



華富建業國際金融有限公司

QUAM PLUS INTERNATIONAL FINANCIAL LIMITED

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

Stock Code 股份代號: 952

迎變而生
FLOURISH 創新立業
IN THE CHANGING
WORLD

2025 年報
ANNUAL REPORT



This report is printed on environmentally friendly paper 本報告以環保紙印製



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Definitions

| | | |
|-----------------------------|-------|--|
| "Audit Committee" | means | the audit committee of the Company |
| "Board" | means | the board of Directors |
| "Bye-laws" | means | the bye-laws of the Company, as amended from time to time |
| "China Oceanwide" | means | China Oceanwide Holdings Limited (in liquidation), a company incorporated in Bermuda with limited liability and an indirect subsidiary of Oceanwide Holdings, the shares of which were previously listed on the Stock Exchange and were delisted in April 2025 |
| "Company" | means | Quam Plus International Financial Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (Stock code: 952) |
| "Corporate Governance Code" | means | the Corporate Governance Code as set out in Appendix C1 of the Listing Rules |
| "Director(s)" | means | the director(s) of the Company |
| "Executive Committee" | means | the executive committee of the Company |
| "Group" | means | the Company and its subsidiaries |
| "HK\$" | means | Hong Kong dollars, the lawful currency of Hong Kong |
| "Hong Kong" | means | the Hong Kong Special Administrative Region of the PRC |
| "Listing Rules" | means | the Rules Governing the Listing of Securities on the Stock Exchange |
| "Model Code" | means | the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 of the Listing Rules |
| "Mr. HAN" | means | Mr. HAN Xiaosheng, the Co-Chairman of the Board and executive Director |
| "Mr. LAM" | means | Mr. Kenneth LAM Kin Hing, the Co-Chairman of the Board, executive Director and Chief Executive Officer of the Group |
| "Nomination Committee" | means | the nomination committee of the Company |
| "Oceanwide Holdings" | means | Oceanwide Holdings Co., Ltd.* (泛海控股股份有限公司), a joint stock company incorporated in the PRC with limited liability, the shares of which were previously listed on the Shenzhen Stock Exchange and were delisted in February 2024 |
| "Oceanwide Holdings IF" | means | Oceanwide Holdings International Financial Development Co., Ltd., a company incorporated in the British Virgin Islands with limited liability and an indirect wholly-owned subsidiary of Oceanwide Holdings |
| "PRC" | means | the People's Republic of China, which for the purpose of this annual report, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| "Quam Tonghai Holdings" | means | Quam Tonghai Holdings Limited, a company incorporated in Hong Kong with limited liability, which is beneficially owned as to 51% by Mr. LAM and 49% by Mr. HAN |
| "Remuneration Committee" | means | the remuneration committee of the Company |
| "SFO" | means | the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) |
| "Share(s)" | means | ordinary share(s) in the share capital of the Company |
| "Shareholder(s)" | means | holder(s) of the Shares |
| "Share Award Scheme" | means | the Restricted Share Award Scheme of the Company adopted on 19 August 2010 |
| "Share Option Scheme" | means | the Share Option Scheme of the Company adopted on 23 September 2020 |
| "Stock Exchange" | means | The Stock Exchange of Hong Kong Limited |
| "US\$" | means | United States dollars, the lawful currency of U.S. |
| "U.S." | means | the United States of America |
| "%" | means | per cent. |

For the purpose of this annual report, unless otherwise specified or the context requires otherwise, "" denotes an English translations of a Chinese name and is for identification purposes only. In the event of any inconsistency, the Chinese names shall prevail.*



Corporate Information

BOARD OF DIRECTORS

Executive Directors

Mr. HAN Xiaosheng (Co-Chairman)
Mr. Kenneth LAM Kin Hing (Co-Chairman and
Chief Executive Officer)
Mr. LIU Hongwei

Non-Executive Director

Mr. WANG Liuqi

Independent Non-executive Directors

Mr. Roy LO Wa Kei
Mr. LIU Jipeng
Ms. Cindy KONG Siu Ching

AUDIT COMMITTEE

Chairman: Mr. Roy LO Wa Kei
Members: Mr. LIU Jipeng
Ms. Cindy KONG Siu Ching

EXECUTIVE COMMITTEE

Chairman: Mr. Kenneth LAM Kin Hing
Vice-Chairman: Mr. HAN Xiaosheng
Member: Mr. LIU Hongwei

NOMINATION COMMITTEE

Chairman: Mr. HAN Xiaosheng
Members: Mr. Kenneth LAM Kin Hing
Mr. Roy LO Wa Kei
Mr. LIU Jipeng
Ms. Cindy KONG Siu Ching

REMUNERATION COMMITTEE

Chairman: Mr. LIU Jipeng
Members: Mr. LIU Hongwei
Ms. Cindy KONG Siu Ching

COMPANY SECRETARY

Ms. Hortense CHEUNG Ho Sze

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

5/F and 24/F (Rooms 2401 and 2412)
Wing On Centre
111 Connaught Road Central
Hong Kong

AUDITOR

HLB Hodgson Impey Cheng Limited
Certified Public Accountants and Public Interest Entity
Auditor registered in accordance with the Accounting
and Financial Reporting Council Ordinance

LEGAL ADVISERS

As to Hong Kong law
Howse Williams

As to Bermuda law
Conyers Dill & Pearman

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN BERMUDA

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
China Minsheng Banking Corp., Ltd.
Hong Kong Branch
Chong Hing Bank Limited
Dah Sing Bank, Limited
Nanyang Commercial Bank, Limited
Shanghai Commercial Bank Limited
Standard Chartered Bank (Hong Kong) Limited
The Bank of East Asia, Limited

STOCK CODE

952

COMPANY'S WEBSITE

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INVESTOR RELATIONS

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Chairman's Statement

Dear Shareholders,

On behalf of the board of directors of the Company, I would like to present to you the annual report of the Group for the year ended 31 December 2025.

The Group recorded a consolidated loss before tax of HK\$234 million for the year ended 31 December 2025 which was mainly attributable to the fair value loss on an unlisted equity investment in Fortune Origin Group Limited and the expected credit loss provisions on credit loans and other financial assets measured at amortised cost. These items are non-cash in nature and would not have an impact on the Group's operating cash flow. The Group's net aggregate revenue decreased to HK\$206 million in 2025 from HK\$414 million in 2024. If we excluded the net investment loss recorded as part of our revenue, the adjusted revenue was HK\$313 million (2024: HK\$295 million), representing a year-on-year increase of 6%. Details of the Group's results and prospects are discussed under the section of "Management Discussion and Analysis" in this annual report.

During the year, the Group continued to prioritize efficiency enhancements and the reinforcement of the risk management framework, which helped preserve operational stability while enabling us to continue serving our clients with professionalism and trust. The Group also continued to allocate increased resources to accelerate the implementation of Artificial Intelligence ("AI") techniques and to integrate AI-driven solutions into our business model.

While navigating in the uncertain external environment, the Group will continue to exercise financial prudence and actively seeking out and exploring appropriate new potential business opportunities and cooperation to diversify the Group's earnings base and enhance returns for the Shareholders.

On behalf of the Board, I would like to extend my sincere gratitude to the management and employees of the Group for their dedication and resilience in overcoming challenges faced in the last year. I would also like to appreciate our Shareholders and stakeholders for their continual support. We shall look forward to continue working together and to create long-term value for our investors and stakeholders of the Company.

Han Xiaosheng

Co-Chairman

Hong Kong, 24 March 2026



Chief Executive Officer's Review

Dear Shareholders,

The 2025 financial results for Quam Plus Group reflect a year of resilience, strategic recalibration, and genuine operational progress — even as we navigated persistent macroeconomic headwinds. The story of our year was indeed bittersweet: our core business groups achieved meaningful operational improvements, yet our bottom line was impacted by necessary provisions against legacy assets carried into the present. The reported net loss of HK\$236.7 million, while frustrating, belied the path that we are building a stronger foundation for the future.

NAVIGATING A COMPLEX LANDSCAPE

The macroeconomic environment in 2025 offered cautious optimism tempered by reality. Interest rates began their long-anticipated decline, though at a slower pace than markets had hoped. Inflation remained persistent, while real asset prices failed to recover meaningfully. The property sector challenges from the previous year posed potential systemic risks that were largely contained through lender forbearance, preventing a wider cascade of credit fallouts. Consumer sentiment held steady, but the sustained confidence is required for meaningful recovery in investment activities.

Hong Kong's capital markets enjoyed a broader upward trend with resurgence in Initial Public Offering ("IPO") activity, which positively impacted our market turnover, reaching a record average daily volume of HK\$249.8 billion in 2025, an increase of close to 90% over 2024. Quam Plus Group capitalized on this momentum, achieving meaningful advancements in our Brokerage and Corporate Finance divisions and driving exceptional growth in the assets under management within our Wealth Management arm.

Importantly, we maintained disciplined liquidity management throughout. As a tangible demonstration of our commitment to Shareholders, we declared and paid a special dividend of HK1.2 cents per share in October 2025.

DIVISIONAL PERFORMANCE: BUILDING SUSTAINABLE MOMENTUM

Our strategic focus continues to yield results across each of our core businesses:

Corporate Finance

Without any IPO sponsorship fees or launching of IPOs we sponsored, our revenue grew by more than 20% year-on-year driven primarily by our advisory and private equity fundraising transactions. We have increased our marketing effort in the PRC for the IPOs in 2025 riding on the sharp return of the Hong Kong capital market and has been rewarded with a robust and growing pipeline of IPO deals. We are well aware of the importance to ensure we maintain the highest standards of compliance and service quality for every client engagement, and is strengthening the division to provide the best execution for our clients.

Asset Management

This division delivered exceptional performance. The assets under management expanded impressively from approximately US\$350 million in 2024 to US\$550 million in 2025. This growth, coupled with strong performance fees — particularly from our actively managed certificates program issued by third party financial institution — drove a remarkable 1.7x increase in divisional revenue. We continue to actively expand our banking distribution network to sustain this trajectory.

Securities Operations

Brokerage revenue grew by a robust about 35%, demonstrating our team's ability to market share capitalise on the rising market and capture market share despite intense competition. Interest income from securities operations reduced by about 15% as a result of (a) a reduction of our margin book in the middle of the year; and (b) a reduction of market interest rate. We have since increased our margin book back to 2024 level.

Looking ahead, we expect to launch our much anticipated expanded services in virtual assets in the second quarter of 2026. We are also excited about our new strategic alliance with Dinosaur Financial Group, a New York-based investment bank, which we believe will meaningfully enhance our service offerings, brokerage distribution and wholesale business capabilities.

Strong progress in our business development

We made significant progress in business development, particularly in deepening our relationships with Asset Allocators and Family Offices within China. This work is not only opening new avenues for growth but has also supported our broader recovery initiatives across the Group.

LOOKING AHEAD: POSITIONING FOR OPPORTUNITY

As we write this report, global markets face fresh uncertainty following recent geopolitical developments and conflicts in the Middle East and the wider Gulf Cooperation Council countries. The resulting volatility across equity, oil, and gold markets reminds us that unpredictability is our only constant. The full impact on the world economy remains complex and difficult to forecast.

Yet periods of uncertainty often lend opportunities for structural realignments and unlocking potential. We are actively evaluating how these global shifts might further solidify Hong Kong's indispensable role as an international financial centre. The potential for increased capital flows routing through Hong Kong into China — bolstered by gold trading and settlement exchanges and the trade flows generated by our offshore RMB capabilities — presents distinct opportunities. Conversely, we are equally attentive to downside risks, including potential constraints on oil supplies, trade route disruptions, or negative spillover effects on manufacturing and export markets that could impact Hong Kong.

Our executive team is sharply focused on positioning Quam Plus Group to navigate these complexities with agility. We will continue to focus on what we can control: serving our clients with excellence, managing our resources prudently, and seizing strategic opportunities that align with our long-term vision. The momentum we built in 2025 was genuine, and it provides a solid foundation for 2026.

We are grateful for your continued trust and partnership as we build the future of Quam Plus Group together.

Kenneth LAM Kin Hing

Co-Chairman and Chief Executive Officer

Hong Kong, 24 March 2026

Management Discussion and Analysis

MACRO ENVIRONMENT

Global economy stayed resilient amid persistent geopolitics tensions. In Japan, Sanae Takaichi became the country's first female prime minister, sparking the "Takaichi Trade", combined with interest rate hikes to a roughly 30-year high of 0.75% and improved corporate earnings, propelling Japanese stocks. The Nikkei 225 index broke above 50,000 points for the first time, extending its winning streak to a third consecutive year.

Precious metals posted exceptional gains, with gold rising approximately 65%, its strongest annual performance in decades; silver surged nearly 1.5 times (or around 128% to 148% in various reports), marking a historic record; and copper repeatedly hit new highs, up around 44% for the year. In contrast, Bitcoin underperformed, peaking at US\$126 thousand in October before retreating, ending the year down about 6%. The U.S. dollar index weakened significantly, declining around 9%, its largest annual drop since 2017.

Hong Kong Market Review

In 2025, the Hong Kong stock market delivered a robust performance, with steady gains throughout most of the year. The Hang Seng Index rose by 5,570 points or 27.8%, closing at approximately 25,630 points, marking its second consecutive year of increases and the best annual performance since 2017. February saw the strongest monthly gain of 13.4%, driven by artificial intelligence ("AI") innovations such as DeepSeek, which prompted a revaluation of Chinese concept stocks and technology shares. In April, concerns over U.S. reciprocal tariffs pushed the index to its monthly low of 19,828 points, but it quickly recovered, reaching a near four-year high of 27,381 points in early October. Trading activity was brisk, with average daily turnover reaching HK\$249.8 billion, up 90% from 2024, while Exchange Traded Fund ("ETF") average daily turnover hit HK\$33.3 billion, up 108%. The Hang Seng Tech Index advanced approximately 23.5%. Blue-chip stocks showed divergence, with China Hong Qiao Group Limited (1378.HK) posting the largest gain of 1.77 times, while Meituan (3690.HK) recorded the biggest decline of 31.9%.

The initial public offering ("IPO") market staged a strong recovery, reclaiming the global top spot for the first time since 2019. A total of 119 companies listed, raising approximately HK\$285.8 billion, representing increases of 67.6% in number and 2.25 times in proceeds compared to 2024. Record numbers of Company's shares which are listing on both Hong Kong and PRC stock exchange ("A+H Share Listings") occurred as major listed shares of mainland China-based companies ("A-share") giants headed south, with mega-IPOs dominated by large A+H Share Listings that accounted for over half of total fundraising. Contemporary Amperex Technology Co., Limited (3750.HK) led with HK\$41.0 billion, followed closely by Zijin Gold International Company Limited (2259.HK) at nearly HK\$28.7 billion, securing the top two positions in Hong Kong for the year's largest IPOs. In August, The Stock Exchange of Hong Kong Limited introduced IPO reform measures, offering two options for the public offer tranche, including "Mechanism B", which allows allocation of 10% to 60% to the public without clawback provisions, resulting in significantly lower allotment rates.

Mainland China Market Review

The Shanghai Composite Index rose 18.4% for the year, achieving its strongest annual gain in nearly six years. The central government rolled out multiple rounds of financial stimulus policies, driving A-share turnover to exceed Renminbi 3 trillion on several consecutive trading days and setting new records. The Shanghai Composite Index broke through the 4,000-point level during the year, reaching a near-decade high (with intraday peaks exceeding 4,100 points). Market sentiment was buoyant under policy support, with new A-share investor accounts surpassing 27 million, a three-year high. China's full-year Gross Domestic Product ("GDP") successfully achieving a year-on-year growth target of "keeping above 5%".

U.S. Market Review

U.S. stocks experienced sharp volatility but closed the year strongly, with the major indices posting gains for a third straight year. The "DeepSeek moment" and uncertainties from Donald Trump's reciprocal tariff policies triggered "TACO" trading (buying on dips), leading to sharp sell-offs followed by even stronger rebounds. The S&P 500 rose 16.4%, the Dow Jones Industrial Average gained 13.0% and the Nasdaq Composite advanced 20.4%. The ongoing AI boom supported performance, with NVIDIA Corporation (NVDA.US) becoming the world's first company to reach a US\$5 trillion market capitalisation. "Shortages" emerged as a key investment theme, with energy constraints prompting tech giants to invest heavily in power solutions; surging demand for advanced processes and high-bandwidth memory ("HBM") from AI development ignited a memory "supercycle", driving prices and related stocks to new highs. Concerns over AI valuation bubbles, geopolitical risks, and U.S. economic variables periodically unsettled sentiment. The Federal Reserve cut rates three times in the second half year, though evolving political pressures raised questions about its independence.

RESULTS AND OVERVIEW

For the year ended 31 December 2025, the Group recorded a consolidated loss before tax of HK\$234 million (2024: HK\$66 million). This increase in loss was mainly attributable to the following non-cash items: (i) a fair value loss of HK\$120 million on an unlisted equity investment in Fortune Origin Group Limited ("Fortune Origin"), compared to a fair value gain of HK\$43 million in 2024; (ii) expected credit loss ("ECL") net charge of HK\$55 million, compared to ECL net reversal of HK\$21 million in 2024; and (iii) a mark-to-market loss on margin loans of HK\$45 million, compared to a reversal of mark-to-market loss of HK\$1 million in 2024, resulting from a decline in the market value of margin client collateral where collateral values fall below the outstanding margin loans which counted on a client-by-client basis. These non-cash adverse effects were partially offset by strong performance from the Group's investment in Quam Plus Greater China UCITS Fund, reduced operating expenses resulting from effective cost control measures, and a substantial reduction in loss from the Group's investment in HealthKonnnect Medical and Health Technology Management Company Limited ("HealthKonnnect") in 2025.

Management Discussion and Analysis

The Group's net aggregate revenue decreased to HK\$206 million in 2025 from HK\$414 million in 2024, representing a year-on-year decline of HK\$208 million. It is mainly driven by a net investment loss of HK\$107 million (2024: net gain of HK\$119 million). Excluding the net investment loss/gain recorded as part of our revenue, adjusted revenue rose to HK\$313 million (2024: HK\$295 million), representing a year-on-year growth of 6%. The Group's revenue for core operating business was HK\$249 million (2024: HK\$230 million), representing a year-on-year increase of 8%. The increment was primarily driven by increased commission and fee income from the brokerage business and the successful implementation of the External Asset Management ("EAM") business.

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

BUSINESS REVIEW

The Hong Kong stock market had a volatile first quarter in 2025 before Hang Seng Index embarking on an uptrend and daily volume consistently high. IPOs and stock trading were strong directly contributing to increased IPO underwriting and brokerage income. Market sentiment was encouraging and corporate activities increased leading to more advisory opportunities. Without any IPO sponsorship fees or launching of IPOs we sponsored, the revenue of our corporate finance business increased slightly by HK\$2 million in 2025. Even though we had no new IPO sponsorship engagements in 2025, we have built an encouraging IPO sponsorship pipeline that holds promise for our future growth. On the securities front, the revenue of our brokerage business recorded a 37% increase in 2025 despite a decrease in our margin loan book in mid-2025. We successfully launched our EAM platform, enhancing our distribution capabilities. This strategic initiative has positioned us well to cater to a broader client base and deliver tailored financial solutions. The current weak economic climate has also provided us with an opportunity to attract experienced talents in our asset management business. These new recruits have been instrumental in expanding our assets under management ("AUM") and broadening our product pipelines and services within the asset management sector. The AUM increased from US\$350 million in 2024 to US\$550 million in 2025 and the revenue from our asset management business increased by HK\$16 million. In 2025, we disposed two investment properties in the U.S., which had been acquired in August 2023 as part of a non-cash consideration under a debt settlement arrangement, receiving net proceeds of HK\$277 million. We continued to strengthen and expand our relationships with banking partners to support future growth. 2025 was a good year for us. We delivered solid business results, stayed resilient, and continued to adapt and innovate as the market evolved. The team navigated challenges well and kept our momentum strong. As we move into 2026, we will continue to build on this progress and remain confident in the opportunities ahead.

FINANCIAL REVIEW

The following table summarised the revenue breakdown of the Group's principal businesses. Except for the interest income from brokerage business of HK\$124 million (2024: HK\$147 million), the revenue generated by core operating business increased compared to 2024.

| Revenue | 2025 | 2025 | 2024 | 2024 | Favourable/ (unfavourable) change |
|---|-------------------|-------------|-------------------|-------------|---|
| | HK\$ million | Proportion | HK\$ million | Proportion | |
| Corporate finance business | 11 | 4% | 9 | 4% | 22% |
| Asset management business | 25 | 10% | 9 | 4% | 178% |
| Brokerage business | 89 | 36% | 65 | 28% | 37% |
| Interest income from brokerage business | 124 | 50% | 147 | 64% | (16%) |
| | <u>213</u> | | <u>212</u> | | |
| Total revenue for core operating business | <u>249</u> | <u>100%</u> | <u>230</u> | <u>100%</u> | 8% |
| Interest income from non-brokerage business | 59 | | 58 | | 2% |
| Financial media service fee income | 5 | | 7 | | (29%) |
| Net investment (loss)/gain | <u>(107)</u> | | <u>119</u> | | (190%) |
| Total revenue | <u><u>206</u></u> | | <u><u>414</u></u> | | (50%) |

Corporate finance business

The Group's corporate finance business primarily comprises sponsorship for listing, financial advisory and equity capital market. There was no IPO sponsorship income in 2025. Revenue from corporate finance business has increased from HK\$9 million in 2024 to HK\$11 million in 2025, primarily as a result of increase in financial advisory income and IPO underwriting fee income from non-sponsor transactions.

Asset management business

The Group's asset management business demonstrated strong growth, with revenue increasing from HK\$9 million in 2024 to HK\$25 million in 2025. This growth was driven by increased AUM, from our successfully launched EAM platform, and our advising on actively managed certificates ("AMC") program issued by third party financial institutions. This diversification resulted in increased management fee and performance fee income in 2025.

Brokerage business

Revenue from brokerage business has increased by 37% from HK\$65 million in 2024 to HK\$89 million in 2025. The growth was primarily attributable to surge in Hong Kong securities trading activities. Commission income from dealing in Hong Kong securities increased by 65% from HK\$20 million in 2024 to HK\$33 million in 2025. Income from handling, custodian, and other service fees increased by 100% from HK\$12 million in 2024 to HK\$24 million in 2025, primarily driven by increased client assets under custody, more corporate actions and settlement instructions. These were a direct result of increased activities from our clients owing to a 90% year-on-year increase in the average daily turnover of the Hong Kong stock market.

Management Discussion and Analysis

Interest income from brokerage business

The interest income from brokerage business has decreased by 16% from HK\$147 million in 2024 to HK\$124 million in 2025. The decline was mainly due to decreased margin loan interest income, resulting from both lower average outstanding loans to margin clients as a result of a drop in loan amounts in mid 2025 and reduction in Hong Kong Dollar Prime Rate.

Interest income from non-brokerage business

The interest income from non-brokerage business was HK\$59 million in 2025 and consider stable as compared to HK\$58 million in 2024.

Financial media service fee income

Financial media service fee income has dropped from HK\$7 million in 2024 to HK\$5 million in 2025.

Net investment loss/gain

The Group recorded a net investment loss of HK\$107 million in 2025 as compared to a net gain of HK\$119 million in 2024. The net investment loss in 2025 mainly comprises of (i) fair value loss of HK\$120 million on investment in Fortune Origin (2024: fair value gain of HK\$43 million), (ii) mark-to-market loss on margin loans of HK\$45 million (2024: reversal of mark-to-market loss of HK\$1 million), and (iii) net investment gain of other financial assets of HK\$58 million (2024: HK\$75 million). In comparison, the net investment gain in 2024 was mainly attributable to HK\$157 million gain from the disposal of investment in Guotai Junan International Holdings Limited and HK\$95 million fair value loss from investment in HealthKconnect.

Other loss, net

Other loss was decreased by 85% from HK\$177 million in 2024 to HK\$26 million in 2025, primarily attributable to HK\$156 million loss recognised in 2024 arising from the increase in the market value of the collateral of a financial liability. The other loss in 2025 mainly comprises of HK\$16 million (2024: HK\$6 million) loss on changes in net asset value attributable to other holders of consolidated investment funds, HK\$8 million in provisions for corporate guarantee (2024: reversal of HK\$18 million) and HK\$8 million (2024: HK\$12 million) modification loss arising from modifying the terms of credit loans between the Group and the relevant counterparties, which were partially offset by the gain on disposal of investment properties of HK\$7 million (2024: loss of HK\$18 million).

Expenses

Direct costs increased by 22% from HK\$73 million in 2024 to HK\$89 million in 2025. The increase was principally driven by higher commission expenses and transaction costs of the brokerage business associated with the growth in gross commission income. Through strategic operational efficiency initiatives, we achieved appropriate cost reduction across various expense categories. Other operating expenses decreased substantially by 20% from HK\$51 million in 2024 to HK\$41 million in 2025 as a result of resource streamlining. Finance costs on bank and other borrowings decreased by 28% from HK\$50 million in 2024 to HK\$36 million in 2025 attributable to declining market interest rates and our effective debt management strategies.

Impairment loss

The Group maintained its prudent approach to credit risk management through continuous loan portfolio monitoring and strategic recovery actions. In 2025, the Group recognised ECL net charge of HK\$55 million (2024: net reversal of HK\$21 million) and were mainly arisen from ECL net charge of HK\$28 million (2024: net reversal of HK\$103 million) to credit loans and unlisted debt securities to independent third parties and ECL net charges of HK\$26 million (2024: HK\$83 million) to credit loans and unlisted debt securities to former connected parties.

In 2025, the Group did not recognise material ECL charge or reversal to any borrowers that exceeded 1% of the Group's total asset value of HK\$3,730 million as at 31 December 2025 (i.e. over HK\$37 million). The Group considers that such materiality level is appropriate for this purpose.

(a) *Reasons for the impairment*

The Group adopted the requirements in respect of ECL assessment set forth in HKFRS 9 *Financial Instrument* ("HKFRS 9") issued by the HKICPA in determining the impairment loss allowance for its loans.

The Group has taken into account the following factors on the impairment assessment for the outstanding credit loans and unlisted debt securities due from former connected parties and independent third parties in accordance with the HKFRS 9:

- (i) Probability of default — the likelihood that borrowers may fail to repay the loans. The Group performs financial due diligence, evaluates macro-environment, reviews the latest announcements of the borrowers and considers repayment history of the borrowers;
- (ii) Loss given default — the expected cash shortfall between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive. The Group also considers the value of the collaterals pledged for the loans, if any; and
- (iii) Forward-looking market data — macroeconomic indicators such as GDP which may impact to the recoverability of the loans.

The Group regularly monitors the effectiveness of the criteria for identifying significant increase in credit risk and revises them as appropriate to ensure that such increases are identified before the amounts become past due.

(b) *Key assumptions and basis in determining the amount of the impairment*

For the purpose of impairment assessment, the Group's credit loans and unlisted debt securities are classified as stage 1, stage 2 and stage 3 in accordance with HKFRS 9. Stage 1 represents loans with no significant increase in credit risk since initial recognition. Stage 2 represents loans with increase in credit risk since initial recognition. Stage 3 represents loans with significant increase in credit risk since initial recognition and are considered as credit-impaired. Impairment was assessed for each of the loans and the ECL model for internal impairment assessment has taken into account the following: 1) expected life and contractual terms of a financial instrument; 2) market probability of default; 3) market loss given default or discounted recovery rate; and 4) forward-looking market data.

Management Discussion and Analysis

For the year ended 31 December 2025, an independent impairment assessment was performed on credit loans to former connected parties and independent third parties by an independent valuer, Masterpiece Valuation Advisory Limited which is a professional business consulting company established in Hong Kong with a branch office in the Greater China area. The consulting teams comprise experienced professionals in accounting, finance and real estate with well-recognised qualifications including but not limited to Certified Public Accountants, Chartered Financial Analyst, member of the Hong Kong Institute of Surveyors, Registered Professional Surveyors, Financial Risk Manager and Certified Public Valuer. In applying the accounting standard, the below formula was used in assessing their respective ECL provisions:

$$\text{ECL} = \text{EAD} \times \text{PD} \times (1 - \text{PV of (Recovery Rate} \times \text{FLF)})$$

1. Exposure at Default (the "EAD") is the principal and interest outstanding that are at risk of default.
2. Probability of Default (the "PD") is the likelihood that counterparties will fail to repay. PD of 100% is used when the counterparties default or very likely to default. For other cases, PD sourced from "Average cumulative issuer-weighted global default rates by alphanumeric rating" published by Moody's, a reputation credit rating agency.
3. Recovery Rate sourced from "Average debt recovery rates measured by ultimate recoveries" published by Moody's, a reputable credit rating agency.
4. Forward-looking factor (the "FLF") is served as adjustment to recovery rate basing on the recent and forecasted data related to assets of the borrowers. GDP growth data were selected as the appropriate macro factor ("Z") according to the assets location of the counterparties. And for counterparties located in PRC, broad measure of money supply (M2) was also included to make relevant forward-looking adjustments to Recovery rate.
5. Present Value ("PV") of (Recovery Rate \times FLF) = (Recovery rate \times FLF)/(1 + effective interest rate)^{Time to Recover}.

Money Lending

(i) Group's money lending business and credit risk assessment policy

The Group's money lending business offers both secured and unsecured loans to borrowers comprising individuals and corporations. The money lending business generates revenue and profit by way of providing loans to earn interest income.

The Group has adopted a credit risk policy to manage its money lending business which covers factors such as compliance with all applicable laws and regulations, credit assessment on potential borrower and his/its assets, the credibility of the potential borrower, the necessity in obtaining collaterals, assessment of the use of proceeds and the source of repayment.

The scope of money lending services provided by the money lending business generally includes personal loans, business loans and mezzanine loans. The Group tries to diversify the loan portfolio by providing to different borrowers to lower the concentration risk. We do not have a rigid risk appetite or fixed criteria for loan acceptance; instead, risk assessment are conducted on a case-by-case basis. These typically involve

reviewing the borrower's financial position, repayment and credit history including any prior insolvency history. Within a loan category, the interest rates, the duration of the loan and repayment terms of the loan varies individually. The determination of the loan terms reflects the perceived risk level after the risk is determined to be within an acceptable and controllable level.

Provision of loans is one of the principal businesses of the Group. Management's discussion on the movements in material loans for renewal of existing loans or newly granting of the loans have been disclosed in the relevant announcement or shareholders' circular.

(ii) Major terms of loans granted (including details of the collaterals), size and diversity of clients and concentration of loans on major clients

To diversify the client base and reduce the concentration of loan portfolio, the Group's borrowers comprise individuals and companies from different industries, including securities investment, real estate and consulting service. As at 31 December 2025, the Group had 21 borrowers, comprise 18 unlisted corporate borrowers and 3 individual borrowers.

As at 31 December 2025, the Group had 37 credit loans with principal amounts ranging from HK\$1 million to HK\$446 million with floating rate at Hong Kong Dollar Prime Rate plus 2% per annum and fixed rates ranging from 6% to 12% per annum. The credit loan portfolio fell with the following bands:

| Loan size of principal | Number of credit loans |
|---------------------------------------|------------------------|
| Above HK\$100 million–HK\$500 million | 11 |
| Above HK\$50 million–HK\$100 million | 7 |
| Above HK\$10 million–HK\$50 million | 13 |
| Above HK\$5 million–HK\$10 million | 2 |
| Below or equals to HK\$5 million | 4 |
| | 37 |

Out of the 37 credit loans, 1 loan was secured by shares of private companies and assets of private companies with personal guarantee (1% of the total principal amount of the Group's credit loan portfolio), 1 loan was secured by shares of listed and private companies with unguaranteed (1% of the total principal amount of the Group's credit loan portfolio), 2 loans were secured by assets of borrowers and unguaranteed (1% of the total principal amount of the Group's credit loan portfolio), 2 loans were secured by shares of private companies with personal guarantee (8% of the total principal amount of the Group's credit loan portfolio), 9 unsecured loans with personal or company's guarantee (47% of the total principal amount of the Group's credit loan portfolio) and the remaining 22 loans were unsecured and unguaranteed (42% of the total principal amount of the Group's credit loan portfolio).

As at 31 December 2025, the top five borrowers constituted 68% of the total principal amount of the Group's credit loan portfolio.

Management Discussion and Analysis

(iii) Reasons for loan impairments (and write-offs)

Management's discussion in loan impairments highlights that the ECL recognised primarily represented the credit risk associated with collectability of certain loans, as determined under the Group's loan impairment policy. The assessment takes into account factors such as the credit history, financial conditions of the borrowers and forward-looking information. In accordance with the Group's loan impairment policy, the Group will apply the prevailing accounting standards to make such impairment. Therefore, the amount of ECL is updated at each reporting date to reflect the changes in credit risk on loan receivable since initial recognition.

As at 31 December 2025, the gross amount of credit loans increased by HK\$507 million from HK\$4,583 million as at 31 December 2024 to HK\$5,090 million. The net carrying amount after ECL provisions of credit loans has increased from HK\$320 million as at 31 December 2024 to HK\$322 million at 31 December 2025.

Ageing analysis of credit loans based on due date and net of ECL provisions is as follows:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|-------------------|--|--|
| Within 30 days | 42,637 | 63,979 |
| 31–90 days | — | — |
| Over 90 days | 279,424 | 256,480 |
| Credit loans, net | 322,061 | 320,459 |

(iv) Internal controls measures for credit loans

Credit approval

The Group's money lending business follows a stringent procedure. Due diligence and credit assessments are performed by the respective lending department to assess the credit quality of the potential borrowers. These assessments include the identity, creditability, financial background of the borrowers and the value and characteristics of the collaterals to be pledged.

A loan proposal is then prepared by the designated loan officer and submitted to the Risk Management Department ("RMD") for their comment. This comment is attached to the final submission of the proposal and presented to the Business Assessment Committee ("BAC") either through a physical meeting or in an email for their approval.

The BAC may comment, add conditions, or seek improve the terms and conditions before giving their final approval. A Transaction Approval Form ("TAF") is signed off by the Department Head of the respective lending department, the approval members, and the Chief Operating Officer to complete the approval process and for record.

Subject to the size of the loan/total exposure of each borrower and its related parties, different approval authority is applied, where higher authority is required for the approval of larger loans. Till the end of 2025, the Group has long established this hierarchy of approval authority, the details of which are stated below:

| Loan size/total exposure of each borrower and its related parties (HK\$) | Approval authority |
|--|--|
| Above HK\$1,000 million | Board of Directors |
| Above HK\$500 million–HK\$1,000 million | Executive Committee (“ExCom.”) |
| Above HK\$100 million–HK\$500 million | 3 members in ExCom. (must include Chairman of ExCom.) |
| Above HK\$50 million–HK\$100 million | BAC |
| Above HK\$10 million–HK\$50 million | 3 members of BAC (must include Chief Executive Officer) |
| Above HK\$5 million–HK\$10 million | 3 members of BAC (must include Chief Financial Officer or Chief Operating Officer) |
| Below or equals to HK\$5 million | 2 members of BAC (must include Chief Financial Officer or Chief Operating Officer) |

Note:

- 1) BAC comprises of Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer.

Continuous loan monitoring

The Group’s designated loan officer closely monitors the Group’s loan portfolio, include regular communication with the individual borrowers to update and review their financial position from time to time, and to determine appropriate actions for recovery of the relevant loans at the earliest time.

Also, RMD will review the risk exposure of each of the loans on a daily basis and submit written monthly report to the ExCom. with their recommendation. From time to time, RMD alerts our senior management and/or the ExCom. on specific events (e.g. failed repayment) and advise its recommended actions. In parallel, our Accounts Department and Treasury Department also keep track of the repayment schedule constantly and make relevant alerts to senior management in case of failed or late repayment.

Management Discussion and Analysis

Recoverability and collection

At each month end, the designated loan officer checks if there is overdue balances or late payment, and RMD performs an independent review on the loans portfolio and closely monitors the status and reports to the senior management.

There would be internal discussions on a case-by-case basis on what recovery actions to be taken so that the Group could recover the most in a timely fashion. Means like phones calls, seizure of collaterals, statutory demand letter and further legal actions would be discussed. Demand letter and statutory demand letter will be issued to the borrower when consider appropriately if there is overdue repayment. Where appropriate, legal action will be initiated against the borrower for the recovery of the amount due and taking possession of the collateral pledged. Seizure of collaterals and realisation of underlying collaterals would also be taken if necessary. Where appropriate, the Group will also petition to the court for winding-up/bankruptcy of the borrower and/or guarantor. The recovery and collection decisions and processes are also included in the monthly risk management report to the ExCom..

OTHER INFORMATION

Capital structure, liquidity and financial resources

The Group generally finances its operations with internally generated cash flow as well as through the utilisation of banking facilities and short-term loans and notes from non-bank entities. The Group's cash level as at 31 December 2025 stood at HK\$112 million (31 December 2024: HK\$157 million).

As at 31 December 2025, the Group's total borrowings amounted to HK\$448 million, decreased by 33% from HK\$668 million as at 31 December 2024. Borrowings mainly consisted of two components.

- The first component as at 31 December 2025 referred to bank borrowings of HK\$287 million (31 December 2024: HK\$494 million), representing part of the Group's total available banking facilities of HK\$784 million (31 December 2024: HK\$917 million).
- The second component referred to private notes amounting to HK\$161 million as at 31 December 2025 (31 December 2024: HK\$174 million).

As at 31 December 2025, the net assets of the Group was HK\$1,690 million (31 December 2024: HK\$1,993 million). The Group's gearing ratio was 27% (31 December 2024: 34%), being calculated as total borrowings over net assets. The management has applied prudent risk and credit management on the borrowings. In addition, the Group is required to strictly follow regulatory re-pledging ratios and prudent bank borrowing benchmarks that govern the extent of bank borrowings in the securities margin lending business.

Significant investments, material acquisitions and disposals of subsidiaries, associates and joint ventures

For the current year, the Group had no material acquisitions and disposals of subsidiaries, associates and joint venture.

As at 31 December 2025, the Group held the following significant investment that was classified as financial assets held for trading with fair value representing 5% or more of the Group's total assets (i.e. HK\$186 million).

| Description of investment | Investment costs | Fair value as at 31 December 2025 | Number of ordinary shares held in the investee company as at 31 December 2025 | Percentage of investment held in the investee company as at 31 December 2025 | Size as compared to the Group's total assets as at 31 December 2025 | Total amount of dividends received for the year ended 31 December 2025 | Unrealised loss for the year ended 31 December 2025 |
|-----------------------------------|------------------|-----------------------------------|---|--|---|--|---|
| | | | | | | | |
| Equity interest in Fortune Origin | 211,494 | 190,395 | 3,081 | 19.8 | 5.1 | N/A | 119,728 |

Fortune Origin, a company incorporated in the British Virgin Islands, and its subsidiaries are principally engaged in investment business and brokerage services. The Group held the equity investment in Fortune Origin with a medium-term investment strategy.

Investments held by the Group

The Group maintained a diversified portfolio comprising listed equity securities, unlisted equity securities, private equity funds and unlisted debt securities. The Group's investment objective, except for unlisted debt securities, is to achieve capital appreciation and support its overall strategic requirements. This objective is implemented by a risk-balanced investment approach, with appropriate portfolio allocation across a diversified range of financial instruments determined by the nature, risk profile, and return characteristics. Investments in listed equity securities are primarily held to enhance portfolio liquidity and generate returns in the form of capital appreciation and dividend income. Unlisted equity securities and private equity funds are held to capture potential higher returns, access to pre-IPO opportunities and realise strategic value through medium to long-term capital growth. Unlisted debt securities are held to generate a recurring and stable stream of interest income.

Management Discussion and Analysis

As at 31 December 2025, the Group held three (31 December 2024: two) unlisted debt securities investments, classified as financial assets measured at amortised cost. The net carrying amount of the unlisted debt securities investments was HK\$169,204,000 (31 December 2024: HK\$132,248,000), representing approximately 5% (31 December 2024: 3%) of the Group's total assets. Out of the net carrying amount, two (31 December 2024: two) unlisted debt securities of HK\$130,478,000 (31 December 2024: HK\$132,248,000) was due from a former connected party, in respect of which ECL provision rate of approximately 90% has been applied. Details of ECL assessment and credit risk assessment policies are set out in the sections headed "Impairment loss" and "Money Lending" under Management Discussion and Analysis.

The value of the whole portfolio represented approximately 19% (31 December 2024: 17%) of the Group's total assets. Save for the significant investments disclosed above, none of the Group's individual investment holdings was material to the Group's total assets. The Group's investment portfolio, except for unlisted debt securities investments, by class are as follows:

| | Fair value as at 31 December 2025 HK\$'000 | Fair value as at 31 December 2024 HK\$'000 | Investment (loss)/gain for the year ended 31 December 2025 HK\$'000 | Return/(loss) on investments % |
|---|--|--|--|--------------------------------------|
| Listed equity securities ¹ | 230,775 | 180,329 | 56,915 | 0 |
| Unlisted equity securities ² | 224,562 | 394,166 | (118,094) | (15) |
| Private equity funds ³ | 59,800 | 61,993 | (1,118) | 120 |
| | 515,137 | 636,488 | (62,297) | |

- Listed equity securities accounted for approximately 6% (31 December 2024: 4%) of the Group's total assets as at 31 December 2025. The majority of these investments were listed in the Greater China Region, principally in the Mainland China, Hong Kong, and Taiwan market.
- Unlisted equity securities accounted for approximately 6% (31 December 2024: 9%) of the Group's total assets as at 31 December 2025. These investments comprised equity interests in five companies (31 December 2024: five companies), of which the carrying amount of investment in Fortune Origin as at 31 December 2025 was HK\$190 million (31 December 2024: HK\$310 million). The decrease in investment in Fortune Origin was primarily attributable to losses on certain listed equity investments held within Fortune Origin's investment business. Further details of Fortune Origin are set out in the significant investments section disclosed above.
- Private equity funds accounted for approximately 2% (31 December 2024: 1%) of the Group's total assets as at 31 December 2025. The portfolio comprised five (31 December 2024: four) private equity funds, of which two funds were managed by a subsidiary of the Group acting as investment manager or fund manager. These two (31 December 2024: two) private equity funds collectively represented approximately 83% (31 December 2024: 95%) of the Group's total investment in private equity funds.

Risk management and approval mechanisms on investments

The Group's investment activities are governed by stringent procedure and comprehensive risk management process. Feasibility studies, due diligence and investment analysis are conducted by the Proprietary Investment Department to identify and assess potential risks and returns associated with each investment opportunity. Investment proposals are subsequently submitted to the RMD for review. The RMD provides its opinion and risk assessment, which is attached to the final investment proposal and presented to the BAC either in a physical meeting or via email for approval. The BAC may provide comments, add conditions, or request enhanced terms and conditions before granting final approval. A TAF is then signed by the Department Head of the Proprietary Investment Department, the approving members, and the Chief Operating Officer to formalise the investment decision.

The Group applies a hierarchy of approval authority framework based on investment cost, whereby larger transactions require higher levels of authorisation. As at 31 December 2025, the approval structure was as follows:

| Investment cost (HK\$) | Approval authority |
|---|--|
| Above HK\$1,000 million | Board of Directors |
| Above HK\$500 million–HK\$1,000 million | Jointly by Chairman of ExCom. and Chairman of Board of Directors |
| Above HK\$100 million–HK\$500 million | ExCom. |
| Above HK\$50 million–HK\$100 million | 3 members of ExCom. (must include Chairman of ExCom.) |
| Below or equals to HK\$50 million | BAC |

Note:

BAC comprises of Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer.

Pledged assets of the Group

At the end of 2025, the Group's assets of HK\$582 million (31 December 2024: HK\$1,093 million) were charged to banks for facilities.

Management Discussion and Analysis

Employees and remuneration policies

As at 31 December 2025, the Group had 179 full time employees (31 December 2024: 181) in Hong Kong and 19 full time employees (31 December 2024: 19) in Mainland China. In addition, the Group has 70 self-employed sales representatives (31 December 2024: 65). Competitive total remuneration packages are offered to employees by reference to industry remuneration research reports, prevailing market practices and standards and individual merit. Salaries are reviewed annually, and discretionary bonuses are paid with reference to individual performance appraisals, prevailing market conditions and the Group's financial performance. Other benefits offered by the Group include a mandatory provident fund scheme, medical and health insurance.

Risk management

The Group's business is closely related to the economy and market fluctuations of Hong Kong and China, and indirectly affected by financial markets across the globe. To cope with unpredictable market fluctuations and minimise risks, the Group takes preventive measures and established a three-tier risk management system. At the front line, there are the relevant business departments who conduct the initial risk assessments. RMD and Legal & Compliance Department then review and provide comments on identified risks, if any. RMD is responsible for risk identification and analysis, the setting and monitoring of risk limits and parameters, and produces timely risk reports to the senior management. The Legal & Compliance Department also comments and monitors the legal risks involved as required. Internal Audit conducts thorough checks periodically to ensure that any procedural and potential risks can be eradicated, concluding the final stem of our Group's comprehensive risk control.

Credit risk

Credit risk is the potential risk in respect of loss arising from incompetence of a borrower, counterparty or issuer of financial instruments to meet its obligation, or potential deterioration of credit ratings. The Group has an established Credit Approval Policy and Procedure for pre-lending approval and a post-lending monitoring system in place for all business applications and proposals with potential credit risks. The credit risks of the Group mainly arise from five business areas: corporate finance business, asset management business, brokerage business, interest income business and proprietary investment business. Advance IT systems are also utilised by the Group to conduct daily monitoring on credit and concentration risk limits.

Market risk

Market risk refers to potential loss due to market price movement of investment positions held, which includes interest rates risk, equity prices risk and foreign exchange rates risk. RMD is responsible for setting up market risk limits and investment guidelines for the Group's various business functions and their investment activities as necessary. Investments with potential market risks are, where appropriate, assessed and approved by RMD. Monitoring and assessments of market risks positions are conducted timely, and significant risks are reported to senior management to ensure the market risks of the Group are controlled within an acceptable level. The Group continues to modify the market risk models through periodic back-testing and stress scenarios tests.

Liquidity risk

Liquidity risk refers to the risk of the Group's ability to secure adequate capital, in a timely manner, to meet its financial obligations and support business operation needs. Fund sourcing, management, and allocation are handled by Treasury Department. Accounts Department ensures compliance with applicable rules, such as Financial Resources Rules and financial covenants imposed by lending banks via an effective monitoring system. The Group has maintained good relationships with banks to secure stable channels for short-term financing such as loans and repurchases. The Group may also raise short-term working capital through public and private offerings of corporate bonds or other financial instruments when necessary. Furthermore, the Group has also established liquidity monitoring system to ensure sufficient liquidity cushion to meet any emergency funding needs.

Operational risk

Operational risk is the risk of financial loss arises mainly from negligence or omission of internal procedural management, information system failures or personnel misconduct of staffs. The Group schedules briefing sessions to improve risk awareness amongst employees as necessary and instructs all departments to establish internal procedural and control guidelines. There is a Group Incident Escalation and Reporting Policy to ensure that all risk events are timely reported to the senior management, RMD, Legal & Compliance Department and IT Department for immediate implementation of remedial action. The Group has a Business Continuity Policy and has a special committee to deal with whatever emergency situations may arise which could pose operational risks to us.

Regulatory compliance risk

As a financial group operating regulated businesses, we endeavor to meet the stringent and evolving regulatory requirements, including but not limited to those related to investor interest protection and market integrity and stability maintenance. Our Legal & Compliance Department works continuously to monitor, review, and reduce the regulatory risks of the Group.

Management Discussion and Analysis

DIVIDEND POLICY

The Board adopted a dividend policy in January 2019. The declaration of dividends by the Company is subject to any restrictions under the Company Act 1981 of Bermuda, the Listing Rules, Bye-laws and any applicable laws, rules and regulations. Distribution will usually be considered annually after the annual accounts of the Company are approved by the Shareholders but interim distribution may be made from time to time to Shareholders as appear to the Board to be justified by the position of the Company.

The declaration of future dividends will be subject to the decision by the Board and will depend on, among other things, the operation and financial performance, liquidity conditions, capital requirements and future funding needs, contractual restrictions, availability of reserves and the prevailing economic climate or any other factors that the Directors may consider relevant.

PROSPECTS

Global markets are likely to stay uncertain and volatile in the near term, but opportunities still exist for well-prepared firms. Hong Kong's strong market infrastructure and international connectivity give us a solid base, and we are focused on strengthening our position so we can take advantage of new opportunities as conditions improve. For the brokerage business, we are excited about our new strategic alliance with Dinosaur Financial Group, a New York-based investment bank. In asset management, we will continue to actively expand our banking distribution network to improve the performance. The corporate finance business will continue to maintain the highest standards of compliance and service quality for every client engagement.



Environmental, Social and Governance Report

ABOUT THE REPORT

We hereby present the tenth Environmental, Social and Governance Report (the “ESG Report”) of the Company and its subsidiaries (collectively, the “Group”). The ESG Report outlines the Group’s governance framework, management approach, policies and performance in relation to environmental, social and governance matters.

Reporting Standard and Principles

The ESG Report has been prepared in accordance with the Environmental, Social and Governance Reporting Code (the “ESG Code”) set out in Appendix C2 to the Listing Rules.

In preparing the ESG Report, we have applied the reporting principles set out in the ESG Code, namely materiality, quantitative, balance and consistency. The disclosures are based on information obtained from the Group’s internal records, policies and operational data, and, where appropriate, publicly available information.

Reporting Scope

The reporting scope encompasses the Group’s principal business operations conducted in Hong Kong, including corporate finance, asset management, brokerage, interest income, investments and other financial services. The scope remains consistent with that of the previous year and is considered to cover the predominant portion of the Group’s business operations. Unless otherwise specified, the ESG Report covers the Group’s material ESG performance for the period from 1 January 2025 to 31 December 2025 (the “Reporting Year”).

Report Approval

The Group is committed to maintaining the accuracy and integrity of the ESG Report. The information and data disclosed in this ESG Report are derived from the Group’s official documentation and statistical records, and are presented on a consistent basis. The ESG Report has been reviewed and approved by the Board.

Publication and Contact

The ESG Report is prepared in both Chinese and English and is available on the websites of Hong Kong Exchanges and Clearing Limited (the “HKEX”) (www.hkexnews.hk) and the Company (www.quamplus.com). In case of inconsistency, the English version shall prevail.

We welcome and value feedback and suggestions on the ESG Report or the ESG performance. For enquiries, please contact:

Email: ir@quamgroup.com

Tel: (852) 2217 2888

Address: 5/F and 24/F (Rooms 2401 and 2412), Wing On Centre, 111 Connaught Road Central, Hong Kong

ESG STRATEGY

The Group adopts a structured approach to ESG management by integrating ESG considerations into its business operations, governance and risk management processes. This approach supports the Group in pursuing sustainable growth, strengthening operational resilience and responding to evolving stakeholder expectations.

We have developed an ESG framework to guide our ESG initiatives and support the prioritisation of actions and allocation of resources. The framework supports the Group in addressing ESG risks and opportunities relevant to its business strategy. It is built around six pillars: “Strong Planet”, “Supportive Workplace”, “Legendary Customer Experience”, “Connected Communities”, “Sustainable Finance”, and “Responsible Conduct”.



Environmental, Social and Governance Report

ESG Governance

The Group has established an ESG governance framework to oversee ESG-related matters and to support the implementation of its ESG strategy, objectives and initiatives. The governance framework sets out clear roles, responsibilities and reporting lines to facilitate effective monitoring and accountability.

The Board

- Ultimate oversight and accountability for ESG-related matters and strategic decisions
- Establishment of ESG strategies, objectives and benchmarks
- Monitoring of the implementation and achievement of ESG strategies, objectives and benchmarks

The Environmental, Social and Governance Working Group

Chaired by the Company Secretary, the ESG Working Group supports the Board in the coordination and management of the Group's ESG and climate-related initiatives. Its key responsibilities include:

- development and articulation of ESG objectives and performance metrics
- execution and enforcement of ESG policies and operational procedures
- evaluation of ESG performance metrics and formulation of enhancement initiatives
- submission of periodic reports to the Board on ESG implementation progress and performance indicators

ESG Policies

To support consistent ESG management across the Group, a set of ESG-related policies has been adopted to provide practical guidance on key environmental, social and governance matters. These policies address areas including environmental protection and climate change mitigation, employment practices and labour standards, occupational health and safety, supply chain management, product responsibility, anti-corruption and community investment.

Compliance with these ESG policies is mandatory for all employees and business operations. The policies are reviewed on a periodic basis to ensure they remain appropriate and effective.

- Environmental Protection Policy Statement
- Climate Change Policy
- Employment and Labour Policy Statement
- Community Investment Policy Statement
- Supply Chain Management, Product Responsibility and Anti-corruption Policy Statement

ESG Risk Management



ESG-related risks are incorporated into the Group’s risk management framework to strengthen governance and operational oversight. The Board oversees the Group’s risk management and internal control systems to support their ongoing effectiveness. The Group monitors departmental operations across business units and reviews, assesses, prioritises and manages material ESG risks as part of its enterprise risk management processes.

Further details of the Group’s corporate governance framework and practices are set out in the “Corporate Governance Report” section of this annual report.

