents). No diluted loss per share was presented for both periods, as there were no potential ordinary shares outstanding during both periods.

The Board of Directors (the "Board") does not recommend the payment of an interim dividend for the six-month period ended 30 September 2025 (six-month period ended 30 September 2024: HK\$Nil).

## Management Discussion and Analysis

### MATERIAL ACQUISITIONS AND DISPOSALS AND SIGNIFICANT INVESTMENTS

On 23 July 2024, Worth Celestial Limited, a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with a director of the Company and his spouse (collectively referred to as the "RH Vendors") to acquire 100% equity interests and take up the assignment of the shareholder loan in Cosmo Kingdom Holdings Limited (a property holding company jointly owned by the RH Vendors, with a luxury residential property in Hong Kong as its principal asset), at an aggregate consideration of approximately HK\$57,569,000. As RH Vendors were connected persons of the Company, the acquisition which constituted a connected transaction for the Company under Chapter 14A of the Rules Governing the Listing of Securities on Stock Exchange of Hong Kong Limited was approved by independent shareholders at an extraordinary general meeting held on 16 September 2024 and was completed on 30 April 2025. Details of this transaction are provided in the announcements of the Company dated 23 July 2024, 31 July 2024 and 29 November 2024, as well as in the circular of the Company dated 30 August 2024.

On 9 April 2025, Quarella Holdings Limited, a joint venture of the Group, disposed of the entire equity interests in its wholly-owned subsidiary, Quarella Group Limited, for a cash consideration of HK\$240,000,000. Accordingly, the Group received its corresponding 50% interest of such consideration amounted to HK\$120,000,000. Details of this transaction are provided in the announcement of the Company dated 9 April 2025.

On 3 December 2024, Win Expo Enterprises Limited and Prime Talent Development Limited, both indirect wholly-owned subsidiaries of the Company, entered into provisional agreements for sale and purchase with German Pool (Hong Kong) Limited, an independent third party, in relation to the disposal of the 27th and 28th floors, together with various car parking spaces of Rykadan Capital Tower at an aggregate consideration of approximately HK\$163,526,000. Formal agreements of the disposal were entered by the aforementioned parties on 17 December 2024. The disposal was approved by independent shareholders at an extraordinary general meeting held on 17 April 2025 and was completed on 30 April 2025. Details of the disposal are provided in the announcement of the Company dated 3 December 2024 and the circular of the Company dated 27 March 2025.

# Management Discussion and Analysis

On 30 May 2025, Golden Wealth (HK) Investment Limited, an indirect wholly-owned subsidiary of the Company, entered into the agreement with Capital Universal Investment Limited, an associate of the Group, in relation to the purchase of the properties comprising the 29th floor, reserved area and various car parking spaces of Rykadan One, at a consideration of approximately HK\$47,594,000. The consideration was settled by offsetting it against the outstanding loans to an associate in the amount of HK\$47,040,000, together with accrued interest of approximately HK\$554,000. Details of the transaction are provided in the announcement of the Company dated 30 May 2025 and the circular of the Company dated 25 July 2025.

Save as disclosed above, there was no material acquisition and disposal and significant investment during the period.

## INVESTMENT PORTFOLIO

As at 30 September 2025, the Group's bank deposits and cash was HK\$97 million (31 March 2025: HK\$64 million), representing 13.6% (31 March 2025: 7.8%) of the Group's total assets.

The following table shows the Group's investments as at 30 September 2025.

### Real estate investments

Investment	Location	Type	Group's interest	Status as of 30/09/2025	Area	Attributable area
Winston Project	1135 Winston Avenue, San Marino, CA 91108, the U.S.A.	Residential property	100%	Completed and being marketed to buyers	4,021 square feet (gross floor)	4,021 square feet (gross floor)
Monterey Park Towne Centre Project	100, 120, 150, 200 South Garfield and 114 East Garvey and City Parking Lot, Monterey Park, CA 91755, the U.S.A.	Residential and retail property	100%	Under planning	237,920 square feet (gross floor)	237,920 square feet (gross floor)
Graphite Square Project	Graphite Square, Vauxhall, London SE11, the U.K.	Residential and commercial property	21.25%	Under construction. Expected to be completed by the end of 2025	27,523 square metres (gross floor)	5,849 square metres (gross floor)
Jaffe Road Project	216, 216A, 218, 220 and 222A Jaffe Road, Wanchai, Hong Kong	Commercial and retail property	3.55%	Completed and being marketed to buyers	10,792 square feet (saleable)	383 square feet (saleable)
1 car parking space of Wong Chuk Hang Project	23 Wong Chuk Hang Road, Wong Chuk Hang, Hong Kong	Car parking space	24.21%	Completed and being marketed to buyers	N/A	N/A

# Management Discussion and Analysis

Investment	Location	Type	Group's interest	Status as of 30/09/2025	Area	Attributable area
Rykadan One Project	23 Wong Chuk Hang Road, Wong Chuk Hang, Hong Kong	Commercial property	100%	Completed. 5 units and various car parking spaces being marketed to buyers	3,423 square feet (saleable)	3,423 square feet (saleable)
Various car parking spaces of Rykadan Capital Tower	135 Hoi Bun Road, Kwun Tong, Kowloon, Hong Kong	Car parking space	100%	Completed (classified as investment properties and properties for sale)	N/A	N/A
Redhill Project	House No.53, Cedar Drive, The Redhill Peninsula, 18 Pak Pat Shan Road, Hong Kong	Residential property	100%	Completed and being marketed to buyers	2,623 square feet (saleable)	2,623 square feet (saleable)
Shouson Hill Project	House 11 (including two car parking spaces), No. 1 Shouson Hill Road East, Hong Kong	Residential property	20%	Investment properties	2,657 square feet (saleable)	531 square feet (saleable)

**Note:** The above gross floor area for projects under planning and construction is calculated based on the Group's development plans, which may be subject to change.

## Other investments

Investment	Business/type	Group's interest
Q-Stone Building Materials Limited	Distribution of construction and interior decorative materials	87%
RS Hospitality Private Limited ("RS Hospitality")	A joint venture for operating a 24-suite boutique resort in Bhutan	50%

# Management Discussion and Analysis

## SUMMARY AND REVIEW OF INVESTMENTS

### Property development/Asset, investment and fund management

During the six-month period under review, the Group continued to advance the monetisation of its completed development projects in Hong Kong and overseas, while optimising capital allocation to strengthen liquidity and portfolio efficiency.

In Hong Kong, the Group actively promoted its completed Jaffe Road Project and Wong Chuk Hang Project amid the subdued commercial property market, as well as acquired the Redhill Project. During the period, it executed the sale and purchase agreement to acquire a whole floor and certain parking spaces of the Wong Chuk Hang Project and relocated its headquarters to this floor following the disposal of the Group's properties at Rykadan Capital Tower. This move represents a strategic consolidation of the Group's property holdings. As at 30 September 2025, approximately 79% of the available-for-sale units in the Jaffe Road Project had been sold and handed over to buyers, and 92% and 8% of all the available-for-sale units in the Wong Chuk Hang Project were acquired by buyers and the Group respectively. Subsequent to the acquisition of certain units of the Wong Chuk Hang Project, the Group resold and handed over a whole floor and two units to independent third party buyers during the period.

