



BYTE META

Byte Metaverse Holdings Limited

(Incorporated in the Cayman Islands with Limited Liability)

Stock Code: 8645

2025/2026
INTERIM REPORT



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

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*This interim report, for which the directors (the “**Directors**”) of Byte Metaverse Holdings Limited (the “**Company**”) 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 and its subsidiaries (collectively referred to as the “**Group**”). The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this interim 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 interim report misleading.*

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Yu Decai (*Chairman*)

Mr. Hu Mingdai

Non-executive Director

Ms. Jin Yangyang

Independent Non-executive Directors

Mr. Ng Der Sian

Mr. Shen Haipeng

Ms. Zheng Li Ping

AUDIT COMMITTEE

Mr. Ng Der Sian (*Chairman*)

Ms. Jin Yangyang

Mr. Shen Haipeng

Ms. Zheng Li Ping

NOMINATION COMMITTEE

Ms. Zheng Li Ping (*Chairman*)

Mr. Ng Der Sian

Mr. Yu Decai

REMUNERATION COMMITTEE

Mr. Shen Haipeng (*Chairman*)

Mr. Ng Der Sian

Mr. Yu Decai

COMPANY SECRETARY

Ms. Wong Po Lam (CPA)

AUTHORISED REPRESENTATIVES

Ms. Wong Po Lam (CPA)

Mr. Yu Decai

AUDITOR

Forvis Mazars CPA Limited

Certified Public Accountants

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Hong Kong

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HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN MALAYSIA

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Melaka, Malaysia

PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA (THE "PRC")

Room 318, Unit 3, Building 1
Dabaihui Life and Health Industrial Park
No. 2028 Shenyang Road, East Community
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Shenzhen, the PRC

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
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Hong Kong

ZA Bank Limited
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100 Cyberport Road
Pok Fu Lam
Hong Kong

Malayan Bank Berhad
14th Floor, Menara Maybank
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Kuala Lumpur, Malaysia

China Merchants Bank Co., Ltd.
Anlian Building
Fuzhong 3rd Road, Futian District
Shenzhen, the PRC

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350, Grand Cayman KY1-1108
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HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor
Services Limited
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Hong Kong

STOCK CODE

8645

WEBSITE OF THE COMPANY

byte-metaverse.com

FINANCIAL HIGHLIGHTS

FINANCIAL HIGHLIGHTS

- The Group's revenue for the six months ended 31 December 2025 (the "**Period**") amounted to approximately HK\$81,540,000, representing an increase of approximately HK\$17,651,000 or 27.6% (*Six months ended 31 December 2024 (the "**Preceding Period**"):* approximately HK\$63,889,000).
- Gross profit for the Period decreased by approximately HK\$2,332,000 or 32.3% to approximately HK\$4,881,000 (*The Preceding Period:* approximately HK\$7,213,000).
- Loss per share of the Company for the Period was approximately HK1.05 cents (*The Preceding Period:* approximately HK1.03 cents).
- The Directors do not recommend the payment of any dividend for the Period (*The Preceding Period:* Nil).

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Six months ended 31 December	
	Notes	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Revenue	4	81,540	63,889
Cost of sales and services		(76,659)	(56,676)
Gross profit		4,881	7,213
Other income	5	63	630
Other gain and losses, net	6	811	5,496
Selling expenses		(942)	(1,351)
Administrative and other operating expenses		(13,154)	(19,491)
Finance costs	7	(181)	(175)
Share of results of associates		(429)	15
Loss before tax	7	(8,951)	(7,663)
Income tax credit	8	868	343
Loss for the period		(8,083)	(7,320)
Other comprehensive income for the period			
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Release of exchange reserve upon disposal of subsidiaries	16	–	(59)
Exchange difference arising on translation of foreign operations		1,281	2,620
		1,281	2,561
Total comprehensive expenses for the period		(6,802)	(4,759)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME

		Six months ended 31 December	
	Note	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
(Loss) Profit for the period attributable to:			
Equity holders of the Company		(7,915)	(7,442)
Non-controlling interests		(168)	122
		(8,083)	(7,320)
Total comprehensive (expenses) income attributable to:			
Equity holders of the Company		(6,650)	(4,900)
Non-controlling interests		(152)	141
		(6,802)	(4,759)
Loss per share for loss attributable to equity holders of the Company			
Basic and diluted	10	(1.05) cents	(1.03) cents

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Non-current assets			
Property, plant and equipment	11	12,972	16,253
Interests in associates		7,704	8,133
Cryptocurrencies	12	123	219
Deposits paid for property, plant and equipment	13	–	4,618
Deferred tax assets		6,662	5,551
		27,461	34,774
Current assets			
Inventories		8,463	11,151
Contract costs		509	495
Trade and other receivables	13	50,197	48,207
Tax recoverable		1,424	2,021
Pledged bank deposits		5,682	5,468
Bank balances and cash		31,648	31,235
		97,923	98,577
Current liabilities			
Trade and other payables	14	41,536	39,948
Interest-bearing borrowings and bank overdrafts		4,459	4,308
Lease liabilities		341	1,501
		46,336	45,757
Net current assets		51,587	52,820
Total assets less current liabilities		79,048	87,594

CONDENSED CONSOLIDATED STATEMENT OF
FINANCIAL POSITION

	Notes	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Non-current liabilities			
Trade and other payables	14	5,573	6,310
Interest-bearing borrowings and bank overdrafts		154	183
Lease liabilities		429	1,407
		6,156	7,900
NET ASSETS		72,892	79,694
Capital and reserves			
Share capital	15	7,565	7,565
Reserves		64,734	71,384
Equity attributable to equity holders of the Company		72,299	78,949
Non-controlling interests		593	745
TOTAL EQUITY		72,892	79,694

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 31 December 2025

	Attributable to equity holders of the Company							Non-controlling interests HK\$'000	Total equity HK\$'000
	Share capital (Note 15) HK\$'000	Reserves					Total HK\$'000		
		Share premium HK\$'000	Merger reserve HK\$'000	Statutory reserve HK\$'000	Exchange reserve HK\$'000	Accumulated losses HK\$'000			
At 1 July 2024 (audited)	7,200	113,509	(31,712)	3,442	(7,244)	(15,229)	69,966	425	70,391
(Loss) Profit for the period	-	-	-	-	-	(7,442)	(7,442)	122	(7,320)
Other comprehensive (expense) income for the period:									
Items that may be reclassified subsequently to profit or loss:									
Release of exchange reserve upon disposal of subsidiaries (Note 16)	-	-	-	-	(59)	-	(59)	-	(59)
Exchange difference arising on translation of foreign operations	-	-	-	-	(59)	-	(59)	-	(59)
Total other comprehensive income for the period	-	-	-	-	2,542	-	2,542	19	2,561
Total comprehensive income (expenses) for the period	-	-	-	-	2,542	(7,442)	(4,900)	141	(4,759)
Transactions with owner									
Contributions and distributions	-	-	-	4	-	(4)	-	-	-
Transfer to statutory reserve	-	-	-	-	-	-	-	-	-
Release of statutory reserve upon disposal of subsidiaries	-	-	-	(3,441)	-	(3,441)	-	-	-
At 31 December 2024 (unaudited)	7,200	113,509	(31,712)	5	(4,702)	(19,234)	(65,066)	566	65,632
At 1 July 2025 (audited)	7,565	127,722	(31,712)	89	(1,388)	(23,327)	78,949	745	79,694
Loss for the period	-	-	-	-	-	(7,915)	(7,915)	(168)	(8,083)
Other comprehensive income for the period:									
Items that may be reclassified subsequently to profit or loss:									
Exchange difference arising on translation of foreign operations	-	-	-	-	1,265	-	1,265	16	1,281
Total comprehensive income (expenses) for the period	-	-	-	-	1,265	(7,915)	(6,650)	(152)	(6,802)
At 31 December 2025 (unaudited)	7,565	127,722	(31,712)	89	(123)	(31,242)	72,299	593	72,892

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
OPERATING ACTIVITIES		
Cash (used in) generated from operations	(2,020)	4,833
Income tax refund (paid)	579	(208)
Net cash generated (used in) from operating activities	(1,441)	4,625
INVESTING ACTIVITIES		
Interest received	63	101
Purchase of property, plant and equipment	(1,924)	(3,708)
Placement of pledged bank deposits	(56)	–
Proceed from disposal of property, plant and equipment	4,347	2
Net cash outflow arising from disposal of subsidiaries (Note 16)	–	(154)
Net cash generated from (used in) investing activities	2,430	(3,759)
FINANCING ACTIVITIES		
Interest paid	(181)	(175)
Repayment of interest-bearing borrowings	(32)	(28)
Repayment of lease liabilities	(508)	(1,038)
Net cash used in financing activities	(721)	(1,241)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Net increase (decrease) in cash and cash equivalents	268	(375)
Cash and cash equivalents at the beginning of the reporting period	26,991	26,622
Effect of foreign exchange rate change, net	(2)	1,255
Cash and cash equivalents at the end of the reporting period	27,257	27,502
Analysis of the balances of cash and cash equivalents		
Bank balances and cash	31,648	31,086
Bank overdrafts	(4,391)	(3,584)
	27,257	27,502

NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the six months ended 31 December 2025

1. GENERAL INFORMATION

Byte Metaverse Holdings Limited (the “**Company**”) was incorporated as an exempted company with limited liability in the Cayman Islands on 5 June 2018, and its shares were listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 9 December 2019 (the “**Listing**”).

The principal activity of the Company is investment holding. The Company together with its subsidiaries (hereinafter collectively referred to as the “**Group**”) are principally engaged in rendering of (i) network support services mainly encompassing network infrastructure design and hardware installation, network management and security services; (ii) network connectivity services that focus on providing intranet and internet connectivity solutions and value-added services; (iii) electronic commerce (“**E-Commerce**”) services; and (iv) online game intellectual property (“**IP**”) authorisation management services.