Stakeholder Engagement

Stakeholder engagement supports the ongoing enhancement of the Group’s ESG management and performance. Through structured engagement arrangements, the Group maintains dialogue with stakeholders to identify and understand their expectations and concerns. Feedback gathered is considered in relevant operational procedures and strategic planning processes, supporting continuous improvement in performance and operational effectiveness.

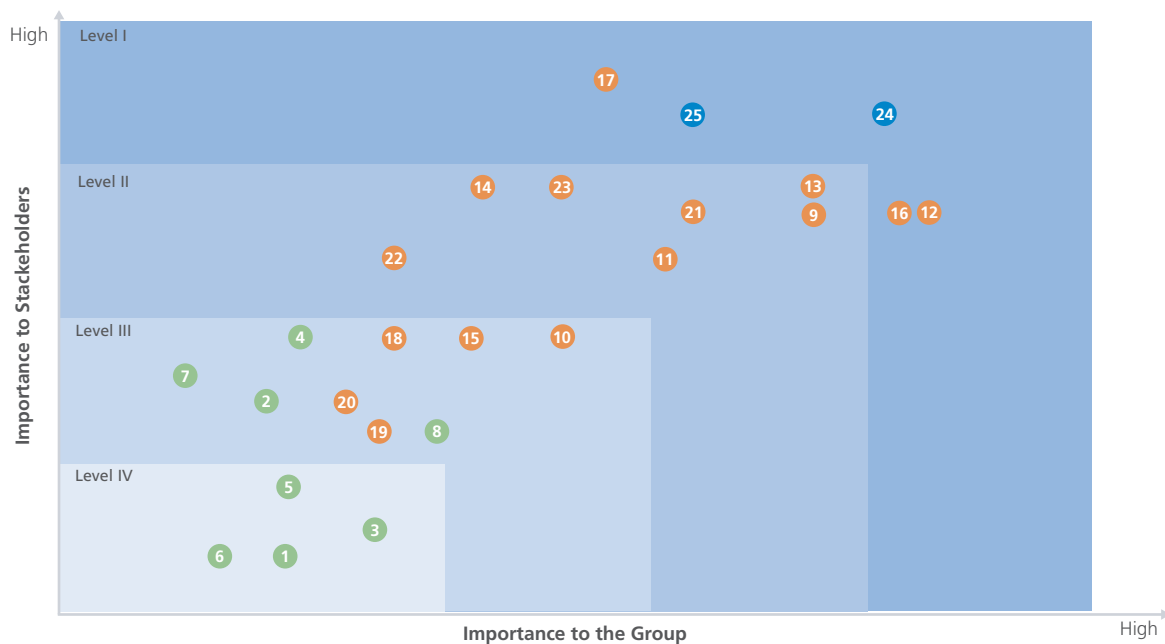
During the Reporting Year, the Group maintained open and regular communication with stakeholders through a range of engagement channels, as set out below:

| Value Chain | Key Stakeholder Group | Main Focus | Engagement Channel |
|-------------|---|---|--|
| Upstream | Business Partners, Suppliers  | <ul style="list-style-type: none"> Quality of partnerships Business ethics, culture, and integrity | <ul style="list-style-type: none"> Business meetings and forums Regular evaluation |
| Operations | Employees  | <ul style="list-style-type: none"> Industry and corporate trends Employees’ rights, welfare and benefit Training and development | <ul style="list-style-type: none"> Performance evaluation Operational meetings and dialogues Feedback and whistleblowing channels Employee training and activities Company announcements and publications |

Environmental, Social and Governance Report

| Value Chain | Key Stakeholder Group | Main Focus | Engagement Channel |
|-------------|---|---|---|
| Downstream | Shareholders  | <ul style="list-style-type: none"> • Investment returns and interests • Risk management • Information disclosure • Corporate governance | <ul style="list-style-type: none"> • Annual General Meeting and other special meetings • Annual Report and Interim Report • Company website • Announcements and notices |
| | Customers  | <ul style="list-style-type: none"> • Product quality • Customer services • Customer privacy and information security | <ul style="list-style-type: none"> • Customer service hotline and email • Online chat bot • Customer complaint channel |
| | Communities  | <ul style="list-style-type: none"> • Community Development | <ul style="list-style-type: none"> • Community programmes and activities • Volunteer activities |
| | Regulatory authorities  | <ul style="list-style-type: none"> • Operational compliance | <ul style="list-style-type: none"> • Direct enquiries through calls or emails • Public consultations |

The Group conducts a materiality assessment in accordance with the “Materiality” reporting principle under the ESG Code. The assessment is designed to identify and prioritise ESG matters that are most relevant to the Group’s business operations and stakeholders. During the Reporting Year, the Group assessed a total of 25 ESG topics covering environmental, social and governance dimensions. The assessment process comprised identification of relevant ESG matters, prioritisation through stakeholder input and internal evaluation, and validation of the results. Where applicable, the assessment considered both the potential impact on the Group’s enterprise value and the broader implications for economic, environmental and social domains. The results of the materiality assessment informed the focus and content of ESG disclosures in this ESG Report.



| Level I | Level II | Level III | Level IV |
|-----------------------------------|---------------------------------------|--|-------------------------|
| 12 Occupational Health and Safety | 9 Employment Practices | 2 Carbon Emission | 1 Air Emission |
| 16 Privacy and Data Security | 11 Training and Development | 4 Energy | 3 Waste & Pollutants |
| 17 Responsible Marketing | 13 Labour Standards | 7 Climate Change Vulnerability | 5 Water |
| 24 Business Ethics | 14 Product and Service Responsibility | 8 Financing Environmental Impact | 6 Raw Material Sourcing |
| 25 Risk Management | 21 Intellectual Property Protection | 10 Diversity and Equal Opportunity | |
| | 22 Sustainable Products and Services | 15 Customer Engagement | |
| | 23 Consumer Financial Protection | 18 Responsible Investment | |
| | | 19 Responsible Supply Chain Management | |
| | | 20 Community Engagement and Investment | |

● Environment
 ● Social
 ● Governance

The materiality assessment results were reviewed by the ESG Working Group and endorsed by the Board to ensure alignment with the Group’s strategic direction and reporting focus.

Environmental, Social and Governance Report

RESPONSIBLE CONDUCT

The Group is committed to upholding integrity, adhering to business ethics and complying with applicable laws and regulations¹ in the conduct of its business. Policies and procedures are implemented to support ethical conduct, regulatory compliance and responsible business practices across the Group's operations.

Business Ethics and Integrity

The Group adopts a zero-tolerance approach towards corruption, bribery, extortion, money laundering and fraudulent activities. Requirements governing ethical conduct are set out in the Compliance Manual and relevant policy statements, which define business ethics standards and operational procedures.

Professional integrity is supported through policies governing staff conduct, including requirements on securities and derivatives transactions. These requirements are documented in the Staff Dealing Policy. Disciplinary procedures are in place to address non-compliance, with relevant incidents documented and reviewed as part of internal control and performance evaluation processes.

Anti-corruption

Anti-corruption requirements, including prevention measures, reporting mechanisms, implementation and monitoring arrangements, are set out in the Compliance Manual. Employees are prohibited from soliciting or accepting advantages from external parties and are required to complete Staff Declaration Forms confirming their understanding of relevant requirements and the absence of conflicts of interest in relation to investment dealing accounts.

During the Reporting Year, the Group recorded no legal proceedings relating to corruption or money laundering involving the Group or its employees.

Whistleblowing

A whistleblowing mechanism is in place to enable employees to report suspected misconduct, malpractice or irregularities. Protection and support measures for whistleblowers, together with reporting channels and handling procedures, are set out in the Whistleblowing Policy. Reports are handled on a confidential basis, with appropriate investigations conducted where necessary and remedial actions implemented in accordance with established procedures.

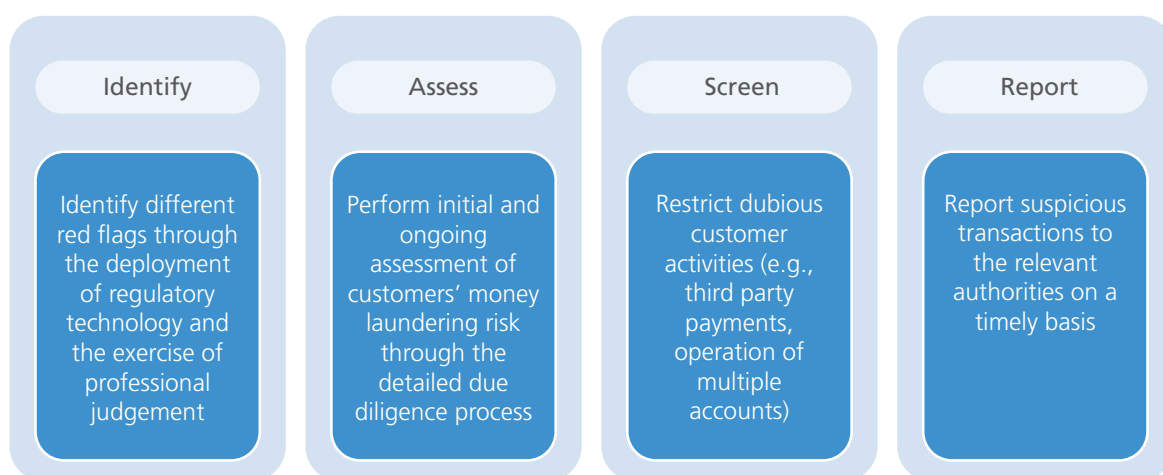
To enhance awareness of ethical business practices and compliance risks, the Group also provides anti-corruption training and relevant guidelines to directors and employees, so as to strengthen their ability to prevent corruption and misconduct. During the Reporting Year, there were no concluded legal cases regarding corrupt practices and no whistleblowing cases relating to malpractice or illegal activities were reported.

¹ For relevant laws and regulations, please refer to the section titled "Laws and Regulations".

Anti-money Laundering

The Group complies with applicable Anti-Money Laundering and Counter-Financing of Terrorism (AML/CFT) requirements through policies and procedures set out in the Compliance Manual. A risk-based approach is applied to customer due diligence and ongoing monitoring to support the identification, assessment and management of money laundering and terrorist financing risks.

During the Reporting Year, the Company engaged an external internal auditor to review the AML/CFT processes of the Group's licensed corporations, as well as the compliance with licensing conditions of Quam Finance Limited for the year ended 31 December 2025. The results will be presented to the Audit Committee of the Company for review.



Data Privacy and Cybersecurity

The Group regards customer privacy protection and cybersecurity as integral to maintaining professional integrity in the financial services sector. Requirements on the collection, storage, use and processing of personal data are set out in the Supply Chain Management, Product Responsibility and Anti-corruption Policy Statement, with the aim of ensuring compliance with applicable legal and ethical requirements. Unauthorised disclosure, misuse or improper handling of confidential information, whether directly or indirectly, is prohibited.

Confidentiality requirements are set out in the Staff Manual. Employees are required to safeguard confidential information and protect the Company's interests. Trade secrets, technical data and proprietary information are required to be kept secure and not disclosed to unauthorised parties. Employees are expected to follow internal controls when using the Group's systems, including encrypting confidential data, securing workstations with passwords when unattended, and exercising caution when handling email attachments and messages from unknown sources. Company information must not be used for personal purposes. Breaches of confidentiality may result in disciplinary action and, where applicable, legal consequences.

Internal control measures and operational guidelines are in place to support data security. The Staff Manual sets out requirements governing the use of computing and electronic communication resources. The Acceptable Use Policy defines parameters for authorised use of the Group's computing resources to reduce exposure to cyber threats, network vulnerabilities and legal risks.

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The Group continues to enhance its cybersecurity management through improvements to technology infrastructure and the strengthening of internal awareness. Cybersecurity awareness is supported through training initiatives coordinated by the Information Technology Department, with 60.51% participation in cybersecurity awareness training this year. During the Reporting Year, no material incident relating to data privacy or cybersecurity was reported.

| | |
|---|---|
| Optimising the network monitoring system | <ul style="list-style-type: none"> • Deploying a new generation of anti-virus and network activity monitoring systems to enhance protection against zero-day threats and ransomware • Enabling instant detection and blockage of unauthorised internal network devices connected to the network • Maintaining 24-hour security operation centre coverage and threat intelligence to support round-the-clock detection and timely response to malicious activities • Ensuring compliance with the latest regulatory requirements |
| Strengthening email security controls | <ul style="list-style-type: none"> • Maintaining a high spam filtering effectiveness, with a successful blocking rate of over 99% • Strengthening protection against zero-day attacks and ransomware |
| Conducting regular scanning and penetration tests | <ul style="list-style-type: none"> • Conducting routine internal and external network and application scanning and penetration tests to identify potential vulnerabilities • Scanning in-house developed source code on a regular basis and prior to application deployment • Engaging external auditors to conduct annual computer intrusion tests to evaluate the effectiveness of security management and controls |
| Reinforcing internal policies and controls | <ul style="list-style-type: none"> • Conducting periodic review and updates of internal policies and guidelines, including VPN access, work-from-home, cybersecurity guidelines and vulnerability handling procedures • Implementing dual-factor authentication for remote access • Collecting customer information through lawful channels • Restricting the use and storage of data by limiting employees' access rights to sensitive information • Establishing a reporting and handling mechanism for data protection compliance incidents |
| Promoting awareness of cybersecurity and customer privacy protection | <ul style="list-style-type: none"> • Including cybersecurity awareness training as part of mandatory staff onboarding processes • Conducting phishing email tests and issuing reminders at random intervals throughout the year • Providing employees with periodic training and updates on cybersecurity and customer privacy protection |

Artificial Intelligence Governance

The Group recognises that the adoption of artificial intelligence (“AI”) technologies requires appropriate governance, clear accountability and regulatory compliance. In early 2026, the Group established a formal governance framework to oversee the responsible use of AI across its operations.

An Artificial Intelligence Policy was implemented to set out principles governing the development, deployment and use of AI systems. The Policy applies to employees and relevant third parties who interact with AI systems used by the Group. It establishes requirements relating to data protection, system security, risk management, ethical standards and compliance with applicable laws and regulations.

To strengthen oversight, the Group established an AI Governance Committee. The committee comprises representatives from Information Technology, Legal and Compliance, Risk Management and relevant business units. Its responsibilities include reviewing AI-related initiatives, overseeing risk assessments, monitoring compliance with internal policies and regulatory requirements, and addressing AI-related incidents where necessary.

The Group adopts a risk-based approach to AI management. AI use cases are subject to assessment prior to deployment, and higher-risk applications are subject to enhanced review and human oversight. AI systems are required to comply with applicable data protection and intellectual property laws.

Access to AI systems is controlled through role-based permissions and appropriate authentication mechanisms. System activities are logged and monitored. Security measures include encryption, vulnerability assessments and incident response procedures. The AI governance framework is subject to periodic review to reflect regulatory developments and operational needs.

Intellectual Property Rights

The Group safeguards intellectual property rights and the confidentiality of proprietary information through policies and internal controls set out in the Supply Chain Management, Product Responsibility and Anti-corruption Policy Statement. Practices that may compromise the establishment, protection or enforcement of intellectual property rights are prohibited.

Measures are implemented to reduce the risk of infringement or misappropriation. These include maintaining and monitoring trademarks, obtaining appropriate authorisation for the use of external information, and engaging professional advisers when necessary.

Supply Chain Management

The Group manages its procurement and supply chain activities through a Procurement Policy that sets out standardised procurement procedures and internal controls. The policy defines the roles and responsibilities of the Procurement Panel, which is subject to periodic review. Supplier selection is conducted in a transparent and equitable manner, based on objective assessment criteria and the exercise of reasonable judgement.

In accordance with the Supply Chain Management, Product Responsibility and Anti-corruption Policy Statement, the Group considers environmental and social factors when evaluating and managing supply chain risks. Communication and evaluation with suppliers are conducted on a regular basis to support performance improvement and alignment with the Group’s ESG expectations.

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Environmental considerations are incorporated into procurement practices where operationally feasible. For example, office supplies are procured with a preference for environmentally friendly products, including soy-based ink and FSC-certified paper. Relevant policies and operational guidelines are applied to support the ongoing monitoring and management of environmental and social risks across the supply chain.

LEGENDARY CUSTOMER EXPERIENCE

The Group places emphasis on service quality and customer experience as central components of its business operations. As a financial services provider, trust, reliability and transparency underpin its client relationships. A client-focused approach is adopted to deliver financial solutions aligned with customers' needs. Requirements relating to product responsibility and customer service are set out in the Supply Chain Management, Product Responsibility and Anti-corruption Policy Statement.

Product and Service Quality

Service quality is supported through internal controls, product review procedures and customer service procedures. The Group has established a Product and Risk Committee to oversee product quality and customer service delivery. New products are evaluated prior to launch, and periodic reviews are conducted to assess market developments and support continuous improvement.

Customer enquiries and feedback are handled through multiple channels, including telephone support, email and automated communication tools. A formal complaint handling mechanism is in place to ensure complaints are addressed in accordance with established procedures.

Customer complaints may be submitted through email or telephone. Upon receipt, complaints are referred to the designated complaint officer. The relevant department is responsible for documenting the sequence of events and providing supporting information for review. An investigation is conducted and reviewed by the complaint officer, and a formal response is issued within the agreed timeframe. Detailed procedures are set out in the Compliance Manual.

During the Reporting Year, the Group recorded two customer complaints, all of which were properly addressed and resolved.

Responsible Marketing Practices

Marketing communications are prepared with due regard to accuracy, balance and regulatory compliance. Product and service information is provided in a transparent manner to support informed decision-making and safeguard customer interests. Marketing materials are subject to review by the Legal and Compliance department to ensure consistency with applicable regulatory requirements and internal standards.

SUSTAINABLE FINANCE

The Group recognises the role of the financial services sector in supporting sustainable economic growth and development. The Group's financing and investment activities may influence broader economic, social and environmental outcomes. Sustainability considerations are therefore integrated into relevant business strategies and decision-making processes, with the aim of supporting responsible financial practices.

The Group seeks to provide products and services that deliver value to stakeholders while supporting positive societal outcomes and managing environmental impacts. Sustainable finance initiatives are implemented across relevant business areas, with particular focus on capital market solutions. Environmental considerations are incorporated into financing and investment processes, and the environmental performance of funds is reviewed on a routine basis in accordance with established procedures.

The Group keeps abreast of developments in sustainable finance practices and market standards, and will consider undertaking related initiatives or assessments as appropriate, taking into account business needs and operational considerations.

SUPPORTIVE WORKPLACE

The Group considers its employees to be integral to its long-term development and operational effectiveness. In fostering a supportive and equitable workplace, we implement structured human resources management practices and maintain compliance with applicable employment and labour laws and regulations². Our approach is set out in our Staff Manual, which governs employment practices, professional development and occupational health and safety.

For quantitative social performance data, please refer to the section “SOCIAL PERFORMANCE DATA SUMMARY”.

Employment Practices

We maintain an employment management framework covering recruitment, appointment, promotion, termination, remuneration, benefits, working hours, rest periods, equal opportunity, diversity and anti-discrimination. Employment-related decisions, including recruitment, advancement, transfer and compensation, are made based on objective criteria, experience and performance.

A structured remuneration and benefits framework is in place to attract and retain talent. This includes base salary, performance-based incentives, allowances, Mandatory Provident Fund contributions and other benefits. Employees are entitled to statutory and discretionary benefits, including leave entitlements, medical coverage and professional development support. Performance is reviewed through established appraisal processes. Annual performance evaluations are conducted to assess employee competencies and performance, and to inform career development and advancement. Annual salary reviews are conducted in accordance with the Group’s policies.

Diversity and Labour Standards

We are committed to maintaining a diverse, inclusive and respectful working environment. Equal employment opportunities are provided to all employees, and discrimination or harassment on any grounds, including gender, age, ethnicity, nationality, religion, sexual orientation or marital status, is not tolerated.

² For relevant laws and regulations, please refer to the section titled “Laws and Regulations”.

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The Group strictly prohibits child labour, forced labour and any unlawful employment practices. Employment contracts and the Staff Manual set out the terms and conditions of employment, safeguarding the rights and interests of both the Group and employees. The Human Resources Department oversees recruitment procedures, including verification of identity documents, to prevent unauthorised employment. In the event of any identified violations, appropriate remedial actions would be taken in accordance with established procedures.

During the Reporting Year, the Group continued to promote workforce diversity through the employment of retirees or older employees, and training opportunities were provided to all eligible staff.

Employee Engagement

The Group maintains regular communication with employees through operational meetings, structured discussions, performance evaluations, and internal electronic announcements and newsletters. During the Reporting Year, employee engagement initiatives included an annual dinner, festive celebrations (including Christmas activities), and well-being activities.



Annual Dinner



Christmas Party

A grievance and whistleblowing mechanism is in place to address concerns relating to workplace conduct, discrimination or harassment. Reports are handled on a confidential basis in accordance with established procedures.

Incentive and recognition arrangements were implemented during the Reporting Year to recognise employee contributions and support retention, including the Share Option Scheme, Share Award Scheme, long service awards, discretionary bonuses, and early release on special occasions.

Occupational Health and Safety

The Group manages occupational health and safety through policies and procedures set out in the Employment and Labour Policy Statement. Measures are implemented to support a safe working environment and to reduce health and safety risks associated with office-based operations.

Potential workplace health and safety hazards are identified on an ongoing basis. Employees are provided with appropriate personal and collective protective measures where necessary. An incident reporting and management mechanism is in place to support timely follow-up and risk mitigation. The Group also maintains a business continuity framework to support operational resilience in the event of disruption.

Through adherence to established safety standards, the Group pursues a zero-incident operational objective. During the Reporting Year, occupational health initiatives included the provision of group medical benefits, covering outpatient and inpatient services, body check-ups and dental care for eligible employees and their spouses and children, as well as free influenza vaccination. Over the past three years, no work-related fatalities were recorded by the Group.

Training and Development

The Group supports employee development through a structured framework that facilitates the enhancement of professional knowledge and skills relevant to employees’ roles and responsibilities. Eligible permanent employees are entitled to training and education allowances to support their professional development. Employee performance is reviewed through established annual appraisal processes, which serve as a reference for identifying development needs, supporting career progression and informing promotion and internal transfer considerations.

During the Reporting Year, training was provided to employees in areas relevant to the Group’s operations and regulatory environment, including anti-money laundering and cybersecurity. In addition, the Group supports the development of a future talent pipeline by offering internship opportunities to students from local universities, with interns encouraged to apply for full-time positions subject to business needs and individual suitability.

| On-board Training | On-the-job Training | External Training |
|--|---|--|
| <ul style="list-style-type: none"> To ensure that employees understand the Group’s mission, values, culture, and policies | <ul style="list-style-type: none"> To provide employees with the necessary skills and knowledge related to their job functions | <ul style="list-style-type: none"> To foster a culture of continuous learning and development |
| <ul style="list-style-type: none"> To clarify the expectations and responsibilities of the employee’s role | <ul style="list-style-type: none"> To ensure consistency in performing tasks and maintaining quality standards | <ul style="list-style-type: none"> To ensure that the Group and its employees stay updated with the latest trends in the industry |

STRONG PLANET

The Group integrates environmental considerations into its operations and business practices to manage environmental impacts and facilitate the transition to a low-carbon economy. In response to climate change, measures have been implemented to establish low-carbon office practices and to manage climate-related risks and opportunities in a structured manner. As a financial services provider with office-based operations, the Group focuses on the management of emissions, energy and resource consumption, and waste generation. Environmentally responsible workplace practices are promoted through internal guidelines for employees, and the Group encourages business partners to enhance their environmental performance, as appropriate.

The Group’s environmental management approach is set out in its Environmental Protection Policy Statement and Climate Change Policy. The Group seeks to comply with applicable environmental laws and regulations³ through periodic compliance reviews. Environmental performance is monitored through key environmental indicators to enable target-setting and continuous improvement. In parallel, the Group continues to integrate sustainability considerations into its business activities, including sustainable and green finance initiatives, taking into account operational needs, climate-related risks and opportunities, and regulatory requirements.

³ For relevant laws and regulations, please refer to the section titled “Laws and Regulations”.

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Tackling Climate Change

Governance

The Group acknowledges that climate change presents both risks and opportunities to the financial services sector and integrates climate considerations into its sustainability and risk management framework. Pursuant to the Group Climate Change Policy approved by the Board, the Board is responsible for approving the climate policy and overseeing the implementation of related strategies. The Board reviews climate-related risk and opportunity assessments on a regular basis to ensure that climate considerations are incorporated into enterprise risk management and business decision-making processes. Management is responsible for implementing mitigation, adaptation and disclosure measures, and for integrating climate considerations into investment management, risk control and operational procedures.

To determine whether appropriate skills and competencies are available to oversee climate-related strategies, the Board receives periodic briefings on climate risk developments, regulatory expectations and sustainable finance trends, and monitors updates to local and international climate disclosure standards. The Board periodically reviews its functional responsibilities and competency profile to assess whether its collective knowledge and experience remain adequate for effective oversight. Where capability gaps are identified, additional professional training or external advisory support will be arranged to strengthen relevant expertise in overseeing climate-related strategy formulation and implementation.

Strategy and Risk Management

Climate change continues to influence macroeconomic conditions, financial markets and regulatory environments. The Group considers that systematic identification and assessment of climate-related risks and opportunities enhance the basis for strategic planning and resource allocation. To strengthen its decision-making foundation, the Group conducted a qualitative scenario analysis of climate-related physical and transition risks, as well as associated business opportunities.

| Assessment Boundary | |
|---|--|
| Defined on a Group-wide basis, covering all entities under the Group's control. | |
| Applied Scenario | |
| Physical/Transition Risk | Intergovernmental Panel on Climate Change (IPCC) Sixth Assessment Report — Shared Socioeconomic Pathways (SSPs) <ul style="list-style-type: none"> • SSP1–2.6 low greenhouse gas emissions scenario • SSP5–8.5 very high greenhouse gas emissions scenario |
| Reason | The scenario settings encompass both lower and higher temperature-increase pathways to compare the key differences in impacts on the Group's financial performance and operational activities under different climate development trajectories, thereby supporting the identification of climate-related risks and opportunities for the business. |
| Time Horizon | |
| Short-term | 2025–2030 |
| Medium-term | 2030–2050 |
| Long-term | 2050–2060 |
| Reason | The Group primarily references the national “dual carbon” targets, the global temperature-limiting objectives advocated under the Paris Agreement, as well as the relevant roadmaps and milestone targets set out in Hong Kong's Climate Action Plan 2050. The 2060 endpoint was selected to align with China's carbon neutrality target timeline and to capture potential transition dynamics beyond 2050. |
| Methodology | |
| In 2025, the Group conducted a qualitative, perception-based climate assessment, engaging the Board, senior management and employees to evaluate climate-related risks and opportunities primarily based on two dimensions: “expected time of occurrence” and “potential impact magnitude.” | |
| <ul style="list-style-type: none"> • Low Potential Impact Level • Moderate Potential Impact Level • High Potential Impact Level | <p>The risk is unlikely to materialize and is expected to have a low impact on the Group within the corresponding time horizon.</p> <p>The risk has a moderate likelihood of materializing and is expected to have a moderate impact on the Group within the corresponding time horizon.</p> <p>The risk is more likely to materialize and is expected to have a high potential impact on the Group within the corresponding time horizon.</p> |

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Assessment Results

| Physical Risks | | Assumptions | SSP1-2.6 Scenario | | | SSP5-8.5 Scenario | | |
|---------------------|----------------------------|--|-------------------|-----------|-----------|-------------------|-----------|-----------|
| | | | 2025-2030 | 2030-2050 | 2050-2060 | 2025-2030 | 2030-2050 | 2050-2060 |
| Acute Risk | Extreme Weather Events | Considering the location and operational characteristics of our key offices and service dependencies, we assessed the potential impacts on business continuity, operational stability, and the risks of increased costs and service disruptions. | ● | ● | ● | ● | ● | ● |
| Chronic Risk | Rising Sea Level | | ● | ● | ● | ● | ● | ● |
| | Rising Average Temperature | | ● | ● | ● | ● | ● | ● |

| Transition Risks | | Assumptions | SSP1-2.6 Scenario | | | SSP5-8.5 Scenario | | |
|------------------------------|--|--|-------------------|-----------|-----------|-------------------|-----------|-----------|
| | | | 2025-2030 | 2030-2050 | 2050-2060 | 2025-2030 | 2030-2050 | 2050-2060 |
| Policy and Legal Risk | Tightened Carbon Emission Regulations | We assume that climate-related regulations and disclosure requirements will become increasingly stringent, raising compliance expectations for financial institutions. Supporting the low-carbon transition may require enhanced investment in risk management, data governance, and energy efficiency. Failure to meet evolving regulatory and stakeholder expectations could result in regulatory and reputational risks, affecting client confidence and financial performance. | ● | ● | ● | ● | ● | ● |
| | Mandatory Climate Disclosure Requirements | | ● | ● | ● | ● | ● | ● |
| Technology Risk | Green Finance and Data Management Capabilities | | ● | ● | ● | ● | ● | ● |
| Market Risk | Changing Customer Preferences | | ● | ● | ● | ● | ● | ● |
| Reputational Risk | Rising Stakeholder Environmental Expectations | | ● | ● | ● | ● | ● | ● |

| Opportunity | Assumptions | Expected time of occurrence |
|--|--|-----------------------------|
| Green Financial Products and Services | Considering evolving policy support for sustainable finance, increasing investor demand for ESG products, and developments in carbon market mechanisms, we assessed potential business opportunities arising from the low-carbon transition. | Short-term (2025-2030) |
| Emerging Market Investment | | Short-term (2025-2030) |
| Carbon Market Trading | | Short-term (2025-2030) |

Potential Impacts

| Climate-related Risk and Opportunity | | Potential Financial Impact | Business Model Strategy | Value Chain Strategy |
|--------------------------------------|--|---|---|--|
| Physical Risk | | | | |
| Acute Risk | Extreme weather events | <ul style="list-style-type: none"> Incremental capital and operating expenditures related to infrastructure upgrades, protective measures, energy use, and insurance coverage. | <ul style="list-style-type: none"> Gradually integrate climate-related physical risks into enterprise risk management, investment assessment, and long-term facility planning processes. | <ul style="list-style-type: none"> Incorporate climate risk considerations into supplier selection, site selection, and insurance coverage reviews. |
| | Rising sea level Rising Average Temperature | <ul style="list-style-type: none"> Potential revenue fluctuations if extreme weather events disrupt operations or affect climate-sensitive clients. | <ul style="list-style-type: none"> Explore opportunities to enhance climate-related product offerings and advisory capabilities in response to evolving market expectations. | <ul style="list-style-type: none"> Improve energy efficiency in offices and facilities to manage potential increases in cooling demand. |
| Transition Risk | | | | |
| Policy and Legal Risk | Tightened Carbon Emission Regulations | <ul style="list-style-type: none"> Reduced demand for financial services from carbon-intensive clients if their operations are constrained. | <ul style="list-style-type: none"> Gradually incorporate carbon policy developments into credit assessment, investment due diligence, and sector exposure management. | <ul style="list-style-type: none"> Enhance internal monitoring of regulatory developments in key operating markets. |
| | Mandatory Climate Disclosure Requirements | <ul style="list-style-type: none"> Increased risk management costs and potential asset quality pressure under stricter regulatory scenarios. | <ul style="list-style-type: none"> Establish structured climate governance and reporting frameworks aligned with regulatory expectations. | <ul style="list-style-type: none"> Work with external consultants, auditors, and system providers to enhance disclosure quality and compliance readiness. |
| Technology Risk | Green Finance and Data Management Capabilities | <ul style="list-style-type: none"> Insufficient risk identification or data quality limitations may increase the likelihood of suboptimal investment decisions. | <ul style="list-style-type: none"> Gradually enhance internal expertise in climate risk analysis, carbon accounting, and sustainable finance. | <ul style="list-style-type: none"> Conduct periodic reviews of technology infrastructure to support evolving regulatory and market expectations. |
| | | <ul style="list-style-type: none"> Additional investment in systems, tools, and professional support. | <ul style="list-style-type: none"> Integrate climate-related data tools into investment and risk management systems. | |

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| Climate-related Risk and Opportunity | | Potential Financial Impact | Business Model Strategy | Value Chain Strategy |
|--------------------------------------|---|---|---|--|
| Transition Risk | | | | |
| Market Risk | Changing Customer Preferences | <ul style="list-style-type: none"> Portfolio reallocation and product development may involve transitional adjustment costs. | <ul style="list-style-type: none"> Develop and expand green or sustainable investment products to meet evolving client demand. | <ul style="list-style-type: none"> Strengthen engagement with investee companies regarding transition strategies and sustainability performance. |
| Reputational Risk | Rising Stakeholder Environmental Expectations | <ul style="list-style-type: none"> Additional expenditures on stakeholder engagement, branding, and retention efforts may arise if expectations are not effectively managed. | <ul style="list-style-type: none"> Enhance transparency in climate governance, strategy, and performance disclosure. | <ul style="list-style-type: none"> Maintain ongoing dialogue with investors and stakeholders to understand evolving expectations. |
| Opportunity | | | | |
| Market | Green Financial Products and Services | <ul style="list-style-type: none"> Potential increase in fee-based income and assets under management from growing investor demand for sustainable products. | <ul style="list-style-type: none"> Integrate sustainability considerations into product design and client engagement processes. | <ul style="list-style-type: none"> Enhance internal capabilities in sustainable finance structuring and impact assessment. |
| | Emerging Market Investment | <ul style="list-style-type: none"> Green and infrastructure-related investments in emerging markets may offer growth potential over the medium to long term. | <ul style="list-style-type: none"> Selectively increase exposure to emerging markets with supportive low-carbon policies and infrastructure development plans. | <ul style="list-style-type: none"> Monitor regulatory and policy developments in target regions. |
| Energy Source | Carbon Market Trading | <ul style="list-style-type: none"> Potential new revenue streams from carbon trading services and related financial products. | <ul style="list-style-type: none"> Develop internal expertise in carbon pricing mechanisms and market operations. | <ul style="list-style-type: none"> Engage with carbon exchanges, regulatory bodies, and corporate clients to understand evolving market frameworks. |

In accordance with the Climate Change Policy, climate-related considerations are addressed through both mitigation and adaptation perspectives within the Group’s existing management framework.

| MITIGATION | ADAPTATION |
|---|---|
| Climate-related factors are progressively integrated into operational management, procurement considerations and investment review processes. Energy efficiency and resource utilisation are monitored as part of routine operational oversight, and market developments relating to low-carbon finance are considered in product and service evaluation. | Physical and transition risks are periodically assessed and incorporated into the enterprise risk management framework. Potential impacts on business continuity, regulatory compliance, cost structure and client behaviour are analysed where relevant. Where risk exposures are identified, corresponding monitoring and response measures are embedded within existing internal control and business continuity arrangements. |

Climate-related risks are managed alongside other material financial and operational risks. The identification, assessment and monitoring of such risks form part of the Group’s overall risk governance structure, ensuring alignment between strategic planning, capital allocation and risk management.

Metrics and Targets

The Group refers to the Greenhouse Gas Protocol and the “How to Prepare an ESG Report — Appendix 2: Reporting Guidance on Environmental KPIs” issued by HKEX in identifying, calculating and disclosing its greenhouse gas (GHG) emissions. The organisational boundary for GHG inventory is determined using the operational control approach. The Group has completed GHG inventory covering operating locations within the reporting scope.

During the year, the Group disclosed emissions under:

- Scope 1: direct emissions from vehicle usage;
- Scope 2: indirect emissions from purchased electricity consumed in office premises; and
- Scope 3: Category 6 — Business Travel (Air Travel)

GHG emissions are calculated using the formula: Activity Data × Emission Factor × Global Warming Potential (GWP). Activity data are primarily derived from internal records of subsidiaries and utility invoices. Emission factors and global warming potential values are based on the latest available national or regional grid emission factors and internationally recognised parameters. Scope 2 emissions are calculated using the location-based approach. For Scope 3 business travel emissions, estimation is performed with reference to the carbon emission calculation methodology provided by the International Civil Aviation Organization (ICAO). At the current stage, further quantitative disclosure of Scope 3 emissions remains under consideration, taking into account data availability and relevant factors.

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| Types (Unit) | 2025 | 2024 |
|--|--------|--------|
| Scope 1 (tonnes of CO ₂ equivalent) | 3.11 | 3.71 |
| Scope 2 (tonnes of CO ₂ equivalent) | 147.65 | 160.85 |
| Scope 3 (tonnes of CO ₂ equivalent) | 61.88 | 143.35 |
| Total GHG emissions (tonnes of CO ₂ equivalent) | 212.64 | 307.92 |
| GHG intensity (tonnes of CO ₂ equivalent/staff) | 1.19 | 1.70 |

While formal climate-related targets have not yet been set, the Group is actively assessing the development of measurable climate-related objectives, including potential greenhouse gas-related indicators, in line with evolving regulatory expectations and operational capabilities.

Emissions and Resource Use

The Group manages emissions and resource use in accordance with applicable laws and regulations⁴. Management measures and operational practices are implemented to support effective control of emissions and responsible utilisation of resources. Environmental considerations are incorporated into daily operations, with established procedures governing emission monitoring, resource consumption and waste handling.

For quantitative environmental performance data, please refer to the section “ENVIRONMENTAL PERFORMANCE DATA SUMMARY”.

Air emissions arising from operations are mainly associated with fuel consumption in business activities. We monitor air emissions in line with applicable regulatory requirements and maintains operational records to support compliance management. The Group seeks to minimise air emissions where practicable by promoting prudent fuel use and integrating emission considerations into operational planning. In respect of energy management, the Group monitors electricity and fuel consumption as part of operational oversight. Consumption data are recorded and reviewed periodically to support resource planning and identify areas for operational improvement where practicable. The Group promotes energy efficiency in its operations through ongoing monitoring and the integration of prudent energy use practices, taking into account operational requirements.

The Group manages waste in accordance with established procedures and promotes the “4R” principles of Reduce, Reuse, Recycle and Replace. The Group aims to reduce waste generation where practicable and enhance waste segregation and recycling practices through structured waste management arrangements. Waste is segregated and collected through designated service providers. Non-hazardous waste is delivered to recognised collection facilities, while hazardous waste, where generated, is handled by licensed recycling specialists in accordance with statutory requirements.

⁴ For relevant laws and regulations, please refer to the section titled “Laws and Regulations”.

The Group sources water from municipal supply at its places of operation. During the Reporting Year, there were no issues in sourcing water that was fit for purpose. Water consumption is monitored to support operational management and resource planning. The Group promotes efficient water use in daily operations and strengthens water management practices through ongoing monitoring and the implementation of water-saving measures where practicable.

Green Initiatives

The Group implements a range of green measures aimed at reducing its environmental footprint and enhancing resource efficiency, considering the nature of its office-based financial services operations. Key initiatives focus on transportation, energy use, and paper and waste management. During the Reporting Year, the Group was awarded the Wastewi\$e Certificate and the Energywi\$e Certificate (Basic Level) under the Hong Kong Green Organisation Certification (HKGOC).



Transport and Travel

- Reduction of travel-related emissions through the use of virtual conferencing, assessment of travel necessity, optimisation of travel frequency and transport mode selection
- Enhancement of vehicle and driving efficiency through route optimisation, eco-driving training, regular engagement with driver(s), and ongoing vehicle inspection and maintenance
- Progressive transition towards lower-emission vehicles, including Euro IV compliant and electric vehicles, and promotion of green transportation with minimisation of non-essential road and air travel

Energy Use

- Optimisation of electricity consumption through the deployment of energy-efficient equipment and systems, including smart sensors, modern air-conditioning systems and appliances with high energy-efficiency labels
- Implementation of automated and administrative energy management controls, including after-hours shutdown arrangements and energy-saving operation settings for air-conditioning systems, and the switching-off of lighting and air-conditioning in unoccupied areas
- Maintenance of air-conditioning efficiency through appropriate temperature settings (24–26°C) and regular cleaning and maintenance of key components
- Monitoring of energy consumption and establishment of energy-saving targets, supported by regular policy reviews and internal communications to promote energy conservation

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Paper and Waste

- Reduction of material and paper consumption through electronic communications, digital archiving, default double-sided printing, and minimisation of raw material and finished product usage
- Promotion of reuse and responsible paper practices, including reuse of paper for drafts and internal correspondence, and reuse of envelopes and file folders
- Implementation of waste reduction, segregation and recycling arrangements, monitoring of waste disposal processes, and engagement of accredited recyclers
- Use of certified service providers and procurement of sustainable materials, including FSC- and PEFC-certified paper, for recycling and environmentally responsible sourcing

Water Use

- Installation of water-saving fixtures, including low-flow taps and sensor-activated controls
- Routine inspections for leaks in taps and pipes, with prompt repairs carried out to avoid disruption to daily operations
- Monitoring of water consumption and establishment of specific water-saving objectives



CONNECTED COMMUNITIES

The Group is committed to fulfilling corporate social responsibility by actively participating in community initiatives. Guided by the Community Investment Policy Statement and the Group's ESG strategy, we aim to create positive social value through structured community engagement. We encourage employee participation in volunteer services and work with community partners to contribute through volunteer hours and financial support.

| | |
|--|--|
| Areas of community contribution | <ul style="list-style-type: none"> • Coastal conservation • Support for grassroots citizens • Blood donation • Cash donation |
| Key community activities | <ul style="list-style-type: none"> • Participated in coastal cleanup campaign organised by Green Council • Participated in Food Angel's community outreach food assistance service • Participated in Hong Kong Red Cross blood donation campaign • Cash Donation to The Community Chest of Hong Kong • Cash Donation to Hong Kong Anti-Cancer Society |
| Resources and Contributions | <ul style="list-style-type: none"> • Volunteer hours: 91 hours • Number of partnered charitable organizations: 4 • Total charitable donations: HKD65,000 |
| Recognitions | <ul style="list-style-type: none"> • Caring Company 2024/25 |



LAWS AND REGULATIONS

| Aspect | Key Laws and Regulations | Section/Remarks |
|---------------------------------|---|---|
| Emissions | <ul style="list-style-type: none"> Air Pollution Control Ordinance (Cap. 311) Waste Disposal Ordinance (Cap. 354) Water Pollution Control Ordinance (Cap. 358) | During the Reporting Year, the Group had zero instances of non-compliances with relevant laws and regulations that could have a significant impact on the Group relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste, nor did it have a material impact on the environment and biodiversity. Additionally, the Group had no problems in sourcing suitable water sources. |
| Employment and Labour Standards | <ul style="list-style-type: none"> Employment Ordinance (Cap. 57) Minimum Wage Ordinance (Cap. 608) Employment of Children Regulations (Cap. 57B) | During the Reporting Year, the Group did not record any non-compliance with relevant laws and regulations regarding compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other welfare and benefits, as well as the prevention of child labour and forced labour. |
| Occupational Health and Safety | <ul style="list-style-type: none"> Air Pollution Control Ordinance (Cap. 311) Occupational Safety and Health Ordinance (Cap. 509) Employee Compensation Ordinance (Cap. 282) | During the Reporting Year, the Group did not record any non-compliance with laws and regulations that have a significant impact on the Group relating to providing a safe working environment and protecting employees from occupational hazards. |

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| Aspect | Key Laws and Regulations | Section/Remarks |
|------------------------|---|---|
| Product Responsibility | <ul style="list-style-type: none"> Personal Data (Privacy) Ordinance (Cap. 486) | <p>During the Reporting Year, given the nature of its business, the Group was not engaged in product manufacturing and did not involve product labelling, quality assurance processes or product recall procedures. No material non-compliance with laws and regulations relating to product responsibility, health and safety, or labelling and services was recorded. The Group conducts advertising and promotional activities in the ordinary course of business and complies with applicable laws and regulations to ensure that information presented is accurate and not misleading.</p> |
| Anti-corruption | <ul style="list-style-type: none"> Prevention of Bribery Ordinance (Cap. 201) Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) Ordinance (Cap. 615) | <p>During the Reporting Year, the Group did not record any corruption lawsuits against it or its employees that have been concluded. In terms of bribery, extortion, fraud, and money laundering, the Group did not record any cases that could have a significant impact on the Group and violate relevant laws and regulations.</p> |

ENVIRONMENTAL PERFORMANCE DATA SUMMARY

| Environmental (Unit) ⁵ | 2025 | 2024 | 2023 |
|--|--------|--------|-------------------|
| A1 Emissions | | | |
| Air Emissions⁶ | | | |
| Nitrogen oxides (kg) | 0.74 | 0.85 | 0.86 |
| Sulphur oxides (kg) | 0.02 | 0.02 | 0.02 |
| Respiratory suspended particles (kg) | 0.05 | 0.06 | 0.06 |
| Greenhouse Gas Emissions⁷ | | | |
| Scope 1 (tCO ₂ e) ⁸ | 3.11 | 3.71 | 3.88 |
| Scope 2 (tCO ₂ e) ⁹ | 147.65 | 160.85 | 180.94 |
| Scope 3 (tCO ₂ e) ¹⁰ | 61.88 | 143.35 | 26.07 |
| Total GHG emissions (tCO ₂ e) | 212.64 | 307.92 | 210.89 |
| GHG intensity (tCO ₂ e/staff) | 1.19 | 1.70 | 1.09 |
| Waste | | | |
| Total hazardous waste produced (tonne) | 0.00 | 0.00 | 0.03 |
| Hazardous waste intensity (tonne/’000 staff) | 0.00 | 0.00 | 0.16 |
| Total non-hazardous waste produced (tonne) | 2.74 | 5.16 | 5.84 |
| Non-hazardous waste intensity (tonne/staff) | 0.02 | 0.03 | 0.03 |
| A2 Use of Resources | | | |
| Energy | | | |
| Direct energy consumption ¹¹ | | | |
| Petrol (MWh) | 10.43 | 15.02 | 15.71 |
| Diesel (MWh) | 0 | 0 | 0 |
| Indirect energy consumption | | | |
| Purchased electricity (MWh) | 246.09 | 243.72 | 267.46 |
| Total energy consumption (MWh) | 256.52 | 258.74 | 283.17 |
| Energy intensity (MWh/staff) | 1.44 | 1.00 | 1.00 |
| Water¹² | | | |
| Total water consumption (m ³) | N/A | N/A | 129 ¹³ |
| Water intensity by staff (m ³ /staff) | N/A | N/A | 0.67 |

⁵ Intensity was calculated based on year-end headcount.

⁶ Air emissions were mainly contributed by combustion of fuel from vehicle. Air emissions were calculated according to “Appendix 2: Reporting Guidance on Environmental KPIs” by HKEX. Emission factors were adopted from “Appendix 2: Reporting Guidance on Environmental KPIs” and “Emission Factors for Greenhouse Gas Inventories” by United States Environmental Protection Agency.

⁷ GHG emissions were calculated with reference to the Greenhouse Gas Protocol and the “How to Prepare an ESG Report — Appendix 2: Reporting Guidance on Environmental KPIs” issued by HKEX. The organisational boundary is determined using the operational control approach and covers all operating locations within the reporting scope.

⁸ Scope 1 emissions include direct emissions associated with vehicle usage.

⁹ Scope 2 emissions include indirect emissions from purchased electricity consumed in office premises and are calculated using the location-based approach.

¹⁰ Scope 3 emissions include emissions from business air travel and are estimated with reference to the carbon emission calculation methodology provided by the International Civil Aviation Organization (ICAO).

¹¹ The petrol and diesel consumption data for 2023 and 2024 have been restated following a review of fuel classification.

¹² Water consumption data for the Reporting Year is unavailable as the relevant usage records were not available from the landlord.

¹³ Two operating sites were excluded in 2023 due to lack of water consumption data from the office rental landlord.

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SOCIAL PERFORMANCE DATA SUMMARY

| Social | 2025 ¹⁴ | 2024 ¹⁵ | 2023 ¹⁶ |
|---|--------------------|--------------------|--------------------|
| B1 Employment | | | |
| Number of Staff¹⁷ | | | |
| Total | 178 | 181 | 193 |
| By Geographical Distribution | | | |
| Hong Kong | 178 | 181 | 193 |
| By Age | | | |
| Under 30 | 13 | 15 | 27 |
| 31–50 | 117 | 121 | 123 |
| Above 50 | 48 | 45 | 43 |
| By Gender | | | |
| Male | 100 | 103 | 114 |
| Female | 78 | 78 | 79 |
| By Staff Grade | | | |
| Board and senior management | 4 | 6 | 7 |
| Middle management | 28 | 27 | 29 |
| General staff | 146 | 148 | 157 |
| Number of Other Workers¹⁸ | | | |
| Total | 87 | 83 | 71 |
| By Type | | | |
| Self-employed — Market trading services ¹⁹ | 73 | 75 | 60 |
| Self-employed — Office cleaning services | 3 | 3 | 3 |
| Contractual workers — Consultant | 9 | 4 | 3 |
| Contractual staff — Intern | 2 | 1 | 5 |
| Number and Rate of New Staff²⁰ | | | |
| Total | 33 (18.5%) | 43 (23.8%) | 38 (19.7%) |
| By Age | | | |
| Under 30 | 9 (69.2%) | 8 (53.3%) | 13 (48.1%) |
| 30 to 50 | 19 (16.2%) | 26 (21.5%) | 17 (13.8%) |
| Above 50 | 5 (10.4%) | 9 (20.0%) | 8 (18.6%) |

¹⁴ In 2025, the number of staff included both full-time and part-time staff, which 3 were part-time staff.

¹⁵ In 2024, the number of staff included both full-time and part-time staff, which 4 were part-time staff.

¹⁶ In 2023, the number of staff only included full-time staff, the data of part-time staff (4 part-time staff) are excluded.

¹⁷ Total number of employees at the end of the Year, all of which are full-time and part-time employees in Hong Kong. Other workers, such as cleaning staff and technician hired via third-parties, are not included.

¹⁸ In accordance with the “How to prepare an ESG Report — Appendix 3: Reporting guidance on Social KPIs” published by the HKEX, “other workers” refer to agents/contractors/suppliers hired by the issuer to perform work at a workplace controlled by the issuer or in a public area and/or to deliver work/services at the workplace of a client of the issuer; and interns/volunteers performing unpaid work for the issuer.

¹⁹ The marketing trading services team included account executives, relationship managers, financial consultants and technical representatives.

²⁰ Rate of new staff = number of new employees of the category/total number of employees of the category at the end of the Year x 100%.

| Social | 2025 ¹⁴ | 2024 ¹⁵ | 2023 ¹⁶ |
|--|--------------------|--------------------|--------------------|
| Number and Rate of New Staff | | | |
| By Gender | | | |
| Male | 17 (17.0%) | 19 (18.4%) | 21 (18.4%) |
| Female | 16 (20.5%) | 24 (30.8%) | 17 (21.5%) |
| By Staff Grade | | | |
| Board and senior management | 0 (0%) | 0 (0%) | 3 (42.9%) |
| Middle management | 3 (11.1%) | 6 (22.2%) | 4 (13.8%) |
| General staff | 30 (20.5%) | 37 (25.0%) | 31 (19.7%) |
| By Geographical Region | | | |
| Hong Kong | 33 (18.5%) | 43 (23.8%) | 38 (19.7%) |
| Number and Rate of Staff Turnover²¹ | | | |
| Total | 31 (17.4%) | 58 (32.0%) | 44 (22.8%) |
| By Age | | | |
| Under 30 | 5 (38.5%) | 14 (93.3%) | 10 (37.0%) |
| 30 to 50 | 19 (16.2%) | 34 (28.1%) | 26 (21.1%) |
| Above 50 | 7 (14.6%) | 10 (22.2%) | 8 (18.6%) |
| By Gender | | | |
| Male | 17 (17.0%) | 32 (31.1%) | 21 (18.4%) |
| Female | 14 (17.9%) | 26 (33.3%) | 23 (29.1%) |
| By Staff Grade | | | |
| Board and senior management | 1 (25.0%) | 1 (16.7%) | — |
| Middle management | 3 (10.7%) | 7 (25.9%) | 6 (20.7%) |
| General staff | 27 (18.5%) | 50 (33.8%) | 38 (24.2%) |
| By Geographical Region | | | |
| Hong Kong | 31 (17.4%) | 58 (32.0%) | 44 (22.8%) |
| B2 Occupational Health and Safety | | | |
| Number and Rate of Staff | | | |
| Work-related fatalities | 0 | 0 | 0 |
| Rate of work-related fatalities (per'00 staff) | 0 | 0 | 0 |
| Work-related injuries | 0 | 1 | 0 |
| Rate of work-related injuries (per'00 staff) ²² | 0 | 0.6 | 0 |
| Lost days due to work-related injuries | 0 | 12 | 0 |

²¹ Rate of staff turnover = number of turnover of the category/total number of employees of the category at the end of the Year x 100%.

²² Work-related injury rate per 100 employees = number of work-related injuries/total number of employees at the end of the Year x 100%.

