China New Consumption Group Limited
中國新消費集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code：8275

2026
ANNUAL REPORT

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

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Corporate Information

BOARD OF DIRECTORS

Executive Director

Ms. Liu Ching Man

Independent Non-executive Directors

Mr. He Dingding
Ms. Chan Tsz Hei Sammi
Mr. Ng Kim Lung (resigned on 2 February 2026)
Mr. Ma Kwok Wah (appointed on 2 February 2026)

BOARD COMMITTEES

Audit Committee

Mr. He Dingding *(Chairman)*
Ms. Chan Tsz Hei Sammi
Mr. Ng Kim Lung (resigned on 2 February 2026)
Mr. Ma Kwok Wah (appointed on 2 February 2026)

Remuneration Committee

Mr. Ng Kim Lung *(Former Chairman)*
(resigned on 2 February 2026)
Mr. Ma Kwok Wah *(Chairman)*
(appointed o n 2 February 2026)
Mr. He Dingding
Ms. Chan Tsz Hei Sammi

Nomination Committee

Ms. Chan Tsz Hei Sammi *(Chairman)*
Mr. He Dingding
Mr. Ng Kim Lung (resigned on 2 February 2026)
Mr. Ma Kwok Wah (appointed on 2 February 2026)

JOINT COMPANY SECRETARIES

Mr. Lee Man Tai *(FCCA, FCPA)*
Ms. Cheng Shing Yan *(CPA, FCCA)*

AUTHORISED REPRESENTATIVES

Ms. Liu Ching Man
Mr. Lee Man Tai *(FCCA, FCPA)*

COMPLIANCE OFFICER

Ms. Liu Ching Man

INDEPENDENT AUDITOR

RSM Hong Kong
Certified Public Accountants
Registered Public Interest Entity Auditor
29th Floor, Lee Garden Two
28 Yun Ping Road
Causeway Bay, Hong Kong

LEGAL ADVISER AS TO HONG KONG LAWS

David Fong & Co., Solicitors
Unit A, 12/F
China Overseas Building
No. 139 Hennessy Road
Wanchai, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Tricor Investor Services Limited
17/F., Far East Finance Centre
16 Harcourt Road
Hong Kong

REGISTERED OFFICE IN THE CAYMAN ISLANDS

P.O. Box 1350
Windward 3, Regatta Office Park
Grand Cayman KY1-1108
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 204, 2/F.
Yue Shing Commercial Building
15 Queen Victoria Street
Central
Hong Kong

PRINCIPAL BANKS

Nanyang Commercial Bank, Limited
The Hongkong and Shanghai Banking Corporation Limited

STOCK CODE

8275

COMPANY'S WEBSITE

www.irasia.com/listco/hk/chinanewcons

Executive Director's Statement

TO OUR SHAREHOLDERS

On behalf of the board (the "**Board**") of Directors, I present the annual report of the Group for the year ended 31 March 2026 (the "**Reporting Year**").

PROSPECT

During the Reporting Year, the Group's performance has deteriorated due to the decrease in construction works in Hong Kong. The Group is of the view that the general industry and the business environment in which the Group operates was difficult during the Reporting Year.

Against a backdrop of geopolitical fragmentation, sustained macroeconomic pressures, and structural adjustments across the People's Republic of China (the "**PRC**") and Hong Kong, the 2025 business environment presented undeniable headwinds. Moving forward, however, market sentiment is gradually transitioning toward cautious optimism as policy efficacy manifests.

Furthermore, the Group is actively exploring potential business opportunities to scale its core operations and optimize shareholder returns. According to the 2026–27 Budget, about 17,000 private residential units are scheduled to be completed annually in the coming 5 years. In addition, HK$1 billion will be injected into the Construction Innovation and Technology Fund to promote I&T's industry-wide application. It is expected that with the government's planning and support for the Land and Housing sector, the Company will have greater opportunities to secure more bidding and contract opportunities, as well as additional sources of revenue.

The Group is cautiously optimistic about the business prospects of the Group as the Group will provide sustained impetus to the growth of the Group from two aspects.

Firstly, we will continue to do our best to implement tight cost control measures, improve the efficiency of workflow throughout the construction process, and strengthen the effectiveness of project management so as to improve our operational efficiency and the profitability of our businesses.

Secondly, we will put our great effort into talent cultivation. The specialty and quality of employees will have an important impact on the development of the Group.

The Group will continue to deploy our efforts in tendering for contracts, particularly those which yield higher margins in price and make concerted efforts in controlling and managing the contract and operating costs, in order to foster improvement in the results of the business.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to the management and staff of the Group for their hard work and dedication as well as to our shareholders and business partners for their continued support.

Liu Ching Man
Executive Director

Hong Kong, 23 June 2026

Management Discussion and Analysis

BUSINESS REVIEW

The Group is a foundation contractor primarily specialising in bored piling works as well as other foundation works. The Group is capable of installing bored piles with diameters ranging from 1.5 metres to 3 metres of various pile lengths. The Group has invested considerably in reinforcing its machinery and the Group possesses all necessary standard plant and machinery and equipment for its construction of bored piles. The Group is also engaged in leasing of machinery, money lending business, investment in securities and investment in TEADAYE stores and the operation of tea beverage business.

For the Reporting Year, the Group recorded a net loss attributable to owners of the Company of approximately HK$23.1 million as compared to net loss attributable to owners of the Company of approximately HK$31.2 million for the same period in 2025. The Board considers that the net loss attributable to owners of the Company was primarily attributable to (i) a significant decline of approximately 88.6% in construction contract income from HK$156.2 million for the year ended 31 March 2025 to HK$17.9 million for the year ended 31 March 2026; and (ii) a significant decrease from gross profit margin of approximate 8.4% to gross loss margin approximate 104%, stemming from the overall downturn in the property market and a reduction in the project values and project margin of projects undertaken by the Group during this year.

OUTLOOK

Driven by the realization of ongoing policies and the expected rollout of future government planning, the Group's current business streams face a reasonably progressive outlook. The forward planning of major infrastructure alignments ensures a continuous demand for professional construction services. To capitalize on these sustained market volumes, the Group will invest in the manpower and information system to enhance its operational capacity and efficiency in foundation and site formation works and bored piling works.

Concurrently, the steady progression of these structured public and private sector projects provides a well-founded trajectory for the local construction industry. In view of the Government's consistent and structured planning for the land and housing sector, the business landscape for the Group's core construction operations remains solidly supported. The Group will focus on securing high-value contract opportunities to fortify its revenue base and maximize long-term returns for the shareholders of the Company.

Looking ahead, the Group will adhere to prudent financial management in project selection and cost control. The Group will continue to strive to improve its operational efficiency and profitability of its businesses.

PRINCIPAL RISKS AND UNCERTAINTIES

The Directors believe that there are certain risks and uncertainties involved in the operations, some of which are beyond the Group's control. The Directors believe the significant risks relating to the business are as follows:

– the Group determines project price based on the estimated time and costs involved in a project, which may deviate from actual time and costs incurred. Inaccurate estimation may adversely affect its financial results;

– the Group's foundation works are exposed to the risk of unexpected geological or sub-soil conditions;

– non-performance, delayed performance, sub-standard performance, non-compliance or unavailability of the Group's subcontractors may adversely affect its operation and profitability; and

– the Group's customers pay us by way of progress payment and require retention money, and there is no guarantee that progress payment will be paid to us on time and in full, or that retention money is fully released to us upon completion of a project.

Management Discussion and Analysis

COMPLIANCE WITH LAWS AND REGULATIONS

As far as the Directors are aware, the Group has complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of the Group. During the Reporting Year, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Board has overall responsibility for the Group's environmental, social and governance ("**ESG**") strategy and reporting. The Board is responsible for the Group's ESG risk management and internal control systems to ensure that the ESG strategies and reporting requirements are met.

The details of ESG performance of the Group are set out in the ESG Report on pages 32 to 70 of this annual report.

RELATIONSHIP WITH CUSTOMERS, SUPPLIERS, SUBCONTRACTORS AND EMPLOYEES

The Group maintains a good relationship with its employees, and certain policies have been implemented to ensure that its employees are provided with competitive remuneration, good welfare benefits and continuous professional training. The Group also maintains good relationships with its customers, suppliers and subcontractors, without whom success in the Group's business and operation would be at risk.

FINANCIAL REVIEW

Revenue

The Group's revenue for the Reporting Year was approximately HK$20.1 million, representing a decrease by approximately 87.3% from approximately HK$158.5 million for the year ended 31 March 2025, which was primarily due to the decrease in income from construction projects during the Reporting Year.

Cost of Sales

The Group's cost of sales for the Reporting Year was approximately HK$41.1 million, representing a decrease of approximately 71.7% from approximately HK$145.0 million for the year ended 31 March 2025, which was primarily due to the decrease in subcontracting costs.

Gross Profit and Gross Profit Margin

The Group's gross loss for the Reporting Year was approximately HK$21.0 million, representing a decrease of approximately 254.4% from gross profit of approximately HK$13.6 million for the year ended 31 March 2025.

The Group's gross loss margin decreased from gross profit margin approximately 8.6% to gross loss margin of approximately 104.2% for the year of comparison. Such decrease was primarily due to (i) lower profit margins for awarded construction projects and delay in projects..

Administrative Expenses

The Group's administrative expenses for the Reporting Year were approximately HK$21.8 million, representing an increase of approximately 2% from approximately HK$21.4 million for the year ended 31 March 2025. Administrative expenses primarily consisted of staff costs, advisory fees, legal and professional fees and other administrative expenses. The increase was mainly attributable to the net off effect of increase in consultancy fee and research and development fee and the decrease in staff costs and legal and professional fee.

Loss for the Year

For the Reporting Year, the Group recorded a loss attributable to owners of the Company of approximately HK$23.1 million as compared to loss attributable to owners of the Company for the year ended 31 March 2025 of approximately HK$31.2 million. The Board considers that the net loss attributable to owners of the Company was mainly attributable to (i) a significant decline of approximately 88.6% in construction contract income from HK$156.2 million for the year ended 31 March 2025 to HK$17.9 million for the year ended 31 March 2026; and (ii) a significant decrease from gross profit margin of approximate 8.4% to gross loss margin approximate 104%, stemming from the overall downturn in the property market and a reduction in the project values and project margin of projects undertaken by the Group during this year.

CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

As at 31 March 2025, the Company's issued share capital was approximately HK$7.2 million divided into 719,987,379 ordinary shares of HK$0.01 each.

Movements of the issued capital of the Company during the Reporting Year, resulting from the completion of the July 2025 Placing and the November 2025 Placing of New Shares (as defined below), are detailed under this section below.

As at 31 March 2026, the Company's issued share capital was approximately HK$9.6 million divided into 959,985,543 ordinary shares of HK$0.01 each.

During the Reporting Year, the Group financed its liquidity and capital requirements primarily through cash generated from operations, bank and other borrowings, equity contribution from shareholders and proceeds raised from the 2025 Placing of New Shares on July 2025 and December 2025 (all as defined below).

As at 31 March 2026, the Group had bank and cash balances of approximately HK$11.8 million (2025: approximately HK$13.6 million).

As at 31 March 2026, the Group's total equity attributable to owners of the Company amounted to approximately HK$115.5 million (2025: approximately HK$115.5 million). As of the same date, the Group's total debts, comprising bank borrowings and lease liabilities, amounted to approximately HK$0.05 million (2025: approximately HK$1.3 million).

The Directors believe that the Group is in a healthy financial position to expand its business and pursue its business objectives.

2024 Rights Issue

On 4 September 2024, to satisfy its funding needs and ease its cash flow pressure, the Company announced a proposed rights issue on the basis of one Rights Shares for every two shares held on the record date at a subscription price of HK$0.1 per Rights Share (the "**2024 Rights Issue**") to raise approximately HK$22.5 million by issuing 240,001,722 Rights Shares to the qualifying shareholders. The subscription price was determined with reference to, among others, the market price of the shares under the prevailing market conditions. The closing price on 4 September 2024, being the date on which the terms of the 2024 Rights Issue were fixed, was HK$0.106 per Share. Under the relevant compensatory arrangements, all the unsubscribed Rights Shares were placed by the placing agent to not less than six independent placees at the subscription price.

The net proceeds from the 2024 Rights Issue (after deducting the estimated expenses) were approximately HK$22.5 million, representing a net price of approximately HK$0.1 per Rights Share, which will be applied as to (i) approximately HK$10.0 million for the acquisition of power generators; (ii) approximately HK$8.0 million for the financial services business; and (iii) the remaining balance of approximately HK$4.5 million for general working capital of the Group.

Details of the 2024 Rights Issue are set out in the Company's announcements dated 4 September 2024, 19 September 2024, 20 September 2024 and the prospectus of the Company dated 24 October 2024.

As disclosed in the Change in Use of Proceeds Announcement 2025, with careful consideration and detailed evaluation of the Group's operations and the business strategies, the Board has resolved to change the use of the unutilised net proceeds in the amount of approximately HK$10.0 million originally allocated for acquisition of power generators. Please refer to the Change in Use of Proceeds Announcement 2025 for details. The following table sets forth the status of the use of revised allocation of the net proceeds as at the date of the Change in Use of Proceeds Announcement 2025 and 31 March 2026:

As at 31 March 2026, the actual use of the net proceeds of the 2024 Rights Issue was as follows:

	Planned use of net proceeds as stated in the prospectus dated 24 October 2024 (HK$ million)	Actual use of net proceeds from the Listing Date to the date of the Change in Use of Proceeds Announcement 2025 (HK$ million)	Reallocation of unutilised Net Proceeds as stated in the Change in Use of Proceeds Announcement 2025 (HK$ million)	Amount utilised after reallocation (HK$ million)	Unutilised net proceeds up to 31 March 2026 (HK$ million)	Expected timeline for unutilised net proceeds
Acquisition of the power generators	10.0	–	–	–	–	N/A
Development of financial services business	8.0	6.0	10.0	12.0	–	N/A
General working capital	4.5	4.5	–	–	–	N/A
Total	22.5	10.5	10.0	12.0	–	

As at 31 March 2026, the net proceeds in the amount of approximately HK$22.5 million have been utilised as intended in the prospectus dated 24 October 2024 and the Change in Use of Proceeds Announcement 2025.

July 2025 Placing of New Shares

On 10 July 2025 (after trading hours of the Stock Exchange), the Company entered into the placing agreement with SBI China Capital Financial Services Limited (the "**Placing Agent**"), pursuant to which the Placing Agent conditionally agreed, as agent of the Company, to procure on a best effort basis then expected to be not less than six placees who and whose ultimate beneficial owners shall be independent third parties to subscribe for up to 90,000,689 Placing Shares at the placing price of HK$0.11 per new share to be placed (the "**July 2025 Placing Share**") (the "**July 2025 Placing of New Shares**"). The Company was of the view that the July 2025 Placing of New Shares represented an attractive opportunity to raise capital for the Company while broadening the Shareholder base and capital base of the Company. In addition, the net proceeds of the Placing will strengthen the Group's financial position for its future operation.

On 28 July 2025, the July 2025 Placing of New Shares was completed and a total of 96,000,689 July 2025 Placing Shares were placed by the Placing Agent to not less than six placees at the placing price of HK$0.11 per July 2025 Placing Share, representing (i) 13.33% of the issued share capital of the Company immediately before completion of the July 2025 Placing of New Shares; and (ii) approximately 11.76% of the issued share capital of the Company as enlarged by the allotment and issue of the July 2025 Placing Shares immediately upon completion of the July 2025 Placing of New Shares, determined with reference to the prevailing market price. The closing price per share of the Company as quoted on the Stock Exchange on 10 July 2025, being the date of the placing agreement, was HK$0.129 per share. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner (if any) is third parties independent of the Company and its connected persons; and (ii) none of the Placees has become a substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the July 2025 Placing Share. The net proceeds from the July 2025 Placing of New Shares (after deducting the estimated expenses) were approximately HK$10.26 million, representing a net issue price of approximately HK$0.107 per July 2025 Placing Share, which were used as to (i) approximately HK$5.26 million for the acquisition of and investment in TEADAYE stores and the operation of tea beverage business of the Group; and (ii) approximately HK$5.0 million for general working capital of the Group. Details of the July 2025 Placing of New Shares are set out in the Company's announcements dated 10 July 2025, 24 July 2025 and 28 July 2025.

As at 31 March 2026, the actual use of the net proceeds of the July 2025 Placing of New Shares was as follows:

	Planned use of net proceeds as stated in the announcement dated 10 July 2025 (HK$ million)	Actual use of proceeds up to 31 March 2026 (HK$ million)	Unutilised net proceeds up to 31 March 2026 (HK$ million)	Expected timeline for unutilised net proceeds
Acquisition of and investment in TEADAYE stores and the operation of tea beverage business	5.26	5.26	–	N/A
General working capital	5.0	5.0	–	N/A
Total	10.26	10.26	–	N/A

As at 31 March 2026, the net proceeds in the amount of approximately HK$10.26 million have been utilised as intended.

November 2025 Placing of New Shares

On 24 November 2025 (after trading hours of the Stock Exchange), the Company entered into the placing agreement with the Placing Agent, pursuant to which the Placing Agent conditionally agreed, as agent of the Company, to procure on a best effort basis then expected to be not less than six placees who and whose ultimate beneficial owners shall be independent third parties to subscribe for up to 143,997,475 Placing Shares at the placing price of HK$0.10 per new share to be placed (the "**November 2025 Placing Share**") (the "**November 2025 Placing of New Shares**"). The Company was of the view that the November 2025 Placing of New Shares represented an attractive opportunity to raise capital for the Company while broadening the Shareholder base and capital base of the Company. In addition, the net proceeds of the Placing will strengthen the Group's financial position for its future operation.

On 11 December 2025, the November 2025 Placing of New Shares was completed and a total of 143,997,475 November 2025 Placing Shares were placed by the Placing Agent to not less than six placees at the placing price of HK$0.10 per November 2025 Placing Share, representing (i) 17.65% of the issued share capital of the Company immediately before completion of the November 2025 Placing of New Shares; and (ii) approximately 15.00% of the issued share capital of the Company as enlarged by the allotment and issue of the November 2025 Placing Shares immediately upon completion of the November 2025 Placing of New Shares, determined with reference to the prevailing market price. The closing price per share of the Company as quoted on the Stock Exchange on 24 November 2025, being the date of the placing agreement, was HK$0.105 per share. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner (if any) is third parties independent of the Company and its connected persons; and (ii) none of the Placees has become a substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the November 2025 Placing Share. The net proceeds from the November 2025 Placing of New Shares (after deducting the estimated expenses) were approximately HK$14.20 million, representing a net issue price of approximately HK$0.099 per November 2025 Placing Share, which were used as to (i) approximately HK$7.2 million for the purchasing machinery for leasing and trading purposes; and (ii) approximately HK$7.0 million for the financial services business of the Company including but not limited to the money lending business. Details of the November 2025 Placing of New Shares are set out in the Company's announcements dated 24 November 2025 and 11 December 2025.

As at 31 March 2026, the actual use of the net proceeds of the November 2025 Placing of New Shares was as follows:

	Planned use of net proceeds as stated in the announcement dated 24 November 2025 (HK$ million)	Actual use of proceeds up to 31 March 2026 (HK$ million)	Unutilised net proceeds up to 31 March 2026 (HK$ million)	Expected timeline for unutilised net proceeds
Purchasing machinery for leasing and trading purposes	7.2	–	7.2	December 2026
Development of financial services business	7.0	7.0	–	N/A
Total	14.2	7.0	7.2	

As at 31 March 2026, the net proceeds in the amount of approximately HK$7.0 million have been utilised and the remaining balance of HK$7.2 million will be utilised as intended.

BORROWINGS AND GEARING RATIO

As at 31 March 2026, the Group had total debts (summation of bank borrowings and lease liabilities) of approximately HK$0.05 million (2025: bank borrowings and lease liabilities approximately HK$1.3 million). The Group's bank borrowings were primarily used in financing the working capital requirement of its operations.

As at 31 March 2026, the gearing ratio of the Group, which was defined as the total debts divided by the total equity, was approximately 0% (2025: approximately 1.1%).

FOREIGN EXCHANGE EXPOSURE

The revenue generating from operations and borrowings raised by the Group was mainly transacted in Hong Kong Dollars which are the presentation currency of the Group. As such, the Directors are of the view that the Group did not have significant exposure to foreign exchange risk. The Group currently does not have a foreign currency hedging policy.

TREASURY POLICIES

The Directors will continue to follow a prudent policy in managing the Group's cash balances and maintain a strong and healthy liquidity to ensure that the Group is well placed to take advantage of future growth opportunities.

CHARGE ON GROUP ASSETS

As at 31 March 2026 and 2025, the Group had not pledged its plant and machinery.

CONTINGENT LIABILITIES

As at 31 March 2026 and 2025, the Group were exposed to the liabilities under the Employees' Compensation Ordinance (Cap. 282 of the Laws of Hong Kong) and common law for injuries at work in respect of all their employees. During the Reporting Year, all the construction projects were covered by the employees' compensation insurance and contractors' all risks insurance taken out by the main contractors of the construction projects the Group participated in. Such insurance policies covered and protected all employees of the Group of all tiers working in the relevant construction sites.

During the year ended 31 March 2026, an indirectly owned subsidiary of the Company became involved in litigation relating to an alleged breach of contract. The subsidiary has claimed against the defendants for recovery of fees and expenses of approximately HK$21,519,000, while the defendants have lodged a counter-claim against the subsidiary for loss and damage of approximately HK$15,050,000. As at 31 March 2026, the pleadings of the case had been closed and witness statements had been filed. After considering the current status of the dispute and the opinion from the legal counsels, the Directors are of the view that it is premature to evaluate the outcome of the case and accordingly no provision has been recognised as at 31 March 2026. Further details are set out in note 43 to the consolidated financial statements.

Save as disclosed herein, the Group had no other significant contingent liabilities as at 31 March 2026.

CAPITAL COMMITMENTS

As at 31 March 2026 and 2025, the Group had no material capital commitments contracted but not provided for property, plant and equipment.

SEGMENT INFORMATION

Segmental information is presented for the Group as disclosed in note 10 of the consolidated financial statements.

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES, AND PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

During the Reporting Year, the Group expanded into the tea beverage business in Hong Kong. Pursuant to a cooperation agreement entered into on 13 May 2025 and an acquisition completed in July 2025, the Group acquired not less than 51% equity interest in each of four "Teadaye" tea beverage shops operating in Hong Kong, for an aggregate consideration of approximately HK$5.26 million, which was financed out of the net proceeds of the July 2025 Placing of New Shares. Further details of the acquisition are set out in the Company's voluntary announcements dated 13 May 2025 and 17 July 2025 and in the section headed "July 2025 Placing of New Shares" above.

Save as disclosed above, the Group did not have any other significant investments held, material acquisitions or disposals of subsidiaries, associates or joint ventures during the Reporting Year. As at 31 March 2026, the Group did not have any specific plans for other material investments or additions of capital assets.

INFORMATION ON EMPLOYEES

As at 31 March 2026, the Group had 12 full-time employees working in Hong Kong (2025: 22). The total staff costs, including Directors' emoluments and mandatory provident fund contributions, of the Group were approximately HK$11.5 million for the Reporting Year (2025: approximately HK$21.9 million).

Employees are remunerated based on their qualifications, position and performance. The remuneration offered to employees generally includes salaries, allowances and discretionary bonus. Various types of trainings were provided to the employees.

Details of the Company's share option schemes (the "**Share Option Scheme**") is set out in note 38 to the consolidated financial statements.

FINAL DIVIDEND

The Board does not recommend the payment of final dividend for the Reporting Year (2025: HK$Nil).

Biographical Details of Directors and Senior Management

EXECUTIVE DIRECTOR

Ms. Liu Ching Man (廖靜雯)

Ms. Liu Ching Man ("**Ms. Liu**"), aged 37, was re-designated from an independent non-executive Director to an executive Director (the "**Redesignation**") with effect from 29 December 2023. Following to her Redesignation, she also ceases to be the chairman of the remuneration committee of the Company (the "**Remuneration Committee**") and a member of each of the audit committee of the Company (the "**Audit Committee**") and nomination committee of the Company (the "**Nomination Committee**").

Ms. Liu graduated from the Upper Iowa University with a Bachelor of Psychology degree in 2016 and obtained a master of business administration degree at The Hong Kong Polytechnic University in 2022. She is well experienced in the investor relationship and public relationship industry. She has extensive experience in financial public relations. She participated and prepared many listing ceremonies, roadshows and fund-raisings. She also has experience on blockchain development. She previously led development of cryptocurrency exchanges and Web 3.0 blockchain. From September 2022 to September 2023, Ms. Liu was an executive director of Jiading International Group Holdings Limited (formerly known as Farnova Group Holdings Limited), the issued shares of which are listed on GEM of the Stock Exchange (stock code: 8153).

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. He Dingding (賀丁丁)

Mr. He Dingding ("**Mr. He**"), aged 49, was appointed as an independent non-executive Director on 14 May 2021. He is also the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee.

Mr. He graduated from Nanyang Technological University, Singapore with a bachelor's degree in civil engineering. Mr. He was awarded the CFA Charter by the CFA Institute in September 2006. Mr. He has more than 20 years of extensive experiences in capital markets, corporate finance, investment and finance, and corporate management through working in investment banks, advisory firms and listed companies in Singapore and Hong Kong since 2005.

Mr. He was an independent non-executive director and a member of the audit committee of China Kangda Food Company Limited, the issued shares of which are listed on the Main Board of both the Stock Exchange and Singapore Exchange Securities Trading Limited (stock codes: 834 and P74, respectively), between August 2012 and June 2015. Mr. He was a non-executive director and a member of the audit committee of Perfect Group International Holdings Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 3326), between March 2017 and February 2018 and was subsequently appointed as its deputy chief executive officer between March 2018 and August 2018. Since August 2018, Mr. He has been an independent non-executive director and a member of each of the audit committee, remuneration committee and nomination committee of Sino Harbour Holdings Group Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 1663). From October 2018 to November 2022, Mr. He worked with Ta Yang Group Holdings Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 1991) and his last position was chief executive officer cum chief financial officer. From May 2021 to September 2021, Mr. He was an independent non- executive director, a chairman of the audit committee, and a member of the remuneration, quality and nomination committee of Crown International Corporation Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 727). From March 2023 to August 2024, Mr. He was an independent non-executive director, the chairman of the remuneration committee, and a member of each of the audit committee and nomination committee of Mobile Internet (China) Holdings Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock codes: 1439). Since May 2023, Mr. He has been appointed as an executive director and chief executive officer of Link Holdings Limited, the issued shares of which are listed on GEM of the Stock Exchange (stock codes: 8237) and Mr. He has tendered his resignation as chief executive officer and re-designated from an executive director to a non-executive director and appointed as vice-chairman in March 2026. From January to March 2025, Mr. He was an independent non-executive director and a member of each of the audit committee, compensation committee and nominating and corporate governance committee of Toppoint Holdings Inc., the issued shares of which are listed on National Association of Securities Dealers Automated Quotations (the "**NASDAQ**") (stock code: TOPP.US). Since February 2025, Mr. He has been appointed as an independent non-executive director and a member of each of the audit and risk management committee and remuneration committee of Vin's Holdings Ltd, a company listed on Catalist Board of the Singapore Exchange Limited (stock code: VIN.SG).

Ms. Chan Tsz Hei Sammi (陳梓烯)

Ms. Chan Tsz Hei Sammi ("**Ms. Chan**"), aged 40, was appointed as an independent non-executive Director on 1 June 2021. She is also the chairman of the Nomination Committee and a member of each of the Audit Committee and Remuneration Committee.

Ms. Chan is a practising solicitor admitted in Hong Kong in 2018 and a member of the Law Society of Hong Kong. Ms. Chan has also been a Certified Management Accountant of Australia since 2016 and a lawyer of the Supreme Court of New South Wales since 2014. Ms. Chan has a Postgraduate Certificate in Laws and a Bachelor of Laws degree from the City University of Hong Kong and a Bachelor of Business Administration in Accounting and Finance degree from the University of Hong Kong.

From November 2019 to March 2022, Ms. Chan was the company secretary and authorised representative under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange of Bamboos Health Care Holdings Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 2293). From January 2021 to February 2022, she was the company secretary and authorised representative under Rule 5.24 of the GEM Listing Rules of AV Promotions Holdings Limited, the issued shares of which are listed on GEM of the Stock Exchange (stock code: 8419). From June 2023 to March 2025, Ms. Chan was the company secretary, authorised representative under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange, and the process agent of Modern Chinese Medicine Group Co., Limited, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 1643).

Mr. Ma Kwok Wah (馬國華)

Mr. Ma Kwok Wah ("**Mr. Ma**"), aged 67, was appointed as the independent non-executive Director on 2 February 2026. He is also the chairman of the Remuneration Committee and a member of the Audit Committee and Nomination Committee.

Mr. Ma has since accumulated over 22 years of experience in the construction and engineering industry. He is currently a senior management of companies engaged in providing comprehensive photography services to assist in planning, documentation and marketing needs for construction companies mainly. Mr. Ma completed Fifth Form Education in Newman Catholic College in July 1977.

The Directors confirm that they are not related to each of the Directors or any of the senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, there was no change to any information required to be disclosed in relation to any Director and chief executives pursuant to Rule 17.50A(1), and Rule 17.50(2)(a) to (e) and (g) of the GEM Listing Rules during the Reporting Year. Further, the Board is not aware of any information that ought to be disclosed pursuant to the requirements under Rule 17.50(2)(h) to (v) of the GEM Listing Rules, nor are there any other matters that ought to be brought to the attention of the shareholders of the Company.

SENIOR MANAGEMENT

Mr. Tang Kwai Leung Stanley (湯桂良)

Mr. Tang Kwai Leung Stanley ("**Mr. Tang**"), aged 56, was the executive Director and chairman of the Board from 3 January 2017 to 29 December 2023. Mr. Tang responsible for overseeing the corporate strategy, operational management of the Group, and a co-founder of the Group. On 29 December 2023, Mr. Tang resigned as an executive Director and chairman of the Board, he remained the director of Triangular Force Construction Engineering Limited ("**Triangular Force**") and TMP Machinery Engineering Limited and responsible for project management. Mr. Tang attended secondary school education in Hong Kong. Mr. Tang completed a construction safety supervisor course organised by the Construction Industry Training Authority in 1999. He also obtained a trade test certification card for piling operative (bored pile) issued by the Construction Industry Training Authority in 2002, a certificate of rigger & signaller safety training issued by the Hong Kong Safety Training Association in November 2008 and a certificate for operation of crawler-mounted mobile crane in May 2014.