In the U.S.A., the Group maintained a disciplined approach to portfolio rationalisation, continuing to evaluate divestment opportunities while selectively advancing projects with long-term potential. As at 30 September 2025, the completed Winston Project remained under active marketing to prospective buyers. Redevelopment of the Monterey Park Towne Centre Project resumed during the period, with a revised design application submitted to the city council in line with updated zoning policies and market dynamics. Permit approval is anticipated to be obtained by mid-2026, paving the way for a more efficient and higher-value development.

In the U.K., the Graphite Square Project, in which the Group holds a minority interest, progressed to its final inspection and certification phase. As of 30 September 2025, approximately 75% of the available-for-sale units had been pre-sold, with project handover expected to complete by the end of 2025.

The Group remains focused on enhancing shareholders' returns through disciplined asset, investment, and fund management. By expanding its capital partnerships, divesting non-core assets, and optimising its real estate portfolio, the Group has strengthened financial flexibility and positioned itself to capture emerging opportunities as market sentiment stabilises. These initiatives underline the Group's commitment to resilience, prudent capital allocation, and sustainable value creation across market cycles.

# Management Discussion and Analysis

## Property investment

The Group also holds several properties as investments in Hong Kong and Bhutan.

In Hong Kong, the Group retains one floor and various car parking spaces at Rykadan One, a minority stake in the Shouson Hill Project and certain car parking spaces at Rykadan Capital Tower (following the divestment during the period), which are held for its own use and to earn stable rental income or potential capital appreciation.

The Group has invested in a 24-suite boutique resort located in the Punakha Valley of Bhutan, operated by RS Hospitality. Bhutan aims to attract a select number of high-paying visitors rather than a large influx of budget tourists. This strategy helps preserve the Group's assets while protecting Bhutan's unique heritage and providing high-quality experiences for tourists.

## Distribution of construction and interior decorative materials

During the six-month period under review, the Group completed the disposal of its interest in Quarella which engaged in manufacturing of quartz and marble-based engineered stone composited surface products, that was held through Quarella Holdings Limited, a joint venture of the Group. The transaction was announced on 9 April 2025, involved the sale of the entire interest in Quarella Group Limited and its subsidiaries for a total consideration of HK\$240 million. This strategic divestment enables the Group to streamline its operations, improve liquidity, and redeploy capital toward higher-yield and value-added investment opportunities.

Following the disposal of Quarella, the Group is proactively seeking new brands to expand the distribution of construction and interior decorative materials business of its subsidiary, Q-Stone Building Materials Limited.

## OUTLOOK

The Group remains cautiously optimistic about the near-term outlook for the real estate market. The prospect of further interest-rate cuts and improving financial market sentiment is expected to provide support amid continuing economic and geopolitical headwinds.

There are emerging green shoots in the Hong Kong property market following recent policy easing and a pickup in transaction activity. Grade-A commercial leasing also recorded positive net absorption during the six-month period ended 30 September 2025, reflecting renewed confidence from occupiers in core business districts. Nonetheless, the redevelopment landscape remains challenging due to elevated construction costs, stringent funding requirements and lingering macro economic uncertainty.

# Management Discussion and Analysis

In contrast, the U.S. market has demonstrated stronger resilience, supported by robust investment sentiment, technology-led capital expenditure, and infrastructure projects in the lead-up to the 2028 Los Angeles Olympics.

With a diversified portfolio, the Group will continue to prioritise projects that deliver higher returns and implement measures to mitigate investment risks. Preserving financial flexibility, ensuring timely delivery of ongoing projects, and monetisation of completed assets remain key priorities. The Group will also maintain a disciplined and selective approach to capital redeployment, seeking high-potential opportunities across different markets as the global real estate cycle gradually stabilises.

## CORPORATE FINANCE AND RISK MANAGEMENT

### Liquidity and Financial Resources

The treasury policy of the Group adheres to the principle of prudent financial management to minimise financial and operational risks across its various business units in Hong Kong and overseas. In order to implement this principle, the control of the Group's financial, capital management and external financing functions are centralised at its headquarters in Hong Kong. The Group's objective is to maintain a balance between the continuity of funds and flexibility through the effective use of its internal financial resources and bank borrowings to finance its operations and expansion.

The Group mainly relies upon internally generated funds and bank borrowings to finance its operations and expansion.

As at 30 September 2025, the Group's total debts (representing total interest-bearing bank borrowings including bank loans directly associated with assets classified as held for sale) to total assets ratio was 21.4% (31 March 2025: 26.8%). The net gearing ratio (net debts, as defined by total debts less unrestricted bank balances and cash, to equity attributable to owners of the Company) was 10.2% (31 March 2025: 26.7%) as the Group has net debts of HK\$55 million as at 30 September 2025 (31 March 2025: HK\$155 million).

# Management Discussion and Analysis

As at 30 September 2025, the total bank borrowings of the Group amounted to HK\$152 million (31 March 2025: the total bank borrowings excluding bank loans directly associated with assets classified as held for sale amounted to HK\$167 million). The bank borrowings of the Group were mainly used to finance the property redevelopment projects and the Shouson Hill Project (31 March 2025: the property redevelopment projects, its investment in Quarella, and the Shouson Hill Project). Certain portions of the bank borrowings were secured by properties for sale (31 March 2025: properties for sale). Further costs for developing the property redevelopment projects and the ongoing business developments will be financed by unutilised banking facilities or internally generated funds. There are no seasonality of borrowing requirements for the Group. As of 30 September 2025, the Group's current assets and current liabilities were HK\$579 million (31 March 2025: HK\$605 million) and HK\$81 million (31 March 2025: HK\$165 million), respectively. The Group's current ratio increased to 7.11 (31 March 2025: 3.68). The internally generated funds and unutilised banking facilities enable the Group to meet its business development needs. The Group will cautiously seek new investment and development opportunities in order to balance risks and opportunities and maximise shareholders' value.

## **Pledge of Assets**

For the pledge of assets, please refer to note 15 to the unaudited interim financial report.

## **Commitments and Contingent Liabilities**

For the commitments and contingent liabilities, please refer to notes 19 and 21 to the unaudited interim financial report respectively.

## **Exposure to Fluctuations in Exchange Rates and Interest Rates and Corresponding Hedging Arrangements**

The Group operates in various regions with different foreign currencies mainly including United States Dollars, British Pounds and Renminbi.

Certain of the Group's bank borrowings have been made at floating rates.

The Group has not implemented any foreign currencies and interest rates hedging policy. However, management of the Group will monitor foreign currencies and interest rates exposures of each business segment and consider appropriate hedging policies in the future when necessary.

# Management Discussion and Analysis

## Credit Exposure

The Group continues to prudently monitor and review from time to time the credit policies to deal with credit exposure under the recent macroeconomic environment, in order to minimise the Group's credit risk exposure. For trade receivable, the Group's management regularly assesses the recoverability and the financial position of its customers, majority of whom are institutional organisations and reputable property developers, such that the Group is not exposed to significant credit risk.

## Employees and Remuneration Policies

As at 30 September 2025, the total number of employees of the Group is 20 (31 March 2025: 20). The Group is committed to the concept of fair and responsible remuneration for its executive members and prescribed officers in line with the Company's and individual performance, market trends and in the context of overall employee remuneration. Total remuneration for employees (including directors' remuneration) was HK\$14 million for the period (six-month period ended 30 September 2024: HK\$14 million).