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| Social | 2025 ¹⁴ | 2024 ¹⁵ | 2023 ¹⁶ |
|--|--------------------|--------------------|--------------------|
| Number and Rate of Other Workers | | | |
| Work-related fatalities | 0 | 0 | 0 |
| Rate of work-related fatalities (per'00 other workers) | 0 | 0 | 0 |
| Work-related injuries | 0 | 0 | 0 |
| Rate of work-related injuries (per'00 other workers) | 0 | 0 | 0 |
| Lost days due to work-related injuries | 0 | 0 | 0 |
| B3 Training and Development | | | |
| Rate of Staff Trained²³ | | | |
| Total | 51% | 77% | 46% |
| By Gender | | | |
| Male | 57% | 50% | 52% |
| Female | 44% | 27% | 37% |
| By Staff Grade | | | |
| Board and senior management | 100% | 5% | 71% |
| Middle management | 68% | 17% | 66% |
| General staff | 47% | 55% | 41% |
| Average Training Hours²⁴ | | | |
| Total | 8.3 | 6.6 | 5.6 |
| By Gender | | | |
| Male | 9.4 | 7.3 | 6.6 |
| Female | 7.0 | 5.6 | 4.1 |
| By Staff Grade | | | |
| Board and senior management | 19.6 | 16.5 | 9.3 |
| Middle management | 13.8 | 11.6 | 8.0 |
| General staff | 7.0 | 5.2 | 5.0 |

²³ Employee trained rate = number of employees trained in the category/total number of employees of the category at the end of the Year x 100%.

²⁴ Average training hours = total hours of training received by employees of the category/total number of employees of the category at the end of the Year.

| Social | 2025 ¹⁴ | 2024 ¹⁵ | 2023 ¹⁶ |
|--|--------------------|--------------------|--------------------|
| B5 Supply Chain Management | | | |
| Number of Suppliers | | | |
| Total | 72 | 63 | 77 |
| By Geographical Distribution | | | |
| Hong Kong | 71 | 63 | 77 |
| Other region ²⁵ | 1 | 0 | 0 |
| By Category | | | |
| Food | 2 | 7 | — |
| Printing/packaging supplies/cleaning supplies/uniforms/fuel | 12 | 8 | — |
| Device/equipment/system/repair and maintenance/testing/water, electricity, coal/telecommunications | 41 | 48 | — |
| Other ²⁶ | 17 | — | — |
| B6 Product Responsibility | | | |
| Products and service-related complaints received | 2 | 1 | 0 |
| B7 Anti-corruption Training | | | |
| Rate of Staff Received Anti-corruption Training²⁷ | | | |
| By Staff Grade | | | |
| Board and senior management | 40% | 100% | 100% |
| Middle management | 43% | 63% | 69% |
| Average Anti-corruption Training Hours²⁸ | | | |
| By Staff Grade | | | |
| Board and senior | 2.5 | 1 | 1 |
| Middle management | 0.86 | 0.63 | 0.69 |

²⁵ PRC

²⁶ Delivery Services, Property Management Office, Hotel for annual events, etc.

²⁷ Rate of staff received anti-corruption training = number of employees received anti-corruption training in the category/total number of employees of the category at the end of the Year x 100%.

²⁸ Average anti-corruption training hours = total hours of anti-corruption training received by employees of the category/total number of employees of the category at the end of the Year.

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HKEX ESG CODE CONTENT INDEX

| Aspects | Requirements | Section/Remarks |
|--|---|--|
| Governance Structure | | |
| General Disclosure | A statement from the board containing the following elements: <ul style="list-style-type: none"> (i) a disclosure of the board’s oversight of ESG issues; (ii) the board’s ESG management approach and strategy, including the process used to evaluate, prioritise and manage material ESG-related issues (including risks to the issuer’s businesses); and (iii) how the board reviews progress against ESG-related goals and targets with an explanation of how they relate to the issuer’s businesses. | ESG STRATEGY — ESG Governance |
| Reporting Principles²⁸ | | |
| General Disclosure | A describe of, or an explanation on, the application of the following Reporting Principles in the preparation of the ESG report: <ul style="list-style-type: none"> (a) Materiality: the ESG report should disclose <ul style="list-style-type: none"> (i) the process to identify and the criteria for the selection of material ESG factors; (ii) if a stakeholder engagement is conducted, a description of significant stakeholders identified, and the process and results of the issuer’s stakeholder engagement. (b) Quantitative: Information on the standards, methodologies, assumptions and/or calculation tools used and source of conversion factors used, for the reporting of emissions/energy consumption (where applicable) should be disclosed. (c) Consistency: The issuer should disclose in the ESG report any changes to the methods or KPIs used, or any other relevant factors that affect a meaningful comparison. | ABOUT THE REPORT — Reporting Standard and Principles |
| Reporting Boundary | | |
| General Disclosure | A narrative explaining the reporting boundaries of the ESG report and describing the process used to identify which entities or operations are included in the ESG report. If there is a change in the scope, the issuer should explain the difference and reason for the change. | ABOUT THE REPORT — Reporting Scope |

²⁸ Materiality: The Group conducts comprehensive stakeholder engagement and materiality assessment processes to identify and prioritise material issues that warrant detailed disclosure in accordance with their strategic significance during the reporting period.
 Quantitative: The ESG Report presents quantifiable key performance indicators (“KPIs”) where applicable, accompanied by comparative historical data and detailed documentation of the measurement standards, methodologies, and underlying assumptions employed in calculations.
 Consistency: The Group maintains methodological consistency in its reporting framework and KPIs to facilitate meaningful year-on-year performance analysis, with any methodological variations explicitly noted and justified.

| Aspects | HKEX ESG Reporting Code Requirements | Section/Remarks |
|-------------------------------------|---|---|
| A. Environmental | | |
| Aspect 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. | STRONG PLANET |
| KPI A1.1 | The types of emissions and the respective emissions data. | ENVIRONMENTAL PERFORMANCE DATA SUMMARY |
| KPI A1.2 | Repealed 1 January 2025. | — |
| KPI A1.3 | Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). | ENVIRONMENTAL PERFORMANCE DATA SUMMARY |
| KPI A1.4 | Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). | ENVIRONMENTAL PERFORMANCE DATA SUMMARY |
| KPI A1.5 | Description of emission target(s) set and steps taken to achieve them. | STRONG PLANET — Emissions and Resource Use, Green Initiatives |
| 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. | STRONG PLANET — Emissions and Resource Use, Green Initiatives |
| Aspect A2 : Use of Resources | | |
| General Disclosure | Policies on efficient use of resources, including energy, water and other raw materials. | STRONG PLANET |
| 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). | ENVIRONMENTAL PERFORMANCE DATA SUMMARY |
| KPI A2.2 | Water consumption in total and intensity (e.g. per unit of production volume, per facility). | ENVIRONMENTAL PERFORMANCE DATA SUMMARY |

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| Aspects | HKEX ESG Reporting Code Requirements | Section/Remarks |
|--|---|---|
| KPI A2.3 | Description of energy use efficiency target(s) set and steps taken to achieve them. | STRONG PLANET — Emissions and Resource Use, Green Initiatives |
| 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. | STRONG PLANET — Emissions and Resource Use, Green Initiatives |
| KPI A2.5 | Total packaging materials used for finished products (in tonnes) and, if applicable, with reference to per unit produced. | Due to the nature of the Group's business, packaging material is not a significant issue for us and thus no relevant details are disclosed. |
| Aspect A3 : The Environment and Natural Resources | | |
| General Disclosure | Policies on minimising the issuers' significant impact on the environment and natural resources. | Due to the nature of the business, we do not involve any significant environment impacts activities. |
| KPI A3.1 | Description of significant impacts of activities on the environment and natural resources and the actions taken to manage them. | |
| Aspect A4 : Climate Change | | |
| General Disclosure | Repealed 1 January 2025 | — |
| KPI A4.1 | Repealed 1 January 2025 | — |
| B. Social | | |
| Aspect 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. | SUPPORTIVE WORKPLACE |
| KPI B1.1 | Total workforce by gender, employment type (for example, full- or parttime), age group and geographical region. | SOCIAL PERFORMANCE DATA SUMMARY |
| KPI B1.2 | Employee turnover rate by gender, age group and geographical region. | SOCIAL PERFORMANCE DATA SUMMARY |

| Aspects | HKEX ESG Reporting Code Requirements | Section/Remarks |
|--|---|---|
| Aspect 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. | SUPPORTIVE WORKPLACE — Occupational Health and Safety |
| KPI B2.1 | Number and rate of work-related fatalities occurred in each of the past three years including the reporting year. | SOCIAL PERFORMANCE DATA SUMMARY |
| KPI B2.2 | Lost days due to work injury. | SOCIAL PERFORMANCE DATA SUMMARY |
| KPI B2.3 | Description of occupational health and safety measures adopted, how they are implemented and monitored. | SUPPORTIVE WORKPLACE — Occupational Health and Safety |
| Aspect B3: Development and Training | | |
| General Disclosure | Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. | SUPPORTIVE WORKPLACE — Training and Development |
| KPI B3.1 | The percentage of employees trained by gender and employee category (e.g. senior management, middle management). | SOCIAL PERFORMANCE DATA SUMMARY |
| KPI B3.2 | The average training hours completed per employee by gender and employee category. | SOCIAL PERFORMANCE DATA SUMMARY |
| Aspect 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 prevention of child and forced labour. | SUPPORTIVE WORKPLACE — Employment Practices, Diversity and Labour Standards |
| KPI B4.1 | Description of measures to review employment practices to avoid child and forced labour. | SUPPORTIVE WORKPLACE — Diversity and Labour Standards |

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| Aspects | HKEX ESG Reporting Code Requirements | Section/Remarks |
|---|---|---|
| KPI B4.2 | Description of steps taken to eliminate such practices when discovered. | SUPPORTIVE WORKPLACE — Diversity and Labour Standards |
| Aspect B5: Supply Chain Management | | |
| General Disclosure | Policies on managing environmental and social risks of the supply chain. | RESPONSIBLE CONDUCT — Supply Chain Management |
| KPI B5.1 | Number of suppliers by geographical region. | SOCIAL PERFORMANCE DATA SUMMARY |
| KPI B5.2 | Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored. | RESPONSIBLE CONDUCT — Supply Chain Management |
| KPI B5.3 | Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored. | RESPONSIBLE CONDUCT — Supply Chain Management |
| KPI B5.4 | Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored. | RESPONSIBLE CONDUCT — Supply Chain Management |
| Aspect 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. | RESPONSIBLE CONDUCT, LEGENDARY CUSTOMER EXPERIENCE, SUSTAINABLE FINANCE |
| KPI B6.1 | Percentage of total products sold or shipped subject to recalls for safety and health reasons. | Given its business nature, the Group did not involve in any product production. |
| KPI B6.2 | Number of products and service related complaints received and how they are dealt with. | LEGENDARY CUSTOMER EXPERIENCE — Product and Service Quality |
| KPI B6.3 | Description of practices relating to observing and protecting intellectual property rights. | RESPONSIBLE CONDUCT — Intellectual Property Rights |

| Aspects | HKEX ESG Reporting Code Requirements | Section/Remarks |
|--|--|---|
| KPI B6.4 | Description of quality assurance process and recall procedures. | Given its business nature, the Group did not involve in any quality assurance process and recall procedures for product production. |
| KPI B6.5 | Description of consumer data protection and privacy policies, how they are implemented and monitored. | RESPONSIBLE CONDUCT — Data Privacy and Cybersecurity |
| Aspect 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. | RESPONSIBLE CONDUCT — Business Ethics and Integrity |
| 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. | RESPONSIBLE CONDUCT — Business Ethics and Integrity |
| KPI B7.2 | Description of preventive measures and whistleblowing procedures, how they are implemented and monitored. | RESPONSIBLE CONDUCT — Business Ethics and Integrity |
| KPI B7.3 | Description of anti-corruption training provided to directors and staff. | RESPONSIBLE CONDUCT — Business Ethics and Integrity SOCIAL PERFORMANCE DATA SUMMARY |
| Aspect 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. | CONNECTED COMMUNITIES |
| KPI B8.1 | Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport). | CONNECTED COMMUNITIES |
| KPI B8.2 | Resources contributed (e.g. money or time) to the focus area. | CONNECTED COMMUNITIES |

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IFRS S2 CLIMATE-RELATED DISCLOSURES CONTENT INDEX

| Disclosure Description | References and Remarks |
|---|---|
| Governance | |
| (5) The objective of climate-related financial disclosures on governance is to enable users of general purpose financial reporting to understand the governance processes, controls and procedures used to monitor, manage and oversee climate-related risks and opportunities. | |
| <p>6(a) To achieve this objective, an entity shall disclose information about the governance body(s) (which can include a board, committee or equivalent body charged with governance) or individual(s) responsible for oversight of climate-related risks and opportunities. Specifically, the entity shall identify that body(s) or individual(s) and disclose information about:</p> <ul style="list-style-type: none"> (i) how responsibilities for climate-related risks and opportunities are reflected in the terms of reference, mandates, role descriptions and other related policies applicable to that body(s) or individual(s); (ii) how the body(s) or individual(s) determines whether appropriate skills and competencies are available or will be developed to oversee strategies designed to respond to climate-related risks and opportunities; (iii) how and how often the body(s) or individual(s) is informed about climate-related risks and opportunities; (iv) how the body(s) or individual(s) takes into account climate-related risks and opportunities when overseeing the entity's strategy, its decisions on major transactions and its risk management processes and related policies, including whether the body(s) or individual(s) has considered trade-offs associated with those risks and opportunities; and (v) how the body(s) or individual(s) oversees the setting of targets related to climate-related risks and opportunities, and monitor progress towards targets, including whether and how related performance metrics are included in remuneration policies. | <p>STRONG PLANET — Tackling Climate Change — Governance</p> <p>STRONG PLANET — Tackling Climate Change — Governance</p> <p>STRONG PLANET — Tackling Climate Change — Governance</p> <p>STRONG PLANET — Tackling Climate Change — Governance</p> <p>At the current stage, the Group has not established specific quantitative targets relating to climate-related risks and opportunities, nor incorporated related performance metrics into the remuneration policies of Directors or senior management. The Group will continue to monitor regulatory developments and market practices and review related arrangements.</p> |

| Disclosure Description | References and Remarks |
|--|--|
| <p>6(b) Management's role in the governance processes, controls and procedures used to monitor, manage and oversee climate-related risks and opportunities, including information about:</p> <ul style="list-style-type: none"> (i) whether the role is delegated to a specific management-level position or management-level committee and how oversight is exercised over that position or committee; and (ii) whether management uses controls and procedures to support the oversight of climate-related risks and opportunities and, if so, how these controls and procedures are integrated with other internal functions. | <p>STRONG PLANET — Tackling Climate Change — Governance</p> |
| Strategy | |
| <p>(8) The objective of climate-related financial disclosures on strategy is to enable users of general purpose financial reporting to understand an entity's strategy for managing climate-related risks and opportunities.</p> | |
| <p>9(a) the climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects;</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |
| <p>9(b) the current and anticipated effects of those climate-related risks and opportunities on the entity's business model and value chain;</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |
| <p>9(c) the effects of those climate-related risks and opportunities on the entity's strategy and decision-making, including information about its climate-related transition plan;</p> | <p>The Group has assessed the potential effects of climate-related risks and opportunities on its strategy, operations and cost structure through qualitative analysis, and such considerations have been incorporated into its decision-making and risk management processes. Quantitative assessment of climate-related financial impacts across different time horizons remains under development, and disclosures at this stage are primarily qualitative.</p> |
| <p>9(d) the effects of those climate-related risks and opportunities on the entity's financial position, financial performance and cash flows for the reporting period, and their anticipated effects on the entity's financial position, financial performance and cash flows over the short, medium and long term, taking into consideration how those climate-related risks and opportunities have been factored into the entity's financial planning; and</p> | |
| <p>9(e) the climate resilience of the entity's strategy and its business model to climate-related changes, developments and uncertainties, taking into consideration the entity's identified climate-related risks and opportunities.</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |

Environmental, Social and Governance Report

| Disclosure Description | References and Remarks |
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| Climate-related risks and opportunities | |
| <p>(10) An entity shall disclose information that enables users of general purpose financial reporting to understand the climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects. Specifically, the entity shall:</p> <p>10(a) describe climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects;</p> <p>10(b) explain, for each climate-related risk the entity has identified, whether the entity considers the risk to be a climate-related physical risk or climate-related transition risk;</p> <p>10(c) specify, for each climate-related risk and opportunity the entity has identified, over which time horizons — short, medium or long term — the effects of each climate-related risk and opportunity could reasonably be expected to occur; and</p> <p>10(d) explain how the entity defines 'short term', 'medium term' and 'long term' and how these definitions are linked to the planning horizons used by the entity for strategic decision-making.</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |
| Business model and value chain | |
| <p>(13) An entity shall disclose information that enables users of general purpose financial reports to understand the current and anticipated effects of climate-related risks and opportunities on the entity's business model and value chain. Specifically, the entity shall disclose:</p> <p>13(a) a description of the current and anticipated effects of climate-related risks and opportunities on the entity's business model and value chain; and</p> <p>13(b) a description of where in the entity's business model and value chain climate-related risks and opportunities are concentrated.</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |
| Strategy and decision-making | |
| <p>(14) An entity shall disclose information that enables users of general purpose financial reporting to understand the effects of climate-related risks and opportunities on its strategy and decision-making. Specifically, the entity shall disclose:</p> <p>14(a) information about how the entity has responded to, and plans to respond to, climate-related risks and opportunities in its strategy and decision-making, including how the entity plans to achieve any climate-related targets it has set and any targets it is required to meet by law or regulation. Specifically, the entity shall disclose information about:</p> <p>(i) current and anticipated changes to the entity's business model, including its resource allocation, to address climate-related risks and opportunities;</p> <p>(ii) current and anticipated direct mitigation and adaptation efforts;</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |

| Disclosure Description | References and Remarks |
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| <p>(iii) current and anticipated indirect mitigation and adaptation efforts;</p> <p>(iv) any climate-related transition plan the entity has, including information about key assumptions used in developing its transition plan, and dependencies on which the entity's transition plan relies; and</p> <p>(v) how the entity plans to achieve any climate-related targets, including any greenhouse gas emissions targets, described in accordance with paragraphs 33–36.</p> <p>14(b) information about how the entity is resourcing, and plans to resource, the activities disclosed in accordance with paragraph 14(a).</p> <p>14(c) quantitative and qualitative information about the progress of plans disclosed in previous reporting periods in accordance with paragraph 14(a).</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> <p>In light of the Group's business nature and operating model, a standalone climate-related transition plan has not been established at this stage. Currently, the Group addresses climate-related matters through its existing risk management and business management arrangements, and continues to monitor developments in climate-related regulations, market conditions and client demand. The Group will assess the need for a dedicated transition plan in due course, taking into account regulatory developments, business environment and data readiness.</p> <p>At the current stage, the Group has not established climate-related targets, including greenhouse gas emissions targets, nor formulated a related transition plan. Accordingly, disclosures regarding how such targets would be achieved, how related activities are or will be resourced, and progress against previously disclosed plans have not been made. The Group will continue to review relevant arrangements in light of regulatory developments and business needs.</p> |
| <p>Financial position, financial performance and cash flows</p> | |
| <p>(15) An entity shall disclose information that enables users of general purpose financial reporting to understand:</p> <p>15(a) the effects of climate-related risks and opportunities on the entity's financial position, financial performance and cash flows for the reporting period (current financial effects);</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |

Environmental, Social and Governance Report

| Disclosure Description | References and Remarks |
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| <p>15(b) the anticipated effects of climate-related risks and opportunities on the entity's financial position, financial performance and cash flows over the short, medium and long term, taking into consideration how climate-related risks and opportunities are included in the entity's financial planning (anticipated financial effects).</p> | <p>The Group has conducted a qualitative assessment of the potential effects of climate-related risks and opportunities on its financial position, financial performance and cash flows, including possible impacts on operational stability and compliance costs. Relevant considerations have been incorporated into risk management and strategic review processes and, where appropriate, reflected in financial planning. As quantitative tools and data foundations continue to develop, the Group has not provided cross-period quantitative disclosures of specific financial impacts over the short, medium and long term.</p> |
| <p>(16) Specifically, an entity shall disclose quantitative and qualitative information about:</p> <p>16(a) how climate-related risks and opportunities have affected its financial position, financial performance and cash flows for the reporting period;</p> <p>16(b) the climate-related risks and opportunities identified in paragraph 16(a) for which there is a significant risk of a material adjustment within the next annual reporting period to the carrying amounts of assets and liabilities reported in the related financial statements;</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> <p>The Group has conducted a qualitative assessment of the potential effects of climate-related risks and opportunities on its financial position, financial performance and cash flows for the reporting period, including possible impacts on operational stability and compliance costs. Based on the qualitative assessment, the Group has not identified indications of a significant risk of material adjustment to the carrying amounts of assets and liabilities reported in the financial statements.</p> |

| Disclosure Description | References and Remarks |
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| <p>16(c) how the entity expects its financial position to change over the short, medium and long term, given its strategy to manage climate-related risks and opportunities, taking into consideration:</p> <ul style="list-style-type: none"> (i) its investment and disposal plans (for example, plans for capital expenditure, major acquisitions and divestments, joint ventures, business transformation, innovation, new business areas, and asset retirements), including plans the entity is not contractually committed to; and (ii) its planned sources of funding to implement its strategy; and <p>16(d) how the entity expects its financial performance and cash flows to change over the short, medium and long term, given its strategy to manage climate-related risks and opportunities.</p> | <p>At the current stage, the Group has not established separate investment, disposal or financing arrangements specifically in response to climate-related risks and opportunities. Such considerations are addressed within existing strategic planning and financial management processes. The Group will continue to assess the potential implications of climate-related factors on its future financial position as its scenario analysis capabilities and data foundations continue to develop.</p> |

Climate resilience

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| <p>(22) An entity shall disclose information that enables users of general purpose financial reporting to understand the resilience of the entity's strategy and business model to climate-related changes, developments and uncertainties, taking into consideration the entity's identified climate-related risks and opportunities. The entity shall use climate-related scenario analysis to assess its climate resilience using an approach that is commensurate with the entity's circumstances. In providing quantitative information, the entity may disclose a single amount or a range. Specifically, the entity shall disclose:</p> | |
| <p>22(a) the entity's assessment of its climate resilience as at the reporting date, which shall enable users of general purpose financial reports to understand:</p> <ul style="list-style-type: none"> (i) the implications, if any, of the entity's assessment for its strategy and business model, including how the entity would need to respond to the effects identified in the climate-related scenario analysis; | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |

Environmental, Social and Governance Report

| Disclosure Description | References and Remarks |
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| <ul style="list-style-type: none"> (ii) the significant areas of uncertainty considered in the analysis of climate resilience; (iii) the entity's capacity to adjust or adapt its strategy and business model to climate change over the short, medium and long term, including: <ul style="list-style-type: none"> (1) the availability of, and flexibility in, the entity's existing financial resources to respond to the effects identified in the climate-related scenario analysis, including to address climate-related risks and to take advantage of climate-related opportunities; (2) the entity's ability to redeploy, repurpose, upgrade or decommission existing assets; and (3) the effect of the entity's current or planned investments in climate-related mitigation, adaptation or opportunities for climate resilience; and <p>22(b) how and when the climate-related scenario analysis was carried out, including:</p> <ul style="list-style-type: none"> (i) information about the inputs the entity used, including: <ul style="list-style-type: none"> (1) which climate-related scenarios the entity used for the analysis and the sources of those scenarios; (2) whether the analysis included a diverse range of climate-related scenarios; (3) whether the climate-related scenarios used for the analysis are associated with climate-related transition risks or climate-related physical risks; (4) whether the entity has used, among its scenarios, a climate-related scenario aligned with the latest international agreement on climate change; (5) why the entity decided that its chosen climate-related scenarios are relevant to assessing its resilience to climate-related changes, developments or uncertainties; (6) the time horizons the entity used in the analysis; and (7) what scope of operations the entity used in the analysis; | <p>The Group has assessed its climate resilience based on scenario analysis and incorporated the findings into its strategic and risk management considerations. Given the inherent uncertainties and data limitations involved, a degree of uncertainty remains in the assessment. The Group will continue to evaluate the implications of climate change for its strategy, business model and financial arrangements as its analytical capabilities and data foundations develop.</p> <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> <p>The Group conducted climate-related scenario analysis during the reporting period. The analysis was performed with reference to the Intergovernmental Panel on Climate Change (IPCC) Shared Socioeconomic Pathways (SSPs) and included both lower and higher emissions pathways, considering both physical and transition risks to support the assessment of climate resilience.</p> |

| Disclosure Description | References and Remarks |
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| <ul style="list-style-type: none"> (ii) the key assumptions the entity made in the analysis, including assumptions about: <ul style="list-style-type: none"> (1) climate-related policies in the jurisdictions in which the entity operates; (2) macroeconomic trends; (3) national- or regional-level variables; (4) energy usage and mix; and (5) developments in technology; and (iii) the reporting period in which the climate-related scenario analysis was carried out. | <p>The analysis covered short-, medium- and long-term horizons and was undertaken on a Group-wide basis. Key assumptions included climate-related policy developments in relevant jurisdictions, macroeconomic trends, regional variables, energy usage patterns and technological developments.</p> |
| Risk management | |
| <p>(24) The objective of climate-related financial disclosures on risk management is to enable users of general purpose financial reports to understand an entity's processes to identify, assess, prioritize and monitor climate-related risks and opportunities, including whether and how those processes are integrated into and inform the entity's overall risk management process.</p> | |
| <p>(25) To achieve this objective, an entity shall disclose information about:</p> <p>25(a) the processes and related policies the entity uses to identify, assess, prioritize and monitor climate-related risks, including information about:</p> <ul style="list-style-type: none"> (i) the inputs and parameters the entity uses; (ii) whether and how the entity uses climate-related scenario analysis to inform its identification of climate-related risks; (iii) how the entity assesses the nature, likelihood and magnitude of the effects of those risks; (iv) whether and how the entity prioritizes climate-related risks relative to other types of risk; (v) how the entity monitors climate-related risks; and (vi) whether and how the entity has changed the processes it uses compared with the previous reporting period; <p>25(b) the processes the entity uses to identify, assess, prioritize and monitor climate-related opportunities, including information about whether and how the entity uses climate-related scenario analysis to inform its identification of climate-related opportunities; and</p> <p>25(c) the extent to which, and how, the processes for identifying, assessing, prioritizing and monitoring climate-related risks and opportunities are integrated into and inform the entity's overall risk management process.</p> | <p>STRONG PLANET — Tackling Climate Change — Strategy and Risk Management</p> |

Environmental, Social and Governance Report

| Disclosure Description | References and Remarks |
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| Metrics and targets | |
| <p>(27) The objective of climate-related financial disclosures on metrics and targets is to enable users of general purpose financial reports to understand an entity's performance in relation to its climate-related risks and opportunities, including progress towards any climate-related targets it has set, and any targets it is required to meet by law or regulation.</p> | |
| <p>28(a) information relevant to the cross-industry metric categories; 28(c) targets set by the entity, and any targets it is required to meet by law or regulation, to mitigate or adapt to climate-related risks or take advantage of climate-related opportunities, including metrics used by the governance body or management to measure progress towards these targets.</p> | <p>The Group has disclosed relevant climate-related metrics, including greenhouse gas emissions data, to reflect its management of climate-related risks and opportunities. At the current stage, the Group has not established climate-related targets, nor identified any statutory climate targets required to be met, and no disclosure on progress against such targets has been made. The Group will continue to review regulatory developments and business needs in assessing future arrangements.</p> |
| Climate-related metrics | |
| <p>(29) An entity shall disclose information relevant to the cross-industry metric categories of:</p> | |
| <p>29(a) greenhouse gas emissions — the entity shall disclose:</p> <ul style="list-style-type: none"> (i) disclose its absolute gross greenhouse gas emissions generated during the reporting period, expressed as metric tonnes of CO₂ equivalent, classified as: <ul style="list-style-type: none"> (1) Scope 1 greenhouse gas emissions; (2) Scope 2 greenhouse gas emissions; and (3) Scope 3 greenhouse gas emissions; (iii) disclose the approach it uses to measure its greenhouse gas emissions including: <ul style="list-style-type: none"> (1) the measurement approach, inputs and assumptions the entity uses to measure its greenhouse gas emissions; (2) the reason why the entity has chosen the measurement approach, inputs and assumptions it uses to measure its greenhouse gas emissions; and (3) any changes the entity made to the measurement approach, inputs and assumptions during the reporting period and the reasons for those changes; | <p>STRONG PLANET — Tackling Climate Change — Metrics and Targets</p> |

| Disclosure Description | References and Remarks |
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| <ul style="list-style-type: none"> (iv) for Scope 1 and Scope 2 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(1)-(2), disaggregate emissions between: <ul style="list-style-type: none"> (1) the consolidated accounting group; and (2) other investees excluded from paragraph 29(a)(iv)(1); (v) for Scope 2 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(2), disclose its location-based Scope 2 greenhouse gas emissions, and provide information about any contractual instruments that is necessary to inform users' understanding of the entity's Scope 2 greenhouse gas emissions; and (vi) for Scope 3 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(3), disclose: <ul style="list-style-type: none"> (1) the categories included within the entity's measure of Scope 3 greenhouse gas emissions, in accordance with the Scope 3 categories described in the Greenhouse Gas Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard (2011); and (2) additional information about the entity's Category 15 greenhouse gas emissions or those associated with its investments (financed emissions); | <p>STRONG PLANET — Tackling Climate Change — Metrics and Targets</p> |
| <p>29(b) climate-related transition risks — the amount and percentage of assets or business activities vulnerable to climate-related transition risks;</p> | <p>At the current stage, the Group has not quantified the amount or percentage of assets or business activities exposed to climate-related transition risks, physical risks or aligned with climate-related opportunities, nor established specific capital deployment arrangements in relation to climate-related matters. The Group does not apply an internal carbon price in its decision-making processes and has not incorporated climate-related considerations into executive remuneration. The Group will continue to review related disclosure arrangements as its management framework and data capabilities evolve.</p> |
| <p>29(c) climate-related physical risks — the amount and percentage of assets or business activities vulnerable to climate-related physical risks;</p> | |
| <p>29(d) climate-related opportunities — the amount and percentage of assets or business activities aligned with climate-related opportunities;</p> | |
| <p>29(e) capital deployment — the amount of capital expenditure, financing or investment deployed towards climate-related risks and opportunities;</p> | |
| <p>29(f) internal carbon prices — the entity shall disclose:</p> <ul style="list-style-type: none"> (i) an explanation of whether and how the entity is applying a carbon price in decision-making; and (ii) the price for each metric tonne of greenhouse gas emissions that the entity uses to assess the costs of its greenhouse gas emissions; | |

Environmental, Social and Governance Report

| Disclosure Description | References and Remarks |
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| <p>29(g) remuneration — the entity shall disclose:</p> <ul style="list-style-type: none"> (i) a description of whether and how climate-related considerations are factored into executive remuneration; and (ii) the percentage of executive management remuneration recognised in the current period that is linked to climate-related considerations. | |
| <p>Climate-related targets</p> | |
| <p>(33) An entity shall disclose the quantitative and qualitative climate-related targets it has set to monitor progress towards achieving its strategic goals, and any targets it is required to meet by law or regulation, including any greenhouse gas emissions targets. For each target, the entity shall disclose:</p> <ul style="list-style-type: none"> 33(a) the metric used to set the target; 33(b) the objective of the target; 33(c) the part of the entity to which the target applies; 33(d) the period over which the target applies; 33(e) the base period from which progress is measured; 33(f) any milestones and interim targets; 33(g) if the target is quantitative, whether it is an absolute target or an intensity target; and 33(h) how the latest international agreement on climate change, including jurisdictional commitments that arise from that agreement, has informed the target. | <p>At the current stage, the Group has not established climate-related targets, including greenhouse gas emissions targets. Accordingly, no disclosure has been made in relation to the associated metrics, scope of application, applicable period, base year, milestones, target type or alignment with international climate agreements. The Group will continue to review regulatory developments and business needs in assessing future arrangements.</p> |
| <p>(34) An entity shall disclose information about its approach to setting and reviewing each target, and how it monitors progress against each target, including:</p> <ul style="list-style-type: none"> 34(a) whether the target and the methodology for setting the target has been validated by a third party; 34(b) the entity's processes for reviewing the target; 34(c) the metrics used to monitor progress towards reaching the target; and 34(d) any revisions to the target and an explanation for those revisions. | <p>At the current stage, the Group has not established climate-related targets, including greenhouse gas emissions targets, nor implemented related target-setting, review or progress monitoring mechanisms. Accordingly, no disclosure has been made in relation to target performance, trend analysis, third-party validation, target revisions or the use of carbon credits. The Group will continue to review relevant arrangements as its management framework and data capabilities evolve.</p> |
| <p>(35) An entity shall disclose information about its performance against each climate-related target and an analysis of trends or changes in the entity's performance.</p> | |
| <p>(36) For each greenhouse gas emissions target disclosed in accordance with paragraphs 33–35, an entity shall disclose:</p> <ul style="list-style-type: none"> 36(a) which greenhouse gases are covered by the target. 36(b) whether Scope 1, Scope 2 or Scope 3 greenhouse gas emissions are covered by the target. | |

| Disclosure Description | References and Remarks |
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| <p>36(c) whether the target is a gross greenhouse gas emissions target or net greenhouse gas emissions target. If the entity discloses a net greenhouse gas emissions target, the entity is also required to separately disclose its associated gross greenhouse gas emissions target.</p> | |
| <p>36(d) whether the target was derived using a sectoral decarbonization approach.</p> | |
| <p>36(e) the entity's planned use of carbon credits to offset greenhouse gas emissions to achieve any net greenhouse gas emissions target. In explaining its planned use of carbon credits the entity shall disclose information including:</p> <ul style="list-style-type: none"> (i) the extent to which, and how, achieving any net greenhouse gas emissions target relies on the use of carbon credits; (ii) which third-party scheme(s) will verify or certify the carbon credits; (iii) the type of carbon credit, including whether the underlying offset will be nature-based or based on technological carbon removals, and whether the underlying offset is achieved through carbon reduction or removal; and (iv) any other factors necessary for users of general purpose financial reports to understand the credibility and integrity of the carbon credits the entity plans to use. | <p>At the current stage, the Group has not established climate-related targets, including greenhouse gas emissions targets, nor implemented related targetsetting, review or progress monitoring mechanisms. Accordingly, no disclosure has been made in relation to target performance, trend analysis, third-party validation, target revisions or the use of carbon credits. The Group will continue to review relevant arrangements as its management framework and data capabilities evolve.</p> |

Corporate Events

Jan
2025

WORKPLACE PAIN RELIEF WORKSHOP



The Group is committed to caring for employees' health. As part of the "Joyful @ Healthy Workplace" program, the Group has once again collaborating with the Occupational Safety and Health Council this year to hold a "Workplace Pain Relief Workshop" for employees. Instructors from the Yan Chai Hospital Social Services Department first introduced the common causes and symptoms of lower back pain, and then taught and demonstrated simple pain-relief exercises and techniques. Work and health are closely related, and a healthy work environment ensures the well-being of employees. The Group will continue to organize various activities to help employees maintain their physical and mental health, thereby enhancing their work engagement and sense of belonging to the Group.

Jan
2025

PARTICIPATED AGAIN IN COMMUNITY OUTREACH INITIATIVE BY FOOD ANGEL



The Group has once again joined the “Food Angel’s Community Outreach”. At Food Angel’s food processing center in Sham Shui Po, we provided food assistance to those in need by preparing ingredients and assembling meal boxes. Food Angel has established a range of services, including community centers, outreach food assistance, school community canteens, and frozen meal self-service kiosks, to ensure that individuals in need can access food assistance at all time. Food Angel is committed to the vision of “Let lives be enriched through giving and receiving”. The Group is also dedicated to serving the community and giving back to society and we look forward to continue our collaboration with Food Angel and various charitable organizations in the future to achieve a win-win outcome for society.

Corporate Events

May
2025

PARTICIPATING IN THE COASTAL CLEAN-UP CAMPAIGN ORGANIZED BY THE GREEN COUNCIL



To encourage the public to protect the environment, the Group participated in a coastal clean-up campaign organized by the Green Council. Led by the company's management, colleagues from various departments went to Shek O to clean the beach. The Group's volunteers worked together to collect smaller pieces of coastal litter, including cigarette butts, microplastics and other plastic items, striving to restore a clean, plastic-free environment. The Group has always encouraged employees to participate in various environmental activities by taking practical actions to protect the environment and educate the next generation about the importance of conserving nature. We will continue to demonstrate our commitment to corporate social responsibility by working with employees to bring positive changes to our living environment and jointly build a better community.

May
2025

ZENTANGLE MINDFUL ART WORKSHOP



The Group partnered with the Occupational Safety and Health Council to host a “Zentangle Mindful Art Workshop” for its employees. Professional instructors introduced the Zentangle method, guiding participants through its calming and creative techniques. Employees then had the opportunity to create their own unique Zentangle artworks. Demonstrating its commitment to supporting the physical and mental well-being of its employees, the Group organized this workshop to promote relaxation, mindfulness, and artistic expression, thereby fostering a sense of peace and positive well-being.

Corporate Events

Jun
2025

BLOOD DONATION DAY 2025



The Group recently partnered with the Hong Kong Red Cross to hold a blood donation campaign. Blood transfusion is crucial to healthcare, saving countless lives each year. In response to the Red Cross's appeal, the Group organized this event, encouraging both management and colleagues to participate. We thanked our staff for their the enthusiastic support, which resulted in a significant number of qualified blood donations to the Hong Kong Red Cross.

Aug
2025

COFFEE SHANSHUI ART WORKSHOP



The Group partnered with the Occupational Safety and Health Council to deliver an inspiring “Coffee Shanshui Art Workshop” for its employees. Professional instructors showcased the innovative techniques that use coffee as a creative medium for Shanshui art, guiding participants through a highly imaginative process enriched by the aroma and hues of coffee. Staff members created their own unique Coffee Shanshui artworks under professional guidance. Demonstrating its commitment to fostering the mental and physical well-being of employees, the Group organized this inventive workshop to encourage relaxation, mindfulness, and artistic expression, thereby sparking creativity and enhancing overall well-being. The Group looks forward to hosting more similar activities in the future to engage employees and inspire continued innovation and vitality.

Corporate Events

Sep
2025

HKEX FUTURE TECH SUMMIT 2025



The Hong Kong Exchanges and Clearing Limited (HKEX) hosted the “HKEX Future Tech Summit” in Shenzhen on 5 September 2025, attracting over 700 participants from technology enterprises, investment institutions, and the innovation sector. Mr. Stacey WONG, Chief Operating Officer of Quam Plus Financial, together with Ms. Anna LIANG, chief representative of Quam Plus Financial in China, attended the summit on behalf of the company. On 4 September 2025, Mr. Stacey WONG and Ms. Anna LIANG hosted a welcome dinner for partners from leading domestic private equity institutions, including Fortune Capital, Zhongguancun Development Group, and V Fund, along with the founders of their portfolio technology companies and representatives of the Hong Kong Chamber of Commerce in Zhejiang. The event expressed appreciation for long-standing support and featured discussions on the Hong Kong capital market, particularly IPO market trends, as well as potential opportunities for collaboration between technology and finance sectors.

Sep
2025

SPONSORED THE NATIONAL DAY 5KM RUN FOR TWO CONSECUTIVE YEAR

The Group sponsored the National Day Bauhinia Unity Run 5K for the second consecutive year and joined participants from all age groups and inclusive communities in the celebration. The race began at the Hong Kong Reunification Monument, ran along the waterfront promenade, and turned back in Central. Under clear skies and amid a lively atmosphere, runners completed an energetic and enjoyable race.



Dec
2025

BECAME THE GOLD SPONSOR FOR THE 2025 HONG KONG CORPORATE GOVERNANCE & ESG EXCELLENCE AWARDS



The Group takes great pride in being the Gold Sponsor of 2025 Corporate Governance & ESG Excellence Awards. Presented by The Chamber of Hong Kong Listed Companies (CHKLC), these awards recognize and honor listed companies that have demonstrated exceptional dedication to shareholder rights, regulatory compliance, integrity, fairness, responsibility, accountability, transparency, board independence and leadership, as well as ESG performance. The prestigious awards ceremony was successfully held at Grand Hyatt Hong Kong on 11 December 2025. The occasion brought together distinguished industry leaders and professionals, resulting in a truly memorable and remarkable evening.

The Group takes great pride in being the Gold Sponsor of 2025 Corporate Governance & ESG Excellence Awards. Presented by The Chamber of Hong Kong Listed Companies (CHKLC), these awards recognize and honor listed companies that

Profile of Directors, Senior Management, Senior Advisors and Key Executives

EXECUTIVE DIRECTORS

Mr. HAN Xiaosheng (韓曉生), aged 69, is the Co-Chairman of the Board and executive Director. He joined the Board in February 2017. He is also the chairman of Nomination Committee. Mr. HAN is a director and one of the controlling shareholders of Quam Tonghai Holdings, which is a substantial shareholder of the Company. He obtained a master's degree in economics from Renmin University of China in July 1996 and a Ph.D in Management from Huazhong University of Science & Technology in June 2018. He is a senior accountant in the PRC.

Mr. Kenneth LAM Kin Hing (林建興), aged 72, joined the Company in 2001, and is currently the Co-Chairman of the Board, executive Director and Chief Executive Officer of the Group. He is a member of Nomination Committee. Since 1994, he has been the Managing Director of Dharmala Capital Holdings Group, a company which was subsequently amalgamated with the Company. Mr. LAM is a responsible officer for Types 1, 2, 4, 6 and 9 regulated activities under the SFO for Quam Securities Limited and a responsible officer for Types 1, 4 and 9 regulated activities under the SFO for Quam Asset Management Limited. He is a director and one of the controlling shareholders of Quam Tonghai Holdings, which is a substantial shareholder of the Company. Mr. LAM had worked for an international bank for 10 years as the head of its PRC and corporate banking operations. He has more than 40 years of experience in corporate finance and banking. Mr. LAM is the executive deputy chairman of the General Committee of The Chamber of Hong Kong Listed Companies, and was the vice chairman and past chairman (2009 to 2010) of the Institute of Securities Dealers Limited. Mr. LAM holds a Bachelor of Science Degree in University of Western Ontario (now known as Western University) with a double major in Computer Science and Economic (1976), and a Master of Business Administration in the 3-Year MBA Program of The Chinese University of Hong Kong (1983). In 2012, he was conferred on Honorary Fellowship by Canadian Chartered Institute of Business Administration and Honorary Doctor of Laws by Lincoln University.

Mr. LIU Hongwei (劉洪偉), aged 59, is the executive Director. He joined the Board in February 2017 and is a member of Remuneration Committee. Mr. LIU is the director and vice-president of China Oceanwide Holdings Group Co., Ltd* (中國泛海控股集團有限公司), the director of Tohigh Holdings Co., Ltd.* (通海控股有限公司), the director of Oceanwide Group Co., Ltd.* (泛海集團有限公司) and the director and president of China Oceanwide Group Limited. Mr. LIU previously served as an executive director and deputy chairman of the board of China Oceanwide (in liquidation, the shares of which were previously listed on the Stock Exchange and were delisted in April 2025). He obtained a bachelor's degree in engineering from Dalian Ocean University (formerly known as Dalian Fisheries College) in July 1989 and a master's degree in management from Massey University in New Zealand in April 2006.

NON-EXECUTIVE DIRECTOR

Mr. WANG Liuqi (汪六七), aged 54, is the non-executive Director. He joined the Board in January 2025. Mr. WANG is the executive director and legal representative of Beijing Raystone Capital Management Co., Ltd.* (北京瑞石資本管理有限公司). He is the independent non-executive director of Da Ming International Holdings Limited, whose shares are listed on the Stock Exchange (Stock Code: 1090). Mr. WANG obtained (i) a Bachelor's degree in accounting and a Master's degree in accounting from Jilin University of Finance and Economics (formerly known as Changchun Taxation Institute* (長春稅務學院)) in the PRC in 1995 and 2001, respectively; and (ii) a Doctorate in management from Chinese Academy of Fiscal Sciences* (中國財政科學研究院) (formerly known as the Institute of Fiscal Science of the Ministry of Finance* (財政部財政科學研究所)) in the PRC in 2009. He is a non-practicing member of the Chinese Institute of Certified Public Accountants, a senior chartered certified accountant and one of the first batch of sponsor representatives in China.

Mr. WANG has extensive business management experience in investment banking and securities industry. From 1993 to 1999, Mr. WANG served as a lecturer at Changchun Institute of Technology. From 1999 to 2009, Mr. WANG worked in various positions at Northeast Securities Co., Ltd.* (東北證券股份有限公司), whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 000686) (“Northeast Securities”), including serving as business manager of investment bank headquarters of Northeast Securities, senior manager, general manager of Northeast investment banking department, general manager of Beijing investment banking department, general manager of mergers and acquisitions department, and general manager of investment banking management headquarters. From 2009 to 2011, he served various positions including assistant to the general manager and general manager of the investment banking headquarters of Capital Securities Corporation Limited* (首創證券股份有限公司), whose shares are listed on the Shanghai Stock Exchange (Stock Code: 601136). From 2011 to 2018, Mr. WANG served as the business director (vice president) of the equity financing business line of China Galaxy Securities Co., Ltd.* (中國銀河證券股份有限公司), whose shares are dually listed on the Stock Exchange (Stock Code: 6881) and Shanghai Stock Exchange (Stock Code: 601881), a member of executive committee as well as the general manager of its investment banking headquarters. He also served as an independent director of Everbright Jiabao Co., Ltd.* (光大嘉寶股份有限公司) from 2020 to 2022, whose shares are listed on Shanghai Stock Exchange (Stock Code: 600622). From April 2023 to January 2026, Mr. WANG has served as the deputy director of the 15th Central Economic Committee of the China Association for the Promotion of Democracy.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Roy LO Wa Kei (盧華基), aged 54, is the independent non-executive Director. He joined the Board in February 2017. He is the chairman of Audit Committee and a member of Nomination Committee. Mr. LO is the managing partner of SHINEWING (HK) CPA Limited. He also serves as the member of the 14th Shanghai Committee of the Chinese People’s Political Consultative Conference (中國人民政治協商會議上海市第十四屆委員會委員), the president of the Hong Kong Independent Non-Executive Director Association (2021–2022), the councilor and past Divisional President 2019 — Greater China of CPA Australia. Mr. LO is currently the independent non-executive director of G-Resources Group Limited, whose shares are listed on the Stock Exchange (Stock Code: 1051) and the independent director of New Hope Dairy Co., Ltd. (新希望乳業股份有限公司), whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 2946). He previously served as the independent non-executive director of the following public companies whose shares are listed on the Stock Exchange, including Wan Kei Group Holdings Limited (Stock Code: 1718) from March 2017 to January 2024 and China Oceanwide (in liquidation, the shares of which were previously listed on the Stock Exchange and were delisted in April 2025) from November 2014 to September 2023. Mr. LO obtained a bachelor’s degree in business administration from The University of Hong Kong in November 1993 and a master’s degree in professional accounting from The Hong Kong Polytechnic University in November 2000. An honorary fellowship was conferred on him by the Vocational Training Council in 2023. He is a certified public accountant in Hong Kong, a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of CPA Australia and a fellow member of The Institute of Chartered Accountants in England and Wales.

Profile of Directors, Senior Management, Senior Advisors and Key Executives

Mr. LIU Jipeng (劉紀鵬), aged 69, is the independent non-executive Director. He joined the Board in December 2017. He is the chairman of Remuneration Committee, a member of the Audit Committee and Nomination Committee. Mr. LIU is currently an independent director of CECEP Solar Energy Co., Ltd.* (中節能太陽能股份有限公司), whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 000591), Ucap Cloud Information Technology Co., Ltd.* (開普雲信息科技股份有限公司), whose shares are listed on Shanghai Stock Exchange (Stock Code: 688228) and Xiamen Changelight Co., Ltd. (廈門乾照光電股份有限公司), whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 300102). He previously served as independent non-executive director of China Minsheng Banking Corp., Ltd.* (中國民生銀行股份有限公司), whose shares are dually listed on the Stock Exchange (Stock Code: 1988) and the Shanghai Stock Exchange (Stock Code: 600016) from May 2016 to October 2023 and independent non-executive director of China Oceanwide (in liquidation, the shares of which were previously listed on the Stock Exchange and were delisted in April 2025) from November 2014 to September 2023. Mr. LIU is currently a professor at China University of Political Science and Law. He is a senior economist and certified public accountant in China. Mr. LIU obtained a Bachelor's degree in economics from Capital University of Economics and Business (formerly known as Beijing School of Economics) in July 1983 and a Master's degree in economics from Graduate School of Chinese Academy of Social Sciences in July 1986.

Ms. Cindy KONG Siu Ching (江小菁), aged 55, is the independent non-executive Director. She joined the Board in August 2023. She is a member of the Audit Committee, Remuneration Committee and Nomination Committee. Ms. KONG is a practicing barrister in Hong Kong. Her practice area covers civil litigations, criminal prosecution and defence. Prior to becoming a barrister in 2014, Ms. KONG was a Chief Inspector of Police in Hong Kong Police Force which predominantly responsible for complex commercial crimes and serious crime investigation. She holds a Bachelor of Social Science degree from The Chinese University of Hong Kong (1992), a Master of Business Administration from University of Western Ontario (now known as Western University) (2008), a Bachelor of Laws from Manchester Metropolitan University (2011) and a Postgraduate Certificate in Laws from The University of Hong Kong (2013).

SENIOR MANAGEMENT

Mr. WONG Stacey Martin, aged 58, joined the Group in November 2017. He is the Chief Operating Officer of the Company, Chief Executive Officer of the securities and future business and the corporate finance business of the Group. Mr. WONG is a veteran investment banker with substantial experience of fundraising in the capital markets and merger and acquisition. He is a responsible officer for Types 1, 2, 4, 6 and 9 regulated activities under the SFO for Quam Securities Limited and a responsible officer for Types 1 and 6 regulated activities under the SFO for Quam Capital Limited. Prior to joining the Company, Mr. WONG was the Chief Operating Officer and a director of CMBC International Holdings Limited. Mr. WONG was the Head of Investment Banking of Piper Jaffray Asia Limited and also headed Bear Stearns Asia Limited's corporate finance team, worked as the Head of BNP Paribas Peregrine Capital Limited's infrastructure and public utility corporate finance team, and spent ten years with Peregrine Capital Limited. Mr. WONG holds a Bachelor of Arts degree and a Master of Arts degree from the University of Cambridge, the United Kingdom.

Ms. MAK Mei Kuen, aged 49, joined the Company in December 2023. She is the Chief Financial Officer of the Company. Ms. MAK has over 20 years of experience in auditing, financial reporting, financial management and corporate governance practices. She holds a bachelor's degree in accountancy and a master's degree in laws specialising in common law. She is a certified public accountant in Hong Kong, a fellow member of the Association of Chartered Certified Accountants, a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of The Chartered Institute of Management Accountants, a fellow member of both The Chartered Governance Institute and The Hong Kong Chartered Governance Institute (the "HKCGI"), a fellow member of The Taxation Institute of Hong Kong, and a member of The Institute of Chartered Accountants in England and Wales. Ms. MAK completed the ESG Reporting Certification Course and the AML/CFT Certification Course organised by the HKCGI.

Mr. YAN Chi Kwan, aged 50, joined the Group in May 2018. He is the Chief Investment Officer of the Company. He has over 20 years of investment experience in the financial markets of the Asia-Pacific region. Mr. YAN is a responsible officer for Types 1, 4 and 9 regulated activities under the SFO for Quam Asset Management Limited and a responsible officer for Type 1 regulated activity under the SFO for Quam Securities Limited. Prior to joining the Group, he was the Chief Investment Officer of CMBC International Holdings Limited, responsible for investment, financing and asset management. Mr. YAN has also set his footprints in other financial institutions. He was the Head of Product and Business Development in Shenwan Hongyuan Asset Management (Asia) Limited (formerly known as Shenyin Wanguo Asset Management (Asia) Limited) and Deputy Managing Director in Shenwan Hongyuan Securities (H.K.) Limited (formerly known as Shenyin Wanguo Securities (H.K.) Limited). Mr. YAN was also the managing director in a number of well-established asset management companies where he participated in investment management, research, business and product development. He holds the Doctorate degree in Arts from European Institute of Management and Technology, a Master degree in Economics and Bachelor degree in Finance from The University of Hong Kong. He is a CFA® charterholder. On personal front, Mr. YAN was a prominent speaker or lecturer in several university institutions. He conducted lectures at Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong) and National Kaohsiung University of Applied Sciences (now known as National Kaohsiung University of Science and Technology).

Mr. TANG Sei Kit, aged 52, joined the Group in March 2023. He is the Chief Executive Officer of wealth management business division covering the multi-family office service, asset management, insurance brokerage, social media and finance channel. He is a responsible officer for Types 1, 4 and 9 regulated activities under the SFO for Quam Asset Management Limited and a responsible officer for Types 1, 4 and 9 regulated activities under the SFO for Quam Securities Limited. Mr. TANG started his career in professional services with Ernst & Young, and has over 25 years solid experience in the field of private banking spanning a number of multi-national banks namely BNP Paribas, Societe Generale, Vontobel and Citibank. His last position was Managing Director of BNP Paribas Wealth Management before joining Crosby Securities in January 2022 as the chief executive officer of its wealth management division. He is bringing his expertise to advance the offerings to ultra-high-net-worth clients and family offices. Mr. TANG graduated from The University of Hong Kong with a master's degree in International and Public Affairs and is a Certified Public Accountant (USA). He also completed the Stanford Executive Program at the Stanford University Graduate School of Business. As an art lover, Mr. TANG is the founder of the SHOUT art hub and galleries in Asia. For community services, he serves on the board of Hong Kong Anti-Cancer Society since 2020.