The addresses of the registered office and the principal place of business of the Company are disclosed in the “Corporate Information” section of this interim report.

2. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial statements of the Group for the six months ended 31 December 2025 (the “**Interim Consolidated Financial Statements**”) have been prepared in accordance with International Financial Reporting Standards (“**IFRS(s)**”) issued by the International Accounting Standards Board (“**IASB**”), which collective term includes all applicable individual IFRSs, International Accounting Standards (“**IASs**”) and Interpretations issued by the IASB and the disclosure requirements of the Hong Kong Companies Ordinance. The Interim Consolidated Financial Statements also comply with the applicable disclosure requirements of the Rule Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

The Interim Consolidated Financial Statements are presented in Hong Kong Dollars (“**HK\$**”) and all amounts have been rounded to the nearest thousand (“**HK\$’000**”), unless otherwise indicated.

2. BASIS OF PREPARATION (CONTINUED)

The preparation of the Interim Consolidated Financial Statements requires the management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, incomes and expenses on a year to date basis. Actual results may differ from these estimates.

The Interim Consolidated Financial Statements include an explanation of events and transactions that are significant to an understanding of the changes in financial performance of the Group since 1 July 2025 and, therefore, do not include all of the information required for full set of financial statements prepared in accordance with the IFRSs. They shall be read in conjunction with the audited consolidated financial statement of the Group for the year ended 30 June 2025 included in the annual report of the Company dated 29 September 2025 (the **“Annual Report 2024/2025”**).

The Interim Consolidated Financial Statements have been prepared on the historical cost basis. Except for changes in accounting policies resulting from adoption of new or revised IFRSs, the accounting policies and methods of computation applied in the preparation of the Interim Consolidated Financial Statements are consistent with the Annual Report 2024/2025.

In the current period, the Group has applied, for the first time, the following revised IFRSs issued by the IASB which are mandatory effective for the annual period beginning on or after 1 January 2025 for the preparation of the Group's Interim Consolidated Financial Statements.

Amendments to IAS 21

Lack of Exchangeability

The revised IFRSs does not have any material effect on the amounts reported and/or disclosures set out in the Interim Consolidated Financial Statements.

The Group has not early adopted any new or revised IFRSs that has been issued but not yet effective in the current accounting period.

The Interim Consolidated Financial Statements have not been audited by the Company's independent auditor but have been reviewed by the audit committee of the Board (the **“Audit Committee”**) and were approved for issue by the Board.

3. SEGMENT INFORMATION

The executive Directors determine its operating segments based on the internal management reports prepared in accordance with accounting policies conform to IFRSs that are regularly reviewed by the executive Directors, being identified as the chief operating decision maker (“**CODM**”), for the purpose of resources allocation and assessment of segment performance based on products and services offered by the Group to the customers. The CODM considers that the operating segments of the Group comprise:

- (i) network support services and network connectivity services in Malaysia and the PRC;
- (ii) E-Commerce in the PRC; and
- (iii) online game IP authorisation management in the PRC.

Segment results, which are the measures reported to CODM for the purposes of resources allocation and assessment of segment performance, represent the profit earned or loss incurred by each segment without allocation of general administrative expenses incurred by corporate office and income tax.

The Group’s geographical segments regarding revenue is attributed to the segments based on the location where services are provided.

No analysis of the Group’s assets and liabilities by operating segments is presented as it is not regularly provided to the CODM for review.

3. SEGMENT INFORMATION (CONTINUED)

The segment information provided to the CODM of the Company for the reportable segments for the six months ended 31 December 2025 and 2024 is as follows:

	Network support services and network connectivity services HK\$'000 (Unaudited)	E-Commerce HK\$'000 (Unaudited)	Online game IP authorisation management HK\$'000 (Unaudited)	Total HK\$'000 (Unaudited)
Six months ended 31 December 2025				
Primary geographical markets				
Malaysia	37,653	–	–	37,653
The PRC	692	20,307	22,888	43,887
Reportable segment revenue	38,345	20,307	22,888	81,540
Reportable segment loss	(3,220)	(45)	(4)	(3,269)
Six months ended 31 December 2024				
Primary geographical markets				
Malaysia	36,554	–	–	36,554
The PRC	–	8,960	18,375	27,335
Reportable segment revenue	36,554	8,960	18,375	63,889
Reportable segment (loss) profit	(5,051)	2,316	(139)	(2,871)
Other information:				
Gain on disposal of subsidiaries	–	5,461	–	5,461

NOTES TO CONDENSED CONSOLIDATED INTERIM
FINANCIAL STATEMENTS

For the six months ended 31 December 2025

3. SEGMENT INFORMATION (CONTINUED)

Reconciliation of reportable segment results

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Reportable segment loss	(3,269)	(2,871)
Unallocated income	810	16
Unallocated expenses	(6,492)	(4,808)
Loss before tax	(8,951)	(7,663)

4. REVENUE

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Revenue from contracts with customers within IFRS 15		
Advertising income	–	794
Online game IP authorisation management	22,888	18,375
Sales of E-Commerce	38	3,462
Sales of hardware	6,338	3,620
Sales of social media exposure	20,269	4,703
Rendering of services		
– On-site installation of hardware	1,102	702
– Network management and security services	3,826	4,219
– Network connectivity services	22,678	24,206
	77,139	60,081
Revenue from other sources		
Revenue from lease of hardware under operating lease with fixed lease payments	4,401	3,808
	81,540	63,889
Timing of revenue recognition under IFRS 15		
At a point in time	49,533	30,954
Over time	27,606	29,127
	77,139	60,081

NOTES TO CONDENSED CONSOLIDATED INTERIM
FINANCIAL STATEMENTS

For the six months ended 31 December 2025

5. OTHER INCOME

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Interest income from bank deposits	63	101
Government subsidies (<i>Note</i>)	–	1
Others	–	528
	63	630

Note: In the opinion of the management of the Group, there was no unfulfilled condition or contingency relating to the government subsidies.

6. OTHER GAIN AND LOSSES, NET

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Gain on disposal of property, plant and equipment	565	1
Gain on disposal of subsidiaries (<i>Note 16</i>)	–	5,461
Foreign exchange (loss) gain, net	(3)	69
Others	249	(35)
	811	5,496

7. LOSS BEFORE TAX

This is stated after charging (crediting):

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
<i>Finance costs</i>		
Interest expenses on interest-bearing borrowings and bank overdrafts	146	128
Interest expenses on lease liabilities	35	47
	181	175
<i>Staff costs (including directors' emoluments)</i>		
Salaries, discretionary bonus, allowances and other benefits in kind	8,046	9,197
Contributions to defined contribution plans	779	868
	8,825	10,065
<i>Other items</i>		
Amortisation of contract costs	942	335
Cost of inventories	7,844	10,455
Depreciation of property, plant and equipment	5,091	10,603
Provision for (Reversal of) impairment loss of cryptocurrencies	96	(39)
Research and development costs (<i>Note</i>)	–	1,163

Note: Research and development costs recognised as expenses included amounts relating to staff costs and depreciation of property, plant and equipment, which are also included in the respective expenses disclosed separately above.

8. INCOME TAX CREDIT

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Current tax		
Malaysia Corporate Income Tax (“CIT”):		
Current period	57	110
PRC Enterprise Income Tax (“EIT”)		
Over provision in prior year	–	(142)
	57	(32)
Deferred tax		
Change in temporary differences	(925)	(311)
Total income tax credit	(868)	(343)

The Group entities established in the Cayman Islands and the British Virgin Islands (the “BVI”) are exempted from income tax.

No provision for Hong Kong profits tax has been made as the Group had no assessable profits arising in or derived from Hong Kong during the six months ended 31 December 2025 and 2024.

For the six months ended 31 December 2025 and 2024, Malaysia CIT is calculated at the rate of 24% of the Group’s estimated assessable profits arising from Malaysia, as the Group is a non-resident company with more than 20% of its paid-up capital being owned, directly or indirectly, by a foreign company or non-Malaysian citizen.

For the six months ended 31 December 2025 and 2024, the Group’s subsidiaries established in the PRC are subject to PRC EIT at 25% of the estimated assessable profits for the year based on the existing legislation, interpretations and practices in respect thereof.

Deferred tax includes temporary differences arising from the contract costs, contract liabilities, capital allowances, accelerated accounting depreciation and tax losses.

9. DIVIDENDS

The Directors do not recommend the payment of any dividend for the six months ended 31 December 2025 (*Six months ended 31 December 2024: Nil*).

10. LOSS PER SHARE

The calculation of basic loss per share for loss attributable to equity holders of the Company is based on the following information:

	Six months ended 31 December	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Loss the period attributable to equity holders of the Company, used in basic and diluted loss per share calculation	(7,915)	(7,442)

	Number of shares	
	2025	2024
Weighted average number of ordinary shares for basic and diluted loss per share calculation	756,504,000	720,000,000

Diluted loss per share is the same as basic loss per share as there are no dilutive potential ordinary shares in existence during the six months ended 31 December 2025 and 2024.

11. PROPERTY, PLANT AND EQUIPMENT

- (a) During the six months ended 31 December 2025, the Group acquired items of property, plant and equipment with a cost of approximately HK\$6,475,000 (*Six months ended 31 December 2024: approximately HK\$3,708,000*). Items of property, plant and equipment with a total carrying amount of approximately HK\$3,870,000 were disposed or written-off during the six months ended 31 December 2025 (*Six months ended 31 December 2024: approximately HK\$1,000*). During the six months ended 31 December 2024, item of property, plant and equipment with a total carrying amount of approximately HK\$1,307,000 were transferred out upon disposal of subsidiaries on 30 December 2024 (Note 16).

11. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

- (b) During the six months ended 31 December 2025, the Group did not enter into new leases (*Six months ended 31 December 2024: new leases for the use of two years with the right-of-use assets amounted to approximately HK\$1,175,000*). Right-of-use assets with a total carrying amount of approximately HK\$1,567,000 were disposed during the six months ended 31 December 2025 (*Six months ended 31 December 2024: Nil*).