# Consolidated Income Statement

For the six-month period ended 30 September 2025 – Unaudited  
(Expressed in Hong Kong dollars)

Notes	Six-month period ended 30 September		
	2025		2024
	HK\$'000	HK\$'000	(Re-presented)
<b>Continuing operations</b>			
Revenue	3	<b>51,047</b>	73,324
Cost of sales and services		<b>(78,478)</b>	(64,522)
<b>Gross (loss) profit</b>		<b>(27,431)</b>	8,802
Other revenue		<b>164</b>	4,259
Other net gain		<b>3,177</b>	1,789
Selling and marketing expenses		<b>(570)</b>	(2,321)
Administrative and other operating expenses		<b>(20,038)</b>	(17,792)
<b>Loss from operations</b>		<b>(44,698)</b>	(5,263)
Decrease in fair value of investment properties		<b>(200)</b>	(200)
Finance costs	4(a)	<b>(1,474)</b>	(5,373)
Share of results of associates		<b>(13,722)</b>	(7,024)
Share of results of joint ventures		<b>(4,436)</b>	(15,868)
<b>Loss before taxation</b>		<b>(64,530)</b>	(33,728)
Income tax expense	5	<b>(19)</b>	–
<b>Loss for the period from continuing operations</b>	4	<b>(64,549)</b>	(33,728)
<b>Discontinued operation</b>			
Profit (loss) for the period from discontinued operation	6	<b>39,407</b>	(57,356)
<b>Loss for the period</b>		<b>(25,142)</b>	(91,084)

# Consolidated Income Statement

For the six-month period ended 30 September 2025 – Unaudited  
(Expressed in Hong Kong dollars)

Notes	Six-month period ended 30 September		
	2025	2024	
	HK\$'000	HK\$'000	(Re-presented)
<b>Profit (loss) for the period attributable to owners of the Company</b>			
– from continuing operations	(85,211)	(31,401)	
– from discontinued operation	39,407	(57,356)	
Loss for the period attributable to owners of the Company	(45,804)	(88,757)	
<b>Profit (loss) for the period attributable to non-controlling interests</b>			
– from continuing operations	20,662	(2,327)	
	(25,142)	(91,084)	
<b>Loss per share</b>	7		
From continuing and discontinued operations			
Basic	(12.2) HK cents	(23.6) HK cents	
Diluted	N/A	N/A	
From continuing operations			
Basic	(22.7) HK cents	(8.4) HK cents	
Diluted	N/A	N/A	

# Consolidated Statement of Comprehensive Income

For the six-month period ended 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000 (Re-presented)
<b>Loss for the period</b>	<b>(25,142)</b>	(91,084)
<b>Other comprehensive income for the period</b>		
Items that may be reclassified subsequently to profit or loss:		
– Exchange differences arising on translation of foreign operations	(803)	(1,184)
– Share of translation reserve of joint ventures, net of related income tax	5,366	2,669
<b>Other comprehensive income for the period</b>	<b>4,563</b>	1,485
<b>Total comprehensive income for the period</b>	<b>(20,579)</b>	(89,599)
<b>Attributable to:</b>		
– Owners of the Company	(41,980)	(87,629)
– Non-controlling interests	21,401	(1,970)
<b>Total comprehensive income for the period attributable to owners of the Company:</b>	<b>(20,579)</b>	(89,599)
<b>Total comprehensive income for the period</b>	<b>(41,980)</b>	(87,629)

# Consolidated Statement of Financial Position

At 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

	Notes	At 30 September 2025 (Unaudited) HK\$'000	At 31 March 2025 (Audited) HK\$'000
<b>Non-current assets</b>			
Investment properties	8	2,500	2,700
Other properties, plant and equipment	9	54,180	507
Right-of-use assets		2,505	2,810
Interests in associates	10	56,234	67,423
Interests in joint ventures	11	14,889	134,939
Financial assets measured at fair value through other comprehensive income		–	–
		<b>130,308</b>	208,379
<b>Current assets</b>			
Properties for sale		467,468	338,235
Inventories		816	807
Trade receivables	12	12,109	11,957
Other receivables, deposits and prepayments	13	2,025	23,499
Loans to an associate	10	–	47,040
Bank deposits and cash on hand		96,739	63,598
		<b>579,157</b>	485,136
Assets classified as held for sale		–	119,883
		<b>579,157</b>	605,019
<b>Current liabilities</b>			
Trade and other payables	14	16,667	32,896
Contract liabilities		–	25
Bank loans	15	62,937	78,627
Lease liabilities		591	568
Tax payable		1,206	1,247
		<b>81,401</b>	113,363
Liabilities associated with assets classified as held for sale		–	51,166
		<b>81,401</b>	164,529

# Consolidated Statement of Financial Position

At 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

Notes	At 30 September 2025 (Unaudited) HK\$'000	At 31 March 2025 (Audited) HK\$'000
<b>Net current assets</b>	<b>497,756</b>	440,490
<b>Total assets less current liabilities</b>	<b>628,064</b>	648,869
<b>Non-current liabilities</b>		
Bank loans	15	88,645
Lease liabilities		2,437
Deferred tax liabilities		1,000
	<b>91,856</b>	92,082
	<b>536,208</b>	556,787
<b>CAPITAL AND RESERVES</b>		
Share capital		3,754
Reserves		575,739
Equity attributable to owners of the Company		579,493
Non-controlling interests		(22,706)
	<b>536,208</b>	556,787

# Consolidated Statement of Changes in Equity

For the six-month period ended 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

Attributable to owners of the Company											
							Fair value				
	Share capital	Share premium	Statutory reserve	Translation reserve	Other reserve	Revaluation reserve	(non-recycling)	Retained profits	Total	Non-controlling interests	Total equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
			(Note (i))		(Note (ii))	(Note (iii))		(Note (iv))			
At 1 April 2025	3,754	400,859	4,433	(9,094)	35,440	11,474	(15,850)	148,477	579,493	(22,706)	556,787
Changes in equity for the six-month period ended 30 September 2025:											
(Loss) profit for the period	-	-	-	-	-	-	-	(45,804)	(45,804)	20,662	(25,142)
Other comprehensive income	-	-	-	3,824	-	-	-	-	3,824	739	4,563
Total comprehensive income for the period	-	-	-	3,824	-	-	-	(45,804)	(41,980)	21,401	(20,579)
Realisation of revaluation reserve upon the disposal of properties	-	-	-	-	-	-	(11,474)	-	11,474	-	-
At 30 September 2025	3,754	400,859	4,433	(5,270)	35,440	-	(15,850)	114,147	537,513	(1,305)	536,208

# Consolidated Statement of Changes in Equity

For the six-month period ended 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

	Attributable to owners of the Company											
	Share capital HK\$'000	Share premium HK\$'000	Statutory reserve HK\$'000	Translation reserve HK\$'000	Actuarial reserve HK\$'000	Other reserve HK\$'000	Revaluation reserve HK\$'000	(non-recycling) HK\$'000	Retained profits HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
<b>At 1 April 2024</b>	3,754	400,859	4,433	(8,595)	22	35,440	11,474	(15,850)	429,836	861,373	(9,902)	851,471
<b>Changes in equity for the six-month period ended 30 September 2024:</b>												
Loss for the period	-	-	-	-	-	-	-	-	(88,757)	(88,757)	(2,327)	(91,084)
Other comprehensive income	-	-	-	1,128	-	-	-	-	1,128	357	1,485	
Total comprehensive income for the period	-	-	-	1,128	-	-	-	-	(88,757)	(87,629)	(1,970)	(89,599)
<b>At 30 September 2024</b>	3,754	400,859	4,433	(7,467)	22	35,440	11,474	(15,850)	341,079	773,744	(11,872)	(761,872)