Mr. Tang has approximately 25 years of experience in construction and foundation work industry. Before establishing Triangular Force in 2008, he accumulated approximately 10 years of experience working for China Overseas (Hong Kong) Limited as a foreman for intermittent periods from October 1994 to December 2007, with his last position as a general foreman. He also worked for Hsin Chong (Foundations) Limited as a site foreman from August 2000 to May 2001.

JOINT COMPANY SECRETARIES

Mr. Lee Man Tai (李文泰)

Mr. Lee Man Tai ("**Mr. Lee**"), aged 49, joined the Company in June 2021 and has been acting as the chief financial officer of the Company. He has been appointed as company secretary of the Company since August 2021 and re-designated as a joint company secretary of the Company (the "**Joint Company Secretary**") in December 2023. He graduated from Lingnan University, Hong Kong in 2000 with a bachelor's degree in business administration and The Hong Kong Polytechnic University in 2010 with a master's degree in business administration. He was admitted as a fellow member of the Association of Chartered Certified Accountants in the United Kingdom and the Hong Kong Institute of Certified Public Accountants in 2012. He has been a licensed representative and responsible officer for Type 1 (advising on dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) since 2017 and 2020, respectively.

Mr. Lee has approximately 20 years of working experience in the financial industry. From October 2006 to October 2012, he acted as the chief financial officer and company secretary of China Yuanbang Property Holdings Limited (中國元邦房地產控股有限公司), a company listed on Mainboard of the Singapore Exchange Limited (stock code: CYBP.SP or BCD.SI). From October 2012 to May 2014, he acted as the chief financial officer and company secretary of China 33 Media Group Limited (中國三三傳媒集團有限公司), a company listed on GEM of the Stock Exchange (stock code: 8087). He acted as the chief financial officer and company secretary of Flying Financial Service Holdings Limited (匯聯金融服務控股有限公司), a company listed on GEM of the Stock Exchange (stock code: 8030), from July 2014 to April 2015 and from August 2014 to April 2015, respectively. He also acted as the financial controller and company secretary of Chanco International Group Limited (卓高國際集團有限公司) (now known as China International Development Corporation Limited (中聯發展控股集團有限公司)), a company listed on Main Board of the Stock Exchange (stock code: 264), from April 2015 to January 2016 and from April 2015 to September 2015, respectively.

Biographical Details of Directors and Senior Management

Since January 2016, Mr. Lee has been an independent non-executive director of China Energy Development Holdings Limited (中國能源開發控股有限公司), a company listed on Main Board of the Stock Exchange (stock code: 228). Since November 2016, he has been an independent non-executive director of Progressive Path Group Holdings Limited (進昇集團控股有限公司), a company listed on Main Board of the Stock Exchange (stock code: 1581). Since December 2019, he has been an independent non-executive director of Rizhao Port Jurong Co., Ltd. (日照港裕廊股份有限公司), a company listed on Main Board of the Stock Exchange (stock code: 6117). From June 2021 to November 2024, he was an independent non-executive director of MEIGU Technology Holding Group Limited (美固科技控股集團有限公司) (now known as Yunhong Guixin Group Holdings Limited (運鴻硅鑫集團控股有限公司)), a company listed on GEM of the Stock Exchange (stock code: 8349).

Since March 2026, Mr. Lee has been serving as the company secretary of Madison Holdings Group Limited (麥迪森控股集團有限公司), the shares of which are listed on GEM of the Stock Exchange (stock code: 8057). Since May 2026, Mr. Lee has been serving as the company secretary of Fujian Holdings Limited (閩港控股有限公司), the shares of which are listed on Main Board of the Stock Exchange (stock code: 181).

Ms. Cheng Shing Yan (鄭承欣)

Ms. Cheng Shing Yan ("**Ms. Cheng**"), aged 51, joined the Company in December 2023 and has been acting as a Joint Company Secretary. She has accumulated about 26 years of experience in auditing, accounting and financial management. She held different positions at various auditing or CPA firms from 2004 to 2016. Ms. Cheng joined the group of Sanroc International Holdings Limited (now known as Seven Elements Investment Holdings Limited) ("**Sanroc**"), a company listed on the Main Board (stock code: 1660), and served as the chief financial officer from April 2016 to April 2018. Since April 2018, she has been engaged in the financial function of companies operating within the construction industry.

From April 2016 to April 2018 and from April 2017 to April 2018, she was the company secretary and an executive director of Sanroc, respectively. Since October 2017, she has been an independent non-executive director of Putian Communication Group Limited, a company listed on the Main Board (stock code: 1720). From February 2021 to July 2024, she was an independent non-executive director of FEG Holdings Corporation Limited (formerly known as Kwong Luen Engineering Holdings Limited), a company listed on the Main Board (stock code: 1413). From April 2023 to January 2026, she has been an independent non-executive director of Easy Smart Group Holdings Limited, a company listed on the Main Board (stock code: 2442). Since January 2026, she has been an independent non-executive director of Global Chinese Business Club (formerly known as Affluent Foundation Holdings Limited), a company listed on the Main Board (stock code: 1757).

Ms. Cheng obtained a degree of Master of Arts in International Accounting from the City University of Hong Kong in November 2003. She was admitted as a certified public accountant of the Hong Kong Institute of Certified Public Accountants in July 2003, a fellow of The Association of Chartered Certified Accountants in December 2005, an associate of The Chartered Governance Institute in June 2017 and an associate of The Hong Kong Chartered Governance Institute in June 2017.

INTRODUCTION

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

CORPORATE GOVERNANCE PRACTICE

The Company acknowledges the need and importance of corporate governance as one of the key elements in creating shareholders' value. The Company is also committed to achieving high standard of corporate governance that can protect and promote the interests of all shareholders and to enhance corporate value and accountability of the Company. For corporate governance purpose, the Company has applied the principles and code provisions in the Corporate Governance Code (the "**CG Code**"), in force for the Reporting Year, set out in Appendix C1 of the GEM Listing Rules. The amendments to the CG Code effective on 1 July 2025 will apply to the corporate governance reports and annual reports of the Company for the financial years commencing from 1 January 2026. All the corporate governance principles and code provisions mentioned in this report refer to those stated in the CG Code before the amendments, not the revised CG Code. During the Reporting Year, to the best knowledge of the Board, the Company has complied with all the applicable code provisions set out in the CG Code, except the deviation from code provision C.2.1 of the CG Code.

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The primary role of the chairman is to provide leadership for the Board and to ensure it works effectively in discharging its responsibilities. The chief executive officer is responsible for the day-to-day management of the Group's business.

Following the resignation of Mr. Tang Kwai Leung Stanley on 29 December 2023, the roles of chairman of the Board (the "**Chairman**") became vacant. And, during the Reporting Year, the Company did not name any officer with the title "chief executive officer". The Directors are supported by the senior management in the day-to-day management of the Group's business. As at the date of this report, the Company is still in the process of identifying a suitable candidate to fill the vacancy of Chairman.

In the meantime, Ms. Liu Ching Man ("**Ms. Liu**") is primarily responsible for managing the Board. Ms. Liu also chaired the Board meetings and briefed the Board members on the issues arising at the Board meetings. Major decisions are made after consultation with the Board and appropriate Board committees. The Board is therefore of the view that the Board is appropriately structured with balance of power to provide adequate safeguards in place to ensure the balance of power and authority within the Company, and sufficient checks to protect the interests of the Company and the shareholders as a whole. Further announcement regarding such appointment will be made by the Company as and when appropriate.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted Rules 5.48 to 5.68 of the GEM Listing Rules as the code of conduct regarding Directors' securities transactions in securities of the Company (the "**Required Standard of Dealings**"). Following specific enquiries to all the Directors, each of them has confirmed that he/she has complied with the Required Standard of Dealing and there was no event of non-compliance throughout the Reporting Year.

DIRECTORS' RESPONSIBILITIES

The Board takes the responsibility to oversee all major matters of the Company, including but not limited to formulating and approving the overall strategies and business performance of the Company, monitoring the financial performance and internal control as well as overseeing the risk management system of the Company and monitoring the performance of senior executives. The Board is also responsible for performing the corporate governance duties including the development and reviewing the Company's policies and practices on corporate governance.

Corporate Governance Report

The Directors acknowledge their responsibility for the preparation of the consolidated financial statements of the Group for the Reporting Year. Statements of the Directors' responsibilities for preparing the consolidated financial statements of the Group and the external auditor's reporting responsibilities are set out in the Independent Auditor's Report in this annual report.

Liability insurance for Directors and senior management officers of the Company was maintained by the Company with coverage for any legal liabilities which may arise in the course of performing their duties.

DELEGATION BY THE BOARD

Daily operation and managing of the business of the Group, *inter alia,* the implementation of strategies are delegated to the executive Director(s) along with other senior executives. Executions of operational matters and the powers thereof are delegated to the management by the Board with clear directions. They report periodically their works and business decisions to the Board.

CULTURE

The Board believes that a healthy corporate culture underpins the long-term business, economic success and sustainable growth of the Group. A strong culture enables the Company to deliver long-term sustainable performance and fulfil its role as a responsible corporate citizen. The Company is committed to developing a positive and progressive culture that is built on its purpose, vision, mission and values. The followings are the key features of the Company's culture:

Integrity

The Group is committed to achieving high standards of business ethics and corporate governance across all our activities and operations. The Directors, management and staff are all required to act lawfully, ethically and responsibly, and the required standards and norms are explicitly set out in the training materials for all new staff and embedded in various policies such as the Group's employee handbook (including therein the Group's code of conduct), the anticorruption policy and the whistleblowing policy of the Group.

Commitment

The Group believes that the culture of commitment to workforce development, workplace safety and health, diversity, and sustainability is one where people have a feeling of commitment and emotional engagement with the Group's mission. This sets the tone for a strong, productive workforce that attracts, develops, and retains the best talent and produces the highest quality work. Moreover, the Company's strategy in the business development and management are to achieve long-term, steady and sustainable growth, while having due considerations from environment, social and governance aspects.

The Board sets and promotes corporate culture and expects and requires all employees to reinforce. All of our new employees are required to attend orientation and training programs so that they may better understand our corporate culture, structure and policies, learn relevant laws and regulations, and raise their quality awareness. In addition, from time to time, the Company will invite external experts to provide training to our management personnel to improve their relevant knowledge and management skills.

The Board considers that the corporate culture and the purpose, values and strategy of the Group are aligned.

BOARD COMPOSITION

The composition of the Board as at the date of this annual report is set out as follows:

Executive Director

Ms. Liu Ching Man

Independent Non-executive Directors

Mr. He Dingding
Ms. Chan Tsz Hei Sammi
Mr. Ng Kim Lung ("**Mr. Ng**") (resigned on 2 February 2026)
Mr. Ma Kwok Wah (appointed on 2 February 2026)

Biographical details of the Directors are set out in "Biographical Details of the Directors and Senior Management" on pages 13 to 16 of this annual report.

The Board has been comprising four members, being one executive Director and three independent non-executive Directors, and such Board composition fulfils the requirement of Rules 5.05, 5.05A and 5.28 of the GEM Listing Rules, whereby independent non-executive Directors of a listed issuer are required to represent at least one-third of its board. Further, each of the Audit Committee, Remuneration Committee and Nomination Committee has no less than three members and comprises a majority of independent non-executive Directors, which fulfils the requirements of the terms of reference of the Committees and complies with Chapter 5 of the GEM Listing Rules and the CG Code.

The three independent non-executive Directors represent more than one-third of the Board and at least one of whom has appropriate professional qualifications, or accounting or related financial management expertise. With the various experience of both the executive Director and the independent non-executive Directors and the nature of the Group's business, the Board considered that the Directors have a balance of skills and experience for the business of the Group.

INDEPENDENT NON-EXECUTIVE DIRECTORS

The independent non-executive Directors play a significant role on the Board as they bring an impartial view on the Company's strategies, performance and control, as well as ensure that the interests of all shareholders are taken into account. All independent non-executive Directors possess appropriate academic, professional qualifications or related financial management experience. None of the independent non-executive Directors held any other offices in the Company or any of its subsidiaries or is interested in any shares of the Company.

The Company has received from each independent non-executive Director an annual confirmation of his or her independence, and the Company considers such Directors to be independent in accordance with the criteria set out in Rule 5.09 of the GEM Listing Rules.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

Executive Director has entered into a service agreement, and each of the INEDs signed a letter of appointment with the Company.

Both the said service agreements and letters of appointment are for a term of three years , subject to further renewal and re-election in accordance with the articles of association of the Company (the "**Articles of Association**"), as amended from time to time, and termination in accordance with their respective terms.

Ms. Liu, being an executive Director, has entered into a service contract with the Company for an initial term of three years commencing on 29 December 2023. The service contract with the executive Director shall continue thereafter unless and until terminated by either the Company or the Director giving to the other not less than three months' notice in writing and subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association.

Mr. He Dingding ("**Mr. He**"), being an INED, has entered into a letter of appointment with the Company for an initial term of three years commencing on 14 May 2021 and the letter of appointment had been renewed for a further term of three years commencing on 14 May 2024.

Ms. Chan Tsz Hei Sammi ("**Ms. Chan**"), being an INED, has entered into a letter of appointment with the Company for an initial term of three years commencing on 1 June 2021 and the letter of appointment had been renewed for a further term of three years commencing on 1 June 2024.

Mr. Ma Kwok Wah ("**Mr. Ma**"), being an INED, has entered into a letter of appointment with the Company for an initial term of three years commencing on 2 February 2026.

According to Article 108 of the Articles of Association, one-third of the Directors for the time being shall retire from office by rotation and are subject to re-election at annual general meeting at least once every three years. Articles 112 of the articles of association of the Company provides that any Directors who are appointed to fill casual vacancies or as an additional Director shall hold office only until the first annual general meeting after their appointment, and are subject to re-election by shareholders of the Company.

As such Ms. Liu will retire from office as Director and, being eligible, will offer herself for re-election at the forthcoming annual general meeting of the Company which is scheduled to be held on Friday, 24 July 2026 in accordance with the Articles and relevant code provision under the CG Code.

Mr. Ma, being a new Director appointed on 2 February 2026 shall hold office until the conclusion of the forthcoming annual general meeting of the Company (the "**AGM**") and being eligible, shall offer himself for reelection at the forthcoming AGM.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Ms. Liu is primarily responsible for managing the Board. Ms. Liu also chaired the Board meetings and briefed the Board members on the issues arising at the Board meetings. During the Reporting Year, the Company did not name any officer with the title "Chief executive officer". The Directors are supported by the senior management in the day-to-day management of the Group's business.

On 29 December 2023, Mr. Tang Kwai Leung Stanley ("**Mr. Tang**") resigned as chairman of the Board (the "**Chairman**") and an executive Director. Upon the resignation of Mr. Tang, the Company has been in the process of identifying a suitable candidate to fill the vacancy of the Chairman as soon as possible.

DIRECTORS' TRAINING AND PROFESSIONAL DEVELOPMENT

The Group acknowledges the importance of adequate and ample continuing professional development for the Directors for a sound and defective internal control system and corporate governance. In this regard, the Group has always encouraged the Directors to attend relevant training courses to receive the latest news and knowledge regarding corporate governance.

The Directors are fully aware of the requirement under the Code Provision C.1.4 of the CG Code regarding professional development. During the Reporting Year, the Company has provided and circulated regulatory updates and training materials to all Directors from time to time to ensure that all Directors keep abreast of the latest development in the regulatory areas relating to the Group. All Directors and provided their training records during the Reporting Year to the Company. Details of the training records are set out on page 23 of this annual report.

BOARD COMMITTEES

The Board has established three Board committees, namely, the Remuneration Committee, the Nomination Committee and the Audit Committee, for overseeing particular aspects of the Company's affairs. All Board committees have been established with defined written terms of reference, which are posted on the Stock Exchange's website www.hkexnews.hk and the Company's website at www.irasia.com/listco/hk/chinanewcons. All the Board committees should report to the Board on their decisions or recommendations made.

The practices, procedures and arrangements in conducting meetings of Board committees follow in line with, so far as practicable, those of the Board meetings set out above.

All Board committees are provided with sufficient resources to perform their duties and, upon reasonable request, are able to seek independent professional advice in appropriate circumstance, at the Company's expense.

The Board is responsible for performing the corporate governance duties set out in the CG Code which include developing and reviewing the Company's policies and practices on corporate governance, training and continuous professional development of Directors, and reviewing the Company's compliance with the code provision in the CG Code and disclosures in this annual report.

REMUNERATION COMMITTEE

The Remuneration Committee was established on 22 September 2017. The chairman of the Remuneration Committee is Mr. Ma (appointed on 2 February 2026), an independent non-executive Director, and other members included Mr. He and Ms. Chan, both independent non-executive Directors. The written terms of reference of the Remuneration Committee are posted on the Stock Exchange's website and the Company's website.

The Remuneration Committee has been charged with the responsibility of making recommendations to the Board on the appropriate policy and structures for all aspects of Directors' and senior management's remuneration. The Remuneration Committee considers factors such as salaries paid by comparable companies, time commitment and responsibilities of the Directors, employment conditions elsewhere in the Group and desirability of performance-based remuneration. The Remuneration Committee has reviewed the remuneration packages and emoluments of the Directors and senior management and considered that they are fair and reasonable during the Reporting Year. No Director or any of his/her associates were involved in deciding his/her own remuneration.

NOMINATION COMMITTEE

The Nomination Committee was established on 22 September 2017. The chairman of the Nomination Committee is Ms. Chan, an independent non-executive Director, and other members include Mr. He and Mr. Ma, both independent non-executive Directors. The written terms of reference of the Nomination Committee are posted on the Stock Exchange's website and on the Company's website.

The primary duties of the Nomination Committee are to review and assess the composition of the Board and the independence of the independent non-executive Directors and make recommendations to the Board on appointment of new Directors of the Company. In recommending candidates for appointment to the Board, the Nomination Committee considers candidates on merit against an objective criteria and with due regards to the benefits of diversity on the Board.

In designing the Board's composition, the Board diversity is considered from a number of perspectives, including but not limited to gender, age, cultural and educational background, industry experience, technical and professional skills and/or qualifications, knowledge, length of services and time to be devoted as a director. The Company will also take into account factors relating to its own business model and specific needs from time to time. The ultimate decision is based on merit and contribution that the selected candidates will bring to the Board. As of the date of this report, the Company has a Board and the Nomination Committee consisting of at least one director of a different gender, in accordance with the CG Code.

AUDIT COMMITTEE

The Audit Committee was established on 22 September 2017. The chairman of the Audit Committee is Mr. He, an independent non-executive Director, and other members included Ms. Chan and Mr. Ma, both independent non-executive Directors. The written terms of reference of the Audit Committee are posted on the Stock Exchange's website and on the Company's website.

The Company has complied with Rule 5.05(2) and 5.28 of the GEM Listing Rules in that at least one of the members of the Audit Committee (which must comprise a minimum of three members of non-executive Directors only and the majority of the members of the Audit Committee being independent non-executive Directors and chaired by an independent non-executive Director) is an independent non-executive Director who possesses appropriate professional qualifications or accounting related financial management expertise.

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

During the Reporting Year, the Audit Committee held two meetings to review and comment on the company's 2025 annual results and interim results as well as the Company's internal control procedures and risk management system.

The Group's consolidated financial statements for the Reporting Year have been reviewed by the Audit Committee. The Audit Committee is of the opinion that the consolidated financial statements of the Group for the Reporting Year comply with applicable accounting standards, GEM Listing Rules and that adequate disclosures have been made.

ATTENDANCE RECORDS OF MEETINGS

The Board meets regularly for considering, reviewing and/or approving matters relating to, among others, the financial and operating performance, as well as, the overall strategies and policies of the Company. Additional meetings are held when significant events or important issues are required to be discussed and resolved. During the Reporting Year, the Chairman held a meeting with the independent non-executive Directors without the presence of other Director(s).

Subsequent to the reporting period, one meeting of each Audit Committee, Nomination Committee, Remuneration Committee and the Board was held on 23 June 2026, respectively. The forthcoming annual general meeting will be held on 24 July 2026.

The information below are details of all Directors' attendance at the Board meeting and Board committees' meeting held for the Reporting Year:

	Board Meeting	Audit Committee Meeting	Remuneration Committee Meeting	Nomination Committee Meeting	2025 AGM (25 July 2025)	Training[Note 1]
	Number of Meetings Attended/Held					
Executive Director						
Ms. Liu	7/7	2/2	1/1	1/1	✔	✔
Independent non-executive Directors						
Mr. He	7/7	2/2	1/1	1/1	✔	✔
Ms. Chan	7/7	2/2	1/1	1/1	✔ [Note 2]	✔
Mr. Ng (resigned on 2 February 2026)	7/7	2/2	1/1	1/1	✔ [Note 2]	✔
Mr. Ma (appointed on 2 February 2026)	N/A	N/A	N/A	N/A	N/A	✔

Notes:

(1) This This includes attending briefings, seminars, conferences, forum relevant to the directors' duties and responsibilities, the Group's business, development, strategies, etc. arranged by the Company or external organisations or reading regulatory/corporate governance updates.

(2) Attended the AGM via tele-conference.

JOINT COMPANY SECRETARIES

The joint company secretaries of the Company (the "**Joint Company Secretaries**") assist the Board by ensuring the Board policy and procedures are followed. The Joint Company Secretaries are also responsible for advising the Board on corporate governance matters.

Mr. Lee Man Tai ("**Mr. Lee**") was appointed as the Company Secretary on 5 August 2021 and re-designated as one of the Joint Company Secretaries on 29 December 2023. Mr. Lee possesses the necessary qualification and experience and is capable of performing the functions of the Company Secretary. Ms. Liu, an executive Director of the Company is the primary contact person of Mr. Lee.

Ms. Cheng Shing Yan ("**Ms. Cheng**") was appointed as one of the Joint Company Secretaries on 29 December 2023. Ms. Cheng possesses the necessary qualification and experience and is capable of performing the functions of the Company Secretary. The main contact person of Ms. Cheng is Mr. Lee, one of the Joint Company Secretaries.

For the Reporting Year, each of Mr. Lee and Ms. Cheng undertook more than 15 hours of professional training as required by the Rule 5.15 of the GEM Listing Rules to update his/her skills and knowledge. The biographical details of Mr. Lee and Ms. Cheng are set out in the section headed "Biographical Details of the Directors and Senior Management" of this annual report.

BOARD INDEPENDENCE

The Company recognises that Board independence is key to good corporate governance. The Company has in place effective mechanisms that underpin an independent Board and that independent views are available.

The current composition of the Board, comprising more than one third of the Board being independent non-executive Directors, and the members of the Audit Committee are all independent non-executive Directors and comply with the independence requirements under the Listing Rules. The Nomination Committee, Remuneration Committee and Audit Committee are all chaired by independent non-executive Directors. The remuneration of independent non-executive Directors are subject to a regular review to maintain competitiveness and commensurate with their responsibilities and workload. The independence of each independent non-executive Director is assessed upon his/her appointment and annually.

Directors are requested to declare their direct or indirect interests, if any, in proposals or transactions to be considered by the Board at the Board meetings and abstain from voting, where appropriate. External independent professional advice is available to all Directors, including independent non-executive Directors, whenever deemed necessary. The independent non-executive Directors have consistently demonstrated strong commitment and the ability to devote sufficient time to discharge their responsibilities at the Board.

The Company has also established channels through formal and informal means whereby independent non-executive Directors can express their views in an open manner, and in a confidential manner, should circumstances requires.

The Company has reviewed the implementation of the mechanisms in relation to the Board Independence and considered it to be effective during the Reporting Year.

BOARD DIVERSITY POLICY

The Board adopted a board diversity policy (the "**Board Diversity Policy**") in preparation for the Listing and amended in December 2018 and March 2024. The Company embraced the benefits of having a diverse Board, as such, the Board Diversity Policy aimed to set out the approach to maintain diversity of the Board. A summary of the Board Diversity Policy, together with the measurable objectives set for implementing the Board Diversity Policy, and the progress made towards achieving those objectives are disclosed as below.

Summary of the Board Diversity Policy

When determining the composition of the Board, the Company will consider Board diversity in terms of, among other things, gender, age, experience, cultural and educational background, expertise, skills and know-how. All Board appointments will be based on merits, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

Measurable Objectives

Selection of candidates for Board membership will be based on a range of diversity perspectives, including but not limited to gender, age, experience, cultural and educational background, expertise, skills and know-how.

Monitoring and Reporting

The Nomination Committee will disclose the composition of the Board annually in the corporate governance report and monitor the implementation of the Board Diversity Policy.

The Nomination Committee will review the Board Diversity Policy, as appropriate, to ensure the effectiveness of the Board Diversity Policy. The Nomination Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

For the Reporting Year, the Company has maintained an effective Board comprising members of different genders, age, experience, cultural and educational background, expertise, skills and know-how. As at the date of this report, the Company has a Board and the Nomination Committee consisting of at least one director of a different gender. The Board considers that the gender diversity in respect of the composition of the Board and the Nomination Committee, taking into account the business model and specific needs of the Company, is satisfactory and in compliance of the CG Code.

WORKFORCE DIVERSITY

The Group adopted its Workforce Diversity Policy on August 2025, to foster a diversified and inclusive workplace that values employees irrespective of their background.

The gender ratio of male to female in the workforce (including senior management) for the Reporting Year is 5:7. Construction industry has generally been short of female talents due to social and culture traditions. The total gender diversity of the Group is balanced and the Group will continue to maintain the gender diversity in workforce. For further details of gender ratio and initiatives taken to improve gender diversity together with the relevant data, please refer to the disclosure in the Environmental, Social and Governance Report.

NOMINATION POLICY

The Board adopted a nomination policy (the "**Nomination Policy**") on 28 December 2018. A summary of the Nomination Policy, together with the measurable objectives set for implementing the Nomination Policy, and the progress made towards achieving those objectives are disclosed as below.

Summary of the Nomination Policy

The Nomination Policy aims to set out the approach to guide the Nomination Committee in relation to the selection, appointment and re-appointment of the Directors of the Company. This also ensures that the Board has a balance of skills, experience, knowledge and diversity of perspectives appropriate to the requirements of the Company's business.

Measurable Objectives

The Nomination Committee will evaluate, select and recommend candidate(s) for directorships to the Board by giving due consideration to criteria including but not limited to (collectively, the "**Criteria**"):

(a) Diversity in aspects including but not limited to gender, age, experience, cultural and educational background, expertise, skills and know-how;

(b) Sufficient time to effectively carry out their duties; their services on other listed and non-listed companies should be limited to reasonable numbers;

(c) Qualifications, including accomplishment and experience in the relevant industries the Company's business is involved in;

(d) Independence;

(e) Reputation for integrity;

(f) Potential contributions that the individual(s) can bring to the Board; and

(g) Commitment to enhance and maximise shareholders' value.

Re-election of Director at General Meeting

The Nomination Committee will evaluate and recommend retiring Director(s) to the Board for re-appointment by giving due consideration to the Criteria including but not limited to:

(a) the overall contribution and service to the Company of the retiring Director including his attendance of Board meetings and, where applicable, general meetings, and the level of participation and performance on the Board; and

(b) whether the retiring Director(s) continue(s) to satisfy the Criteria.

The Nomination Committee and/or the Board shall then make recommendation to shareholders in respect of the proposed re-election of Director at the general meeting.

Nomination Process

The Nomination Committee will recommend to the Board for the appointment of a Director in accordance with the following procedures and process:

(a) The Nomination Committee will, giving due consideration to the current composition and size of the Board, develop a list of desirable skills, perspectives and experience at the outset to focus the search effort;

(b) The Nomination Committee may consult any source it deems appropriate in identifying or selecting suitable candidates, such as referrals from existing Directors, advertising, recommendations from an independent agency firm and proposals from shareholders of the Company with due consideration given to the Criteria;

(c) The Nomination Committee may adopt any process it deems appropriate in evaluating the suitability of the candidates, such as interviews, background checks, presentations and third-party reference checks;

(d) Upon considering a candidate suitable for the directorship, the Nomination Committee will hold a meeting and/or by way of written resolutions to, if thought fit, approve the recommendation to the Board for appointment;

(e) The Nomination Committee will thereafter make the recommendation to the Board in relation to the proposed appointment and the proposed remuneration package; and

(f) The Board will have the final authority on determining the selection of nominees and all appointment of Directors will be confirmed by the filing of the consent to act as Director of the relevant Director (or any other similar filings requiring the relevant Director to acknowledge or accept the appointment as Director, as the case may be) to be filed with the Companies Registry of Hong Kong.

Monitoring and Reporting

The Nomination Committee will assess and report annually, in the corporate governance report, on the composition of the Board, and launch a formal process to monitor the implementation of the Nomination Policy as appropriate.

Review of Nomination Policy

The Nomination Committee will launch a formal process to review this Nomination Policy periodically to ensure that it is transparent and fair, remains relevant to the Company's needs and reflects the current regulatory requirements and good corporate governance practice. The Nomination Committee will discuss any revisions that may be required and recommend any such revisions to the Board for consideration and approval.

Disclosure of Nomination Policy

A summary of the Nomination Policy including the nomination procedures and the process and Criteria adopted by the Nomination Committee to select and recommend candidates for directorship during the Reporting Year will be disclosed in the annual corporate governance report.

In the circular to shareholders for proposing a candidate as an independent non-executive Director, it should also set out:

- the process used for identifying the candidate and why the Board believes the candidate should be elected and the reason why it considers the candidate to be independent;
- if the proposed independent non-executive Director will be holding their seventh (or more) listed company directorship, the reason the board believes the candidate would still be able to devote sufficient time to the Board;
- the perspectives, skills and experience that the candidate can bring to the Board; and
- how the candidate can contribute to the diversity of the Board.

AUDITOR'S REMUNERATION

RSM Hong Kong is appointed as the external auditor of the Company, the fee paid and payable in respect of audit services and non-audit services amounted to approximately HK$0.77 million and Nil respectively for the Reporting Year.

Corporate Governance Report

SHAREHOLDERS' RIGHT

One of the measures to safeguard the shareholders' interest and rights is to separate resolutions proposed at the shareholders' meeting on each substantial issue, including the election of individual Directors, for shareholders' consideration and voting. All resolutions put forward at the shareholders' meetings will be voted by poll pursuant to the GEM Listing Rules and the poll voting results will be posted on the Stock Exchange's website and the Company's website after the relevant shareholders' meeting.