12. CRYPTOCURRENCIES

	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
XDagger		
At the beginning of the reporting period	219	195
(Provision for) Reversal of impairment loss	(96)	24
At the end of the reporting period	123	219

On 30 October 2022, the Group purchased a total of approximately 8,353,000 units of XDAG (XDagger) on the cryptocurrency trading platform in open market at an aggregate consideration of approximately HK\$1,000,000.

The Group carries out impairment test for cryptocurrencies with indefinite useful lives by comparing their recoverable amounts to their carrying amounts at the end of each reporting period. The recoverable amount of the cryptocurrencies are determined based on fair value less costs of disposal. In determining the fair values, the relevant available markets are identified by the Group, and the Group consider accessibility to, and activity within those markets in order to identify the principal cryptocurrency markets for the Group. The fair value of XDagger traded in active markets (such as trading and exchange platforms) is determined based on quoted market prices at the end of the reporting period.

12. CRYPTOCURRENCIES (CONTINUED)

At 31 December 2025, the Group carried out an impairment test for X Dagger. Based on the impairment test, the recoverable amount of X Dagger was lower than the carrying amount, therefore a provision for impairment loss of approximately HK\$96,000 was recognised in profit or loss by the Group for the six months ended 31 December 2025.

13. TRADE AND OTHER RECEIVABLES

	Note	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Billed trade receivables			
To a related party			
– Goods and services	13(b)	–	156
To third parties			
– Goods and services		32,946	28,916
– Operating lease receivables		3,418	2,517
Less: Loss allowances		(165)	(161)
		36,199	31,428
Unbilled trade receivables (Note)			
To third parties			
– Goods and services		8,076	7,598
– Operating lease receivables		470	1,863
		8,546	9,461
Total trade receivables	13(a)	44,745	40,889
Other receivables		513	291
Deposits paid for property, plant and equipment	13(c)	–	4,618
Refundable deposits		299	683
Prepayments		4,640	6,344
		50,197	52,825

NOTES TO CONDENSED CONSOLIDATED INTERIM
FINANCIAL STATEMENTS

For the six months ended 31 December 2025

13. TRADE AND OTHER RECEIVABLES (CONTINUED)

	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Current	50,197	48,207
Non-current	–	4,618
	50,197	52,825

Note: Unbilled trade receivables represent the remaining balances of receivables for services rendered but not yet billed at the end of reporting period.

(a) Trade receivables

The Group normally grants credit period of 30 days, from the date of issuance of invoices, to its customers.

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

	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Within 30 days	11,151	7,620
31 to 60 days	3,711	7,281
61 to 90 days	1,986	2,750
Over 90 days	19,351	13,777
	36,199	31,428
Not yet billed	8,546	9,461
	44,745	40,889

13. TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Trade receivables (continued)

At the end of the reporting period, the ageing analysis of the trade receivables, net of loss allowances, by due date is as follows:

	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Not yet due	16,360	17,081
Past due:		
Within 30 days	6,313	7,281
31 to 60 days	2,720	2,750
61 to 90 days	1,468	1,255
Over 90 days	17,884	12,522
	28,385	23,808
	44,745	40,889

13. TRADE AND OTHER RECEIVABLES (CONTINUED)

(b) Trade receivables – from a related party

The amount due from a related party is trade in nature and is unsecured, interest-free and have no fixed repayment term.

Name of related party	Outstanding amount		
	Greatest during the period HK\$'000	At 31 December 2025 HK\$'000	At 30 June 2025 HK\$'000
IPSYNC Net Sdn Bhd ("IPSYNC")	225	–	156

The director of the related company, IPSYNC was the director of the Company's subsidiary. On 1 October 2025, the director resigned as the director from the Company's subsidiary with immediate effect.

(c) Deposits paid for property, plant and equipment

Deposits paid for property, plant and equipment at 30 June 2025 comprise deposit paid for the purchase of internet services equipment to provide the cloud artificial intelligent computing for coming project. The transaction was completed on 1 August 2025.

14. TRADE AND OTHER PAYABLES

	Note	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
Trade payables	14(b)		
To a related party		–	311
To third parties		12,270	9,623
	14(a)	12,270	9,934
Contract liabilities		10,031	10,268
Other payables	14(c)		
Other payables		21,026	22,195
Accrued expenses		3,253	3,306
Sales and services tax payable		529	555
		24,808	26,056
		47,109	46,258
Current		41,536	39,948
Non-current		5,573	6,310
		47,109	46,258

14. TRADE AND OTHER PAYABLES (CONTINUED)

(a) Trade payables

The trade payables are interest-free and with normal credit terms ranging from 30 to 60 days.

At the end of the reporting period, the ageing analysis of the trade payables based on invoice date is as follows:

	At 31 December 2025 HK\$'000 (Unaudited)	At 30 June 2025 HK\$'000 (Audited)
0 to 30 days	9,525	5,709
31 to 60 days	1,037	719
61 to 90 days	1,112	401
Over 90 days	596	3,105
	12,270	9,934

(b) Trade payables – to a related party

The amount due is trade in nature and is unsecured, interest-free and have no fixed repayment term. The director of IPSYNC was the director of the Company's subsidiary. On 1 October 2025, the director resigned as the director from the Company's subsidiary with immediate effect.

(c) Other payables

At 31 December 2025, other payables included amounts due to a shareholder of HK\$13,700,000 which are unsecured, interest-free and repayable on 29 December 2026.

At 30 June 2025, other payables included (i) amounts due to a shareholder of HK\$3,000,000 and HK\$13,300,000 which are unsecured, interest-free and repayable on 2 July 2025 and 31 December 2025, respectively; and (ii) amounts due to a related party, IPSYNC of HK\$7,000 which are unsecured, interest-free and have no fixed repayment term. The director of IPSYNC was the director of the Company's subsidiary. On 1 October 2025, the director resigned as the director from the Company's subsidiary with immediate effect.

15. SHARE CAPITAL

	Number of shares	HK\$	HK\$'000
Ordinary share of HK\$0.01 each			
Authorised:			
At 30 June 2025 (audited) and 31 December 2025 (unaudited)	10,000,000,000	100,000,000	100,000
Issued and fully paid:			
At 30 June 2025 (audited) and 31 December 2025 (unaudited)	756,504,000	7,565,040	7,565

16. DISPOSAL OF SUBSIDIARIES

On 30 December 2024 (after trading hours), the Group disposed the entire equity interests in Michong Technology Information (Shenzhen) Co., Limited* (米虫科技信息（深圳）有限公司, “**Michong (Shenzhen)**”) to an independent third party at a consideration of approximately RMB1 (equivalent to approximately HK\$1) (the “**Disposal**”).

Michong (Shenzhen) is a limited liability company established in the PRC and an indirect wholly-owned subsidiary of the Company, which is principally engaged in investment holding. Michong (Hubei) Technology Industry Co., Ltd.* (米虫（湖北）科技產業有限責任公司) and Michong Technology Information (Shenzhen) Co., Limited* (米虫互聯網絡（武漢）有限公司) are companies incorporated in the PRC with limited liabilities, both of which are wholly-owned subsidiaries of the Michong (Shenzhen) (collectively referred to as the “**Michong (Shenzhen) Group**”) and principally engaged in the E-Commerce business.

Upon completion of the Disposal on 30 December 2024, the Group has no longer held any equity interest in Michong (Shenzhen). Michong (Shenzhen) Group has been ceased to be accounted as subsidiaries of the Group and the financial results of Michong (Shenzhen) Group has been ceased to be consolidated into the financial results of the Group.

* English translation for identification purpose only.

NOTES TO CONDENSED CONSOLIDATED INTERIM
FINANCIAL STATEMENTS

For the six months ended 31 December 2025

16. DISPOSAL OF SUBSIDIARIES (CONTINUED)

The details of the Disposal are as follows:

	HK\$'000 (Unaudited)
Net assets disposed of	
Property, plant and equipment	1,307
Inventories	62
Trade and other receivables	3,477
Restricted bank deposits	8,504
Bank balances and cash	154
Trade and other payables	(18,617)
Lease liabilities	(289)
	(5,402)
Release of exchange reserve upon disposal of subsidiaries	(59)
Gain on disposal of subsidiaries (<i>Note 6</i>)	5,461
	–

Analysis of net outflow of cash and cash equivalents in respect of the Disposal during the six months ended 31 December 2024 is as follows:

	HK\$'000 (Unaudited)
Cash consideration	–
Cash and cash equivalents disposed of	(154)
	(154)

BUSINESS REVIEW

The Company is an investment holding company and the Group is principally engaged in rendering of (i) network support services which mainly encompass network infrastructure design and hardware installation, network management and security services; (ii) network connectivity services that focus on providing intranet and internet connectivity solutions and value-added services; (iii) E-Commerce; and (iv) online game IP authorisation management services, primarily serving markets in Malaysia and the PRC.

The Group has been proactively evaluating and pursuing a range of opportunities while maintaining flexibility in its business strategies. In addition to reinforcing our network support services, we expanded into the E-Commerce business in the PRC in 2022 and launched online game IP authorisation management services in 2023. In light of the rapid global and local advancements, the Board believes that blockchain technology and virtual asset trading possess the potential to fundamentally transform the financial and technology industries. Consequently, the Group has dedicated significant effort and increased investment in the development of our blockchain technology and virtual asset trading in recent years.

E-Commerce Business

During the Period, the Group achieved significant breakthroughs in the E-Commerce business by diversifying through strategic collaborations with well-known E-Commerce retail service platforms and leading large-scale artificial intelligence (AI) companies. Beyond the traditional sales of electronic products on E-Commerce platforms, we expanded our operations to include the sale of social media exposure.