## Notes:

- According to the relevant laws of the People's Republic of China (the "PRC"), the PRC subsidiaries are required to transfer at least 10% of its net profit after tax, as determined under the PRC accounting regulation, to a statutory reserve until the reserve balance reaches 50% of the subsidiaries' registered capital. The transfer of this reserve must be made before the distribution of dividend to the subsidiaries' equity owners. The statutory reserve is non-distributable other than upon the liquidation of the subsidiaries.
- Other reserve comprises the differences between the consideration and carrying amount of net assets attributable to the addition and reduction of interests in subsidiaries being acquired from and disposed to non-controlling shareholders respectively.
- The revaluation reserve represents differences resulting between the carrying amount and the fair value when an item of other properties, plant and equipment becomes an investment property at the date of transfer.
- The fair value reserve (non-recycling) comprises the cumulative net change in the fair value of equity investments measured at fair value through other comprehensive income under HKFRS 9 *Financial Instruments* that are held at the end of the reporting period.

# Condensed Consolidated Statement of Cash Flows

For the six-month period ended 30 September 2025 – Unaudited

(Expressed in Hong Kong dollars)

	Six-month period ended 30 September 2025 HK\$'000	2024 HK\$'000
<b>Operating activities</b>		
Cash (used in) generated from operations	(90,577)	45,138
Overseas tax paid	(61)	–
<b>Net cash (used in) generated from operating activities</b>	<b>(90,638)</b>	<b>45,138</b>
<b>Investing activities</b>		
Payment for acquisition of assets and liabilities through acquisition of a subsidiary, net of cash acquired	(57,551)	–
Proceeds from the disposal of properties	159,451	–
Advances to associates	(660)	(601)
Repayment from a joint venture	120,000	9,405
Dividend received from a joint venture	980	–
Dividend received from an associate	–	312
Other cash flows (used in) generated from investing activities	(6,520)	3,584
<b>Net cash generated from investing activities</b>	<b>215,700</b>	<b>12,700</b>
<b>Financing activities</b>		
Proceeds from new bank loans	–	234
Repayments of bank loans	(91,791)	(63,172)
Other cash flows used in financing activities	(281)	(260)
<b>Net cash used in financing activities</b>	<b>(92,072)</b>	<b>(63,198)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>32,990</b>	<b>(5,360)</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>63,598</b>	<b>100,897</b>
<b>Effect of foreign exchange rate changes</b>	<b>151</b>	<b>50</b>
<b>Cash and cash equivalents at the end of the period</b>	<b>96,739</b>	<b>95,587</b>

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 1. BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), including compliance with Hong Kong Accounting Standard ("HKAS") 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). It was authorised for issue on 26 November 2025.

The accounting policies adopted are consistent with those of the previous financial years and corresponding interim reporting period, except for the adoption of new and amended HKFRS Accounting Standards as set out below in Note 2.

This interim financial report has been prepared on the historical cost basis, except for the investment properties and certain financial assets which are carried at fair value.

The preparation of interim financial report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year-to-date basis. Actual results may differ from these estimates.

This interim financial report contains condensed consolidated interim financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2025 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRS Accounting Standards.

The interim financial report has not been audited or reviewed by the auditor pursuant to Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the HKICPA.

The financial information relating to the financial year ended 31 March 2025 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. The annual financial statements for the year ended 31 March 2025 are available from the Company's registered office. The auditor has expressed an unqualified opinion on those financial statements in its report dated 27 June 2025.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 2. APPLICATION OF AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

In the current period, the Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA for the first time, which are mandatorily effective for the Group's annual period beginning on 1 April 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21      *Lack of Exchangeability*

The application of the amendments to HKFRS Accounting Standards in the current interim period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or the disclosures set out in these condensed consolidated interim financial statements.

The Group has not early applied any new and amendments to HKFRS Accounting Standards that are not yet effective for the current accounting period.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING

### (a) Revenue

The principal activities of the Group's continuing operations are property development, asset, investment and fund management and distribution of construction and interior decorative materials.

#### (i) *Disaggregation of revenue*

Disaggregation of revenue from contracts with customers by major products or service lines and geographical location of customers from continuing operations are as follows:

##### Continuing operations

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000 (Re-presented)
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>		
– Sales of completed properties	<b>50,910</b>	70,932
– Asset, investment and fund management income	<b>137</b>	2,392
	<b>51,047</b>	73,324
<b>Disaggregated by geographical location of customers</b>		
– Hong Kong	<b>51,047</b>	2,392
– The United States of America (the "U.S.A.")	–	70,932
	<b>51,047</b>	73,324

Disaggregation of revenue from contracts with customers by timing of revenue recognition is disclosed in Note 3(b).

For the six-month period ended 30 September 2025, the Group's customer base includes two customers (six-month period ended 30 September 2024: one customer) with whom transactions have exceeded 10% of the Group's revenue.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (a) Revenue (continued)

#### (i) *Disaggregation of revenue (continued)*

For the six-month period ended 30 September 2025, revenue from sales of completed properties to the two customers in Hong Kong amounted to approximately HK\$38,000,000 and HK\$12,910,000 respectively.

For the six-month period ended 30 September 2024, revenue from sales of completed properties to the customer in the U.S.A. was approximately HK\$70,932,000.

#### (ii) *Revenue from continuing operations expected to be recognised in the future arising from contracts with customers in existence at the reporting date*

At 30 September 2025, there are no transaction prices allocated to the remaining performance obligations under the Group's existing contracts from continuing operations.

At 31 March 2025, the aggregated amount of the transaction price allocated to the remaining performance obligations under the Group's existing contracts from continuing operations is HK\$137,000. This amount mainly represents revenue expected to be recognised in the future from pre-completion contracts entered by the customers with the Group for provision of services during the year. The Group will recognise the expected revenue in the future when the relevant services are provided to the customers within the next 2 months.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (b) Segment reporting

The Group manages its businesses by divisions, which are organised by business lines (products and services). The Group has presented the following three reportable segments, which is consistent with the way how information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment. No operating segments have been aggregated to form the following reportable segments.