Extraordinary general meeting may be convened by the Board on requisition of shareholders holding not less than 10% of the voting rights (on a one vote per share basis) in the issued share capital of the Company or by such shareholders who made the requisition (the "**Requisitionists**") pursuant to Article 64 of the Articles of Association. Such requisition must state the object of business to be transacted at the meeting and must be signed by the Requisitionists and deposited at the registered office of the Company or the Company's principal place of business in Hong Kong. Shareholders should follow the requirements and procedures as set out in such Articles of Association for convening an extraordinary general meeting. Shareholders may put forward proposals at general meetings by sending the same to the Company at the principal office of the Company in Hong Kong.

Shareholders may send written enquiries or requests in respect of their rights to the Company's principal business address in Hong Kong.

RISK MANAGEMENT AND INTERNAL CONTROL

The Group maintains an effective internal control and risk management systems. It consists, in part, of organisational arrangements with defined lines of responsibility and delegation of authority, and comprehensive systems and control procedures in order to safeguard the investment of the Company's shareholders' and the Group's asset at all times.

The Directors acknowledge that they have overall responsibility for overseeing the Company's internal control, financial control and risk management system and shall monitor its effectiveness on an ongoing basis. A review of the effectiveness of the risk management and internal control systems has been conducted by the Board at least annually.

Aimed at providing reasonable assurance against material errors, losses or fraud, the Company has established a risk management procedures which comprised the following steps:

– Identify risks: Identify major and significant risks that could affect the achievement of goals of the Group;

– Risk assessment: Assess and evaluate the identified risk according to its likely impact and the likelihood of occurrence;

– Risk mitigation: Develop effective control activities to mitigate the risks.

Risk identification and assessment are performed or updated annually, and the results of risk assessment, evaluation and mitigation of each functions or operation are documented in the Risk Registry to communicate to the Board and management for reviews.

The Group's risk management and internal control systems are, however, designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

A review on the internal control systems of the Company, including financial, operational and compliance controls and risk management functions has been carried out by an independent consultancy company with staff in possession of relevant expertise to conduct an independent review.

Anti-Corruption

The Group is committed to preventing, detecting, and reporting to any levels of bribery and corruption. The Anti-Corruption Policy was adopted in June 2023 to provide principles for all directors, officers, and employees to operate conduct business with integrity and to reduce the risk of corruption and bribery. The Group conducts periodic and systematic fraud risk assessments to mitigate fraud risks identified internally and externally. Proper trainings and briefings related to bribery, corruption, conflicts of interest, money laundering and financing of terrorism, non-compliance with the Prevention of Bribery Ordinance will also be provided to all employees.

Whistleblowing

A Whistleblowing Policy was adopted in June 2023 to provide guidance on the procedure of reporting allegations of any fraud and misconduct, malpractice or irregularity by employees and stakeholders. All filed whistleblowing reports and the identity of the whistleblowers are treated in a strictly confidential manner in accordance with the procedures set out in the policy. The matter raised may be investigated internally and referred to the Board, or be referred to external lawyers or auditors.

Once the investigation is completed, a report including the impact of the matter reported and an action plan will be prepared by the Audit Committee. Disciplinary and other appropriate actions will be determined by the responsible line management while recommendations will be made by the Audit Committee for the Board's final decision on the actions required.

No incident of fraud or misconduct that has material effect on the Group's financial statements or overall operations was reported during the Reporting Year. The Whistleblowing Policy is reviewed annually by the Audit Committee to ensure its effectiveness.

DISCLOSURE OF INSIDE INFORMATION

The Group has in place a policy on disclosure of inside information which sets out the procedures and internal controls for handling and dissemination of inside information.

The policy provides guidelines to the Directors, officers and all relevant employees of the Group to ensure proper safeguards exist to prevent the Company from breaching the statutory disclosure requirements. It also includes appropriate internal control and reporting systems to identify and assess potential inside information.

Key procedures in place include:

- defines the requirements of periodic financial and operational reporting to the Board and Company Secretary to enable them to assess inside information and make timely disclosures, if necessary;

- controls the access to inside information by employees on a need-to-know basis, and safeguarding the confidentiality of the inside information before it is properly disclosed to public;

- procedures of communicating with the Group's stakeholders, including shareholders, investors, analysts, etc. in ways which are in compliance with the GEM Listing Rules.

The Group has also established and implemented procedures to handle enquiries from external parties related to the market rumours and other Group's affairs.

To avoid uneven dissemination of inside information, the dissemination of inside information of the Company shall be conducted by publishing the relevant information on the Hong Kong Exchanges and Clearing Limited's website and the Company's website.

The Audit Committee reviewed the internal control review report issued by the independent consultancy company and the Company's risk management and internal control systems in respect of the Reporting Year and considered that they are effective and adequate. The Board assessed the effectiveness of internal control systems by considering the internal control review report and reviews performed by the Audit Committee and concurred the same.

The Group has yet to establish its internal audit function during the Reporting Year as required under CG Code C.2.5. The Directors have reviewed the need for an internal audit function and are of the view that in light of the size, nature and complexity of the business of the Group, it would be more cost effective to appoint external independent professionals to perform internal audit function for the Group in order to meet its needs. The Audit Committee and the Board have considered the internal control review report prepared by an independent consultancy company and communicated with the Company's external auditor in respect of any material control deficiencies identified during the course of the financial statement audit to form the basis to review the adequacy and effectiveness of the Group's risk management and internal control systems. The Audit Committee and the Board will continue to review the need for an internal audit function on an annual basis.

COMMUNICATION WITH SHAREHOLDERS AND INVESTOR RELATIONS

The Company has adopted a shareholders communication policy with the objective of ensuring that the shareholders and potential investors are provided with ready, equal and timely access to balanced and understandable information about the Company.

The Company has established several channels to communicate with the shareholders as follows:

(i) corporate communications such as annual reports, quarterly reports, interim reports and circulars are issued printed form and are available on the Stock Exchange's website www.hkexnews.hk and the Company's website www.irasia.com/listco/hk/chinanewcons;

(ii) periodic announcements are made through the Stock Exchange and published on the respective website of the Stock Exchange and the Company;

(iii) corporate information is made available on the Company's website;

(iv) annual and extraordinary general meetings provide a forum for the shareholders to make comments and exchange view with the Directors and senior management; and

(v) the Hong Kong branch share registrar of the Company serves the shareholders in respect of share registration, dividend payment and related matters.

The Company keeps on promoting investor relations and enhancing communication with the existing shareholders and potential investors. It welcomes suggestions from investors, stakeholders and the public. Enquiries to the Board or the Company may be sent by post the Company's principal place of business in Hong Kong.

Save for the amendments to memorandum and articles of association and adoption of the amended and restated memorandum and articles of association of the Company on 26 August 2022, there was no significant change to the Company's memorandum and articles of association during the Reporting Year.

Environmental, Social and Governance Report

PREAMBLE

China New Consumption Group Limited (the "**Company**") and its subsidiaries (collectively, the "**Group**") operates as an established foundation contractor in Hong Kong. Beyond its core specialisation in bored piling construction which encompasses the extraction of legacy foundations or obstructive piles for railway infrastructure and urban renewal projects, the Group also runs a construction machinery rental business. As a dedicated construction service provider, the Group actively embeds environmental, social, and governance ("**ESG**") principles into its daily operations to uphold its commitment to sustainable development. For FY2025/2026, the Group has directed substantial resources toward cultivating a resilient ESG governance framework, balancing local community contributions with long-term commercial prosperity.

Corporate ESG management continues to attract heightened scrutiny from global markets. Recognizing that superior sustainability oversight is vital, the Group remains dedicated to maintaining structured mechanisms for ESG governance and leadership. To systematically manage its material ESG risks, the Group actively assumes accountability for embedding sustainable initiatives across its broader business strategies and managing daily ESG affairs. The Group regularly engages with both internal and external stakeholders, leveraging their diverse insights to continuously refine its sustainability performance. Furthermore, this collaborative stakeholder dialogue strengthens the Group's risk management architecture by integrating external expertise and technical experience.

Looking ahead, the Group will steadfastly back government-led green initiatives and deploy eco-friendly operating practices to mitigate the environmental footprint of its construction sites. Specifically, the Group is actively researching low-carbon alternatives to conventional, carbon-intensive concrete, which remains a primary driver of greenhouse gas emissions within the construction sector. Embracing its role in environmental stewardship, the Group aims to form cross-industry alliances to share knowledge, drive sectoral resilience, and foster a more sustainable future. Alongside these ecological defense measures, the Group remains actively involved in community outreach programs, fulfilling its corporate social responsibility to cultivate a prosperous society.

ABOUT THE REPORT

In accordance with the requirements of the Environmental, Social and Governance Reporting Code (the "**ESG Code**") set out in Appendix C2 of the GEM Listing Rules of the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") under the "Comply or Explain" provisions, the Group presents this Environmental, Social and Governance Report (the "**ESG Report**"). This publication outlines the ESG initiatives, strategic plans, and performance of the Group, underscoring a steadfast commitment to sustainable development for the period from 1 April 2025 to 31 March 2026 ("**FY2025/2026**" or the "**Reporting Year**").

Reporting Boundary

Consistently adopting the operational control approach, this ESG Report covers the environmental and social performance of the main business operations of the Group in the realm of bored piling construction and its office operations in Hong Kong. Given that Goldstone Finance Limited ("**GFL**"), Goldstone International Investment Development Company Limited ("**GIIDCL**"), TMP Machinery Engineering Limited ("**TMP Machinery**"), Consumption Link Digital Technology Limited and Greater Bay Area Development Group Limited ("**GBA**") constituted a relatively small part of the Group's business, the Group believes their ESG performances were relatively insignificant compared to other subsidiaries. Following the principle of Materiality, the environmental disclosures primarily focus on the operations of Triangular Force Construction Engineering Limited ("**Triangular Force**").

Environmental, Social and Governance Report

This ESG Report spans the period from 1 April 2025 to 31 March 2026, unless otherwise indicated. It is published in both English and Chinese; in the event of any discrepancy, the English version shall prevail. For details regarding corporate governance practices, please refer to the "Corporate Governance Report" section within the Annual Report.

Reporting Principles

The preparation of this ESG Report adheres to the four fundamental reporting principles defined in the ESG Code.

Materiality	Quantitative
The Group conducts materiality assessments to identify ESG issues with significant influence on business activities. Through engagement with internal and external stakeholders, relevant ESG topics are identified and prioritized. Detailed information is available in the "**Materiality Assessment**" section.	The Group ensures that environmental and social disclosures are measurable through Key Performance Indicators ("**KPIs**"). Data regarding emissions, resource consumption, and employment are calculated using clearly stated methodologies, assumptions, and conversion factors.
Balance	**Consistency**
To provide an objective view of performance, this ESG Report presents an unbiased account of the Group's ESG journey, highlighting both achievements and areas identified for continuous improvement.	The Group utilizes consistent methodologies to allow for meaningful year-on-year comparisons and peer benchmarking. Any significant changes in methodology or reporting scope are explicitly disclosed in the relevant sections.

Information Disclosure

The information presented herein is derived from official records, internal management systems, and qualitative data collected across different business divisions. A comprehensive content index is provided at the end of this ESG Report to ensure transparency and ease of reference.

Stakeholder Feedback

The Group values the perspectives of its stakeholders and welcomes feedback to further refine its sustainability strategies. Observations or inquiries regarding this ESG Report may be directed to the Group via:

Postal address: Room 204, 2/F, Yue Shing Commercial Building, 15 Queen Victoria Street, Central, Hong Kong

Email address: info@chinanewcons.com

THE ESG GOVERNANCE STRUCTURE

The Group maintains that a robust governance framework is fundamental to securing long-term business success and resilience. Within this structure, the Board of Directors (the "**Board**") assumes a leading role in ESG management, holding ultimate responsibility for overseeing the Group's ESG strategies. The Board performs regular reviews and evaluations of the impacts associated with material ESG issues to ensure they align with the Group's operational objectives and risk appetite.

ESG management within the Group is primarily focused on two pillars identified as most material: environmental stewardship and employee well-being. Recognizing that effective communication is vital for collaborative problem-solving, an ESG Taskforce (the "**Taskforce**") has been established to facilitate seamless information exchange between executive leadership and operational units. The Taskforce is composed of core members from various departments and is chaired by one of the directors. Beyond assisting in the implementation and effectiveness of internal ESG control mechanisms, the Taskforce is responsible for providing regular progress reports to the Board.

Under the Board's oversight, specialized sub-committees, such as the Audit Committee and the Risk Management Committee, work to foster sustainability performance within their respective remits. Specifically, management representatives monitor annual audits concerning material ESG issues, while the Company Secretary ensures the Board remains informed of the latest regulatory developments. Material ESG and climate-related topics are formally incorporated into Board meeting agendas to facilitate strategic discussion. Furthermore, the Board and management engage with external professional consultants as needed to identify and address emerging climate-related risks and opportunities.

Given the resource-intensive nature of the Group's core operations, resource consumption is categorized as a critical ESG priority. To monitor and enhance performance, a comprehensive set of KPIs has been developed to track environmental and social impacts. These KPIs enable management to conduct data-driven analysis of the Group's progress, the results of which are submitted to the Board for regular review and strategic adjustment.

Environmental, Social and Governance Report

MESSAGE FROM THE BOARD

Dear Valued Stakeholders,

As sustainability becomes increasingly central to global business resilience, we remain steadfast in our commitment to maintaining a robust governance framework and adopting rigorous ESG management practices. Throughout the 2025/26 financial year, we have continued to integrate sustainability into our core business strategies, leveraging our collective expertise to enhance the Group's governance and operational efficiency. Our goal remains to drive long-term business growth while fulfilling our corporate social responsibilities, including the cultivation of a safe, ethical, and inclusive workplace. Recognizing the growing urgency of climate change, we are dedicated to minimizing the environmental footprint of our diverse operations.

Our ESG Management Approaches

To effectively identify ESG issues with significant business impacts and develop timely responses, we have prioritized material topics based on our latest materiality assessment findings. These results are mapped onto a strategic matrix and endorsed by the Board to ensure our sustainability efforts align with both the Group's interests and our stakeholders' expectations. Detailed insights into this process can be found in the "**Stakeholder Engagement**" chapter.

Given our operational nature, the Group inevitably consumes resources such as water, energy, and construction materials. In response, we have built upon the foundations laid in previous years, refining our reduction targets and implementing actionable plans tailored to our current consumption patterns. We invite you to review our progress in the "**Targets and Actions**" subsections under "**A.1. Emissions**" and "**A.2. Use of Resources**".

Looking Ahead

Looking forward, we will introduce further initiatives to strengthen our ESG oversight and elevate our performance. We will regularly assess and refine our ESG goals to ensure they remain ambitious and measurable. By embedding green development concepts into our core strategies – spanning both our established construction services and our growing presence in the consumer market – we are committed to achieving long-term sustainable development.

On behalf of the Board, I hereby present our FY2025/2026 ESG Report, summarising our ESG performance and strategies as we move towards an environmentally sustainable and socially responsible future.

Ms. Liu Ching Man
Executive Director

23 June 2026

STAKEHOLDER ENGAGEMENT

The Group consistently emphasizes transparent and frequent communication with its key stakeholders. By valuing stakeholder opinions on business operations and ESG priorities, the Group proactively identifies and addresses their evolving expectations. These interactions serve as the foundation for prioritizing material ESG issues, enabling the Group to refine policies and implement measures that foster sustainability across its established construction services. The Group has proactively engaged with various groups of key stakeholders through the following channels:

Stakeholders	Expectations and Concerns	Communication Channels
Shareholders and investors	• Return on investments • Corporate governance • Business compliance • Protect the voting rights of shareholders and investors • Director appointment • Integrity and anti-corruption	• Annual reports, interim reports and quarterly reports • Announcements and circulars • Corporate website • Hong Kong Share Registrar • Annual general meetings
Customers and business partners	• High quality products and services • Protect the rights of customers	• Customer satisfaction survey • Face-to-face meetings and on-site visits • Customer service hotline and email
Employees	• Employees' compensation and benefits • Career development • Healthy and safe working environment	• Training, seminars and briefing sessions • Regular performance reviews • Emails, notice boards, hotline, activities with the management
Suppliers and subcontractors	• Win-win collaboration • Sustainable supply chain	• Open tendering • Suppliers' satisfactory assessment • Face-to-face meetings and on-site visits • Industry seminars
Regulatory bodies and government authorities	• Compliance with laws and regulations • Support local economic development	• Supervision on the compliance with local laws and regulations • Routine reports and tax payments
Media, NGO and the public	• Involvement in the communities • Business compliance • Environmental protection awareness • Transparency and reliability	• Media conferences and responses to enquiries • Public welfare activities • ESG Report • Corporate website

Materiality Assessment

The Group recognizes that its business segments – spanning foundation contracting and new consumer ventures – encounter distinct ESG risks and opportunities. In FY2025/2026, the Group updated its materiality assessment to ensure its sustainability strategy remained aligned with the current business landscape. Facilitated by an external professional agency, this objective assessment directly engaged key stakeholders through structured surveys. Participants evaluated a comprehensive list of ESG issues, providing insights that guided the Group's strategic prioritization for the reporting year. The materiality assessment followed these defined stages:

Step 1: Stakeholder identification

The Group identifies its key stakeholder groups by evaluating both the impact of its operations on these parties and their respective ability to influence the Group's strategic business decisions. Representative individuals and organizations from each identified group were invited to participate in a structured online survey. For the FY2025/2026 materiality assessment, the engagement scope was broadened to include not only senior management and directors of the Company but also representatives from operational units and functional departments. This inclusive approach ensures that the identified material issues accurately represent the priorities of those most affected by, and influential to, the Group's long-term sustainable growth.

Step 2: Desktop impact assessment

An institutional desktop assessment was subsequently performed to derive a prioritized list of ESG issues directly relevant to the Group's evolving business operations and industry landscape.

1 Greenhouse Gas ("**GHG**") Emissions
2 Energy Management
3 Water and Wastewater Management
4 Solid Waste Stewardship
5 Climate Change Mitigation and Adaptation
6 Renewable and Clean Energy
7 Labour Practices
8 Employee Remuneration and Benefits
9 Occupational Health and Safety
10 Employee Development and Training
11 Green Procurement
12 Engagement with Suppliers
13 Environmental and Social Risk Management of Supply Chain
14 Supply Chain Resilience
15 Product/Service Quality and Safety
16 Customer Privacy and Data Security
17 Marketing and Promotion
18 Intellectual Property Rights
19 Labelling Relating to Products/Services
20 Business Ethics and Anti-corruption
21 Internal Grievance Mechanism
22 Participation in Philanthropy
23 Cultivation of Local Employment
24 Support of Local Economic Development
25 Business Model Adaptation and Resilience to Environmental, Social, Political and Economic Risks and Opportunities
26 Management of the Legal and Regulatory Environment (Regulation-compliance Management)
27 Critical Incident Risk Responsiveness
28 Systemic Risk Management (e.g. Financial Crisis)

Step 3: Prioritisation

Ratings from invited key stakeholders were systematically evaluated. By analysing the weighted average of each topic, the Group identified its most significant material ESG issues.

Step 4: Validation

Based on the analytical results, the following two issues were identified as most material and prioritized during the strategy development process:

- Business Ethics and Anti-corruption
- Internal Grievance Mechanism

During the executive committee meeting, senior management reviewed and endorsed the materiality findings, subsequently formulating robust management policies and internal controls to address the identified issues.

Progressing towards SDGs

The United Nations' 17 Sustainable Development Goals ("**SDGs**") offer a global framework for organizations to drive sustainability by 2030. Integrating these goals into ESG management ensures policy alignment with international standards and regulatory trends. The Group has embedded relevant SDGs into its strategic measures to reinforce its commitment to global sustainability objectives.

Adhering to the SDG Compass, **SDG 3: Good Health and Well-being** remains the most pertinent goal to the Group's diversified operations, aiming to generate meaningful social impact.

SDG 3: Good Health and Well-being

As a prominent participant in Hong Kong's construction sector, the Group prioritizes the health and safety of its workforce by enforcing rigorous protective measures aligned with legal requirements. Frequent emergency drills and safety briefings are held to maintain high workplace safety awareness. Furthermore, the Group remains dedicated to achieving zero work-related fatalities. By implementing comprehensive site safety protocols, the Group mitigates occupational hazards and protects its personnel. For further information, please refer to the "**Health and Safety**" section.

ENVIRONMENTAL SUSTAINABILITY

As part of its commitment to environmental management, the Group integrates sustainability principles into its core management strategies, striving to mitigate environmental nuisances arising from its developmental projects, office activities, and expanding consumer-facing operations. In pursuit of sustainable development, the Group has implemented robust measures to enhance resource efficiency, regulate emission levels, and promote eco-friendly operational models across its diversified business portfolio.

This section details the Group's policies and practices concerning emissions, resource utilization, environmental preservation, and climate change during the reporting year. For quantitative disclosures regarding emissions and resource consumption, please refer to Tables E1 and E2 in the "**Appendix**" section.

A.1. Emissions

The Group is dedicated to monitoring and minimizing its operational emissions and overall carbon footprint. To achieve this, the Group maintains strict compliance with local environmental laws and regulations. For FY2025/2026, the Group adhered to all applicable legal requirements governing air and greenhouse gas emissions, water and land discharges, and the management of hazardous and non-hazardous waste. Key legislation complied with during the reporting year includes, but is not limited to:

- Air Pollution Control Ordinance (Cap. 311 of the Laws of Hong Kong);
- Waste Disposal Ordinance (Cap. 354 of the Laws of Hong Kong); and
- Environmental Impact Assessment Ordinance (Cap. 499 of the Laws of Hong Kong).

Air Emissions

Given its operational profile, the Group's air emissions in FY2025/2026 primarily originated from stationary diesel combustion by onsite machinery and mobile diesel combustion for transportation. During the reporting year, emissions of sulphur oxides ("**SO_x**"), nitrogen oxides ("**NO_x**"), and particulate matter ("**PM**") were 0.29 kg, 137.75 kg, and 11.25 kg, respectively. In comparison with the previous year's data, absolute emissions of SO_x, NO_x and PM decreased by 25.32%, 30.56% and 21.20% respectively. This overall decrement was primarily driven by a drop in the number of active foundation piling projects, which led to a lower operational demand for onsite heavy machinery and transport vehicles.

Recognizing the environmental impacts of its air emissions, the Group allocates significant resources to monitoring and regulating pollutants at their sources, specifically onsite machinery and the transport fleet. During the reporting year, the Group continued upgrading its construction equipment with energy-efficient models and optimizing vehicle management to reduce diesel consumption. In FY2025/2026, the Group maintained the following initiatives to mitigate air emissions while supporting sustainable business growth:

- Progressively electrifying operational assets, including specialized construction machinery and the vehicle fleet; and
- Minimizing non-essential travel by leveraging advanced digital technologies for remote collaboration and communication.

Beyond internal operational policies, the Group actively conducts educational initiatives to cultivate a corporate culture that prioritizes carbon footprint reduction across all business divisions.

GHG Emissions

The Group’s primary GHG emissions stem from fossil fuel consumption, notably diesel for onsite machinery and transport fleets, as well as purchased electricity utilised across corporate offices. In FY2025/2026, the Group’s business activities generated a total of 927.31 tonnes of CO_2e. This total comprises Scope 1 (Direct Emissions), Scope 2 (Energy Indirect Emissions), and Scope 3 (Other Indirect Emissions) which amounted to 921.84 tonnes of CO_2e, 5.20 tonnes of CO_2e, and 0.26 tonnes of CO_2e, respectively. Driven by optimized diesel management, the total GHG emissions decreased by 59.70% compared to the previous reporting year.

The Group's overall emissions profile remained heavily influenced by its historical operational baseline during the reporting year. Scope 1 emissions accounted for the vast majority at 99.41% of the total, driven primarily by diesel combustion within construction boundaries. Scope 2 emissions resulted from purchased electricity across both office operations and the energy-intensive commercial equipment used. Scope 3 emissions arose from municipal electricity consumed for processing fresh water and sewage across all operating sites.

Recognizing the environmental impact of its operations, the Group enforces standardized internal policies to monitor operational outputs and control GHG emissions, while motivating its workforce to adopt energy conservation practices. Because the Group's carbon footprint is structurally linked to its diesel and electricity usage, management proactively applies energy efficiency measures across construction sites to lower its carbon impact. Detailed disclosures on these operational policies and mitigation actions are outlined in the subsections titled “**Electricity**” and “**Other Energy Resources**”.

Solid Waste

In FY2025/2026, the Group’s operations generated 0.00 tonnes of non-hazardous solid waste, representing a 100.00% reduction compared to the previous reporting period. This decrement was due to a temporary pause in foundation projects requiring bulk cement raw materials, resulting in zero unmixed cement or piling scrap waste this year. To control and minimize waste generation, the Group strictly enforces defined internal policies to manage disposal practices in full compliance with applicable waste management legislation. Due to the nature of its business activities, the Group did not generate any hazardous solid waste during the reporting year. In the event that hazardous waste is generated onsite, the Group maintains protocols to coordinate with licensed waste collectors, ensuring all hazardous materials are handled and treated properly.

The Group’s waste management framework is anchored on the “3R Principle” – Reduce, Reuse, and Recycle. This approach aims to minimize waste diverted to landfills while optimizing the lifecycle of natural resources. Furthermore, the Group continues to execute targeted onsite sorting initiatives and office-level waste reduction measures to mitigate the environmental impacts associated with non-hazardous waste generation.

Bored Piling Construction Business

In FY2025/2026, the Group strictly complied with all relevant laws and regulations governing onsite construction waste disposal. During the reporting year, the Group’s primary solid waste output consisted of excess excavation mud generated from its core bored piling operations. The Group partners with licensed waste haulers to manage and clear waste from its construction sites. Specifically, these contractors transport inert slurry and other construction debris, such as gravel, either to public fill reception facilities for disposal or to alternative construction sites for beneficial reuse. In addition, selected excavated materials are directly transferred to active projects requiring backfilling. To maximize sorting and recycling efficiency, the Group segregates and collects recyclable materials at source on construction sites, avoiding mixed waste contamination and ensuring optimal treatment at downstream recycling facilities.

Office

In FY2025/2026, the solid waste generated from the Group's administrative offices consisted primarily of municipal and commercial waste. During the reporting year, centralized collection bins were utilized within the office premises to regulate and streamline daily waste disposal. The building's property management company handles the collection of this waste on a regular basis, which is subsequently processed by municipal refuse departments. To proactively minimize office waste generation, the Group continues to implement the following eco-friendly practices:

- Maximize the recycling of solid waste by executing a structured source-separation and classification approach;
- Enhance employees' awareness of resource conservation and waste minimization through regular internal education; and
- Encourage the reuse of office supplies and stationery wherever practical.

To complement these office practices, the Group has established a benchmarking system to monitor and evaluate environmental performance at construction sites, focusing on the efficacy of mud treatment and reinforcing onsite solid waste management. Looking ahead, the Group plans to expand its disclosure scope to encompass all categories of solid waste generated across its business operations, ensuring a comprehensive overview of its environmental footprint.

To facilitate this, the Group will propose the development and adoption of digital tracking tools and systems designed for the seamless and consistent recording, collection, and analysis of waste data across all operations. The Group remains committed to reviewing and refining its waste reduction measures in alignment with practical operational demands, alongside advocating for recycling campaigns to enhance workforce awareness. Furthermore, the Group is exploring the feasibility of integrating sustainable waste management criteria into procurement strategies and contracts, thereby reinforcing responsible waste handling among suppliers and subcontractors along its value chain to collectively drive environmental protection.

Wastewater

Bored Piling Construction Business

In FY2025/2026, the Group's bored piling construction division generated a total of 400.00 m^3 of wastewater, consisting primarily of drilling sewage and slurry from onsite piling activities. In strict accordance with the terms of the valid Water Pollution Control Ordinance (WPCO) discharge licenses, the Group operates dedicated onsite wastewater treatment systems. These facilities perform routine wastewater quality assessments, verifying parameter metrics such as pH levels to guarantee that discharges comply with statutory requirements.

Specifically, specialized multi-compartment sedimentation tanks are deployed to process heavily turbid operational water, utilizing coagulants and chemical additives to accelerate suspended solids separation. Beyond continuous license adherence, the Group proactively monitors effluent quality to mitigate the risk of local water body contamination while continuously evaluating methods to optimize water recycling and reduce structural wastewater generation at source.

Office

All domestic wastewater generated across the Group's corporate office facilities during the reporting year was directly channelled into the host buildings dedicated foul sewerage infrastructure. The property management companies of the respective commercial properties oversee the initial collection and proper maintenance of these systems prior to final discharge into the public municipal drainage network. Acknowledging the direct linear correlation between wastewater volumes and administrative freshwater consumption, the Group continues to enforce consumption reduction strategies within its office premises, as detailed in the subsequent section titled "**Water**".

Noise

During the reporting year, the primary sources of noise emissions derived from heavy machinery and mechanized equipment utilized throughout the bored piling construction phases. The Group strictly adheres to the statutory provisions of the Noise Control Ordinance (Cap. 400 of the Laws of Hong Kong) and ensures that all powered equipment is operated strictly within permitted legal hours.

To minimize community disturbances, the Group deployed various structural acoustic mitigation facilities at active project sites. Specifically, high-performance construction noise barriers were erected, and heavy-duty shock absorption pads were integrated during crushing and excavation activities. Furthermore, real-time sound telemetry monitoring equipment was actively maintained onsite, and the Group prioritizes the procurement of machinery holding the EPD's Quality Powered Mechanical Equipment (QPME) Label to structurally decouple operations from noise pollution risks.

Dust

Recognizing that specialized construction activities – particularly foundation and piling operations – have the potential to generate fugitive dust, the Group enforces rigorous suppression measures across all project sites. These protocols ensure full compliance with the Air Pollution Control (Construction Dust) Regulation (Cap. 311R of the Laws of Hong Kong) while maintaining local air quality and safeguarding workforce health. Standardized operational dust mitigation practices executed during the reporting year include:

- Operating vehicle wheel and body washing facilities at site exits to prevent offsite dust track-out;
- Deploying high-pressure water spraying systems along primary internal haul roads;
- Erecting boundary hoards and dust screens of not less than 1.8 meters in height around active perimeters;
- Enclosing material hoists completely with impervious protective sheeting;
- Utilizing fully enclosed or sealed dump trucks for the transport of excavated mud and soil;
- Wetting exposed ground surfaces daily to prevent fugitive dust accumulation;
- Equipping mechanized breaking and drilling units with integrated vacuum extraction filters; and
- Applying hard paving on open, unpaved operational site areas to minimize surface erosion.