Commencing in the third quarter of 2024, the Group has expanded the E-Commerce business to sales of social media exposure through collaborations with additional E-Commerce retail service platforms and well-established AI companies. We procure activity traffic from suppliers of major social media platforms such as Douyin, Xiaohongshu and Zhihu, and redistributes this traffic to companies seeking enhanced activity or exposure.

Leveraging the strong relationships cultivated with suppliers of key social media platforms through our social media activity business, we further extended our offerings by selling social media traffic to internet game licensees. Additionally, the Group entered into a strategic partnership with a leading Chinese internet search engine company. During the Period, revenue generated from sales of social media exposure amounted to approximately HK\$20,269,000 (*The Preceding Period: approximately HK\$4,703,000*).

In view of the fierce competition in the sales of domestic consumer electronics products in the PRC, coupled with the economic downturn and other influencing factors, the progress of our E-Commerce sales has been slower than anticipated. While the Group continues to expand its business through social media exposure, it will also actively seek opportunities to establish strategic partnerships with additional Internet companies and prominent E-Commerce platforms to broaden its E-Commerce channels. Currently, the Group has also looked for cooperation with experienced E-Commerce business teams, especially which has already achieved remarkable results in the field of the E-Commerce business in the market, in order to establish close cooperative relationships based on a business profit sharing model. Furthermore, the Group plans to increase its E-Commerce market development personnel in the coming year to explore a wider range of product categories and online sales channels.

Network Support Services and Network Connectivity Services

During the Period, the Group recorded revenue from network support services and network connectivity services segment at approximately HK\$38,345,000 (*The Preceding Period: approximately HK\$36,554,000*). There was no significant change in this business segment.

In coming years, the Group does not expect to renew the network service provider license (the “**NSP License**”), which is issued by the Malaysian Communications and Multimedia Commission (MCMC) and will expire in January 2030. Pursuant to the Communications and Multimedia Act 1998 (Act 588) of the Malaysian Law, the shareholding of the company who holds the NSP License shall comply with relevant Malaysian foreign investment restrictions, which the ultimate foreign equity holding of the NSP License holder is limited to 49.0%. Approximately 40.17% and 14.87% of issued share capital of the Company (the “**Shares**”) is held by Thrive Harvest Limited (“**Thrive Harvest**”) and Worldtone Riches Investment Limited (“**Worldtone Riches**”), respectively, in which both of Thrive Harvest and Worldtone Riches are wholly-owned by Mr. Yu Decai (“**Mr. Yu**”), a Chinese citizen. Therefore, the Malaysian subsidiary who holds the NSP License (the “**NSP License Holder**”) cannot fulfill the requirement to renew the NSP License. Thus, the NSP License Holder does not expect to renew the NSP License.

Upon expiry of the NSP License, the Group is still eligible to provide non-NSP License related services in Malaysia. For existing contracts including both the NSP License related services and the non-NSP License related services, as the performance obligation of the NSP License related services and the non-NSP related services can be separately individually. The Group is still confident in the negotiation with existing customers on the provision of the non-NSP License related services upon expiry of the NSP License. The Board is in the view that there is no significant effect on the non-NSP License services of the Group.

However, the abandon of NSP License will lead to the significantly decrease in network connectivity service in Malaysia as the Malaysian subsidiary will not be eligible to subscribe for the networks of third-party telecommunication companies so as to leverage their nationwide network infrastructure to provide network connectivity services to customers. During the Period, the revenue and gross profit generated from the NSP License related services amounted at approximately HK\$14,088,000 (*The Preceding Period: approximately HK\$14,893,000*) and approximately HK\$1,652,000 (*The Preceding Period: approximately HK\$2,112,000*), respectively, which represented approximately 36.7% (*The Preceding Period: approximately 40.7%*) of total revenue and approximately 35.1% (*The Preceding Period: approximately 37.5%*) of gross profit in this business segment, and approximately 17.3% (*The Preceding Period: approximately 23.3%*) of total revenue and approximately 33.8% (*The Preceding Period: approximately 29.3%*) of gross profit of the Group.

Meanwhile, in view of the prolonged decrease in business opportunities in the Malaysian market upon expiry of the NSP License, the Group has also explored markets on the network support services and network connectivity services to the PRC. In past years, the Group cooperated with scattered customers in order to explore market needs and identify the Group's market position in the PRC. After a few years' exploration, the Group has established strategic partnerships with several leading network service solution providers, concentrating on online gaming and digital economy small and medium-sized enterprises in the PRC. Furthermore, the Group has entered into cooperative agreements for server procurement with multiple domestic Internet companies in the PRC, which are anticipated to generate additional revenue streams and facilitate the expansion of its market share in this segment in the PRC market. Moving forward, the Group will also increase allocation of internal resources, including funds and personnel, to provide network services to online game operating companies together with online game IP authorisation management service. With expected increment in revenue as well as gross profit of the Group of the remaining businesses in the network support services and network connectivity services segment and other business segments of the Group, the Group believes that impact of abandon of the NSP License on the Group's revenue will be short-lived.

Online Game IP Authorisation Management Services

The Group has developed a new business, online game IP authorisation management services since November 2023 by means of obtaining the sublicensing of the unofficial version of online game "Legend of Mir II" on Personal Computer (PC), which was granted by an independent third party. Through the sublicensing, the Group has generated revenue by IP authorisation of the unofficial version of "Legend of Mir II" and providing relevant IP management services. During the Period, this business segment achieved stable growth, with revenue reaching approximately HK\$22,888,000 (*The Preceding Period: approximately HK\$18,375,000*), representing an increase of approximately HK\$4,513,000 or 24.6%.

Currently, the Group has strengthened the formation of the marketing team and is seeking cooperation with more well-known online game development companies in order to obtain IP authorisation for sub-licensing to online game operating companies. The Company will participate in industry events in order to boost the Company's exploration and awareness and also reach out to potential suppliers and customers in the industry.

Development of blockchain technology and Web3 ecosystem

In light of the rapid global and local development in recent years, the Board believes that blockchain technology and virtual asset trading have the potential to bring about transformative changes to the financial and technology industries. Accordingly, over recent financial years, the Group has dedicated substantial effort and increased investment in the development of its blockchain technology business, as well as the Licences Application (defined in the section titled "Progress of the Licences Application" below).

In January 2023, the Group invested in approximately 34.16% of total issued share capital in Million Up Holdings Limited ("**Million Up**") and Fantastic Adventure Holdings Limited ("**Fantastic Adventure**"), in which Million Up and Fantastic Adventure are associates of the Group upon completion of the investment in January 2023. Yuen Meta (International) Securities Limited ("**Yuen Meta Securities**"), the wholly-owned subsidiary of Million Up and Leo Asset Management Limited ("**Leo Asset**"), the wholly-owned subsidiary of Fantastic Adventure follow up closely on development of virtual assets regulatory framework and the application for additional approvals related to virtual assets exchange and management business. As a strategic investor, the Group has continuously put a best effort basis to support Yuen Meta Securities and Leo Asset to develop the virtual assets related business, including the blockchain technology research and marketing support.

Furthermore, in 2023, the Company's research and development team successfully developed a multipublic chain and multi-currency blockchain wallet for preliminary evaluation of virtual asset exchanges. This innovation aims to offer customized technical solutions to virtual currency exchanges and nonfungible token (NFT) trading platforms globally.

From an industry standpoint, blockchain technology is profoundly reshaping the internet and creating new business opportunities. Hong Kong-listed companies are increasingly engaging in this space to cultivate new growth drivers. To accelerate its strategic development in the blockchain and Web3 sectors and explore synergies with the digital marketing industry, the Company plans to establish a portal-style blockchain content media platform. By forming content alliances and self-media partnerships, the platform will seek long-term, stable collaborations with leading Web3 influencers to jointly create an international blockchain information hub and traffic portal. This media platform will also serve as a gateway to support the Company's expansion into Web3-related businesses.

Progress of the Licences Application

Over recent financial years, the Group has intensified its efforts and investments in blockchain technology development and has submitted applications to the Securities and Futures Commission of Hong Kong (the “**SFC**”) for the requisite licenses (the “**Licenses**”) to conduct Type 1 (dealing in securities) and Type 7 (providing automated trading services) regulated activities under the Securities and Futures Ordinance (“**SFO**”) (Chapter 571 of the Laws of Hong Kong), as well as to operate a virtual asset exchange (the “**Licenses Application**”).

As disclosed in the announcement of the Company dated 19 February 2024, Bitcoin World Custodian Limited (“**Bitcoin World Custodian**”), a wholly-owned subsidiary, has been granted the trust or company service provider licence under section 53G of the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Chapter 615 of the Laws of Hong Kong). Upon the grant of the Licences, Bitcoin World Custodian is expected to provide custodial services to Bitcoin World Technology Limited (“**Bitcoin World Technology**”), another wholly-owned subsidiary that submitted the Licenses Application, in support of the virtual asset platform business.

Furthermore, as stated in the Company's announcement dated 22 May 2024, Bitcoin World Technology submitted the Licences Applications. Although these applications were temporarily returned in November 2024 after the SFC review, the Group remains committed to allocating sufficient resources to address the feedback provided by the SFC and to fulfill the application acceptance requirements at the earliest opportunity. To satisfy the funding requirements stipulated by the SFC, the Company completed share placings under the general mandate on 11 April 2024 (the “**1st Placing**”) and 26 March 2025 (the “**2nd Placing**”), raising approximately HK\$30,178,000 in total to support the Licences Application. These two placings demonstrate the Group's confidence in advancing the Licenses Application and further developing its blockchain technology business.

PROSPECT

In addition to strengthening its existing business segments, the Group will continue to devote substantial efforts to exploring new business opportunities. During the Period, the Company entered into a memorandum of authorization with Lighthouse Immersive Studios Touring Inc. (“**Lighthouse Studios**”) and Haotoon Co., Ltd. (“**Haotoon**”), in relation to the cooperation on the operation and promotion of the “Disney Animation Immersive Experience” project in China (the “**Memorandum**”).