Mr. Calvin CHIU Chun Kit, aged 55, is the Deputy Chief Executive Officer of the securities and futures businesses of the Group. He is a responsible officer for Types 1, 2, 4 and 9 regulated activities under the SFO for Quam Securities Limited. He joined the Group in 2002.

Profile of Directors, Senior Management, Senior Advisors and Key Executives

SENIOR ADVISORS

Mr. Richard David WINTER, aged 73, has been the Senior Advisor of the Company from September 2017. He joined the Company in 2002 and was previously Deputy Chairman of the Company and Chief Executive Officer of corporate finance business of the Group. Mr. WINTER has extensive experience in the investment banking and corporate finance advisory in Hong Kong. He was managing director of Deloitte & Touche Corporate Finance Limited and before that Standard Chartered Asia Limited. He received an Honours Degree in Commerce from Edinburgh University. Mr. WINTER is a member of the Takeovers and Mergers Panel and Takeovers Appeal Committee of the Securities and Futures Commission. He is a senior fellow of the Hong Kong Securities and Investment Institute, a fellow of The Institute of Chartered Accountants in England and Wales, a fellow of The Hong Kong Institute of Directors, a member of the Hong Kong Institute of Certified Public Accountants, Treasurer of Outward Bound International and Chairman of its Finance Committee.

Mr. LAM Wai Hon, aged 72, is the Business Partner of the Company from January 2025. He joined the Group in January 2023 and was previously the executive Director of the Company. Mr. Lam is a responsible officer for Types 1 and 6 regulated activities under the SFO with Quam Capital Limited and a licensed representative for Types 1 and 4 regulated activities under the SFO with Quam Securities Limited.

Mr. Lam is a fellow member of The Institute of Chartered Accountants in England and Wales and a member of the Hong Kong Institute of Certified Public Accountants. He holds a Bachelor of Arts (Honours) degree from University of Newcastle Upon Tyne in England. He has over 40 years of experience in professional accounting, merchant and investment banking, and financial services and has served in senior management roles in a number of major international banking and financial institutions.

KEY EXECUTIVES

Ms. YAN Ching Man, aged 40, is the Managing Director of the securities and futures businesses of the Group. She has worked in the Group for more than 10 years and rejoined the Company in 2021. Ms. YAN has extensive experience in the brokerage industry. She is responsible for overseeing operations of the securities and futures businesses and is a responsible officer for Types 1, 2, 4 and 9 regulated activities under the SFO for Quam Securities Limited.

Ms. Hortense CHEUNG Ho Sze, aged 51, is the Company Secretary of the Company. She joined the Group in 2007. Ms. CHEUNG has extensive experience in handling listed company secretarial matters and is an associate member of both The Chartered Governance Institute and The Hong Kong Chartered Governance Institute, holding Chartered Secretary and Chartered Governance Professional dual designations. She completed the ESG Reporting Certification Course organised by The Hong Kong Chartered Governance Institute.

Mr. HUI John, aged 52, joined the Group in December 2018. He is the Head of Institutional Sales of Quam Securities Limited, responsible for overseeing the Institutional Sales function. Mr. HUI has more than 25 years of experience in securities brokerage business, previously held senior positions in number of leading global investment banks and Chinese financial institutions. He is responsible officer for Types 1, 2 and 4 regulated activities under the SFO for Quam Securities Limited. Prior to joining the Group, Mr. HUI was the Managing Director of Institutional Sales at China Galaxy International Financial Holdings Limited, Head of Institutional Sales in CMBC International Holdings Limited and RHB Securities Hong Kong Limited. He received a Honour Bachelor of Commerce and Finance from University of Toronto.

Mr. YIU Ding Hang, aged 63, joined the Group in June 2022. He is the Head of Compliance. Mr. YIU is qualified as a professional accountant and is a member of the Hong Kong Institute of Certified Public Accountants. He has obtained two master degrees respectively from the Hong Kong Polytechnic University and The University of Hong Kong. Mr. YIU has more than 30 years of experience in legal, compliance and company secretarial fields in the securities industry. Prior to joining the Group, he served as the Head of Legal and Compliance in several China-based investment banks and had also worked for the HKEX Group for 13 years.

Mr. Keith CHAN Chin Wang, aged 50, joined the Group in July 2018. He is the Chief of Legal and Compliance of the Group. Mr. CHAN was admitted as a solicitor of the High Court of Hong Kong Special Administrative Region in 2003. He has also obtained the qualification to practice law in Greater Bay Area in 2022. Mr. CHAN has been a practising solicitor in Hong Kong for over 20 years specialised in corporate finance, merger and acquisition and regulatory compliance. Mr. CHAN is admitted to the panel of mediators of AALCO Hong Kong Regional Arbitration Centre. Prior to joining the Group, he was also appointed as the Company Secretary for a number of companies whose shares are listed on the Main Board and GEM of the Stock Exchange.

Mr. CHAN Tung Yuen, aged 56, joined the Group in May 2020. He is the Head of Corporate Finance of the Group. Mr. CHAN is responsible for the overall management and overseeing the various business segments of Quam Capital Limited. He is a responsible officer of Types 1 and 6 regulated activities and the sponsor principal of Quam Capital Limited under the SFO. Mr. CHAN has more than 30 years of corporate finance experience in Hong Kong, including around 15 years of management experience as Head or Co-Head of department in different reputable financial institutions. Mr. CHAN specializes in IPO sponsorship of H-shares and red chips, financial advisory, takeover codes matters and M&A. Regarding public service, he was an honorary advisor (2019 to 2021) and a past director (2015 to 2019) of the Hong Kong Securities Association.

Mr. Philip CHOI Lai Sang, aged 64, is Head of Information Technology of the Group. He has worked in the Group for more than 10 years and rejoined the company in 2024. Mr. CHOI graduated from the University of Saskatchewan with a Bachelor of Science in Computer Science. He has more than 30 years of extensive experience in information technology industry.

Ms. LEUNG Suk Yin, aged 55, joined the Group in November 2025. She is the Chief Risk Officer of the Group. Ms. LEUNG has more than 20 years of risk management experience in the securities industry. Prior to joining the Group, she was the Head of Risk Management in two Malaysia-based investment banks and had also worked for the HKEX Group. She is a fellow member of the Association of Chartered Certified Accountants.

Directors' Report

The Board presents the annual report together with the audited financial statements of the Group for the year ended 31 December 2025 (the "Year").

PRINCIPAL ACTIVITIES

During the Year, the principal activity of the Company is investment holding and the principal activities of the subsidiaries are as follows:

- a) corporate finance advisory and general advisory services;
- b) fund management, discretionary portfolio management and portfolio management advisory services;
- c) discretionary and non-discretionary dealing services for securities, futures and options, securities placing and underwriting services, margin financing, insurance broking and wealth management services;
- d) money lending services;
- e) financial media services; and
- f) investing and trading of various investment products.

Particulars of the principal subsidiaries of the Company as at 31 December 2025 are set out in note 46 to the financial statements.

BUSINESS REVIEW

A review of the business of the Group during the Year, a discussion on the Group's future business development, possible risks and uncertainties that the Group may be facing are set out in the section of "Chief Executive Officer's Review", "Management Discussion and Analysis", and Notes to the Consolidated Financial Statements on pages 8 to 9, pages 10 to 26 and pages 145 to 242 respectively of this annual report. In addition, details of the financial risk management of the Group are set out in note 40 to the financial statements.

SEGMENT INFORMATION

An analysis of the Group's revenue and results by business segment for the Year is set out in note 7 to the financial statements.

RESULTS AND APPROPRIATIONS

The results of the Group for the Year and the financial position of the Company and the Group as at 31 December 2025 are set out in the financial statements on pages 138 to 242.

The Board declared a special dividend of HK1.2 cents per share, which was paid in October 2025. No interim dividend was declared during the Year. Total dividend declared and paid during the Year amounted to approximately HK\$74,364,000 (2024: Nil).

The Board has resolved not to recommend the payment of a final dividend for the Year (2024: Nil).

FIVE-YEAR FINANCIAL SUMMARY

A summary of the published results and of the assets and liabilities of the Group for the past financial years, which was extracted from the audited financial statements and reclassified as appropriate, is set out on pages 243 and 244 of this annual report. This summary does not form part of the financial statements.

PROPERTY AND EQUIPMENT AND INVESTMENT PROPERTY

Details of movements of the property and equipment and investment property of the Group during the Year are set out in note 27 and note 23 to the financial statements respectively.

SHARE CAPITAL STRUCTURE

As at 31 December 2025, the Company had 6,197,049,220 ordinary Shares issued and outstanding (excluding the treasury shares (the "Treasury Shares") within the meaning under the Listing Rules), all of which were listed on the Main Board of the Stock Exchange. All shares rank pari passu with each other in all respects and carry one vote per share on a poll. There are no special voting rights or other classes of shares.

Details of movements in the share capital of the Company during the Year are set out in note 33 to the financial statements.

BORROWINGS AND INTEREST CAPITALISED

Borrowings repayable on demand or within one year are classified under current liabilities. Details of the borrowings are set out in note 28 to the financial statements.

SHARE AWARD SCHEME

A Share Award Scheme was adopted by the Company on 19 August 2010. The shares to be awarded under the Share Award Scheme (the "Awarded Shares") will be acquired by the trustee of the Share Award Scheme (the "Trustee") from the market out of the cash contributed by the Group and shall hold such shares until they are vested in accordance with the rules of Share Award Scheme and the trust deed. The Share Award Scheme is subject to the administration of the Board and the Trustee in accordance with the rules of Share Award Scheme and the provisions of the trust Deed. The Trustee shall not exercise the voting rights in respect of any shares held under the trust.

- I) Purpose : The purpose of the Share Award Scheme is to recognize and motivate the contribution of certain employees and/or consultants and to provide incentives and help the Group in retaining its existing employees or consultants and recruiting additional employees or consultants and to provide them with a direct economic interest in attaining the long-term business objectives of the Company.
- II) Participants : Eligible participants of the Share Award Scheme include any employee (whether full-time or part-time) of any member of the Group (including without limitation any executive and non-executive Directors of any member of the Group), and any person or entity that provides research, development or technological support or other services to the Group, who, in the sole discretions of the Board, have contributed or may contribute to the Group.

Directors' Report

- III) Maximum number of Awarded Shares available for allocation under the Share Award Scheme : The total number of Awarded Shares under the Share Award Scheme must not exceed 94,798,451 shares, which representing (i) 10% of the total issued Shares as at the date of adoption of the Share Award Scheme on 19 August 2010 and (ii) 1.53% of the total issued Shares as at the date of this annual report.
- IV) Maximum entitlement of each participant : The maximum number of shares which may be awarded to a selected participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time.
- V) The vesting period of Awarded Shares : The Board may from time to time while the Share Award Scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions or periods for the award to be vested.
- Subject to the terms and conditions of the Share Award Scheme and the fulfilment of all vesting conditions to the vesting of the Awarded Shares on such selected participant, Trustee shall cause the respective Awarded Shares to be transferred to such selected participant on the vesting date.
- VI) The amount payable upon acceptance of the Awarded Shares : Nil.
- VII) The basis of determining the purchase price of Awarded Shares : Not applicable as there is no purchase price under the Share Award Scheme.
- VIII) The remaining life of the scheme : Unless terminated earlier by the Board, the Share Award Scheme shall be valid and effective for an initial term of 10 years from the date of its adoption. However, the Board has the right to renew for the Share Award Scheme up to three times and each time for another 5-year terms. The Share Award Scheme had been renewed for the first five years from 19 August 2020 to 18 August 2025 and for a further five years from 19 August 2025 to 18 August 2030. The Share Award Scheme should be retained until expiry of trust period or until informed by the Company.

As at 31 December 2025, a total of 51,172,002 (31 December 2024: 51,172,002) Awarded Shares are held by the Trustee under the Share Award Scheme trust is available for allocation. No Awarded Share has been granted during the year ended 31 December 2025 and 31 December 2024.

SHARE OPTION SCHEME

The Company adopted an employee Share Option Scheme on 23 September 2020. A summary of the principal terms of the Share Option Scheme is given below:

- I) Purpose : The purpose of the Share Option Scheme is to provide incentives or rewards to eligible participants for their contribution or would-be contribution to the Group to obtain an equity interest in the Company and to attract potential candidates to serve the Group for the benefit of the development of the Group.
- II) Participants : Eligible participants of the Share Option Scheme include all Directors (whether executive or non-executive and whether independent or not), any employee (whether full-time or part-time), any consultant or adviser of or to the Company or the Group (whether on an employment or contractual or honorary basis and whether paid or unpaid), shareholders of the Company and any member of the Group, who, in the absolute opinion of the Board, have contributed or will contribute to the Company or the Group.
- III) Total number of shares available for issue under the Share Option Scheme and percentage of issued share capital as at date of this annual report : The number of shares available for issue under the Share Option Scheme mandate limit was 619,704,922 shares, representing 10% of the total issued Shares as at the date of this annual report.

On 12 September 2025, the Company further granted 152,000,000 share options to certain Directors, directors of certain subsidiaries of the Company and the employees of the Group to subscribe for a total of 152,000,000 Shares pursuant to the Share Option Scheme at the exercise price at HK\$0.16 per Share.

The shares issuable under the Share Option Scheme that have been granted but not yet lapsed or exercised as at 31 December 2025 and as at the date of this annual report were 288,950,000 Shares and 278,950,000 Shares respectively.

As at 1 January 2025 and 31 December 2025, the number of Shares available for issue under the Share Option Scheme was 478,704,922 Shares and 330,754,922 Shares (including the lapsed shares) representing approximately 7.72% and 5.34% of the total issued Shares, respectively.

As at the date of the annual report, the number of Shares available for issue under the Share Option Scheme was 340,754,922 Shares (including the lapsed shares) representing approximately 5.50% of the total issued Shares.

Directors' Report

- IV) Maximum entitlement of each participant : The maximum number of shares issued and which may fall to be issued upon exercise of the options granted under the Share Option Scheme to each participant in any 12-month period up to and including the date of grant of the options shall not exceed 1% of the total number of shares in issue unless it is approved by Shareholders in general meeting of the Company, at which such participant and his close associates (or his associates if the participant is a connected person) shall abstain from voting.
- Any share options propose to grant to a substantial Shareholder or an independent non-executive Director or to any of their respective associates, in the 12-month period up to and including the date of the grant representing in aggregate over 0.1% of the Shares in issue and having an aggregate value, based on the closing price of the Shares at the date of each grant, in excess of HK\$5 million, are subject to approval by Shareholders in general meeting of the Company.
- V) The period within which the shares must be taken up under an option : The period within which the options must be exercised will be specified by the Company at the time of grant. This period shall not more than 10 years from the relevant date of grant of the options.
- VI) The minimum period for which an option must be held before it can be exercised : The Company may specify any minimum period(s) for which an option must be held before it can be exercised at the time of grant of the options. The Share Option Scheme does not contain any such minimum period.
- VII) The amount payable upon acceptance of the option : HK\$10.0 is payable by each eligible participant as consideration for the grant of an option on acceptance of options within 21 days from the date of offer of the options.
- VIII) The basis of determining the subscription price : The subscription price must be at least the higher of:
- (i) the closing price of share as stated in the daily quotation sheet of the Stock Exchange on the date of grant, which must be a business day;
 - (ii) the average closing prices of the shares as stated in the daily quotation sheet of the Stock Exchange for the five business days immediately preceding the date of offer; and
 - (iii) the nominal value of a share.
- IX) The remaining life of the scheme : The Share Option Scheme shall be valid and effective until the close of business of the Company on the date which falls 10 years after the adoption date.

Movements of the share options under the Share Option Scheme during the Year are as follows:

| Grantees | Date of Grant | Number of share options | | | | | | As at 31 December 2025 | Exercisable at 31 December 2025 | Exercise Period | Exercise Price of Options (per share) |
|--|-------------------|-------------------------|-------------------------|---------------------------|---------------------------|------------------------|--------------------|------------------------|---|-----------------|---------------------------------------|
| | | As at 1 January 2025 | Granted during the Year | Exercised during the Year | Cancelled during the Year | Lapsed during the Year | | | | | |
| Directors, Chief Executive and Substantial Shareholder: | | | | | | | | | | | |
| Mr. HAN | 21 July 2023 | 12,500,000 | 0 | 0 | 0 | 0 | 12,500,000 | 7,500,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 3) | HK\$0.20 | |
| | 12 September 2025 | 0 | 15,000,000 | 0 | 0 | 0 | 15,000,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 4) | HK\$0.16 | |
| | | 12,500,000 | 15,000,000 | 0 | 0 | 0 | 27,500,000 | 7,500,000 | | | |
| Mr. LAM | 21 July 2023 | 25,000,000 | 0 | 0 | 0 | 0 | 25,000,000 | 15,000,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 3) | HK\$0.20 | |
| | 12 September 2025 | 0 | 30,000,000 | 0 | 0 | 0 | 30,000,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 4) | HK\$0.16 | |
| | | 25,000,000 | 30,000,000 | 0 | 0 | 0 | 55,000,000 | 15,000,000 | | | |
| Mr. LIU Hongwei | 21 July 2023 | 12,500,000 | 0 | 0 | 0 | 0 | 12,500,000 | 7,500,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 3) | HK\$0.20 | |
| | 12 September 2025 | 0 | 12,500,000 | 0 | 0 | 0 | 12,500,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 4) | HK\$0.16 | |
| | | 12,500,000 | 12,500,000 | 0 | 0 | 0 | 25,000,000 | 7,500,000 | | | |
| Mr. Roy LO Wa Kei | 21 July 2023 | 5,000,000 | 0 | 0 | 0 | 0 | 5,000,000 | 3,000,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 5) | HK\$0.20 | |
| | 12 September 2025 | 0 | 4,000,000 | 0 | 0 | 0 | 4,000,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 5) | HK\$0.16 | |
| | | 5,000,000 | 4,000,000 | 0 | 0 | 0 | 9,000,000 | 3,000,000 | | | |
| Mr. LIU Jipeng | 21 July 2023 | 5,000,000 | 0 | 0 | 0 | 0 | 5,000,000 | 3,000,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 5) | HK\$0.20 | |
| | 12 September 2025 | 0 | 4,000,000 | 0 | 0 | 0 | 4,000,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 5) | HK\$0.16 | |
| | | 5,000,000 | 4,000,000 | 0 | 0 | 0 | 9,000,000 | 3,000,000 | | | |
| Ms. Cindy KONG Siu Ching | 12 September 2025 | 0 | 4,000,000 | 0 | 0 | 0 | 4,000,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 5) | HK\$0.16 | |
| Mr. FANG Zhou | 21 July 2023 | 3,000,000 | 0 | 0 | 0 | (3,000,000) | 0 | 0 | 22 July 2024 to 20 July 2033 (Notes 1,3 and 6) | HK\$0.20 | |
| Employee: | | | | | | | | | | | |
| In Aggregate | 21 July 2023 | 75,000,000 | 0 | 0 | 0 | (1,050,000) | 73,950,000 | 43,950,000 | 22 July 2024 to 20 July 2033 (Notes 1 and 3) | HK\$0.20 | |
| In Aggregate | 12 September 2025 | 0 | 82,500,000 | 0 | 0 | 0 | 82,500,000 | 0 | 14 September 2026 to 11 September 2035 (Notes 2 and 4) | HK\$0.16 | |
| Service Provider: | | | | | | | | | | | |
| Mr. LAM Wai Hon | 21 July 2023 | 3,000,000 | 0 | 0 | 0 | 0 | 3,000,000 | 1,800,000 | 22 July 2024 to 20 July 2033 (Notes 1, 3 and 7) | HK\$0.20 | |
| Total: | | 141,000,000 | 152,000,000 | 0 | 0 | (4,050,000) | 288,950,000 | 81,750,000 | | | |

Directors' Report

Notes:

- 1) The share options granted on 21 July 2023 shall be vested and become exercisable in three tranches as set out in the table below:

| Tranche | Vesting Date | Percentage of share options shall be vested |
|---------|--|---|
| First | The first trading day after 12 months from the date of grant | 25% |
| Second | The first trading day after 24 months from the date of grant | 35% |
| Third | The first trading day after 36 months from the date of grant | 40% |

- 2) The share options granted on 12 September 2025 shall be vested and become exercisable in three tranches as set out in the table below:

| Tranche | Vesting Date | Percentage of share options shall be vested |
|---------|--|---|
| First | The first trading day after 12 months from the date of grant | 25% |
| Second | The first trading day after 19 months from the date of grant | 50% |
| Third | The first trading day after 31 months from the date of grant | 25% |

- 3) The vesting of 30% of each tranche of the share options granted on 21 July 2023 to the grantees (except the independent non-executive Directors) is subject to satisfaction of performance targets to be determined by the Board. There is no performance target attached to the vesting of the remaining 70% of each tranche of the share options granted on 21 July 2023 to the grantees (except the independent non-executive Directors).
- 4) The vesting of 60% of each tranche of the share options granted on 12 September 2025 to the grantees (except the independent non-executive Directors) is subject to satisfaction of performance targets to be determined by the Board. There is no performance target attached to the vesting of the remaining 40% of each tranche of the share options granted on 12 September 2025 to the grantees (except the independent non-executive Directors).
- 5) There is no performance target attached to the share options granted on 21 July 2023 and 12 September 2025 to independent non-executive Directors.
- 6) Mr. FANG Zhou resigned as Director on 1 January 2025 and continued to act as a director of a subsidiary of the Company until March 2025. Accordingly, his share options was lapsed as at the date of this annual report.
- 7) Mr. LAM Wai Hon resigned as Director on 16 January 2025 and remains as a business partner of the Company. He is re-classified as a service provider under the new Chapter 17 of the Listing Rules since he provides services on a continuing basis to the Group in its ordinary and usual course of business which are in the interests of the long term growth of the Group.
- 8) The closing price per share immediately before the date on which the share options were granted on 12 September 2025 was HK\$0.153.
- 9) Details of the fair value of the options at the date of grant (i.e. 12 September 2025) and accounting standard and policy adopted are set out in notes 2.20 and 35 of the financial statements.
- 10) The weighted average closing price of the Shares immediately before the dates on which the share options were exercised is not applicable since no share options were exercised during the period.

Up to 31 December 2025, options and awards to subscribe for a total of 288,950,000 Shares were granted (but not yet lapsed or exercised) under all share scheme of the Company, representing approximately 4.66% of the weighted average number of issued ordinary shares of the Company.

Save as disclosed above, at no time during the Year was the Company or any of its subsidiaries a party to any arrangements to enable the Directors or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

PRE-EMPTIVE RIGHTS

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

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES

During the Year, neither the Company nor any of its subsidiaries had purchased, redeemed or sold any listed securities of the Company (including sale of Treasury Shares). As at 31 December 2025, the Company did not hold the Treasury Shares.

SHARE PREMIUM AND RESERVES

Details of movements in the share premium and reserves of the Group and the Company during the Year are set out in the consolidated statement of changes in equity, and in note 45 to the financial statements respectively.

DISTRIBUTABLE RESERVES

As at 31 December 2025, the Company's reserves available for cash distribution and/or distribution in specie to Shareholders, comprising the aggregate of contributed surplus and accumulated losses of the Company, amounted to HK\$1,536 million. In accordance with the Companies Act 1981 of Bermuda (as amended), the contributed surplus of the Company is available for distribution to Shareholders. However, a company cannot declare or pay a dividend, or make a distribution out of contributed surplus, if there are reasonable grounds for believing that:

- (i) the company is, or would after the payment be, unable to pay its liabilities as they become due; or
- (ii) the realisable value of the company's assets would thereby be less than its liabilities.

CHARITABLE DONATIONS

During the Year, the total charitable donations made by the Group amounted to HK\$65,000 (2024: HK\$70,000).

MAJOR CUSTOMERS AND SUPPLIERS

During the Year, services provided to the Group's five largest customers accounted for 23% of the total turnover, excluding investment business, for the Year and services provided to the largest customer included therein amounted to 11%. Among the five largest customers (including the largest customer), two of them were subsidiaries of the holding companies of Oceanwide Holdings IF (the former controlling shareholder).

Services provided from the Group's five largest suppliers accounted for 29% of the total cost of services provided for the Year and services provided from the largest supplier included therein amounted to 10%.

Save as disclosed in the consolidated financial statements and the report therein, none of the Directors or any of their associates or any Shareholder (which, to the best knowledge of the Directors, owns more than 5% of the Company's issued share capital) had, at any time during the Year, a beneficial interest in any of the five largest customers and suppliers of the Group.

Directors' Report

DIRECTORS

The Directors during the Year and up to the date of this annual report are:

Executive Directors

Mr. HAN (*Co-Chairman*)

Mr. LAM (*Co-Chairman*)

Mr. LIU Hongwei

Mr. LAM Wai Hon (Resigned on 16 January 2025)

Non-executive Directors

Mr. WANG Liuqi (Appointed on 23 January 2025)

Mr. FANG Zhou (Resigned on 1 January 2025)

Independent Non-executive Directors

Mr. Roy LO Wa Kei

Mr. LIU Jipeng

Ms. Cindy KONG Siu Ching

In accordance with Bye-law 87 and pursuant to code provision B.2.2 of part 2 of Appendix C1 of the Listing Rules, Mr. LIU Hongwei, Mr. LIU Jipeng and Ms. Cindy KONG Siu Ching will retire by rotation at the forthcoming annual general meeting. They are being eligible and will offer themselves for re-election at the forthcoming annual general meeting.

Mr. LAM Wai Hon resigned as executive Director on 16 January 2025 in order to devote more time to his personal activities and other business engagements while Mr. FANG Zhou resigned as non-executive Director on 1 January 2025 due to change of work arrangement.

DIRECTORS' REMUNERATION

Details of the emoluments of the Directors for the Year are set out in note 15 to the financial statements.

EMOLUMENT POLICY

The emolument policy of the Group, in general, is determined with reference to the financial position and operating results of the Company and the prevailing market condition and trends. On this basis, the emolument of the Directors is determined with reference to their individual performances, involvement in the Group's affairs, the Company's performance and profitability. For the executive Directors, their remuneration is reviewed by the Remuneration Committee. As for the independent non-executive Directors, remuneration is determined by the Board, upon the recommendation from the Remuneration Committee. A resolution will be proposed at the forthcoming annual general meeting to obtain Shareholders' authorisation for the Board to fix Directors' remuneration.

PROFILE OF DIRECTORS AND SENIOR MANAGEMENT

Biographical details of Directors and senior management of the Group are presented on pages 84 to 87 of this annual report.

DIRECTORS' SERVICE CONTRACTS

Particulars of the service contracts of the directors are as follows:

Mr. HAN has entered into a service agreement with the Company to act as executive Director for a term of three years commencing 3 February 2026, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a fixed monthly directors' fee of HK\$80,000.

Mr. LAM has entered into a service agreement with the Company to act as executive Director for a term of three years commencing 1 October 2023, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a monthly salary of HK\$433,334.

Mr. LIU Hongwei has entered into a service agreement with the Company to act as executive Director for a term of three years commencing 3 February 2026, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a fixed monthly directors' fee of HK\$50,000.

Mr. WANG Liuqi has entered into a letter of appointment with the Company to act as a non-executive Director for a term of one year commencing 23 January 2026, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a fixed monthly directors fee of HK\$30,000.

Mr. Roy LO Wa Kei has entered into a letter of appointment with the Company to act as an independent non-executive Director for a term of one year commencing 3 February 2026, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a fixed annual director's fee of HK\$250,000.

Mr. LIU Jipeng has entered into a letter of appointment with the Company to act as an independent non-executive Director for a term of one year commencing 18 December 2025, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. He is entitled to receive a fixed annual director's fee of HK\$250,000.

Ms. Cindy KONG Siu Ching has entered into a letter of appointment with the Company to act as an independent non-executive Director for a term of one year commencing 18 August 2025, renewable following the expiration of the term, and is subject to retirement by rotation and re-election in accordance with the provisions of the Bye-laws. She is entitled to receive a fixed annual director's fee of HK\$250,000.

Save as disclosed above, no Director proposed for re-election at the forthcoming annual general meeting has a service contract with the Company which is not terminable by the Company within one year without payment of compensation, other than statutory compensation.

Directors' Report

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Year.

DIRECTORS' INTERESTS

As at 31 December 2025, the interests and short positions of the Directors in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

(i) Long Position in the Shares and the underlying Shares

| Name of Directors | Capacity | Number of Shares/ underlying Shares held | Approximate percentage of shareholding in the Shares in issue (Note 1) |
|--------------------------|------------------------------------|--|---|
| Mr. HAN | Interest of controlled corporation | 4,152,149,571 (Note 2) | 67.00% |
| | Beneficial owner | 27,500,000 (Note 3) | 0.44% |
| | | <hr/> 4,179,649,571 | <hr/> 67.44% |
| Mr. LAM | Beneficial owner | 113,072,833 | 1.82% |
| | Interest of controlled corporation | 4,152,149,571 (Note 2) | 67.00% |
| | Beneficial owner | 55,000,000 (Note 3) | 0.88% |
| | | <hr/> 4,320,222,404 | <hr/> 69.71% |
| Mr. LIU Hongwei | Beneficial owner | 25,000,000 (Note 3) | 0.40% |
| Mr. Roy LO Wa Kei | Beneficial owner | 9,000,000 (Note 3) | 0.14% |
| Mr. LIU Jipeng | Beneficial owner | 9,000,000 (Note 3) | 0.14% |
| Ms. Cindy KONG Siu Ching | Beneficial owner | 4,000,000 (Note 3) | 0.06% |

(ii) Long positions in the shares of associated corporation of the Company

(a) Quam Tonghai Holdings

| Name of Directors | Capacity | Number of shares in Quam Tonghai Holdings | Approximate percentage of shareholding in Quam Tonghai Holdings (Note 4) |
|-------------------|------------------|---|--|
| Mr. HAN | Beneficial owner | 490 | 49% |
| Mr. LAM | Beneficial owner | 510 | 51% |

Notes:

1. The approximate percentage shown was the number of Shares the relevant Director was interested in expressed as a percentage of the total number of issued Shares as at 31 December 2025.
2. Quam Tonghai Holdings is the beneficial owner of 4,152,149,571 Shares and it is owned as to 51% by Mr. LAM and 49% by Mr. HAN, whose respective shares in Quam Tonghai Holdings are charged pursuant to a share charge dated 3 May 2022 (as supplemented by supplemental deeds) in favour of Nautical League Limited (a company beneficially solely owned by Ms. LU Xiaoyun, the daughter of Mr. LU Zhiqiang). By virtue of the SFO, Mr. LAM and Mr. HAN are deemed to be interested in 4,152,149,571 Shares held by Quam Tonghai Holdings.
3. Details of interests in underlying shares in respect of share options granted by the Company are set out under the section headed "Share Option Scheme" of this Directors' Report.
4. The approximate percentage shown was the number of shares the relevant Director was interested in expressed as a percentage of the total number of issued shares of the relevant entity as at 31 December 2025.

Save as disclosed above, as at 31 December 2025, none of the Directors or their respective associates had or were deemed under the SFO to have any interest or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be recorded in the register kept by the Company under section 352 of the SFO or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

Directors' Report

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND OTHER PERSON'S INTERESTS

As at 31 December 2025, so far as were known to the Directors, the following persons (other than the Directors) who had interests and short positions in the Shares, underlying Shares and debentures of the Company as recorded in the register kept by the Company under section 336 of the SFO, or as otherwise notified to the Company, as being directly or indirectly interested or deemed to be interested in 5% or more of the shares in issue of the Company, were as follows:

Long Position in the Shares

| Name of holder of Shares/ underlying Shares | Capacity | Number of Shares/ underlying Shares held | Approximate percentage of total interests in the Shares in issue (Note 1) |
|--|-------------------------------------|---|--|
| Quam Tonghai Holdings | Beneficial owner | 4,152,149,571 (Note 2) | 67.00% |
| Mr. LU Zhiqiang ("Mr. LU") | Interest of controlled corporations | 395,254,732 (Note 3) | 6.38% |
| Tohigh Holdings Co., Ltd.* (通海控股有限公司) | Interest of controlled corporations | 395,254,732 (Note 4) | 6.38% |
| Oceanwide Group Co., Ltd.* (泛海集團有限公司) | Interest of controlled corporations | 395,254,732 (Note 5) | 6.38% |
| China Oceanwide Holdings Group Co., Ltd.* (中國泛海控股集團有限公司) | Interest of controlled corporations | 395,254,732 (Note 6) | 6.38% |
| Oceanwide Holdings | Interest of controlled corporations | 395,254,732 (Note 7) | 6.38% |
| China Oceanwide Group Limited | Interest of controlled corporations | 395,254,732 (Note 7) | 6.38% |
| Oceanwide Holdings IF | Beneficial owner | 395,254,732 (Note 7) | 6.38% |
| Guotai Haitong Securities Co., Ltd. | Interest of controlled corporations | 4,098,520,396 (Note 8) | 66.16% |

Notes:

- The approximate percentage shown was the number of Shares the relevant company/person was interested in expressed as a percentage of the total number of issued Shares as at 31 December 2025.
- Quam Tonghai Holdings is the beneficial owner of 4,152,149,571 Shares and it is owned as to 51% by Mr. LAM and 49% by Mr. HAN.
- Mr. LU held more than one third of the voting power at general meetings of Tohigh Holdings Co., Ltd.* (通海控股有限公司). By virtue of the SFO, Mr. LU is deemed to be interested in all the Shares held by Tohigh Holdings Co., Ltd.* (通海控股有限公司).

4. Tohigh Holdings Co., Ltd.* (通海控股有限公司) held the entire issued share capital of Oceanwide Group Co., Ltd.* (泛海集團有限公司). By virtue of the SFO, Tohigh Holdings Co., Ltd.* (通海控股有限公司) is deemed to be interested in all the Shares held by Oceanwide Group Co., Ltd.* (泛海集團有限公司).
5. Oceanwide Group Co., Ltd.* (泛海集團有限公司) held 98% interest in the issued share capital of China Oceanwide Holdings Group Co., Ltd.* (中國泛海控股集團有限公司). By virtue of the SFO, Oceanwide Group Co., Ltd.* (泛海集團有限公司) is deemed to be interested in all the Shares held by China Oceanwide Holdings Group Co., Ltd.* (中國泛海控股集團有限公司).
6. China Oceanwide Holdings Group Co., Ltd.* (中國泛海控股集團有限公司) directly and indirectly held 57.83% interest in the issued share capital of Oceanwide Holdings. By virtue of the SFO, China Oceanwide Holdings Group Co., Ltd.* (中國泛海控股集團有限公司) is deemed to be interested in all the Shares held by Oceanwide Holdings.

Save as disclosed in Note 6 above, 0.32% interest in the issued share capital of Oceanwide Holdings was directly and indirectly owned by Tohigh Holdings Co., Ltd.* (通海控股有限公司) (through Tohigh Property Investment Management Co., Ltd.* (通海置業投資管理有限公司), Huaxin Capital Investment Management Co., Ltd.* (華馨資本投資管理有限公司), Beijing Dongfeng Xinghuo Real Estate Co., Ltd.* (北京東風星火置業有限公司), Oceanwide Gardening Technique Engineering Co., Ltd.* (泛海園藝技術工程有限公司), Beijing Oriental Oasis Sports & Leisure Co., Ltd.* (北京東方綠洲體育休閒有限公司), Tohigh Investment Group Co., Ltd.* (通海投資集團有限公司) and Tohigh Equity Investment Co., Ltd (通海股權投資股份有限公司)).

7. Oceanwide Holdings IF is a wholly-owned subsidiary of China Oceanwide Group Limited, which in turn is a wholly-owned subsidiary of Oceanwide Holdings. By virtue of the SFO, China Oceanwide Group Limited and Oceanwide Holdings are deemed to be interested in 395,254,732 Shares.
8. On 14 March 2025, Guotai Junan Securities Co., Ltd. (now known as Guotai Haitong Securities Co., Ltd. ("GTHT")) completed its merger with Haitong Securities Co., Ltd. ("HT") by way of absorption and a share-for-share exchange. Following the completion of the merger, the transfer and registration of certain assets to GTHT were carried out and the register of members of Haitong International Holdings Limited has been updated to reflect GTHT as the registered shareholder in place of HT.

GTHT held the entire issued share capital of Haitong International Holdings Limited which held the entire issued share capital of Haitong International Securities Group Limited. Haitong International Securities Group Limited held the entire issued share capital of Haitong International Finance Company Limited and Haitong International Securities Company Limited. Haitong International Finance Company Limited is having security interests in 4,098,510,000 shares while Haitong International Securities Company Limited is having interest in 10,396 shares. By virtue of the SFO, GTHT, Haitong International Holdings Limited and Haitong International Securities Group Limited are deemed to be interested in total of 4,098,520,396 Shares. During the year ended 31 December 2025, a total of 64,660,000 Shares were sold in the open market.

Save as disclosed above, as at 31 December 2025, the Company had not been notified by any other person (other than the Directors) who had interests or short positions in the shares or underlying shares of the Company which were required to be recorded in the register maintained by the Company under section 336 of the SFO.

Directors' Report

DIRECTORS' INTEREST IN A COMPETING BUSINESS

During the year ended 31 December 2025, the following Director had interests in the following businesses (apart from the businesses of the Company or its subsidiaries) conducted through the companies named below, their subsidiaries, associated companies or other investment forms which are considered to compete or be likely to compete, either directly or indirectly, with the principal businesses of the Group conducted during the Year and are required to be disclosed pursuant to Rule 8.10(2) of the Listing Rules:

| Name of Director | Investing Entity | Nature of interest | Nature of business considered to compete or likely to compete with the business of the Group |
|------------------|--|--------------------|--|
| Mr. WANG Liuqi | Beijing Raystone Capital Management Co., Ltd.* (北京瑞石資本管理有限公司) | Director | Investment Advisory |

Save as disclosed above, as at 31 December 2025, none of the Directors or their respective associates was interested in any business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

The Directors are aware of their fiduciary duties and will act honestly and in good faith in the interests of the Company and will avoid any potential conflict of interests and duties.

DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE AND CONTINUING CONNECTED TRANSACTIONS

During the Year, the Group had the following transactions with connected persons (as defined in the Listing Rules) of the Company and a Director had material interests, directly or indirectly, in such transactions:

Financial Services Agreement with the clients of Quam Securities Limited

Date : 30 September 2024

Parties, the connected relationship and Director's interest : Quam Securities Limited ("Quam Securities", an indirect wholly-owned subsidiary of the Company) and the following clients of Quam Securities and their respective associates (the "Connected Clients")

| Name of the Connected Clients | Relationship with the Group |
|-------------------------------|--|
| Mr. LAM | Co-Chairman of the Board, executive Director, Chief Executive Officer of the Group, director of certain subsidiaries of the Company, and director and one of the controlling shareholders of Quam Tonghai Holdings, which held approximately 67.00% of the issued Shares as at 31 December 2025. He beneficially held approximately 1.82% of the issued Shares as at 31 December 2025. |
| Mr. LIU Hongwei | Executive Director |
| Mr. LAM Wai Hon | Former executive Director and director of certain subsidiaries of the Company in the last 12 months |
| Mr. FANG Zhou | Former non-executive Director and director of a subsidiary of the Company in the last 12 months |
| Mr. LIU Jipeng | Independent non-executive Director |
| Mr. WONG Stacey Martin | Chief Operating Officer of the Company, Chief Executive Officer of both the securities and futures businesses, and corporate finance business of the Group and director of certain subsidiaries of the Company |
| Ms. MAK Mei Kuen | Chief Financial Officer of the Company and director of certain subsidiaries of the Company |
| Mr. YAN Chi Kwan | Chief Investment Officer of the Company and director of certain subsidiaries of the Company |

Directors' Report

| | |
|--------------------------|--|
| Mr. TANG Sei Kit | Chief Executive Officer of wealth management business of the Group and director of certain subsidiaries of the Company |
| Mr. Calvin CHIU Chun Kit | Deputy Chief Executive Officer of the securities and futures businesses of the Group and director of certain subsidiaries of the Company |
| Ms. YAN Ching Man | Managing Director of the securities and futures businesses of the Group and director of a subsidiary of the Company |

Term : From 1 January 2025 to 31 December 2027 (both days inclusive)

Nature : (i) Connected Dealings Services

Under the Financial Services Agreement, Quam Securities has agreed to provide (i) securities dealing services, (ii) futures dealings services, and (iii) share margin financing arrangements to the Connected Clients in respect of their securities dealings.

(ii) Connected Margin Loans

Under the Financial Services Agreement, Quam Securities has also agreed to provide margin loans advanced to the Connected Clients.

As such, entering into the Financial Services Agreement constitutes continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

The connected dealings services and connected margin loans are conducted in the ordinary and usual course of business of the Group. Entering into the Financial Services Agreement will generate additional revenue to the Group. The income from connected dealings services was based on the pricing stated in the letters stipulating the applicable service fee and interest rate which shall be no less favourable to the Group than those applied to independent third parties.

Announcement : 30 September 2024

Circular : 28 November 2024

Independent Shareholders' Approval : 19 December 2024

Aggregate Amount : The annual caps in respect of connected dealings services and the maximum daily outstanding balance of the connected margin loans contemplated under the Financial Services Agreement were set at HK\$30,000,000 and HK\$116,000,000, respectively, for each of the three years ending 31 December 2027.

The total connected dealing services fee income from the connected persons and the maximum daily outstanding balance of connected margin loans to the connected persons for the year ended 31 December 2025 amounted to approximately HK\$203,000 and HK\$6,415,000, respectively.

(Remark: The above aggregate amounts did not exceed the approved annual caps under the Financial Services Agreement.)

Pursuant to rule 14A.55 of the Listing Rules, the independent non-executive Directors have reviewed the continuing connected transactions set out above and have confirmed that these continuing connected transactions have been entered into:

- (i) in the ordinary and usual course of business of the Group;
- (ii) on normal commercial terms or on terms no less favourable to the Group than terms available to independent third parties; and
- (iii) in accordance with the relevant agreements governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole.

Certain related party transactions as disclosed in note 39 and the transaction as disclosed in note 37 (in respect of loan to directors) to the financial statements were “continuing connected transaction” or fell within de minimis continuing connected transaction which exempted from reporting, announcement and independent shareholders’ approval under the Listing Rules. The Company has complied with the disclosure requirements, where applicable, in accordance with Chapter 14A of the Listing Rules.

HLB Hodgson Impey Cheng Limited (“HLB”), the Company’s auditor, were engaged to report on the Group’s continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” and with reference to Practice Note 740 “Auditor’s Letter on Continuing Connected Transactions under the Hong Kong Listing Rules” issued by the Hong Kong Institute of Certified Public Accountants. HLB has issued an unmodified letter containing their findings and conclusions in respect of the continuing connected transactions disclosed by the Group in accordance with rule 14A.56 of the Listing Rules.

Save as disclosed above and in notes 39 and 37 to the financial statements, no Director had a material interest in any transactions, arrangements or contract of significance to the business of the Group subsisted at the end of the Year or at any time during the Year to which the Company or any of its subsidiaries was a party.

Directors' Report

CONTRACT OF SIGNIFICANCE WITH CONTROLLING SHAREHOLDERS

Save as disclosed under "Directors' Material Interests in Transactions, Arrangements or Contracts of Significance and Continuing Connected Transactions" in this directors' report and in note 39 to the financial statements, there were no contract of significance between the Company or any of its subsidiaries and a controlling Shareholder (as defined in the Listing Rules) or any of its subsidiaries nor any contract of significance for the provision of services to the Company or any of its subsidiaries by a controlling shareholder or any of its subsidiaries during the Year.

DISCLOSURE PURSUANT TO RULE 13.15 OF THE LISTING RULES

| Items | Transactions | Amortised cost | | or | Fair value | |
|-------|--------------|-------------------------------|-------------------------------|----|---------------------|-------------------------------|
| | | Outstanding principal amounts | Net carrying amounts (Note 1) | | Outstanding amounts | Net carrying amounts (Note 2) |

The following term loans were extended by Quam Finance Limited ("Quam Finance", a direct wholly-owned subsidiary of the Company) to China Oceanwide:

| | | | | | |
|---|--|-----------------|--------------------------|-----|-----|
| 1 | on 31 March 2021, Quam Finance extended a term loan in an amount of HK\$3 million with an interest rate of 12% per annum and with a maturity date of 31 March 2022. | HK\$3 million | HK\$1 million (Note 1a) | N/A | N/A |
| 2 | on 31 March 2021, Quam Finance extended a term loan in an amount of HK\$5 million with an interest rate of 12% per annum and with a maturity date of 31 March 2022. | HK\$5 million | HK\$1 million (Note 1a) | N/A | N/A |
| 3 | on 31 March 2021, Quam Finance extended a term loan in an amount of HK\$8 million with an interest rate of 12% per annum and with a maturity date of 31 March 2022. | HK\$8 million | HK\$1 million (Note 1a) | N/A | N/A |
| 4 | on 31 March 2021, Quam Finance extended a term loan of HK\$28 million with an interest rate of 12% per annum and with a maturity date of 31 March 2022. | HK\$28 million | HK\$3 million (Note 1a) | N/A | N/A |
| 5 | on 21 December 2020, Quam Finance extended a term loan in the amount of HK\$280 million with an interest rate of 12% per annum and with a maturity date of 31 December 2021. | HK\$280 million | HK\$34 million (Note 1a) | N/A | N/A |
| 6 | on 31 December 2020, Quam Finance extended a term loan of HK\$156 million with an interest rate of 12% per annum and with a maturity date of 31 December 2021. | HK\$156 million | HK\$19 million (Note 1a) | N/A | N/A |

| Items | Transactions | Amortised cost | | or | Fair value | |
|-------|--------------|-------------------------------|-------------------------------|----|---------------------|-------------------------------|
| | | Outstanding principal amounts | Net carrying amounts (Note 1) | | Outstanding amounts | Net carrying amounts (Note 2) |

The following term loans and margin facility were provided or extended to China Oceanwide International Investment Company Limited ("COII") or Minyun Limited ("Minyun", in liquidation), indirect subsidiaries of Tohigh Holdings Co., Ltd.* (通海控股有限公司):

| | | | | | |
|---|---|------------------|--------------------------|----------------|------------------------|
| 1 | on 3 December 2019, Quam Finance provided a term loan of HK\$64.5 million to Minyun with an interest rate of 7.875% per annum and with a maturity date of 31 January 2022. | HK\$64.5 million | HK\$15 million (Note 1a) | N/A | N/A |
| 2 | a margin facility of HK\$5 million provided by Quam Securities (an indirect wholly-owned subsidiary of the Company) to Minyun pursuant to the terms of facility agreement dated 3 March 2020 at interest rate of 6% above prime rate per annum. The outstanding principal and interest are repayable on demand. The facility is secured by the collateral which shall be charged to or held by Quam Securities for its benefit as a first priority fixed continuing security for the payment and/or discharge to Quam Securities of all and any of the Minyun's liabilities to Quam Securities pursuant to the terms of the facility. | N/A | N/A | HK\$4 million | HK\$4 million (Note 2) |
| 3 | a margin facility of HK\$10 million provided by Quam Securities to COII pursuant to the terms of facility agreement dated 3 March 2020 at interest rate of 3% above prime rate per annum. The outstanding principal and interest are repayable on demand. The facility is secured by the collateral which shall be charged to or held by Quam Securities for its benefit as a first priority fixed continuing security for the payment and/or discharge to Quam Securities of all and any of the COII's liabilities to Quam Securities pursuant to the terms of the facility. | N/A | N/A | HK\$10 million | HK\$1 million (Note 2) |
| 4 | on 28 January 2021, Quam Finance extended a term loan in the aggregate amount of HK\$678 million with an adjusted interest rate of 10.5% per annum to COII and with a maturity date of 28 January 2022. | HK\$446 million | HK\$99 million (Note 1a) | N/A | N/A |

The following term loan and unsecured private notes were provided or extended to Oceanwide Holdings International Development III Co., Ltd. (the "Issuer/OHIDIII", a subsidiary of Oceanwide Holdings):

| | | | | | |
|---|--|-----------------|--------------------------|-----|-----|
| 1 | on 1 April 2021, Quam Finance extended the consolidated term loans in an aggregate amount of approximately HK\$391 million with an interest rate of 12% per annum and with a maturity date of 31 March 2022. | HK\$391 million | HK\$60 Million (Note 1a) | N/A | N/A |
|---|--|-----------------|--------------------------|-----|-----|

Directors' Report

| Items | Transactions | Amortised cost | | or | Fair value | |
|-------|---|-------------------------------|-------------------------------|----|-----------------------|-------------------------------|
| | | Outstanding principal amounts | Net carrying amounts (Note 1) | | Outstanding amounts | Net carrying amounts (Note 2) |
| 2 | on 26 April 2022, Quam Capital (Holdings) Limited ("Quam Capital Holdings, a direct wholly-owned subsidiary of the Company) and Quam Securities subscribed unlisted senior notes issued by the Issuer in the subscription amount of US\$91 million (equivalent to approximately HK\$709.8 million) with coupon interest rate of 11.8% per annum, payable semi-annually and with a maturity date of 25 April 2023. | HK\$709.8 million | HK\$116 million (Note 1b) | | N/A | N/A |
| 3 | on 2 June 2021, Quam Capital Holdings subscribed an unsecured private notes issued by the Issuer in the subscription amount of US\$12 million (equivalent to approximately HK\$93.6 million) with coupon interest rate of 11.8% per annum and with a maturity date of 1 June 2022. | HK\$93.6 million | HK\$14 million (Note 1b) | | N/A | N/A |
| 4 | on 30 June 2021, Quam Finance extended a term loan of HK\$45 million with an interest rate of 11% per annum and with a maturity date of 30 June 2022. | HK\$45 million | HK\$7 million (Note 1a) | | N/A | N/A |
| 5 | on 30 June 2021, Quam Finance extended a term loan of HK\$27.5 million with an interest rate of 12% per annum and with a maturity date of 30 June 2022. | HK\$27.5 million | HK\$4 million (Note 1a) | | N/A | N/A |
| 6 | on 31 December 2020, Quam Finance extended a term loan of HK\$27.5 million with an interest rate of 12% per annum and with maturity date of 31 December 2021. | HK\$27.5 million | HK\$4 million (Note 1a) | | N/A | N/A |
| 7 | on 4 March 2021, Quam Finance provided a term loan of HK\$180 million with an interest rate of 12% per annum and with maturity date of 31 March 2022. | HK\$180 million | HK\$28 million (Note 1a) | | N/A | N/A |
| 8 | on 22 March 2021, Quam Finance provided a term loan of HK\$20 million with an interest rate of 12% per annum and with maturity date of 31 March 2022. | HK\$20 million | HK\$2 million (Note 1a) | | N/A | N/A |
| | Total | <u>HK\$2,484.9 million</u> | <u>HK\$408 million</u> | | <u>HK\$14 million</u> | <u>HK\$5 million</u> |

Notes:

- 1a. As at 31 December 2025, approximately HK\$278 million forms part of the HK\$320 million total for current portion of credit loans (note 21) in the consolidated statement of financial position.
- 1b. As at 31 December 2025, approximately HK\$130 million represents total current portion of financial assets not held for trading (note 19) in the consolidated statement of financial position.
2. As at 31 December 2025, approximately HK\$5 million forms part of the HK\$532 million total for current portion of loans to margin clients (note 20) in the consolidated statement of financial position.

As at 31 December 2025, all the above loans were still outstanding but expired.

DISCLOSURE PURSUANT TO RULE 13.21 OF THE LISTING RULES

On 27 December 2024, the Company as borrower entered into a deed of amendment (the “Deed” and together with the original banking facility agreement entered on 11 July 2018, the deed of amendment entered on 11 July 2019, the deed of amendment and restatement entered on 10 July 2020, the deeds of amendment entered on 31 August 2021, 31 December 2021 and 28 March 2023 and the amendment and restatement deed entered on 29 December 2023, collectively, the “Revised Banking Facility Arrangement”) with a licensed bank in Hong Kong as a lender to extend the banking facility with the principal amount of HK\$168,400,000 (the “Extended Banking Facility”) to 24 December 2025 (the “Maturity Date”).

Pursuant to the terms of Revised Banking Facility Arrangement, it requires Mr. LAM, the executive Director, to maintain controlling interest in Quam Tonghai Holdings or Quam Tonghai Holdings shall at all times directly beneficially own not less than 60% of the issued shares of the Company. Upon the breach of this condition, the Extended Banking Facility will immediately and automatically be cancelled and all outstanding principal together with accrued interest, and all other amounts accrued under the Revised Banking Facility Arrangement, become immediately due and payable. Up to the Maturity Date, Mr. LAM maintained controlling interest in Quam Tonghai Holdings and Quam Tonghai Holdings beneficially own approximately 67% of the issued Shares.

The Extended Banking Facility has been fully repaid on the Maturity Date.

CORPORATE GOVERNANCE

Details of the corporate governance practices of the Company are presented in the Corporate Governance Report which is set out on pages 115 to 128 of this annual report.