Targets and Actions

Areas	Targets	Actions and Practices
Air and GHG Emissions	Taking FY2025/2026 as the baseline year, the Group targets to maintain or reduce its GHG emissions intensity in FY2026/2027 within the same scope.	The Group encouraged carpooling, optimized logistics routes, and promoted public transportation to minimize fuel-related emissions.
	Target to optimize the fuel efficiency of operational assets, aiming to maintain emission intensity of SO_x in FY2026/2027 at or below the FY2025/2026 level.	Continued refining operational standards and asset maintenance to systematically lower the environmental impacts of construction activities.
Solid Waste and Wastewater	Taking FY2025/2026 as the baseline year, the Group targets to maintain or reduce its non-hazardous waste and wastewater intensity in FY2026/2027 within the same scope. Taking FY2025/2026 as the baseline year, the subsidiary targets to maintain its solid waste generation intensity in FY2026/2027 at or below the FY2025/2026 level through rigorous source-separation and material recycling.	The Group enforces the "3R Principle" by deploying onsite multi-compartment sedimentation tanks and sorting excavated mud for backfilling reuse. Operational teams conduct targeted workforce briefings to minimize site-level waste generation and prevent mixed-waste contamination. The Group enhances data tracking for centrally collected office wastewater and solid waste to establish measurable reduction targets against administrative activities. Management drives digital archiving and paperless workflows to minimize the corporate waste footprint.

A.2. Use of Resources

In FY2025/2026, the Group's resource consumption primarily comprised electricity, diesel, water, and construction raw materials. Given its business model, the Group consumed no packaging materials during the reporting year.

Electricity

The Group's electricity consumption during the reporting year was primarily utilized for corporate office operations and specialized construction machinery. In FY2025/2026, the Group's total electricity consumption was 13,695 kWh, representing a significant decrease of 75.00% compared to the previous reporting period. This sharp reduction was primarily due to fewer active construction sites and a downsized workforce footprint, which heavily minimized the runtime of power-intensive machinery. To optimize energy efficiency and manage costs across its expanding operational scope, the Group incorporates strict electricity conservation practices into its core strategies through the following measures.

- De-energize all non-essential electrical appliances and high-consumption equipment at the conclusion of daily operations;
- Deactivate lighting and air conditioning systems during idle periods, particularly during staggered lunch intervals;
- Prioritise electrical appliances and models with Grade 1 energy efficiency label during procurement;
- Systematically replace energy-intensive operational hardware with advanced, eco-friendly alternatives;
- Install timers with connection to all the electrical equipment in public areas;
- Perform routine maintenance and technical calibrations on site machinery to preserve peak efficiency;
- Regulate corporate climate control systems to maintain optimal indoor temperatures between 24–26°C;
- Encourage workforce personnel to leverage natural daylight within office environments whenever practical; and
- Apply thermal-insulated and solar-reflective window films across corporate facilities to minimize internal cooling demands.

Other Energy Resources

During the reporting year, the Group's fossil fuel footprint derived entirely from diesel consumption for onsite construction machinery and transport vehicles. In FY2025/2026, total diesel consumption reached 343,408.00 liters, representing a decrease of 59.57% compared to the previous reporting period, with heavy piling machinery accounting for the vast majority of this volume. This reduction was directly correlated with the lower volume of active piling contracts, which significantly decreased the operating hours of diesel-powered site equipment To decouple business growth from fossil fuel reliance, the Group actively evaluates opportunities to transition traditional fleet assets and machinery to electric-powered alternatives. On an administrative level, the Group promotes sustainable commuting by prioritizing public transit over private vehicle use and leveraging digital collaboration tools to minimize corporate travel.

During procurement cycles, the Group enforces strict adherence to the Air Pollution Control (Non-road Mobile Machinery) (Emission) Regulation and prioritises energy-efficient onsite machinery and equipment with the Green Label issued by the Environmental Protection Department (EPD) of Hong Kong. The Group's energy management approach includes the following specific measures:

- Evaluates the energy efficiency, fuel economy, and direct air and GHG emissions profiles of competing piling machinery and foundation equipment during procurement cycles;

- Ensures absolute compliance with all statutory environmental standards issued by the EPD, specifically the regulatory controls under the Non-Road Mobile Machinery (NRMM) Regulation;

- Promotes a corporate low-carbon lifestyle by actively encouraging workforce personnel to prioritize public transportation networks over private vehicle commuting; and

- Enhances employee environmental training and education programs to embed energy conservation principles across both daily life and workplace operations.

Water

Water is an indispensable utility for the Group's operation. The Group's water footprint encompasses industrial site processes and office. During FY2025/2026, the Group encountered no issues in sourcing municipal water fit for purpose. Consolidated water consumption totalled 400.00 m^3, representing a change of 66.91% compared to the previous reporting year.

To enhance water efficiency across all operating units, the Group actively promotes resource conservation through the following targeted measures:

- Displays "Saving Water Resources" posters in highly visible communal office areas to continuously reinforce employee water conservation habits;

- Repairs dripping taps, loose fittings, and faulty valves immediately to eliminate hidden leaks within local water supply systems;

- Enhances regular inspection and engineering maintenance on water infrastructure, including supply pipelines and storage tanks, to minimize structural losses;

- Establishes water-saving targets and resource-use guidelines for corporate and storefront staff to systematically regulate consumption patterns;

- Prioritise water-efficient equipment with Water Efficiency Labels; and

- Maintains operational site-level practices, including recycling wastewater for reuse within active construction perimeters, to reduce raw freshwater extraction.

Construction Raw Materials

Concrete consumption serves as a critical material input for the Group's specialized bored piling construction business. To minimize the environmental impacts of structural development, operational teams proactively optimize material utilization and enhance onsite engineering efficiency. Leveraging its dedicated research and development capabilities, the Group continuously investigates eco-friendly construction materials and low-carbon cement alternatives. This progressive refinement approach solidifies the Group's commitment to sustainable construction practices while guaranteeing high-quality engineering delivery.

Paper

The Group's paper consumption derives primarily from administrative activities across its corporate offices. To minimize this resource footprint and streamline office operations, the Group continuously applies targeted efficiency protocols across all administrative workstations:

- Advocates a "Paperless Office" model by prioritizing digital communication channels and cloud-based file sharing for daily business operations;

- Configures all centralized network printers to duplex (double-sided) printing as the absolute default setting when physical documentation is required;

- Prioritises procurement contracts with paper merchants supplying sustainable products certified by the Forest Stewardship Council (FSC);

- Deploys collection trays and storage bins adjacent to printing stations to isolate single-sided sheets for internal reuse and subsequent recycling; and

Targets and Actions

Areas	Targets	Actions and Practices
Electricity	Taking FY2025/2026 as the baseline year, the Group targets to maintain or reduce its electricity consumption intensity in FY2026/2027. Target to optimize equipment runtime, aiming to maintain electricity intensity in FY2026/2027 at or below the FY2025/2026 baseline.	The Group prioritizes procuring energy-efficient assets holding Grade 1 Energy Efficiency Labels and replaces legacy, high-draw systems with eco-friendly alternatives. Management configures digital timers on communal equipment and sets office climate controls to an optimal temperature of 24–26°C.
Other Energy Resources	Taking FY2025/2026 as the baseline year, the Group targets to maintain or reduce its diesel consumption intensity in FY2026/2027.	The Group enforces strict compliance with the EPD's Non-Road Mobile Machinery (NRMM) Regulation, prioritizing piling machines and heavy equipment that hold valid Green Labels. Procurement teams compare fuel economy and direct emission profiles prior to leasing machinery. To lower transport fuel use, the Group promotes carpooling, encourages the utilization of public transit networks, and leverages virtual conferencing platforms to reduce non-essential business travel.
Water	Taking FY2025/2026 as the baseline year, the Group targets to maintain or reduce its water consumption intensity in FY2026/2027. Target to maintain a structural wastewater recycling program at all active piling sites to minimize raw municipal water draw.	The Group displays prominent water conservation reminders in communal areas and mandates immediate maintenance for dripping fixtures. Engineering teams inspect pipeline infrastructure regularly to eliminate structural leaks. Sites actively collect and recycle industrial greywater to fulfil onsite processing needs.

Environmental, Social and Governance Report

A.3. The Environment and Natural Resources

The Group minimizes its environmental footprint across all operational activities by integrating sustainable practices into its core management frameworks. While its bored piling construction business inherently has minimal environmental disruption, the Group continues to strengthen its environmental performance through proactive measures. Through targeted green initiatives across all operating units, the Group reinforces its positioning as an environmentally responsible corporate actor within the construction sector.

Operational assessments indicate that the Group’s activities impact the environment primarily through diesel and electricity consumption, alongside the generation of localized air pollutants, GHG emissions, municipal and construction solid waste, trade effluents, noise, and fugitive dust. Management identifies these resource inputs and operational outputs as the primary environmental stressors arising from its business activities. To mitigate these impacts, the Group enforces proactive internal policies designed to enhance energy efficiency, protect surrounding ecosystems, and ensure compliance with municipal environmental laws. During procurement cycles, operations teams support these objectives by prioritizing energy-efficient equipment, utilizing sustainable corporate supplies, and deploying eco-friendly construction materials.

To support regional sustainability objectives, the Group aligns its environmental strategies with the statutory frameworks outlined in Hong Kong’s Climate Action Plan 2050. Under this governance mandate, the Group actively pursues waste-minimization and circular economy principles across its supply chain, adopting source-separation and localized recycling protocols to minimize material diversion to municipal landfills. To ensure structured accountability during this transitional reporting year, the Board of Directors reviews and approves environmental performance targets for emissions and resource consumption annually. By evaluating performance relative to revenue units, management protects the Group's operational recovery and commercial expansion windows while maintaining a rigorous, data-driven commitment to continuous environmental improvement.

A.4. Climate Change

To support Hong Kong's 2050 carbon neutrality goal and strengthen climate resilience, the Group implements targeted action plans to address climate-related issues across its business portfolio. These initiatives leverage internal expertise to enhance the Group's adaptability to climate risks while establishing robust mitigation mechanisms. While local operations face limited immediate disruptions, the Group proactively evaluates its exposure to climate-related risks by aligning with leading statutory frameworks, including the HKEX Climate-related Disclosures under the ESG Code and IFRS S2.

During FY2025/2026, the Group monitored primary physical risks – such as rising mean temperatures and increasingly frequent extreme weather events including heatwaves, typhoons, and severe rainstorms. Within the construction division, these hazards threaten project timelines, induce raw material shortages, and elevate operating costs due to site delays. As a result, there may be significant impacts brought to the Group's construction timelines and operational efficiency.

The ESG Taskforce takes direct responsibility for identifying, evaluating, and managing these climate-related factors across all operational divisions. Additionally, the Taskforce provides the Board of Directors with regular briefings on regulatory updates, industry benchmarks, and sustainable best practices to ensure continuous executive-level awareness. Moving forward, the Group will progressively incorporate climate-related risks and commercial opportunities into its overarching environmental management system, establishing robust internal climate policies that build long-term operational resilience.

SOCIAL SUSTAINABILITY

Employment and Labour Practices

Recognizing workforce personnel as the primary driver of operational value, the Group actively prioritizes staff well-being, workplace safety, and continuous professional growth. Human resource frameworks are structured to maintain an equitable, transparent, and supportive ecosystem that drives personal development while supporting long-term corporate success.

B.1. Employment

The Group maintains a fair, inclusive, and non-discriminatory working environment for all personnel. Human resource protocols strictly enforce regulatory compliance across core employment vectors, including compensation, recruitment, promotion windows, standardized working hours, rest periods, equal opportunity, workplace diversity, and comprehensive staff welfare.

As of 31 March 2026, the Group's consolidated workforce totalled 12 employees. Detailed statistical breakdowns of the employee base by gender, age bracket, position tier, and geographic location are disclosed in Table S3 in the "**Appendix**" section.

Law Compliance

To guarantee secure career paths, the Group enforces institutional governance through its formalized "Staff Handbook," which defines code-of-conduct benchmarks, workplace responsibilities, and operational safety metrics. Human resource departments review and update internal guidelines regularly to incorporate shifting statutory codes. During FY2025/2026, the Group's employment frameworks complied fully with all applicable local pieces of legislation, including:

- Employment Ordinance (Cap. 57 of the Laws of Hong Kong);
- Employees' Compensation Ordinance (Cap. 282 of the Laws of Hong Kong);
- Minimum Wage Ordinance (Cap 608 of the Laws of Hong Kong);
- Mandatory Provident Fund Schemes Ordinance (Cap 485 of the Laws of Hong Kong);
- Disability Discrimination Ordinance (Cap 487 of the Laws of Hong Kong);
- Race Discrimination Ordinance (Cap 602 of the Laws of Hong Kong); and
- Sex Discrimination Ordinance (Cap 480 of the Laws of Hong Kong).

Recruitment and Promotion

Operating under the principles of openness, equity, objectivity, and procedural standardization, the Group implements structured recruitment systems. Talent acquisition plans align directly with localized division demands, utilizing transparent probation evaluations to measure candidate capability. Remuneration architectures offer competitive, market-benchmarked packages determined by individual qualifications, professional experience, role responsibilities, and industry salary standards, ensuring the Group effectively attracts and retains optimal talent.

Compensation and Dismissal

To minimize turnover risks and optimize talent retention, management coordinates periodic performance assessments, adjusting salary scales and bonuses to incentivize high-performing, high-potential personnel. The Group maintains zero tolerance for illegitimate or unfair terminations, enforcing clear, lawful dismissal parameters within the Staff Handbook. Remedial frameworks require that employees failing to meet baseline operational criteria receive verbal counselling followed by formal warning notifications. Termination serves exclusively as a final administrative recourse, executed in absolute alignment with Hong Kong labour regulations. Employee separation metrics are summarized comprehensively in Table S4 in the "**Appendix**" section.

Working Hours and Rest Periods

The Group advocates for sustainable work-life balance by applying standardized operational hour metrics that comply with regional employment codes. Centralized digital attendance tracking monitors active hours, ensuring that approved overtime is properly compensated through supplemental pay scales or time-off-in-lieu tracking. To protect employee rest cycles, personnel receive full entitlements to statutory public holidays, paid annual leave, alongside specialized provisions for marriage, maternity, paternity, and compassionate leave.

Equal Opportunity, Diversity, and Anti-discrimination

Adhering to the Equal Opportunities Commission's statutory Codes of Practice, the Group actively embeds workplace diversity, equity, and inclusion. All corporate determinations regarding vocational training, promotion paths, or contract terminations depend strictly on professional merit, completely independent of age, gender, marital status, pregnancy, family status, physical disability, race, nationality, or religious beliefs. Management enforces a zero-tolerance policy against workplace violence, bullying, sexual harassment, and discriminatory behaviour. Personnel maintain secure, confidential access to dedicated human resource reporting channels to flag grievances without risk of retaliation.

The Group fosters an inclusive, respectful, and fair workplace that supports employee development. We maintain a zero-tolerance policy against violence, sexual harassment, and discrimination, with specific guidelines detailed in our "Staff Handbook". Employees can confidentially report discrimination or grievances directly to the Human Resources Department.

Other Benefits and Welfare

To bolster corporate cohesion, the Group maintains structured benefits programs encompassing workplace injury insurance, fitness subsidies, professional examination allowance, festive bonuses, and family travel assistance. While operational restructuring during FY2025/2026 necessitated a temporary pause on large-scale corporate recreational gatherings, management remains dedicated to rebuilding an engaging workplace culture. Active plans focus on reintroducing core engagement initiatives, including annual dinners and team-building forums, to reinforce inter-departmental collaboration and enhance morale as the Group advances its dual-sector market presence.

During FY2025/2026, the Group complied with all significant laws and regulations regarding employment, including recruitment, promotion, compensation, working hours, diversity, and anti-discrimination.

B.2. Health and Safety

The Group prioritizes a "Safety First" ethos across all commercial choices, treating occupational health and safety ("**OH&S**") as a foundational element of its corporate responsibility. Comprehensive OH&S policies establish protocols for identifying workplace hazards, minimizing risk exposure, and safeguarding personnel across all corporate office premises and active infrastructure construction sites.

Statutory Compliance

To maintain secure working conditions, the Group provides comprehensive employees' compensation and liability insurance coverage, conducts mandatory safety courses, and enforces workplace safety policies in strict alignment with updated local legislation. During the reporting year, the Group complied fully with all applicable legal codes that have a significant impact, including but not limited to:

- Occupational Safety and Health Ordinance (Cap. 509 of the Laws of Hong Kong);
- Factories and Industrial Undertakings Ordinance (Cap. 59 of the Laws of Hong Kong); and
- Employees' Compensation Ordinance (Cap 282 of the Laws of Hong Kong).

Furthermore, the Group strictly adheres to the enhanced statutory compensation boundaries enacted under the Occupational Deafness (Compensation) Ordinance (Cap. 469) and the Pneumoconiosis and Mesothelioma (Compensation) Ordinance (Cap. 360) to guarantee appropriate financial protections for eligible personnel. In FY2025/2026, the Group recorded zero instances of non-compliance regarding the provision of a safe workplace or protection against industrial hazards.

Safety Measures

Bored Piling Construction Business

The Group's overarching safety management architectures align with the core operational principles of the ISO 45001:2018 Occupational Health and Safety Management Systems standard. Safety review officers coordinate biannual evaluations of the Safety Management System to verify operational efficacy. Project supervisors, engineers, and dedicated safety personnel execute mandatory risk assessments prior to beginning foundation works, implementing targeted mitigation controls across the entire project life cycle.

Active piling sites display visible warning signage and safety updates to maintain field hazard awareness. Substance use, including smoking, narcotics, and alcohol consumption, is strictly prohibited on site premises. To minimize thermal stress and prevent heat stroke during seasonal high-temperature windows, construction yards are equipped with climate-regulated rest modules and continuous supplies of cooled drinking water. Field personnel receive standardized personal protective equipment ("**PPE**"), including safety helmets, fallback arrest lanyards, protective gloves, earplugs, and respiratory masks. Safety teams perform weekly site audits and regular alignment briefings to identify and remediate potential equipment or environmental risks immediately.

In compliance with the Occupational Deafness (Compensation) Ordinance (Cap. 469 of the Laws of Hong Kong) and Pneumoconiosis and Mesothelioma (Compensation) Ordinance (Cap. 360 of the Laws of Hong Kong), the Group provides compensation to workers affected by occupational illnesses, such as deafness or pneumoconiosis, resulting from construction activities.

Emergencies Reporting Mechanism

The Group operates robust emergency reporting channels across all active divisions to streamline notifications regarding equipment failures or workplace incidents. Safety personnel perform mandatory comprehensive site compliance audits every three months. To reinforce workforce readiness, teams complete regular emergency evacuation drills and vocational training modules covering emergency command chains, safe machine utilization, site organization, and commercial fire prevention protocols.

The Group conducts regular emergency response drills and safety training courses covering emergency management, site safety, and fire safety to enhance workforce preparedness.

Occupational Safety and Health Training

Management mandates verified safety training to minimize the occurrence of industrial accidents. In the construction division, all onsite personnel and subcontractors must possess valid basic safety training certificates (commonly recognized as the "**Green Card**"). To enforce this mandate, designated Project Managers systematically monitor the onsite attendance of all workers and contractors at compulsory safety training courses. This structured supervisory process ensures that all site personnel and skilled machine operators are lawfully employed, maintain valid regulatory qualifications, and possess all legally required operational licenses.

Safety Targets

In alignment with United Nations Sustainable Development Goal 3: Good Health and Well-being, the Group targets the maintenance of a secure workplace. This commitment is demonstrated by successfully sustaining zero work-related fatalities across the preceding three consecutive reporting periods, including the current reporting year. During FY2025/2026, the Group's consolidated operations recorded zero work-related injuries, resulting in zero lost working days. This performance translates to a calculated injury rate of 0 per 1,000 workers. Management regularly reviews any injury trends to optimize safety controls and drive continuous improvement across its workplace environments.

B.3. Development and Training

Training and Development Management

The Group prioritizes the continuous development of its human capital by maintaining structured training programs designed to elevate professional competencies and operational safety. Standardized training frameworks – encompassing staff training guidelines, holistic onboarding modules, and field toolbox records – are systematically deployed to optimize employee performance and ensure all personnel possess the necessary technical skills.

Newly recruited personnel complete comprehensive induction training programs covering corporate culture, operational processes, career pathways, and occupational health and safety protocols. The training curriculum focuses on core job duties, correct utilization of PPE, safe electricity handling, the operation of portable electrical and hand tools, and localized incident reporting mechanisms. This ensures that a culture of safety and accountability is established from the first day of employment.

For experienced construction engineering staff, the Group coordinates specialized development courses tailored to changing project demands and individual career trajectories. This training guarantees that field crews maintain active knowledge of safe, efficient pilling techniques and machinery operation. Furthermore, the Group provides targeted training hours to enable licensed technical professionals to fulfil the annual continuous professional development requirements attached to their statutory qualifications.

To foster a highly competitive workforce, the Group encourages personnel to pursue external professional certifications and recognized vocational qualifications. To support this, management operates a structured corporate reimbursement program that covers examination costs and course fees for employees obtaining qualifications directly relevant to their organizational roles. Additionally, the Group enhances its internal educational resources by partnering with external industry experts, offering technical seminars spanning advanced structural engineering, corporate accounting, statutory regulatory affairs, and corporate finance.

During FY2025/2026, the Group remained dedicated to sharpening its workforce's competitive edge and maintaining rigorous corporate standards by organizing structured training itineraries. Specifically, the Group successfully conducted targeted development programs for its management teams. This included providing 30 hours of training for female middle managerial personnel, as well as 30 hours for male senior managerial level and directors, and 30 hours for female senior managerial level and directors. Moving forward, management intends to expand these structured, department-specific training programs across all personnel levels and operational divisions, ensuring long-term institutional knowledge, operational excellence, and robust workplace safety.

B.4. Labour Standards

The Group maintains an absolute, zero-tolerance stance against child labour, forced labour, and any form of worker exploitation across all corporate office premises and active engineering perimeters. Operating under the fundamental tenets of equality, voluntariness, and mutual consensus, the Group executes its talent acquisition and workforce allocation strategies in strict compliance with the Employment Ordinance (Cap. 57 of the Laws of Hong Kong) and all other applicable regional labour laws to prevent human rights violations.

To prevent unlawful recruitment practices, the Group enforces rigorous pre-employment identity screening protocols. All job applicants must submit valid, government-issued identification documents to verify their legal age and unrestricted employability prior to contract confirmation. The Human Resources Department directly reviews and authenticates these credentials, checking the applicant's photo identification and birth date against official registry records to eliminate the risk of underage hiring.

In the event that an internal audit reveals a breach of these labour standards, the Group maintains protocols to immediately suspend the affected operations, terminate the contracts of the non-compliant parties, and apply disciplinary sanctions against the responsible internal personnel. During FY2025/2026, the Group recorded zero instances of non-compliance and faced no legal disputes regarding the use of child, underage, or forced labour across any of its operating divisions.

OPERATING PRACTICES

B.5. Supply Chain Management

The Group recognizes that an adaptable and ethical supply chain is foundational to long-term sustainability. Consequently, we integrate corporate responsibility into our procurement frameworks. We aim to cultivate a resilient network of vendors and partners that shares our dedication to strict environmental governance and social accountability.

Supplier Engagement

To align with market demands and internal performance benchmarks, the Group enforces a comprehensive vendor and contractor vetting framework. This process ensures that all incoming goods and subcontracted services meet our strict environmental compliance and operational safety metrics. The Group's project managers oversee these assessments and continuously audit our approved vendor directory. Evaluation criteria encompass corporate reputation, specialized certifications, delivery performance, and historical compliance records. To maintain market transparency, we require competitive proposals from at least (two) independent vendors for product price and quality benchmarking. Subcontractor selection follows a structured bidding matrix where at least two firms are appraised simultaneously.

Open dialogue remains central to our vendor relationships. The Group utilizes targeted digital communications and operational reviews to address service issues, gather partner insights, track performance, and share industry best practices.

Supply Chain Risk Management

Driven by our ESG strategy, the Group evaluates the broader social and ecological footprint of its commercial partners to cultivate enduring, responsible trade alliances. To proactively identify and control systemic risks across our extended supply chain, we execute the following oversight actions:

- Execute supplier appraisals to analyse environmental management plans, specifically looking at operational waste and emissions profiles;
- Sustain continuous regulatory dialogues with contractors to guarantee strict alignment with regional environmental and labour statutes; and
- Contractually obligate all trade partners to enforce statutory frameworks regarding workplace safety, fair wages, and environmental preservation.

Our operational oversight remains rigorous to secure supply chain integrity. Project managers systematically audit suppliers across the bored piling construction operations. We continuously map the market for alternative suppliers to optimize cost and performance. Internal quality control teams inspect all incoming materials and subcontracted work to verify compliance with specification. Any entity found violating Group standards or local environmental mandates faces immediate trade suspension. The Group maintains a zero-tolerance stance toward severe labor or ecological violations, which trigger immediate contract termination.

Green Procurement

To support regional economies and lower our logistics-related carbon footprint, the Group operates a localized sourcing strategy. Our procurement teams actively favor energy-efficient construction machinery and low-emission equipment. During the current financial period, around 80% of our core vendors fell under these eco-conscious purchasing guidelines.

Throughout FY2025/2026, the Group maintained active commercial relationships with 46 vendors located in Hong Kong. For our legacy engineering business, these partnerships centered on sourcing steel reinforcement, concrete aggregates, and logistics support. Every active vendor operated under the jurisdiction of our supplier engagement governance. Project Leads and respective division executives retain structural accountability for verifying compliance across these programs.

B.6. Product Responsibility

Throughout FY2025/2026, the Group strictly adhered to statutory frameworks governing health and safety, commercial advertising, consumer labelling, and data privacy across all delivered services. Our compliance portfolio includes, but is not limited to, the following primary legislation:

- Buildings Ordinance (Cap. 123 of the Laws of Hong Kong);
- Occupational Safety and Health Ordinance (Cap. 509 of the Laws of Hong Kong); and
- Construction Workers Registration Ordinance (Cap. 583 of the Laws of Hong Kong).

Quality Management System

The Group structures its foundational engineering operations around the parameters of the Quality Management Systems Standard (ISO 9001) and global occupational health benchmarks, incorporating the Site Safety Handbook issued by the Hong Kong Housing Authority. To maintain an accident-free environment, site access is strictly confined to certified operatives holding valid entry permits. Furthermore, all active heavy machinery must carry valid environmental certificates mandated by the Environmental Protection Department to confirm emission and performance compliance.

To safeguard project quality and maintain strict regulatory compliance, the Group operates under a rigorous internal quality management system. The Group's dedicated departments execute continuous monitoring, routine site inspections, comprehensive project quality reviews, and an extensive series of structural and technical tests prior to project completion and handover. In the event that any variance from established quality benchmarks or statutory requirements is identified, immediate corrective and preventive actions are deployed to swiftly resolve the issues and uphold compliance standards.

Given the fundamental nature of its business as a construction service provider, the Group considers the formulation of formal product recall procedures to be non-applicable to its operations; consequently, such policies are neither maintained nor disclosed within this ESG report. For FY2025/2026, the Group encountered zero incidents of projects or structural components subject to recalls or hand-back remedies due to health, safety, or structural integrity reasons.

Complaints Handling

The Group actively welcomes client feedback as a crucial instrument for driving operational refinement. A dedicated functional department oversees all customer feedback and grievances. Through systematic pre- and post-project surveys, the Group evaluates client satisfaction upon project completion to verify that all structural and performance expectations are met.

When a grievance is logged, the Quality Control Department promptly verifies, evaluates, and prioritizes the issue based on its materiality. The department then designs targeted corrective actions and preventive measures to eliminate the root cause. Clients receive written outcomes and resolution updates within a reasonable timeframe.

For routine operational disputes, such as payment scheduling delays or minor cosmetic damage to leased machinery, the Group engages in immediate negotiations to reach mutually beneficial resolutions in accordance with contractual terms. These standardized protocols ensure high responsiveness to customer concerns, protecting the Group's market reputation and competitive standing. For FY2025/2026, the Group received zero substantial or service-related complaints regarding its construction project quality or machinery leasing operations.

Customer Privacy Protection

During FY2025/2026, the Group strictly complied with all applicable statutory and regulatory frameworks governing consumer data security, including the Personal Data (Privacy) Ordinance (Cap. 486 of the Laws of Hong Kong) and the Corporate Finance Consultant Code of Conduct. To prevent unauthorized data leaks or privacy breaches, the Group operates under robust data protection policies and strict access control mechanisms. Highly confidential client and operational data is restricted solely to authorized personnel, preventing data misuse or unauthorized exposure.

These protocols are codified within the Group's Compliance Manual, with the Finance Department overseeing routine implementation and compliance monitoring. The framework mandates that all directors, management, and general staff handle sensitive information exclusively for legitimate business operations, strictly prohibiting unauthorized disclosure or commercial exploitation. To secure these digital assets, the Information Technology Department maintains secure network partitions that isolate core administrative files from external commercial systems. This technical infrastructure is supported by mandatory confidentiality agreements and internal training sessions highlighting the operational requirements and legal consequences of data breaches. For FY2025/2026, the Group recorded zero substantial complaints or regulatory sanctions regarding data leakage or personal privacy violations.

Intellectual Property Rights

As an engineering contractor, the Group proactively defends its proprietary assets and protects its party intellectual property rights. Our corporate protection matrix includes the following measures:

- Document storage facilities housing sensitive commercial configurations are secured and restricted from general staff access;
- The Group files timely registration applications for all newly created logos, trademarks, and product designs;
- Internal legal officers and external corporate counsel review operational practices to insulate the Group from intellectual property infringement risks;
- Standard employment contracts contain non-compete clauses that temporarily restrict departing personnel with deep technical or strategic insights from joining competing firms; and
- External commercial arrangements are bound by comprehensive non-disclosure agreements before sensitive corporate data is exchanged.

Advertising and Product Labelling

The Group strictly adheres to applicable statutory legislations and corporate codes of conduct by prohibiting all forms of misleading or exaggerated advertising containing false descriptions, claims, or visual illustrations regarding its corporate profile, products, or services. Standardized sales and promotion guidelines are active to guarantee that all marketing and advertising materials remain accurate, objective, and impartial. To maintain compliance with local transparency regulations, the Legal Department thoroughly monitors and reviews all promotional publications prior to public release. In the event that any draft content fails to satisfy internal verification standards, immediate corrective actions are taken to rectify the material. Due to the fundamental nature of its business as an engineering and construction service provider, the Group considers product labeling requirements to be non-applicable to its daily operations; consequently, labeling metrics are neither maintained nor discussed within this ESG report.

B.7. Anti-Corruption

The Group maintains an absolute zero-tolerance stance against bribery, extortion, fraud, and money laundering, recognizing that a culture of strict ethical conduct is vital for sustainable operations. All personnel are required to perform their duties with uncompromised professional integrity. Throughout FY2025/2026, the Group achieved full compliance with all primary anti-corruption legal frameworks, including the Prevention of Bribery Ordinance (Cap. 201 of the Laws of Hong Kong) and the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615 of the Laws of Hong Kong).