Pursuant to the terms of the Memorandum, Lighthouse Studios has been authorized by The Walt Disney Company to develop, produce and exhibit the “Disney Animation Immersive Experience” worldwide, as well as to grant related business rights to third parties, and Lighthouse Studios has agreed to jointly authorize the Company and Haotoon to promote and operate “Disney Immersive Experience” in up to five cities across China. The parties have also agreed to grant operational rights of the project to Lululala, Ltd., a Hong Kong company. Up to the date of this interim report, all authorization as stated in the Memorandum are subject to final approval by The Walt Disney Company. For further details, please refer to the Company’s announcement dated 25 September 2025.

The Board considers that Disney is a renowned international brand, and securing the authorization by the Company to operate the “Disney Immersive Experience” in China, together with Haotoon, demonstrates the Group’s market operations and brand promotion capabilities in the metaverse sector. The Group will remain committed to expanding its metaverse business, such as developing more immersive experiences powered by lighting and projection technologies, with the aim of enhancing the Company’s brand value and market influence.

Furthermore, the Group will continue to increase its investment in the blockchain technology market and the ongoing Licences Application for trading of virtual assets. Leveraging its accumulated expertise in blockchain technology, the Group aims to actively participate in the development and application of blockchain solutions, with a particular focus on promoting blockchain services across diverse sectors, including the financial services industry.

The Group remains committed to exploring investment, development, and partnership opportunities to further advance its blockchain capabilities and expand its market presence. With these sustained efforts and investments, the Board is confident that, upon the successful grant of the Licenses, the operation of a virtual asset trading platform by Bitcoin World Technology will generate synergies across the Group’s various business lines. This will enhance the Group’s competitive edge, improve operational efficiency, and create new revenue streams, thereby supporting the Group’s long-term growth and value creation.

FINANCIAL REVIEW

Revenue

The Group derives its revenue primarily from the provision of comprehensive and customised (i) network support services which includes the revenue from sales of hardware, on-site installation of hardware, network management and securities services, and lease of hardware; (ii) network connectivity services; (iii) E-Commerce; and (iv) online game IP authorisation management services.

Our revenue increased by approximately HK\$17,651,000 or 27.6% from approximately HK\$63,889,000 for the Preceding Period to approximately HK\$81,540,000 for the Period.

This growth was primarily driven by (i) an increase in revenue from E-Commerce business by approximately HK\$11,347,000 or 126.6% to approximately HK\$20,307,000 (*The Preceding Period: approximately HK\$8,960,000*). The growth was driven by the combined effects of (a) the substantial growth in sales of social media exposure by approximately HK\$15,566,000 or 331.0% to approximately HK\$20,269,000 for the Period (*The Preceding Period: approximately HK\$4,703,000*) and (b) decline in sales in E-Commerce by approximately HK\$3,424,000 or 98.9% to approximately HK\$38,000 for the Period (*The Preceding Period: approximately HK\$3,462,000*). This significant decrease was primarily attributable to the suspension of collaboration with Guangdong Oppo Mobile Telecommunications Corp., Ltd. and Zhuhai Xingji Meizu Information Technology Co., Ltd., in light of the intense competition within the domestic consumer electronics market; and (ii) stable growth in online game IP authorisation management services, with revenue rising by approximately HK\$4,513,000 or 24.6% to approximately HK\$22,888,000 (*The Preceding Period: approximately HK\$18,375,000*).

Cost of sales and services

Our cost of sales and services increased by approximately HK\$19,983,000 or 35.2% from approximately HK\$56,676,000 for the Preceding Period to approximately HK\$76,659,000 for Period. This increase was mainly attributable to (i) higher costs of sales of social media exposure of approximately HK\$15,495,000 or 332.6% to approximately HK\$20,154,000 for the Period (*The Preceding Period: HK\$4,659,000*) and; (ii) increased cost of authorisation incurred from online game IP authorisation management services by approximately HK\$5,637,000 or 32.9% to approximately HK\$22,764,000 (*The Preceding Period: approximately HK\$17,127,000*), consistent with the growth in sales of social media exposure and revenue from online game IP authorisation management during the Period.

Gross profit and gross profit margin

Our gross profit decreased by approximately HK\$2,332,000 or 32.3% to approximately HK\$4,881,000 for the Period (*The Preceding Period: approximately HK\$7,213,000*). Correspondingly, our gross profit margin decreased from approximately 11.3% for the Preceding Period to approximately 5.99% for the Period. The decrease was mainly due to an increase in proportion of revenue incurred from business with relatively lower gross profit margin during the Period such as sales of social media exposure and online game IP authorisation management services, which represented approximately 52.9% of total revenue of the Group (*The Preceding Period: approximately 36.1%*).

Other income

Our other income mainly represented interest income from bank deposits, government subsidies and miscellaneous income. Other income decreased by approximately HK\$567,000 or 90.0% from approximately HK\$630,000 for the Preceding Period to approximately HK\$63,000 for the Period. Such decrease was mainly attributable to decrease in miscellaneous income by approximately HK\$528,000 or 100% to nil for the Period (*The Preceding Period: approximately HK\$528,000*). The amount in the Preceding Period represented one-off compensation from a customer due to early termination of contract.

Other gain and losses, net

Other gain, net decreased by approximately HK\$4,685,000 or 85.2% from approximately HK\$5,496,000 for the Preceding Period to approximately HK\$811,000 for the Period. The decrease was attributable to the combined effect of recognition of gain on disposal of subsidiaries of approximately HK\$5,461,000 in the Preceding Period and increase in gain on disposal of property, plant and equipment by approximately HK\$564,000 or 56,400% to approximately HK\$565,000 (*The Preceding Period: approximately HK\$1,000*).

Selling expenses

Our selling expenses mainly represented (i) commission to our sales representatives for securing contracts with new and current customers; and (ii) other staff costs for the sales team of the Group.

Selling expenses decreased by approximately HK\$409,000 or 30.3% from approximately HK\$1,351,000 for the Preceding Period to approximately HK\$942,000 for the Period. Such decrease was primarily due to the reduced staff costs for the sales team in the PRC by approximately HK\$932,000 or 100% to nil for the Period (*The Preceding Period: approximately HK\$932,000*), reflecting the decreased headcount of sales personnel upon the Disposal. The decrease was partially offset by the increase in commission to our sales representatives by approximately HK\$575,000 or 156.7% to approximately HK\$942,000 for the Period (*The Preceding Period: approximately HK\$367,000*).

Administrative and other operating expenses

Our administrative and other operating expenses decreased by approximately HK\$6,337,000 or 32.5% from approximately HK\$19,491,000 for the Preceding Period to approximately HK\$13,154,000 for the Period. Such decrease was mainly due to (i) a reduction in administrative and other operating expenses following the Disposal; (ii) decrease in professional fees related to the Licenses Application and business consultation by approximately HK\$2,852,000 or 97.9% to approximately HK\$62,000 for the Period (*The Preceding Period: approximately HK\$2,914,000*); and (iii) decrease in depreciation by approximately HK\$2,338,000 or 41.1% to approximately HK\$3,348,000 for the Period (*The Preceding Period: approximately HK\$5,686,000*).

Finance costs

Our finance costs mainly derived from the interest expenses on interest-bearing borrowings and bank overdrafts and interest expenses on lease liabilities. Such costs increased by approximately HK\$6,000 or 4.6% from approximately HK\$175,000 for the Preceding Period to approximately HK\$181,000 for the Period. The finance costs remained stable between two periods.

Share of results of associates

Our share of results of associates derived from the interests in associates. Share of results of associates amounted to loss of approximately HK\$429,000 (*The Preceding Period: profit of approximately HK\$15,000*).

Income tax credit

Our income tax credit derived from current tax and deferred tax in relation to the temporary differences arising from the capital allowances and accelerated accounting depreciation, provision for contract costs and contract liabilities, and tax losses. Income tax credit increased by approximately HK\$525,000 or 153.1% to approximately HK\$868,000 for the Period (*The Preceding Period: approximately HK\$343,000*). Such increase was mainly attributable to the increase in crediting deferred tax by approximately HK\$614,000 or 197.4% to approximately HK\$925,000 for the Period (*The Preceding Period: approximately HK\$311,000*).

Loss for the period

Our loss for the period increased by approximately HK\$763,000 or 9.6% to approximately HK\$8,083,000 for the Period (*The Preceding Period: approximately HK\$7,320,000*). Such increase was mainly due to the combined effect of (i) decrease in net other gains by approximately HK\$4,685,000; (ii) decrease in gross profit by approximately HK\$2,332,000; partially offset by (iii) decrease in administrative and other operating expenses by approximately HK\$6,337,000, as analysed above.

FINANCIAL POSITION, LIQUIDITY AND FINANCIAL RESOURCES

The Group has funded its liquidity and capital requirements primarily through capital contributions from Shareholders, interest-bearing borrowings, internally generated cash flow and proceeds received from the share offer from the Listing, the 1st Placing and the 2nd Placing.

As at 31 December 2025, the Group had bank balances and cash of approximately HK\$31,648,000 (*30 June 2025: approximately HK\$31,235,000*), pledged bank deposits of approximately HK\$5,682,000 (*30 June 2025: approximately HK\$5,468,000*).

As at 31 December 2025, the Group recorded interest-bearing borrowings and bank overdrafts of approximately HK\$4,613,000 (*30 June 2025: approximately HK\$4,491,000*) and lease liabilities of approximately HK\$770,000 (*30 June 2025: approximately HK\$2,908,000*).

As at 31 December 2025, the Group's current assets and current liabilities were approximately HK\$97,923,000 (*30 June 2025: approximately HK\$98,577,000*) and approximately HK\$46,336,000 (*30 June 2025: approximately HK\$45,757,000*), respectively. As at 31 December 2025, the current ratio, being the ratio of current assets to current liabilities, was approximately 2.1 times (*30 June 2025: approximately 2.2 times*).