COMPLIANCE WITH LAWS AND REGULATIONS

During the Year, as far as the Board and the management are aware, there was no material breach of or non-compliance with the applicable laws and regulations by the Group that has a significant impact on the businesses and operations of the Group.

Directors' Report

SHARE OWNERSHIP COMPOSITION AND PUBLIC FLOAT

The applicable public float threshold for the Company is the initial prescribed threshold of at least 25% of the total number of issued Shares (excluding Treasury Shares, if any) held by the public.

Based on information that is publicly available to the Company or otherwise within the knowledge of the Directors, as at 31 December 2025, 1,931,826,816 Shares (representing approximately 31.18% of the Company's issued Shares) were held by the public, and the Company has complied with the prescribed public float requirements under rule 13.32B of the Listing Rules.

The composition of ownership of the Company's issued Shares as at 31 December 2025, based on the Company's register of members as at 31 December 2025, disclosures of interests filed under Part XV of SFO and such information otherwise known to the Directors up to the date of this annual report, is set out below:

| Group of Shareholders | Number of issued Shares | Approximate percentage of total issued Shares |
|--|-------------------------|---|
| a) Non-public Shareholders | | |
| ai) Substantial Shareholder(s): Quam Tonghai Holdings | 4,152,149,571 | 67.00% |
| aii) Director(s): Mr. LAM | 113,072,833 | 1.82% |
| Sub-total: | <u>4,265,222,404</u> | <u>68.82%</u> |
| b) Public Shareholders | | |
| bi) Persons who have disclosed their interests pursuant to Part XV of the SFO: Oceanwide Holdings IF | 395,254,732 | 6.38% |
| bii) An independent Trustee of Share Award Scheme | 51,172,002 | 0.83% |
| biii) Other Public Shareholders | 1,485,400,082 | 23.97% |
| Sub-total: | <u>1,931,826,816</u> | <u>31.18%</u> |
| Total: | <u>6,197,049,220</u> | <u>100%</u> |

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group is committed to the long term sustainability of the environment and communities in which it operates. Details of the environmental policies and performance of the Group for the Year was presented in the Environmental, Social and Governance Report which is set out on pages 28 to 75 of this annual report.

RELATIONSHIPS WITH KEY STAKEHOLDERS

The Group fully understands that employees, customers and business partners are the key to its sustainable and stable development. The Group is committed to establishing a close relationship with its employees, enhancing cooperation with its business partners and providing high-quality products and services to its customers so as to ensure the Group's sustainable development. Details of the relationship with key stakeholders of the Group for the Year was presented in the Environmental, Social and Governance Report which is set out on pages 28 to 75 of this annual report.

PERMITTED INDEMNITY PROVISION

Pursuant to the Bye-laws, every Director shall be indemnified out of the assets and profits of the Company from and against all actions, costs, charges, expenses, losses and damages which they or any of them may sustain or incur in the execution of their duties in their office.

Such provision was in force during the Year and remained in force as at the date of this annual report. The Company has taken out and maintained directors' and officers' liability insurance throughout the Year, which provides appropriate cover for the Directors.

UPDATES ON DIRECTORS' INFORMATION UNDER RULE 13.51B(1) OF THE LISTING RULES

Changes of information of the Directors since the date of 2025 Interim Report which is required to be disclosed pursuant to rule 13.51B(1) of the Listing Rules are set out below:

| Name of Directors | Details of Change |
|-------------------|---|
| Mr. HAN | — Entered the service agreement with the Company for a term of three years commencing 3 February 2026 |
| Mr. LIU Hongwei | — Entered the service agreement with the Company for a term of three years commencing 3 February 2026 |
| Mr. WANG Liuqi | — Entered the letter of appointment with the Company for a term of one year commencing 23 January 2026 |
| Mr. Roy LO Wa Kei | — Entered the letter of appointment with the Company for a term of one year commencing 3 February 2026 |
| Mr. LIU Jipeng | — Entered the letter of appointment with the Company for a term of one year commencing 18 December 2025 |

Save as disclosed above, there is no other information required to be disclosed pursuant to rule 13.51B(1) of the Listing Rules.

Directors' Report

TAX RELIEF

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

AUDITORS

The financial statement for the year ended 31 December 2023, 31 December 2024 and 31 December 2025 were audited by HLB.

KPMG resigned as auditor of the Company with effect from 21 November 2022 as the Company was unable to reach consensus with KPMG regarding the auditor's remuneration for the year ending 31 December 2022. HLB was appointed as the new auditor of the Company with effect from 21 November 2022 to fill the casual vacancy arising from the resignation of KPMG.

HLB will retire at the forthcoming annual general meeting and being eligible, offer themselves for re-appointment. A resolution will be proposed at the forthcoming annual general meeting to re-appoint HLB as auditor of the Company.

On behalf of the Board

Quam Plus International Financial Limited

HAN Xiaosheng

Co-Chairman

Hong Kong, 24 March 2026

Corporate Governance Report

The Company is committed to maintaining high standards of corporate governance in order to ensure better transparency and safeguard the shareholders' interest in general. The Board reviews its corporate governance practices on periodic basis in order to build the effective self-regulatory practices and implementing sound internal control systems.

CORPORATE GOVERNANCE PRACTICES

The Board considers that the Company has applied the principles and complied with the code provisions set out in the Corporate Governance Code of Appendix C1 of the Listing Rules (the "CG Code"), throughout the year ended 31 December 2025 (the "Year") and subsequent period up to the date of this annual report, save for the deviation from code provision C.2.1 which is explained as follow:

The Co-Chairmen of the Company are Mr. HAN and Mr. LAM while the Chief Executive Officer had been performed by Mr. LAM. This constitutes a deviation from code provision C.2.1 of the CG Code which stipulates that the roles of the chairman and the chief executive should be separate and should not be performed by the same individual. However, the Board considers that in view of the current operation, structure, size and resources of the Group together with substantial experience of financial services business, extensive management experience and leadership within the Group of Mr. LAM, that it is currently the most beneficial and efficient to maintain the existing leadership structure.

Disclosures on the new requirements as set out in the revised CG Code, which are applicable for financial years commencing on or after 1 July 2025, will be provided in the corporate governance report for the year ending 31 December 2026.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard set out in the Model Code. The code of conduct is also updated from time to time in order to keep abreast with the latest changes in the Listing Rules. It has also been extended to specific employees of the Company who are likely to be in possession of unpublished price-sensitive information in respect of their dealings in the securities of the Company.

In response to specific enquiry, all of the Directors confirmed that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by the Directors adopted by the Company throughout the Year.

CORPORATE CULTURE AND STRATEGY

The Group is committed to acting in the best interests of its clients and supporting them in achieving their financial aspirations. This commitment underpins the Group's purpose and strategic objective of becoming a trusted growth partner to its clients and of building long-term relationships that create sustainable value for clients, Shareholders and the community we serve.

The Group pursues its purpose and strategy through a collaborative one-team approach that promotes professional expertise, teamwork and entrepreneurial thinking. In implementing its strategy, the Group is committed to maintaining high standards of ethical conduct and ensuring compliance with applicable laws, regulations and market standards. These principles form an integral part of the Group's corporate culture and guide decision-making and daily operations across the Group.

Corporate Governance Report

The Board works closely with the senior management to set the tone from the top and to promote a culture that supports responsible business conduct, effective risk management and long-term sustainable development. Through ongoing review and oversight, the Board ensures that the Group's culture, values and strategy remain aligned with its purpose and continue to support the sustainable development of the Group.

BOARD OF DIRECTORS

The Board is charged with promoting the success of the Company by directing and supervising its affairs in a responsible and effective manner. Each Director has a duty to act in good faith and in the best interests of the Company. The Directors are aware of their collective and individual responsibilities to all Shareholders for the manner in which the affairs of the Company are managed, controlled and operated, and they devote sufficient time and attention to the Company's affairs. To the best of the Company's knowledge, there is no financial or family relationship among the Board members. All of them are free to exercise their independent judgment on all matters concerning the Company.

Mr. HAN and Mr. LAM are the Co-Chairmen and Mr. LAM is also the Chief Executive Officer of the Company. Mr. HAN is the Chairman of board meetings. The primary role of the Chairman is to provide leadership for the Board and to ensure that it works effectively in discharging its responsibilities. The Chief Executive Officer is responsible for the overall management of the Group's business and recommendation of strategies to the Board. Matters reserved for the Board include formulation of the Group's long-term business strategy, consideration of dividend policy, approval of major investments, maintenance of an adequate system of internal controls and risk management. The Board is also responsible for developing, reviewing and monitoring the corporate governance policies and practices of the Company, training and continuous professional development of directors and senior management, the policies and practices of the Company on compliance with legal and regulatory requirements, and the compliance of the Model Code and compliance manual applicable to employees and directors. Daily operations and administration are delegated to management teams.

The Board currently has seven Directors which comprise:

- three executive Directors, namely Mr. HAN (the Co-Chairman), Mr. LAM (the Co-Chairman) and Mr. LIU Hongwei;
- one non-executive Director, Mr. WANG Liuqi; and
- three independent non-executive Directors, namely Mr. Roy LO Wa Kei, Mr. LIU Jipeng and Ms. Cindy KONG Siu Ching.

The brief biographical details of the above directors are set out in the section of "Profile of Directors, Senior Management, Senior Advisors and Key Executives" of this annual report. A list containing the names of the Directors and their roles and functions can also be found on the website of the Company (www.quamplus.com) and the website of HKEXnews (www.hkexnews.hk).

The Company has three independent non-executive Directors which represents one third of the Board. They are highly experienced professionals and business people with a broad range of expertise and experience in areas covering accounting, finance and business management and legal. The Board as a whole has achieved an appropriate balance of skills and experience. They bring independent judgment to bear on issues of strategy, policy and performance, accountability, resources, key appointments and standards of conduct, and enable the Board to maintain high standards of compliance with financial and other mandatory reporting requirements and provide adequate checks and balances to safeguard the interests of Shareholders and the Company. At least one of the independent non-executive Directors possesses appropriate professional qualifications or accounting or related financial management expertise under Rule 3.10 of the Listing Rules.

All the non-executive Directors are appointed for a term of one year, subject to renewal and re-election as and when required under the Listing Rules and the Bye-laws.

During the Year, the Board met six times in person or through telephone/video conference to approve the annual results for the year ended 31 December 2024, interim results for the six months ended 30 June 2025, the appointment of new director, the declaration and payment of special dividend, and to consider financial and operating performances, budget and strategic investment decisions of the Group. Two general meetings were held which consisted of one annual general meeting and one special general meeting.

The number of Board meetings, Audit Committee meetings, Remuneration Committee meetings, Nomination Committee meetings, Executive Committee meetings and General meetings attended by each Director during the Year is set out in the following table:

| | Notes | Number of Meetings Attended/Eligibility of Meetings (Percentage of Attendance) | | | | | | | | | | | | |
|--|-------|---|--------|-----------------|--------|------------------------|--------|----------------------|--------|---------------------|--------|-----------------|--------|--------|
| | | Board | | Audit Committee | | Remuneration Committee | | Nomination Committee | | Executive Committee | | General Meeting | | |
| Number of Meetings Held | 1 | 6 | | 3 | | 3 | | 2 | | 12 | | 2 | | |
| Executive Directors | | | | | | | | | | | | | | |
| Mr. HAN Xiaosheng | 2 | 6/6 | (100%) | N/A | | N/A | | 2/2 | (100%) | 12/12 | (100%) | 2/2 | (100%) | |
| Mr. Kenneth LAM Kin Hing | 3 | 6/6 | (100%) | N/A | | N/A | | 2/2 | (100%) | 12/12 | (100%) | 2/2 | (100%) | |
| Mr. LIU Hongwei | | 6/6 | (100%) | N/A | | 3/3 | (100%) | | N/A | 12/12 | (100%) | 2/2 | (100%) | |
| Mr. LAM Wai Hon (Resigned on 16 January 2025) | | | N/A | N/A | | N/A | | N/A | | N/A | | N/A | N/A | |
| Non-executive Directors | | | | | | | | | | | | | | |
| Mr. WANG Liuqi (Appointed on 23 January 2025) | | 4/5 | (80%) | N/A | | N/A | | N/A | | N/A | | 1/2 | (50%) | |
| Mr. FANG Zhou (Resigned on 1 January 2025) | | | N/A | N/A | | N/A | | N/A | | N/A | | N/A | N/A | |
| Independent Non-executive Directors | | | | | | | | | | | | | | |
| Mr. Roy LO Wa Kei | 4 | 6/6 | (100%) | 3/3 | (100%) | | | N/A | | 2/2 | (100%) | N/A | 2/2 | (100%) |
| Mr. LIU Jipeng | 5 | 6/6 | (100%) | 3/3 | (100%) | 3/3 | (100%) | 2/2 | (100%) | | | N/A | 2/2 | (100%) |
| Ms. Cindy KONG Siu Ching | | 5/6 | (83%) | 3/3 | (100%) | 2/3 | (67%) | 2/2 | (100%) | | | N/A | 2/2 | (100%) |

Corporate Governance Report

Notes:

1. Excluding written resolutions in lieu of meeting passed pursuant to Bye-laws during the Year
2. Chairman of Nomination Committee
3. Chairman of the Executive Committee
4. Chairman of the Audit Committee
5. Chairman of the Remuneration Committee

During the year, a meeting of the Co-Chairmen and the independent non-executive Director without the presence of executives or other representatives of the Group was held to discuss issues that they wish to raise at the Board.

Each director is aware that he should give sufficient time and attention to the affairs of the Company. Upon reviewing (a) the directorships and major commitments of each Director; and (b) the attendance rate of each Director on board meetings and committee meetings as well as general meetings, the Board is satisfied that all Directors have spent sufficient time and attention in performing their responsibilities during the Year.

The Company has received, from each independent non-executive Director, a written confirmation of his/her independence pursuant to rule 3.13 of the Listing Rules. On this basis, the Company considers all independent non-executive Directors to be independent. The independent non-executive Directors had been expressly identified in all corporate communications of the Company that disclose the names of Directors.

Mr. WANG Liuqi has been appointed as non-executive director on 23 January 2025. He had obtained the legal advice referred to under rule 3.09D of the Listing Rules on 21 January 2025. He confirmed that he understood the obligations as a director of the Company.

BOARD PROCESS AND ACCESS TO INFORMATION

Arrangements are in place to allow all Directors the opportunity to include matters for discussion in the agenda of each Board meeting. At least fourteen days' notice of all Board meetings is given to all Directors. The agenda and board materials are sent to all Directors at least three days in advance of every Board meeting to facilitate informed discussion and decision-making. The Board have separate and independent access to the Company's senior management for information and making enquires if necessary. Senior management will be invited to attend the Board meeting, when necessary, to provide information and explanation to facilitate the decision-making process.

If a Director has conflict of interest in a matter to be considered by the Board which the Board has determined to be material, the matter will be dealt with by a physical Board meeting rather than a written resolution. That Director will abstain from voting on the relevant board resolution in which he/she or any of his/her associates has a material interest and he/she shall not be counted in the quorum present at such Board meeting. Independent non-executive Directors, who, and whose close associates have no material interest in the transaction, are present at the board meeting.

In the event a corporate proposal is required to be approved by Shareholders, interested Directors are required to abstain from voting on their shares held in the Company on the Shareholders' resolutions pertaining to the corporate proposal, and will further undertake to ensure that persons connected to them similarly abstain from voting on the relevant Shareholders' resolutions.

All Directors have recourse to external legal counsel and other professionals for independent advice at the Group's expense upon their request.

The Company Secretary assists the Co-Chairmen in preparing the agenda for the meeting and ensures that all applicable rules and regulations regarding the meetings are followed.

The proceedings of the Board at its meetings are generally conducted by the Co-Chairman who ensures that sufficient time is allocated for discussion and consideration of each item on the agenda and also equal opportunities are being given to the Directors to speak, express their views and share their concerns. It is satisfied that the independent views and input are available to the board during the year 2025.

The Company Secretary keeps minutes of each meeting. Draft minutes are sent to all Directors within a reasonable time for their comment and final versions of the minutes are available for inspection by all Directors at any time.

Any new director appointed by the Board during the year either to fill a casual vacancy or as an addition to the Board shall be required to be offered for re-election at the first annual general meeting after the appointment pursuant to the Bye-laws. All Directors are subject to retirement by rotation and may offer themselves for re-election at the annual general meeting. Therefore, no Director has an effective term of appointment longer than three years.

At the annual general meeting of the Company held on 13 June 2025, Mr. HAN and Mr. LAM were re-elected as executive Directors, Mr. WANG Liuqi was re-elected as non-executive Director and Mr. Roy LO Wa Kei was re-elected as independent non-executive Director.

In order to allow the newly appointed Directors to understand the responsibilities under the relevant regulatory requirements, the operation and business of the Company, the Company will provide an orientation package including key legal requirements, the Memorandum and Bye-laws and information of the Company to and arrange a tailor-made induction for the newly appointed directors.

The Board is continually updated on the Group's business and regulatory environments in which it operates and other changes affecting the Group. The Company has provided the Board with monthly updates of the Group's management information such as performance and key operational highlights to enable the Directors to discharge their duties.

The Company has arranged insurance cover for all Directors in respect of any legal action against the Directors. The insurance coverage is reviewed at least annually for ensuring that the Directors and officers are adequately protected against potential legal liabilities.

Corporate Governance Report

BOARD COMMITTEES

The Company has established the Audit Committee, the Remuneration Committee, the Nomination Committee and the Executive Committee. The terms of reference of the Audit Committee, the Remuneration Committee and the Nomination Committee can be found on the website of the Company (www.quamplus.com) and the website of HKEXnews (www.hkexnews.hk).

Audit Committee

The Audit Committee has been established to assist the Board in reviewing the financial information of the Company, maintaining the relationship with the external auditor and overseeing the financial reporting system, risk management and internal control procedures of the Company.

It currently comprises three independent non-executive Directors, namely Mr. Roy LO Wa Kei (the chairman), Mr. LIU Jipeng and Ms. Cindy KONG Siu Ching. No member of the Audit Committee was a former partner of the existing external auditor of the Company.

The major role and authorities of the Audit Committee are summarised below:

- i) to make recommendations to the Board on the appointment, reappointment and removal of the external auditors, and review and monitor their independence and objectivity as well as the effectiveness of the audit process;
- ii) to approve the remuneration and terms of engagement of external auditors, maintain appropriate relationship between the Group and the external auditors and develop policy on the engagement of the external auditors to supply non-audit services;
- iii) to ensure the integrity of the interim and annual consolidated financial statements and any significant financial reporting judgments contained in them; and review the external auditors' work, including management letter and management's response; and
- iv) to review the Company's financial controls, internal controls and risk management systems.

During the Year, three Audit Committee meetings were held. The Chief Operating Officer, the Chief Financial Officer, the Chief of Legal and Compliance and other key executives of the Company were also invited to participate in the meetings. The representative of the independent professional internal audit firm has also participated. The Audit Committee members also met external auditors in the absence of the management during the Year to discuss matters with the external auditors may wish to raise.

During the Year, the Audit Committee has discharged its responsibilities by considering and reviewing the following:

- i) the financial statements for the year ended 31 December 2024 and for the six months ended 30 June 2025;
- ii) the audit fee, the audit plan and the nature, scope and process of the external audit;
- iii) the continuing connected transactions of the Group for the year ended 31 December 2024;
- iv) the recommendation to the Board on the re-appointment of external auditor;

- v) the terms of reference of the Audit Committee;
- vi) the time commitment of the members;
- vii) the risk management and internal control systems of the Company;
- viii) the internal audit reports, the major findings and recommendations from internal audit; and
- ix) the adequacy of resources, qualifications and experience of staff, training programmes and budget of the accounting, internal audit and financial reporting function as well as environmental, social and governance performance and reporting.

Remuneration Committee

The Remuneration Committee has been established to assist the Board in reviewing and making recommendations on the remuneration policy and structure for Directors and senior management.

It currently comprises one executive Director, namely Mr. LIU Hongwei, and two independent non-executive Directors, namely Mr. LIU Jipeng (the chairman) and Ms. Cindy KONG Siu Ching.

The major roles and authorities of the Remuneration Committee are summarised below:

- i) to review and recommend to the Board on the Group's remuneration policy and strategy;
- ii) to review and approve the proposals for remuneration of the executive Directors, senior management and employees of the Group;
- iii) to make recommendations to the Board on the remuneration packages of individual executive Directors and senior management;
- iv) to review and approve the compensation arrangement relating to the dismissal or removal of directors, and
- v) to review and approve matters relating to share schemes under Chapter 17 of the Listing Rules.

During the Year, three Remuneration Committee meetings were held. The Remuneration Committee has discharged its responsibilities by considering and reviewing the following:

- i) the proposal for remuneration of nominated director;
- ii) the discretionary bonus for Director and senior management;
- iii) the movement of senior management in the Group;
- iv) the terms of reference of the Remuneration Committee;
- v) the time commitment of the members; and
- vi) the performance targets for vesting of share options.

Corporate Governance Report

The Remuneration Committee has also considered the proposed grant of share options and made recommendation to the Board during the Year.

The basis for determining the emolument payable to directors and senior management are with reference to the prevailing market condition, the financial performance of the Company, time commitment and responsibilities and comparable market statistics. Staff remuneration is determined by the Group's management by reference to the individual staff's qualifications, performance and prevailing market conditions. No Director is involved in deciding his/her own remuneration.

Nomination Committee

The Nomination Committee has been established to assist the Board in reviewing the Board composition, making recommendations to the Board on the appointment or reappointment of Directors and assessing the independence of independent non-executive Directors.

It currently comprises two executive-Directors, namely Mr. HAN (the chairman) and Mr. LAM, and three independent non-executive Directors, namely Mr. Roy LO Wa Kei, Mr. LIU Jipeng and Ms. Cindy KONG Siu Ching.

The major roles and authorities of the Nomination Committee are summarised below:

- i) to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendation on any proposed changes to the Board to complement the Company's corporate strategy;
- ii) to identify individuals suitably qualified to become members of the Board and select or make recommendation to the Board on the selection of individuals to be nominated as directorship;
- iii) to assess the independence of independent non-executive Directors having regard to the criteria under the Listing Rules; and
- iv) to make recommendation to the Board on the appointment or re-appointment of directors and succession planning for directors.

During the Year, two Nomination Committee meetings were held. The Nomination Committee has discharged its responsibilities by considering and reviewing the following:

- i) the structure and composition (including the skills, knowledge and experience) of the Board;
- ii) the effectiveness of the board diversity policy;
- iii) the terms of reference of the Nomination Committee;
- iv) the time commitment of the members;
- v) the nomination policy;
- vi) the re-election of directors at the annual general meeting;

- vii) the independence of independent non-executive Directors; and
- viii) the eligibility of the nominated director.

The Group has adopted the nomination policy. Each proposed new appointment or re-election of a director will be assessed and/or considered against the criteria and process set out in the nomination policy. During the Year, the Nomination Committee has reviewed the structure and composition of the Board, the qualifications, skills and experience and contribution of nominated directors with reference to the nomination principles and criteria set out in the board diversity policy and nomination policy of the Company and the corporate strategy of the Company.

Any new director appointed by the Board during the year either to fill a casual vacancy or as an addition to the Board shall be required to be offered for re-election at the first annual general meeting after the appointment pursuant to the Bye-laws.

Shareholders may propose a person for election as a Director at the general meeting of the Company pursuant to the Bye-laws. The procedures for such proposal can be found on the website of the Company (www.quamplus.com).

Executive Committee

The Executive Committee has been established which oversees the implementation of group business strategy, oversees the business operations and performance, examines major investments and monitors the management performance. It also identifies and manages the market risk, credit risk, liquidity risk, operational risk, legal risk and regulatory risk of the Group, devises the Group's risk management strategy and strengthens the Group's system of risk management. It currently comprises all the executive Directors, namely Mr. HAN (the deputy chairman), Mr. LAM (the chairman) and Mr. LIU Hongwei. In order to sustain the long-term business development of the Company, meetings are usually held once every month.

The senior managements and key executives, namely the Chief Operating Officer, the Chief Financial Officer, the Chief Investment Officer, the Chief of Legal and Compliance are invited to participate actively in the meetings. Minutes of the Executive Committee Meetings had also been sent to all the members of the Board within a reasonable time for review.

BOARD DIVERSITY

In February 2014, the Board has adopted a Board Diversity Policy which aims to set out the approach to achieve diversity on the Board. It endeavours to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business. All Board appointments will be based on meritocracy while considering of diversity. Selection of candidates will be based on a range of diversity criteria, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates are likely to bring to the Board. The board diversity policy, as appropriate, will be reviewed on periodic basis to ensure its continuing effectiveness.

Corporate Governance Report

The Board, through the Nomination Committee, has reviewed the implementation and effectiveness of the Board Diversity Policy and considered that the Board Diversity Policy has been consistently implemented during the Year and is effective. As a whole, the Board is diverse in terms of gender, education background, professional background and business experience. There are a balanced mix of knowledge and skills, including overall business management, financial, legal, accounting and academia. Their age, gender and length of service with the Company can be found in the section of “Profile of Directors, Senior Management, Senior Advisors and Key Executives” of this annual report. The existing Board comprises seven Directors, six are male and one is female, accordingly, the gender diversity is attained.

As at 31 December 2025, the Group has approximately 56% of the Company’s workforce (excluding senior management) is male and approximately 44% (excluding senior management) is female. The senior management of the Company comprised two male members and one female member, representing 33.3% female representation within the senior management. The Board will strive to maintain gender diversity when recruiting and selecting senior management and other personnel with reference to the Group’s operation, but ultimate decision will still be based on merits and contribution that they will bring to the business development of the Group.

CONTINUING PROFESSIONAL DEVELOPMENT

Pursuant to the CG Code, all Directors and company secretary of the Company (the “Company Secretary”) should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that their contributions to the Board are made on a well-informed basis.

During the Year, all the existing Directors had complied with the code provision in relation to continuous professional development. Directors (namely, Mr. HAN, Mr. LAM, Mr. LIU Hongwei, Mr. WANG Liuqi, Mr. Roy LO Wa Kei, Mr. LIU Jipeng and Ms. Cindy KONG Siu Ching) have involved in either reading materials and updates relevant to the regulatory changes, director’s duties and responsibilities, studying the training materials which focus on the environmental, social and governance matters and/or attending a webinar organised by external professional organisation on regulatory developments.

During the Year, the Company Secretary confirmed that she has undertaken no less than 15 hours of relevant professional training.

EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT

Details of the emoluments of the Directors for the Year are set out in note 15 to the financial statements.

The remuneration (included salaries, discretionary bonus and performance bonus) of the three members of senior management for the Year by band is set out below:

| Remuneration Bands | Number of Senior Management |
|---------------------|-----------------------------|
| Below HK\$5,000,000 | 2 |
| Above HK\$5,000,000 | 1 |

AUDITOR'S REMUNERATION

During the Year, the Group has engaged the following audit and non-audit services provided by the external auditor (i.e. HLB Hodgson Impey Cheng Limited ("HLB")):

| Type of services | HK\$'000 |
|---|----------|
| Audit fee for the Group | |
| — Current year | 2,380 |
| Non-audit services in respect of agreed-upon procedures for continuing connected transactions | 30 |
| TOTAL | 2,410 |

The Audit Committee will recommend the appointment of HLB for assurance service for the financial year ending 31 December 2026 at a fee to be agreed.

DIRECTOR'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Board acknowledges that they are responsible for overseeing the preparation of the consolidated financial statements which give a true and fair view of the financial position of the Company and of the Group as at 31 December 2025 and of the Group's financial performance and cash flow for the year ended 31 December 2025 in accordance with HKFRS Accounting Standards and the applicable disclosure provisions of the Listing Rules and for ensuring that appropriate accounting policies are selected and applied consistently.

HLB, the external auditor of the Company, stated their reporting responsibilities in the Independent Auditor's Report which is set out on pages 129 to 137 of this annual report.

The financial statements are prepared on a going concern basis. The Board confirms that, to the best of their knowledge, they are not aware of any material events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

DIVIDEND POLICY

The Board adopted a dividend policy (the "Dividend Policy") in January 2019.

The declaration of dividends by the Company is subject to any restrictions under the Company Act 1981 of Bermuda, the Listing Rules, Bye-laws and any applicable laws, rules and regulations. Distribution will usually be considered annually after the annual accounts of the Company are approved by the Shareholders but interim distribution may be made from time to time to Shareholders as appear to the Board to be justified by the position of the Company.

The declaration of future dividends will be subject to the decision by the Board and will depend on, among other things, the operation and financial performance, liquidity conditions, capital requirements and future funding needs, contractual restrictions, availability of reserves and the prevailing economic climate or any other factors that the Directors may consider relevant.

The Board confirmed that all dividend decision made were in accordance with the Dividend Policy.

Corporate Governance Report

RISK MANAGEMENT AND INTERNAL CONTROL

The Board acknowledges the responsibility for establishing and maintaining an adequate system of internal control and risk management. The internal control system includes a well-established organisational structure with clearly defined lines of responsibility and authority, which is designed to protect the Group's operations and its clients from financial loss arising from theft, fraud, and other dishonest acts, professional misconduct or omissions.

The Group has well established risk management mechanism. Each business departments has the primary responsibility of managing its business risk and serves as the first line of defence for the risk management and internal control systems. The middle and back office departments, which perform their management functions independently from the business units, particularly Risk Management Department and Legal and Compliance Department, form the second line of defence for the risk management and internal control systems. Charged with the major duty of independent oversight of risks, the Legal and Compliance Department is responsible for managing legal and compliance risks, whereas the Risk Management Department is tasked with management of the overall risk governance, credit risk, market risk, liquidity and funding risk, and operational risk. Internal Audit serves as the third line of defence to provide independent review and assurance of the Group's internal control effectiveness by adoption of risk-based approach.

During the Year, the Executive Committee continued to oversee the internal control and risk management systems of the Group on an ongoing basis, and had reviewed the particular internal controls and governance issues of the Group at each Executive Committee meeting with the assistance of the Chief Operating Officer, Chief Financial Officer and Chief of Legal and Compliance.

The Company maintained an internal audit department until February of the Year. Thereafter, the Board engaged an independent professional firm to perform the internal audit function for the financial year ended 31 December 2025. The Board believed that the engagement of an independent professional firm to perform the internal audit function on an annual basis provides an independent unbiased opinion to the Board and enhances risk management and internal control of the Group in a cost-effective manner.

The independent professional firm was engaged to evaluate the anti-money laundering and counter-terrorist financing procedures of the Group, and the compliance with the guidelines on licensing conditions of money lenders licence. The results of the review for the financial year ended 31 December 2025 have been reviewed and reported by the Audit Committee to the Board.

The Board, through the Audit Committee, has also reviewed the adequacy of resources, qualifications and experience of staff, training programmes and budget of the Company's accounting, internal audit and financial reporting function, as well as those relating to the Company's ESG performance and reporting during the Year. The review will be conducted annually in accordance with the requirements of the CG Code.

The Company is aware of its disclosure obligations under the Listing Rules and the Inside Information provisions under the SFO and has put in place the proper procedure to ensure that any perceived inside information would be announced to the investing public on a timely basis.

The Board reviews the effectiveness of the Group's risk management and internal control systems on an ongoing basis. Neither significant changes in the risk profile of the Group nor significant areas of concern which might affect Shareholders were identified. Through the structure and measures mentioned above, the Board considered that systems and procedures of the internal control and risk management of the Group were effective and adequate during the Year.

COMMUNICATION WITH SHAREHOLDERS AND INVESTORS

Accountability and transparency are indispensable for ensuring good corporate governance and, in this regard, timely communication with the shareholders, including institutional investors, is crucial. The Company manages investor relations systematically as a key part of its operations and continues to promote and enhance investor relations and communications with the investors.

The Company maintains a company website at www.quamplus.com. It is a channel of the Company to communicate with the investing public with our latest corporate development. All our corporate communications, such as press release, statutory announcement, circular, annual report and interim report etc. are available on the website. During the Year, unless otherwise required by the Listing Rules or applicable laws and regulations, the Company delivered all corporate communications to Shareholders electronically. Printed copies were provided upon request by Shareholders. Shareholders and investors may also email their enquiries to the Company's email address: ir@quamgroup.com. Enquiries will be promptly addressed by the appropriate Board Committees or the Board, if necessary. The Company has established a shareholders' communication policy, which can be found on the website of the Company (www.quamplus.com). Having considered the multiple channels of communication available, it is satisfied that the shareholders communication policy has been properly implemented during the Year and is effective.

The Company also endeavours to maintain an ongoing dialogue with the Shareholders and in particular, through annual general meeting and special general meeting. The last annual general meeting of the Company was held on 13 June 2025 at Artyzen Club, 401A, 4/F Shun Tak Centre (near China Merchants Tower), 200 Connaught Road Central, Hong Kong. At the meeting, the ordinary business of adopting the audited financial statements for the year ended 31 December 2024, the re-election of Directors, the re-appointment of auditor and the authorisation of the Directors to fix their remuneration were approved. Ordinary resolutions providing Directors with general mandates to repurchase and allot and issue shares of the Company subject to the relevant limits under the Listing Rules were also approved. Mr. HAN (Co-Chairman and chairman of Nomination Committee), Mr. LAM (Co-Chairman), Mr. LIU Hongwei, Mr. Roy LO Wa Kei (chairman of Audit Committee), Mr. LIU Jipeng (Chairman of Remuneration Committee), Ms. Cindy KONG Siu Ching and representative of HLB (the external auditor) were present and available to answer questions at the meeting.

The forthcoming annual general meeting of the Company will be scheduled in June 2026. Details of the meeting and the necessary information on issues to be considered in the meeting will be set out in the circular and made available to the shareholders of the Company in due course.

CONSTITUTIONAL DOCUMENTS

There was no change in the constitutional documents of the Company during the Year.

The memorandum of association and Bye-laws are available on the websites of the Company (www.quamplus.com) and the website of HKEXnews (www.hkexnews.hk).

Corporate Governance Report

SHAREHOLDERS' RIGHTS

Shareholder(s) holding not less than one-tenth of the paid-up capital of the Company (excluding treasury shares) may request the Board to convene a special general meeting of the Company. The purposes of convening the meeting must be stated in the relevant requisition, signed by all the shareholders concerned in one or more documents in like form and deposited at the Company's registered office and principal place of business in Hong Kong.

Shareholder(s) can also submit a written requisition to move a resolution at a general meeting pursuant to Section 79 to 80 of the Bermuda Companies Act if they (a) represent not less than one-twentieth of the total voting rights of those shareholders having the right to vote at a general meeting; or (b) are not less than one hundred shareholders.

The written requisition must state the resolution, accompanied by a statement of not more than 1,000 words with respect to the matter referred to in the proposed resolution or the business to be dealt with at the general meeting and deposited at the Company's registered office and principal place of business in Hong Kong.

The written requisition must be signed by all the shareholders concerned in one or more documents in like form and deposited at the Company's registered office and principal place of business in Hong Kong for the attention of the Company Secretary not less than six weeks before the meeting in the case of a requisition requiring notice of a resolution, and not less than one week before the meeting in the case of any other requisition. A sum of money reasonably sufficient to meet the Company's expenses in serving the notice of the resolution and circulating the statement given by the requisitionists to all shareholders in accordance with the requirements under the applicable laws and rules should also be accompanied.

CONCLUSION

The Company believes that good corporate governance practices raise the confidence of investors towards the Company. The Company will keep its ongoing effort to enhance the corporate governance practices in order to meet the changing circumstances.

Independent Auditor's Report

TO THE SHAREHOLDERS OF QUAM PLUS INTERNATIONAL FINANCIAL LIMITED

(Incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of Quam Plus International Financial Limited ("the Company") and its subsidiaries ("the Group") set out on pages 138 to 242, which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement 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 December 2025 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") 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.

Independent Auditor's Report

KEY AUDIT MATTERS

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

Assessment of the fair value of level 2 and 3 financial instruments

Refer to note 41 to the consolidated financial statements and notes 2.15 and 2.21 of the accounting policies.

| The Key Audit Matter | How our audit considered the key matter |
|--|---|
| <p>As at 31 December 2025, the fair value of the Group's financial assets carried at fair value represented approximately 28.1% of its total assets. Approximately HK\$532,291,000 and HK\$284,362,000 were classified under the fair value hierarchy as level 2 and 3 financial instruments respectively.</p> <p>The valuation of the Group's financial instruments is based on a combination of market data and valuation models which often require judgement and assumptions. With different valuation techniques and assumptions applied, the valuation results can vary significantly.</p> <p>Some of the inputs used in the valuation models are obtained from readily available data for liquid markets. Where such observable data is not available, as in the case of level 3 financial instruments which are generally illiquid in nature, estimates need to be developed which can involve significant management judgement and assumptions.</p> | <p>Our audit procedures for assessing the fair value of level 2 and 3 financial instruments included the following:</p> <ul style="list-style-type: none">• obtaining an understanding of the Group's valuation process on level 2 and 3 financial instruments;• obtaining, enquiring and evaluating investment agreements for level 2 and level 3 financial instruments at selection basis to understand the relevant investment terms and identify any conditions that were relevant to the valuation of financial instruments;• assessing the reasonableness of the fair value of selected level 2 financial instruments by assessing fair value of underlying collateral or involving auditors' valuation specialists to perform review on underlying valuation inputs, assumptions and parameters; |

Independent Auditor's Report

KEY AUDIT MATTERS (CONTINUED)

| Assessment of the fair value of level 2 and 3 financial instruments (Continued) | |
|---|--|
| <i>Refer to note 41 to the consolidated financial statements and notes 2.15 and 2.21 of the accounting policies. (Continued)</i> | |
| The Key Audit Matter | How our audit considered the key matter |
| <p>As at 31 December 2025, approximately 50.8% and 27.1% of financial assets measured at fair value were categorised within level 2 and level 3 respectively. Due to the significance of financial instruments measured at fair value, we identified assessing the fair value of level 2 and 3 financial instruments as a key audit matter because of the degree of complexity and uncertainty involved in valuing certain financial instruments and because of the significant degree of judgement and assumptions exercised by management in determining the inputs used in the valuation models.</p> | <ul style="list-style-type: none"> for valuations which used significant unobservable inputs of level 3 financial instruments, such as unlisted equity securities and private equity fund, we involved our appointed valuation specialists in assessing the models used, reviewing the reasonableness of valuations, analysing the sensitivities of valuation results to key inputs and assumptions with reference to the requirements of the prevailing accounting standard and evaluating whether the assumptions are appropriate by comparing with publicly available market data, testing inputs to the fair value calculations; comparing the fair values of those investment funds where the valuation is referenced to the funds' net asset value with the net asset value reports provided by fund managers, obtaining a sample of the most recent audited financial statements of the funds; evaluating the competence, capabilities and objectivity of the external valuation specialist; and evaluating the reasonableness of the disclosures in the consolidated financial statements with reference to the requirements of the prevailing accounting standards. |

Independent Auditor's Report

KEY AUDIT MATTERS (CONTINUED)

| Expected credit loss allowance of financial assets measured at amortised cost | |
|---|---|
| <i>Refer to note 40 and 43 to the consolidated financial statements and notes 2.15 the accounting policies.</i> | |
| The Key Audit Matter | How the matter considered in our audit |
| <p>As at 31 December 2025, the Group's financial instruments measured at amortised cost, net of expected credit loss ("ECL") allowance, amounted to approximately HK\$2,028,131,000, represented 54.4% of the Group's total assets. Total ECL allowance was HK\$5,898,171,000 as at 31 December 2025.</p> <p>The Group applied the expected credit loss model to assess ECL allowances of financial instruments measured at amortised cost in accordance with HKFRS 9, Financial Instruments. The Group had engaged an external specialist to assess ECL allowances of these financial assets.</p> <p>The management exercised significant judgements and estimation in its assessment of ECL allowance of financial instruments measured at amortised cost. The determination of impairment allowance using the expected credit loss model is subject to a number of key parameters and assumptions, including the identification of loss stages, determining whether the credit risk has increased significantly and credit impairment events have occurred, estimates of probability of default (PD), loss given default (LGD), exposures at default (EAD), adjustments for forward-looking information, discounts rates and other adjustment factors. Significant judgment is involved in the selection of the parameters and the application of the assumptions.</p> | <p>Our audit procedures in respect to the ECL allowance for financial instruments measured at amortised cost included the following:</p> <ul style="list-style-type: none"> obtaining an understanding of the Group's process over the approval, recording, monitoring and regular evaluation of financial instruments measured at amortised cost and the calculation of ECL allowance; involving auditors' valuation specialists in assessing the Group's ECL model in determining ECL allowances, including assessing the appropriateness of the methodology applied with reference to the prevailing accounting standard and appropriateness of the key parameters and assumptions used by comparing to market information; evaluating the competence, capabilities and objectivity of the external valuation specialist; |

Independent Auditor's Report

KEY AUDIT MATTERS (CONTINUED)

Expected credit loss allowance of financial assets measured at amortised cost (Continued)

Refer to note 40 and 43 to the consolidated financial statements and notes 2.15 the accounting policies. (Continued)

| The Key Audit Matter | How the matter considered in our audit |
|--|--|
| <p>In particular, the determination of the probability of default is heavily dependent on the external macro environment and the Group's internal credit risk management strategy. The ECL are derived from estimates including the historical losses, historical overdue data and other adjustment factors.</p> <p>Management also exercises judgement in determining the quantum of LGD based on a range of factors. These include available remedies for recovery, the financial situation of the borrowers or investees, the recoverable number of collaterals, the seniority of the claims. The enforceability, timing and means of realisation of collaterals have an impact on the recoverable amount of collaterals and therefore the amount of ECL allowances as at the end of the reporting period.</p> <p>We identified ECL allowance of financial instruments measured at amortised cost as a key audit matter due to the significance of allowance for ECL at amortised cost, inherent uncertainty and management judgement involved, and significance to the financial results and capital of the Group.</p> | <ul style="list-style-type: none"> • for financial instruments measured at amortised cost that are with related parties as the counterparty, involving auditors' valuation specialists in assessing the reasonableness of the ECL allowances by assessing the reliability and appropriateness of the ECL model and the reasonableness of key parameters used in the model, including: PD, LGD, EAD, discount rate, forward-looking adjustments, and evaluated the rationality of the key management judgements on those key parameters by comparing to market information; • assessing the accuracy of input data of key parameters used in the ECL models by comparing the internal data on a sample basis, with underlying documents for financial instruments measured at amortised cost and comparing external data on a sample basis with publicly available information; • for key parameters involving judgement, critically assessing input parameters by seeking evidence from independent sources. As part of these procedures, we challenged the reasons for modifications, if any, to how the estimates and input parameters are derived and considered the consistency of judgement. We compared the economic factors, on a sample basis, used in the models with market information to assess whether they were aligned with market and economic development; we also compared externally available data to the list of litigations considered by the external specialist to assess the appropriateness of the LGD for balances with those related parties; |

Independent Auditor's Report

KEY AUDIT MATTERS (CONTINUED)

Expected credit loss allowance of financial assets measured at amortised cost (Continued)

Refer to note 40 and 43 to the consolidated financial statements and notes 2.15 the accounting policies.
(Continued)

| The Key Audit Matter | How the matter considered in our audit |
|----------------------|--|
| | <ul style="list-style-type: none"> • analysing the borrowers' financial and non-financial information, and other available information, and evaluating the reasonableness of management's judgement on staging, including whether credit risk has increased significantly since initial recognition and whether credit impairment events have occurred by reviewing the credit files, interviewing management, independently searching for publicly available information and exercising professional judgement; • evaluating the lifetime credit losses for financial instruments measured at amortised cost that are credit-impaired by evaluating the management's assessment of cash flows expected to be recovered and challenging the viability of the Group's expected recovery; • checking, on a sample basis, the mathematical accuracy of the Group's calculation of the ECL allowances; and • evaluating the reasonableness of the disclosures on ECL allowance with reference to the requirements of the prevailing accounting standard. |

Independent Auditor's Report

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditors' report thereon (the "Other Information").

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 THE DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

Those charged with governance are responsible for overseeing the Group's financial reporting process.

AUDITORS' 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 auditors' report that includes our opinion, solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Independent Auditor's Report

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with HKSA's 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 HKSA's, 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 auditors' 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 auditors' 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.

Independent Auditor's Report

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

We communicate with the those charged with governance regarding, 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 those charged with governance 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.

From the matters communicated with the those charged with governance, 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 auditors' 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 director on the audit resulting in this independent auditor's report is *Shek Lui (practising certificate number: P05895)*

HLB Hodgson Impey Cheng Limited

Certified Public Accountants

Hong Kong, 24 March 2026

Consolidated Statement of Profit or Loss

For the year ended 31 December 2025

| | Notes | 2025 HK\$'000 | 2024 HK\$'000 |
|--|-------|-------------------|-------------------|
| Fee and commission income | 5 | 129,930 | 89,909 |
| Interest income | | | |
| — Calculated using the effective interest method | 5 | 93,139 | 93,512 |
| — Calculated using other methods | 5 | 90,494 | 111,322 |
| Net investment (loss)/gain | 5 | (107,242) | 118,808 |
| Total revenue | 5 | 206,321 | 413,551 |
| Other loss, net | 6 | (26,346) | (177,350) |
| Direct costs | | (88,980) | (73,421) |
| Staff costs | 9 | (156,399) | (159,477) |
| Depreciation and amortisation | 10 | (16,390) | (19,594) |
| (Loss)/gain on fair value change of investment properties | | (17,940) | 8,580 |
| Expected credit loss (“ECL”) net (charges)/reversal | | (55,467) | 21,247 |
| Finance costs | | | |
| — Interest on borrowings | 8 | (35,544) | (50,017) |
| — Interest on lease liabilities | 8 | (1,997) | (2,371) |
| Other operating expenses | 11 | (40,962) | (51,301) |
| Share of result of associates, net | | — | 24,104 |
| Loss before tax | 10 | (233,704) | (66,049) |
| Tax expenses, net | 12 | (2,984) | (7,318) |
| Net loss attributable to equity holders of the Company | | (236,688) | (73,367) |
| Loss per share for net loss attributable to equity holders of the Company | | HK cent(s) | HK cent(s) |
| — Basic and diluted | 13 | (3.9) | (1.2) |

The notes on pages 145 to 242 form part of these financial statements. Details of dividends payable to equity holders of the Company attributable to the loss for the year are set out in note 14.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 December 2025

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Net loss attributable to equity holders of the Company | (236,688) | (73,367) |
| Other comprehensive income/(loss) including reclassification adjustments | | |
| Item that may be reclassified subsequently to profit or loss | | |
| — Exchange gain/(loss) on translation of financial statements of foreign operations | 1,112 | (1,584) |
| Items that will not be reclassified subsequently to profit or loss | | |
| — Capital distribution from investment measured at fair value through other comprehensive income | — | 300 |
| — Change in fair value of investment measured at fair value through other comprehensive income (note 19(c)) | — | (828) |
| Other comprehensive income/(loss) including reclassification adjustments and net of tax | 1,112 | (2,112) |
| Total comprehensive loss attributable to equity holders of the Company | (235,576) | (75,479) |

The notes on pages 145 to 242 form part of these financial statements.

Consolidated Statement of Financial Position

As at 31 December 2025

| | Notes | As at 31 December 2025 | | | As at 31 December 2024 | | |
|---|-------|------------------------|-----------------------------|-------------------|------------------------|-----------------------------|-------------------|
| | | Current HK\$'000 | Non- current HK\$'000 | Total HK\$'000 | Current HK\$'000 | Non- current HK\$'000 | Total HK\$'000 |
| ASSETS | | | | | | | |
| Cash and cash equivalents | 16(a) | 112,189 | — | 112,189 | 156,675 | — | 156,675 |
| Bank balances held on behalf of clients | 17 | 1,020,075 | — | 1,020,075 | 1,025,136 | — | 1,025,136 |
| Pledged bank deposits | 16(b) | — | 10,184 | 10,184 | — | 22,700 | 22,700 |
| Financial assets held for trading | 18 | 471,712 | 30,707 | 502,419 | 601,024 | 32,082 | 633,106 |
| Financial assets not held for trading | 19 | 130,478 | 51,444 | 181,922 | 132,248 | 3,382 | 135,630 |
| Loans to margin clients | 20 | 532,264 | — | 532,264 | 610,217 | — | 610,217 |
| Credit loans | 21 | 320,160 | 1,901 | 322,061 | 320,459 | — | 320,459 |
| Accounts receivable | 22 | 333,296 | — | 333,296 | 261,174 | — | 261,174 |
| Prepayments, deposits and other receivables | | 53,751 | — | 53,751 | 49,231 | — | 49,231 |
| Investment properties | 23 | — | 563,940 | 563,940 | — | 851,760 | 851,760 |
| Goodwill and other intangible assets | 25 | — | 15,461 | 15,461 | — | 17,989 | 17,989 |
| Other assets | 26 | — | 12,586 | 12,586 | — | 15,540 | 15,540 |
| Property and equipment | 27 | — | 47,406 | 47,406 | — | 69,161 | 69,161 |
| Tax recoverables | | 8,582 | — | 8,582 | 6,823 | — | 6,823 |
| Deferred tax assets | 32 | — | 13,534 | 13,534 | — | 13,675 | 13,675 |
| TOTAL ASSETS | | 2,982,507 | 747,163 | 3,729,670 | 3,162,987 | 1,026,289 | 4,189,276 |

| | Notes | As at 31 December 2025 | | | As at 31 December 2024 | | |
|-------------------------------------|-------|------------------------|-----------------------------|-------------------|------------------------|-----------------------------|-------------------|
| | | Current HK\$'000 | Non- current HK\$'000 | Total HK\$'000 | Current HK\$'000 | Non- current HK\$'000 | Total HK\$'000 |
| LIABILITIES AND EQUITY | | | | | | | |
| Liabilities | | | | | | | |
| Bank and other borrowings | 28 | 369,798 | 78,180 | 447,978 | 491,350 | 176,934 | 668,284 |
| Accounts payable | 29 | 1,255,222 | — | 1,255,222 | 1,220,571 | — | 1,220,571 |
| Contract liabilities | 30 | 4,687 | — | 4,687 | 8,258 | — | 8,258 |
| Lease liabilities | 31 | 9,578 | 20,537 | 30,115 | 12,054 | 37,662 | 49,716 |
| Accruals and other payables | | 299,379 | — | 299,379 | 246,424 | — | 246,424 |
| Deferred tax liabilities | 32 | — | 2,560 | 2,560 | — | 2,664 | 2,664 |
| TOTAL LIABILITIES | | 1,938,664 | 101,277 | 2,039,941 | 1,978,657 | 217,260 | 2,195,917 |
| Equity | | | | | | | |
| Share capital | 33 | | | 20,657 | | | 20,657 |
| Reserves | | | | 1,669,072 | | | 1,972,702 |
| TOTAL EQUITY | | | | 1,689,729 | | | 1,993,359 |
| TOTAL LIABILITIES AND EQUITY | | | | 3,729,670 | | | 4,189,276 |
| Net current assets | | | | 1,043,843 | | | 1,184,330 |

Approved and authorised for issue by the Board on 24 March 2026.

On behalf of the Board

HAN Xiaosheng
Director

Kenneth LAM Kin Hing
Director

The notes on pages 145 to 242 form part of these financial statements.