- Property development – This segment derives its revenue from repositioning and value enhancement of properties with a focus on development projects in prime locations in Hong Kong and the U.S.A..
- Asset, investment and fund management – This segment derives its revenue from investing in and managing a portfolio of real estates in Hong Kong.
- Distribution of construction and interior decorative materials – This segment derives its revenue from distribution of stone composite surfaces products in the Greater China region.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (b) Segment reporting (continued)

#### *Segment revenue and results*

The followings is an analysis of the Group's revenue and results from continuing operations by reportable and operating segments:

**For the six-month period ended 30 September 2025**

#### **Continuing operations**

	Property development HK\$'000	Asset, investment and fund management HK\$'000	Distribution of construction and interior decorative materials HK\$'000	Total HK\$'000
<b>Disaggregated by timing of revenue recognition</b>				
Point in time	50,910	-	-	50,910
Over time	-	137	-	137
<b>Total</b>	<b>50,910</b>	<b>137</b>	<b>-</b>	<b>51,047</b>
Segment (loss) profit from operations	(27,876)	(3,411)	1,393	(29,894)
Corporate expenses				(18,191)
Corporate income				3,187
Finance costs				(1,474)
Share of results of associates				(13,722)
Share of results of joint ventures				(4,436)
Loss before taxation from continuing operations				(64,530)

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (b) Segment reporting (continued)

#### *Segment revenue and results (continued)*

For the six-month period ended 30 September 2024 (Re-presented)

#### **Continuing operations**

	Property development HK\$'000	Asset, investment and fund management HK\$'000	Distribution of construction and interior decorative materials HK\$'000	Total HK\$'000
<b>Disaggregated by timing of revenue recognition</b>				
Point in time	70,932	–	–	70,932
Over time	–	2,392	–	2,392
<b>Total</b>	<b>70,932</b>	<b>2,392</b>	<b>–</b>	<b>73,324</b>
Segment profit (loss) from operations	6,161	(1,096)	(1,158)	3,907
Corporate expenses				(15,418)
Corporate income				6,048
Finance costs				(5,373)
Share of results of associates				(7,024)
Share of results of joint ventures				(15,868)
Loss before taxation from continuing operations				<b>(33,728)</b>

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (b) Segment reporting (continued)

#### *Segment assets and liabilities*

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

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
<b>Segment assets</b>		
Property development	<b>467,942</b>	338,394
Asset, investment and fund management	<b>5,596</b>	6,197
Distribution of construction and interior decorative materials	<b>7,929</b>	7,874
Total segment assets	<b>481,467</b>	352,465
Investment properties	<b>2,500</b>	2,700
Other properties, plant and equipment	<b>54,162</b>	486
Right-of-use assets	<b>2,505</b>	2,810
Interests in associates	<b>56,234</b>	67,423
Interests in joint ventures	<b>14,889</b>	134,939
Financial assets measured at fair value through other comprehensive income	–	–
Other receivables, deposits and prepayments	<b>969</b>	22,054
Loans to an associate	–	47,040
Bank deposits and cash on hand	<b>96,739</b>	63,598
Assets classified as held for sale	–	119,883
Total consolidated assets of the Group	<b>709,465</b>	813,398

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 3. REVENUE AND SEGMENT REPORTING (CONTINUED)

### (b) Segment reporting (continued)

#### *Segment assets and liabilities (continued)*

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

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
<b>Segment liabilities</b>		
Property development	<b>116,303</b>	89,882
Asset, investment and fund management	<b>1,523</b>	767
Distribution of construction and interior decorative materials	<b>2,613</b>	2,999
Total segment liabilities	<b>120,439</b>	93,648
Other payables	<b>10,464</b>	29,165
Lease liabilities	<b>2,727</b>	3,005
Bank loans	<b>38,627</b>	78,627
Deferred tax liabilities	<b>1,000</b>	1,000
Liabilities associated with assets classified as held for sale	<b>–</b>	51,166
Total consolidated liabilities of the Group	<b>173,257</b>	256,611

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 4. LOSS FOR THE PERIOD FROM CONTINUING OPERATIONS

Loss for the period from continuing operations has been arrived at after charging (crediting):

	<b>Six-month period ended 30 September</b>		
	<b>2025</b>	<b>2024</b>	
	<b>HK\$'000</b>	<b>HK\$'000</b>	(Re-presented)
<b>(a) Finance costs</b>			
<b>Continuing operations</b>			
Interest expenses on bank loans	<b>4,107</b>	5,537	
Interest expenses on lease liabilities	<b>56</b>	67	
Less: interest expenses capitalised into properties under development for sale (Note (i))	<b>(2,689)</b>	(231)	
	<b>1,474</b>	5,373	
<b>(b) Expenses by nature</b>			
<b>Continuing operations</b>			
Cost of properties for recognised sales	<b>64,552</b>	62,319	
Direct cost for management services provided (Note (ii))	<b>1,376</b>	2,203	
Operating lease payments in respect of leased properties	<b>219</b>	167	
Depreciation of other properties, plant and equipment	<b>556</b>	834	
Amortisation of right-of-use assets	<b>307</b>	307	
Reversal of impairment losses of trade receivables	<b>(1,899)</b>	–	
Write-down on properties for sale (included in cost of sales and services)	<b>12,550</b>	–	
Net foreign exchange gain	<b>(3,177)</b>	(1,789)	

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 4. LOSS FOR THE PERIOD FROM CONTINUING OPERATIONS (CONTINUED)

Notes:

- (i) Borrowing costs capitalised during the period are calculated by applying capitalisation rate of approximately 7.5% (six-month period ended 30 September 2024: 4.0%) per annum to expenditure on qualifying assets.
- (ii) Direct cost for management services provided of HK\$1,376,000 (six-month period ended 30 September 2024: HK\$2,203,000) is related to staff costs.

## 5. INCOME TAX EXPENSE

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000
<b>Continuing operations</b>		
<b>Income tax recognised in profit or loss:</b>		
Under-provision in previous year		
– Other jurisdictions	(19)	–

No provision for Hong Kong Profits Tax has been made in these consolidated financial statements as the Group did not have any assessable profits for both periods.

Overseas tax is calculated at the rates prevailing in the relevant jurisdictions.

## 6. DISCONTINUED OPERATION

On 17 December 2024, the Group entered into sale and purchase agreements with German Pool (Hong Kong) Limited, an independent third party, in relation to the disposal of the 27th and 28th floors together with various car parking spaces of Rykadan Capital Tower (the "Disposal") which mainly represented the Group's property investment operation. The completion of the Disposal was subject to certain precedent conditions which included but not limited to obtaining approval from shareholders at the shareholders' meeting of the Company. Such approval was obtained on 17 April 2025 and the Disposal was completed on 30 April 2025. The net proceeds from the Disposal (after deducting all related expenses) is approximately HK\$159,451,000.

As a result of the Disposal, the operating segment information of property investment is no longer included in Note 3 and is classified as a "discontinued operation" in the interim report of the Group for the period ended 30 September 2025.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 6. DISCONTINUED OPERATION (CONTINUED)

The profit (loss) for the period from the discontinued property investment operation is set out below. The comparative figures in the consolidated income statement and corresponding notes to the interim financial report have been restated to re-present the property investment operation as discontinued operation.