As at 31 December 2025, we had unutilised banking facilities for short-term financing of approximately HK\$1,329,000 (*30 June 2025: approximately HK\$1,286,000*).

The gearing ratio is calculated based on the amount of total interest-bearing borrowings and bank overdrafts and lease liabilities divided by total equity. The gearing ratio of the Group as at 31 December 2025 was approximately 7.4% (*30 June 2025: approximately 9.3%*). The decrease in gearing ratio was attributable to the decrease in lease liabilities as at 31 December 2025.

CAPITAL STRUCTURE

The Shares were listed on GEM of the Stock Exchange on 9 December 2019. There has been no change in the capital structure of the Company since then. As at 31 December 2025, the capital structure of the Group comprised mainly of issued share capital and reserves. As at 31 December 2025, equity attributable to equity holders of the Company amounted to approximately HK\$72,299,000 (30 June 2025: approximately HK\$78,949,000).

TREASURY POLICY

The Group has adopted a prudent financial management approach towards its treasury policies and had maintained a healthy liquidity position throughout the reporting period. 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 commitments can meet its funding requirement from time to time.

FOREIGN EXCHANGE EXPOSURE

The exposure of the Group's transactional currency to foreign currency risk was minimal as most of the financial assets and liabilities held by group entities of the Group are denominated in the respective functional currency of the respective group entities. The Group currently does not have a foreign currency hedging policy. However, the Directors will continue to monitor the related foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

CONTINGENT LIABILITIES

As at 31 December 2025, the Group did not have any significant contingent liabilities (30 June 2025: Nil).

PLEDGE OF ASSETS

As at 31 December 2025, the Group's interest-bearing borrowings and bank overdrafts and lease liabilities are secured by charges over the following assets of the Group:

	As at 31 December 2025 HK\$'000	As at 30 June 2025 HK\$'000
Motor vehicles	806	856
Pledged bank deposits	5,682	5,468
	6,488	6,324

DIVIDENDS

The Board does not recommend the payment of an interim dividend for the Period (*The Preceding Period: Nil*).

MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES AND SIGNIFICANT INVESTMENTS

The Group did not have any material acquisitions or disposals of subsidiaries and affiliated companies and significant investments during the Period.

SIGNIFICANT EVENTS

A Memorandum of Authorization for Operation of Disney Immersive Experience in China

Details of the Memorandum are set out in the section “Business Review – Prospect” of this interim report and the Company’s announcement dated 25 September 2025.

Change of Chief Executive Officer

On 20 November 2025, Mr. Yu Decai (“**Mr. Yu**”), the executive Director resigned as the chief executive officer of the Company (the “**Chief Executive Officer**”) due to adjustment of his work arrangement. Following the resignation of Mr. Yu, Mr. Su Di (“**Mr. Su**”) has been appointed as the Chief Executive Officer with effect from 20 November 2025. Details are set out in the Company’s announcement dated 19 November 2025.

CONNECTED TRANSACTIONS

During the Period, the Group has not conducted any “connected transaction” or “continuing connected transaction” (as defined under Chapter 20 of the GEM Listing Rules) which is subject to reporting and annual review requirements under the GEM Listing Rules. It is confirmed that the Company has complied with the disclosure requirements in accordance with Chapter 20 of the GEM Listing Rules.

Shareholder’s Loans to the Group

During the Period, the Group’s subsidiaries and Thrive Harvest entered into Shareholder’s loan agreements (the “**Shareholder’s Loan Agreements**”), pursuant to which Thrive Harvest agreed to provide unsecured, interest-free loans to the Group’s subsidiaries in the amounts specified in each respective Shareholder’s Loan Agreement (the “**Shareholder’s Loans**”). The Shareholder’s Loans are exempted from reporting, announcement and Shareholders’ approval requirements under Rule 20.88 of the GEM Listing Rules as the Shareholders’ Loans are provided by Thrive Harvest on normal commercial terms or better and no security is granted over the assets of the Group in respect of the Shareholder’s Loans.

Details of the Shareholder's Loan Agreements are set out as below:

Shareholder's Loan Agreement	From	To	Loan amount HK\$'000	Shareholder's Loan as at 31 December 2025 HK\$'000
1	18 November 2024	17 November 2025	12,757	–
2	24 December 2024	23 December 2025	24,000	–
3	3 July 2024	2 July 2025	3,000	–
4	1 January 2025	31 December 2025	9,000	–
5	1 January 2025	31 December 2025	1,800	–
6	10 January 2025	31 December 2025	2,500	–
7	30 December 2025	29 December 2026	15,000	13,700
			68,057	13,700

EVENT AFTER REPORTING PERIOD

Up to the date of this interim report, the Group does not have event after reporting period.

USE OF PROCEEDS FROM THE LISTING

The Shares were listed on GEM of the Stock Exchange on 9 December 2019. The proceeds received from the issuance of 150 million ordinary shares by share offer at HK\$0.40 per offer share was HK\$60,000,000. As set out in the section headed “Future Plans and Use of Proceeds” in the prospectus of the Company dated 25 November 2019 (the “**Prospectus**”), the net proceeds after deduction of underwriting fees and related listing expenses were approximately HK\$28,000,000 (the “**Net Proceeds from the Listing**”).

Up to 31 December 2025, the Net Proceeds from the Listing had been applied as follows:

Business Strategies	Planned use of the Net Proceeds from the Listing HK\$'000	Actual amount utilised up to 31 December 2025 HK\$'000	Unutilised Net Proceeds from the Listing up to 31 December 2025 HK\$'000
Implement cloud-based data content management solution	4,615	4,615	–
Acquire additional hardware and software to provide cloud-based internet security services	11,012	11,012	–
Establish a disaster recovery centre and a backup data centre and becoming a holder of network service provider license	6,267	6,267	–
Establish a branch office in Kuala Lumpur ^{Note (1)}	1,413	1,051	362
Expand and strengthening our manpower to cater for the anticipated expansion plans	2,645	2,645	–
Promote our business to capture more market share in the industry	2,048	2,048	–
	28,000	27,638	362

Note (1) As for the establishment of a branch office in Kuala Lumpur, the unutilised portion amounted to approximately HK\$362,000 as at 31 December 2025 due to lower-than-expected office rent for the branch office in Kuala Lumpur, the Group plans to use the unutilised portion to rent the branch office in Kuala Lumpur by 30 June 2026.

All utilised Net Proceeds from the Listing were utilised in the same manner as specified in the section headed “Future Plans and Use of Proceeds” set out in the Prospectus.

As at 31 December 2025, the Net Proceeds from the Listing of approximately HK\$362,000 had not yet been utilised as planned (the **“Unutilised Net Proceeds from the Listing”**), which will be applied on the business strategy “Establish a branch office in Kuala Lumpur”. There is no intention of the management to change the use in the Unutilised Net Proceeds from the Listing.

All the Unutilised Net Proceeds from the Listing have been placed in a licensed bank in Malaysia.

USE OF PROCEEDS FROM THE 1ST PLACING AND THE 2ND PLACING

On 11 April 2024, the Company issued 120,000,000 Shares by way of placing under general mandate of the Company, at the placing price of HK\$0.218 per new Share. The placing price of HK\$0.218 per placing Share represents: (i) a discount of approximately 19.26% to the closing price of HK\$0.27 per Share as quoted on the Stock Exchange on 22 March 2024, being the last full trading day prior to the date of the placing agreement entered into between the Company and the placing agent in relation to the 1st Placing dated 24 March 2024 (the **“1st Placing Agreement”**); and (ii) a discount of approximately 15.63% to the average closing price of approximately HK\$0.2584 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the 1st Placing Agreement. The net proceeds from the 1st Placing after deducting related expenses were approximately HK\$25,624,000 (the **“Net Proceeds from the 1st Placing”**).

On 26 March 2025, the Company issued 36,504,000 Shares by way of placing under general mandate of the Company, at the placing price of HK\$0.41 per new Share. The placing price of HK\$0.41 per placing Share represents: (i) a discount of approximately 19.61% to the closing price of HK\$0.510 per Share as quoted on the Stock Exchange on 12 March 2025, being the date of the placing agreement entered into between the Company and the placing agent in relation to the 2nd Placing (the **“2nd Placing Agreement”**); and (ii) a discount of approximately 18.97% to the average closing price of approximately HK\$0.506 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the 2nd Placing Agreement. The net proceeds from the 2nd Placing after deducting related expenses were approximately HK\$14,578,000 (the **“Net Proceeds from the 2nd Placing”**).

Up to 31 December 2025, the Net Proceeds from the 1st Placing and the Net Proceeds from the 2nd Placing had been applied as follows:

	Planned use of the Net Proceeds from the 1 st Placing HK\$'000	Planned use of the Net Proceeds from the 2 nd Placing HK\$'000	Planned use of the Net Proceeds from the 1 st Placing and the Net Proceeds from the 2 nd Placing HK\$'000	Actual amount utilised up to 31 December 2025 HK\$'000	Unutilised Net Proceeds from the 1 st Placing and the Net Proceeds from the 2 nd Placing up to 31 December 2025 HK\$'000
Funds for application of the licenses regarding the operation of virtual assets trading platform	15,600	14,578	30,178	12,668	17,510
General working capital of the Group	10,024	–	10,024	5,571	4,453
	25,624	14,578	40,202	18,239	21,963

As at 31 December 2025, the Net Proceeds from the 1st Placing and the Net Proceeds from the 2nd Placing of approximately HK\$21,963,000 had not yet been utilised as planned (the “**Unutilised Net Proceeds from the 1st Placing and the 2nd Placing**”), which is expected to be fully utilised by June 2027. All of the Unutilised Net Proceeds from the 1st Placing and the 2nd Placing have been placed in a licensed bank in Hong Kong.