Consolidated Cash Flow Statement

For the year ended 31 December 2025

| | Notes | 2025 HK\$'000 | 2024 HK\$'000 |
|---|-------|------------------|------------------|
| Cash flows from operating activities | | | |
| Loss before tax | | (233,704) | (66,049) |
| Adjustments for: | | | |
| Amortisation of other intangible assets | 10 | 1,331 | 1,460 |
| Changes in net asset value attributable to other holders of consolidated investment funds | 6 | 16,224 | 6,203 |
| Corporate guarantee | 6 | 8,108 | (18,032) |
| Depreciation of property and equipment | 10 | 15,059 | 18,134 |
| Dividend income | 5 | (6,079) | (7,650) |
| Finance costs | 8 | 37,541 | 52,388 |
| ECL net charges/(reversal) | | 55,467 | (21,247) |
| Net loss on modification of credit loans | 6 | 7,834 | 12,203 |
| Interest income | 5 | (183,633) | (204,834) |
| Loss/(gain) on fair value change of investment properties | 23 | 17,940 | (8,580) |
| Loss on disposal of property and equipment | 10 | 180 | 176 |
| Loss on written-off of other intangible assets | 10 | 1,429 | — |
| Net (gain)/loss on disposal of investment properties | 6 | (6,760) | 17,617 |
| Net realised and unrealised loss/(gain) on financial assets measured at fair value through profit or loss | 5 | 113,321 | (111,158) |
| Share-based compensation expenses | 9 | 6,310 | 7,423 |
| Share of results of associates, net | | — | (24,104) |
| Fair value loss on financial liabilities measured at fair value through profit or loss | 6 | — | 156,488 |
| Operating cash flows before working capital changes | | (149,432) | (189,562) |
| Decrease in other assets | | 3,147 | 3,116 |
| (Increase)/decrease in accounts receivable, prepayments, deposits and other receivables | | (84,830) | 44,229 |
| Decrease/(increase) in loans to margin clients | | 7,164 | (64,432) |
| Decrease in financial assets held for trading | | 68,630 | 219,887 |
| Increase in financial assets not held for trading | | (40,000) | — |
| Decrease in credit loans | | 9,804 | 103,174 |
| Decrease/(increase) in bank balances held on behalf of clients | | 5,061 | (202,016) |
| Increase in accounts payable, contract liabilities and accruals and other payables | | 24,926 | 147,818 |
| Cash (used in)/generated from operations | | (155,530) | 62,214 |
| Capital distribution from financial assets measured at fair value through other comprehensive income | | — | 300 |
| Dividend received | | 6,017 | 7,650 |
| Interest received | | 139,555 | 150,896 |
| Income taxes paid, net | | (4,706) | (11,241) |
| <i>Net cash (used in)/generated from operating activities</i> | | (14,664) | 209,819 |

| | Notes | 2025 HK\$'000 | 2024 HK\$'000 |
|---|-------|------------------|------------------|
| Cash flows from investing activities | | | |
| Purchases of other intangible assets | | (232) | — |
| Purchases of financial assets measured at fair value through other comprehensive income | 19(c) | (9,336) | — |
| Deposit paid for acquisition of property and equipment | | (193) | — |
| Net proceeds from disposal of investment properties | 23 | 276,640 | 52,583 |
| Purchases of property and equipment | | (1,142) | (1,603) |
| <i>Net cash generated from investing activities</i> | | 265,737 | 50,980 |
| Cash flows from financing activities | | | |
| Principal element of lease rentals paid | 16(c) | (11,933) | (12,189) |
| Interest element of lease rentals paid | 16(c) | (1,997) | (2,371) |
| Interest paid for bank and other borrowings | 16(c) | (27,532) | (44,713) |
| Net repayment of bank and other borrowings | 16(c) | (228,318) | (167,515) |
| Payments for redemption of shares issued to other holders of a consolidated investment fund | 16(c) | (3,057) | (1,898) |
| Proceeds from shares issued to other holders of a consolidated investment fund | 16(c) | 37,842 | 26,445 |
| Withdrawal of/(placement of) pledged bank deposits | | 12,516 | (22,700) |
| Dividend paid to equity holders of the Company | 14 | (74,364) | — |
| <i>Net cash used in financing activities</i> | | (296,843) | (224,941) |
| Net (decrease)/increase in cash and cash equivalents | | | |
| Cash and cash equivalents at the beginning of the year | | 156,675 | 122,380 |
| Effect of foreign exchange rate changes on cash and cash equivalents | | 1,284 | (1,563) |
| Cash and cash equivalents at the end of the year | 16(a) | 112,189 | 156,675 |

The notes on pages 145 to 242 form part of these financial statements.

Consolidated Statement of Changes in Equity

For the year ended 31 December 2025

| | Attributable to equity holders of the Company | | | | | | | | | | | |
|--|---|----------------|-----------------------------|----------------------|-------------------|---------------------------------|-------------------------------|-----------------------------|-----------------|-----------------------|---------------------|------------------|
| | Share capital | Share premium* | Capital redemption reserve* | Contributed surplus* | Exchange reserve* | Investment revaluation reserve* | Property revaluation reserve* | Shareholder's contribution* | Award Scheme* | Share option reserve* | Accumulated losses* | Total |
| | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| As at 1 January 2024 | 20,657 | 117,070 | 1,019 | 5,284,412 | (7,683) | (18,608) | 5,255 | 1,811 | (22,798) | 3,864 | (3,323,584) | 2,061,415 |
| Transactions with equity holders: | | | | | | | | | | | | |
| — Share option expenses recognised | — | — | — | — | — | — | — | — | — | 7,423 | — | 7,423 |
| Total transactions with equity holders | — | — | — | — | — | — | — | — | — | 7,423 | — | 7,423 |
| Net loss for the year | — | — | — | — | — | — | — | — | — | — | (73,367) | (73,367) |
| Other comprehensive loss: | | | | | | | | | | | | |
| — Exchange loss on translation of financial statements of foreign operations | — | — | — | — | (1,584) | — | — | — | — | — | — | (1,584) |
| — Capital distribution from investment measured at fair value through other comprehensive income | — | — | — | — | — | 300 | — | — | — | — | — | 300 |
| — Change in fair value of investment measured at fair value through other comprehensive income | — | — | — | — | — | (828) | — | — | — | — | — | (828) |
| Total comprehensive loss for the year | — | — | — | — | (1,584) | (528) | — | — | — | — | (73,367) | (75,479) |
| As at 31 December 2024 and 1 January 2025 | 20,657 | 117,070 | 1,019 | 5,284,412 | (9,267) | (19,136) | 5,255 | 1,811 | (22,798) | 11,287 | (3,396,951) | 1,993,359 |
| Transactions with equity holders: | | | | | | | | | | | | |
| — Special dividend declared and paid (note 14) | — | — | — | (74,364) | — | — | — | — | — | — | — | (74,364) |
| — Share option lapsed | — | — | — | — | — | — | — | — | — | (105) | 105 | — |
| — Share option expenses recognised | — | — | — | — | — | — | — | — | — | 6,310 | — | 6,310 |
| Total transactions with equity holders | — | — | — | (74,364) | — | — | — | — | — | 6,205 | 105 | (68,054) |
| Net loss for the year | — | — | — | — | — | — | — | — | — | — | (236,688) | (236,688) |
| Other comprehensive income: | | | | | | | | | | | | |
| — Exchange gain on translation of financial statements of foreign operations | — | — | — | — | 1,112 | — | — | — | — | — | — | 1,112 |
| Total comprehensive loss for the year | — | — | — | — | 1,112 | — | — | — | — | — | (236,688) | (235,576) |
| Transfer loss on disposal of equity investments measured at fair value through other comprehensive income to accumulated losses (note 19(c)(i)) | — | — | — | — | — | 7,829 | — | — | — | — | (7,829) | — |
| As at 31 December 2025 | 20,657 | 117,070 | 1,019 | 5,210,048 | (8,155) | (11,307) | 5,255 | 1,811 | (22,798) | 17,492 | (3,641,363) | 1,689,729 |

* These reserve accounts comprise the reserves of HK\$1,669,072,000 (31 December 2024: HK\$1,972,702,000) in the consolidated statement of financial position as at 31 December 2025.

The notes on pages 145 to 242 form part of these financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

1 GENERAL INFORMATION

The Company is a limited liability company incorporated and domiciled in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda and, its principal place of business is 5/F and 24/F (Rooms 2401 and 2412), Wing On Centre, 111 Connaught Road Central, Hong Kong. The Company's shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). As at 31 December 2025, the immediate holding company is Quam Tonghai Holdings Limited, a company incorporated in Hong Kong with limited liability, which is beneficially owned as to 51% by Mr. Kenneth LAM Kin Hing and 49% by Mr. HAN Xiaosheng.

The Group is principally engaged in the following activities:

- corporate finance advisory and general advisory services
- fund management, discretionary portfolio management and portfolio management advisory services
- discretionary and non-discretionary dealing services for securities, futures and options, securities placing and underwriting services, margin financing, insurance broking and wealth management services
- money lending services
- financial media services
- investing and trading of various investment products

2 MATERIAL ACCOUNTING POLICY INFORMATION

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards, which collective term includes all applicable individual Hong Kong Financial Reporting Standards ("HKFRSs"), Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance. The consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

The HKICPA has issued certain new and amendments to 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 accounting period reflected in the consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.2 Basis of preparation

The consolidated financial statements for the year ended 31 December 2025 comprise the Company and its subsidiaries and the Group's interest in an associate.

The measurement basis used in the preparation of the financial statements is the historical cost basis except for the following assets that are stated at fair value as explained in the accounting policies set out below:

- investment properties (see note 2.12);
- financial instruments classified as financial assets measured at fair value through profit or loss (see note 2.15);
- financial instruments classified as financial assets measured at fair value through other comprehensive income (see note 2.15);
- derivative financial instruments (see note 2.15); and
- third party interests in consolidated investment funds (see note 2.21).

The preparation of consolidated financial statements in conformity with HKFRS Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. 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.

Judgements made by management in the application of HKFRS Accounting Standards that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 4.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.3 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Inter-company transactions, balances and cash flows between group companies together with any unrealised profits arising from inter-company transaction are eliminated in full in preparing the consolidated financial statements. Unrealised losses are also eliminated unless the transaction provides evidence of impairment on the asset transferred, in which case the loss is recognised in profit or loss.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the effective dates of acquisition or up to the effective dates of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with those used by the Group.

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of the assets transferred, liabilities incurred and equity interests issued by the Group in exchange for control of the acquiree. The identifiable assets acquired and liabilities assumed are principally measured at acquisition-date fair value. The Group's previously held equity interest in the acquiree is re-measured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Acquisition-related costs incurred are expensed unless they are incurred in issuing equity instruments in which case the costs are deducted from equity.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between the aggregate of the fair value of the consideration received and the fair value of any retained interest; and the previous carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting of a financial asset, or when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.4 Subsidiaries

Subsidiaries are entities (including structured entities) controlled by the Group. The Group controls an entity when it has power over the investee, exposure, or rights, to variable returns from its involvement with the investee and the ability to affect those returns through its power over the investee. When assessing whether the Group has power, only substantive rights relating to the investee (held by the Group and others) are considered. For a right to be substantive, the Group must have the practical ability to exercise that right. Control is reassessed when facts and circumstances indicate that there are changes to one or more of the elements of control.

When the Group has a less than majority of voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including (a) the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders; (b) potential voting rights held by the Group, other vote holders or other parties; (c) rights arising from other contractual arrangements; and (d) any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements. Structured entities often have restricted activities and a narrow and well defined objective.

In the Company's statement of financial position, investment in subsidiaries are carried at cost less impairment loss, if any. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable at the reporting date. All dividends whether received out of the investee's pre-acquisition or post-acquisition profits are recognised in the Company's profit or loss.

2.5 Associates

An associate is an entity over which the Group or the Company has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.5 Associates (Continued)

In the consolidated financial statements, the investments in associates are accounted for using the equity method whereby they are initially recognised at cost and thereafter, their carrying amounts are adjusted for the post-acquisition change in the Group's share of net assets and any impairment losses relating to the investments. The Group's share of the post-acquisition, post-tax results of the investees, including any impairment losses on the investments in associates for the period, are recognised in profit or loss, whereas the Group's share of the post-acquisition, post-tax items of the investees' other comprehensive income are recognised in other comprehensive income of the Group. When the Group's share of losses of an associate exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

Unrealised profits and losses resulting from transactions between the Group and its associates are recognised only to the extent of unrelated investors' interests in the associates. The investor's share in the associate's profits and losses resulting from these transactions is eliminated against the carrying value of the associate, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are immediately recognised in profit or loss.

Where the associate uses accounting policies other than those of the Group for like transactions and events in similar circumstances, adjustments are made to conform the associate's or accounting policies to those of the Group when the associate's financial statements are used by the Group in applying the equity method.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate. When the Group retains an interest in the former associate and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and this amount is regarded as its fair value on initial recognition. The difference between the carrying amount of the associate at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of the interest in the associate is included in the determination of gain or loss on disposal of the associate. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate on the same basis as would be required if that associate had directly disposed of the related assets or liabilities.

In the Group's consolidated statement of financial position, interests in associates is carried at cost less accumulated impairment losses, if any. The results of associates are accounted for by the Company on the basis of dividends received and receivable during the period.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.6 Foreign currency translation

The financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company. All value are rounded to the nearest thousand except where otherwise indicated.

In the individual financial statements of the consolidated entities, foreign currency transactions are translated into the functional currency of the individual entity using the exchange rates prevailing at the dates of the transactions. At the reporting date, monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at that date. Foreign exchange gains and losses resulting from the settlement of and from the reporting date translation of monetary assets and liabilities are recognised in profit or loss. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the foreign exchange rates prevailing on the date when the fair value was determined and are reported as part of the fair value gain or loss. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the foreign exchange rate at the date of the transaction.

In the consolidated financial statements, all individual financial statements of foreign operations, originally presented in a currency different from the Group’s presentation currency, have been converted into HK\$. Assets and liabilities have been translated into HK\$ at the closing rate at the reporting date. Income and expenses have been converted into HK\$ at the exchange rates ruling at the transaction dates, or at the average rates over the reporting period provided that the exchange rates do not fluctuate significantly. Any differences arising from this procedure have been recognised in other comprehensive income and accumulated separately in exchange reserve in equity.

On disposal of a foreign operation involving loss of control over a subsidiary, joint control over a joint venture or significant influence over an associate that includes a foreign operation, the cumulative exchange differences relating to that foreign operation accumulated in exchange reserve are reclassified from equity to profit or loss as part of the gain or loss on disposal. If the Group disposes part of its interest in a subsidiary but retains control then the relevant proportion of the cumulative amount is reattributed to non-controlling interest. When the Group disposes of only part of an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.7 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 value added tax or other sales tax and those amounts collected on behalf of third parties.

Where the contract contains a financing component which provides a significant financing benefit to the customer for more than 12 months, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction with the customer, and interest income is accrued separately under the effective interest method. Where the contract contains a financing component which provides a significant financing benefit to the Group, revenue recognised under that contract includes the interest expense accrued on the contract liability under the effective interest method. The Group takes advantage of the practical expedient in paragraph 63 of HKFRS 15 *Revenue from Contracts with Customers* ("HKFRS 15") and does not adjust the consideration for any effects of a significant financing component if the period of financing is 12 months or less.

Further details of the Group's revenue and other income recognition policies are as follows:

- (a) for financial advisory, financial media service, handling and custodian service fee income, depending on the nature of the services and the contract terms, advisory fees are recognised progressively over time using output method based on milestones achieved that depicts the Group's performance, or at a point in time when the advisory service is completed;
- (b) for asset management fee income, it is recognised on a time-proportion basis with reference to the net asset value of the investment funds and portfolios under management;
- (c) for performance fee income, it is recognised on the performance fee valuation day of the managed accounts when there is a positive performance for the relevant period, taking into consideration the relevant calculation basis of the investment funds and portfolios under management;
- (d) for commission income from brokerage business, it is recognised on a trade date basis when the relevant transactions are executed;
- (e) for interest income from financial assets measured at amortised cost, it is recognised as it accrues using the effective interest method. For financial assets measured at amortised cost 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 impairment allowance) of the asset;
- (f) for interest income from financial assets measured at fair value through profit or loss, it is recognised as it accrues using the other method (see note 2.15);
- (g) for placing and underwriting commission income, they are recognised at a point in time when the obligation is completed;

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.7 Revenue and other income (Continued)

- (h) for dividend income, it is recognised when the shareholders' right to receive payment has been established from unlisted investments, and the share price of the listed investments goes ex-dividend; and
- (i) for realised gains and losses on financial assets measured at fair value through profit or loss, they are recognised on a trade date basis. For unrealised gains and losses on financial assets measured at fair value through profit or loss, they are recognised at the end of the reporting period on the changes in fair value. Fair value gain or loss does not include any dividend income and interest income from financial assets measured at fair value through profit or loss.

2.8 Finance Cost

Finance cost incurred directly attributable to the acquisition, construction or production of any qualifying asset during the period of time that is required to complete and prepare the asset for its intended use are capitalised as part of the cost of that asset. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. Other finance costs are expensed when incurred.

2.9 Goodwill

Goodwill represents the excess of:

- (i) the aggregate of the fair value of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the Group's previously held equity interest in the acquiree; over
- (ii) the net fair value of the acquiree's identifiable assets and liabilities measured as at the acquisition date.

When (ii) is greater than (i), then this excess is recognised immediately in profit or loss as a gain on a bargain purchase.

Goodwill is stated at cost less accumulated impairment losses. Goodwill arising on a business combination is allocated to each cash-generating unit, or groups of cash generating units, that is expected to benefit from the synergies of the combination and is tested annually for impairment (see note 2.13).

On disposal of a cash generating unit during the year, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.10 Intangible assets (other than goodwill)

Intangible assets acquired separately or in a business combination

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is its fair value at the acquisition date. After initial recognition, intangible assets are carried at cost less accumulated amortisation and any impairment losses (see note 2.13).

Internally-developed intangible assets (Research and development expenditures)

Expenditures associated with research activities are expensed in profit or loss as they occur. Expenditures that are directly attributable to development activities are recognised as intangible assets provided they meet the following recognition requirements:

- (a) demonstration of technical feasibility of the prospective product for internal use or sale;
- (b) there is intention to complete the intangible asset and use or sell it;
- (c) the Group's ability to use or sell the intangible asset is demonstrated;
- (d) the intangible asset will generate probable economic benefits through internal use or sale;
- (e) sufficient technical, financial and other resources are available for completion; and
- (f) the expenditure attributable to the intangible asset can be reliably measured.

Direct costs include staff costs incurred on development activities along with an appropriate portion of relevant overheads. The expenditure of development of internally generated software, products or know-how that meet the above recognition criteria are recognised as intangible assets and are recognised initially at cost. After initial recognition, they are carried at cost less accumulated amortisation and impairment losses (see note 2.13), if any. Development expenditures not satisfying the above criteria are expensed when incurred.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.10 Intangible assets (other than goodwill) (Continued)

Amortisation of intangible assets

Amortisation of intangible assets with finite useful lives is provided on straight-line method over the estimated useful lives. The estimated useful lives of intangible assets are as follows:

| | |
|--|--------------------------|
| Development costs | 3–5 years |
| Film rights | Over the license periods |
| Mobile phone and computer applications | 5 years |
| Corporate membership | Indefinite life |

Amortisation commence when the intangible assets are available for use. The asset's amortisation method and estimated useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Intangible assets are not amortised where their useful lives are assessed to be indefinite. Any conclusion that the useful life of an intangible asset is indefinite is reviewed annually to determine whether events and circumstances continue to support the indefinite useful life assessment for that asset. If they do not, the change in the useful life assessment from indefinite to finite is accounted for prospectively from the date of change and in accordance with the policy for amortisation of intangible assets with finite lives as set out above.

2.11 Property and equipment

Property and equipment, including right-of-use assets arising from leases of underlying property and equipment, are carried at cost less any accumulated depreciation and impairment losses (see note 2.13), if any.

If land and buildings held for own use becomes an investment property because its use has changed as evidenced by end of owner-occupation, any difference between the carrying amount and the fair value of that item at the date of transfer is recognised in other comprehensive income and accumulated in property revaluation reserve. On subsequent sale or retirement of the asset, the relevant revaluation reserve will be transferred directly to retained profits.

Depreciation on property and equipment is provided to write off the cost less their estimated residual value over their estimated useful lives, using the straight-line method, as follows:

| | |
|-----------------------------------|--|
| Land and buildings | 60 years |
| Rights-of-use assets | Over the lease terms |
| Leasehold improvements | 10 years or over the lease terms, whichever is shorter |
| Furniture, fixtures and equipment | 5 to 10 years |
| Motor vehicle | 5 years |

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.11 Property and equipment (Continued)

The assets' estimated residual value, depreciation method and estimated useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Items may be produced while bringing an item of property and equipment to the location and condition necessary for it to be capable of operating in the manner intended by management. The proceeds from selling any such items and the related costs are recognised in profit or loss.

The gain or loss arising on retirement or disposal of an item of property and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the asset and is recognised in profit or loss on the date of retirement or disposal.

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 costs, such as repairs and maintenance, are charged to profit or loss of the financial period in which they are incurred.

2.12 Investment properties

Investment properties are properties held for capital appreciation. Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gain and loss arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

An investment properties are is derecognised upon disposal or when the investment properties are permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property, calculated as the difference between the net disposal proceeds and the carrying amount of the property, is included in profit or loss in the period in which the property is derecognised.

2.13 Impairment of non-financial assets

Goodwill arising on acquisition of a subsidiary and other intangible assets with an indefinite useful life or those not yet available for use are tested for impairment at least annually, and whenever there is any indication that they may be impaired. Property and equipment and interests in associates and joint ventures are tested for impairment whenever there are indications that the asset's carrying amount may not be recoverable.

Recoverable amount is the higher of fair value, reflecting market conditions less costs of disposal, and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.13 Impairment of non-financial assets (Continued)

For the purposes of assessing impairment, where an asset does not generate cash inflows largely independent from those from other assets or group of assets, the recoverable amount is determined for the smallest group of assets that generate cash inflows independently (i.e. CGU). As a result, some assets are tested individually for impairment and some are tested at CGU level. Goodwill in particular is allocated to those CGUs that are expected to benefit from the synergies of the related business combination and represent the lowest level within the Group at which the goodwill is monitored for internal management purpose. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

An impairment loss is recognised as an expense immediately for the amount by which the carrying amount of an asset, or the CGU to which it belongs, exceeds its recoverable amount. Impairment loss recognised for CGU, to which goodwill has been allocated, is credited initially to the carrying amount of goodwill. Any remaining impairment loss is allocated pro rata to the other assets in the CGU, except that the carrying value of an asset will not be reduced below its individual fair value less costs of disposal, if measurable, and value in use, if determinable.

An impairment loss recognised for goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if there is any indication that an impairment loss recognised in prior periods may no longer exist or may have decreased, there has been a favorable change in the estimates used to determine the asset's recoverable amount and only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised. Reversal of impairment loss is recognised immediately in profit or loss.

2.14 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.

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 office equipment. 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.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.14 Leases (Continued)

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. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method. 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 period in which they are incurred.

The right-of-use asset is initially measured at cost when a lease is capitalised, 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 asset 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 (see notes 2.11 and 2.13), except for the right-of-use asset that meet the definition of investment property is carried at fair value.

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 ("lease modification") 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.

In the consolidated statement of financial position, the current portion of long-term lease liabilities is determined as the principal portion of contractual payments that are due to be settled within twelve months after the reporting period.

The Group presents right-of-use assets that do not meet the definition of investment property in "Property and equipment" and presents lease liabilities separately in the statement of financial position.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the instrument. 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 under a contract whose terms that require delivery of assets within the time frame established generally by regulation or convention in the marketplace concerned. Derecognition of financial assets occurs when, and only when, the contractual rights to receive cash flows from the financial assets expire or are transferred and substantially all of the risks and rewards of ownership have been transferred. If the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset, the Group continues to recognise the financial asset to the extent of its continuing involvement.

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income; or fair value through profit or loss.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets measured at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and it is not designated as at fair value through profit or loss:

- (a) the assets are held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- (b) the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at fair value through other comprehensive income

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at fair value through other comprehensive income. Designation at fair value through other comprehensive income is not permitted if the equity investment is held for trading.

Investments in equity instruments at fair value through other comprehensive income are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investment revaluation reserve. On derecognition of a financial asset that is classified as fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment revaluation reserve is not reclassified to profit or loss, but is reclassified to retained profits.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets (Continued)

Financial assets measured at fair value through other comprehensive income (Continued)

Dividends on these investments in equity instruments are recognised in profit or loss. The capital distribution from financial assets measured at fair value through other comprehensive income, which represents recovery of part of the investment cost, is recognised in the investment revaluation reserve, which is not reclassified to profit or loss and is reclassified to retained profits represent a recovery of part of the cost of the investment.

Financial assets measured at fair value through profit or loss

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income as described above are measured at fair value through profit or loss. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss. If doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss.

Interest income on debt instruments and dividend income on equity instruments at fair value through profit or loss is recognised in profit or loss. Fair value gain or loss does not include any dividend or interest earned on these financial assets.

Derivative financial instruments

Derivative financial instruments are recognised at fair value through profit or loss. At the end of each reporting period, the fair value is remeasured. The change in fair value arising from the remeasurement is recognised immediately in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets (Continued)

Credit losses and impairment of financial assets

The Group recognises a loss allowance for expected credit losses (ECLs) on the following items:

- financial assets measured at amortised cost (including cash and cash equivalents, pledged bank deposits, bank balances held on behalf of clients, accounts receivable, other assets, deposits and other receivables, credit loans, unlisted debt securities measured at amortised cost).

Financial assets measured at fair value, including units in funds, equity and debt securities measured at fair value through profit or loss, equity securities designated at fair value through other comprehensive income (non-recycling) and derivative financial assets, are not subject to the ECLs assessment.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

The expected cash shortfalls are discounted using the following discount rates if the effect is material:

- fixed-rate financial assets: effective interest rate determined at initial recognition or an approximation thereof; and
- variable-rate financial assets: current effective interest rate.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

In measuring ECLs, the Group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets (Continued)

Credit losses and impairment of financial assets (Continued)

Measurement of ECLs (Continued)

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; and
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECLs model applies.

Impairment allowances for accounts receivable under HKFRS 15 are always measured at an amount equal to lifetime ECLs. For all other financial instruments, the Group recognises an impairment allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the impairment allowance is measured at an amount equal to lifetime ECLs.

Significant increases in credit risk

In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. In making this reassessment, the Group considers that a default event occurs when (i) the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or (ii) the financial asset is 90 days past due. 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.

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

- failure to make payments of principal or interest on their contractually due dates;
- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets (Continued)

Significant increases in credit risk (Continued)

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account except for other receivables. For other receivables, the Group recognises an impairment gain or loss by adjusting their carrying amounts.

Basis of calculation of interest income using effective interest method

Interest income from financial assets measured at amortised cost recognised in accordance with note 2.7 is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less impairment allowance) of the financial asset.

At each reporting date, the Group assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable events:

- significant financial difficulties of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; or
- the disappearance of an active market for a security because of financial difficulties of the issuer.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.15 Financial assets (Continued)

Write-off policy

The gross carrying amount of a financial asset is written-off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written-off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

2.16 Income taxes

Income taxes comprise current tax and deferred tax.

Current income tax assets and/or liabilities comprise those claims from or obligations to taxation authorities relating to the current or prior reporting period, that are unpaid at the reporting date. They are calculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the period.

Deferred tax is calculated using the liability method on temporary differences at the reporting date between the carrying amounts of assets and liabilities in the financial statements and their respective tax bases. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, tax losses available to be carried forward as well as other unused tax credits, to the extent that it is probable that taxable profit, including existing taxable temporary differences, will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

Deferred tax assets and liabilities are not recognised if the temporary differences arise from goodwill or initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither taxable nor accounting profit or loss.

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

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.16 Income taxes (Continued)

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow 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. The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

For the purposes of measuring deferred tax liabilities or deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. If the presumption is rebutted, deferred tax liabilities and deferred tax assets for such investment properties are measured in accordance with the above general principles set out in HKAS 12 *Income tax* (i.e. based on the expected manner as to how the properties will be recovered).

Current tax and changes in deferred tax assets or liabilities are recognised in profit or loss, or in other comprehensive income or directly in equity if they relate to items that are charged or credited to other comprehensive income or directly in equity, respectively.

Current tax assets and current tax liabilities are presented in net if, and only if, (a) the Group has a legally enforceable right to set off the recognised amounts; and (b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The Group presents deferred tax assets and deferred tax liabilities in net if, and only if, (a) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and (b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either (i) the same taxable entity; or (ii) different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

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.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.17 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are assessed for ECLs in accordance with the policy set out in note 2.15.

For the purposes of the consolidated statement of cash flows, cash and cash equivalents as defined above, net of outstanding bank overdrafts which are repayable on demand and form an integral part of the Group's cash management. Such overdrafts are presented as short-term borrowings in the consolidated statement of financial position.

2.18 Share capital and share premium

Ordinary shares are classified as equity. Share capital is determined using the nominal value of shares that have been issued.

Share premium includes any premiums received on the issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium to the extent that they are incremental costs directly attributable to the equity transaction.

2.19 Retirement benefit costs and short-term employee benefits

Retirement benefits

The Group participates in several staff retirement benefit schemes for employees in Hong Kong and Mainland China, comprising defined contribution retirement schemes and a Mandatory Provident Fund scheme ("MPF Scheme"). The assets of these schemes are held separately from those of the Group in independently administered funds. The retirement benefit schemes are generally funded by payments from employees and the relevant group companies. The retirement benefit scheme expenses charged to profit or loss represent contributions payable by the Group to the schemes.

The subsidiaries operating in Mainland China are required to participate in the defined contribution retirement schemes for their employees, organised by the relevant local government authorities. They are required to make contributions to the retirement benefit schemes at a specified percentage of the employees' relevant income and there are no other further obligations to the Group.

The Group contributes to the MPF Scheme under the Mandatory Provident Fund Schemes Ordinance for all employees in Hong Kong. Contributions are made based on a percentage of the employees' basic salaries and are charged to profit or loss as they become payable in accordance with the rules of the MPF Scheme. The Group's employer contributions vested fully with the employees when contributed into the MPF Scheme.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.19 Retirement benefit costs and short-term employee benefits (Continued)

Retirement benefits (Continued)

For Long Service Payment (“LSP”) obligation, the Group accounts for the employer MPF contributions expected to be offset as a deemed employee contribution towards the LSP obligation in terms of HKAS 19.93(a) and it is measure on a net basis. The estimated amount of future benefit is determined after deducting the negative service cost arising from the accrued benefits derived from the Group’s MPF contributions that have been vested with employees, which are deemed to be contributions from the relevant employees.

Short-term employee benefits

The Group provides paid annual leave to its employees under their employment contracts on a calendar year basis. Under certain circumstances, such leave which remains untaken as at the reporting date is permitted to be carried forward and utilised by the respective employees in the following year. An accrual is made at the reporting date for the expected future cost of such paid leave earned during the period by the employees and carried forward.

Non-accumulating compensated absences such as sick leave and maternity leave are not recognised until the time of leave.

2.20 Share-based payments

The Group operates a share award scheme for remuneration of its employees and/or consultants.

All services received in exchange for the grant of any awarded shares are measured at their fair value. These are indirectly determined by reference to the fair value of awarded shares granted. Their value is appraised at the grant date and excludes the impact of any service and non-market performance vesting conditions (for example, profitability and sales growth targets).

All services received are ultimately recognised as an expense in profit or loss over the vesting period if vesting conditions apply, or recognised as an expense in full at the grant date when the awarded shares granted vest immediately unless the expense qualifies for recognition as asset, with a corresponding increase in “Awarded share reserve” within equity. If service or non-market performance conditions apply, the expense is recognised over the vesting period, based on the best available estimate of the number of awarded shares expected to vest. Non-market performance and service conditions are included in assumptions about the number of share options and awarded shares that are expected to vest. Estimates are subsequently revised, if there is any indication that the number of awarded shares expected to vest differs from previous estimates. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to awarded share reserve.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.20 Share-based payments (Continued)

The shares awarded under the share award scheme are acquired from open market. The net consideration paid, including any directly attributable incremental costs, is presented as “Shares held for Share Award Scheme” and deducted from total equity. When the awarded shares are transferred to the awardees upon vesting, the related weighted average cost of the awarded shares vested are credited to “Shares held for Share Award Scheme”, the related service costs of awarded shares vested are debited to the “Awarded share reserve”, and any difference will be transferred to retained profits. Where the shares held for Share Award Schemes are revoked and the revoked shares are disposed of, the related gain or loss is transferred to retained profits.

Equity-settled share-based payment transactions

Share options granted to employees

The Company operates a share option scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group’s operations. Employees (including Directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (“equity-settled transactions”).

The cost of equity-settled transactions with employees for grants is measured by reference to the fair value at the date at which they are granted. The fair value is determined by management of the Group using a binomial model, further details of which are given in note 35 to the financial statements.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the statement of profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group’s estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share option reserve). At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimate, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option reserve. For share options that vest immediately at the date of grant, the fair value of the share options granted is expensed immediately to profit or loss.

When share options are exercised, the amount previously recognised in share option reserve will be transferred to share premium. When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share option reserve will be transferred to retained profits.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.21 Financial liabilities

The Group's financial liabilities include bank and other borrowings, accounts payable and accruals and other payables. Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the instrument. All interest related charges are recognised in accordance with the Group's accounting policy for finance costs (see note 2.8 to the financial statements).

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. A financial liability is classified as fair value through profit or loss if it is classified as held for trading or designated as such on initial recognition. Financial liabilities at fair value through profit or loss are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

A financial liability is derecognised when, and only when, the obligation under the financial liability is discharged or cancelled, or expires. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing financial liability are substantially modified, such an exchange or modification is treated as derecognition of the original financial liability and the recognition of a new financial liability, and the difference in the respective carrying amount is recognised in profit or loss.

Derecognition/modification of financial liabilities

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 is recognised in profit or loss.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.21 Financial liabilities (Continued)

Derecognition/modification of financial liabilities (Continued)

When the contractual terms of a financial liability are modified, the Group assess whether the revised terms result in a substantial modification from original terms taking into account all relevant facts and circumstances including qualitative factors. If qualitative assessment is not conclusive, the Group considers that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received, and discounted using the original effective interest rate, is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. Accordingly, such modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. The exchange or modification is considered as non-substantial modification when such difference is less than 10 per cent.

For non-substantial modifications of financial liabilities that do not result in derecognition, the carrying amount of the relevant financial liabilities will be calculated at the present value of the modified contractual cash flows discounted at the financial liabilities' original effective interest rate. Transaction costs or fees incurred are adjusted to the carrying amount of the modified financial liabilities and are amortised over the remaining term. Any adjustment to the carrying amount of the financial liability is recognised in profit or loss at the date of modification.

Bank and other borrowings

Bank and other borrowings are recognised initially at fair value, net of directly attributable transaction costs incurred. Subsequent to initial recognition, they are stated at amortised cost, any difference between the initial amount and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Bank and other borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months from the reporting date.

Accounts payable and other payables

Accounts payable and other payables include accounts payable, accruals and other payables. They 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 cases they are stated at cost.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.21 Financial liabilities (Continued)

Third party interests in consolidated investment funds

Third party interests in consolidated investment funds represents the interest redeemable by the other holders of investment funds where the Group has consolidated. The balance is a financial liability as discussed in note 4(b). The balance is initially recognised at fair value and subsequently remeasured to their fair value at the end of reporting period. The resulting gain or loss is recognised in profit or loss.

Derivative financial instruments

Derivatives are initially recognised at fair value at the date when derivative contracts are entered into and are subsequently measured to their fair value at the end of the reporting period. The resulting gain or loss is recognised in profit or loss.

2.22 Warrants

The net proceeds received from the issue of warrants are recognised in warrants reserve within equity. Net proceeds received for warrants issued with notes are determined based on their relative fair value at the issue date. When the warrants are exercised, the amount recognised in warrants reserve will be transferred to share capital and share premium accounts. For warrants that are not exercised at the expiry date, the amount previously recognised in the warrants reserve will be transferred to retained profits.

2.23 Provisions and contingent liabilities

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

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

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

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.24 Segment reporting

The Group identifies operating segments and prepares segment information based on the regular internal financial information reported to the chief decision making officer for their decisions about resources allocation to the Group's business components and for their review of the performance of those components. The business components in the internal financial information reported to the chief decision making officer are determined following the Group's major service lines.

The Group has identified the following reportable segments:

- (a) the corporate finance segment engages in securities placing and underwriting services, corporate finance advisory and general advisory services;
- (b) the asset management segment engages in fund management, discretionary portfolio management and portfolio management advisory services;
- (c) the brokerage segment engages in discretionary and non-discretionary dealing services for securities, futures and options, margin financing, insurance broking and wealth management services;
- (d) the interest income segment engages in money lending services and interest income arising from debt instruments measured at amortised cost;
- (e) the investments segment engages in investing and trading of various investment products; and
- (f) the others segment represents financial media services and other insignificant operating segments.

Each of these operating segments is managed separately as each of the service lines requires different resources as well as marketing approaches. No operating segments identified have been aggregated in arriving at the reportable segments of the Group.

The measurement policies the Group uses for reporting segment results under HKFRS 8 *Operating Segments* are the same as those used in its financial statements prepared under HKFRS Accounting Standards, except that:

- (a) share of results of associates accounted for using the equity method;
- (b) income tax expense; and
- (c) corporate income and expenses which are not directly attributable to the business activities of any operating segment are not included in arriving at the operating results of the operating segments.

Inter-segment revenue are charged at prevailing market rates.

Information relating to segment assets and liabilities is not disclosed as such information is not regularly reported to the chief operating decision maker.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.25 Related parties

- (a) A person or a close member of that person's family is related to the Group if that person:
 - (i) has control or joint control of the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of the Group's parent.
- (b) An entity is related to the Group if any of the following conditions applies:
 - (i) the entity and the Group are members of the same group.
 - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) both entities are joint ventures of the same third party.
 - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group.
 - (vi) the entity is controlled or jointly controlled by a person identified in (a).
 - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
 - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or Group's parent.

Close family members of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

2.26 Contract liabilities

A contract liability is recognised when the customer pays non-refundable consideration before the Group recognises the related revenue (see note 2.7). A contract liability would also be recognised if the Group has an unconditional right to receive non-refundable consideration before the Group recognises the related revenue. In such cases, a corresponding receivable would also be recognised (see note 2.15).

When the contract includes a significant financing component, the contract balance includes interest accrued under the effective interest method (see note 2.7).

3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has applied the following amended HKFRS Accounting Standards issued by the HKICPA for the first time to the Group's consolidated financial statements for the current accounting period beginning on 1 January 2025:

- Amendments to HKAS 21 — Lack of Exchangeability

The adoption of the amended HKFRS Accounting Standards has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in the consolidated financial statements.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical accounting estimates and assumptions in applying the Group's accounting policies

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions 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:

(i) *Provision for impairment loss of financial assets measured at amortised cost*

In determining ECLs for financial assets measured at amortised cost, the most significant judgements relate to defining what is considered to be a significant increase in credit risk and in making assumptions and estimates to incorporate relevant information about past events, current conditions and forecasts of economic conditions. A high degree of uncertainty is involved in making estimations using assumptions that are highly subjective and very sensitive to the risk factors. Management reviews the provision on a regular basis.

(ii) *Impairment loss of non-financial assets*

At each reporting date, goodwill are tested for impairment. The Group also reviews internal and external sources of information to identify indications that any of the property and equipment, other intangible assets (including development costs), interest in an associate may be impaired or an impairment loss previously recognised no longer exists or may have decreased. The sources utilised to identify indications of impairment are often subjective in nature and the Directors are required to use judgement in applying such information to its business. Their interpretation of such information has a direct impact on whether an impairment assessment is performed as at any given reporting date.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(a) Critical accounting estimates and assumptions in applying the Group's accounting policies (Continued)

(ii) *Impairment loss of non-financial assets (Continued)*

Determining whether an asset or a CGU is impaired requires an estimation of their recoverable amount. Depending on the assessment of the overall materiality of the asset under review and complexity of deriving reasonable estimates of the recoverable amount, the Group may perform such assessment utilising internal resources or may engage external advisers in making this assessment. Regardless of the resources utilised, the Group is required to make assumptions in this assessment, including the utilisation of such asset, the cash flows to be generated, appropriate market discount rates and the projected market and regulatory conditions. Changes in any of these assumptions could result in a material change to future estimates of the recoverable amount of these assets.

(iii) *Fair value of financial assets in unlisted equity instruments and fund investments*

The investments in unlisted equity instruments and fund investments that are accounted for as "financial assets measured at fair value through other comprehensive income" and "financial assets measured at fair value through profit or loss" are stated at fair value. The fair value of these financial assets is determined based on significant unobservable inputs and valuation techniques. Judgement and estimation are required in establishing the relevant valuation techniques and the relevant inputs thereof. Changes in assumptions relating to these factors could affect the reported fair values of these instruments. As at 31 December 2025, the carrying amount of the Group's investments in unlisted equity instruments and fund investments was approximately HK\$224,562,000 (31 December 2024: HK\$394,166,000) and HK\$59,800,000 (31 December 2024: HK\$61,993,000), respectively.

(iv) *Fair value of investment properties*

Investment properties in the consolidated statement of financial position as at 31 December 2025 and 2024 are carried at fair value. The fair value was based on a valuation on these properties conducted by an independent firm of professional valuers using property valuation techniques which involve certain assumptions of market conditions. Favourable or unfavourable changes to these assumptions would result in changes in the fair value of the Group's investment properties and corresponding adjustments to the amount of gain or loss reported in the consolidated statement of profit or loss.

The carrying amount of investment properties as at 31 December 2025 was approximately HK\$563,940,000 (31 December 2024: HK\$851,760,000).

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(b) Critical judgement in applying the Group's accounting policies

In the process of applying the Group's accounting policies, the Directors are required to make judgements, apart from those involving estimates. The judgements that have been made and can significantly affect the amounts recognised in the financial statements are discussed below:

Determination of control over an investment fund

The Group invested in certain investment funds with primary objectives for capital appreciation, investment gain and selling in the near future for profit. Pursuant to subscription agreement or equivalent documents, the beneficial interests in these investment funds held by the Group are in the form of participating shares or interests which primarily provide the Group with the share of returns from the investment funds and underlying net assets.

These investment funds are managed by respective investment manager who has the power and authority to manage the investment funds and make investment decisions. Among those investment funds held by the Group where the Group acted as an investment manager, the Group regularly assesses and determines whether:

- the Group is acting as an agent or a principal to these investment funds;
- substantive removal rights held by other parties may remove the Group from acting as an investment manager; and
- the investment held together with its remuneration from managing these investment funds create significant exposure to variability of returns in these investment funds.

When the Group assesses that the combination of investments it held together with its remuneration creates exposure to variability of returns from the activities of the investment funds that is of such significance that indicates the Group is a principal, the Group had consolidated these investment funds. The Group classifies the financial instrument as financial liability and equity in accordance with the substance of the contractual terms. With redeemability, the fund holders have the right to put their attributable shares back to the fund for cash. Puttable financial instrument is a financial liability. Third-party interests in consolidated investment funds are thus categorised as financial liability and included in "Accruals and other payables". Changes in net asset value attributable to other holders of consolidated investment funds are included in "Other loss, net" in the consolidated statement of profit or loss. The carrying amount included in "Accruals and other payables" as at 31 December 2025 is HK\$99,811,000 (31 December 2024: HK\$48,810,000).

When the variable returns of these investment funds to the Group are not significant or the Group is subject to substantive removal rights held by other parties who may remove the Group as an investment manager, the Group did not consolidate these investment funds and classified them as "Financial assets held for trading" measured at fair value through profit or loss in accordance with the Group's accounting policies. Further details in respect of those investment funds in which the Group had an interest are disclosed in note 18 to the consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

5 REVENUE

(a) Revenue analysis

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Corporate finance business | | |
| <i>Fee and commission income: (note (i))</i> | | |
| — Placing and underwriting commission income | 3,611 | 1,254 |
| — Financial and compliance advisory services fee income | 7,303 | 7,879 |
| | 10,914 | 9,133 |
| Asset management business | | |
| <i>Fee and commission income: (note (i))</i> | | |
| — Management fee, performance fee and service fee income | 24,758 | 8,847 |
| Brokerage business | | |
| <i>Fee and commission income: (note (i))</i> | | |
| — Commission on dealings in securities | | |
| — Hong Kong securities | 32,534 | 19,768 |
| — Other than Hong Kong securities | 5,236 | 5,140 |
| — Commission on dealings in futures and options contracts | 27,765 | 27,914 |
| — Handling, custodian and other service fee income | 23,744 | 12,131 |
| | 89,279 | 64,953 |
| Interest income business | | |
| <i>Interest income calculated using the effective interest method: (note (ii))</i> | | |
| — Interest income from credit loans and bonds | 56,220 | 55,094 |
| — Interest income from cash clients receivables and initial public offering loans | 4,433 | 4,395 |
| — Interest income from bank deposits held on behalf of clients | 24,414 | 28,599 |
| — Interest income from house money bank deposits and others | 8,072 | 5,424 |
| <i>Interest income calculated using other methods: (note (ii))</i> | | |
| — Interest income from loans to margin clients | 88,173 | 108,076 |
| — Interest income from others | 2,321 | 3,246 |
| | 183,633 | 204,834 |
| Investment and other businesses | | |
| <i>Fee and commission income: (note (i))</i> | | |
| — Financial media service fee income | 4,979 | 6,976 |
| <i>Net investment (loss)/gain: (note (ii))</i> | | |
| — Net realised and unrealised (loss)/gain on financial assets measured at fair value through profit or loss | (113,321) | 111,158 |
| — Dividend income | 6,079 | 7,650 |
| | (102,263) | 125,784 |
| Total revenue | 206,321 | 413,551 |

5 REVENUE (CONTINUED)

(a) Revenue analysis (Continued)

Notes:

- (i) Revenue arising from contracts with customers within the scope of HKFRS 15.
- (ii) Revenue from other sources.

(b) Revenue expected to be recognised in the future arising from contracts with customers in existence at the reporting date

The Group has applied the practical expedient in paragraph 121 of HKFRS 15 to its contracts with customers and did not disclose information about the remaining performance obligations under the contracts that had an original expected duration of one year or less.

6 OTHER LOSS, NET

| | Notes | 2025 HK\$'000 | 2024 HK\$'000 |
|--|-------|------------------|------------------|
| Changes in net asset value attributable to other holders of consolidated investment funds (note 16(c)) | | (16,224) | (6,203) |
| Corporate guarantee | (a) | (8,108) | 18,032 |
| Exchange loss, net | | (1,324) | (3,175) |
| Net loss on modification of credit loans | (b) | (7,834) | (12,203) |
| Net gain/(loss) on disposal of investment properties | (c) | 6,760 | (17,617) |
| Sundry income | | 384 | 304 |
| Fair value loss on financial liabilities measured at fair value through profit or loss | (d) | — | (156,488) |
| | | (26,346) | (177,350) |

Notes:

- (a) As at 31 December 2025 and 2024, the Group has agreed to provide corporate guarantee for any shortfall from the guaranteed amounts. For details, please refer to note 41(a)(vi).
- (b) During the year ended 31 December 2025, the Group agreed with certain debtors to modify the terms of the credit loans, including the maturity date and settlement schedule. This constitutes modification of financial assets under HKFRS 9 *Financial Instruments* ("HKFRS 9"), resulting in net loss on modification of HK\$7,834,000 (2024: HK\$12,203,000), which have been recognised in the consolidated statement of profit or loss.
- (c) During the year ended 31 December 2025, the Group completed the disposal of two (2024: one) investment properties located in the United States of America ("U.S."). For details, please refer to note 23.
- (d) One of the Group's borrowings which measured at fair value through profit or loss, was fully settled and derecognised during the year ended 31 December 2024.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

7 SEGMENT INFORMATION

The Group has identified its operating segments based on the regular internal financial information reported to the chief operating decision-makers about the allocation of resources to assess the performance of the Group's business. The Group has six service lines as operating segments. These operating segments are monitored and strategic decisions are made on the basis of adjusted segment operating results.

| | Corporate finance HK'000 | Asset management HK'000 | Brokerage HK'000 | Interest income HK'000 | Investment HK'000 | Others HK'000 | Total HK'000 |
|--|--------------------------------|-------------------------------|---------------------|------------------------------|----------------------|------------------|------------------|
| For the year ended 31 December 2025 | | | | | | | |
| Reportable segment revenue | | | | | | | |
| Fee and commission income | 10,914 | 24,758 | 89,279 | — | — | 4,979 | 129,930 |
| Interest income | — | — | 124,356 | 59,277 | — | — | 183,633 |
| Net investment loss | — | — | — | — | (107,242) | — | (107,242) |
| Segment revenue from external customers | 10,914 | 24,758 | 213,635 | 59,277 | (107,242) | 4,979 | 206,321 |
| Inter-segment revenue | 1,430 | 3,932 | 83 | — | — | 211 | 5,656 |
| Reportable segment revenue | 12,344 | 28,690 | 213,718 | 59,277 | (107,242) | 5,190 | 211,977 |
| Fee and commission income by timing of revenue recognition: | | | | | | | |
| Point in time | 3,611 | 13,444 | 89,279 | — | — | 1,325 | 107,659 |
| Over time | 7,303 | 11,314 | — | — | — | 3,654 | 22,271 |
| Fee and commission income | 10,914 | 24,758 | 89,279 | — | — | 4,979 | 129,930 |
| Reportable segment profit/(loss) | (7,534) | 3,085 | 38,096 | (37,815) | (217,326) | (6,686) | (228,180) |
| Depreciation and amortisation (note 10) | 646 | 1,071 | 5,646 | 391 | 7,536 | 1,100 | 16,390 |
| Loss on changes in net asset value attributable to other holders of consolidated investment funds (note 6) | — | — | — | — | 16,224 | — | 16,224 |
| Finance costs (note 8) | 97 | 161 | 6,591 | 27,427 | 3,239 | 26 | 37,541 |
| Corporate guarantee provided (note 6) | — | — | — | — | 8,108 | — | 8,108 |
| ECL net charges/(reversal) | 440 | 134 | 2,509 | 58,362 | (6,000) | 22 | 55,467 |
| Net gain on disposal of investment properties (note 6) | — | — | — | — | 6,760 | — | 6,760 |
| Net loss on modification of credit loans (note 6) | — | — | — | 7,834 | — | — | 7,834 |
| Loss on fair value change of investment properties (note 23) | — | — | — | — | 17,940 | — | 17,940 |
| Loss on written-off of other intangible assets (note 10) | — | — | 1,429 | — | — | — | 1,429 |

7 SEGMENT INFORMATION (CONTINUED)

| | Corporate finance HK'000 | Asset management HK'000 | Brokerage HK'000 | Interest income HK'000 | Investment HK'000 | Others HK'000 | Total HK'000 |
|--|--------------------------------|-------------------------------|---------------------|------------------------------|----------------------|------------------|-----------------|
| For the year ended 31 December 2024 | | | | | | | |
| Reportable segment revenue | | | | | | | |
| Fee and commission income | 9,133 | 8,847 | 64,953 | — | — | 6,976 | 89,909 |
| Interest income | — | — | 146,926 | 57,908 | — | — | 204,834 |
| Net investment gain | — | — | — | — | 118,808 | — | 118,808 |
| Segment revenue from external customers | | | | | | | |
| Inter-segment revenue | 1,450 | 1,974 | 270 | — | — | 493 | 4,187 |
| Reportable segment revenue | 10,583 | 10,821 | 212,149 | 57,908 | 118,808 | 7,469 | 417,738 |
| Fee and commission income by timing of revenue recognition: | | | | | | | |
| Point in time | 1,254 | 1,833 | 64,953 | — | — | 2,013 | 70,053 |
| Over time | 7,879 | 7,014 | — | — | — | 4,963 | 19,856 |
| Fee and commission income | 9,133 | 8,847 | 64,953 | — | — | 6,976 | 89,909 |
| Reportable segment profit/(loss) | (10,703) | (4,713) | 34,372 | 233 | (98,444) | (7,028) | (86,283) |
| Depreciation and amortisation (note 10) | 43 | 53 | 17,090 | 387 | 898 | 1,123 | 19,594 |
| Loss on changes in net asset value attributable to other holders of consolidated investment funds (note 6) | — | — | — | — | 6,203 | — | 6,203 |
| Finance costs (note 8) | — | — | 9,205 | 38,449 | 4,734 | — | 52,388 |
| Corporate guarantee reversal (note 6) | — | — | — | — | 18,032 | — | 18,032 |
| ECL net charges/(reversal) | 604 | (19) | (1,872) | (19,866) | (104) | 10 | (21,247) |
| Net loss on disposal of investment properties (note 6) | — | — | — | — | 17,617 | — | 17,617 |
| Net loss on modification of credit loans (note 6) | — | — | — | 12,203 | — | — | 12,203 |
| Fair value loss on financial liabilities measured at fair value through profit or loss (note 6) | — | — | — | — | 156,488 | — | 156,488 |
| Gain on fair value change of investment properties (note 23) | — | — | — | — | 8,580 | — | 8,580 |

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

7 SEGMENT INFORMATION (CONTINUED)

The aggregated results of the Group's operating segments are reconciled to the key financial figures presented in the consolidated financial statements as follows:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--------------------------------------|------------------|------------------|
| Reportable segment revenue | 211,977 | 417,738 |
| Elimination of inter-segment revenue | (5,656) | (4,187) |
| Total revenue | 206,321 | 413,551 |
| Reportable segment loss | (228,180) | (86,283) |
| Share of results of associates, net | — | 24,104 |
| Unallocated corporate expenses | (5,524) | (3,870) |
| Loss before tax | (233,704) | (66,049) |

Segment assets and liabilities are not presented as they are not regularly reviewed by the chief operating decision-makers.

Geographical information

The Group's operations are substantially located in Hong Kong and substantiating all non-current assets of the Group (excluding financial instruments and deferred tax assets) are located in Hong Kong, except for investment properties which are located in the U.S.. Therefore, no detailed analysis of geographical information is presented.

The Group's customer with whom transactions have exceeded 10% of the Group's revenue (excluding net investment (loss)/gain) is as follows:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|-------------|------------------|------------------|
| Customer A* | 50,693 | 61,082 |

* Revenue from this customer, representing a group of entities known to be under common control, is attributable to interest income segment, asset management segment and brokerage segment during the years ended 31 December 2025 and 2024.