Integrity Framework and Regulatory Training

The Group maintains an absolute zero-tolerance policy toward all forms of corruption, bribery, extortion, fraud, and money laundering, upholding the highest standards of professional ethics to foster a fair and transparent workplace. All directors, management, and general staff must strictly adhere to the internal anti-corruption frameworks, including the Code of Conduct of Bribery (the "**Code**") detailed within the Group's Compliance Manual. To continually reinforce a culture of integrity, the Group maintains long-standing engagement channels with the Independent Commission Against Corruption ("**ICAC**") to align its operational protocols with best practices.

During FY2025/2026, the Group actively advanced its ethical governance by organizing structured training initiatives. Specifically, the Group arranged a total of 5 anti-corruption seminars and training sessions, delivering a cumulative total of 5 training hours. These programs achieved balanced participation across organizational levels, with 3 management-level personnel (encompassing both middle and senior management) and 3 general employees attending the training.

Whistle-Blowing Policy

The Group operates a structured whistle-blowing policy designed to expose and address operational misconduct safely. Employees can submit verbal or written reports regarding suspected violations directly to senior management, accompanied by any supporting documentation. The Group's Compliance Officer assumes direct responsibility for executing objective, thorough investigations into all reported infractions of the Code. If an investigation yields substantiated proof of corruption or statutory breaches, the findings are elevated to the Board of Directors for strategic review, with subsequent formal escalations to the ICAC or relevant law enforcement bodies as determined necessary by the Board.

During the year under review, there were zero concluded legal cases regarding corrupt practices brought against the Group or its employees. While the Group did not organize formal anti-corruption trainings during FY2025/2026 due to its primary focus on business development, employee awareness remains well-established through previous internal training workshops cantered on the Internal Monitoring Handbook and the Code of Conduct of Bribery.

COMMUNITY

B.8. Community Investment

The Group embraces its corporate social responsibility by actively contributing to the overall well-being and prosperity of the regions where we operate. By engaging in philanthropic initiatives and aligning with non-governmental organizations ("**NGOs**"), we continuously reinforce our ties with local communities. Our historical partnerships include meaningful collaborations with organizations such as the "Food Angel by Bo Charity Foundation," alongside various programs focused on youth development and poverty alleviation. We ensure that local community welfare is structurally factored into our broader business planning, aiming to balance corporate expansion with the creation of meaningful social value.

During FY2025/2026, the Group did not coordinate or participate in active community engagement or financial investments, as corporate resources were intensely focused on executing our business development and market diversification strategies. Despite this temporary operational pause, the Group remains deeply dedicated to its role as a responsible corporate citizen and continues to lay the groundwork to support vulnerable demographics as part of our long-term social commitments.

Looking ahead, the Group intends to scale up its corporate citizenship efforts by dedicating more structural resources to community investment and participating in impactful charitable events to aid underprivileged groups. Furthermore, we are actively drafting a comprehensive set of quantitative targets and indicators to systematically track our social contributions. We also aim to promote and incentivize employee participation in public welfare initiatives, maximizing our collective impact on community development and driving sustainable social progress.

APPENDIX

Table E1. The Group's Total Emissions by Category in FY2025/2026 and FY2024/2025 [9,10]

Emission Category	Key Performance Indicator (KPI)	Unit	**FY2025/2026** Amount	**FY2025/2026** Intensity [1] (Unit/employee)	FY2024/2025 [2] Amount	FY2024/2025 [2] Intensity (Unit/employee)
Air Emissions [3]	SO_x	Kg	**0.29**	**2.43 x 10^{-2}**	0.39	1.76 x 10^{-2}
	NO_x	Kg	**137.75**	**11.48**	198.38	9.02
	PM	Kg	**11.25**	**0.94**	14.28	0.65
GHG Emissions	Scope 1 (Direct Emissions) [4]	Tonnes of CO_2e	**921.84**	**76.82**	2,279.91	103.63
	Scope 2 (Energy Indirect Emissions) [5]	Tonnes of CO_2e	**5.20**	**0.43**	20.27	0.92
	Scope 3 (Other Indirect Emissions) [6]	Tonnes of CO_2e	**0.26**	**0.02**	0.57	0.03
	Total (Scope 1, 2 & 3)	Tonnes of CO_2e	**927.31**	**77.28**	2,300.75	104.58
Non-hazardous Waste	Solid wastes [7]	Tonnes	**0.00**	**0.00**	101.00	4.59
	Wastewater [8]	m^3	**400.00**	**33.33**	1,209.00	54.95

1 Intensity for FY2025/2026 was calculated by dividing the amount of air, GHG and other emissions respectively by the number of employees of 12 in FY2025/2026;

2 The amount and intensity in FY2024/2025 were extracted from the data in the ESG report for FY2024/2025;

3 The Group's air emissions only included the air pollutants from fuel consumption of motor vehicles;

4 The Group's Scope 1 (Direct Emissions) included the consumption of diesel in motor vehicles and diesel for industrial usage;

5 The Group's Scope 2 (Energy Indirect Emissions) included only electricity consumption;

6 The Group's Scope 3 (Other Indirect Emissions) included other indirect emissions generated during the municipal treatment of fresh water consumed and wastewater discharged by the Group;

7 The solid wastes included excess mud from the construction work which was regarded as the major solid waste of operations;

8 The total amount of wastewater generated by the Group was primarily based on the direct measurement together with appropriate estimations assuming 100% of the fresh water consumed by the Group will enter the sewage system in areas where an accurate recording of the amount of wastewater was hard to obtain;

9 The methodology adopted for reporting on GHG emissions set out above was based on "How to Prepare an ESG Report – Appendix 2: Reporting Guidance on Environmental KPIs" issued by the Stock Exchange, the GHG Protocol Corporate Accounting and Reporting Standard and the 2006 IPCC (Intergovernmental Panel on Climate Change) Guidelines for National Greenhouse Gas Inventories; and

10 The environmental data in the above table only includes the operations of the Group's subsidiary, namely Triangular Force.

Table E2. Total Resource Consumption in FY2025/2026 and FY2024/2025 [4]

Use of Resources	Key Performance Indicator (KPI)	Unit	FY2025/2026 Amount	FY2025/2026 Intensity [1] (Unit/ employee)	FY2024/2025 [2] Amount	FY2024/2025 [2] Intensity (Unit/ employee)
Energy	Electricity	000' kWh	**13.70**	**1.14**	54.78	2.49
	Diesel	L	**343,408.00**	**28,617.33**	849,408.00	38,609.45
	Total [3]	000' kWh	**3,689.27**	**307.44**	9,146.20	415.74
Water	Water	m^3	**400.00**	**33.33**	1,209.00	54.95
Raw materials	Concrete	Tonnes	**0.00**	**0.00**	7,537.00	342.59

1 Intensity for FY2025/2026 was calculated by dividing the amount of resources that the Group consumed in FY2025/2026 by the number of employees of 12 in FY2025/2026;

2 The amount and intensity in FY2024/2025 were extracted from the data in the ESG report for FY2024/2025;

3 The methodology adopted for energy conversion and calculation conversion factors set out above was based on "How to Prepare an ESG Report? – Appendix 2: Reporting Guidance on Environmental KPIs" issued by the Stock Exchange; and

4 The environmental data in the above table only includes the operations of the Group's subsidiary, namely Triangular Force.

Table S3. Number of Employees by Age Group, Gender, Employment Type, Position Level, Geographical Location of The Group in FY2025/2026 [1]

Unit: Number of employees

	Age group				
Gender	**Aged 30 or below**	**Aged between 31 and 40**	**Aged between 41 and 50**	**Aged 51 or above**	**Total**
Male	1	0	1	3	5
Female	2	2	0	3	7
Total	3	2	1	6	12

	Position level			
Gender	**General staff**	**Middle-level managers**	**Senior management and directors**	**Total**
Male	2	0	3	5
Female	4	1	2	7
Total	6	1	5	12

Employment type				
Full time	**Part time**	**Contract**	**Others**	**Total**
12	0	0	0	12

Geographical location	
Locations	**Number of employees**
Hong Kong	10
Shenzhen	2
Total:	12

1 The employment data in headcount was obtained from the Group's Human Resources Department based on the employment contracts entered into between the Group and its employees, within the reporting boundary (including Triangular Force, TMP Machinery, GCL, GBA, and office operations in Hong Kong and Shenzhen). The data covered employees engaged in a direct employment relationship with the Group according to relevant local laws and workers whose work and/or workplace was controlled by the Group. The number of employees stated in this ESG Report may be different from that in the Annual Report given the difference in the reporting boundary. The methodology adopted for reporting on employment data set out above was based on "How to Prepare an ESG Report – Appendix 3: Reporting Guidance on Social KPIs" issued by the Stock Exchange.

Table S4. Employee Turnover Rate by Age Group, Gender and Geographical Location in FY2025/2026 [1]

Unit: Number of employees	Age group				
Gender	Aged 30 or below	Aged between 31 and 40	Aged between 41 and 50	Aged 51 or above	Total
Male	1	0	3	1	5
Employee turnover rate	100.00%	N/A [2]	300.00%	33.33%	100.00%
Female	1	2	2	3	8
Employee turnover rate	50.00%	100.00%	N/A [2]	100.00%	114.29%
Total	2	2	2	4	13
Total employee turnover rate	66.67%	100.00%	200.00%	66.67%	108.33%

Locations	Geographical locations Employee turnover	Employee turnover rate
Hong Kong	13	108.33%

1 The turnover data in headcount was obtained from the Group's Human Resources Department based on the employment contracts entered into between the Group and its employees within the reporting boundary. Turnover rate was calculated by dividing the number of employees who resigned in FY2025/2026 by the number of employees in FY2025/2026. The methodology adopted for reporting on turnover data set out above was based on "How to Prepare an ESG Report – Appendix 3: Reporting Guidance on Social KPIs" issued by the Stock Exchange; and

2 Since the number of male employees who aged between 31 and 40 and female employees aged between 41 and 50 at the end of FY2025/2026 was zero, the employee turnover rate for these categories are undetermined.

Table S5. Number and Rate of Work-related Fatalities of the Group in Past Three Years [1]

Year	FY2023/2024	FY2024/2025	FY2025/2026
Number of work-related fatalities	0	0	0
Rate of fatalities (per hundred workers)	0	0	0
Lost days due to work injuries	429	573	0

1 The injury and fatality information was obtained from the Group's Human Resources Department, within the reporting boundary. The methodology adopted for reporting the number and rate of work-related fatalities set out above was based on "How to Prepare an ESG Report? – Appendix 3: Reporting Guidance on Social KPIs" issued by the Stock Exchange.

THE REPORTING CONTENT INDEX FROM THE HKEX

Aspects	ESG Indicators	Description	Section/Explanation	Page
A. Environmental				
A1: Emissions	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. Note: Air emissions include NO_x, SO_x, and other pollutants regulated under national laws and regulations. Greenhouse gases include carbon dioxide, methane, nitrous oxide, hydrofluorocarbons, perfluorocarbons and sulphur hexafluoride. Hazardous wastes are those defined by national regulations.	Environmental sustainability	38
	KPI A1.1	The types of emissions and respective emissions data.	Appendix	60
	KPI A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Appendix	60
	KPI A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Environmental sustainability	39
	KPI A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Appendix	60
	KPI A1.5	Description of emissions target(s) set and steps taken to achieve them.	Environmental sustainability	42
	KPI A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them.	Environmental sustainability	39

Aspects	ESG Indicators	Description	Section/Explanation	Page
A2: Use of Resources	General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials. Note: Resources may be used in production, in storage, transportation, in buildings, electronic equipment, etc.	Environmental sustainability	43
	KPI A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility).	Appendix	61
	KPI A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility).	Appendix	61
	KPI A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them.	Environmental sustainability	46
	KPI A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them.	Environmental sustainability	44
	KPI A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	Environmental sustainability – Explained	43
A3: The Environment and Natural Resources	General Disclosure	Policies on minimising the issuer's significant impacts on the environment and natural resources.	Environmental sustainability	47
	KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	Environmental sustainability	47
A4: Climate Change	General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	Environmental sustainability	48
	KPI A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them.	Environmental sustainability	48

Aspects	ESG Indicators	Description	Section/Explanation	Page
B. Social				
Employment and Labour Practices				
B1: Employment	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare.	Social sustainability	49
	KPI B1.1	Total workforce by gender, employment type (for example, full- or parttime), age group and geographical region.	Appendix	62
	KPI B1.2	Employee turnover rate by gender, age group and geographical region.	Appendix	63
B2: Health and Safety	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.	Social sustainability	51
	KPI B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year.	Social sustainability	53
	KPI B2.2	Lost days due to work injury.	Social sustainability	53
	KPI B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored.	Social sustainability	52

Aspects	ESG Indicators	Description	Section/Explanation	Page
B3: Development and Training	General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. Note: Training refers to vocational training. It may include internal and external courses paid by the employer	Social sustainability	53
	KPI B3.1	The percentage of employees trained by gender and employee category (e.g. senior management, middle management).	Social sustainability – explained	53
	KPI B3.2	The average training hours completed per employee by gender and employee category.	Social sustainability – explained	53
B4: Labour Standards	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour.	Social sustainability	54
	KPI B4.1	Description of measures to review employment practices to avoid child and forced labour.	Social sustainability	54
	KPI B4.2	Description of steps taken to eliminate such practices when discovered.	Social sustainability	54

Aspects	ESG Indicators	Description	Section/Explanation	Page
Operating Practices				
B5: Supply Chain Management	General Disclosure	Policies on managing environmental and social risks of the supply chain.	Social sustainability	54
	KPI B5.1	Number of suppliers by geographical region.	Social sustainability	55
	KPI B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, and how they are implemented and monitored.	Social sustainability	54
	KPI B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.	Social sustainability	55
	KPI B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.	Social sustainability	55
B6: Product Responsibility	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.	Social sustainability	55
	KPI B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons.	Social sustainability – Explained	56
	KPI B6.2	Number of products and service related complaints received and how they are dealt with.	Social sustainability	56
	KPI B6.3	Description of practices relating to observing and protecting intellectual property rights.	Social sustainability	57
	KPI B6.4	Description of quality assurance process and recall procedures.	Social sustainability	56
	KPI B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored.	Social sustainability	57

Aspects	ESG Indicators	Description	Section/Explanation	Page
B7: Anti-corruption	General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering	Social sustainability	58
	KPI B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases.	Social sustainability	58
	KPI B7.2	Description of preventive measures and whistle-blowing procedures, and how they are implemented and monitored.	Social sustainability	58
	KPI B7.3	Description of anti-corruption training provided to directors and staff.	Social sustainability	58
Community				
B8: Community Investment	General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	Social sustainability	59
	KPI B8.1	Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport).	Social sustainability	59
	KPI B8.2	Resources contributed (e.g. money or time) to the focus area.	No substantial resources contribution has been made in the reporting year.	–

The Directors present their annual report together with the audited consolidated financial statements of the Group for the Reporting Year.

PRINCIPAL ACTIVITIES

The Company is an investment holding company. The Group is a foundation contractor primarily specialising in bored piling works as well as other foundation works. The Group is capable of installing bored piles with diameters ranging from 1.5 metres to 3 metres of various pile lengths. The Group has invested considerably in reinforcing the machinery and the Group possesses all standard plant and machinery and equipment necessary for the construction of bored piles. The Group also engaged in leasing of machinery, money lending business, investment in securities and investment in TEADAYE stores and the operation of tea beverage business. Details of the principal activities of the subsidiaries of the Company are set out in note 19 to the consolidated financial statements of this annual report.

There were no significant changes in the nature of the Group's principal activities during the Reporting Year.

FINANCIAL SUMMARY

A summary of the results and assets and liabilities of the Group for the past five financial years is set out on page 158 of this annual report. This summary does not form part of the audited consolidated financial statements of this annual report.

DIVIDEND POLICY

The Board adopted a dividend policy (the "**Dividend Policy**") on 28 December 2018. According to the Dividend Policy, in deciding whether to propose any dividend payout, the Board shall also take into account, inter alia:

- the Group's actual and expected financial performance;
- shareholders' interests;
- retained earnings and distributable reserves of the Company and each of the other members of the Group;
- the level of the Group's debts to equity ratio, return on equity and financial covenants to which the Group is subject to;
- possible effects on the Group's creditworthiness;
- any restrictions on payment of dividends that may be imposed by the Group's lenders;
- the Group's expected working capital requirements and future expansion plans;
- liquidity position and future commitments at the time of declaration of dividend;
- taxation considerations;
- statutory and regulatory restrictions;

- general business conditions and strategies;
- general economic conditions, business cycle of the Group's business and other internal or external factors that may have an impact on the business or financial performance and position of the Company; and
- other factors that the Board deems appropriate.

Pursuant to the Dividend Policy, the declaration and payment of dividends shall remain to be determined at the discretion of the Board and subject to all applicable requirements (including without limitation restrictions on dividend declaration and payment) under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the memorandum and articles of association of the Company. Except for interim dividend, any dividends declared by the Company must be approved by an ordinary resolution of shareholders at the general meeting and must not exceed the amount recommended by the Board. The Board may from time to time pay to the shareholders such interim dividends as appear to the Directors to be justified by the profits of the Company available for distribution.

The Company will continually review the Dividend Policy and reserve the right in its sole and absolute discretion to update, amend and/or modify the Dividend Policy at any time, and the Dividend Policy shall in no way constitute a legally binding commitment by the Company that dividends will be paid in any particular amount and/or in no way obligate the Company to declare a dividend at any time or from time to time.

RESULTS AND DIVIDENDS

The result of the Group for the Reporting Year and the financial position of the Company and of the Group as at 31 March 2026 are set out in the consolidated financial statements on pages 87 to 88 of this annual report.

The Board does not recommend the payment of a final dividend for the Reporting Year.

CLOSURE OF THE REGISTER OF MEMBERS

The forthcoming annual general meeting is scheduled to be held on Friday, 24 July 2026 (the "**2026 AGM**"). For determining the entitlement to attend and vote at the 2026 AGM, the register of members of the Company will be closed from Tuesday, 21 July 2026 to Friday, 24 July 2026, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to attend and vote at the 2026 AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 20 July 2026.

BUSINESS REVIEW

The review of the business of the Group during the year and the discussion on the Group's future business development are set out in the sections headed "Executive Director's Statement" and "Management Discussion and Analysis". The financial risk management objectives and policies of the Group are set out in note 6 to the consolidated financial statements.

PROPERTY, PLANT AND EQUIPMENT

Details of movement in the property, plant and equipment of the Group during the Reporting Year are set out in note 17 to the consolidated financial statements of this annual report.

DONATION

No charitable donations was made by the Group during the Reporting Year (2025: HK$Nil).

SHARE CAPITAL

Details of the Company's share capital is set out in note 35 to the consolidated financial statements of this annual report.

The Company did not have any treasury shares (as defined in Rule 1.01 of the Listing Rule) as at 31 March 2026.

SHARE OPTION SCHEME

Details of the Share Option Scheme is set out in note 38 to the consolidated financial statements.

For the Reporting Year, no share option was granted, exercised, expired or lapsed and there is no outstanding share option under the Share Option Scheme.

On 25 April 2024, the proposed termination of the previous share option scheme of the Company as adopted on 22 September 2017, and the proposed adoption of the new share option scheme of the Company, were duly approved by the shareholders of the Company by way of poll.

RESERVES

Details of movements in the reserves of the Company and the Group are set out in note 37 to the consolidated financial statements of this annual report and in the consolidated statement of changes in equity respectively.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's memorandum and articles of association or the laws of the Cayman Islands which could oblige the Company to offer new shares on a pro rata basis to existing shareholders.

RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

Details of the significant related party transactions entered by the Group during the Reporting Year are set out in note 42 to the consolidated financial statements of this annual report. To the best knowledge of the Directors, none of these related party transactions fall under the definition of "connected transactions" in Chapter 20 of the GEM Listing Rules and disclosure requirements thereunder are not applicable.

DISTRIBUTABLE RESERVE

As at 31 March 2026, none of the Company's reserves were available for distribution to owners.

MAJOR CUSTOMERS AND SUPPLIERS

During the Reporting Year, the percentage of the Group's aggregate turnover attributable to the Group's largest customer was approximately 58.5%, while the percentage of the Group's total turnover attributable to the five largest customers in aggregate was approximately 97.4%.

During the Reporting Year, the percentage of the Group's largest supplier was approximately 35.2% of the total direct costs for the year, while the percentage of the Group's five largest suppliers accounted for approximately 46.2% of the total direct costs.

None of the Directors, or any of their closed associates or shareholders (which, to the best knowledge of the Directors, own more than 5% of the Company's issued share capital) has any beneficial interest in the Group's five largest customers or suppliers.

DIRECTORS

The Directors during the Reporting Year and up to the date of this annual report were as follows:

Executive Director

Ms. Liu Ching Man

Independent Non-executive Directors

Mr. He Dingding
Ms. Chan Tsz Hei Sammi
Mr. Ma Kwok Wah (appointed on 2 February 2026)

In accordance with the Company's memorandum and articles of association, at each annual general meeting, one third of the Director for the time being shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at least once every three years. Such retiring Directors may, being eligible, offer themselves for re-election at the annual general meeting. All Directors appointed by the Board to fill a casual vacancy or as an addition to the Board shall hold office until the first annual general meeting of shareholders after their appointment and be eligible for re-election at such meeting.

Pursuant to Article 108 and 112 of the Company's articles of association, Ms. Liu and Mr. Ma will retire at the forthcoming annual general meeting and, all being eligible, will offer themselves for re-election at the said meeting.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the Directors and the senior management of the Group are set out on pages 13 to 16 of this annual report.

PERMITTED INDEMNITY PROVISION

Every Director shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities incurred or sustained by him as a Director in defending any proceedings, whether civil or criminal, in which judgment is given in his favour, or in which he is acquitted.

DIRECTORS' SERVICE CONTRACTS

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

EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS

Details of the emoluments of the Directors and the five highest paid individuals of the Group are set out in note 14 to the consolidated financial statements of this annual report.

The remuneration of the senior management of the Group for the Reporting Year falls within the following band:

Remuneration band	**Number of senior management**
Nil to HK$1,000,000	3
HK$1,000,001 to HK$1,500,000	2

REMUNERATION POLICY

The Company's remuneration policy (the "**Remuneration Policy**") comprises primarily a fixed component (in the form of a base salary) and variable component (which include discretionary bonus and other merit payments), taking into account other factors such as their experience, level of responsibility, individual performance, the profit performance of the Group and general market conditions.

The Remuneration Committee will meet at least once every year to discuss remuneration related matters (including the remuneration of Directors and senior management) and review the Remuneration Policy of the Group. It has been decided that Remuneration Committee would determine, with delegated responsibility, the remuneration packages of individual executive Director(s) and senior management.

RETIREMENT BENEFITS PLANS

Particulars of retirement benefits plans of the Group as at 31 March 2026 are set out in note 14 to the consolidated financial statements of this annual report.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as the related party transactions disclosed in note 42 to the consolidated financial statements of this annual report, no Directors or a connected entity of a Director had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the Reporting Year.

MANAGEMENT CONTRACTS

As at 31 March 2026, the Company did not enter into or have any management and administration contracts in respect of the whole or any principal business of the Company.

DIRECTORS' REMUNERATION

The Directors' remuneration is determined by the Board with reference to Directors' duties, responsibilities and performance and the results of the Group, and reviewed by the Remuneration Committee. Particulars of the duties and responsibilities of the Remuneration Committee are set out in "Corporate Governance Report" of this annual report.

DIRECTORS' RIGHT TO ACQUIRE SHARES OR DEBENTURES

Apart from as disclosed under the paragraph headed "Directors' and chief executives' interests and short positions in shares and debentures of the Company" below, at no time during the Reporting Year were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouse or children under 18 years of age, or were any such rights exercised by them; or was the Company or any of the Company's subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES OR DEBENTURES OF THE COMPANY

As at 31 March 2026, none of the Directors and chief executives of the Company has any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of Securities and Future Ordinance (the "**SFO**")) which are 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 or short positions which they were taken or deemed to have under such provisions), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which are required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SUBSTANTIAL AND OTHER SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as known to the Directors or chief executives of the Company, as at 31 March 2026, none of the persons/entities (other than the Directors and chief executive of the Company) had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Division 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company remained to be kept under Section 336 of the SFO, or who were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group:

As at 31 March 2026, there was no person or corporation, other than the Directors and chief executive of the Company whose interests are set out in the section "Directors' and chief executives' interest and short positions in shares, underlying shares and debentures of the Company" above, had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Division 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under Section 336 of the SFO, or who were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other members of the Group.

PURCHASE, SALE OR REDEMPTION OR LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Reporting Year.

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders or substantial shareholders of the Company or their respective close associates has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, as defined in the GEM Listing Rule, or has any other conflict of interests with the Group during the Reporting Year.

CORPORATE GOVERNANCE

Details of the Company's corporate governance practices are set out in the "Corporate Governance Report" on pages 17 to 31 of this annual report.

EQUITY-LINKED AGREEMENTS

Save as disclosed in "Share Option Scheme" on page 73 of this annual report, there was no equity-linked agreement entered into by the Company during the Reporting Year.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information publicly available to the Company and to the best knowledge of the Directors, throughout the Reporting Year and prior to the issue of this annual report, the Company maintained a sufficient public float of at least 25% in the issued share capital of the Company pursuant to the GEM Listing Rules.

AUDIT COMMITTEE

The Company has the Audit Committee which was established in compliance with Rule 5.28 of the GEM Listing Rules, for the purposes for reviewing and providing supervision over the Group's financial reporting process and internal controls. The Audit Committee comprises the independent non-executive Directors of the Company.

The summary of duties and works of the Audit Committee is set out in the "Corporate Governance Report" of this annual report.

INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each of the independent non-executive Directors annual written confirmation of his independence pursuant to Rule 5.09 of the GEM Listing Rules and the Company considers all the independent non-executive Directors to be independent.

AUDITOR

The consolidated financial statements of the Group for the Reporting Year has been audited by RSM Hong Kong ("**RSM**"), who will retire and, being eligible, offer themselves for re-appointment at the forthcoming annual general meeting of the Company. A resolution will be proposed at the forthcoming annual general meeting for the re- appointment of RSM as auditor of the Company.

ON BEHALF OF THE BOARD

China New Consumption Group Limited
Liu Ching Man
Executive Director

Hong Kong, 23 June 2026

RSM Hong Kong

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TO THE SHAREHOLDERS OF
CHINA NEW CONSUMPTION GROUP LIMITED
(Incorporated in the Cayman Islands with limited liability)

OPINION

We have audited the consolidated financial statements of China New Consumption Group Limited (the "**Company**") and its subsidiaries (the "**Group**") set out on pages 87 to 157, which comprise the consolidated statement of financial position as at 31 March 2026, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2026, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and have been properly prepared in compliance with the disclosure requirements of the Companies Ordinance.

BASIS FOR OPINION

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

RSM

KEY AUDIT MATTERS

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

1. Impairment of trade and retention receivables and contract assets in respect of expected credit losses ("**ECL**")

2. Impairment of debt investments and loan and interest receivables in respect of ECL

Key Audit Matter	How our audit addressed the Key Audit Matter
1. Impairment of trade and retention receivables and contract assets in respect of expected credit losses ("**ECL**")	Our audit procedures to assess the impairment of trade and retention receivables and contract assets in respect of ECL included the following:
Refer to notes 6(c), 22 and 23 to the consolidated financial statements. As disclosed in notes 6(c) and 22 to the consolidated financial statements, as at 31 March 2026, the Group's trade and retention receivables amounted to approximately HK$5,502,000 (net of allowance for impairment loss of approximately HK$16,975,000) (2025: HK$19,483,000 (net of allowance for impairment loss of approximately HK$13,564,000)). The net carrying amounts of trade and retention receivables which are past due amounted to approximately HK$1,419,000 (2025: HK$6,508,000). As disclosed in note 23 to the consolidated financial statements, the Group's contract assets amounted to approximately HK$9,289,000 (net of allowance for impairment loss of approximately HK$5,691,000) (2025: HK$17,440,000 (net of allowance for impairment loss of approximately HK$9,602,000)).	1. Understanding and evaluating the design and implementation of key controls over the collection and the impairment assessment of the trade and retention receivables and contract assets, and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors such as complexity, subjectivity, changes and susceptibility to management bias; 2. Evaluating the outcome of prior period assessment of ECL on trade and retention receivables and contract assets to assess the effectiveness of management's estimation process; 3. Assessing the external valuer's qualifications, experience and expertise and considering their objectivity and independence;

Key Audit Matter	How our audit addressed the Key Audit Matter
We identified the impairment of trade and retention receivables and contract assets as a key audit matter because the assessment of the impairment of trade and retention receivables and contract assets under ECL model is inherently subjective and requires significant management judgement, which increases the risk of error or potential management bias. As disclosed in note 6(c) to the consolidated financial statements, the management of the Group estimates the amount of lifetime ECL of trade and retention receivables and contract assets based on provision matrix, after considering internal credit ratings, ageing and past due status of respective trade and retention receivables and contract assets. Estimated loss rates are based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information. In addition, trade and retention receivables that are credit impaired are assessed for ECL individually.	4. Assessing whether trade and retention receivables and contract assets was appropriately grouped by management into categories with shared credit risk characteristics; 5. Testing on a sample basis the accuracy and completeness of the data used by management to develop historical loss rates and assessing the sufficiency, relevance and reliability of that data; 6. Assessing the accuracy of the ageing analysis by checking to the original invoices issued by the Group, on a sample basis; 7. Inspecting cash receipts from customers after the financial year end relating to trade and retention receivables and contract assets balances as at 31 March 2026, and subsequent progress billing after the financial year end relating to contract assets on a sample basis; and 8. With the assistance of external independent valuation experts: (i) assessing the appropriateness of the impairment model used by the Group; (ii) considering the appropriateness of forward-looking adjustments to historical loss rates; (iii) testing inputs to the model to market data; (iv) testing the calculation of historical loss rates; and (v) testing the calculation of the expected credit loss provisions.