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2025, the Group had a total of 60 employees (*31 December 2024: 69 employees*). The staff costs (including Directors' emoluments) were approximately HK\$8,825,000 for the Period (*The Preceding Period: approximately HK\$10,065,000*). The remuneration package of the employees is determined by various factors such as their qualifications, working experience and job performance, the market condition, industry practice and applicable employment law. Discretionary bonus based on job performance will be paid to employees as recognition of and reward for their contributions.

To provide incentive to the eligible participants (including Directors and employees), the remuneration package has been extended to include share award under the Share Award Scheme and share options under the Share Option Scheme. Details of the Share Award Scheme and the Share Option Scheme are set out in the paragraph headed "Share Schemes" in the "Other Information" section of this interim report.

The Group encourages and subsidises employees to enrol and/or participate in development or training courses in support of their career and professional development. The Group also provides inhouse training courses for the personal development of the employees.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND/OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 December 2025, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO which were required to be notified to the Company and the Stock Exchange pursuant to Division 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provision of the SFO), or which were required pursuant to section 352 of the SFO to be entered in the register referred to therein, or which will be required to notify to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

(i) *Long position in the ordinary Shares of the Company*

Name of Director	Nature of interest and capacity	Number of shares held/ interested (Note 1)	Approximate percentage of shareholding
Mr. Yu (Note 2)	Interests in controlled corporations	416,364,000(L)	55.04%

Notes:

1. The letter "L" demonstrates long position.
2. Mr. Yu beneficially owns the entire issued shares of Thrive Harvest and Worldtone Riches. Thrive Harvest is a company incorporated in the British Virgin Islands, which in turn holds 303,864,000 Shares or approximately 40.17% of the issued share capital of the Company; and Worldtone Riches is a company incorporated in the BVI, which in turn holds 112,500,000 Shares or approximately 14.87% of the issued share capital of the Company. Therefore, Mr. Yu is deemed, or taken to be, interested in all the Shares held by Thrive Harvest and Worldtone Riches for the purpose of the SFO.

(ii) *Long position in the ordinary shares of associated corporations*

Name of Director	Name of associated corporations	Capacity/Nature	Number of shares held	Approximate percentage of interest
Mr. Yu	Thrive Harvest	Beneficial owner	1 ordinary share	100%
	Worldtone Riches	Beneficial owner	100 ordinary shares	100%

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the paragraph headed “Directors’ and Chief Executive’s Interests and/or Short Positions in Shares, Underlying Shares and Debentures” above and in the paragraph headed “Share Schemes” below, at no time during the Period were rights to acquire benefits by means of the acquisition of shares or underlying shares in or debentures of the Company granted to any Director or their respective spouses or minor children, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS’ AND OTHER PERSONS’ INTERESTS AND/OR SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to the Directors and the Chief Executive of the Company, as at 31 December 2025, the following persons (other than a Director or Chief Executive of the Company) had, or were deemed to have, interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, which were required pursuant to section 336 of the SFO to be entered in the register referred to therein or were, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstance at general meetings of any member of the Group.

Long Position in the ordinary Shares of the Company

Name	Nature of interest and capacity	Number of Shares held/ interested (Note 1)	Approximate percentage of shareholding
Mr. Yu (Note 2)	Interest in a controlled corporation	416,364,000(L)	55.04%
Thrive Harvest (Note 2)	Beneficial owner	303,864,000(L)	40.17%
Worldtone Riches (Note 2)	Beneficial owner	112,500,000(L)	14.87%

Notes:

1. The letter "L" demonstrates long position.
2. Mr. Yu beneficially owns the entire issued shares of Thrive Harvest and Worldtone Riches. Therefore, Mr. Yu is deemed, or taken to be, interested in all the Shares held by Thrive Harvest and Worldtone Riches for the purpose of the SFO.

Save as disclosed above, as at 31 December 2025, the Company had not been notified by any persons (other than Directors or chief executives of the Company) who had interests and/or short positions in the Shares or 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 recorded in the register required to be kept by the Company under Section 336 of the SFO.

SHARE SCHEMES

Share Award Scheme

The Company has adopted a share award scheme (the “**Share Award Scheme**”) on 14 April 2023 (the “**Adoption Date**”) under the Shareholders’ approval by way of poll at the extraordinary general meeting of the Company on the Adoption Date (the “**April 2023 EGM**”). The Share Award Scheme is effective upon obtaining the listing approval from the Stock Exchange on 21 April 2023. The terms of the Share Award Scheme are in compliance with the provisions of Chapter 23 of the GEM Listing Rules. The following is a summary of the principal terms of the Share Award Scheme:

(A) Purpose

The purposes of the Share Award Scheme are:

- (a) to recognise the contributions by certain employees and persons to the Group;
- (b) to provide the Eligible Award Participants (as defined in the following paragraph) with additional incentives in order to retain them for the continual operation and development of the Group; and
- (c) to attract suitable personnel for further development of the Group.

(B) Duration

Subject to any early termination as may be determined by the Board pursuant to the rules set out therein relating to the Share Award Scheme (the “**Share Award Scheme Rules**”), the Share Award Scheme shall be valid and effective for a term of ten (10) years commencing on the Adoption Date.

(C) Trustee

Orient Securities Limited has been appointed by the Company as the initial trustee (the “**Trustee**”). To the best knowledge, information and belief of the Directors after making all reasonable enquiries, Orient Securities Limited and its ultimate beneficial owners are independent third parties of the Company.

(D) Eligible Award Participants

The following classes of participants are eligible for participation in the Share Award Scheme (the “**Eligible Award Participants**”):

- (a) Employee participant(s) including the director(s) and employee(s) (whether full-time or part-time) of any member of the Group (including persons who are granted awards under the Share Award Scheme (the “**Award**”) as inducement to enter into employment contracts with the Group); and
- (b) Service provider(s) including person(s) who provide services to any members of the Group on a continuing or recurring basis in its ordinary and usual course of business which are in the interests of the long-term growth of the Group, which include any independent distributor, contractor, supplier, agent, consultant or adviser to any member of the Group (where the continuity and frequency of their services are akin to those of employees of the Group), but exclude any placing agent or financial adviser providing advisory services for fundraising, mergers or acquisitions, and other professional services provider such as auditor or valuer (the “**Service Provider(s)**”),

provided that the Board may, from time to time, at its absolute discretion select any Eligible Award Participant to be a selected participant.

(E) Total Number of Shares Available for Issue

The maximum number of Shares which may be allotted and issued in respect of all Awards to be granted under the Share Award Scheme, all Options to be granted under the Share Option Scheme (as defined in the following section headed “Share Option Scheme” on pages 54 to 57 of this interim report), and the options and awards to be granted under any other share scheme(s) of the Company shall not in aggregate exceed 10% of the entire issued share capital of the Company as at the Adoption Date without the Shareholders’ approval (i.e. 60,000,000 Shares).

At the date of this interim report, a total of 60,000,000 Shares, representing 10% and approximately 7.9% of the issued share capital of the Company as at the Adoption Date and as at the date of this interim report, respectively, are available for issue under the Share Award Scheme and the Share Option Scheme.

(F) Maximum Entitlement of Each Eligible Award Participant

The maximum number of Shares which may be issued in respect of all Awarded Shares which may be granted at any time under the Share Award Scheme together with options and awards which may be granted under any other share schemes for the time being of the Company to the Service Providers shall not exceed such number of Shares as equals to 1% of the issued share capital of the Company as at the Adoption Date.

(G) Grant of Award to a Director, Chief Executive or Substantial Shareholder of the Company or Any of Their Associates

Any grant of Awards to any of the Directors, chief executive of the Company or substantial Shareholder(s) (as defined in the Listing Rules), or any of their respective associates must be approved by the independent non-executive Directors (excluding any independent non-executive Director who is the proposed Grantee of the Award (if any)).

Where any grant of Awards to an independent non-executive Director or a substantial Shareholder or any of their respective associates would result in the Shares transferred and to be transferred or allotted and issued and to be allotted and issued in respect of all options and awards granted (excluding any options and awards lapsed in accordance with the terms of the relevant schemes) to such person in the twelve (12)-month period up to and including the date of such grant representing in aggregate over 0.1% of the Shares in issue, such further grant of Awards must be approved by the Shareholders in a general meeting of the Company.

(H) Acceptance of Awards

No payment is required on acceptance of Awards.

(I) Timing

No Award shall be made or vested to the Eligible Award Participants pursuant to the Share Award Scheme Rules and no directions or recommendation shall be given to the Trustee with respect to granting or vesting of an Award or any acquisition, receipt or disposal of or dealing in Shares under the Share Award Scheme after inside information has come to the knowledge of the Company until (and including) the trading day after it has been announced pursuant to the requirements of the GEM Listing Rules.

(J) Vesting Period

Save for the circumstances prescribed in the Share Award Scheme, the vesting period of the Awards shall not be less than 12 months in general. However, the Board (or the Remuneration Committee where it relates to grants of the Awards to an Employee Participant who is a Director and/or senior management of the Company) will have a discretion in allowing a shorter vesting period to an Employee Participant in the certain circumstances.

For more details on the Share Awards Scheme, please refer to Appendix I to the circular of the Company dated 16 March 2023 (the “**Circular**”). No Award has been granted, exercised, cancelled or lapsed under the Share Award Scheme since the Adoption Date and at the date of this interim report.

Share Option Scheme

The Company has terminated the share option scheme that was approved and adopted by the Shareholders by way of written resolutions passed on 11 November 2019 and has adopted a new share option scheme (the “**Share Option Scheme**”) on the Adoption Date under the Shareholders’ approval by way of poll at the April 2023 EGM. The Share Option Scheme is effective upon obtaining the listing approval from the Stock Exchange on 21 April 2023. The terms of the Share Option Scheme are in compliance with the provisions of Chapter 23 of the GEM Listing Rules. The following is a summary of the principal terms of the Share Option Scheme:

(A) Purpose

The purpose of the Share Option Scheme is to attract and retain the best available personnel of the Group, to provide additional incentive to the Eligible Option Participants (as defined in the following paragraph) and to promote the success of the business of the Group. The Share Option Scheme will give the Eligible Option Participants an opportunity to have a personal stake in the Company and will help motivate the Eligible Option Participants in optimising their performance and efficiency and attract and retain the Eligible Option Participants whose contributions are important to the long-term growth and profitability of the Group.