8 FINANCE COSTS

| | 2025 HK\$'000 | 2024 HK\$'000 |
|-------------------------------|------------------|------------------|
| Interest on bank borrowings | 23,328 | 37,888 |
| Interest on other borrowings | 12,216 | 12,129 |
| Interest on lease liabilities | 1,997 | 2,371 |
| | 37,541 | 52,388 |

9 STAFF COSTS

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Directors' emoluments (note 15) | | |
| — Fees, salaries, allowances and benefits in kind | 8,356 | 11,098 |
| — Discretionary bonuses | 1,192 | 1,010 |
| — Share-based compensation expenses — Share option scheme (note 35) | 2,960 | 3,664 |
| | 12,508 | 15,772 |
| Other staff costs | | |
| — Salaries, allowances and bonuses | 133,175 | 134,120 |
| — Employee sales commission | 2,684 | 435 |
| — Retirement benefits scheme contributions | 3,890 | 3,991 |
| — Other staff benefits | 792 | 1,400 |
| — Share-based compensation expenses — Share option scheme (note 35) | 3,350 | 3,759 |
| | 143,891 | 143,705 |
| | 156,399 | 159,477 |

Share options were granted in July 2023 and September 2025 to Directors, directors of certain subsidiaries of the Company, service providers and the employees of the Group in respect of their services to the Group, further details of which are set out in note 35 to the consolidated financial statements. The fair value of these options, which has been recognised in the consolidated statement of profit or loss over the vesting period, was determined as at the date of grant and the corresponding amounts for the years ended 31 December 2025 and 2024 are shown above.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

10 LOSS BEFORE TAX

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Loss before tax is arrived at after charging: | | |
| Depreciation and amortisation | | |
| — Other intangible assets (note 25) | 1,331 | 1,460 |
| — Property and equipment (note 27) | 15,059 | 18,134 |
| | 16,390 | 19,594 |
| Other items | | |
| — Loss on written-off of other intangible assets | 1,429 | — |
| — Loss on disposal of property and equipment | 180 | 176 |
| — Direct operating expenses arising from investment properties that do not generate rental income | 10,542 | 14,570 |
| — Expenses relating to short-term leases (note 16(d)) | 598 | 960 |

11 OTHER OPERATING EXPENSES

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Advertising and promotion expenses | 1,671 | 1,473 |
| Auditor's remuneration | 2,380 | 2,450 |
| Consultancy fee | 38 | 2,819 |
| General office expenses | 5,208 | 6,387 |
| Insurance | 3,538 | 3,933 |
| Legal and professional fee | 6,120 | 9,148 |
| Loss on written-off of other intangible assets | 1,429 | — |
| Repair and maintenance | 5,286 | 5,442 |
| Short-term leases, rent and rates and properties management fee | 9,226 | 12,834 |
| Travelling and transportation expenses | 2,304 | 2,081 |
| Others | 3,762 | 4,734 |
| | 40,962 | 51,301 |

12 TAX EXPENSES, NET

(a) Taxation in the consolidated statement of profit or loss represents:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Current tax — Hong Kong Profits Tax | | |
| — Current year | — | 856 |
| — Under/(over)-provision in prior years | 210 | (310) |
| | 210 | 546 |
| Current tax — Overseas tax | | |
| — Current year | 2,943 | 3,354 |
| — Over-provision in prior years | (206) | — |
| | 2,737 | 3,354 |
| Deferred tax (note 32) | 37 | 3,418 |
| Tax expenses, net | 2,984 | 7,318 |

The Group is subject to Hong Kong Profits Tax. Under the two-tiered profits tax rates regime, the first HK\$2 million of assessable profits of qualifying entity is taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The profits of group entities not qualifying for two-tiered profits tax rates regime continued to be taxed at a flat rate of 16.5%.

Taxation for subsidiaries operating in other jurisdictions is charged at the appropriate current rates of taxation ruling in the relevant jurisdictions.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

12 TAX EXPENSES, NET (CONTINUED)

(b) Reconciliation between tax expenses and accounting loss at applicable tax rates:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Loss before tax | (233,704) | (66,049) |
| Notional tax at Hong Kong Profits Tax rate of 8.25% on the first HK\$2 million profit | — | 165 |
| Notional tax at Hong Kong Profits Tax rate of 16.5% on the remaining loss | (38,561) | (11,228) |
| Effect of different tax rates of subsidiaries operating in other jurisdictions | (4,423) | 5,533 |
| Tax effect of non-deductible expenses | 3,905 | 3,597 |
| Tax effect of non-taxable income | (2,218) | (5,202) |
| Tax effect of unused tax losses not recognised as deferred tax assets | 53,577 | 23,964 |
| Tax effect of prior years' unrecognised tax losses utilised this year | (359) | (226) |
| Tax effect of temporary differences not recognised as deferred tax | (8,941) | (4,998) |
| Share of results of associates, net | — | (3,977) |
| Under/(over)-provision in prior years | 4 | (310) |
| Tax expenses, net | 2,984 | 7,318 |

13 LOSS PER SHARE

The calculation of basic and diluted loss per share attributable to equity holders of the Company is based on the followings:

(a) Basic loss per share

Loss attributable to equity holders of the Company

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| For the purpose of calculating basic loss per share | (236,688) | (73,367) |

Weighted average number of ordinary shares in issue less shares held for Share Award Scheme

| | 2025 Number of shares | 2024 Number of shares |
|---|-----------------------------|-----------------------------|
| For the purpose of calculating basic loss per share | 6,145,877,218 | 6,145,877,218 |

(b) Diluted loss per share

For the years ended 31 December 2025 and 2024, potential dilutive ordinary shares are not included in the calculation of diluted loss per share because they are anti-dilutive. Therefore, the diluted loss per share equals to the basic loss per share.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

14 DIVIDENDS

Dividends payable to equity holders of the Company attributable to the year:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--|------------------|------------------|
| Special dividend declared and paid of HK1.2 cents per ordinary share | 74,364 | — |

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

15 EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS

Directors' emoluments

The aggregate amounts of emoluments paid and payable to the Directors are as follows:

| | Directors' fees HK\$'000 | Salaries, allowances and benefits in kind HK\$'000 | Discretionary bonuses HK\$'000 | Share-based compensation expenses — share option scheme (note (i)) HK\$'000 | Total HK\$'000 |
|--|-----------------------------|---|-----------------------------------|---|-------------------|
| For the year ended 31 December 2025 | | | | | |
| <i>Executive Directors</i> | | | | | |
| Mr. HAN Xiaosheng | 960 | — | — | 598 | 1,558 |
| Mr. Kenneth LAM Kin Hing | — | 5,582 | 1,067 | 1,196 | 7,845 |
| Mr. LIU Hongwei | 600 | — | — | 576 | 1,176 |
| Mr. LAM Wai Hon (note (ii)) | — | 125 | 125 | 4 | 254 |
| <i>Non-executive Directors</i> | | | | | |
| Mr. WANG Liuqi (note (iii)) | 339 | — | — | — | 339 |
| Mr. FANG Zhou (note (iv)) | — | — | — | — | — |
| <i>Independent Non-executive Directors</i> | | | | | |
| Mr. Roy LO Wa Kei | 250 | — | — | 249 | 499 |
| Mr. LIU Jipeng | 250 | — | — | 249 | 499 |
| Ms. Cindy KONG Siu Ching | 250 | — | — | 88 | 338 |
| | 2,649 | 5,707 | 1,192 | 2,960 | 12,508 |

15 EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS (CONTINUED)

Directors' emoluments (Continued)

| | Directors' fees HK\$'000 | Salaries, allowances and benefits in kind HK\$'000 | Discretionary bonuses HK\$'000 | Share-based compensation expenses — share option scheme (note (i)) HK\$'000 | Total HK\$'000 |
|--|-----------------------------|---|-----------------------------------|---|-------------------|
| For the year ended 31 December 2024 | | | | | |
| <i>Executive Directors</i> | | | | | |
| Mr. HAN Xiaosheng | 960 | — | — | 678 | 1,638 |
| Mr. Kenneth LAM Kin Hing | — | 5,200 | 650 | 1,356 | 7,206 |
| Mr. LIU Hongwei | 600 | — | — | 678 | 1,278 |
| Mr. LAM Wai Hon (note (ii)) | — | 2,988 | 360 | 163 | 3,511 |
| <i>Non-executive Director</i> | | | | | |
| Mr. FANG Zhou (note (iv)) | 600 | — | — | 163 | 763 |
| <i>Independent Non-executive Directors</i> | | | | | |
| Mr. Roy LO Wa Kei | 250 | — | — | 313 | 563 |
| Mr. LIU Jipeng | 250 | — | — | 313 | 563 |
| Ms. Cindy KONG Siu Ching | 250 | — | — | — | 250 |
| | 2,910 | 8,188 | 1,010 | 3,664 | 15,772 |

Notes:

- (i) These represent the estimated value of share options granted to the relevant Directors under the Company's share option scheme. The value of these share options is measured according to the accounting policies for share-based payments as set out in note 2.20. Further details of the option granted in July 2023 and September 2025 are set out in note 35.
- (ii) Mr. LAM Wai Hon resigned as an executive Director with effect from 16 January 2025.
- (iii) Mr. WANG Liuqi appointed as a non-executive Director with effect from 23 January 2025.
- (iv) Mr. FANG Zhou resigned as a non-executive Director with effect from 1 January 2025.

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For the year ended 31 December 2025

15 EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS (CONTINUED)

Directors' emoluments (Continued)

There was no arrangement under which a Director waived or agreed to waive any emoluments in respect of the years ended 31 December 2025 and 2024. No emolument was paid by the Group to the Directors as an inducement to join or upon joining the Group, or as compensation for loss of office.

Emoluments of five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year ended 31 December 2025 included one (2024: two) Director whose emoluments is disclosed above. The emoluments payable to the remaining four (2024: three) individuals during the year ended 31 December 2025 are as follows:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|------------------|------------------|
| Salaries and allowances | 13,653 | 11,497 |
| Discretionary bonuses | 1,897 | 1,078 |
| Share-based compensation expenses — share option scheme | 1,817 | 2,035 |
| Retirement benefits scheme contributions | 72 | 54 |
| | 17,439 | 14,664 |

The emoluments of these remaining four (2024: three) highest paid individuals fell within the following bands:

| | Number of individuals | |
|-----------------------------|-----------------------|------|
| | 2025 | 2024 |
| HK\$3,000,001–HK\$3,500,000 | 1 | — |
| HK\$3,500,001–HK\$4,000,000 | 1 | 1 |
| HK\$4,000,001–HK\$4,500,000 | 1 | 1 |
| HK\$4,500,001–HK\$5,000,000 | — | — |
| HK\$5,000,001–HK\$5,500,000 | — | — |
| HK\$5,500,001–HK\$6,000,000 | — | — |
| HK\$6,000,001–HK\$6,500,000 | 1 | 1 |
| | 4 | 3 |

During the years ended 31 December 2025 and 2024, no emolument was paid by the Group to the five highest paid individuals as an inducement to join or upon joining the Group, or as compensation for loss of office.

16 CASH AND CASH EQUIVALENTS, PLEDGED BANK DEPOSITS AND OTHER CASH FLOW INFORMATION

(a) Cash and cash equivalents comprise:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|----------------------------------|--|--|
| Demand deposits and cash on hand | 112,189 | 156,675 |

Notes:

- (i) Cash at bank earn interest at floating rate based on daily bank deposit rates.
- (ii) As at 31 December 2025, the cash and cash equivalents of the Group situated in Mainland China amounted to HK\$4,386,000 (31 December 2024: HK\$55,338,000). Remittance of funds out of Mainland China is subject to relevant rules and regulations of foreign exchange control.

(b) Pledged bank deposits

As at 31 December 2025, pledged bank deposits carry floating interest rate at 1.24% per annum (31 December 2024: 1.49%) and represent deposits pledged to a bank to secure banking facilities granted to the Group. Deposits amounting to HK\$10,184,000 (31 December 2024: HK\$22,700,000) have been pledged to secure a long-term borrowing with a U.S. bank and are therefore classified as non-current assets.

The pledged bank deposits will be released upon the settlement of relevant bank borrowings.

Details of impairment assessment of bank balances and pledged bank deposits are set out in note 40.

Notes to the Consolidated Financial Statements

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16 CASH AND CASH EQUIVALENTS, PLEDGED BANK DEPOSITS AND OTHER CASH FLOW INFORMATION (CONTINUED)

(c) Reconciliation of liabilities arising from financing activities

| | Third party interests in consolidated investment funds HK\$'000 Note 4(b) | Bank and other borrowings HK\$'000 Note 28 | Lease liabilities HK\$'000 Note 31 |
|--|---|--|---|
| As at 1 January 2025 | 48,810 | 668,284 | 49,716 |
| Changes from financing cash flows | | | |
| — Interest paid for other borrowings | — | (7,387) | — |
| — Interest paid for bank borrowings | — | (20,145) | — |
| — Payments for redemption of shares issued to other holders of a consolidated investment fund | (3,057) | — | — |
| — Proceeds from shares issued to other holders of a consolidated investment fund | 37,842 | — | — |
| — Principal element of lease rentals paid | — | — | (11,933) |
| — Interest element of lease rentals paid | — | — | (1,997) |
| — Net repayment of other borrowings | — | (17,749) | — |
| — Net repayment of bank borrowings | — | (210,569) | — |
| | 34,785 | (255,850) | (13,930) |
| Non-cash changes | | | |
| — Effect of lease modification (note 27) | — | — | (7,680) |
| — Changes in net asset value attributable to other holders of consolidated investment funds (note 6) | 16,224 | — | — |
| — Interest on lease liabilities (note 8) | — | — | 1,997 |
| — Interest on other borrowings (note 8) | — | 12,216 | — |
| — Interest on bank borrowings (note 8) | — | 23,328 | — |
| — Translation difference | (8) | — | 12 |
| | 16,216 | 35,544 | (5,671) |
| As at 31 December 2025 | 99,811 | 447,978 | 30,115 |

16 CASH AND CASH EQUIVALENTS, PLEDGED BANK DEPOSITS AND OTHER CASH FLOW INFORMATION (CONTINUED)

(c) Reconciliation of liabilities arising from financing activities (Continued)

| | Third party interests in consolidated investment funds HK\$'000 Note 4(b) | Bank and other borrowings HK\$'000 Note 28 | Lease liabilities HK\$'000 Note 31 |
|--|---|--|---|
| As at 1 January 2024 | 18,060 | 674,007 | 61,515 |
| Changes from financing cash flows | | | |
| — Interest paid for other borrowings | — | (7,086) | — |
| — Interest paid for bank borrowings | — | (37,627) | — |
| — Payments for redemption of shares issued to other holders of a consolidated investment fund | (1,898) | — | — |
| — Proceeds from shares issued to other holders of a consolidated investment fund | 26,445 | — | — |
| — Principal element of lease rentals paid | — | — | (12,189) |
| — Interest element of lease rentals paid | — | — | (2,371) |
| — Net repayment of other borrowings | — | (208,250) | — |
| — Net proceed from bank borrowings | — | 40,735 | — |
| | 24,547 | (212,228) | (14,560) |
| Non-cash changes | | | |
| — Changes in net asset value attributable to other holders of consolidated investment funds (note 6) | 6,203 | — | — |
| — Increase in lease liabilities from entering into new leases during the year | — | — | 420 |
| — Interest on lease liabilities (note 8) | — | — | 2,371 |
| — Interest on other borrowings (note 8) | — | 12,129 | — |
| — Interest on bank borrowings (note 8) | — | 37,888 | — |
| — Fair value loss on financial liabilities measured at fair value through profit or loss (note 6) | — | 156,488 | — |
| — Translation difference | — | — | (30) |
| | 6,203 | 206,505 | 2,761 |
| As at 31 December 2024 | 48,810 | 668,284 | 49,716 |

Notes to the Consolidated Financial Statements

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16 CASH AND CASH EQUIVALENTS, PLEDGED BANK DEPOSITS AND OTHER CASH FLOW INFORMATION (CONTINUED)

(d) Total cash outflow for leases

Amounts included in the cash flow statement for leases comprise the following:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---------------------------------------|------------------|------------------|
| Within operating cash flows (note 10) | 598 | 960 |
| Within financing cash flows | 13,930 | 14,560 |
| | 14,528 | 15,520 |

17 BANK BALANCES HELD ON BEHALF OF CLIENTS

From the Group's ordinary business of securities, futures and options dealing, it receives and holds money deposited by clients in the course of conducting its regulated activities. These client's monies are maintained in one or more segregated bank accounts and bank time deposits. The Group has recognised the corresponding accounts payable to respective clients.

18 FINANCIAL ASSETS HELD FOR TRADING

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|--|--|
| Financial assets held for trading measured at fair value through profit or loss | | |
| Listed financial assets | 230,775 | 180,329 |
| Unlisted financial assets (notes) | 271,644 | 452,777 |
| | 502,419 | 633,106 |
| Analysis of the net amount into current and non-current portions: | | |
| Current | 471,712 | 601,024 |
| Non-current | 30,707 | 32,082 |
| | 502,419 | 633,106 |

18 FINANCIAL ASSETS HELD FOR TRADING (CONTINUED)

Notes:

- (a) Unlisted financial assets comprise of unlisted equity securities and private equity funds.
- (b) Upon completion of loan assignment and disposal of equity securities in 2024, the Group's equity interest in Fortune Origin Group Limited ("Fortune Origin") increased to approximately 21.3% and it became associates of the Group which accounted for using equity method. The details of acquisition are set out in the Company's announcements dated on 18 December 2023, 10 January 2024 and 30 May 2024.

On 22 November 2024, the Group's equity interest in Fortune Origin was diluted and decreased to 19.8%. Fortune Origin ceased to be an associate of the Group and the equity interest in Fortune Origin held by the Group were reclassified as financial assets measured at fair value through profit or loss. The fair value of investment in Fortune Origin as at 31 December 2025 was HK\$190,395,000 (31 December 2024: HK\$310,123,000).

- (c) The Group had committed to invest the United States dollars ("US\$") 20 million in Oceanwide Pioneer Limited Partnership (the "Fund"), representing 25%* (31 December 2024: 25%*) of the aggregated capital committed by all partners in the Fund as at 31 December 2025. Following the acceptance of the subscription agreement by the general partner, the Group was admitted as a limited partner.

The Fund is a close-ended private equity fund structured as a Cayman Islands exempted limited partnership with an investment objective to achieve long-term capital appreciation through equity and equity-related investments in selected good-quality enterprises and projects as pioneers in the relevant industries. Under the subscription agreement, the limited partners do not have the power to participate in the financial and operating policy decisions of the Fund, whilst the general partner has the rights and power to administer the affairs of the Fund and include all powers statutory and otherwise, which may be possessed under the laws of Cayman Islands. Though the Group had served as an investment manager and generated management fee income from managing assets on behalf of investors, as the Group as an investment manager can be terminated without cause by the general partner, and the Group did not have any control or significant influence over the general partner, the Group did not consolidate or account for the Fund as an associate despite its equity interest of 25%* (31 December 2024: 25%*).

Total net asset value of the Fund of which the Group is the investment manager as at 31 December 2025 was HK\$101,529,000 (31 December 2024: HK\$129,348,000). The Group's maximum exposure to loss from its interest in the Fund is limited to the carrying amount. As at 31 December 2025, the fair value of the investment in the Fund was HK\$25,139,000 (31 December 2024: HK\$32,082,000). For the year ended 31 December 2025, change in fair value of the Fund is included in the consolidated statement of profit or loss in "Net realised and unrealised (loss)/gain on financial assets measured at fair value through profit or loss" within "Revenue" and the amount attributable to the Fund of which the Group is the investment manager represented gain of HK\$1,267,000 (2024: loss of HK\$6,108,000).

* rounded to nearest one percent

Notes to the Consolidated Financial Statements

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19 FINANCIAL ASSETS NOT HELD FOR TRADING

| | Notes | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|-------|--|--|
| Financial assets measured at amortised cost | | | |
| Unlisted debt securities | (a) | 1,248,590 | 1,112,814 |
| Less: ECL provisions | (b) | (1,079,386) | (980,566) |
| | | 169,204 | 132,248 |
| Financial assets measured at fair value through other comprehensive income | | | |
| Unlisted equity securities | (c) | 12,718 | 3,382 |
| | | 181,922 | 135,630 |
| Analysis of the net amount into current and non-current portions: | | | |
| Current | | 130,478 | 132,248 |
| Non-current | | 51,444 | 3,382 |
| | | 181,922 | 135,630 |

19 FINANCIAL ASSETS NOT HELD FOR TRADING (CONTINUED)

Notes:

- (a) As at 31 December 2025, the gross amount of unlisted debt securities bear interest at fixed rates ranging from 6.0% to 11.8% (31 December 2024: 11.8%) per annum.
- (b) Movement in ECL provisions of financial assets measured at amortised cost is as follows:

| | HK\$'000 |
|--|------------------|
| As at 1 January 2024 | 882,167 |
| ECL charges | 17,011 |
| Unwind of discount | 81,388 |
| As at 31 December 2024 and 1 January 2025 | 980,566 |
| ECL charges | 17,319 |
| Unwind of discount | 81,501 |
| As at 31 December 2025 | 1,079,386 |

- (c) Movement in the carrying amount of unlisted equity securities is as follows:

| | Dinosaur Financial Group, LLC HK\$'000 | McMillen Advantage Capital Limited ("MAC") (note (i)) HK\$'000 | Capital Financial Holding Ltd. HK\$'000 | Total HK\$'000 |
|---|---|---|--|-------------------|
| As at 1 January 2024 | — | — | 4,210 | 4,210 |
| Fair value change recognised in other comprehensive income | — | — | (828) | (828) |
| As at 31 December 2024 and 1 January 2025 | — | — | 3,382 | 3,382 |
| Additions | 9,336 | — | — | 9,336 |
| As at 31 December 2025 | 9,336 | — | 3,382 | 12,718 |

Notes:

- (i) During the year ended 31 December 2025, MAC was dissolved by members' voluntary winding up and the cumulative losses previously recognised in the investment revaluation reserve was reclassified to accumulated loss upon the entity's dissolution.
- (ii) The above financial assets are unlisted equity securities which are not held for trading. Instead, they are held for long-term strategic purpose. The Group has designated these investments in equity securities as at fair value through other comprehensive income as the Directors believe that this provides a more meaningful presentation for long-term strategic investments, than reflecting changes in fair value immediately in profit or loss.
- (iii) No dividend were received on the above investments during the year ended 31 December 2025 (2024: Nil).

Notes to the Consolidated Financial Statements

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20 LOANS TO MARGIN CLIENTS

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|--|--|
| Loans to margin clients | | |
| — Measured at fair value through profit or loss | 532,264 | 610,217 |

Note:

Margin clients are required to pledge securities collateral to the Group in order to obtain the credit facilities for securities trading. The amount of credit facilities granted to them is determined based on a comprehensive analysis including but not limited to loan-to-market and loan-to-marginable value ratios ("lending ratios"), concentration risk, illiquid collaterals and overall availability of funds. The Group exercises continuous monitoring on outstanding margin loans to see if the actual lending ratios have exceeded the pre-determined levels as a credit risk control mechanism. Any excess in the lending ratios will trigger a margin call where the clients have to make good the shortfall. As at 31 December 2025, the market value of securities pledged by margin clients to the Group as collateral was HK\$9,198 million (31 December 2024: HK\$9,857 million) and the Group is permitted to sell collaterals provided by clients if they fail to fulfil margin calls. Loans to margin clients are repayable on demand and bear interest at commercial rates (normally at Hong Kong Dollar Prime Rate plus a spread). As loans to margin clients are measured at fair value through profit or loss, the carrying amounts of the loans, counted on client-by-client basis, would be marked down to the market value of the clients' collaterals.

21 CREDIT LOANS

| | Notes | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|------------|--|--|
| Credit loans, gross amount | | | |
| — Unsecured | | 4,691,395 | 4,265,550 |
| — Secured | (b) | 398,867 | 317,718 |
| Less: ECL provisions | (a) (c) | 5,090,262 (4,768,201) | 4,583,268 (4,262,809) |
| Credit loans, net | (d) | 322,061 | 320,459 |
| Analysis of the net amount into current and non-current portions: | | | |
| Current | | 320,160 | 320,459 |
| Non-current | | 1,901 | — |
| | | 322,061 | 320,459 |

21 CREDIT LOANS (CONTINUED)

Notes:

- (a) As at 31 December 2025, except for a gross amount of credit loans HK\$24,942,000 (31 December 2024: Nil) which bear interest at floating rate of Hong Kong Dollar Prime Rate plus 2% per annum, all remaining gross amounts bear interest at fixed rates ranging from 6% to 12% (31 December 2024: 6% to 12%) per annum.
- (b) As at 31 December 2025 and 2024, the collaterals held by the Group for the secured credit loans mainly include shares of listed and private companies and assets of private companies.
- (c) Movement in the ECL provisions of credit loans is as follows:

| | HK\$'000 |
|--|------------------|
| As at 1 January 2024 | 3,990,712 |
| ECL net reversal | (36,906) |
| Written-off | (145,221) |
| Unwind of discount | 454,224 |
| | 4,262,809 |
| As at 31 December 2024 and 1 January 2025 | |
| ECL net charges | 37,128 |
| Unwind of discount | 468,264 |
| | 4,768,201 |

During the year ended 31 December 2024, reversal of ECL was due to settlement from certain borrowers.

- (d) Ageing analysis of credit loans based on due date and net of ECL provisions is as follows:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|----------------|--|--|
| Within 30 days | 42,637 | 63,979 |
| 31–90 days | — | — |
| Over 90 days | 279,424 | 256,480 |
| | 322,061 | 320,459 |

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22 ACCOUNTS RECEIVABLE

| | Notes | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|-------|--|--|
| <i>Accounts receivable from dealings in securities, futures and options contracts</i> | | | |
| — Brokers and clearing houses | (a) | 303,595 | 235,074 |
| — Cash clients | (a) | 35,901 | 31,664 |
| <i>Accounts receivable from asset management, corporate finance and other businesses</i> | | | |
| — Clients and others | (a) | 21,855 | 20,045 |
| | | 361,351 | 286,783 |
| Less: ECL provisions | (b) | (28,055) | (25,609) |
| Accounts receivable, net | (c) | 333,296 | 261,174 |

Notes:

- (a) Amounts due from brokers, clearing houses and cash clients for the dealings in securities are required to be settled on the settlement dates of their respective transactions (normally one to three business days after the respective trade dates). Amounts due from brokers and clearing houses for the dealings in futures and options contracts are repayable on demand (except for the required margin deposits for the trading of futures and options contracts). There are no credit periods granted to clients for its asset management, corporate finance and other businesses. The amounts due from cash clients after the settlement dates bear interest at commercial rates (normally at Hong Kong Dollar Prime Rate plus a higher spread than that of margin clients).
- (b) Movement in the ECL provisions of accounts receivable is as follows:

| | HK\$'000 |
|--|---------------|
| As at 1 January 2024 | 22,367 |
| ECL net charges | 3,252 |
| Written-off | (10) |
| As at 31 December 2024 and 1 January 2025 | 25,609 |
| ECL net charges | 3,056 |
| Written-off | (610) |
| As at 31 December 2025 | 28,055 |

22 ACCOUNTS RECEIVABLE (CONTINUED)

Notes: (Continued)

(c) Ageing analysis of accounts receivable based on due date and net of ECL provisions is as follows:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--------------------------|--|--|
| Within 30 days | 310,211 | 251,898 |
| 31–90 days | 1,134 | 1,401 |
| Over 90 days | 21,951 | 7,875 |
| Accounts receivable, net | 333,296 | 261,174 |

23 INVESTMENT PROPERTIES

| | 2025 HK\$'000 | 2024 HK\$'000 |
|-------------------------------------|------------------|------------------|
| At the beginning of the year | 851,760 | 913,380 |
| Disposal | (269,880) | (70,200) |
| (Loss)/gain on fair value change | (17,940) | 8,580 |
| At the end of the year | 563,940 | 851,760 |

As at 31 December 2025, the Group held one (31 December 2024: three) investment property located in the U.S..

All of the Group's property interests are held for capital appreciation which accounted for investment properties and measured at fair value.

During the year ended 31 December 2025, the Group disposed two (2024: one) investment properties to independent third parties, with an aggregate carrying amount of HK\$269,880,000 (2024: HK\$70,200,000). The disposals generated net proceeds of HK\$276,640,000 (2024: HK\$52,583,000), resulting in net gain of HK\$6,760,000 (2024: net loss of HK\$17,617,000). The gain/(loss) on disposal has been recognised under "Other loss, net" in the consolidated statement of profit or loss. The details of these two disposals are set out in the Company's announcements dated on 21 May 2025 and 22 October 2025.

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23 INVESTMENT PROPERTIES (CONTINUED)

The table below sets out the particular of the investment properties as at 31 December 2025:

| Property | Type of use | Particulars of occupancy | Term of lease |
|---|-------------|--------------------------|---------------|
| 40 Verbalee Lane, Hillsborough, CA 94010, County of San Mateo, State of California, the U.S. | Residential | Vacant | Freehold |

Fair value measurement of investment properties:

(i) Fair value hierarchy

During the years ended 31 December 2025 and 2024, the fair value measurement of the Group's investment properties has been categorised into the three-level fair value hierarchy as defined in HKFRS 13 *Fair value measurement* ("HKFRS 13"). All of the fair values of the investment properties at the end of the reporting period are Level 3 recurring fair value measurement, which uses significant unobservable inputs in arriving at the fair values. There is no transfer between Level 1 and Level 2, or transfers into or out of Level 3 during the current year or in prior year.

(ii) Level 3 fair value measurements

The fair value of the Group's investment properties as at 31 December 2025 and 2024 has been arrived at on the basis of a valuation carried out on the respective date by Masterpiece Valuation Advisory Limited, independent qualified professional valuer not connected to the Group.

Details about the valuation technique and input are as follows:

| Property | Valuation technique | Significant unobservable inputs | Range of unit selling price per square feet US\$ |
|---|--------------------------|---------------------------------|--|
| Investment properties located in the U.S. | Direct comparison method | Selling price per square feet | 2,089 (31 December 2024:1,135–2,152) |

The fair value of each investment property is individually determined using direct comparison method by reference to sales price of comparable properties on a price per square feet basis, adjusted for a premium or a discount specific to size, location, time, age and other relevant factors compared to recent sales. The fair value measurements are positively correlated to the selling price per square feet.

23 INVESTMENT PROPERTIES (CONTINUED)

Fair value measurement of investment properties: (Continued)

(ii) Level 3 fair value measurements (Continued)

The movements during the year in the balance of these Level 3 fair value measurements are as follows:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|-------------------------------------|------------------|------------------|
| Investment properties | | |
| At the beginning of the year | 851,760 | 913,380 |
| Disposal | (269,880) | (70,200) |
| (Loss)/gain on fair value change | (17,940) | 8,580 |
| At the end of the year | 563,940 | 851,760 |

All the fair value adjustment of investment properties is included in “(Loss)/gain on fair value change of investment properties” in the consolidated statement of profit or loss.

24 INTEREST IN AN ASSOCIATE

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---------------------|--|--|
| Share of net assets | — | — |

Particulars of an associate as below, which is accounted for using the equity method in the consolidated financial statements, as at 31 December 2025 and 2024 are as follows:

| Name | Place of incorporation | Particulars of paid-up capital | Percentage of effective interest held by the Group | Principal activity |
|--|---------------------------|-----------------------------------|---|-----------------------------------|
| Iddy Financial Technologies Limited (“Iddy”) | Hong Kong | 10,522 ordinary shares | 23%* | Provision of IT software services |

* rounded to the nearest one percent

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24 INTEREST IN AN ASSOCIATE (CONTINUED)

The following table illustrates the financial information of the Group's associate, extracted from their unaudited management accounts and reconciliation to the carrying amount recognised in the consolidated statement of financial position:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|---|--|--|
| Revenue, excluding other revenue | 15,228 | 18,408 |
| Other operating expenses | (15,318) | (18,813) |
| Loss from continuing operations and total comprehensive loss for the year | (90) | (405) |
| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
| Current assets | 3,263 | 990 |
| Non-current assets | 399 | 319 |
| Current liabilities | (5,434) | (3,704) |
| Net liabilities | (1,772) | (2,395) |
| Percentage of effective interests held by the Group* | 23% | 23% |

No dividend was received from an associate during the current year and previous year. The above associate also did not have any financial liabilities other than account and other payables as at 31 December 2025 and 31 December 2024 and did not incur any interest and tax expenses for the current year.

During the year ended 31 December 2024, objective evidence of impairment was identified in relation to the Group's investment in Iddy, which was in net liabilities position and continuously suffered operating losses, all of which indicated that the cost of the Group's investment in Iddy may not be recovered and accordingly, an impairment loss of HK\$1,180,000 was recognised.

In addition, the Group had significant influence over Fortune Origin during the year ended 31 December 2024, the Group recognised a share of its profit of HK\$45,072,000 and loss on derecognition of associate of HK\$19,788,000. For details, please refer to note 18(b).

The above items during the year ended 31 December 2024 resulted in a net amount of HK\$24,104,000 and presented as the "Share of results of associates, net" in the consolidated statement of profit or loss.

* rounded to the nearest one percent

25 GOODWILL AND OTHER INTANGIBLE ASSETS

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|-------------------------|--|--|
| Goodwill | 14,695 | 14,695 |
| Other intangible assets | 766 | 3,294 |
| | 15,461 | 17,989 |

a) Goodwill

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|--|--|
| At the beginning and the end of the year | | |
| Cost | 15,385 | 15,385 |
| Accumulated impairment losses | (690) | (690) |
| Net carrying amount (note) | 14,695 | 14,695 |

Note:

As at 31 December 2025, the net carrying amount of goodwill of HK\$14,695,000 (31 December 2024: HK\$14,695,000) relates to the CGU which is principally engaged in the dealing services for securities, futures and options contracts and the securities placing and underwriting services. For the purpose of the annual impairment testing, the recoverable amount was determined based on value-in-use, using a discounted cash flows projection, covering a detailed five-year budget plan with a post-tax discount rate of 8.14% (2024: 11.02%).

The key assumptions used in the budget plan are:

- (a) revenue will be maintained at its current level throughout the five-year budget plan to financial year 2030 (2024: 2029); and
- (b) gross margin will be maintained at its current level throughout the five-year budget plan.

The key assumptions have been determined based on past performance and its expectations for the market's development. The discount rate used reflects specific risks relating to the relevant businesses. Based on the above key assumptions and detailed five-year budget plan, the Group's management concluded there was no impairment to goodwill as the carrying amount of the CGU did not exceed its recoverable amount.

The Group's management is currently not aware of any foreseeable change in the above key assumptions on which the recoverable amount is based would cause the carrying amount of the CGU to exceed its recoverable amount.

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25 GOODWILL AND OTHER INTANGIBLE ASSETS (CONTINUED)

b) Other intangible assets

| | Development costs HK\$'000 | Film rights HK\$'000 | Mobile phone and computer applications HK\$'000 | Corporate membership HK\$'000 | Total HK\$'000 |
|--|-------------------------------|-------------------------|--|----------------------------------|-------------------|
| As at 1 January 2024 | | | | | |
| Cost | 17,006 | 1,774 | 2,665 | 530 | 21,975 |
| Accumulated amortisation | (15,264) | (1,774) | (2,632) | — | (19,670) |
| Net carrying amount | 1,742 | — | 33 | 530 | 2,305 |
| For the year ended 31 December 2024 | | | | | |
| Opening net carrying amount | 1,742 | — | 33 | 530 | 2,305 |
| Additions | — | — | 2,449 | — | 2,449 |
| Amortisation | (856) | — | (604) | — | (1,460) |
| Closing net carrying amount | 886 | — | 1,878 | 530 | 3,294 |
| As at 31 December 2024 and 1 January 2025 | | | | | |
| Cost | 16,073 | 13 | 2,694 | 530 | 19,310 |
| Accumulated amortisation | (15,187) | (13) | (816) | — | (16,016) |
| Net carrying amount | 886 | — | 1,878 | 530 | 3,294 |
| For the year ended 31 December 2025 | | | | | |
| Opening net carrying amount | 886 | — | 1,878 | 530 | 3,294 |
| Additions | 232 | — | — | — | 232 |
| Written-off | — | — | (1,429) | — | (1,429) |
| Amortisation | (882) | — | (449) | — | (1,331) |
| Closing net carrying amount | 236 | — | — | 530 | 766 |
| As at 31 December 2025 | | | | | |
| Cost | 15,875 | 13 | 94 | 530 | 16,512 |
| Accumulated amortisation | (15,639) | (13) | (94) | — | (15,746) |
| Net carrying amount | 236 | — | — | 530 | 766 |

Development costs represent the in-house developed securities, futures and options settlement systems, an online trading platform and a website and mobile application developed by service providers.

Mobile phone and computer applications represent the customer service platform purchased from independent application solution providers and an associate company.

Corporate membership is considered as having indefinite useful life as it has no expiry date.

All amortisation is included in "Depreciation and amortisation" in the consolidated statement of profit or loss.

26 OTHER ASSETS

Other assets mainly comprise deposits paid for acquisition of property and equipment, rental deposits and deposits with exchange and clearing houses.

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|--|--|
| Deposits with exchange and clearing houses | 8,670 | 11,817 |
| Other deposits | 3,916 | 3,723 |
| | 12,586 | 15,540 |

27 PROPERTY AND EQUIPMENT

| | Land and buildings HK\$'000 | Right-of-use assets HK\$'000 (note) | Leasehold improvements HK\$'000 | Furniture, fixtures and equipment HK\$'000 | Motor vehicle HK\$'000 | Total HK\$'000 |
|--|-----------------------------------|--|---------------------------------------|---|---------------------------|-------------------|
| As at 1 January 2024 | | | | | | |
| Cost | 9,600 | 65,914 | 17,000 | 38,174 | 604 | 131,292 |
| Accumulated depreciation | (800) | (8,302) | (3,104) | (32,995) | (594) | (45,795) |
| Net carrying amount | 8,800 | 57,612 | 13,896 | 5,179 | 10 | 85,497 |
| For the year ended 31 December 2024 | | | | | | |
| Opening net carrying amount | 8,800 | 57,612 | 13,896 | 5,179 | 10 | 85,497 |
| Additions | — | 420 | 1,233 | 370 | — | 2,023 |
| Disposal | — | — | — | (176) | — | (176) |
| Depreciation | (267) | (12,416) | (2,992) | (2,449) | (10) | (18,134) |
| Translation difference | — | (34) | (8) | (7) | — | (49) |
| Closing net carrying amount | 8,533 | 45,582 | 12,129 | 2,917 | — | 69,161 |
| As at 31 December 2024 and 1 January 2025 | | | | | | |
| Cost | 9,600 | 61,973 | 18,056 | 22,132 | 604 | 112,365 |
| Accumulated depreciation | (1,067) | (16,391) | (5,927) | (19,215) | (604) | (43,204) |
| Net carrying amount | 8,533 | 45,582 | 12,129 | 2,917 | — | 69,161 |
| For the year ended 31 December 2025 | | | | | | |
| Opening net carrying amount | 8,533 | 45,582 | 12,129 | 2,917 | — | 69,161 |
| Additions | — | — | — | 1,142 | — | 1,142 |
| Disposal | — | — | (102) | (78) | — | (180) |
| Depreciation | (266) | (10,378) | (2,981) | (1,434) | — | (15,059) |
| Lease modification | — | (7,680) | — | — | — | (7,680) |
| Translation difference | — | 15 | 3 | 4 | — | 22 |
| Closing net carrying amount | 8,267 | 27,539 | 9,049 | 2,551 | — | 47,406 |
| As at 31 December 2025 | | | | | | |
| Cost | 9,600 | 52,581 | 17,577 | 16,920 | 604 | 97,282 |
| Accumulated depreciation | (1,333) | (25,042) | (8,528) | (14,369) | (604) | (49,876) |
| Net carrying amount | 8,267 | 27,539 | 9,049 | 2,551 | — | 47,406 |

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27 PROPERTY AND EQUIPMENT (CONTINUED)

Note:

During the year ended 31 December 2025, the Group modified the lease term of its office. The modification was not accounted for as a separate lease under HKFRS 16 *Leases*, as it did not add a new right-of-use asset. Lease modification resulted in a decrease of HK\$7,680,000 in the lease liabilities. The right-of-use assets were adjusted by the same amount, with no gain or loss recognised in the consolidated statement of profit or loss.

During the year ended 31 December 2024, additions to right-of-use assets were HK\$420,000. This amount primarily related to the capitalised lease payments payable under new tenancy agreements.

Details of total cash outflow for leases and the maturity analysis of lease liabilities are set out in notes 16(c) and 31, respectively.

The Group has obtained the right to use the properties as its offices through tenancy agreements. The leases typically run for an initial period of 1 to 3 years. Lease payments are usually adjusted every 3 years to reflect market rentals.

Some lease contracts include an option to renew for an additional period after the end of the initial contract term. Where practicable, the Group seeks to include in all leases such extension options exercisable by the Group to provide operational flexibility. At the lease commencement date, the Group assesses the likelihood of exercising the extension options, and only include those reasonably certain to be exercised in the measurement of lease liabilities.

28 BANK AND OTHER BORROWINGS

| | Notes | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|------------------|---------------|--|--|
| Bank loans | | | |
| — Secured | (a), (b), (c) | 286,967 | 494,354 |
| Other borrowings | | | |
| — Unsecured | (d), (e) | 161,011 | 173,930 |
| | | 447,978 | 668,284 |

28 BANK AND OTHER BORROWINGS (CONTINUED)

Analysis of balances into current and non-current portions:

| | As at 31 December 2025 | | | As at 31 December 2024 | | |
|------------------------------------|------------------------|---------------------------------|-------------------|------------------------|---------------------------------|-------------------|
| | Bank loans HK\$'000 | Other borrowings HK\$'000 | Total HK\$'000 | Bank loans HK\$'000 | Other borrowings HK\$'000 | Total HK\$'000 |
| Current | | | | | | |
| — Within 1 year or on demand | 212,764 | 157,034 | 369,798 | 317,420 | 173,930 | 491,350 |
| Non-current | | | | | | |
| — After 1 year but within 2 years | 74,203 | — | 74,203 | — | — | — |
| — After 2 years but within 5 years | — | 3,977 | 3,977 | 176,934 | — | 176,934 |
| | 74,203 | 3,977 | 78,180 | 176,934 | — | 176,934 |
| | 286,967 | 161,011 | 447,978 | 494,354 | 173,930 | 668,284 |

Notes:

- (a) As at 31 December 2025, bank loans of HK\$211,789,000 (31 December 2024: HK\$147,149,000) were guaranteed by the Company and secured by securities collateral pledged to the Group by margin clients of the Group with aggregate market values of HK\$803,836,000 (31 December 2024: HK\$733,689,000), and bear interest at floating rates ranging from 4.83% to 5.56% (31 December 2024: 4.05% to 7.10%) per annum. Specific standing authority have been obtained by the Group from the margin clients for such use over the clients' securities.
- (b) As at 31 December 2025, bank loans of HK\$75,178,000 (31 December 2024: HK\$179,926,000) were guaranteed by the Company and secured by investment properties, bank deposits and shares of certain wholly-owned subsidiaries of the Company with total carrying amounts of HK\$574,124,000 (31 December 2024: HK\$816,740,000). These bank loans bear interest at a fixed rate of 7.25% (31 December 2024: 7.25%) per annum.
- (c) As at 31 December 2024, bank loan of HK\$167,279,000 was secured by equity securities, private equity fund, investment properties, shares of certain wholly-owned subsidiaries of the Company and bank deposits with total carrying amounts of HK\$267,249,000. This bank loan was guaranteed by a wholly-owned subsidiary of the Company and bear interest at a floating rate of HIBOR+3% per annum.
- (d) As at 31 December 2025, several notes of HK\$161,011,000 (31 December 2024: HK\$173,930,000) bear interest at fixed rates ranging from 5.25% to 9.50% (31 December 2024: 6.50% to 9.50%) per annum.

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28 BANK AND OTHER BORROWINGS (CONTINUED)

Notes: (Continued)

(e) Included in unsecured other borrowings were the following amounts with related parties:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--------------------------|--|--|
| Director | — | 5,221 |
| Key management personnel | — | 10,407 |
| | — | 15,628 |

As at 31 December 2024, the amounts due to related parties were short-term, unsecured and bear interest at fixed rates ranging from 7.0% to 8.3% per annum.

29 ACCOUNTS PAYABLE

| | Notes | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|----------|--|--|
| <i>Accounts payable from dealings in securities, futures and options contracts</i> | | | |
| — Brokers and clearing houses | (a) | 60,366 | 7,992 |
| — Cash and margin clients | (a) | 1,191,963 | 1,211,203 |
| <i>Accounts payable from other businesses</i> | | | |
| — Clients and others | | 2,893 | 1,376 |
| | (b), (c) | 1,255,222 | 1,220,571 |

Notes:

- (a) Accounts payable to brokers, clearing houses and cash clients are repayable on demand up to the settlement dates of their respective transactions (normally one to three business days after the respective trade dates) except for the required margin deposits received from clients for their trading of futures and options contracts. Accounts payable to margin clients are repayable on demand.
- (b) No ageing analysis in respect of accounts payable is disclosed as, in the opinion of the Board, the ageing analysis does not give additional value in view of the business nature.

29 ACCOUNTS PAYABLE (CONTINUED)

Notes: (Continued)

(c) Included in accounts payable were the following amounts with related parties:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|-----------------------------------|--|--|
| Directors | 73,708 | 26,368 |
| Close family members of Directors | 113 | 118 |
| Key management personnel | 34 | 26 |
| | 73,855 | 26,512 |

30 CONTRACT LIABILITIES

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|----------------------|--|--|
| Contract liabilities | 4,687 | 8,258 |

Movements in contract liabilities

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--|------------------|------------------|
| At the beginning of the year | 8,258 | 4,620 |
| Decrease in contract liabilities as a result of recognising revenue during the year that was included in the contract liabilities at the beginning of the year | (4,889) | (3,494) |
| Increase in contract liabilities as a result of advance consideration received from corporate finance contracts | 135 | 1,046 |
| Increase in contract liabilities as a result of advance consideration received from asset management contracts | — | 4,578 |
| Increase in contract liabilities as a result of advance consideration received from other contracts | 1,183 | 1,508 |
| At the end of the year | 4,687 | 8,258 |

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31 LEASE LIABILITIES

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|----------------------------------|--|--|
| Within 1 year | 9,578 | 12,054 |
| After 1 year but within 2 years | 10,318 | 12,072 |
| After 2 years but within 5 years | 10,219 | 25,590 |
| | 20,537 | 37,662 |
| | 30,115 | 49,716 |

32 DEFERRED TAX

(a) Deferred tax assets and liabilities recognised

The components of deferred tax assets/(liabilities) recognised in the consolidated statement of financial position and the movements during the years ended 31 December 2025 and 2024 are as follows:

| | Accelerated tax depreciation allowances HK\$'000 | Impairment of receivables HK\$'000 | Tax losses HK\$'000 | Changes in fair value of financial assets measured at fair value through profit or loss HK\$'000 | Fair value change of investment properties HK\$'000 | Total HK\$'000 |
|--|--|--|------------------------|--|---|-------------------|
| As at 1 January 2024 | (420) | 1,071 | 165 | 13,613 | — | 14,429 |
| Charged to profit or loss (note 12) | (112) | (746) | — | — | (2,560) | (3,418) |
| As at 31 December 2024 and 1 January 2025 | (532) | 325 | 165 | 13,613 | (2,560) | 11,011 |
| Credited/(charged) to profit or loss (note 12) | (81) | (231) | 275 | — | — | (37) |
| As at 31 December 2025 | (613) | 94 | 440 | 13,613 | (2,560) | 10,974 |

32 DEFERRED TAX (CONTINUED)

(a) Deferred tax assets and liabilities recognised (Continued)

The following is the analysis of the deferred tax balances of the Group for financial reporting purposes:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--------------------------|--|--|
| Deferred tax assets | 13,534 | 13,675 |
| Deferred tax liabilities | (2,560) | (2,664) |
| | 10,974 | 11,011 |

(b) Deferred tax assets not recognised

The Group has not recognised deferred tax assets in respect of cumulative tax losses of HK\$1,264,232,000 (31 December 2024: HK\$943,363,000) due to unpredictable profit streams. The tax losses do not expire under Hong Kong current tax legislation.

The Group has not recognised deferred tax assets in respect of temporary differences of ECL provisions of HK\$2,859,405,000 (31 December 2024 : HK\$2,951,094,000) and fair value loss of HK\$153,099,000 (31 December 2024 : HK\$266,315,000) as the Group is not able to control the timing of the reversal of the temporary differences and it is not probable to have sufficient taxable profit in foreseeable future.

(c) Deferred tax liabilities not recognised

As at 31 December 2025, temporary differences relating to the undistributed profits of subsidiaries amounted to HK\$214,000 (31 December 2024: HK\$164,000). Deferred tax liabilities have not been recognised in respect of the tax that would be payable on distribution of these retained profits as the Company controls the dividend policy of these subsidiaries and it has been determined that these profits will not be distributed in the foreseeable future.

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33 SHARE CAPITAL

| | 2025 | | 2024 | |
|---|-----------------------|----------------|------------------|----------|
| | Number of shares | HK\$'000 | Number of shares | HK\$'000 |
| Ordinary shares of HK one third of one cent each | | | | |
| <i>Authorised</i> | | | | |
| At the beginning and end of the year | 30,000,000,000 | 100,000 | 30,000,000,000 | 100,000 |
| <i>Issued and fully paid</i> | | | | |
| At the beginning and end of the year | 6,197,049,220 | 20,657 | 6,197,049,220 | 20,657 |

All issued shares rank pari passu in all respects including all rights as to dividends, voting and return of capital.

Share options

Details of the Company's share option scheme and the share options issued under the scheme are included in note 35 to the financial statements.

34 SHARE AWARD SCHEME

A restricted share award scheme ("Share Award Scheme") was adopted by the Company on 19 August 2010. It was expired on 18 August 2025. The Group resolved on 18 August 2025 to renew the Share Award Scheme for a further five years effective from 19 August 2025 to 18 August 2030. Also, on the same day, the Group (as settlor) has entered into a second amended and restated trust deed with the trustee to extend the trust period and the trustee's appointment under the trust deed to 18 August 2030. The purpose of the Share Award Scheme is to recognise and motivate the contribution of certain employees and/or consultants and to provide incentives and help the Group in retaining its existing employees or consultants and recruiting additional employees or consultants and to provide them with a direct economic interest in attaining the long-term business objectives of the Company.

Pursuant to the rules of Share Award Scheme, the Board may, from time to time, at its absolute discretion select the employees and consultants as they deem appropriate for participation in the Share Award Scheme and determines the number of awarded shares to be granted. Existing shares would be purchased by the trustee from the market out of cash contributed by the Group and be held in trust for the relevant selected participants. The awarded shares of the Company will be vested only after satisfactory completion of time-based targets or time-and-performance-based targets.

34 SHARE AWARD SCHEME (CONTINUED)

The Share Award Scheme is subject to the administration of the Board in accordance with the rules of Share Award Scheme. The aggregate number of awarded shares granted by the Board throughout the duration of the Share Award Scheme should not in excess of 10% of the issued share capital of the Company as at the date of its adoption. The maximum number of awarded shares which may be granted to a selected participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company as at the date of its adoption. Any grant of the awarded shares to any directors or senior management of the Company must first be approved by the remuneration committee of the Company.

Unless terminated earlier by the Board, the Share Award Scheme shall be valid and effective for a term of 10 years from the date of its adoption. However, the Board has the right to renew the Share Award Scheme up to three times and each time for another 5-year terms.

Movement in the number of shares held for Share Award Scheme and the awarded shares of the Company are as follows:

| | Number of shares held for Share Award Scheme | Number of awarded shares |
|--|--|--------------------------|
| As at 1 January 2024, 31 December 2024, 1 January 2025 and 31 December 2025 | 51,172,002 | — |

Pursuant to the Share Award Scheme, if there occurs an event of change in control of the Company, all the awarded shares shall immediately vest on the date when such change of control event becomes or is declared unconditional and such date shall be deemed the vesting date. Upon the change of the controlling shareholders as disclosed in the Company's announcement dated 26 January 2017, any unvested awarded shares at that date were vested.

As at 31 December 2025, no forfeited shares (31 December 2024: Nil) and no newly purchased shares (31 December 2024: Nil) were held by the trustee under the Share Award Scheme and would be re-granted to eligible employees in future.

During the years ended 31 December 2025 and 2024, no share awards expense was recognised as no awarded shares were vested during the years.

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35 SHARE OPTION SCHEME

The company has adopted the share option scheme (the "Share Option Scheme") on 23 September 2020. The purpose of the Share Option Scheme is to provide incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Share Option Scheme include the Directors, senior management, service providers and core technical and management personnel.

Under the Share Option Scheme, the maximum number of shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Company must not in aggregate exceed 10% of the shares in issue upon the date of which the shares are listed and permitted to be dealt in the Stock Exchange. The 10% limit may be refreshed at any time by approval of the Company's shareholders provided that the total number of the Company's shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share options schemes of the Company must not exceed 10% of the Company's shares in issue as at the date of approval of the refreshed limit. Subject to the approval of the Company's shareholders, the aggregate number of the Company's shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other schemes of the Company must not exceed 10% of the Company's shares in issue from time to time. No options may be granted under the Share Option Scheme if this will result in the limit being exceeded.

The total number of shares issued and to be issued upon exercise of the options granted to an eligible participant in any 12-month period shall not exceed 1% of the shares of the Company in issued. Where any further grant of options to a participant under the Share Option Scheme would result in the shares issued and to be issued upon exercise of all options granted and to be granted to such participant (including exercised, cancelled and outstanding options) in the 12-month period up to and including the date of such further grant representing in aggregate over 1% of the shares in issue, such further grant must be separately approved by shareholders of the Company in general meeting with such participant and his/her close associates abstaining from voting.