Key Audit Matter	How our audit addressed the Key Audit Matter
2. Impairment of debt investments and loan and interest receivables in respect of ECL Refer to notes 26 and 27 to the consolidated financial statements. As disclosed in notes 26 to the consolidated financial statements, as at 31 March 2026, the Group's loan and interest receivables amounted to approximately HK$20,976,000 (net of allowance for impairment loss of approximately HK$1,110,000). As disclosed in note 27 to the consolidated financial statements, the Group's debt investments amounted to approximately HK$9,914,000 (net of allowance for impairment loss of approximately HK$114,000). As disclosed in note 6(c) to the consolidated financial statements, the management of the Group estimates the ECL based on a function of the probability of default, loss given default and the exposure at default. The assessment of the probability of default and loss given default involves significant management judgements and estimates, which are based on historical data, the credit rating of borrowers and issuers, and further adjusted by forward-looking information. Furthermore, the estimation involves discounting the difference between all contractual cash flows due to the Group and all the cash flows that the Group expects to receive at the effective interest rate. We identified the impairment of debt investments and loan and interest receivables as a key audit matter because the assessment of the impairment of debt investments and loan and interest receivables under ECL model is inherently subjective and requires significant management judgement, which increases the risk of error or potential management bias.	Our audit procedures to assess the impairment of debt investments and loan and interest receivables in respect of ECL included the following: 1. Understanding and evaluating the design and implementation of key controls over the impairment assessment of the debt investments and loan and interest receivables, and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors such as complexity, subjectivity, changes and susceptibility to management bias; 2. Evaluating the outcome of prior period assessment of ECL on debt investments and loan and interest receivables to assess the effectiveness of management's estimation process; 3. Assessing the external valuer's qualifications, experience and expertise and considering their objectivity and independence; 4. Assessing whether debt investments and loan and interest receivables (including undrawn loan commitments) were appropriately allocated by management into respective stages (i.e., Stage 1, 2, or 3) by evaluating the criteria for significant increase in credit risk and credit impairment; 5. Testing on a sample basis the accuracy and completeness of the underlying data used by management to assess the ECL and assessing the sufficiency, relevance and reliability of that data; 6. Assessing the accuracy of the loan data by checking to the underlying loan agreements and relevant documents, on a sample basis;

Key Audit Matter	How our audit addressed the Key Audit Matter
	7. Inspecting cash receipts from borrowers after the financial year end relating to loan and interest receivables balances as at 31 March 2026, on a sample basis; and 8. With the assistance of auditor's valuation experts: (i) assessing the appropriateness of the impairment model used by the Group; (ii) considering the appropriateness of forward-looking adjustments incorporated in the ECL assessment; (iii) testing key inputs to the model, including probability of default, loss given default and exposure at default (including the estimated drawdowns of undrawn commitments), to external credit ratings, historical default data and market data; and (iv) testing the calculation of the expected credit loss provisions.

OTHER INFORMATION

The directors are responsible for the Other Information. the other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

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

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

RESPONSIBILITIES OF DIRECTORS AND AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

The Audit Committee assists the directors in discharging their responsibilities for overseeing the Group's financial reporting process.

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

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

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

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Independent Auditor's Report

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Yu Kwok Keung (practising certificate number: P07372).

RSM Hong Kong
Certified Public Accountants
Hong Kong
23 June 2026

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 March 2026

	Note	**2026** **HK$'000**	2025 HK$'000
Revenue	8	**20,118**	158,547
Cost of sales		**(41,072)**	(144,980)
Gross (loss)/profit		**(20,954)**	13,567
Other income, gains/(losses)	9	**9,832**	2,383
Administrative expenses		**(21,829)**	(21,400)
Allowance for impairment loss of property, plant and equipment	17	**–**	(18,534)
Reversal of impairment loss of financial assets, net		**1,819**	258
Change in fair value of financial assets at fair value through profit or loss ("**FVTPL**")		**7,200**	(6,042)
Loss from operations		**(23,932)**	(29,768)
Finance costs	11	**(133)**	(502)
Share of results of associates		**1,098**	–
Loss before tax		**(22,967)**	(30,270)
Income tax expenses	12	**(180)**	(881)
Loss for the year	13	**(23,147)**	(31,151)
Loss for the year attributable to owners of the Company		**(23,147)**	(31,151)
Other comprehensive income:			
Item that will be reclassified to profit or loss:			
Exchange differences arising on translation of foreign operations		**1**	–
Item that will not be reclassified to profit or loss:			
Fair value change of financial assets at fair value through other comprehensive income ("**FVTOCI**")		**(1,564)**	178
Other comprehensive income for the year, net of tax		**(1,563)**	178
Total comprehensive income for the year		**(24,710)**	(30,973)
Total comprehensive income for the year attributable to owners of the Company		**(24,710)**	(30,973)
Loss per share			
Basic and diluted (cents)	16	**(2.79)**	(5.39)

Consolidated Statement of Financial Position

As at 31 March 2026

	Note	2026 HK$'000	2025 HK$'000
Non-current assets			
Property, plant and equipment	17	**15,730**	17,503
Right-of-use assets	18	**–**	510
Investment in associates	20	**7,022**	–
Loan and interest receivables	26	**2,183**	–
Financial assets at FVTOCI	21	**7,277**	7,341
Deferred tax assets	34	**–**	24
Deposits and prepayments	24	**–**	2,227
Total non-current assets		**32,212**	27,605
Current assets			
Trade and retention receivables	22	**5,502**	19,483
Contract assets	23	**9,289**	17,440
Deposits, prepayments and other receivables	24	**10,683**	21,595
Held for trading securities	25	**33,564**	16,546
Loan and interest receivables	26	**18,793**	18,185
Debt investments	27	**9,914**	2,681
Bank and cash balances	28	**11,795**	13,597
Total current assets		**99,540**	109,527
Current liabilities			
Trade and retention payables	29	**8,351**	16,135
Accruals and other payables	30	**7,083**	4,202
Due to associates	31	**651**	–
Bank borrowings	32	**–**	206
Lease liabilities	33	**49**	1,014
Current tax liabilities		**3**	–
Total current liabilities		**16,137**	21,557
Net current assets		**83,403**	87,970
Total assets less current liabilities		**115,615**	115,575
Non-current liabilities			
Lease liabilities	33	**–**	49
Deferred tax liabilities	34	**153**	–
Total non-current liabilities		**153**	49
NET ASSETS		**115,462**	115,526
Capital and reserves			
Share capital	35	**9,600**	7,200
Reserves	37	**105,862**	108,326
TOTAL EQUITY		**115,462**	115,526

Approved by the Board of Directors on 23 June 2026 and are signed on its behalf by:

Ms. Liu Ching Man
Director

Mr. He Dingding
Independent non-executive Director

Consolidated Statement of Changes In Equity

For the year ended 31 March 2026

	Attributable to owners of the Company							
	Share capital HK$'000 (note 35)	**Share premium** HK$'000 (note 37(b)(i))	**Merger reserve** HK$'000 (note 37(b)(ii))	**Financial assets at FVTOCI reserve** HK$'000 (note 37(b)(iii))	**Capital reserve** HK$'000 (note 37(b)(iv))	**Exchange reserve** HK$'000	**Retained profit/ (Accumulated losses)** HK$'000	**Total equity** HK$'000
At 1 April 2024	4,800	44,720	22	(4,402)	36,656	–	41,585	123,381
Issuance of shares upon rights issue (note 35(i))	601	5,411	–	–	–	–	–	6,012
Transaction costs on issuance of shares upon rights issue (note 35(i))	–	(250)	–	–	–	–	–	(250)
Issuance of shares upon placing (note 35(ii))	1,799	16,187	–	–	–	–	–	17,986
Transaction costs on issuance of shares upon placing (note 35(ii))	–	(630)	–	–	–	–	–	(630)
Total comprehensive income for the year	–	–	–	178	–	–	(31,151)	(30,973)
Changes in equity for the year	2,400	20,718	–	178	–	–	(31,151)	(7,855)
At 31 March 2025	7,200	65,438	22	(4,224)	36,656	–	10,434	115,526
At 1 April 2025	**7,200**	**65,438**	**22**	**(4,224)**	**36,656**	**–**	**10,434**	**115,526**
Issuance of shares upon placing (note 35(iii)) (note 35(iv))	**2,400**	**22,560**	**–**	**–**	**–**	**–**	**–**	**24,960**
Transaction costs on issuance of shares upon placing (note 35(iii)) (note 35(iv))	**–**	**(314)**	**–**	**–**	**–**	**–**	**–**	**(314)**
Total comprehensive income for the year	**–**	**–**	**–**	**(1,564)**	**–**	**1**	**(23,147)**	**(24,710)**
Changes in equity for the year	**2,400**	**22,246**	**–**	**(1,564)**	**–**	**1**	**(23,147)**	**(64)**
At 31 March 2026	**9,600**	**87,684**	**22**	**(5,788)**	**36,656**	**1**	**(12,713)**	**115,462**

Consolidated Statement of Cash Flows

For the year ended 31 March 2026

	Note	2026 HK$'000	2025 HK$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		**(22,967)**	(30,270)
Adjustments for:			
Depreciation on property, plant and equipment	17	**1,817**	5,863
Depreciation on right-of-use assets	18	**453**	1,821
Finance costs		**133**	502
Interest income		**(2,590)**	(1,925)
Dividend income	9	**(288)**	–
Gain on disposal of property, plant and equipment	9	**(393)**	–
Gain on early termination of lease	9	**(2)**	–
Impairment loss on property, plant and equipment		**–**	18,534
Fair value (gain)/loss on disposals of held for trading securities	9	**(5,711)**	371
Reversal of impairment loss of financial assets, net		**(1,819)**	(258)
Change in fair value of held for trading securities		**(7,200)**	6,042
Share of results of associates	20	**(1,098)**	–
Operating cash flows before working capital changes		**(39,665)**	680
Decrease in trade and retention receivables		**10,571**	2,137
Decrease in contract assets		**12,063**	10,950
Decrease/(increase) in deposits, prepayments and other receivables		**13,139**	(13,689)
Decrease in trade and retention payables		**(7,784)**	(13,873)
Increase/(decrease) in accruals and other payables		**2,881**	(7,080)
Increase in due to associates		**651**	–
Proceeds from held for trading securities		**32,546**	23,614
Purchase of held for trading securities		**(36,653)**	(29,433)
Net cash used in operating activities		**(12,251)**	(26,694)

Consolidated Statement of Cash Flows

For the year ended 31 March 2026

	Note	**2026 HK$'000**	2025 HK$'000
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases of property, plant and equipment		**(44)**	(3,342)
Proceeds from disposals of property, plant and equipment		**393**	–
Purchase of financial assets at FVTOCI		**(1,500)**	(3,465)
Purchase of debt investments		**(9,900)**	(1,000)
Proceeds from disposals of debt investments		**3,350**	–
Purchase of shares of associates		**(5,924)**	–
Loans lent to third parties – Principal		**(26,500)**	(22,400)
Loans repaid by third parties – Principal		**23,983**	8,000
Interest received		**2,950**	1,406
Dividend received		**288**	–
Net cash used in investing activities		**(12,904)**	(20,801)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of bank borrowings		**(207)**	(904)
Repayments of lease liabilities		**(1,087)**	(2,634)
Issuance of share from rights issue		**–**	5,762
Issuance of share from placing		**24,646**	17,356
Net cash generated from financing activities		**23,352**	19,580
NET DECREASE IN CASH AND CASH EQUIVALENTS		**(1,803)**	(27,915)
EFFECT OF FOREIGN EXCHANGE RATE CHANGES		**1**	–
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**13,597**	41,512
CASH AND CASH EQUIVALENTS AT END OF YEAR		**11,795**	13,597

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law on 3 January 2017. The address of its registered office is at P.O. Box 1350, Windward 3, Regatta Office Park, Grand Cayman, KY1-1108, Cayman Islands. The address of its principal place of business is Room 204, 2/F, Yue Shing Commercial Building, 15 Queen Victoria Street, Central, Hong Kong. The Company's shares are listed on the GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Company is an investment holding company. The principal activities of its subsidiaries are set out in note 19 to the consolidated financial statements.

2. BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with all applicable HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"). HKFRS Accounting Standards comprise Hong Kong Financial Reporting Standards ("**HKFRS**"); Hong Kong Accounting Standards ("**HKAS**"); and Interpretations. These consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on GEM of the Stock Exchange and with the disclosure requirements of the Companies Ordinance (Cap. 622).

The HKICPA has issued certain new and revised HKFRS Accounting Standards that are first effective or available for early adoption for the current accounting period of the Group. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these consolidated financial statements.

3. ADOPTION OF NEW AND REVISED HKFRS ACCOUNTING STANDARDS

(a) Application of new and revised HKFRS Accounting Standards

The Group has adopted all of the new or amended HKFRS Accounting Standards and Interpretations issued by the HKICPA that are mandatory for the current reporting period. There was no material impact to the consolidated financial statements as a result of the adoption of these standards.

3. ADOPTION OF NEW AND REVISED HKFRS ACCOUNTING STANDARDS (Continued)

(b) Revised HKFRS Accounting Standards in issue but not yet effective

Up to the date of issue of these financial statements, the HKICPA has issued a number of new standards and amendments to standards and interpretation, which are not effective for the year ended 31 March 2026 and which have not been adopted in these consolidated financial statements. The Group has not early applied the following amendments to standards and interpretation that have been issued but are not yet effective:

	Effective for accounting periods beginning on or after
Amendments to HKFRS 9 and HKFRS 7 – Classification and Measurement of Financial Instruments	1 January 2026
Annual Improvements to HKFRS Accounting Standards – Volume 11	1 January 2026
Amendment to HKFRS 9 and HKFRS 7 – Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendment to HKAS 21 – Translation to a Hyperinflationary Presentation Currency	1 January 2027
HKFRS 18 – Presentation and Disclosure in Financial Statements	1 January 2027
Amendments to HK Int 5 – Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2027
Amendments to HKFRS 10 and HKAS 28 – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined by the HKICPA

The directors of the Group are in the process of making an assessment of what the impacts of these new standards, amendments to standards and interpretation are expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the consolidated financial statements.

3. ADOPTION OF NEW AND REVISED HKFRS ACCOUNTING STANDARDS (Continued)

(b) Revised HKFRS Accounting Standards in issue but not yet effective (Continued)

HKFRS 18 "Presentation and Disclosure in Financial Statements"

HKFRS 18 will replace HKAS 1 "Presentation of financial statements", introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though HKFRS 18 will not impact the recognition or measurement of items in the consolidated financial statements, HKFRS 18 introduces significant changes to the presentation of financial statements, with a focus on information about financial performance present in the statement of profit or loss, which will affect how the Group present and disclose financial performance in the financial statements.

The new accounting standard introduces the following key new requirements:

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.

- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.

- Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

The Group is currently assessing the impact of HKFRS 18, with respect to the structure of the Group's statement of loss, the statements of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements. Preliminary assessments indicate the following key impacts:

- The Group will need to reclassify certain income and expense items (e.g., interest income on certain investments and foreign exchange gains/losses) into the new categories, namely investing and financing categories.

- The Statement of Cash Flows will also be impacted, as the operating profit subtotal will be the required starting point for the indirect method.

The Group does not plan to early adopt HKFRS 18. HKFRS 18 will impact the presentation of consolidated financial statements and is not expected to have material impact on the financial performance and positions of the Group.

4. MATERIAL ACCOUNTING POLICY INFORMATION

These consolidated financial statements have been prepared under the historical cost convention, unless mentioned otherwise in the accounting policies below (e.g. certain financial instruments that are measured at fair value).

The preparation of financial statements in conformity with HKFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 5.

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

(a) Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to 31 March. Subsidiaries are entities over which the Group has control. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Group has power over an entity when the Group has existing rights that give it the current ability to direct the relevant activities, i.e. activities that significantly affect the entity's returns.

When assessing control, the Group considers its potential voting rights as well as potential voting rights held by other parties. A potential voting right is considered only if the holder has the practical ability to exercise that right.

Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date the control ceases.

Intragroup transactions, balances and unrealised profits are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's statement of financial position, an investment in a subsidiary is stated at cost less impairment loss.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(b) Associates

Associates are entities over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of an entity but is not control or joint control over those policies. The existence and effect of potential voting rights that are currently exercisable or convertible, including potential voting rights held by other entities, are considered when assessing whether the Group has significant influence. In assessing whether a potential voting right contributes to significant influence, the holder's intention and financial ability to exercise or convert that right is not considered.

Investment in an associate is accounted for in the consolidated financial statements by the equity method and is initially recognised at cost. Identifiable assets and liabilities of the associate in an acquisition are measured at their fair values at the acquisition date. The excess of the cost of the investment over the Group's share of the net fair value of the associate's identifiable assets and liabilities is recorded as goodwill which is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of acquisition is recognised in consolidated profit or loss.

The Group assesses whether there is an objective evidence that the interest in an associate may be impaired. When any objective evidence exists, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with HKAS 36 as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset, including goodwill, that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with HKAS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group's share of an associate's post-acquisition profits or losses and other comprehensive income is recognised in consolidated statement of profit or loss and other comprehensive income. When the Group's share of losses in an associate equals or exceeds its interest in the associate (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(c) Foreign currency translation

i. Functional and presentation currency

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

ii. Transactions and balances in each entity's financial statements

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

Non-monetary items that are measured at fair value in foreign currencies are translated using the exchange rates at the dates when the fair values are determined.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(c) Foreign currency translation (Continued)

iii. Translation on consolidation

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

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

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

3. All resulting exchange differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

On consolidation, exchange differences arising from the translation of monetary items that form part of the net investment in foreign entities are recognised in other comprehensive income and accumulated in the foreign currency translation reserve. When a foreign operation is sold, such exchange differences are reclassified to consolidated profit or loss as part of the gain or loss on disposal.

(d) Property, plant and equipment

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

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

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(d) Property, plant and equipment (Continued)

Depreciation of property, plant and equipment is calculated at rates sufficient to write off their cost less their residual values over the estimated useful lives on a straight-line basis. The principal annual rates are, as follows:

Land and buildings	4%
Leasehold improvement	4%
Plant and machinery	12.5% to 20%
Casing and equipment	20%
Motor vehicles	30%
Furniture, fixture and office equipment	33%

The residual values, useful lives and depreciation method are reviewed and adjusted, if appropriate, at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss on disposal of property, plant and equipment is the difference between the net sales proceeds and the carrying amount of the relevant asset, and is recognised in profit or loss.

(e) Leases

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

(i) The Group as lessee

Where the contract contains lease component(s) and non-lease component(s), the Group has elected not to separate non-lease components and accounts for each lease component and any associated non-lease components as a single lease component for all leases.

At the lease commencement date, the Group recognises a right-of-use asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets which, for the Group are primarily laptops and office furniture. When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. Lease payments to be made under reasonably certain extension options are also included in the measurement of the lease liability. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(e) Leases (Continued)

(i) The Group as lessee (Continued)

Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and hence are charged to profit or loss in the accounting period in which they are incurred.

The right-of-use asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred. Where applicable, the cost of the right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses.

Right-of-use assets in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

Refundable rental deposits paid are accounted under HKFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Group will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The lease liability is also remeasured when there is a change in the scope of a lease or the consideration for a lease that is not originally provided for in the lease contract that is not accounted for as a separate lease. In this case the lease liability is remeasured based on the revised lease payments and lease term using a revised discount rate at the effective date of the modification.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(f) Contract assets and contract liabilities

Contract asset is recognised when the Group recognises revenue before being unconditionally entitled to the consideration under the payment terms set out in the contract. Contract assets are assessed for expected credit losses ("**ECL**") in accordance with the policy set out in note 4(v) and are reclassified to receivables when the right to the consideration has become unconditional.

A contract liability is recognised when the customer pays consideration before the Group recognises the related revenue. A contract liability would also be recognised if the group has an unconditional right to receive consideration before the Group recognises the related revenue. In such cases, a corresponding receivable would also be recognised.

For a single contract with the customer, either a net contract asset or a net contract liability is presented. For multiple contracts, contract assets and contract liabilities of unrelated contracts are not presented on a net basis. When the contract includes a significant financing component, the contract balance includes interest accrued under the effective interest method.

(g) Construction contracts

A contract with a customer is classified by the Group as a construction contract when the contract relates to work on real estate assets under the control of the customer and therefore the Group's construction activities create or enhance an asset under the customer's control.

When the outcome of a construction contract can be reasonably measured, revenue from the contract is recognised progressively over time using the output method based on direct measurements of value of services delivered or surveys of work performed.

The likelihood of the Group in suffering contractual penalties for late completion are taken into account in making these estimates, such that revenue is only recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

When the outcome of the contract cannot be reasonably measured, revenue is recognised only to the extent of contract costs incurred that are expected to be recovered.

If at any time the costs to complete the contract are estimated to exceed the remaining amount of the consideration under the contract, then a provision is recognised.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(h) Recognition and derecognition of financial instruments

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

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

(i) Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Debt investments

Debt investments held by the Group are classified into one of the following measurement categories:

- amortised cost, if the investment is held for the collection of contractual cash flows which represent solely payments of principal and interest ("**SPPI**"). Interest income from the investment is calculated using the effective interest method.

- FVTPL if the investment does not meet the criteria for being measured at amortised cost or fair value through other comprehensive income ("**FVTOCI**") (recycling). Changes in the fair value of the investment (including interest) are recognised in profit or loss.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(i) Financial assets (Continued)

Equity investments

An investment in equity securities is classified as FVTPL unless the equity investment is not held for trading purposes and on initial recognition of the investment the Group makes an election to designate the investment at FVTOCI (non-recycling) such that subsequent changes in fair value are recognised in other comprehensive income. Such elections are made on an instrument-by-instrument basis, but may only be made if the investment meets the definition of equity from the issuer's perspective. Where such an election is made, the amount accumulated in other comprehensive income remains in the fair value reserve (non-recycling) until the investment is disposed of. At the time of disposal, the amount accumulated in the fair value reserve (non-recycling) is transferred to retained earnings. It is not recycled through profit or loss. Dividends from an investment in equity securities, irrespective of whether classified as at FVTPL or FVTOCI, are recognised in profit or loss as other income.

(j) Trade, retention and other receivables

Trade, retention and other receivables are recognised when the Group has an unconditional right to receive consideration. A right to receive consideration is unconditional if only the passage of time is required before payment of that consideration is due. If revenue has been recognised before the group has an unconditional right to receive consideration, the amount is presented as a contract asset.

Trade, retention and other receivables are stated at amortised cost using the effective interest method less allowance for credit losses.

(k) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated cash flow statement. Cash and cash equivalents are assessed for ECL.

(l) Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument under HKFRSs. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(m) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(n) Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of:

– the amount determined in accordance with the ECL model under HKFRS 9 and

– the amount initially recognised less, where appropriate, the cumulative amount of income recognised in accordance with the principles of HKFRS 15.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

(o) Trade and other payables

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

(p) Equity instruments

An equity instrument is any contract that evidence a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(q) Revenue and other income

Revenue is recognised when control over a product or service is transferred to the customer, at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

(i) Construction contract income

Revenue from construction contracts is recognised based on the stage of completion of the contracts as detailed in note 4(g) above.

(ii) Rental income

Rental income receivable under operating leases is recognised in profit or loss in equal instalments over the periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the use of the leased asset. Lease incentives granted are recognised in profit or loss as an integral part of the aggregate net lease payments receivable. Variable lease payments that do not depend on an index or a rate are recognised as income in the accounting period in which they are earned.

(iii) Interest income

Interest income is recognised as it accrues using the effective interest method. For financial assets measured at amortised cost or FVTOCI (recycling) that are not credit-impaired, the effective interest rate is applied to the gross carrying amount of the asset. For credit impaired financial assets, the effective interest rate is applied to the amortised cost (i.e. gross carrying amount net of loss allowance) of the asset.

(r) Employee benefits

(i) Employee leave entitlements

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

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

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(r) Employee benefits (Continued)

(ii) Pension obligations

The Group contributes to defined contribution retirement schemes which are available to all employees. Contributions to the schemes by the Group and employees are calculated as a percentage of employees' basic salaries. The retirement benefit scheme cost charged to profit or loss represents contributions payable by the Group to the funds.

For LSP obligation, the Group accounts for the employer MPF contributions and the offsetting mechanism as a funding mechanism for the LSP obligation and the LSP obligation is measured on a gross basis, which is not reduced by the offsetable accrued benefits, as the employer's rights to those benefits are recognised as a separate reimbursement asset.

The Group recognises reimbursement asset as a separate asset because it is virtually certain that another party (e.g. trustee) will reimburse some of all of the expenditure required to settle LSP obligation of the Group, capped at the portion related to accrued benefits before the Transition Date. The Group measures the reimbursement assets at fair value at the end of the reporting period. The changes in fair value are disaggregated and recognised in the same way as for changes in fair value of plan assets. The components of the defined benefit cost recognised is recognised net of amounts relating to changes in the carrying amount of the right to reimbursement.

(iii) Termination benefits

Termination benefits are recognised at the earlier of the dates when the Group can no longer withdraw the offer of those benefits, and when the Group recognises restructuring costs and involves the payment of termination benefits.

(s) Borrowing costs

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

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(t) Taxation

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

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

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

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

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

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

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(u) Impairment of non-financial assets

The carrying amounts of non-financial assets are reviewed at each reporting date for indications of impairment and where an asset is impaired, it is written down as an expense through the consolidated statement of profit or loss to its estimated recoverable amount. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. If this is the case, recoverable amount is determined for the cash-generating unit to which the asset belongs. Recoverable amount is the higher of value in use and the fair value less costs of disposal of the individual asset or the cash-generating unit.

Value in use is the present value of the estimated future cash flows of the asset/cash-generating unit. Present values are computed using pre-tax discount rates that reflect the time value of money and the risks specific to the asset/cash-generating unit whose impairment is being measured.

Impairment losses for cash-generating units are allocated first against the goodwill of the unit and then pro rata amongst the other assets of the cash-generating unit. Subsequent increases in the recoverable amount caused by changes in estimates are credited to profit or loss to the extent that they reverse the impairment.

(v) Impairment of financial assets and contracts assets

The Group recognises a loss allowance for ECL on trade and retention receivables, contract assets, debt investments and loan and interest receivables. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group always recognises lifetime ECL for trade and retention receivables and contract assets. The ECL on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(v) Impairment of financial assets and contracts assets (Continued)

Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

– an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;

– significant deterioration in external market indicators of credit risk for a particular financial instrument;

– existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;

– an actual or expected significant deterioration in the operating results of the debtor;

– significant increases in credit risk on other financial instruments of the same debtor;

– an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

(i) the financial instrument has a low risk of default;

(ii) the debtor has a strong capacity to meet its contractual cash flow obligations in the near term; and

(iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(v) Impairment of financial assets and contracts assets (Continued)

Significant increase in credit risk (Continued)

The Group considers a financial asset to have low credit risk when the asset has external credit rating of "investment grade" in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of "performing". Performing means that the counterparty has a strong financial position and there is no past due amounts.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable:

– when there is a breach of financial covenants by the counterparty; or

– information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

– significant financial difficulty of the issuer or the counterparty; or

– a breach of contract, such as a default or past due event; or

– the lender(s) of the counterparty, for economic or contractual reasons relating to the counterparty's financial difficulty, having granted to the counterparty a concession(s) that the lender(s) would not otherwise consider; or

– it is becoming probable that the counterparty will enter bankruptcy or other financial reorganisation; or

– The disappearance of an active market for that financial asset because of financial difficulties.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(v) Impairment of financial assets and contracts assets (Continued)

Write-off policy

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, including when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade and retention receivables, when the amounts are over one year past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; the Group's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which simplified approach was used.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the statement of financial position.

4. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

(w) Provisions and contingent liabilities

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

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow is remote. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

(x) Events after the reporting period

Events after the reporting period that provide additional information about the Group's position at the end of the reporting period are adjusting events and are reflected in the consolidated financial statements. Events after the reporting period that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

5. CRITICAL JUDGEMENT AND KEY ESTIMATES

In applying the Group's accounting policies, which are described in note 4, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgement in applying accounting policies

In the process of applying the accounting policies, the directors have made the following judgements that have the most significant effect on the amounts recognised in the consolidated financial statements (apart from those involving estimations, which are dealt with below).

5. CRITICAL JUDGEMENT AND KEY ESTIMATES (Continued)

Critical judgement in applying accounting policies (Continued)

(a) Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or FVTOCI that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets. No such changes were required during the periods presented.

(b) Significant increase in credit risk

As explained in note 4, ECL are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. HKFRS 9 does not define what constitutes a significant increase in credit risk. In assessing whether the credit risk of an asset has significantly increased the Group takes into account qualitative and quantitative reasonable and supportable forward looking information.

(c) Non-consolidation of entities which the Group holds more than a 50% equity interest

Golden Wilson Limited and Ocean Total Limited are accounted for as associates of the Group even though the Group holds an ownership interest and voting rights in these entities. Details of the above entities are set out in Note 20.

The directors of the Company assessed whether the Group exercises control over these entities based on whether the Group has the practical ability to direct the relevant activities of these entities. In making this judgment, the directors of the Company considered the specific terms of the binding shareholders' agreements. These agreements explicitly grant the other shareholders the substantive rights to direct the relevant activities of the entities. Consequently, the directors concluded that the Group does not possess the power to direct the relevant activities of those entities, but rather exercises significant influence over them, resulting in their classification as associates.

Key sources of estimation uncertainty

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

(a) Revenue and profit recognition of construction contracts

As explained in policy notes 4(f) and 4(q), revenue from construction contracts are recognised over time. Such revenue and profit recognition on uncompleted projects is dependent on management's estimation of the total outcome of the construction contracts, as well as the work done to date.

5. CRITICAL JUDGEMENT AND KEY ESTIMATES (Continued)

Key sources of estimation uncertainty (Continued)

(a) Revenue and profit recognition of construction contracts (Continued)

Based on the Group's recent experience and the nature of construction activities undertaken by the Group, the Group has made estimates of the point at which it considered the work was sufficiently advanced such that the outcome of the contract can be reasonably measured. Until this point is reached the related contract assets disclosed in note 23 do not include profit which the Group might eventually realise from the work done to date. In addition, actual outcomes in terms of total cost or revenue may be higher or lower than estimated at the end of the reporting period, which would affect the revenue and profit recognised in future years as an adjustment to the amounts recorded to date.

During the year ended 31 March 2026, approximately HK$17,876,000 (2025: HK$156,193,000) of revenue from construction contracts was recognised.

(b) Impairment of property, plant and equipment and right-of-use assets

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

As at 31 March 2026, the carrying amounts of property, plant, and equipment and right-of-use assets is approximately HK$15,730,000 and HK$Nil (net of an allowance for impairment loss approximately HK$18,534,000 and HK$Nil) respectively.

As at 31 March 2025, the carrying amounts of property, plant, and equipment and right-of-use assets is approximately HK$17,503,000 and HK$510,000 (net of an allowance for impairment loss approximately HK$18,534,000 and HK$Nil) respectively.