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000
Revenue	20	497
Cost of sales	(11)	(79)
Gain on the Disposal	39,680	–
Administrative and other operating expenses	(57)	(1,477)
Decrease in fair value of investment properties	–	(55,100)
Finance costs	(225)	(1,197)
Profit (loss) for the period from discontinued operation	39,407	(57,356)

### Cash flows from discontinued operation:

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000
Net cash used in operating activities	(274)	(2,961)
Net cash generated from investing activities	159,451	–
Net cash used in financing activities	(51,054)	(3,380)

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 6. DISCONTINUED OPERATION (CONTINUED)

The assets and liabilities relating to the Disposal at the date of Disposal were as follows:

	At 30 April 2025 HK\$'000
Investment properties	84,900
Other properties, plant and equipment	32,875
Properties for sale	1,805
Other receivables, deposits and prepayments	303
<b>Disposed assets</b>	<b>119,883</b>
Other payables	(112)
Bank loans	(51,054)
<b>Disposed liabilities</b>	<b>(51,166)</b>

## 7. LOSS PER SHARE

### From continuing operations

The calculation of the basic loss per share from continuing operations attributable to owners of the Company is based on the following data:

**Loss figures are calculated as follows:**

	Six-month period ended 30 September 2025 HK\$'000	2024 HK\$'000 (Re-presented)
Loss for the period attributable to owners of the Company	45,804	88,757
Less: (Profit) loss for the period from discontinued operation	(39,407)	57,356
Loss for the purpose of basic loss per share from continuing operations	<b>85,211</b>	<b>31,401</b>

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 7. LOSS PER SHARE (CONTINUED)

### Number of shares

	At 30 September 2025	At 30 September 2024
Number of ordinary shares for the purpose of basic loss per share	<b>375,447,000</b>	375,447,000

### From continuing and discontinued operations

The calculation of the basic loss per share from continuing and discontinued operations attributable to owners of the Company is based on the following data:

#### Loss figures are calculated as follows:

	Six-month period ended 30 September 2025		2024
	HK\$'000		HK\$'000
Loss for the purpose of basic loss per share	<b>45,804</b>	88,757	

### Number of shares

	At 30 September 2025	At 30 September 2024
Number of ordinary shares for the purpose of basic loss per share	<b>375,447,000</b>	375,447,000

### From discontinued operation

Basic earnings per share from discontinued operation is 10.5 HK cents (six-month period ended 30 September 2024: basic loss per share is 15.2 HK cents), based on the profit for the period from discontinued operation attributable to owners of the Company of HK\$39,407,000 (six-month period ended 30 September 2024: loss for the period from discontinued operation attributable to owners of the Company of HK\$57,356,000) and 375,447,000 (six-month period ended 30 September 2024: 375,447,000) ordinary shares in issue during the interim period.

No diluted loss per share for both periods was presented as there were no potential ordinary shares outstanding during both periods.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 8. INVESTMENT PROPERTIES

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
<b>At valuation:</b>		
<b>At the beginning of the period/year</b>	<b>2,700</b>	154,500
Decrease in fair value of investment properties	(200)	(66,900)
Transfer to assets classified as held for sale	–	(84,900)
<b>At the end of the period/year</b>	<b>2,500</b>	<b>2,700</b>

Notes:

- (a) The investment properties in Hong Kong were revalued at 30 September 2025 by Asset Appraisal Limited (31 March 2025: Asset Appraisal Limited), an independent firm of surveyors who has among their staff Fellows of the Hong Kong Institute of Surveyors with recent experience in the locations and categories of properties being valued.
- (b) At 31 March 2025, the investment properties of HK\$1,000,000 were pledged as securities for bank loans directly associated with assets classified as held for sale. The pledge was released upon the completion of the Disposal.

## 9. OTHER PROPERTIES, PLANT AND EQUIPMENT

### Movements in other properties, plant and equipment

During the six-month period ended 30 September 2025, the additions of other properties, plant and equipment is approximately HK\$54,229,000 (six-month period ended September 2024: HK\$15,000) which include the properties acquired as new headquarters premises.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 10. INTERESTS IN ASSOCIATES AND LOANS TO AN ASSOCIATE

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Share of net assets	<b>1,328</b>	1,357
Amounts due from associates (Note (a))	<b>328,654</b>	326,121
Share of net liabilities	<b>(273,748)</b>	(260,055)
	<b>54,906</b>	66,066
	<b>56,234</b>	67,423
Dividend received from an associate	–	312
Loans to an associate (Note (b))	–	47,040

### Notes:

- (a) At 30 September 2025 and 31 March 2025, the amounts due from associates are interest-free, unsecured and have no fixed terms of repayment. As the settlement is neither planned nor likely to occur in the foreseeable future, directors of the Company consider the amounts due from associates in substance form part of the net investment.
- (b) At 31 March 2025, the loans to an associate of HK\$47,040,000 was interest-free, unsecured and repayable within one year. The entire amount was settled by offsetting the additions of other properties, plant and equipment. No cash was made in connection with this transaction during the six-month period ended 30 September 2025.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 11. INTERESTS IN JOINT VENTURES

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Share of net assets	<b>14,889</b>	14,939
Amount due from a joint venture <i>(Note)</i>	–	283,116
Share of net liabilities	–	(163,116)
	–	120,000
	<b>14,889</b>	134,939
Dividend received from a joint venture	<b>980</b>	1,678

*Note:*

At 31 March 2025, the amount due from a joint venture of HK\$283,116,000 was interest free, unsecured and had no fixed terms of repayment. As the settlement is neither planned nor likely to occur in foreseeable future, directors of the Company consider the amount due from the joint venture in substance form part of the net investment.

During the period, the Group received a cash consideration of HK\$120,000,000 from Quarella Holdings Limited, a joint venture of the Group, following the disposal of its subsidiaries, Quarella Group Limited and its subsidiaries.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 12. TRADE RECEIVABLES

As of the end of the reporting period, the ageing analysis of trade receivables based on invoice date, net of loss allowances, is as follows:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
1 – 30 days	–	209
31 – 60 days	–	94
61 – 90 days	–	94
Over 90 days	<b>12,109</b>	11,560
	<b>12,109</b>	11,957

The Group negotiates with customers on individual basis in accordance with contract terms, i.e. an average credit period of 90 days (31 March 2025: 90 days) after the issuance of invoices, except for sales of properties the proceeds from which are receivable pursuant to the terms of agreements and asset, investment and fund management income which is receivable in the month the Group provides the services.

## 13. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Deposits and prepayments	<b>1,266</b>	6,009
Other receivables ( <i>Note</i> )	<b>759</b>	17,490
	<b>2,025</b>	23,499

*Note:* At 31 March 2025, other receivables included deposits received from the purchaser of the Disposal amounting HK\$16,353,000 which were held by the solicitor.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 14. TRADE AND OTHER PAYABLES

As of the end of the reporting period, the ageing analysis of trade payables (which are included in trade and other payables) based on invoice date is as follows:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
1 – 30 days	183	–
31 – 60 days	16	–
61 – 90 days	4	–
	<b>203</b>	–

## 15. BANK LOANS

The analysis of the carrying amount of bank loans is as follows:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
<b>Current liabilities</b>		
Portion of bank loans due for repayment within one year ( <i>Note (f)</i> )	40,395	60,000
Portion of bank loans due for repayment after one year which contain a repayment on demand clause	22,542	18,627
	<b>62,937</b>	78,627
<b>Non-current liabilities</b>		
Bank loans	88,720	88,645
	<b>151,657</b>	167,272

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 15. BANK LOANS (CONTINUED)

At 30 September 2025, the bank loans are due for repayment as follows:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Portion of bank loans due for repayment within one year	<b>40,395</b>	60,000
Bank loans due for repayment after one year (Notes (g) and (h)):		
After one year but within two years	<b>90,488</b>	88,857
After two years but within five years	<b>20,774</b>	18,415
	<b>111,262</b>	107,272
	<b>151,657</b>	167,272

At 30 September 2025, the secured bank loans and unsecured bank loan are as follows:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Secured bank loans	<b>113,030</b>	88,645
Unsecured bank loan	<b>38,627</b>	78,627
	<b>151,657</b>	167,272

Notes:

- At 30 September 2025, bank loan drawn in Hong Kong bears interest at 1.3% per annum over Hong Kong Interbank Offered Rate. The interest is repriced monthly.
- At 30 September 2025 and 31 March 2025, bank loan drawn in Macau bears interest at prime rate determined by the lending bank.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 15. BANK LOANS (CONTINUED)

Notes: (continued)

- (c) At 30 September 2025 and 31 March 2025, bank loans drawn in the U.S.A. bear interests at fixed rate of 3.8% per annum and Wall Street Journal Prime Rate subject to a floor of 7% per annum.
- (d) As of the end of the reporting period, certain of the banking facilities of the Group were secured by mortgages over:

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Properties for sale	<b>409,195</b>	333,457

Such banking facilities amounted to HK\$113,030,000 (31 March 2025: HK\$88,645,000) were used to the extent of HK\$113,030,000 at 30 September 2025 (31 March 2025: HK\$88,645,000).