The exercise price of share options granted under the Share Option Scheme shall be a price determined by the Board and shall be at least the higher of: (i) the closing price of the shares as stated in the daily quotation sheet of the Stock Exchange on the date of grant which must be a business day, and (ii) the average closing price of the shares as stated in the daily quotation sheet of the Stock Exchange for the 5 business days immediately preceding the date of grant, and (iii) the nominal value of a share.

The share option which have vested may be exercised for a period commencing from the date of share options granted and expiring on the date falling 10 years from the date of share options granted.

35 SHARE OPTION SCHEME (CONTINUED)

The Company has granted 152,500,000 share options at exercise price of HK\$0.20 per share on 21 July 2023 (“2023 Granted Share Options”) and 152,000,000 share options at exercise price of HK\$0.16 per share on 12 September 2025 (“2025 Granted Share Options”). The share options shall be vested and become exercisable in three tranches as set out in the table below:

2023 Granted Share Options

| Tranche | Vesting date | Percentage of share options shall be vested |
|---------|--|---|
| First | The first trading day after 12 months from the Date of Grant | 25% |
| Second | The first trading day after 24 months from the Date of Grant | 35% |
| Third | The first trading day after 36 months from the Date of Grant | 40% |

2025 Granted Share Options

| Tranche | Vesting date | Percentage of share options shall be vested |
|---------|--|---|
| First | The first trading day after 12 months from the Date of Grant | 25% |
| Second | The first trading day after 19 months from the Date of Grant | 50% |
| Third | The first trading day after 31 months from the Date of Grant | 25% |

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35 SHARE OPTION SCHEME (CONTINUED)

Share options granted by the Group include performance targets for participants, except for independent non-executive Directors. The vesting of 30% of each tranche of the 2023 Granted Share Options and 60% of each tranche of the 2025 Granted Share Options (except the independent non-executive Directors) is subject to satisfaction of performance targets determined by the Board. These targets are set with reference to factors, including but not limited to, the grantee's revenue contribution to the Group as a whole and of the applicable business, the length of service with the Group and other key performance indicators as determined by the Board, and may vary among grantees. The remaining 70% of the 2023 Granted Share Options and 40% of the 2025 Granted Share Options (except for independent non-executive Directors) are not subject to performance targets for vesting. The following table summarised outstanding share options granted to directors, employees and service providers:

| | As at 31 December 2025 Number of options | As at 31 December 2024 Number of options |
|---|---|---|
| Executive Directors | 107,500,000 | 53,000,000 |
| Non-executive Director | — | 3,000,000 |
| Independent non-executive Directors | 22,000,000 | 10,000,000 |
| Employees and service providers | 159,450,000 | 75,000,000 |
| Total outstanding share options granted | 288,950,000 | 141,000,000 |
| Percentage of the Company's shares in issue | 4.66% | 2.28% |

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

| | 2025 | | 2024 | |
|--|--|----------------------|--|----------------------|
| | Weighted average exercise price per share | Number of options | Weighted average exercise price per share | Number of options |
| Outstanding at the beginning of the year | HK\$0.20 | 141,000,000 | HK\$0.20 | 152,500,000 |
| Granted during the year | HK\$0.16 | 152,000,000 | — | — |
| Lapsed during the year | HK\$0.20 | (4,050,000) | HK\$0.20 | (11,500,000) |
| Outstanding at the end of the year | HK\$0.18 | 288,950,000 | HK\$0.20 | 141,000,000 |
| Exercisable at the end of the year | HK\$0.20 | 81,750,000 | HK\$0.20 | 35,250,000 |

35 SHARE OPTION SCHEME (CONTINUED)

During the year ended 31 December 2025, no share options was exercised (2024: Nil).

The options outstanding as at 31 December 2025 had an exercise price of HK\$0.16 or HK\$0.20 (31 December 2024: HK\$0.20) per share and a weighted average remaining contractual life of approximately 8.7 years (31 December 2024: 8.5 years).

The fair value of share options is measured based on a Binomial Option Pricing Model as at respective grant dates. The weighted average fair value of options under 2023 Granted Share Options and 2025 Granted Share Options were HK\$0.14 and HK\$0.11 respectively. The significant assumptions and inputs used in the estimation of the fair value are as follows:

| | 2025 Granted Share Options | 2023 Granted Share Options |
|--|---|----------------------------------|
| Weighted average share price at the grant date | HK\$0.153 | HK\$0.178 |
| Exercise price | HK\$0.16 | HK\$0.20 |
| Expected volatility | 65.06% | 70.22% |
| Option life | 10 years | 10 years |
| Risk-free interest rate | 3.03% | 3.70% |
| Expected dividend yield | 0.00% | 0.00% |

The expected volatility is based on the historic volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility based on publicly available information. Expected dividend are based on historical dividend. Change in the subjective input assumptions could materially affect the fair value estimate.

Share options were granted under a service condition. This condition has not been taken into account in the grant date fair value measurement of the services received. There were no market conditions associated with share option granted.

Notes to the Consolidated Financial Statements

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36 NATURE AND PURPOSE OF RESERVES

a. Share premium and contributed surplus

Under the Bermuda Companies Act 1981, when the Company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount or value of the premiums on those shares shall be transferred to the share premium account.

The Group's contributed surplus as at 31 December 2025 comprises (a) the difference between the nominal value of the shares of the subsidiaries acquired pursuant to the Group's reorganisation prior to the listing of the Company's shares over the nominal value of the Company's shares issued in exchange thereof of HK\$2,225,000 (31 December 2024: HK\$2,225,000), and (b) amounts of HK\$5,207,823,000 (31 December 2024: HK\$5,282,187,000) transferred from share capital and share premium account less amounts distributed as dividends in prior and current years.

b. Capital redemption reserve

The capital redemption reserve represents the nominal amount of the shares repurchased.

c. Exchange reserve

The exchange reserve mainly comprises the foreign exchange differences arising from the translation of the financial statements of foreign operations and associates and the share of reserves of associates.

d. Investment revaluation reserve (non-recycling)

The investment revaluation reserve (non-recycling) comprises the cumulative net change in the fair value of equity securities designated at fair value through other comprehensive income under HKFRS 9 held at the end of the reporting period (see note 2.15).

e. Property revaluation reserve

The property revaluation reserve has been set up and is dealt with in accordance with the accounting policies adopted for property and equipment which becomes an investment property because its use has changed as evidenced by end of owner-occupation in note 2.11.

The property revaluation reserve of the Company is distributable to the extent of HK\$5,255,000 (31 December 2024: HK\$5,255,000).

f. Shareholder's contribution

The shareholder's contribution represents contribution made by shareholders.

g. Shares held for Share Award Scheme

The Shares held for Share Award Scheme have been set up and are dealt with in accordance with the accounting policies adopted for issue of share award respectively in note 2.20.

36 NATURE AND PURPOSE OF RESERVES (CONTINUED)

h. Shares option reserve

The share option reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy for share-based payments in note 2.20 to the financial statements. The amount will be transferred to the share premium account when the related options are exercised, or be transferred to retained profits should the related options expire or be forfeited.

37 LOANS TO DIRECTORS

Loans to Directors disclosed pursuant to section 383(1)(d) of the Hong Kong Companies Ordinance and Part 3 of the Companies (Disclosure of Information about Benefits of Directors) Regulation are as follows:

| Name of Directors | At 31 December 2025 HK\$'000 | Maximum outstanding during the year HK\$'000 | At 1 January 2025 HK\$'000 | Margin finance facilities approved HK\$'000 | Securities held |
|--------------------------|---------------------------------------|--|-------------------------------------|---|-----------------------|
| Mr. Kenneth LAM Kin Hing | — | — | — | 67,500 | Marketable securities |
| Mr. LIU Jipeng | — | — | — | 15,000 | Marketable securities |

| Name of Directors | At 31 December 2024 HK\$'000 | Maximum outstanding during the year HK\$'000 | At 1 January 2024 HK\$'000 | Margin finance facilities approved HK\$'000 | Securities held |
|--------------------------|---------------------------------------|--|-------------------------------------|---|-----------------------|
| Mr. Kenneth LAM Kin Hing | — | — | — | 69,300 | Marketable securities |
| Mr. LIU Jipeng | — | — | — | 15,000 | Marketable securities |

Notes to the Consolidated Financial Statements

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38 COMMITMENTS

Capital commitments

At the reporting date, the Group had the following capital commitments which were contracted, but not provided for:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|--|--|
| Capital contributions payable to private equity funds | 6,542 | 2,696 |
| Property and equipment | 102 | 922 |
| | 6,644 | 3,618 |

Loan commitment

At the reporting date, the Group had the following contractual amounts of loan commitment:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|------------------------------|--|--|
| Other loan commitment (note) | 76,500 | 93,000 |

Note: As at 31 December 2025, the Group agreed to make available to the borrowers secured loan facilities of maximum net amount up to HK\$76,500,000 (31 December 2024: HK\$93,000,000) for the purpose of financing their proposed general offers (31 December 2024: proposed privatisation).

39 RELATED PARTY TRANSACTIONS, CONTINUING CONNECTED TRANSACTIONS AND DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

In addition to the transactions and balances detailed elsewhere in these consolidated financial statements, the Group had the following material transactions with related parties and connected persons during the current and previous years:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--|------------------|------------------|
| Part I. Continuing connected transactions from brokerage and interest income business | | |
| (A) Connected dealings services to connected persons (note (a)) | | |
| Directors (note (b)) | | |
| — Commission income from securities and futures dealings | 91 | 57 |
| Directors of subsidiaries, is also a key management personnel (note (b)) | | |
| — Commission income from securities and futures dealings | 3 | 11 |
| — Interest income from margin financing | — | 48 |
| Directors of subsidiaries | | |
| — Commission income from securities and futures dealings | 14 | 1 |
| — Interest income from margin financing | 95 | 1 |
| | 203 | 118 |
| (B) Connected margin loans to connected persons (note (a)) | | |
| Connected persons | | |
| — Maximum daily outstanding balance of connected margin loans | 6,415 | 9,970 |
| Part II. Other related party transactions | | |
| Associates | | |
| — Interest income from margin financing | — | 1,147 |
| — Consultancy fee | — | 350 |
| — Rental expenses | — | 450 |
| Director | | |
| — Interest expense | — | 215 |
| Key management personnel | | |
| — Interest expense | — | 688 |
| Part III. Other related party outstanding balance | | |
| Related company — Company in which the key management personnel of the Company, is also a director | | |
| — Prepayments, deposits and other receivables | 315 | 793 |
| Key management personnel | | |
| — Prepayments, deposits and other receivables | 328 | 832 |

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39 RELATED PARTY TRANSACTIONS, CONTINUING CONNECTED TRANSACTIONS AND DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS (CONTINUED)

Notes:

- (a) The income from connected transactions with directors of the Company and the subsidiaries and their close family members was based on the pricing stated in the letters stipulating the applicable service fees and interest rate for dealing services. Details of the annual caps of the connected dealings services and connected margin loans were set out in the Company's circulars dated 28 November 2024. These transactions have been approved in the special general meeting held on 19 December 2024.
- (b) The transactions are also related party transactions under HKAS 24 (Revised) *Related Party Disclosures*.

Except as disclosed above, no other transactions, arrangements or contracts of significance in relation to the Group's business to which the Company was a party and in which a Director had a material interest, whether directly or indirectly, were entered into or subsisted at any time during financial year.

Compensation of key management personnel

Included in staff costs (note 9) are key management personnel compensation and comprises the following categories:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--|------------------|------------------|
| Short-term employee benefits | 19,850 | 24,146 |
| Post-employment benefits | 54 | 77 |
| Share-based compensation expense — share option scheme | 4,136 | 4,970 |
| | 24,040 | 29,193 |

Note: Key management personnel consists of the Directors and senior management.

40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES

The Group's major financial instruments include debt and equity investments, credit loans, accounts and other receivables, loans to margin clients, bank deposits, accounts and other payables and bank and other borrowings. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these risk exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risk

a. Foreign currency risk

Foreign currency risk is the risk of losses due to adverse changes in foreign exchange rates mainly relating to receivables from or payables to clients and foreign brokers and foreign currency denominated investments as well as deposits with banks and borrowings. To mitigate the foreign currency risk, treasury and settlement divisions work closely to manage and monitor the foreign exchange exposure arising from broking in foreign shares and commodities. The policies to manage foreign currency risk have been followed by the Group since prior periods and are considered to be effective.

The following table summarises the Group's major financial assets and liabilities denominated in currencies other than the functional currency of the entities to which they relate, as at 31 December 2025 and 31 December 2024. For presentation purposes, the amounts of the exposure are shown in HK\$, translated using the spot rate at the year-end rate.

| | Express in HK\$'000 | | | | | | | | | Total |
|---------------------------------------|----------------------|-----------|-------------------------|---------------------------------|---------------------|--------------------------|------------------|----------------------------------|--------|-----------|
| | Thai Baht ("THB") | US\$ | Japanese Yen ("JPY") | Singapore Dollars ("SGD") | Renminbi ("RMB") | British Pound ("GBP") | Euros ("EUR") | Australian Dollars ("AUD") | Others | |
| As at 31 December 2025 | | | | | | | | | | |
| Cash and cash equivalents | 1,146 | 47,859 | 1,227 | 107 | 2,511 | 810 | 606 | 59 | 275 | 54,600 |
| Bank balances held | | | | | | | | | | |
| on behalf of clients | 4,754 | 212,394 | 3,057 | 2,356 | 15,448 | 795 | 34 | 20 | 181 | 239,039 |
| Financial assets held for trading | — | 52,369 | 1,889 | — | 1,984 | — | — | — | 1 | 56,243 |
| Financial assets not held for trading | — | 139,814 | 3,382 | — | — | — | — | — | — | 143,196 |
| Credit loans | — | — | — | — | 1,186 | — | — | — | — | 1,186 |
| Accounts receivable | 3 | 131,169 | 2,191 | 1,279 | 6,040 | 341 | 1 | 107 | 364 | 141,495 |
| Deposits and other receivables | — | 8,753 | — | — | 155 | — | — | — | — | 8,908 |
| Other assets | — | — | — | — | 686 | — | — | — | — | 686 |
| Bank and other borrowings | — | (44,230) | — | — | — | — | — | — | — | (44,230) |
| Accounts payable | (4,754) | (301,475) | (5,254) | (2,356) | (19,050) | (769) | (52) | (20) | (456) | (334,186) |
| Accruals and other payables | — | (2,470) | — | (656) | (38) | — | (1) | — | — | (3,165) |
| Overall net exposure | 1,149 | 244,183 | 6,492 | 730 | 8,922 | 1,177 | 588 | 166 | 365 | 263,772 |

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40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Market risk (Continued)

a. Foreign currency risk (Continued)

| | Express in HK\$'000 | | | | | | | | | |
|---|---------------------|-----------|---------|---------|----------|-------|------|-------|--------|-----------|
| | THB | US\$ | JPY | SGD | RMB | GBP | EUR | AUD | Others | Total |
| As at 31 December 2024 | | | | | | | | | | |
| Cash and cash equivalents | 958 | 45,307 | 695 | 42 | 3,747 | 751 | 636 | 519 | 161 | 52,816 |
| Bank balances held on behalf of clients | 2,180 | 198,131 | 4,146 | 2,204 | 19,532 | 316 | 36 | 180 | 163 | 226,888 |
| Financial assets held for trading | — | 130,337 | 942 | — | 11,046 | — | — | — | 1 | 142,326 |
| Financial assets not held for trading | — | 132,248 | 3,382 | — | — | — | — | — | — | 135,630 |
| Credit loans | — | — | — | — | 2,894 | — | — | — | — | 2,894 |
| Accounts receivable | 3 | 91,057 | 1,387 | 383 | 18,284 | 124 | — | 47 | 464 | 111,749 |
| Deposits and other receivables | — | 1,980 | — | — | 18 | — | — | — | — | 1,998 |
| Other assets | — | — | — | — | 1,526 | — | — | — | — | 1,526 |
| Bank and other borrowings | — | (15,600) | — | — | (2,128) | — | — | — | — | (17,728) |
| Accounts payable | (2,180) | (249,041) | (5,004) | (2,204) | (34,754) | (392) | (36) | (180) | (473) | (294,264) |
| Accruals and other payables | — | (8,946) | — | (19) | (47) | — | (1) | — | — | (9,013) |
| Overall net exposure | 961 | 325,473 | 5,548 | 406 | 20,118 | 799 | 635 | 566 | 316 | 354,822 |

The following table indicates the approximate changes in the Group's profit or loss for the years ended 31 December 2025 and 2024 and equity in response to reasonably possible changes in foreign exchange rates to which the Group has significant exposure as at the reporting date, assuming all other risk variables remained constant. A positive number below indicates a decrease in loss for the years ended 31 December 2025 and 2024 (and an increases in equity). For an increase in loss for the years ended 31 December 2025 and 2024 (and a decrease in equity), the balances below would be negative. As US\$ is pegged to HK\$, the Group does not expect any significant changes in US\$/HK\$ exchange rates. No sensitivity analysis in respect of the Group's financial assets and liabilities denominated in US\$ is disclosed as in the opinion of the Directors, such sensitivity analysis does not give additional value in view of insignificant change in the US\$/HK\$ exchange rates as at the reporting date.

| | Increase in foreign exchange rates | | Effect on profit or loss | | Effect on equity | |
|-----|------------------------------------|-----------------------------------|--|--|--|--|
| | As at 31 December 2025 % | As at 31 December 2024 % | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
| THB | 5 | 5 | 57 | 48 | 57 | 48 |
| JPY | 5 | 5 | 156 | 108 | 325 | 277 |
| SGD | 5 | 5 | 37 | 20 | 37 | 20 |
| RMB | 5 | 5 | 446 | 1,006 | 446 | 1,006 |
| GBP | 5 | 5 | 59 | 40 | 59 | 40 |
| EUR | 5 | 5 | 29 | 32 | 29 | 32 |
| AUD | 5 | 5 | 8 | 28 | 8 | 28 |

40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Market risk (Continued)

a. Foreign currency risk (Continued)

Decrease in the above foreign exchange rates at each reporting date would have the equal amount but opposite effect to the amounts shown above.

The sensitivity analysis has been determined by assuming that the changes in foreign exchange rates had occurred at the reporting date and that all other variables were held constant. The analysis is performed on the same basis for the year 2024.

The stated changes represent management's assessment of reasonably possible changes in foreign exchange rates over the period until the next annual reporting date. In the management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign currency risk as the exposure at the end of the reporting period does not reflect the exposure during the year.

b. Price risk

The Group is exposed to equity price risk through its investments in listed equity securities which are classified as financial assets measured at fair value through profit or loss. The Directors manage this risk exposure by maintaining a portfolio of investments with different risk and return profiles and will consider hedging the risk exposure should the need arise if necessary. The policies to manage price risk have been followed by the Group since prior periods and are considered to be effective. The Group is not exposed to commodity price risk.

As at 31 December 2025, if listed equity prices had increased/decreased by 10% (31 December 2024: 10%) and all other variables were held constant, loss for the year would decrease/increase by approximately HK\$12,881,000 (2024: HK\$17,572,000) and the equity other than accumulated losses would remain unchanged (31 December 2024: unchanged).

The sensitivity analysis has been determined by assuming that the price change had occurred at the reporting date and has been applied to the Group's investments at that date. In the management's opinion, the sensitivity analysis is unrepresentative of the inherent price risk as the exposure at the end of the reporting period does not reflect the exposure during the year.

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40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Market risk (Continued)

c. Interest rate risk

The Group is exposed to interest rate risk primarily through the impact of interest rate changes on cash and cash equivalents, pledged bank deposits, bank balances held on behalf of clients, loans to margin clients, cash clients, brokers and clearing houses receivables, other assets and bank and other borrowings carrying interests at variable rates.

The following table illustrates the sensitivity of the loss for the year to a change in interest rates of +1% and -1% (31 December 2024: +1% and -1%), with all other variables held constant. The calculations are based on the Group's bank balances, loans to margin clients, credit loans, accounts receivable, other assets and bank and other borrowings held at each reporting date. All other variables are held constant. In the management's opinion, the sensitivity analysis is unrepresentative of the inherent interest rate risk as the exposure at the end of the reporting period does not reflect the exposure during the year.

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|--|--|
| If interest rates were 1% (31 December 2024: 1%) higher Decrease in loss for the year | 8,116 | 6,701 |
| If interest rates were 1% (31 December 2024: 1%) lower Increase in loss for the year | (8,116) | (6,701) |

Credit risk and impairment assessment

Credit risk refers to the risk that the Group's counterparties default on their contractual obligations resulting in financial losses to the Group. The Group's credit risk is primarily attributable to accounts receivable, pledged bank deposits, bank balances, credit loans and unlisted debt securities measured at amortised cost arising when the debtors, including brokers and clients from money lending services, fail to perform their obligations as at the reporting date.

In order to minimise the credit risk, loan ratios for corporate loans are based on a combination of factors, including indicative acceptable lending rates from the bankers, the quality of the assets and the Company represented by the securities, the liquidity of the securities, and the concentration level of securities held. The credit committee meets regularly and prescribes from time to time the lending limits on individual stocks and/or the credit limits for each individual client, taking into account the loan and stock concentration exposures. It also runs stress tests on loan portfolios to determine the impact on the Group's financial position and exposure. In this regard, the Directors consider that the Group's credit risk is effectively controlled and significantly reduced.

40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Credit risk and impairment assessment (Continued)

The Group's exposure to credit risk is influenced mainly by the individual characteristics of counterparties and clients rather than the geographical area or industry in which these parties operate and therefore significant concentrations of credit risk arise primarily when the Group has significant exposure to individual counterparties or clients. The Group's credit risk exposure on accounts receivable is spread over a number of counterparties and clients. As at 31 December 2025, the Group's credit risk for credit loans is concentrated as the amounts are due from 21 clients (31 December 2024: 20 clients).

Further quantitative data in respect of the collaterals and the Group's exposure to credit risk arising from unlisted debt securities, credit loans and accounts receivable are disclosed in notes 19, 21 and 22 to the financial statements, respectively.

The credit policies have been followed by the Group since prior periods and are considered to be effective in limiting the Group's exposure to credit risk to a desirable level.

Pledged bank deposits/bank balances

The credit risk on pledged bank deposits and bank balances is considered to be low as the counterparties are reputable banks or financial institutions.

Securities borrowing and lending

In the normal course of brokerage business, the Group may enter into securities borrowing and lending arrangements with brokers. The Group is not subject to significant price risks under the securities borrowing and lending arrangement. The cash collateral received and cash collateral placed are included in the accounts payable and accounts receivable from brokers and cleaning houses, respectively. The Group is principally liable for repaying the borrowed securities in case of any default by the brokers.

As at 31 December 2025 and 2024, the Group outstanding securities borrowed from/lent to brokers and their corresponding cash collateral paid/received are as follows:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|--|--|
| Equity securities borrowed from brokers | 62,285 | — |
| Cash collateral placed with brokers | 48,921 | — |
| Equity securities lent to brokers | 62,285 | — |
| Cash collateral received from brokers | 48,921 | — |

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For the year ended 31 December 2025

40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Credit risk and impairment assessment (Continued)

The following table shows reconciliations from the opening to the closing balance of the ECL provisions by class of financial instruments with significant balances as at reporting date.

| | Stage 1 HK\$'000 | Stage 2 HK\$'000 | Stage 3 HK\$'000 | Total HK\$'000 |
|---|---------------------|---------------------|---------------------|-------------------|
| Accounts receivable from dealings in securities, futures and options contracts | | | | |
| As at 1 January 2024 | — | — | 13,934 | 13,934 |
| Net remeasurement of loss allowance | — | — | 2,342 | 2,342 |
| New financial assets originated or purchased | — | 8 | — | 8 |
| Financial assets that have been derecognised | — | — | (9) | (9) |
| Written-off | — | — | (10) | (10) |
| As at 31 December 2024 and 1 January 2025 | — | 8 | 16,257 | 16,265 |
| Net remeasurement of loss allowance | — | — | 2,513 | 2,513 |
| New financial assets originated or purchased | — | — | 4 | 4 |
| Financial assets that have been derecognised | — | (8) | — | (8) |
| Written-off | — | — | (3) | (3) |
| As at 31 December 2025 | — | — | 18,771 | 18,771 |
| Credit loans and unlisted debt securities measured at amortised cost | | | | |
| As at 1 January 2024 | 1,731 | — | 4,871,148 | 4,872,879 |
| Transfer to Stage 2 | (357) | 357 | — | — |
| Net remeasurement of loss allowance | — | 823 | 30,172 | 30,995 |
| New financial assets originated or purchased | 677 | — | 3,355 | 4,032 |
| Modification | — | — | (9,451) | (9,451) |
| Financial assets that have been derecognised | (1,374) | (164) | (43,933) | (45,471) |
| Unwind of discount | — | — | 535,612 | 535,612 |
| Written-off | — | — | (145,221) | (145,221) |
| As at 31 December 2024 and 1 January 2025 | 677 | 1,016 | 5,241,682 | 5,243,375 |
| Transfer to Stage 2 | (114) | 114 | — | — |
| Net remeasurement of loss allowance | 1,266 | 4,304 | 31,178 | 36,748 |
| New financial assets originated or purchased | 983 | — | 22,779 | 23,762 |
| Modification | — | — | (6,063) | (6,063) |
| Unwind of discount | — | — | 549,765 | 549,765 |
| As at 31 December 2025 | 2,812 | 5,434 | 5,839,341 | 5,847,587 |

The accumulated impairment losses of other receivables as at 31 December 2025 was approximately HK\$22,529,000 (31 December 2024: HK\$24,552,000).

40 FINANCIAL RISK MANAGEMENT OBJECTIVE AND POLICIES (CONTINUED)

Liquidity risk

As part of ordinary broking activities, the Group is exposed to liquidity risk arising from the timing differences between settlement with clearing houses or brokers and clients. The Group's operating units are also subject to various liquidity requirements as prescribed by the authorities and financial market regulators. The Group has put in place monitoring systems to ensure it maintains adequate liquid capital to fund its business commitments and to comply with the relevant rules including the Securities and Futures (Financial Resources) Rules. As a further safeguard, the Group has maintained banking facilities to meet contingencies in its operations. The Company will also consider raising fund to meet the business operations growth which require intensive capital buffer.

The liquidity policies have been followed by the Group since prior periods and are considered to be effective in managing liquidity risks.

Analysed below is the Group's remaining contractual maturities for its financial liabilities as at 31 December 2025 and 2024. When the creditor has a choice of when the liability is settled, the liability is included on the basis of the earliest date on which the Group can be required to pay. The maturity analysis for other financial liabilities is prepared based on the scheduled repayment dates.

| | Carrying amount HK\$'000 | Total contractual undiscounted cash flows HK\$'000 | On demand or within 1 year HK\$'000 | More than 1 year but less than 5 years HK\$'000 |
|-------------------------------|-----------------------------|---|--|--|
| As at 31 December 2025 | | | | |
| Accounts payable | 1,255,222 | 1,255,222 | 1,255,222 | — |
| Bank and other borrowings | 447,978 | 461,598 | 381,846 | 79,752 |
| Lease liabilities | 30,115 | 32,735 | 11,049 | 21,686 |
| Accruals and other payables | 245,781 | 245,781 | 245,781 | — |
| | 1,979,096 | 1,995,336 | 1,893,898 | 101,438 |
| As at 31 December 2024 | | | | |
| Accounts payable | 1,220,571 | 1,220,571 | 1,220,571 | — |
| Bank and other borrowings | 668,284 | 708,421 | 514,165 | 194,256 |
| Lease liabilities | 49,716 | 54,018 | 13,922 | 40,096 |
| Accruals and other payables | 200,935 | 200,935 | 200,935 | — |
| | 2,139,506 | 2,183,945 | 1,949,593 | 234,352 |

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For the year ended 31 December 2025

41 FAIR VALUE MEASUREMENT

Fair value hierarchy

The Group's financial instruments measured at fair value at the end of the reporting period on a recurring basis are categorised into the three-level fair value hierarchy as defined in HKFRS 13. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using unadjusted quoted prices in active markets for identical financial instruments
- Level 2 valuations: Fair value measured using observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group uses its own internal expertise or engages third party qualified valuers to perform the valuation. Valuation is prepared at each interim and annual reporting date, and is reviewed and approved by the Chief Financial Officer. Discussion of the results with the Chief Financial Officer and the audit committee is held twice a year, to coincide with the reporting dates.

(a) Financial instruments measured at fair value

The following table presents financial instruments measured at fair value on a recurring basis in the consolidated statement of financial position according to the fair value hierarchy:

| | Level 1 HK\$'000 | Level 2 HK\$'000 | Level 3 HK\$'000 | Total HK\$'000 |
|---|---------------------|---------------------|---------------------|-------------------|
| As at 31 December 2025 | | | | |
| <i>Financial assets measured at fair value through profit or loss</i> | | | | |
| Financial assets held for trading | | | | |
| — Listed equity securities (note (i)) | 230,748 | 27 | — | 230,775 |
| — Unlisted equity securities (note (ii)) | — | — | 211,844 | 211,844 |
| — Private equity funds (note (iii)) | — | — | 59,800 | 59,800 |
| Loans to margin clients (note (iv)) | — | 532,264 | — | 532,264 |
| <i>Financial assets measured at fair value through other comprehensive income</i> | | | | |
| Financial assets not held for trading | | | | |
| — Unlisted equity securities (note (v)) | — | — | 12,718 | 12,718 |
| | 230,748 | 532,291 | 284,362 | 1,047,401 |
| <i>Financial liabilities measured at fair value through profit or loss</i> | | | | |
| Accruals and other payables (note (vi)) | — | 99,811 | 53,576 | 153,387 |

41 FAIR VALUE MEASUREMENT (CONTINUED)

(a) Financial instruments measured at fair value (Continued)

| | Level 1 HK\$'000 | Level 2 HK\$'000 | Level 3 HK\$'000 | Total HK\$'000 |
|---|---------------------|---------------------|---------------------|-------------------|
| As at 31 December 2024 | | | | |
| <i>Financial assets measured at fair value through profit or loss</i> | | | | |
| Financial assets held for trading | | | | |
| — Listed equity securities (note (i)) | 180,321 | 8 | — | 180,329 |
| — Unlisted equity securities (note (ii)) | — | — | 390,784 | 390,784 |
| — Private equity funds (note (iii)) | — | — | 61,993 | 61,993 |
| Loans to margin clients (note (iv)) | — | 610,217 | — | 610,217 |
| <i>Financial assets measured at fair value through other comprehensive income</i> | | | | |
| Financial assets not held for trading | | | | |
| — Unlisted equity securities (note (v)) | — | — | 3,382 | 3,382 |
| | 180,321 | 610,225 | 456,159 | 1,246,705 |
| <i>Financial liabilities measured at fair value through profit or loss</i> | | | | |
| Accruals and other payables (note (vi)) | — | 48,810 | 45,468 | 94,278 |

There were no transfer between Level 1 and Level 2, or transfers into or out of Level 3 during the year ended 31 December 2025. There were transfers into and out of Level 3 of HK\$267,419,000 and HK\$183,558,000, respectively, during the year ended 31 December 2024. The transfers are attributable to changes in the classification of certain investments between financial assets measured at fair value through profit or loss and interest in an associate. For details, please refer to note 18(b). Except for disclosed above, there were no transfers between Level 1 and Level 2 during the year ended 31 December 2024. The Group's policy is to recognise transfers between levels of fair value hierarchy at the date of the event or change in circumstances that caused the transfer.

Notes:

- (i) The fair value of the listed equity securities has been determined by reference to their quoted bid prices at the reporting date and has been translated using the spot foreign currency rates at the end of the reporting period where appropriate.

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For the year ended 31 December 2025

41 FAIR VALUE MEASUREMENT (CONTINUED)

(a) Financial instruments measured at fair value (Continued)

Notes: (Continued)

- (ii) The fair value of unlisted equity securities of HK\$203,736,000 (31 December 2024: HK\$321,505,000) have been determined by both market approach and asset-based approach, depending on the nature of the business entities. The market approach is based on main inputs, such as marketability discount of 15.6% (31 December 2024: 15.7%) and control premium of 29.9% (31 December 2024: 49.1%). For asset-based approach, the value is mainly based on adjusted net asset value taken into account of key adjusting factors of fair values and credit loss of underlying financial assets.

The remaining fair value of unlisted equity securities in Level 3 of HK\$8,108,000 as at 31 December 2025 was determined with reference to the recent transactions.

The remaining fair value of unlisted equity securities in Level 3 of HK\$69,279,000 as at 31 December 2024 was determined by option pricing model under equity allocation approach. The option pricing model under equity allocation approach is based on main inputs, such as 100% equity value of target company through a backsolve analysis, exercise values, expected volatility of 48.4%, risk free rate of 4.4% and expected time to expiration.

- (iii) The fair value of the private equity fund in Level 3 of HK\$25,139,000 (31 December 2024: HK\$32,082,000) has been determined with reference to the unadjusted net asset value of the funds. The fair value of the private equity fund in Level 3 of HK\$24,260,000 (31 December 2024: HK\$26,811,000) has been determined with reference to the recent transactions (31 December 2024: the unadjusted net asset value of the fund). The fair value of the remaining private equity funds in Level 3 of HK\$10,401,000 (31 December 2024: HK\$3,100,000) has been determined with reference to the recent transactions.
- (iv) The fair value of the margin loans has been determined with reference to the market value of securities pledged by margin clients at the reporting date.
- (v) The fair value of the unlisted equity securities of HK\$3,382,000 (31 December 2024: HK\$3,382,000) has been determined by using the adjusted net asset value with 10% discount. The fair value of the remaining unlisted equity securities of HK\$9,336,000 (31 December 2024: Nil) has been determined with reference to the recent transactions.
- (vi) The financial liabilities of HK\$99,811,000 (31 December 2024: HK\$48,810,000) represent net asset value attributable to third party interest of the funds. The fair value has been determined by reference to the net asset value of the funds. The underlying investments held by the funds are all listed with unadjusted quoted prices in active markets, with immaterial assets and liabilities with unobservable prices. The Group has agreed to provide corporate guarantee for any shortfall from the guaranteed amounts. The fair value of the corporate guarantee of HK\$53,576,000 as at 31 December 2025 (31 December 2024: HK\$45,468,000) has been determined with reference to the unadjusted net asset value of the corresponding fund.

41 FAIR VALUE MEASUREMENT (CONTINUED)

(a) Financial instruments measured at fair value (Continued)

Notes: (Continued)

(vii) The movement of the financial instruments measured at fair value based on significant unobservable inputs (i.e. Level 3) is as follows:

| | 2025 HK\$'000 | 2024 HK\$'000 |
|--|------------------|------------------|
| Financial assets held for trading | | |
| At the beginning of the year | 452,777 | 382,161 |
| Additions | 15,136 | 56,145 |
| Net loss recognised in profit or loss | (119,212) | (69,390) |
| Reclassified from interest in an associate | — | 267,419 |
| Reclassified to interest in an associate | — | (183,558) |
| Disposals | (77,057) | — |
| At the end of the year | 271,644 | 452,777 |
| Financial assets not held for trading | | |
| At the beginning of the year | 3,382 | 4,210 |
| Additions | 9,336 | — |
| Loss recognised in other comprehensive income | — | (828) |
| At the end of the year | 12,718 | 3,382 |
| Total net unrealised loss recognised in profit or loss for assets held at the end of the year | (118,780) | (69,390) |
| Accruals and other payables | | |
| At the beginning of the year | 45,468 | 63,500 |
| Fair value change recognised in profit or loss | 8,108 | (18,032) |
| At the end of the year | 53,576 | 45,468 |

(b) Financial instruments measured at amortised cost

The carrying amounts of the Group's financial assets and financial liabilities measured at amortised cost were not materially different from their fair values as at 31 December 2025 and 2024.

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42 OFFSETTING FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Group currently has a legally enforceable right to set off the Continuous Net Settlement (“CNS”) money obligations receivable and trade payables with Hong Kong Securities Clearing Company Limited (“HKSCC”), which are included in “Accounts receivable”, “Loans to margin clients” and “Accounts payable” as presented in the consolidated statement of financial position. It intends to settle on a net basis as accounts receivable from or accounts payable to the Stock Exchange. The net amount of CNS money obligations receivable or payable with HKSCC and guarantee fund placed in HKSCC do not meet the criteria for offsetting against each other in the financial statements and the Group does not intend to settle the balances on a net basis.

| | As at 31 December 2025 | | | | | |
|-------------------------|--|---|--|--|--------------------------------------|------------------------|
| | Gross amounts of financial assets HK\$'000 | Gross amounts of recognised financial liabilities set off in the consolidated statement of financial position HK\$'000 | Net amounts of financial assets presented in the consolidated statement of financial position HK\$'000 | Related amounts not set off in the consolidated statement of financial position Financial instruments HK\$'000 | Cash collateral received HK\$'000 | Net amount HK\$'000 |
| Assets | | | | | | |
| Accounts receivable | 462,898 | (129,602) | 333,296 | (169) | — | 333,127 |
| Loans to margin clients | 534,144 | (1,880) | 532,264 | — | — | 532,264 |
| | | | | | | |
| | As at 31 December 2025 | | | | | |
| | Gross amounts of financial liabilities HK\$'000 | Gross amounts of recognised financial assets set off in the consolidated statement of financial position HK\$'000 | Net amounts of financial liabilities presented in the consolidated statement of financial position HK\$'000 | Related amounts not set off in the consolidated statement of financial position Financial instruments HK\$'000 | Cash collateral received HK\$'000 | Net amount HK\$'000 |
| Liabilities | | | | | | |
| Accounts payable | 1,386,704 | (131,482) | 1,255,222 | (169) | — | 1,255,053 |

42 OFFSETTING FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

| | As at 31 December 2024 | | | | | |
|-------------------------|--|--|---|---|-----------------------------|------------------------|
| | Gross amounts of recognised financial assets | Gross amounts of recognised financial liabilities set off in the consolidated statement of financial position | Net amounts of financial assets presented in the consolidated statement of financial position | Related amounts not set off in the consolidated statement of financial position | | Net amount HK\$'000 |
| | | | | Financial instruments | Cash collateral received | |
| | | | | | | |
| HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | |
| Assets | | | | | | |
| Accounts receivable | 403,211 | (142,037) | 261,174 | (7,507) | — | 253,667 |
| Loans to margin clients | 612,733 | (2,516) | 610,217 | — | — | 610,217 |

| | As at 31 December 2024 | | | | | |
|--------------------|--|---|--|---|-----------------------------|------------------------|
| | Gross amounts of recognised financial assets set off | Gross amounts of recognised financial liabilities set off in the consolidated statement of financial position | Net amounts of financial liabilities presented in the consolidated statement of financial position | Related amounts not set off in the consolidated statement of financial position | | Net amount HK\$'000 |
| | | | | Financial instruments | Cash collateral received | |
| | | | | | | |
| HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | |
| Liabilities | | | | | | |
| Accounts payable | 1,365,124 | (144,553) | 1,220,571 | (7,507) | — | 1,213,064 |

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

43 SUMMARY OF FINANCIAL ASSETS AND LIABILITIES BY CATEGORY

The carrying amounts of the Group's financial assets and liabilities as recognised at the reporting date may be categorised as follows. See notes 2.15 and 2.21 to the financial statements for explanations about how the category of financial instruments affects their subsequent measurement.

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---|--|--|
| Financial assets | | |
| <i>Financial assets measured at fair value through profit or loss</i> | | |
| — Financial assets held for trading | 502,419 | 633,106 |
| — Loans to margin clients | 532,264 | 610,217 |
| <i>Financial assets measured at fair value through other comprehensive income</i> | | |
| — Financial assets not held for trading | 12,718 | 3,382 |
| <i>Financial assets measured at amortised cost</i> | | |
| — Financial assets not held for trading | 169,204 | 132,248 |
| — Other assets | 12,393 | 15,540 |
| — Accounts receivable | 333,296 | 261,174 |
| — Credit loans | 322,061 | 320,459 |
| — Deposits and other receivables | 48,729 | 44,516 |
| — Bank balances held on behalf of clients | 1,020,075 | 1,025,136 |
| — Pledged bank deposits | 10,184 | 22,700 |
| — Cash and cash equivalents | 112,189 | 156,675 |
| | 3,075,532 | 3,225,153 |
| Financial liabilities | | |
| <i>Financial liabilities measured at amortised cost</i> | | |
| — Accounts payables | 1,255,222 | 1,220,571 |
| — Bank and other borrowings | 447,978 | 668,284 |
| — Accruals and other payables | 145,970 | 152,125 |
| — Lease liabilities | 30,115 | 49,716 |
| <i>Financial liabilities measured at fair value through profit or loss</i> | | |
| — Accruals and other payables | 153,387 | 94,278 |
| | 2,032,672 | 2,184,974 |

44 CAPITAL MANAGEMENT

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and make adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

Certain subsidiaries of the Company are regulated by the Securities and Futures Commission or Insurance Authority. These subsidiaries are required to maintain certain minimum liquid capital, net asset value and paid-up capital according to the Securities and Futures Ordinance and the Insurance Ordinance, respectively. Management monitors these subsidiaries' liquid capital or net asset value and paid-up capital to ensure they meet the minimum requirement in accordance with the Securities and Futures (Financial Resources) Rules or the Insurance Ordinance. These externally imposed capital requirements have been complied with by the relevant group entities for the years ended 31 December 2025 and 2024.

The Group monitors its capital using a gearing ratio, which is total debts divided by total equity. For this purpose, total debts represent bank and other borrowings as shown in the consolidated statement of financial position. The Group aims to maintain the gearing ratio at a reasonable level.

The gearing ratio as at the reporting date was as follows:

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|---------------|--|--|
| Total debts | 447,978 | 668,284 |
| Net assets | 1,689,729 | 1,993,359 |
| Gearing ratio | 27% | 34% |

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45 STATEMENT OF FINANCIAL POSITION OF THE COMPANY

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 |
|--|--|--|
| ASSETS AND LIABILITIES | | |
| Non-current assets | | |
| Intangible assets | 530 | 530 |
| Property and equipment | 1,358 | 1,043 |
| Investments in subsidiaries | 105,254 | 105,254 |
| Other assets | 193 | — |
| Financial assets measured at fair value through other comprehensive income | 3,382 | 3,382 |
| | 110,717 | 110,209 |
| Current assets | | |
| Prepayments, deposits and other receivables | 3,053 | 3,227 |
| Amount due from subsidiaries | 1,743,288 | 2,124,348 |
| Cash and cash equivalents | 24,396 | 12,394 |
| | 1,770,737 | 2,139,969 |
| Current liabilities | | |
| Bank and other borrowings | 157,034 | 341,209 |
| Accruals and other payables | 60,864 | 51,403 |
| | 217,898 | 392,612 |
| Net current assets | 1,552,839 | 1,747,357 |
| Non-current liability | | |
| Other borrowings | 3,977 | — |
| Net assets | 1,659,579 | 1,857,566 |
| EQUITY | | |
| Share capital | 20,657 | 20,657 |
| Reserves (note) | 1,638,922 | 1,836,909 |
| Total equity | 1,659,579 | 1,857,566 |

Approved and authorised for issue by the Board on 24 March 2026.

On behalf of the Board

HAN Xiaosheng
Director

Kenneth LAM Kin Hing
Director

45 STATEMENT OF FINANCIAL POSITION OF THE COMPANY (CONTINUED)

Note:

| | Share premium HK\$'000 | Capital redemption reserve HK\$'000 | Contributed surplus HK\$'000 | Investment revaluation reserve HK\$'000 | Shareholder's contribution HK\$'000 | Shares held for Share | | Accumulated losses HK\$'000 | Total HK\$'000 |
|--|---------------------------|--|---------------------------------|--|--|--------------------------|----------------------------------|--------------------------------|-------------------|
| | | | | | | Award Scheme HK\$'000 | Share option reserve HK\$'000 | | |
| As at 1 January 2024 | 117,070 | 1,019 | 5,333,525 | (18,608) | 1,811 | (22,798) | 3,864 | (3,793,947) | 1,621,936 |
| Transactions with equity holders: | | | | | | | | | |
| — Share option expenses recognised | — | — | — | — | — | — | 7,423 | — | 7,423 |
| Total transactions with equity holders | — | — | — | — | — | — | 7,423 | — | 7,423 |
| Net profit for the year | — | — | — | — | — | — | — | 208,078 | 208,078 |
| Other comprehensive loss: | | | | | | | | | |
| — Capital distribution from investment measured at fair value through other comprehensive income | — | — | — | 300 | — | — | — | — | 300 |
| — Change in fair value of investment measured at fair value through other comprehensive income | — | — | — | (828) | — | — | — | — | (828) |
| Total comprehensive income for the year | — | — | — | (528) | — | — | — | 208,078 | 207,550 |
| As at 31 December 2024 and 1 January 2025 | 117,070 | 1,019 | 5,333,525 | (19,136) | 1,811 | (22,798) | 11,287 | (3,585,869) | 1,836,909 |
| Transactions with equity holders: | | | | | | | | | |
| — Special dividend declared and paid (note 14) | — | — | (74,364) | — | — | — | — | — | (74,364) |
| — Share option lapsed | — | — | — | — | — | — | (105) | 105 | — |
| — Share option expenses recognised | — | — | — | — | — | — | 6,310 | — | 6,310 |
| Total transactions with equity holders | — | — | (74,364) | — | — | — | 6,205 | 105 | (68,054) |
| Net loss for the year | — | — | — | — | — | — | — | (129,933) | (129,933) |
| Total comprehensive loss for the year | — | — | — | — | — | — | — | (129,933) | (129,933) |
| Transfer loss on disposal of equity investments measured at fair value through other comprehensive income to accumulated losses (note 19(c)(ii)) | — | — | — | 7,829 | — | — | — | (7,829) | — |
| As at 31 December 2025 | 117,070 | 1,019 | 5,259,161 | (11,307) | 1,811 | (22,798) | 17,492 | (3,723,526) | 1,638,922 |

Notes to the Consolidated Financial Statements

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46 PARTICULARS OF THE PRINCIPAL SUBSIDIARIES OF THE GROUP

Particulars of the principal subsidiaries as at 31 December 2025 are as follows:

| Name of company | Place of incorporation | Particulars of issued capital | Percentage of interest | | Principal activities and place of operations |
|---|------------------------|--------------------------------------|------------------------|--------------------------|--|
| | | | Held by the company | Held by the subsidiaries | |
| Quam Asset Management Limited | Hong Kong | Ordinary shares of HK\$28,000,000 | — | 100 | Investment adviser and asset management/Hong Kong |
| Quam Capital (Holdings) Limited | Hong Kong | Ordinary shares of HK\$78,260,002 | 100 | — | Investment holding/Hong Kong |
| Quam Capital Limited | Hong Kong | Ordinary shares of HK\$84,000,000 | — | 100 | Corporate finance and investment adviser/Hong Kong |
| Quam Finance Limited | Hong Kong | Ordinary shares of HK\$54,200,000 | 100 | — | Finance and money Lending/Hong Kong |
| Quam Private Equity Limited | Hong Kong | Ordinary shares of HK\$1,500,000 | — | 100 | Investment holding/Hong Kong |
| Quam Securities Limited | Hong Kong | Ordinary shares of HK\$1,270,000,000 | — | 100 | Securities dealing and futures and options broking/Hong Kong |
| Quam Global Ventures (BVI) Limited | British Virgin Islands | 1 ordinary share of US\$1 | — | 100 | Fund investments/Hong Kong |
| Quam Ventures (HK) Limited | Hong Kong | Ordinary shares of HK\$6,000,000 | — | 100 | Investment holding/Hong Kong |
| Quam Communications Limited | Hong Kong | Ordinary shares of HK\$76,520,664 | — | 100 | Investment holding/Hong Kong |
| Quam.net Financial Media Limited | Hong Kong | Ordinary shares of HK\$6,000,000 | — | 100 | Website management and other related services/Hong Kong |
| Global Alliance Partners Funds SICAV — Quam Plus Greater China UCITS Fund | Luxembourg | N/A | — | 51 | Investment in securities/Hong Kong |
| Delight Wise Investments Limited | British Virgin Islands | 50,000 ordinary shares of US\$1 each | — | 100 | Investment holding/U.S. |
| Well Foundation Company Limited | Hong Kong | Ordinary shares of HK\$20 | 100 | — | Investment holding/Hong Kong |

46 PARTICULARS OF THE PRINCIPAL SUBSIDIARIES OF THE GROUP (CONTINUED)

The above table lists the material subsidiaries of the Company which, in the opinion of the Directors, principally contribute the results for the year or hold a substantial portion of assets or liabilities of the Group. To give details of other subsidiaries would, in the opinion of the Directors, result in particulars of excessive length.

47 POSSIBLE IMPACT OF NEW AND AMENDED HKFRS ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2025

Up to the date of issue of the consolidated financial statements, the HKICPA has issued a number of new and amended HKFRS Accounting Standards, which are not yet effective for the year ended 31 December 2025 and which have not been early adopted in the consolidated financial statements. These developments include the following which may be relevant to the Group.

| | Effective for accounting periods beginning on or after |
|---|---|
| Amendments to HKFRS 9 and HKFRS 7 — Amendments to the Classification and Measurement of Financial Instruments | 1 January 2026 |
| Amendments to HKFRS 9 and HKFRS 7 — Contracts Referencing Nature-dependent Electricity | 1 January 2026 |
| Annual Improvements to HKFRS Accounting Standards — Volume 11 | 1 January 2026 |
| HKFRS 18 — Presentation and Disclosure in Financial Statements | 1 January 2027 |
| Amendments to Hong Kong Interpretation 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 |

The Group is currently accessing the possible impact of the above new and amended HKFRS Accounting Standards in the period of initial application. Except for the below, the Group has considered that the adoption of these new and amended HKFRS Accounting Standards is unlikely to have a material impact to the Group's consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 December 2025

47 POSSIBLE IMPACT OF NEW AND AMENDED HKFRS ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

HKFRS 18 — Presentation and Disclosure in Financial Statements (“HKFRS 18”)

HKFRS 18 will replace HKAS 1 *Presentation of Financial Statements* and aims to improve the transparency and comparability of information about an entity’s financial statements. HKFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027 and is to be applied retrospectively.

Among other changes, under HKFRS 18, 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 and to present two new defined subtotals. Entities are also required to provide specific disclosures about management-defined performance measures in a single note in the financial statements.

The Group does not plan to early adopt HKFRS 18 and is still in the process of accessing the impact of the adoption.

48 EVENTS AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in this report, no other significant events were required to be disclosed.

Five-Year Financial Summary

A summary of the results and of the assets and liabilities of the Group for the last five financial years, as extracted from the published audited financial statements, and reclassified as appropriate, is set out below.

| | 2025 HK\$'000 | 2024 HK\$'000 | 2023 HK\$'000 | 2022 HK\$'000 (Restated) | 2021 HK\$'000 (Restated) |
|--|------------------|------------------|------------------|--------------------------------|--------------------------------|
| RESULTS | | | | | |
| Revenue | 206,321 | 413,551 | 345,654 | (27,884) | 913,784 |
| Other (loss)/income, net | (26,346) | (177,350) | 159,880 | (73,417) | 15,110 |
| Direct costs | (88,980) | (73,421) | (93,739) | (103,824) | (141,838) |
| Staff costs | (156,399) | (159,477) | (173,833) | (165,883) | (186,178) |
| Depreciation and amortisation | (16,390) | (19,594) | (31,859) | (41,940) | (45,807) |
| (Loss)/gain on fair value change of investment properties | (17,940) | 8,580 | (42,120) | — | — |
| ECL net (charges)/reversal | (55,467) | 21,247 | 61,954 | (1,066,478) | (2,638,566) |
| Finance costs | (37,541) | (52,388) | (49,373) | (50,355) | (62,442) |
| Other operating expenses | (40,962) | (51,301) | (57,999) | (53,841) | (55,325) |
| Share of results of associates, net | — | 24,104 | (694) | (556) | 526 |
| Share of results of joint ventures, net | — | — | — | — | 1,552 |
| (Loss)/profit before tax | (233,704) | (66,049) | 117,871 | (1,584,178) | (2,199,184) |
| Tax (expenses)/credit, net | (2,984) | (7,318) | 1,666 | 514 | (61,393) |
| Net (loss)/profit attributable to the equity holders of the Company | (236,688) | (73,367) | 119,537 | (1,583,664) | (2,260,577) |

Five-Year Financial Summary

| | As at 31 December 2025 HK\$'000 | As at 31 December 2024 HK\$'000 | As at 31 December 2023 HK\$'000 | As at 31 December 2022 HK\$'000 | As at 31 December 2021 HK\$'000 |
|-------------------------------|--|--|--|--|--|
| ASSETS AND LIABILITIES | | | | | |
| Total assets | 3,729,670 | 4,189,276 | 4,064,012 | 4,678,087 | 6,841,285 |
| Total liabilities | (2,039,941) | (2,195,917) | (2,002,597) | (2,666,481) | (3,244,490) |
| | 1,689,729 | 1,993,359 | 2,061,415 | 2,011,606 | 3,596,795 |



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