(c) Impairment of trade and retention receivables and contract assets

The Group uses practical expedient in estimating ECL on trade and retention receivables and contract assets using a provision matrix. The provision rates are based on aging of debtors as groupings of various debtors taking into consideration the Group's historical default rates and forward-looking information that is reasonable and supportable available without undue costs or effort. At every reporting date, the historical observed default rates are reassessed and changes in the forward-looking information are considered.

As at 31 March 2026, the carrying amount of trade and retention receivables and contract assets is approximately HK$5,502,000 and HK$9,289,000 (net of allowance for impairment loss of approximately HK$16,975,000 and HK$5,691,000) respectively.

As at 31 March 2025, the carrying amount of trade and retention receivables and contract assets is approximately HK$19,483,000 and HK$17,440,000 (net of allowance for impairment loss of approximately HK$13,564,000 and HK$9,602,000) respectively.

5. CRITICAL JUDGEMENT AND KEY ESTIMATES (Continued)

Key sources of estimation uncertainty (Continued)

(d) Impairment of debt investments and loan and interest receivables

The Group applies the general approach in estimating ECL on debt investments and loan and interest receivables. The Group has taken into account the probability of default and loss given default according to relevant level of credit risks of debtors, and adjustment for forward-looking information on macroeconomic factors.

As at 31 March 2026, the carrying amount of debt investments and loan and interest receivables is approximately HK$9,914,000 (net of allowance for impairment loss of HK$114,000) and HK$20,976,000 (net of allowance for impairment loss approximately HK$1,110,000) respectively.

As at 31 March 2025, the carrying amount of debt investments and loan and interest receivables is approximately HK$2,681,000 (net of allowance for impairment loss approximately HK$1,224,000) and HK$18,185,000 (net of allowance for impairment loss approximately HK$1,418,000) respectively.

(e) Income taxes

The Group is subject to income taxes in several jurisdictions. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. For the year ended 31 March 2026, approximately HK$180,000 (2025: HK$881,000) of income tax was charged to profit or loss based on the estimated profit.

(f) Fair value measurement of financial investments

In the absence of quoted market prices in an active market, the Group has engaged independent professional qualified valuers to estimate the fair value of the Group's investment in unlisted equity securities measured at FVTOCI and suspended listed equity securities measured at FVTPL as at 31 March 2026.

The carrying amount of the investment in unlisted equity securities and limited partnership fund measured at FVTOCI as at 31 March 2026 was approximately HK$1,569,000 and HK$5,708,000 respectively (2025: HK$3,724,000 and HK$3,617,000 respectively). The carrying amount of the suspended listed equity securities measured at FVTPL as at 31 March 2026 was approximately HK$3,523,000 (2025: HK$Nil).

6. FINANCIAL RISK MANAGEMENT

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

(a) Foreign currency risk

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

(b) Price risk

The Group is exposed to equity price risk mainly through its investment in equity securities. The management manages this exposure by maintaining a portfolio of investments with different risk and return profiles. The Group's equity price risk is mainly concentrated on equity securities quoted on the Stock Exchange.

The sensitivity analyses below have been determined based on the exposure to equity price risk at the end of the reporting period.

If equity prices had been 10% higher/lower:

- Loss after tax for the year ended 31 March 2026 would decrease/increase by HK$3,004,000, and loss after tax for the year ended 31 March 2025 would increase/decrease by HK$1,655,000. This is mainly due to the changes in fair value of held-for-trading investments.

(c) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade and retention receivables). The Group's exposure to credit risk arising from cash and cash equivalents is limited because the counterparties are banks and financial institutions with high credit-rating assigned by international credit-rating agencies, for which the Group considers to have low credit risk.

Trade and retention receivables and contract assets

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. Trade receivables are usually due within 30–60 days from the date of billing. Debtors with balances past due are requested to settle all outstanding balances before any further credit is granted. Retention receivables are usually due within 365 days from the date of completion of the projects. The Group's credit terms with its customers are mainly based on the contract terms. Normally, the Group does not obtain collateral from customers.

6. FINANCIAL RISK MANAGEMENT (Continued)

(c) Credit risk (Continued)

Trade and retention receivables and contract assets (Continued)

The Group measures loss allowances for trade and retention receivables and contract assets at an amount equal to lifetime ECL, which is calculated using a provision matrix. As the Group's historical credit loss experience does not indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is not further distinguished between the Group's different customer bases.

The following table provides information about the Group's exposure to credit risk and ECL for trade and retention receivables and contract assets as at 31 March 2026:

Trade receivables	2026 Expected loss rate %	Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	4.72	657	31
1 – 30 days past due	N/A	–	–
31 – 60 days past due	N/A	–	–
61 – 90 days past due	N/A	–	–
More than 90 days past due	88.39	12,131	10,722
		12,788	10,753

Retention receivables	2026 Expected loss rate %	Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	52.03	7,207	3,750
Up to 3 months	N/A	–	–
Over 6 months	99.60	2,482	2,472
		9,689	6,222

Contract assets	2026 Expected loss rate %	Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	37.99	14,980	5,691

6. FINANCIAL RISK MANAGEMENT (Continued)

(c) Credit risk (Continued)

Trade and retention receivables and contract assets (Continued)

Trade receivables	Expected loss rate %	2025 Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	5.52	10,327	570
1 – 30 days past due	N/A	–	–
31 – 60 days past due	N/A	–	–
61 – 90 days past due	N/A	–	–
More than 90 days past due	53.72	13,667	7,342
		23,994	7,912

Retention receivables	Expected loss rate %	2025 Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	45.65	5,921	2,703
Up to 3 months	N/A	–	–
Over 6 months	94.16	3,132	2,949
		9,053	5,652

Contract assets	Expected loss rate %	2025 Gross carrying amount HK$'000	Loss allowance HK$'000
Current (not past due)	35.51	27,042	9,602

Expected loss rates are based on actual loss experience over the past 3 years. These rates are adjusted to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables and contract assets.

6. FINANCIAL RISK MANAGEMENT (Continued)

(c) Credit risk (Continued)

Trade and retention receivables and contract assets (Continued)

Movement in the loss allowance account in respect of trade and retention receivables and contract assets during the year is as follows:

	2026 **HK$'000**	2025 HK$'000
At 1 April	**23,166**	28,090
Reversal of impairment losses recognised for the year	**(500)**	(2,900)
Amounts written off during the year	**–**	(2,024)
At 31 March	**22,666**	23,166

Other receivables

All of the Group's other receivables are considered to have low credit risk, and the allowance for impairment recognised during the year was therefore limited to 12-month expected losses. Management considers other receivables to be of low credit risk as they have a low risk of default and the counterparties have a strong capacity to meet its contractual cash flow obligations in the near term.

The Group has policies in place to ensure that sales are made to customers with an appropriate credit history.

As at 31 March 2026, there were 3 customers (2025: 5 customers) which individually contributed over 10% of the Group's trade and retention receivables respectively. The aggregate amounts of trade and retention receivables from these customers amounted to 93% of the Group's total trade and retention receivables as at 31 March 2026 (2025: 83%).

Debt investments and loan and interest receivables

The Group measures loss allowance under HKFRS 9 ECL model. The measure of ECL is a function of the probability of default, loss given default (i.e., the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data, credit rating of borrowers and issuers and adjusted by forward-looking information.

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

As at 31 March 2026, there were 2 borrowers (2025: 3 borrowers) which individually contributed over 10% of the Group's loan and interest receivables. The aggregate amounts of loan and interest receivables from these borrowers amounted to 100% of the Group's loan and interest receivables (2025: 92%).

As at 31 March 2026, there were 2 issuers (2025: 3 issuers) which individually contributed over 10% of the Group's debt investments. The aggregate amounts of debt investments from these issuers amounted to 100% of the Group's debt investments.

For details, please refer to Note 26 and 27 of the consolidated financial statements.

6. FINANCIAL RISK MANAGEMENT (Continued)

(d) Liquidity risk

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

The maturity analysis based on contractual undiscounted cash flows of the Group's non-derivative financial liabilities is as follows:

At 31 March 2026	**On demand or within 1 year HK$'000**	**More than 1 year but less than 2 years HK$'000**	**More than 2 years but less than 5 years HK$'000**	**Total contractual undiscounted cash flows HK$'000**	**Carrying amount HK$'000**
Trade and retention payables	**8,351**	**–**	**–**	**8,351**	**8,351**
Accruals and other payables	**6,693**	**–**	**–**	**6,693**	**6,693**
Lease liabilities	**50**	**–**	**–**	**50**	**49**
Due to associates	**651**	**–**	**–**	**651**	**651**
	15,745	**–**	**–**	**15,745**	**15,744**

At 31 March 2025	On demand or within 1 year HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000	Total contractual undiscounted cash flows HK$'000	Carrying amount HK$'000
Trade and retention payables	16,135	–	–	16,135	16,135
Accruals and other payables	2,909	–	–	2,909	2,909
Bank borrowings	206	–	–	206	206
Lease liabilities	1,147	50	–	1,197	1,063
	20,397	50	–	20,447	20,313

6. FINANCIAL RISK MANAGEMENT (Continued)

(d) Liquidity risk (Continued)

Bank borrowings with a repayment on demand clause are included in the 'on demand or within 1 year' time band in the above maturity analysis. As at 31 March 2026 and 2025, the aggregate undiscounted principal amounts of these bank borrowings with a repayment on demand clause amounted to approximately HK$Nil and HK$206,000 respectively. Taking into account the Group's financial position, the directors do not believe that it is probable that the banks and the lenders will exercise their discretionary rights to demand immediate repayment.

The directors believe that such bank borrowings will be repaid in accordance with the scheduled repayment dates set out in the loan agreements. At that time, the repayment cash outflows are as below:

	Repayable within 1 year	**More than 1 year but less than 2 years**	**More than 2 years but less than 5 years**	**Total**
	HK$'000	HK$'000	HK$'000	HK$'000
At 31 March 2026				
Contractual undiscounted cash flows	**–**	**–**	**–**	**–**
At 31 March 2025				
Contractual undiscounted cash flows	207	–	–	207

(e) Interest rate risk

The Group's debt investments, loan and interest receivables, lease liabilities and bank borrowings bear interests at fixed interest rates and therefore are subject to fair value interest rate risk.

The Group's exposure to cash flow interest rate risk arises from its cash held in securities trading accounts with stock brokers, bank deposits. These bank deposits bear interests at variable rates varied with the then prevailing market condition.

At 31 March 2026, if interest rates at that date had been 50 basis points lower/higher with all other variables held constant, loss after tax for the year would have been HK60,000 higher/lower (2025: loss before tax HK$90,000 lower/higher), arising mainly as a result of net of lower/higher interest income on its bank and cash balance, cash held in securities trading accounts with stock brokers and bank deposits.

6. FINANCIAL RISK MANAGEMENT (Continued)

(f) Categories of financial instruments at 31 March

	2026 HK$'000	2025 HK$'000
Financial assets:		
Financial assets at FVTPL:		
Mandatorily measured at FVTPL		
– Held for trading	**33,564**	16,546
Financial assets at FVTOCI:		
Equity instruments	**7,277**	7,341
Financial assets at amortised costs		
(including cash and cash equivalents)	**64,401**	84,871
Financial liabilities:		
Financial liabilities at amortised cost	**15,094**	20,313

(g) Fair values

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

7. FAIR VALUE MEASUREMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

7. FAIR VALUE MEASUREMENTS (Continued)

(a) Disclosures of level in fair value hierarchy at 31 March 2026 and 2025:

Description	Fair value measurements using Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000	Total 2026 HK$'000
Recurring fair value measurements:				
Financial assets				
Financial assets at FVTPL:				
Listed securities in Hong Kong	**28,624**	**–**	**–**	**28,624**
Listed securities outside Hong Kong	**1,417**	**–**	**–**	**1,417**
Suspended listed securities in Hong Kong	**–**	**–**	**3,523**	**3,523**
Financial assets at FVTOCI:				
Unlisted equity securities	**–**	**–**	**1,569**	**1,569**
Limited partnership fund	**–**	**–**	**5,708**	**5,708**
Total	**30,041**	**–**	**10,800**	**40,841**

Description	Fair value measurements using Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000	Total 2025 HK$'000
Recurring fair value measurements:				
Financial assets				
Financial assets at FVTPL:				
Listed securities in Hong Kong	16,546	–	–	16,546
Financial assets at FVTOCI:				
Unlisted equity securities	–	–	3,724	3,724
Limited partnership fund	–	–	3,617	3,617
Total	16,546	–	7,341	23,887

7. FAIR VALUE MEASUREMENTS (Continued)

(b) Reconciliation of assets measured at fair value based on level 3:

	Financial assets at FVTOCI	
	2026	2025
	HK$'000	HK$'000
At 1 April	**7,341**	3,698
Additions	**1,500**	3,465
Total (losses)/gains recognised in other comprehensive income	**(1,564)**	178
At 31 March	**7,277**	7,341

	Financial assets at FVTPL	
	2026	2025
	HK$'000	HK$'000
At 1 April	**–**	–
Transfer from Level 1 to Level 3#	**3,860**	–
Loss on fair value change	**(337)**	–
At 31 March	**3,523**	–

During the year, one of the equity securities listed in Hong Kong measured at FVTPL was transferred from Level 1 to Level 3 due to the suspension of trading of its shares, resulting in a lack of quoted prices in an active market.

(c) Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements at 31 March 2026:

The Group's Chief Financial Officer is responsible for the fair value measurements of assets and liabilities required for financial reporting purposes, including level 3 fair value measurements. The Chief Financial Officer reports directly to the Board of Directors for these fair value measurements. Discussions of valuation processes and results are held between the Chief Financial Officer and the Board of Directors at least twice a year.

For the unlisted equity securities, the Group will normally engage external valuation experts with the recognised professional qualifications and recent experience to perform the valuations.

For the limited partnership fund, the fund was principally invested in the equity shares intended for listing after the initial public offering, and shares issued by listed companies through private placements. The Group determines the fair value of the fund as at the reporting date based on the reported net asset value of the fund as provided by the fund manager. Given that the underlying equity investments were diversified and each of the underlying investments was immaterial to the Group, no fair value disclosure has been made for the underlying equity investments in the fund.

7. FAIR VALUE MEASUREMENTS (Continued)

(c) Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements at 31 March 2026: (Continued)

For the suspended listed equity securities, trading was suspended due to issues identified in relation to certain transactions, resulting in the absence of observable market data. Accordingly, the investment was classified as level 3 fair value measurement. During the year, the Group engaged external valuation experts with recognised professional qualifications and relevant experience to determine the fair value.

Level 3 fair value measurements

Description	Valuation technique	Unobservable inputs	Range 2026 %	Range 2025 %	Effect on fair value for increase of inputs	Fair value 2026 HK$'000	Fair value 2025 HK$'000
						Assets	
Private equity investments	Discounted cash flows	Weighted average cost of capital	**12.7%**	12.6%	Decrease	**1,569**	3,724
		Long-term revenue growth rate	**2.0%**	2.0%	Increase		
		Discount for lack of marketability	**15.7%**	15.6%	Decrease		
Suspended listed security in Hong Kong	Indexing method & option pricing model	Expected volatility	**31.0%–33.9%**	N/A	Increase	**3,523**	N/A
		Discount for lack of marketability	**6.5%–11.4%**	N/A	Decrease		
Limited partnership fund	Reported net asset value	N/A	**N/A**	N/A	N/A	**5,708**	3,617

8. REVENUE

(a) Disaggregation of revenue from contracts with customers by major service line for the year is as follows:

	2026 HK$'000	2025 HK$'000
Revenue from contracts with customers within the scope of HKFRS 15		
Construction contract income	**17,876**	156,193
Revenue from leases within the scope of HKFRS 16		
Rental income from machinery	**2,242**	2,354
	20,118	158,547

The Group derives revenue from the construction contract and machinery rental over time in the following major service lines and geographical regions:

For the year ended 31 March	Construction contract income		Rental income from machinery		Total	
	2026 HK$'000	2025 HK$'000	2026 HK$'000	2025 HK$'000	2026 HK$'000	2025 HK$'000
Primary geographical markets						
– Hong Kong	**17,876**	156,193	**2,242**	2,354	**20,118**	158,547
Segment Revenue	**17,876**	156,193	**2,242**	2,354	**20,118**	158,547
Timing of revenue recognition						
– Over time	**17,876**	156,193	**2,242**	2,354	**20,118**	158,547

(b) Transaction price allocated to the remaining performance obligation for contracts with customers

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2026 and the expected timing of recognising revenue as follows:

	Construction contracts	
	2026 HK$'000	2025 HK$'000
Within one year	**–**	12,317

9. OTHER INCOME, GAINS/(LOSSES)

	2026	2025
	HK$'000	HK$'000
Gain on disposals of property, plant and equipment	**393**	–
Fair value gain/(loss) on disposals of held for trading securities	**5,711**	(371)
Dividend income	**288**	–
Gain on early termination of leases	**2**	–
Interest income		
– Saving deposits and time deposits	**75**	348
– Debt investments	**128**	410
– Loan receivables	**2,387**	1,167
Others	**848**	829
	9,832	2,383

10. SEGMENT INFORMATION

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

As the Group is principally engaged in the provision of foundation work and machinery rental in Hong Kong, which are subject to similar business risks, and resources are allocated based on what is beneficial to the Group in enhancing the value of the Group as a whole, the Group's chief operating decision maker considers the performance assessment of the Group should be based on the loss before tax of the Group as a whole. Therefore, management considers there to be only one operating segment under the requirements of HKFRS 8 "Operating Segments".

As at 31 March 2026, except for the investment in associates located in the PRC, which amounted to approximately HK$3,373,000 and represented 10.5% of the total non-current assets, no geographical information is presented as all of the Group's business is carried out in Hong Kong and the Group's revenue from external customers is generated and non-current assets are located in Hong Kong during the year.

10. SEGMENT INFORMATION (Continued)

Revenue from major customers

The Group's customer base for whom transactions have exceeded 10% of the total revenue of the Group is as below:

	2026 HK$'000	2025 HK$'000
Customer 1	**11,776**	N/A[1]
Customer 2	**4,418**	97,605
Customer 3	**N/A[1]**	24,369
Customer 4	**N/A[1]**	16,630

[1] The corresponding revenue did not contribute over 10% of total revenue of the Group.

11. FINANCE COSTS

	2026 HK$'000	2025 HK$'000
Interest on:		
– bank borrowings	**1**	33
– lease liabilities	**132**	469
	133	502

12. INCOME TAX EXPENSES

	2026 HK$'000	2025 HK$'000
Current tax – Hong Kong Profits Tax		
Provision for the year	**3**	–
	3	–
Deferred tax (note 34)	**177**	881
	180	881

Under the two-tiered Profits Tax regime, the first HK$2 million of profits of the qualifying group entity established in Hong Kong will be taxed at 8.25%, and profits above that amount will be subject to the tax rate of 16.5%. The profits of the group entities not qualifying for the two-tiered Profit Tax rate regime will continue to be taxed at a rate of 16.5%.

A provision for Hong Kong Profits Tax of approximately HK$3,000 has been made for the year ended 31 March 2026 based on the assessable profits for the year (2025: Nil, as assessable profits were fully offset by tax losses brought forward from prior years).

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

The reconciliation between the income tax expenses and the product of loss before tax multiplied by respective applicable tax rates is as follows:

	2026 HK$'000	2025 HK$'000
Loss before tax	**(22,967)**	(30,270)
Tax at the respective applicable tax rates	**(3,790)**	(4,995)
Tax effect of expenses that are not deductible	**893**	3,849
Tax effect of income that is not taxable	**(60)**	(115)
Tax effect of tax losses not recognised	**4,734**	2,951
Tax effect of utilisation of tax losses previously not recognised	**(300)**	–
Tax effect of share of results of associates	**(181)**	–
Tax effect of temporary differences previously not recognised	**(1,114)**	(809)
Tax concession	**(2)**	–
Income tax expenses	**180**	881

13. LOSS FOR THE YEAR

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

	Note	**2026** **HK$'000**	2025 HK$'000
Allowance/(reversal of) for impairment loss of trade and retention receivables, net		**3,411**	(604)
Reversal of impairment loss of contract assets		**(3,911)**	(2,296)
(Reversal of)/allowance for impairment loss of debt investments and loan and interest receivables		**(1,469)**	2,642
Auditor's remuneration			
– Audit services		**770**	544
– Non-audit services		**–**	120
		770	664
Costs of construction materials	(a)	**13,141**	53,417
Costs of subcontracting fee	(a)	**15,641**	40,902
Depreciation on property, plant and equipment		**1,817**	5,863
Depreciation on right-of-use assets		**453**	1,821
	(b)	**2,270**	7,684
Allowance for impairment loss of property, plant and equipment			
Gain on disposal of property, plant and equipment		**–**	18,534
Operating lease charges			
– Land and buildings	(c)	**1,521**	422
Staff costs including directors' emoluments			
– Salaries, bonuses, allowances and other benefits		**11,156**	21,381
– Retirement benefits scheme contributions		**348**	502
	(d)	**11,504**	21,883

Notes:

(a) The amounts were included in cost of sales for the year.

(b) The amounts included in cost of sales for the year ended 31 March 2026 and 2025 amounted to HK$436,000 and HK$5,836,000 respectively.

(c) The amounts included in cost of sales for the year ended 31 March 2026 and 2025 amounted to HK$1,356,000 and HK$236,000 respectively.

(d) The amounts included in cost of sales for the year ended 31 March 2026 and 2025 amounted to HK$3,763,000 and HK$20,183,000 respectively.

14. EMPLOYEE BENEFITS EXPENSE

	Note	2026 HK$'000	2025 HK$'000
Employee benefits expense:			
Basic salaries, bonuses, allowances and other benefits		**11,156**	21,381
Retirement benefits scheme contributions	(a)	**348**	502
		11,504	21,883

Notes:

(a) Retirement benefits scheme contributions:

The Group operates a mandatory provident fund scheme (the "**MPF Scheme**") under the Hong Kong Mandatory Provident Fund Schemes Ordinance for all qualifying employees in Hong Kong. The Group's contributions to the MPF Scheme are calculated at 5% of the salaries and wages subject to a monthly maximum amount of HK$1,500 per employee and vest fully with employees when contributed into the MPF Scheme. No forfeited contribution is available for use by the Group to reduce the existing level of contributions for the year ended 31 March 2026.

The only obligation of the Group with respect to the MPF Scheme is to make the required contributions under the scheme.

(b) Directors' emoluments:

	Emoluments paid or receivable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking				
For the year ended 31 March 2026	**Fees HK$'000**	**Salaries and allowances HK$'000**	**Discretionary bonuses HK$'000**	**Employer's contribution to a retirement benefit scheme HK$'000**	**Total HK$'000**
Executive Director					
Ms. Liu Ching Man	–	585	–	18	603
Independent Non-executive Directors					
Mr. He Dingding	120	–	–	–	120
Ms. Chan Tsz Hei Sammi	120	–	–	–	120
Mr. Ng Kim Lung (i)	100	–	–	–	100
Mr. Ma Kwok Wah (ii)	20	–	–	–	20
Total	**360**	**585**	**–**	**18**	**963**

14. EMPLOYEE BENEFITS EXPENSE (Continued)

Notes: (Continued)

(b) Directors' emoluments: (Continued)

	Emoluments paid or receivable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking				
For the year ended 31 March 2025	Fees HK$'000	Salaries and allowances HK$'000	Discretionary bonuses HK$'000	Employer's contribution to a retirement benefit scheme HK$'000	Total HK$'000
Executive Director					
Ms. Liu Ching Man	–	540	–	18	558
Independent Non-executive Directors					
Mr. He Dingding	120	–	–	–	120
Ms. Chan Tsz Hei Sammi	120	–	–	–	120
Mr. Ng Kim Lung (i)	120	–	–	–	120
Total	360	540	–	18	918

Notes:

(i) Mr. Ng Kim Lung resigned as an independent non-executive director on 2 February 2026.

(ii) Mr. Ma Kwok Wah was appointed as an independent non-executive director on 2 February 2026.

14. EMPLOYEE BENEFITS EXPENSE (Continued)

Notes: (Continued)

(c) Five highest paid individuals:

There was one director within five highest paid individuals in the Group during the year (2025: nil) whose emoluments are reflected in the analysis presented above. The aggregate emoluments of the four (2025:five) individuals are set out below:

	2026 **HK$'000**	2025 HK$'000
Salaries and other emoluments	**3,974**	4,682
Discretionary bonus	**–**	65
Retirement benefits scheme contributions	**56**	80
	4,030	4,827

The emoluments fell within the following bands:

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

During the year, no emoluments were paid by the Group to any of the directors or the highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

None of the directors waived or agreed to waive any emoluments during the years ended 31 March 2026 and 2025.

(d) Directors' material interests in transactions, arrangements or contracts

No significant transactions, arrangements and contracts in relation to the Group's business to which the Company or any of its subsidiaries was a party and in which the directors of the Company and the director's connected party had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

(e) Director's termination benefits

None of the directors of the Company received any termination benefits during the year ended 31 March 2026 (2025: Nil).

(f) Consideration provided to third parties for making available directors' services

During the year ended 31 March 2026, the Company did not pay considerations to any third parties for making available directors' services (2025: Nil).

(g) Information about loans, quasi-loans and other dealings in favour of directors, bodies corporate controlled by and entities connected with such directors

As at 31 March 2026, there are no loans, quasi-loans or other dealings in favour of the directors, their controlled bodies corporate and the directors' connected entities (2025: Nil).

15. DIVIDENDS

The directors of the Company did not recommend payment of any final dividend for the year ended 31 March 2026 (2025: HK$Nil).

16. LOSS PER SHARE

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

	2026	2025
	HK$'000	HK$'000
Loss attributable to owners of the Company	**(23,147)**	(31,151)

Number of shares	**'000**	'000
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	**828,743**	578,193

The calculation of the basic and diluted loss per share is based on the loss for the year ended 31 March 2026 attributable to owners of the Company and the weighted average number of ordinary shares after adjusting the effect of the placing during the year.

The weighted average number of ordinary shares used as denominators in calculating the basic and diluted loss per share are the same.

17. PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvement HK$'000	Land and buildings HK$'000	Plant and machinery HK$'000	Casing and equipment HK$'000	Motor vehicles HK$'000	Furniture, fixture and office equipment HK$'000	Total HK$'000
Cost							
As at 1 April 2024	331	16,364	36,996	72,343	755	235	127,024
Transfer from right-of-use assets	–	–	–	–	1,473	–	1,473
Additions	–	–	3,342	–	–	–	3,342
As at 31 March 2025 and 1 April 2025	**331**	**16,364**	**40,338**	**72,343**	**2,228**	**235**	**131,839**
Transfer from right-of-use assets	**–**	**–**	**–**	**–**	**1,797**	**–**	**1,797**
Additions	**30**	**–**	**–**	**–**	**–**	**14**	**44**
Disposal	**–**	**–**	**–**	**–**	**(2,485)**	**–**	**(2,485)**
As at 31 March 2026	**361**	**16,364**	**40,338**	**72,343**	**1,540**	**249**	**131,195**
Accumulated Depreciation & Impairment							
As at 1 April 2024	13	1,113	27,422	59,110	612	196	88,466
Transfer from right-of-use assets	–	–	–	–	1,473	–	1,473
Charge for the year	13	650	2,614	2,493	70	23	5,863
Impairment	–	–	7,794	10,740	–	–	18,534
As at 31 March 2025 and 1 April 2025	**26**	**1,763**	**37,830**	**72,343**	**2,155**	**219**	**114,336**
Transfer from right-of-use assets	**–**	**–**	**–**	**–**	**1,797**	**–**	**1,797**
Charge for the year	**18**	**650**	**1,113**	**–**	**15**	**21**	**1,817**
Impairment	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disposal	**–**	**–**	**–**	**–**	**(2,485)**	**–**	**(2,485)**
As at 31 March 2026	**44**	**2,413**	**38,943**	**72,343**	**1,482**	**240**	**115,465**
Carrying amount							
As at 31 March 2026	**317**	**13,951**	**1,395**	**–**	**58**	**9**	**15,730**
As at 31 March 2025	305	14,601	2,508	–	73	16	17,503

As at 31 March 2026, the construction business cash-generating unit ("**CGU**") continued to incur operating losses. Given that the carrying amount of the property, plant and equipment associated with this CGU had been fully impaired to HK$Nil in the prior year, no further impairment loss was recognised during the year (2025: HK$18,534,000). Management also assessed and noted no indicators that the previously recognised impairment loss should be reversed.

18. RIGHT-OF-USE ASSETS

	Motor Vehicles HK$'000	Leased properties HK$'000	Total HK$'000
At 1 April 2024	274	1,784	2,058
Additions	–	273	273
Depreciation	(258)	(1,563)	(1,821)
At 31 March 2025 and 1 April 2025	**16**	**494**	**510**
Depreciation	**(16)**	**(437)**	**(453)**
Disposal	**–**	**(57)**	**(57)**
At 31 March 2026	**–**	**–**	**–**

Lease liabilities of HK$49,000 (2025: HK$1,063,000) are recognised with no balance of related right-of-use assets (2025: HK$510,000) as at 31 March 2026, as the remaining leased assets were fully depreciated or disposed of during the year. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

	2026 HK$'000	2025 HK$'000
Depreciation expenses on right-of-use assets	**453**	1,821
Interest expense on lease liabilities (included in finance cost)	**132**	469
Expenses relating to short-term lease (included in contract assets, cost of goods sold and administrative)	**4,168**	422

Details of total cash outflow for leases is set out in note 39(c).