- (e) Certain of the Group's banking facilities are subject to the fulfilment of covenants. If the Group was to breach the covenants, the utilised facilities would become repayable on demand. The Group regularly monitors its compliance with these covenants.

None of the covenants relating to the utilised facilities had been breached during the six-month period ended 30 September 2025.

- (f) For the bank loans amounted to HK\$40,395,000 (31 March 2025: HK\$60,000,000) which are repayable within one year, all (31 March 2025: all) of which contain repayment on demand clauses.
- (g) The amounts due are based on the scheduled repayment dates set out in bank loan agreements and ignored the effect of any repayment on demand clause.
- (h) Certain of the Group's bank loan agreements contain clauses which give the lenders the right at their sole discretion to demand immediate repayment at any time irrespective of whether the Group has met the scheduled repayment obligations.

The Group does not consider it probable that the banks will exercise their discretion to demand immediate repayment so long as the Group continues to meet the scheduled repayment obligations.

## 16. DIVIDEND

The board of directors (the "Board") does not recommend the payment of an interim dividend for the six-month period ended 30 September 2025 (six-month period ended 30 September 2024: HK\$Nil).

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 17. ACQUISITION OF ASSETS AND LIABILITIES THROUGH ACQUISITION OF A SUBSIDIARY

On 23 July 2024, Worth Celestial Limited, a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with a director of the Company and his spouse (collectively referred to as the "RH Vendors") to acquire 100% equity interests and take up the assignment of the shareholder loan in Cosmo Kingdom Holdings Limited ("Cosmo"), a property holding company jointly owned by the RH Vendors, at an aggregated consideration of approximately HK\$57,569,000. The transaction was approved by independent shareholders at an extraordinary general meeting of the Company on 16 September 2024 and was completed on 30 April 2025. The acquisition has been accounted for using acquisition method. Cosmo is a property holding company and its major asset is its legal and beneficial interest in a residential property in Hong Kong.

The Group has fully settled the consideration during the period.

The net assets of Cosmo as at the date of acquisition were as follows:

	HK\$'000
<b>Current assets</b>	
Properties for sale	82,550
Other receivables, deposits and prepayments	54
Bank deposits	18
	<hr/> <b>82,622</b> <hr/>
<b>Current liabilities</b>	
Other payables and accrual	(6)
Bank loan	(25,047)
	<hr/> <b>(25,053)</b> <hr/>
<b>Net assets acquired</b>	<b>57,569</b>
Consideration paid	(57,569)
Bank deposits acquired	18
	<hr/> <b>(57,551)</b> <hr/>
<b>Net cash outflow</b>	<b>(57,551)</b>

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 17. ACQUISITION OF ASSETS AND LIABILITIES THROUGH ACQUISITION OF A SUBSIDIARY (CONTINUED)

In the opinion of the directors of the Company, the acquisition did not constitute a business combination in accordance with HKFRS 3, *Business combination*, as the major underlying asset to be acquired through the acquisition is the property located in Hong Kong held for sale. Therefore, the acquisition has been accounted for as an acquisition of assets and liabilities through acquisition of a subsidiary.

## 18. MATERIAL RELATED PARTY TRANSACTIONS

(a) Apart from disclosed elsewhere in the interim financial report, the Group had entered into the following significant transactions with the related parties during the period:

	Six-month period ended 30 September	
	2025 HK\$'000	2024 HK\$'000
Investment management income from associates	112	2,098
Management fee income from a joint venture	–	660
Interest income from a joint venture	–	220
Interest income from an associate	–	3,008
Rental expenses to an associate	(116)	–
Purchase of other properties, plant and equipment from an associate	(47,594)	–
Purchase of properties for sale from an associate	(113,193)	–
Purchase of properties for sale from related parties (Note(i))	(57,569)	–

	At 30 September 2025 HK\$'000	At 31 March 2025 HK\$'000
Trade receivables from associates, net of loss allowance	5,516	5,404
Trade receivable from a joint venture, net of loss allowance	–	6,522
Trade receivable from a related company, net of loss allowance (Note (ii))	6,592	–
Deposit paid to related parties (Note (i))	–	2,804

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 18. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

### (a) (continued)

Notes:

- (i) The related parties are one of the directors of the Company and his spouse. Such transaction constituted a connected transaction as defined in Chapter 14A of the Listing Rules and details of this transaction was disclosed in Note 17 to the interim financial report.
- (ii) The key management personnel of the related company is the substantial shareholder of the Company.

### (b) Compensation of key management personnel

The remuneration of key management personnel of the Group during the period is as follows:

	<b>Six-month period ended 30 September</b>	
	<b>2025</b> <b>HK\$'000</b>	<b>2024</b> <b>HK\$'000</b>
Salaries and short-term employee benefits	<b>9,851</b>	8,437
Post-employment benefits	<b>45</b>	36
	<b>9,896</b>	<b>8,473</b>

## 19. COMMITMENTS

The Group's capital commitments outstanding and not provided for in the interim financial report were as follows:

	<b>At 30 September</b> <b>2025</b> <b>HK\$'000</b>	<b>At 31 March</b> <b>2025</b> <b>HK\$'000</b>
Authorised but not contracted for	<b>593,568</b>	643,448
Contracted for	<b>41,109</b>	87,224
	<b>634,677</b>	<b>730,672</b>

The above commitments mainly include the construction related costs to be incurred (31 March 2025: acquisition of a property development project and the construction related costs to be incurred) in respect of the Group's development properties in various locations.

# Notes to the Unaudited Interim Financial Report

For the six-month period ended 30 September 2025

(Expressed in Hong Kong dollars)

## 20. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

### Financial instruments carried at other than fair values

The carrying amounts of the Group's financial assets and liabilities carried at other than fair value are not materially different from their fair values at 30 September 2025 and 31 March 2025.

## 21. CONTINGENT LIABILITIES AND FINANCIAL GUARANTEES

At the end of the reporting period, the Company has issued guarantees to banks in respect of banking facilities granted to certain indirect subsidiaries and an associate of HK\$113,030,000 (31 March 2025: HK\$188,645,000) and HK\$12,600,000 (31 March 2025: HK\$12,600,000) respectively. Such banking facilities were utilised by the subsidiaries and the associate to the extent of HK\$113,030,000 (31 March 2025: HK\$119,699,000) and HK\$10,836,000 (31 March 2025: HK\$11,088,000) respectively.

At 31 March 2025, HK\$100,000,000 out of the HK\$188,645,000 guarantees issued by the Company in respect of the banking facilities granted to certain indirect subsidiaries were related to the bank loans classified as "liabilities associated with assets classified as held for sale" which were utilised to the extent of HK\$31,054,000.