(B) Duration

Subject to any early termination as may be determined by the Board pursuant to the rules set out therein relating to the Share Option Scheme as amended from time to time, the Share Option Scheme shall be valid and effective for a term of ten (10) years commencing on the Adoption Date.

(C) Eligible Option Participants

The following classes of participants are eligible for participation in the Share Option Scheme (the “**Eligible Option Participants**”):

- (a) Employee participant(s) including the director(s) and employee(s) (whether full-time or part-time) of any member of the Group (including persons who are granted Options under the Share Option Scheme as inducement to enter into employment contracts with the Group); and
- (b) The Service Provider(s),

provided that the Board may, from time to time, at its absolute discretion select any Eligible Option Participant to be a selected participant.

(D) Total Number of Shares Available for Issue

The maximum number of Shares which may be allotted and issued in respect of all Awards and Options to be granted under the Share Award Scheme and the Share Option Scheme, respectively, and the options and awards to be granted under any other share scheme(s) is 60,000,000 Shares.

At the date of this interim report, a total of 60,000,000 Shares, representing 10% and approximately 7.9% of the issued share capital of the Company as at the Adoption Date and as at the date of this interim report, respectively, are available for issue under the Share Award Scheme and the Share Option Scheme.

(E) Maximum Entitlement of Each Eligible Option Participant

Where any grant of Options to an Eligible Option Participant would result in the Shares issued and to be issued in respect of all options and awards granted to such Eligible Option Participant (excluding any options and awards lapsed in accordance with the terms of the relevant schemes) in the twelve (12)-month period up to and including the date of such grant representing in aggregate over 1% of the Shares in issue, such grant must be separately approved by the Shareholders in general meeting with such Eligible Option Participant and his/her close associates (or associates if the Eligible Option Participant is a connected person) abstaining from voting. The Company must send a circular to the Shareholders and the circular must disclose the identity of the Eligible Option Participant, the number and terms of any option(s) to be granted to Eligible Option Participant(s) to subscribe for new Share(s) under the Share Option Scheme (the “**Option**”) to be granted (and options previously granted to such Eligible Option Participant in the twelve (12)-month period), the purpose of granting Options to the Eligible Option Participant, an explanation as to how the terms of the Options serve such purpose and such information as may be required by the Stock Exchange from time to time. The number and terms (including the subscription price) of Options to be granted to such Eligible Option Participant must be fixed before Shareholders’ approval and the date of Board meeting for proposing such further grant should be taken as the date of grant for the purpose of calculating the subscription price.

(F) Grant and Acceptance of Options

The Board shall, subject to the Share Option Scheme Rules and the GEM Listing Rules, be entitled (but shall not be bound) at any time and from time to time on any Business Day within a period of ten (10) years commencing on the Adoption Date to make an offer for the grant of the Option to such Eligible Option Participant as it may in its absolute discretion select, and subject to such conditions as the Board may think fit, to subscribe for such number of Shares (being a board lot for dealing in Shares on the Stock Exchange or an integral multiple thereof) as the Board may, subject to maximum number of Shares available for issue, determine the subscription price, provided that no such grant shall be made if a prospectus is required to be issued under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) or any applicable laws or if such grant will result in the breach by the Company or the Directors of any applicable securities laws and regulations in any jurisdiction.

(G) Acceptance of Options

An offer shall be deemed to have been accepted by an Eligible Option Participant concerned in respect of all Shares which are offered to such Eligible Option Participant when the duplicate letter comprising acceptance of the offer duly signed by the Eligible Option Participant with the number of Shares in respect of which the offer is accepted as stated therein, together with a remittance in favour of the Company of HK\$1.00 by way of consideration for the grant thereof is received by the Company.

The offer shall remain open for acceptance by the Eligible Option Participant for a period of twenty one (21) days inclusive of, and from the offer date provided that no such offer shall be open for acceptance after the earlier of the close of business of the Company on the date which falls ten (10) years after the Adoption Date or the termination of the Share Option Scheme.

(H) Vesting Period

Save for the circumstances prescribed in the Share Option Scheme, the Option must be held by the grantee for at least twelve (12) months before the Option can be exercised.

(I) Subscription Price of Shares

The subscription price for Shares to be subscribed under the Share Option Scheme may be determined by the Board at its absolute discretion, provided that it shall not be less than the highest of:

- (a) the closing price of the Shares as shown in the daily quotations sheet of the Stock Exchange on the offer date, which must be a business day;
- (b) the average of the closing prices of the Shares as shown in the daily quotations sheets of the Stock Exchange for the five (5) consecutive business days immediately preceding the offer date; and
- (c) the nominal value of the Share on the offer date.

For more details on the Share Option Scheme, please refer to Appendix II to the Circular. No share option has been granted, exercised, cancelled or lapsed under the Share Option Scheme since the Adoption Date and at the date of this interim report.

As at 1 July 2025 and 31 December 2025, the service provider sublimit, which was available for grant under the Share Award Scheme and the Share Option Scheme, was 6,000,000 Shares, being 1% of the issued share capital of the Company as at the Adoption Date.

AUDIT COMMITTEE

As at 31 December 2025, the Audit Committee has four members comprising three Independent Non-executive Directors, namely Mr. Ng Der Sian (*Chairman*), Mr. Shen Haipeng and Ms. Zheng Li Ping; and one Non-executive Director, namely Ms. Jin Yangyang. None of them are members of the former or existing auditors of the Company. The Board considers that the Audit Committee has extensive commercial experience in business, financial and legal matters. The primary duties of the Audit Committee include, among other matters, to review and monitor financial reporting and the judgment contained therein; to review financial, internal controls and risk management systems, accounting policies and practices with management and external auditors; to make recommendation to the Board on the appointment, re-appointment and removal of the external auditors and to approve the remuneration and terms of engagement of the external auditors; and to review the Company's compliance with the Corporate Governance Code ("**CG Code**") contained in Appendix C1 to the GEM Listing Rules.

The Audit Committee has reviewed and discussed with the management the accounting principles and practices adopted by the Group and auditing, internal controls, risk management systems and financial reporting matters, and the Company's policies and practices on corporate governance. The Audit Committee has also reviewed and discussed with the management the unaudited condensed consolidated interim financial results of the Group for the Period and this interim report and is of the opinion that the preparation of such statements compiled with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures have been made.

CORPORATE GOVERNANCE CODE

The Company's corporate governance practices follow the principles and code provisions as set out in the CG Code in Appendix C1 of the GEM Listing Rules. The Company has adopted and complied with, where applicable, the CG Code during for the Period to ensure that the Group's business activities and decision making processes are regulated in a proper and prudent manner.

For the Period, the Company's corporate governance practices had complied with the applicable code provisions of the CG Code with the exception of the deviation from code provision C.2.1 during the period from 1 July 2025 to 19 November 2025, as explained below:

Code provision C.2.1 of the CG Code requires that the roles of chairman and chief executive officer should be separate and not performed by the same individual. During the period from 1 July 2025 to 19 November 2025, Mr. Yu served as roles of the chairman of the Board (the “**Chairman**”) and the Chief Executive Officer. As Mr. Yu has more than 14 years of experience in technologies, media and telecommunications sector, corporate strategic management, project management, investment business and fund management, and due to his familiarity with the operations of the Group, the Board believes that it is in the best interest of the Group to continue to have Mr. Yu acting as both the Chairman and the Chief Executive Officer for effective management and business planning of the Group. Further, the Company has put in place an appropriate check-and-balance mechanism through the Board and three Independent Non-executive Directors. The Company will consult the Board for any major decisions. Therefore, the Board considers that the current structure of vesting rights of the Chairman and the Chief Executive Officer in the same person will not impair the balance of power and authority between the Board and the management of the Company and the deviation from code provision C.2.1 of the CG Code is appropriate in such circumstances.

On 20 November 2025, Mr. Yu resigned as the Chief Executive Office, and Mr. Su has been appointed as the Chief Executive Officer. Upon the appointment of Mr. Su, the Company has complied with all applicable code provisions of the CG Code. Details of the appointment of Mr. Su are set out in the Company’s announcement dated 19 November 2025.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the required standards of dealings (the “**Required Standard of Dealings**”) set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the Required Standard of Dealings during the Period.

COMPETING INTERESTS

During the Period, so far as the Directors are aware, none of the Directors, controlling shareholders or substantial shareholders of the Company, neither themselves nor their respective close associates (as defined under the GEM Listing Rules) had held any position or had interest in any businesses or companies that were materially competing or might materially compete with the business of the Group, or gave rise to any concern regarding conflict of interest.

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

Neither the Company, nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Period.

FORWARD LOOKING STATEMENTS

This interim report contains forward looking statements with respect to the financial conditions, results of operations and business of the Group. These forward looking statements represent the Company's expectations or beliefs concerning future events and involve known and unknown risks and uncertainty that could cause actual results, performance or events to differ materially from those expressed or implied in such statements.

APPRECIATION

The Group's continued success depends on all its staff's commitment, dedication and professionalism. The Board would like to thank every member of staff for their diligence and dedication and to express its sincere appreciation to our shareholders, clients and suppliers for their continuous and valuable support.

By Order of the Board
Byte Metaverse Holdings Limited
Yu Decai
Chairman and Executive Director

Hong Kong, 27 February 2026

As at the date of this interim report, the Board comprises Mr. Yu Decai and Mr. Hu Mingdai as Executive Directors; Ms. Jin Yangyang as Non-executive Director; and Mr. Ng Der Sian, Mr. Shen Haipeng and Ms. Zheng Li Ping as Independent Non-executive Directors.

Website: byte-metaverse.com