19. INVESTMENTS IN SUBSIDIARIES

Particulars of the subsidiaries as at 31 March 2026 are as follows:

Name	Place of incorporation/ registration and operation	Particular of issued share capital	Percentage of ownership interest/voting power/ profit sharing Direct	Indirect	Principal Activities
Everest Enterprise Company Limited ("**Everest Enterprise**")	BVI	US$100	100%	–	Investing holding
Triangular Force Construction Engineering Limited ("**Triangular Force**")	Hong Kong	HK$10,000	–	100%	Provision of foundation works and machinery rental services
TMP Machinery Engineering Limited ("**TMP Machinery**")	Hong Kong	HK$10,000	–	100%	Provision of management service for construction work
Longson Enterprise Development Company Limited ("**Longson**")	Hong Kong	HK$2,000	–	100%	Provision of machinery rental service and investment in securities
Goldstone International Investment Development Company Limited ("**GIIDCL**") (formerly known as Goldstone Communications Limited)	Hong Kong	HK$100	100%	–	Public relation services, brand building and marketing services
Goldstone Finance Limited ("**GFL**")	Hong Kong	HK$1,000,000	100%	–	Money lending business
Consumption Link Digital Technology Limited (formerly known as Goldstone Industrial (HK) Limited)	Hong Kong	HK$1	–	100%	Trading of catering supplies
Goldstone Global Enterprise Limited	Hong Kong	HK$100	–	100%	Investment holding
Goldstone Forex Investment (Shenzhen) Limited	The PRC	RMB 3,000,000	–	100%	Investment holding
Greater Bay Area Development Group Limited ("**GBA**")	Hong Kong	HK$10,000,000	100%	–	Investment in securities

20. INVESTMENT IN ASSOCIATES

	2026 HK$'000	2025 HK$'000
Unlisted investments:		
Share of net assets	**7,022**	–

Details of the Group's associates at 31 March 2026 are as follows:

Name		Place of incorporation/ registration	Issued and paid up capital	Percentage of ownership interest/ voting right	Principal activities
Goldstone (Philippines) Development Limited		Hong Kong	20 ordinary shares of HK$1 each	20%	Dormant
Golden Wilson Limited	(a)	Hong Kong	51 ordinary shares of HK$1 each	51%	Operation of beverage shops
Ocean Total Limited	(a)	Hong Kong	51 ordinary shares of HK$1 each	51%	Operation of beverage shops
Sheen Century Limited		Hong Kong	490 ordinary shares of HK$1 each	49%	Operation of beverage shops
Winning Sky Global Limited		Hong Kong	4,900 ordinary shares of HK$1 each	49%	Operation of beverage shops
Harbour Strong Limited		Hong Kong	490 ordinary shares of HK$1 each	49%	Operation of beverage shops
Syn Aura Co Limited		Hong Kong	9,800 ordinary shares of HK$1 each	49%	Operation of beverage shops
廣州椰語時光餐飲管理有限公司 (Guangzhou Coconut Time Catering Management Co., Ltd.*)		PRC	Registered capital of RMB 98,000	49%	Operation of beverage shops
深圳市華紅餐飲有限公司 (Shenzhen Huahong Catering Co., Ltd.*)		PRC	Registered capital of RMB 49,000	49%	Operation of beverage shops
深圳市悦茶椰灣餐飲管理有限公司 (Shenzhen Yuecha Coconut Bay Catering Management Co., Ltd.*)		PRC	Registered capital of RMB 245,000	49%	Operation of beverage shops
深圳市華火餐飲有限公司 (Shenzhen Huahuo Catering Co., Ltd.*)		PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops
藍兄緣餐飲(東莞市)有限公司 (Lanxiongyuan Catering (Dongguan) Co., Ltd.*)		PRC	Registered capital of RMB 163,200	49%	Operation of beverage shops
東莞市金椰茗軒餐飲有限公司 (Dongguan Jinye Mingxuan Catering Co., Ltd.*)		PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops
東莞藍兄弟餐飲管理有限公司 (Dongguan Lanxiongdi Catering Management Co., Ltd.*)		PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops

20. INVESTMENT IN ASSOCIATES (Continued)

Name	Place of incorporation/ registration	Issued and paid up capital	Percentage of ownership interest/ voting right	Principal activities
黃石茶韻餐飲服務有限公司 (Huangshi Chayun Catering Service Co., Ltd.*)	PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops
廣州喜驥餐飲管理有限公司 (Guangzhou Xiji Catering Management Co., Ltd.*)	PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops
東莞市藍鑫餐飲有限公司 (Dongguan Lanxin Catering Co., Ltd.*)	PRC	Registered capital of RMB 24,500	49%	Operation of beverage shops

* The English name of these companies are used for identification purpose only. The official name of this entity is in Chinese.

(a) Although the Group holds 51% of the voting rights in these two entities, management has assessed that the Group does not control these entities but exercises significant influence. Accordingly, these entities are classified as associates and are accounted for using the equity method. For details, refer to Note 5(c).

All associates are considered immaterial to the Group.

As at 31 March 2026, the bank and cash balances of the Group' associates in the PRC denominated in Renminbi ("**RMB**") amounted to HK$27,000 (2025: HK$Nil). Conversion of RMB into foreign currencies is subject to the PRC's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations.

As at 31 March 2026, all the associates did not have any significant commitment or contingent liabilities (2025: Nil).

21. FINANCIAL ASSETS AT FVTOCI

	2026 HK$'000	2025 HK$'000
Financial assets at FVTOCI:		
Unlisted equity securities (note (i))	**1,569**	3,724
Limited partnership fund (note (ii))	**5,708**	3,617
	7,277	7,341
Analysed as:		
Non-current assets	**7,277**	7,341

The financial assets at FVTOCI are denominated in HK$.

The Directors of the Company irrevocably elected to classify these investments as equity instruments at FVTOCI, as they believe reflecting short-term fair value changes in profit or loss would not align with the Group's long-term investment strategy or its focus on maximizing performance over time.

Notes:

(i) It represents investment in Central Champion Holding Limited incorporated in BVI and owned 14.23% (2025: 14.23%) equity interests in that company. The Group is unable to exercise significant influence over that company and the investment is classified as financial assets at FVTOCI.

(ii) It represents investment in Goldstone 1 LPF incorporated in Hong Kong and owned 8.01% (2025: 6.29%) equity interest in that fund. The Group is unable to exercise significant influence over that company and the investment is classified as financial assets at FVTOCI.

22. TRADE AND RETENTION RECEIVABLES

	Note	2026 HK$'000	2025 HK$'000
Trade receivables	(a)	**12,788**	23,994
Allowance for impairment loss		**(10,753)**	(7,912)
		2,035	16,082
Retention receivables (note)	(b)	**9,689**	9,053
Allowance for impairment loss		**(6,222)**	(5,652)
		3,467	3,401
		5,502	19,483

Note: Retention receivables are included in current assets as the Group expects to realise these within its normal operating cycles.

(a) The Group receives progress billings from contract customers. The credit terms generally range from 30 to 60 days from the date of billing. Application for progress payment of contract works is made on a regular basis. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by directors.

The ageing analysis of trade receivables, based on the progress payment, and net of allowance for impairment loss is as follows:

	2026 HK$'000	2025 HK$'000
0 to 30 days	**626**	4,072
31 to 60 days	**–**	5,685
61 to 90 days	**–**	–
Over 90 days	**1,409**	6,325
	2,035	16,082

Movement in allowance for impairment loss of trade receivables is as follows:

	HK$'000
At 1 April 2024	11,575
Reversal of allowance for the year	(2,457)
Written off	(1,206)
At 31 March 2025 and 1 April 2025	**7,912**
Allowance for the year	**2,841**
At 31 March 2026	**10,753**

The carrying amounts of the Group's trade receivables are denominated in HK$.

22. TRADE AND RETENTION RECEIVABLES (Continued)

(b) The ageing analysis of retention receivables based on invoice date, and net of allowance for impairment loss is as follows:

	2026 HK$'000	2025 HK$'000
Within 1 year	**3,467**	3,401

Movement in allowance for impairment loss of retention receivables is as follows:

	HK$'000
At 1 April 2024	3,799
Allowance for the year	1,853
At 31 March 2025 and 1 April 2025	**5,652**
Allowance for the year	**570**
At 31 March 2026	**6,222**

The carrying amounts of the Group's retention receivables are denominated in HK$.

23. CONTRACT ASSETS

	2026 HK$'000	2025 HK$'000
Contract assets arising from:		
Performance under construction contracts	**4,856**	6,852
Less: Allowance for impairment loss	**(423)**	(387)
	4,433	6,465
Retention receivables from contracts with customers	**10,124**	20,190
Less: Allowance for impairment loss	**(5,268)**	(9,215)
	4,856	10,975
	9,289	17,440

As at 31 March 2026, all contract assets were expected to be billed within one year (2025: one year).

23. CONTRACT ASSETS (Continued)

Movement in allowance for impairment loss of contract assets is as follows:

	HK$'000
At 1 April 2024	12,716
Reversal of allowance for the year	(2,296)
Written off	(818)
At 31 March 2025 and 1 April 2025	**9,602**
Reversal of allowance for the year	**(3,911)**
At 31 March 2026	**5,691**

Amounts relating to contract assets are balances due from customers under construction contracts that arise when the Group receives payments from customers in line with a series of performance related milestones. Additionally, the Group typically agrees 6 months – 1 year retention period for 5% of the contract sum, which is kept in contract assets until the end of the retention period as the Group's entitlement to it is conditional on the Group's work satisfactorily passing inspection.

The contract assets primarily relate to the Group's rights to consideration for work completed but not yet billed at the year-end date.

24. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	2026 **HK$'000**	2025 HK$'000
Prepayments	**758**	10,337
Other receivables	**9,925**	13,485
Total deposits, prepayments and other receivables	**10,683**	23,822
Analyzed as:		
Current assets	**10,683**	21,595
Non-current assets	**–**	2,227
	10,683	23,822

25. HELD FOR TRADING SECURITIES

	2026 HK$'000	2025 HK$'000
Equity securities, at fair value		
Listed in Hong Kong	**28,624**	16,546
Listed outside Hong Kong	**1,417**	–
Suspended listed securities in Hong Kong	**3,523**	–
Total equity securities	**33,564**	16,546

The carrying amount of the above financial assets are mandatorily measured at fair value through profit or loss in accordance with HKFRS 9.

The investments included above represent investments in listed equity securities that offer the Group the opportunity for return through dividend income and fair value gains. Except for the suspended listed securities, the fair values of listed securities are based on current bid prices in active markets. The fair value of the suspended listed securities is determined using appropriate valuation techniques as disclosed in note 7(c).

26. LOAN AND INTEREST RECEIVABLES

		2026 HK$'000	2025 HK$'000
Fixed rate loan and interest receivables,			
Secured loans		**966**	–
Unsecured loans		**21,120**	19,603
– Guaranteed loans		**–**	8,147
– Other unsecured loans		**21,120**	11,456
	(i)	**22,086**	19,603
Less: Allowance for impairment loss	(ii)	**(1,110)**	(1,418)
Fixed rate loan and interest receivables, net		**20,976**	18,185
Analyzed as:			
Current assets		**18,793**	18,185
Non-current assets		**2,183**	–
		20,976	18,185

Goldstone Finance Limited ("**GFL**"), a subsidiary of the Group, obtained a money lending license since 2025. GFL provides loan facilities exclusively to corporate borrowers. The loan portfolio comprises both secured and unsecured loans, carrying fixed interest rates ranging from 6% to 38.4% per annum (2025: 6% to 36% per annum) with maturities of up to two years (2025: one year). As at 31 March 2026, secured loans amounted to HK$872,000 (2025: Nil), and the Group had undrawn loan commitments of HK$8,000,000 (2025: Nil).

26. LOAN AND INTEREST RECEIVABLES (Continued)

(i) The movement of gross balance of loan and interest receivables is as follows:

	Stage 1 HK$'000	Stage 3 HK$'000	Total HK$'000
At 1 April 2024	5,039	–	5,039
Amounts originated	23,522	–	23,522
Amounts recovered or repaid during the year	(8,958)	–	(8,958)
At 31 March 2025 and 1 April 2025	**19,603**	**–**	**19,603**
Amounts originated	**28,887**	**–**	**28,887**
Amounts transferred from stage 1 to Stage 3	**(1,064)**	**1,064**	**–**
Amounts recovered or repaid during the year	**(26,306)**	**(98)**	**(26,404)**
At 31 March 2026	**21,120**	**966**	**22,086**

(ii) Movement in allowance for impairment loss of loan and interest receivables is as follows:

	Stage 1 HK$'000	Stage 3 HK$'000	Total HK$'000
At 1 April 2024	–	–	–
Allowance for impairment loss	1,418	–	1,418
At 31 March 2025 and 1 April 2025	**1,418**	**–**	**1,418**
(Reverse of)/allowance for impairment loss, net	**(1,274)**	**966**	**(308)**
At 31 March 2026	**144**	**966**	**1,110**

The loan and interest receivables are due for settlement at the date specified in the respective loan agreements.

27. DEBT INVESTMENTS

		2026 HK$'000	2025 HK$'000
At amortised cost			
Bond		**–**	1,165
Promissory notes	(i)	**10,028**	2,740
		10,028	3,905
Less: Allowance for impairment loss	(ii)	**(114)**	(1,224)
		9,914	2,681
Analyzed as:			
Current assets		**9,914**	2,681

(i) As at 31 March 2026, the Group subscribed to two promissory notes (2025: two) issued by private entities in Hong Kong. The promissory notes are unsecured and carried fixed interest rates ranging from 6% to 12% (2025: 12%) per annum, with maturity dates ranging from 16 May 2026 to 26 November 2026.

Certain promissory notes are supported by personal guarantees provided by the shareholders of the respective issuers.

27. DEBT INVESTMENTS (Continued)

(ii) Movement in allowance for impairment loss of loan and interest receivable is as follows:

	Stage 1 HK$'000	**Total** HK$'000
At 1 April 2024	–	–
Allowance for impairment loss	1,224	1,224
At 31 March 2025 and 1 April 2025	**1,224**	**1,224**
Reversal of allowance for impairment loss, net	**(1,011)**	**(1,011)**
Amounts written off during the year	**(99)**	**(99)**
At 31 March 2026	**114**	**114**

28. BANK AND CASH BALANCES

The carrying amounts of the Group's bank and cash balances are denominated in the following currencies:

	2026 **HK$'000**	2025 HK$'000
HK$	**11,726**	13,597
RMB	**69**	–
	11,795	13,597

As at 31 March 2026, the bank and cash balances of the Group denominated in Hong Kong dollars amounted to HK$11,726,000 (2025: HK$13,597,000).The bank and cash balances of the Group's subsidiaries in the PRC denominated in RMB amounted to HK$69,000 (2025: Nil). Conversion of RMB into HK$ is subject to the PRC's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations.

29. TRADE AND RETENTION PAYABLES

	Note	**2026** **HK$'000**	2025 HK$'000
Trade payables	(a)	**8,351**	16,004
Retention payables	(b)	**–**	131
		8,351	16,135

29. TRADE AND RETENTION PAYABLES (Continued)

Note: Retention payables are included in current liabilities as the Group expects to realise these within its normal operating cycles.

(a) The ageing analysis of trade payables, based on the invoice date, is as follows:

	2026 HK$'000	2025 HK$'000
0 to 30 days	**–**	1,009
31 to 60 days	**–**	1
61 to 90 days	**64**	1
Over 90 days	**8,287**	14,993
	8,351	16,004

The carrying amounts of the Group's trade payables are denominated in HK$.

(b) Retention payables from sub-contractors of contract works are released by the Group after the completion of maintenance period of the relevant contracts or in accordance with the terms specified in the relevant contracts.

The carrying amounts of the Group's retention payables are denominated in HK$.

30. ACCRUALS AND OTHER PAYABLES

	2026 HK$'000	2025 HK$'000
Accruals	**1,559**	2,968
Other payables	**5,524**	1,234
	7,083	4,202

31. DUE TO ASSOCIATES

	2026 HK$'000	2025 HK$'000
Due to associates	**651**	–

These balances are denominated in HK$, and are unsecured, interest-free and have no fixed repayment terms.

32. BANK BORROWINGS

	2026 HK$'000	2025 HK$'000
Bank borrowings – unsecured	**–**	206

The bank borrowings, which were denominated in HK$, were repaid during the year.

The bank borrowings were arranged at fixed rates and exposed the Group to fair value interest rate risk. At 31 March 2026, the average interest rate of the bank borrowings was nil (2025: 3% per annum).

33. LEASE LIABILITIES

	Minimum lease payments		Present value of minimum lease payments	
	2026 HK$'000	2025 HK$'000	**2026 HK$'000**	2025 HK$'000
Within one year	**50**	1,147	**49**	1,014
In the second year	**–**	50	**–**	49
In the third to fifth years, inclusive	**–**	–	**–**	–
	50	1,197	**49**	1,063
Less: Future finance charges	**(1)**	(134)	**–**	–
Present value of lease obligations	**49**	1,063	**49**	1,063
Less: Amount due for settlement within 12 months (shown under current liabilities)			**(49)**	(1,014)
Amount due for settlement after 12 months			**–**	49

All lease liabilities are denominated in HK$.

34. DEFERRED TAX

The following are the deferred tax assets/(liabilities) recognised by the Group:

	Accelerated tax depreciation HK$'000	Tax losses HK$'000	Total HK$'000
As at 1 April 2024	(3,523)	4,428	905
Credit/(charge) for the year (note 12)	3,547	(4,428)	(881)
As at 31 March 2025 and 1 April 2025	**24**	**–**	**24**
Charge for the year (note 12)	**(177)**	**–**	**(177)**
As at 31 March 2026	**(153)**	**–**	**(153)**

The following is the analysis of the deferred tax balances for consolidated statement of financial position purposes:

	2026 HK$'000	2025 HK$'000
Deferred tax assets	**–**	324
Deferred tax liabilities	**(153)**	(300)
	(153)	24

At the end of the reporting period, the Group has estimated unused tax losses of approximately HK$68,171,000 (2025: HK$39,684,000) available for offset against future profits. No deferred tax asset has been recognised (2025: HK$Nil) of such losses. Unused tax losses may be carried forward indefinitely.

35. SHARE CAPITAL

	Note	**2026** Number of shares	**2026** Amount HK$'000	2025 Number of shares	2025 Amount HK$'000
Authorised:					
At the end of the reporting period, ordinary shares of HK$0.01 each for 2024, 2025 and 2026 respectively		**45,000,000,000**	**450,000**	45,000,000,000	450,000
Issued and fully paid:					
At the end of the reporting period, ordinary shares of HK$0.01 each for 2024 and 2025 respectively		**719,987,379**	**7,200**	480,003,445	4,800
Issuance of shares upon rights issue	(i)	**–**	**–**	60,123,934	601
Issuance of shares upon placement	(ii)	**–**	**–**	179,860,000	1,799
Issuance of shares upon placement	(iii)	**96,000,689**	**960**	–	–
Issuance of shares upon placement	(iv)	**143,997,475**	**1,440**	–	–
At the end of the reporting period, ordinary shares of HK$0.01 each for 2025 and 2026 respectively		**959,985,543**	**9,600**	719,987,379	7,200

Notes:

(i) On 20 November 2024, the Company issued 60,123,934 ordinary shares upon completion of the rights issue on the basis of 1 rights share for 2 existing ordinary shares held by shareholders of the Company at a subscription price of HK$0.1 per rights share. The net proceeds after deducting related expenses of approximately HK$250,000 were approximately HK$5,762,000.

(ii) On 20 November 2024, the Company issued 179,860,000 ordinary shares upon completion of the placing. The placing shares have been successfully placed by the placing agent to not less than six placees at the placing price of HK$0.1 per placing share. The net proceeds after deducting related expenses of approximately HK$630,000 were approximately HK$17,356,000.

(iii) On 28 July 2025, the Company issued 96,000,689 ordinary shares upon completion of the placing. The placing shares has been successfully placed at the price of HK$0.11 per placing share. The net proceeds after deducting related expenses of approximately HK$146,000 were approximately HK$10,414,000.

(iv) On 11 December 2025, the Company issued 143,997,475 ordinary shares upon completion of the placing. The placing shares has been successfully placed at the price of HK$0.1 per placing share. The net proceeds after deducting related expenses of approximately HK$168,000 were approximately HK$14,232,000.

35. SHARE CAPITAL (Continued)

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maximise the return to the shareholders through the optimisation of the debt and equity balance.

The Group sets the amount of capital in proportion to risk. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the payment of dividends, issue new shares, buy-back shares, raise new debts, redeem existing debts or sell assets to reduce debts.

The Group monitors capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt divided by total equity. Total debt comprises lease liabilities and bank borrowings. Adjusted capital comprises all components of equity, retained earnings and other reserves except for non-controlling interests.

The externally imposed capital requirements for the Group is to maintain its listing on the Stock Exchange it has to have a public float of at least 25% of the shares. As at 31 March 2026 and 31 March 2025, over 25% of the shares were in public hands.

The debt-to-adjusted capital ratios at 31 March 2026 and at 31 March 2025 were as follows:

	2026 **HK\$'000**	2025 HK\$'000
Lease liabilities	**49**	1,063
Bank borrowings	**–**	206
Less: cash and cash equivalents	**(11,795)**	(13,597)
Net (cash)/debts	**(11,746)**	(12,328)
Adjusted capital	**115,612**	115,526
Debt-to-adjusted capital ratio	**N/A***	N/A*

* As at 31 March 2026, bank and cash equivalents amounted to approximately HK$11,795,000 (2025: HK$13,597,000), which exceed total debt of approximately HK$11,746,000 (2025: HK$12,328,000). Accordingly, there was no net debt at 31 March 2026 and 2025 and calculation of debt-to-equity ratio at 31 March 2026 and 2025 is not meaningful.

36. STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY

(a) Statement of financial position of the Company

	Note	2026 HK$'000	2025 HK$'000
Non-current assets			
Financial assets at FVTOCI		**5,708**	3,617
Investment in subsidiaries		**8,044**	11,001
		13,752	14,618
Current assets			
Prepayment		**4,789**	9,402
Debt investments		**9,914**	2,682
Held for trading securities		**29,593**	12,654
Due from subsidiaries		**56,634**	44,855
Bank and cash balances		**3,277**	1,681
		104,207	71,274
Current liabilities			
Due to a subsidiary		**8,053**	1
Accruals		**385**	485
Current tax liabilities		**2**	–
		8,440	486
Net current assets		**95,767**	70,788
NET ASSETS		**109,519**	85,406
Capital and reserves			
Share capital	35	**9,600**	7,200
Reserves	37(b)	**99,919**	78,206
TOTAL EQUITY		**109,519**	85,406

Approved by the Board of Directors on 23 June 2026 and are signed on its behalf by:

Ms. Liu Ching Man *Executive Director*	**Mr. He Dingding** *Independent non-executive Director*

36. STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (Continued)

(b) Reserve movement of the Company

	Share premium HK$'000 (note 37(b)(i))	Financial assets at FVTOCI reserve HK$'000 (note 37(b)(iii))	Capital Reserve HK$'000 (note 37(b)(iv))	Accumulated losses HK$'000	Total HK$'000
As at 1 April 2024	44,720	–	36,656	(16,978)	64,398
Issuance of shares upon rights issue (note 35(i))	5,411	–	–	–	5,411
Transaction costs on issuance of shares upon rights issue (note 35(i))	(250)	–	–	–	(250)
Issuance of shares upon placing (note 35(ii))	16,187	–	–	–	16,187
Transaction costs on issuance of shares upon placing (note 35(ii))	(630)	–	–	–	(630)
Total comprehensive income for the year	–	152	–	(7,062)	(6,910)
Change in the equity for the year	20,718	152	–	(7,062)	13,808
As at 31 March 2025 and 1 April 2025	**65,438**	**152**	**36,656**	**(24,040)**	**78,206**
Issuance of shares upon placing (note 35(iii)) (note 35(iv))	**22,560**	**–**	**–**	**–**	**22,560**
Transaction costs on issuance of shares upon placing (note 35(iii)) (note 35(iv))	**(314)**	**–**	**–**	**–**	**(314)**
Total comprehensive income for the year	**–**	**591**	**–**	**(1,124)**	**(533)**
Change in the equity for the year	**22,246**	**591**	**–**	**(1,124)**	**21,713**
As at 31 March 2026	**87,684**	**743**	**36,656**	**(25,164)**	**99,919**

37. RESERVES

(a) Reserves of the Group

The amounts of the Group's reserves and the movements therein are presented in the consolidated statement of profit or loss and other comprehensive income and consolidated statement of changes in equity.

(b) Nature and purpose of reserves

(i) Share premium

Under the Companies Law of the Cayman Islands, the funds in the share premium account of the Company are distributable to the shareholders of the Company provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as they fall due in the ordinary course of business.

(ii) Merger reserve

The merger reserve represented the aggregate of paid-in capital of Triangular Force, TMP Machinery and Longson, subsidiaries of the Company, of 10,000, 10,000 and 2,000 ordinary shares of HK$1 each respectively.

(iii) Financial assets at FVTOCI reserve

The financial assets at reserve comprises the cumulative net change in the fair value of financial assets as held at the end of the reporting period and is dealt with in accordance with the accounting policy in note 4(i) to the consolidated financial statements.

(iv) Capital reserve

The capital reserve represents the capital reduction, share premium reduction and share sub-division of the Company on 5 July 2023.

38. SHARE-BASE PAYMENTS

Equity-settled share option scheme

The Company adopted a share option scheme on 25 April 2024 (the "**Share Option Scheme**") as approved by the shareholders of the Company (the "**Shareholders**") by way of poll. Subject to the terms therein, the Share Option Scheme shall remain in force for 10 years from its adoption date. After such period, no further share options will be granted, but the provisions of the Share Option Scheme shall remain in full force and effect to the extent necessary to give effect to the exercise of any share options granted prior thereto or otherwise as may be required in accordance with the provisions of the Share Option Scheme.

The purpose of the Share Option Scheme is to enable the Company to grant share options to selected eligible participants as incentives and/or rewards for their contribution or potential contribution to the Company. Eligible participants include directors and employees (full-time or part-time) of the Company or any of its subsidiaries who in the sole discretion of the Board has contributed or will contribute to the Group.

38. SHARE-BASE PAYMENTS (Continued)

Equity-settled share option scheme (Continued)

The maximum number of shares of the Company in respect of which options may be granted under the Share Option Scheme and any other schemes of the Company shall not, in aggregate, exceed 48,000,344 shares (representing 10% of the shares in issue as at the Adoption Date), unless otherwise approved by the Shareholders. The maximum number of Shares issuable to each eligible participant under the Share Option Scheme within any 12-month period is limited to 1% of the shares in issue at any time, and any further grant of share options in excess of this limit is subject to the shareholders' approval in a general meeting. No service provider sublimit had been adopted under the Share Option Scheme.

The offer of a grant of share options may be accepted within 7 days from the date of offer, upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period (which is usually not less than 12 months) and ends on a date which is not later than 10 years from the date of the offer of the share options or the expiry date of the Share Option Scheme, if earlier.

The exercise price of the share options is determinable by the directors, but may not be less than the highest of (i) the closing price of the shares of the Company on the Stock Exchange on the date of the offer of the share options; (ii) the average of the closing prices of the Shares as shown in the daily quotations sheets of the Stock Exchange for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Shares on the date of the offer.

As at 31 March 2026, no share option was granted, exercised, expired or lapsed and there was no outstanding share option under the Share Option Scheme.

39. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Major non-cash transactions

Additions to right-of-use assets during the year of HK$Nil (2025: HK$273,000) were financed by lease liabilities.

(b) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

	1 April 2025 HK$'000	Cash flows HK$'000	Interest expenses HK$'000	Disposal HK$'000	31 March 2026 HK$'000
Bank borrowings (note 32)	206	(207)	1	–	–
Lease liabilities (note 33)	1,063	(1,087)	132	(59)	49
	1,269	(1,294)	133	(59)	49

39. NOTES TO THE STATEMENT OF CASH FLOWS (Continued)

(b) Reconciliation of liabilities arising from financing activities (Continued)

	1 April 2024 HK$'000	Entering new leases HK$'000	Cash flows HK$'000	Interest expenses HK$'000	31 March 2025 HK$'000
Bank borrowings (note 32)	1,077	–	(904)	33	206
Lease liabilities (note 33)	2,955	273	(2,634)	469	1,063
	4,032	273	(3,538)	502	1,269

(c) Total cash outflow for leases

	2026 HK$'000	2025 HK$'000
Within operating cash flows	**4,168**	422
Within financing cash flows	**1,087**	2,634
	5,255	3,056

These amounts relate to the following:

	2026 HK$'000	2025 HK$'000
Lease rental paid	**5,255**	3,056

40. CAPITAL COMMITMENTS

As at 31 March 2026, the Group did not have any significant contractual and capital commitments.

41. LEASE COMMITMENTS

The Group as lessee

The Group regularly entered into short-term leases for offices. The outstanding lease commitments relating to short-term leases for offices is HK$384,000 (2025: HK$288,000).

42. RELATED PARTY TRANSACTIONS

(a) The remuneration of directors and other members of key management during the year were as follow:

	2026 HK$'000	2025 HK$'000
Short term benefits	**2,115**	2,070
Retirements benefit scheme contribution	**36**	36
	2,151	2,106

(b) In addition to those related party transactions and balances disclosed elsewhere in the consolidated financial statements, the Group had the following transaction with its related parties during the year:

	2026 HK$'000	2025 HK$'000
Sales of catering supplies to associates	**264**	–
	264	–

43. CONTINGENT LIABILITIES

As at 31 March 2026 and 2025, the Group were exposed to the liabilities under the Employees' Compensation Ordinance (Cap.282 of the Laws of Hong Kong) and common law for injuries at work in respect of all their employees. During the year, all the construction projects were covered by the employees' compensation insurance and contractors' all risk insurance taken out by the main contractors of the construction projects the Group participated in. Such insurance policies covered and protected all employees of the Group of all tiers working in the relevant construction sites.

An indirectly owned subsidiary of the Company continued to be involved in a litigation, which arose in prior year, relating to an alleged breach of contract. The subsidiary has claimed against the defendants for recovery of fees and expenses of approximately HK$21,519,000, while the defendants have lodged a counter-claim against the subsidiary for loss and damage of approximately HK$15,050,000.

As at 31 March 2026, the pleadings of the case have been closed and witness statements have been filed. After considering the current status of the dispute and the opinion from the legal counsels, the Directors of the Company were of the view that it is premature to evaluate the outcome of the case and therefore no provision should be recognised as at 31 March 2026.

Save as disclosed herein, the Group had no other significant contingent liabilities as at 31 March 2026.

Financial Summary

The consolidated results, assets and liabilities of the Group for the last five financial years, as extracted from the published audited financial statements are summarised below.

	2026 **HK$'000**	2025 HK$'000	2024 HK$'000	2023 HK$'000	2022 HK$'000
RESULTS					
REVENUE	**20,118**	158,547	139,969	135,099	146,737
(LOSS)/PROFIT BEFORE TAX	**(22,967)**	(30,270)	7,127	(27,886)	(42,331)
INCOME TAX (EXPENSE)/CREDIT	**(180)**	(881)	490	797	4,535
(LOSS)/PROFIT FOR THE YEAR	**(23,147)**	(31,151)	7,617	(27,089)	(37,796)
ASSETS AND LIABILITIES					
NON-CURRENT ASSETS	**32,212**	27,605	47,446	65,163	56,055
NET CURRENT ASSETS	**83,403**	87,970	76,858	10,324	111
NON-CURRENT LIABILITIES	**(153)**	(49)	(923)	(3,197)	(5,640)
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY	**115,462**	115,526	123,381	72,622	50,526