The directors do not consider it probable that a claim will be made against the Company under any of the guarantees and have not recognised any deferred income in respect of these guarantees and no transaction price was incurred.

At 30 September 2025 and 31 March 2025, the Group did not recognise any liabilities in respect of each corporate financial guarantee as the amounts of loss allowance estimated under the expected credit loss model were insignificant.

## 22. APPROVAL OF INTERIM FINANCIAL REPORT

The interim financial report was approved by the Board on 26 November 2025.

## Corporate Governance and Other Information

### INTERIM DIVIDEND

The board of directors of the Company (the "Director" or collectively referred as the "Directors" or the "Board") does not recommend the payment of an interim dividend for the six-month period ended 30 September 2025 (six-month period ended 30 September 2024: HK\$ Nil).

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2025, the interests and short positions of the Directors and chief executive of the Company in shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required to be (i) notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the directors and chief executive of the Company were deemed or taken to have pursuant to such provisions of the SFO); (ii) entered in the register required to be kept under Section 352 of the SFO; or (iii) notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") (the "Model Code") adopted by the Company were as follows:

Name	Long/Short position	Capacity	Number of shares	Approximate percentage of the issued share capital of the Company (%)
CHAN William	Long	Interest in a controlled corporation <small>(Note 1)</small>	97,104,000	25.86
	Long	Beneficial owner	33,700,000	8.98
			130,804,000	34.84
NG Tak Kwan	Long	Beneficial owner	63,024,000	16.79
LO Hoi Wah, Heywood	Long	Beneficial owner	64,166	0.02

## Corporate Governance and Other Information

### Notes:

1. Tiger Crown Limited, which beneficially owned 97,104,000 shares of the Company, is 100% owned by Rykadan Holdings Limited which in turn is 100% held by CHAN William. CHAN William is also the sole director of Tiger Crown Limited and Rykadan Holdings Limited.
2. All the shares of the Company shown in the table above are ordinary shares.

Save as disclosed above, as at 30 September 2025, so far as is known to any Director and chief executive of the Company, none of the Directors or chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have pursuant to such provisions of the SFO), or which were entered in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

### SUBSTANTIAL SHAREHOLDERS

As at 30 September 2025, so far as is known to the Directors or chief executive of the Company, the interests and short positions of the shareholders (other than the Directors or chief executive of the Company) who had interests or short positions in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were entered in the register required to be kept by the Company pursuant to Section 336 of the SFO, were as follows:

Name	Long/Short position	Capacity	Number of shares	Approximate percentage of the issued share capital of the Company (%)
Rykadan Holdings Limited	Long	Interest in a controlled corporation <sup>(Note 1)</sup>	97,104,000	25.86
Tiger Crown Limited <sup>(Note 1)</sup>	Long	Beneficial owner	97,104,000	25.86

# Corporate Governance and Other Information

## Notes:

1. Tiger Crown Limited is 100% owned by Rykadan Holdings Limited which in turn is 100% held by CHAN William. Rykadan Holdings Limited is therefore deemed to be interested in the 97,104,000 shares of the Company beneficially owned by Tiger Crown Limited.
2. All the shares of the Company shown in the table above are ordinary shares.

Save as disclosed above, as at 30 September 2025, so far as is known to any Director and chief executive of the Company, no other persons or companies had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or which were entered in the register required to be kept by the Company pursuant to Section 336 of the SFO.

## PURCHASE, SALE 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 period.

## CHANGE IN DIRECTOR'S INFORMATION

On 1 October 2025, Mr. NG Tak Kwan resigned as a non-executive Director.

Save as disclosed above, the Directors confirmed that no other information is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules during the period and up to the date of this report.

## CORPORATE GOVERNANCE

The Board is of the opinion that the Company has adhered to the principles and complied with all applicable code provisions and certain recommended best practices as set out in the Corporate Governance Code (the "CG Code") contained in Appendix C1 to the Listing Rules throughout the period, save for the deviation from code provision C.2.1, the details of which are set out below:

## Corporate Governance and Other Information

Mr. CHAN William ("Mr. Chan") has been appointed as Chief Executive Officer of the Company on 1 July 2012 and is now both the Chairman and the Chief Executive Officer of the Company, and that the functions of the Chairman and the Chief Executive Officer in the Company's strategic planning and development process overlap. These constitute a deviation from code provision C.2.1 of the CG Code which stipulates that the roles of the Chairman and the Chief Executive should be separate and should not be performed by the same individual. However, in view of the present composition of the Board, the in-depth knowledge of Mr. Chan of the operations of the Group and of the property development and real estate/asset management business, his extensive business network and the scope of operations of the Group, the Board believes it is in the best interests of the Company for Mr. Chan to assume the roles of Chairman and Chief Executive Officer at this time and that such arrangement be subject to review by the Board from time to time.

The Directors are committed to upholding the corporate governance of the Company to ensure that formal and transparent procedures are in place to protect and maximise interests of the shareholders of the Company.

### **DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding securities transactions of the Directors, senior management and relevant employees (who, because of their office or employment, is likely to possess inside information in relation to the Company or its securities) of the Group (the "Securities Code") with terms no less exacting than that of the Model Code.

All Directors, having made specific enquiries, each of them, confirmed that they have complied with the Securities Code and the Model Code during the interim reporting period.

### **DISCLOSURE PURSUANT TO RULES 13.20 AND 13.22 OF THE LISTING RULES**

The information as required to disclose under Rules 13.20 and 13.22 of the Listing Rules in relation to the Company's advance to an entity and the financial assistance and guarantees to affiliated companies provided by the Company are as follows:

#### **(a) Advance to an entity**

As at 30 September 2025, an aggregate sum of HK\$219,297,000 was advanced by the Group to Fastest Runner Limited for the purpose of acquiring the property located at No. 23 Wong Chuk Hang Road, Wong Chuk Hang, Hong Kong and financing its development and general working capital. The advance is non-interest bearing, unsecured and has no fixed terms of repayment, and was made pro-rata to the percentage of shareholding of relevant subsidiary of the Group in Fastest Runner Limited.

## Corporate Governance and Other Information

### (b) Financial assistance and guarantees to affiliated companies

Pursuant to Rule 13.22 of the Listing Rules, a proforma combined balance sheet of those affiliated companies with financial assistance from the Group and the Group's attributable interest in those affiliated companies as at 30 September 2025 are presented as follows:

	HK\$'000
Non-current assets	385,062
Current assets	10,605
Current liabilities	(1,484,576)
Non-current liabilities	(211,390)
Net liabilities	<u>(1,300,299)</u>
Share capital	221
Reserves	(1,300,520)
Capital and reserves	<u>(1,300,299)</u>

As at 30 September 2025, the Group's attributable accumulated losses in these affiliated companies amounted to HK\$308,133,000.

### AUDIT COMMITTEE REVIEW

The Audit Committee comprises three independent non-executive Directors, namely Mr. HO Kwok Wah, George (Chairman of the Audit Committee), Mr. TO King Yan, Adam and Ms. KHAN Sabrina, with the chairman possessing the appropriate professional qualifications and accounting expertise, has reviewed with management for the Group's interim results for the period.

By Order of the Board  
**Rykadan Capital Limited**  
宏基資本有限公司  
**CHAN William**  
*Chairman and Chief Executive Officer*

Hong Kong, 26 November 2025