MOG DIGITECH HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1942)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2026

The board (the "**Board**") of directors (the "**Director(s)**") of MOG Digitech Holdings Limited (the "**Company**") is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (the "**Group**") for the six months ended 30 June 2026 together with the comparative figures for the six months ended 30 June 2025.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2026

		Six months ended 30 June	
		2026	2025
	Notes	***RMB'000***	*RMB'000*
		(unaudited)	(unaudited)
Revenue	*4*	**149,183**	512,168
Cost of sales		**(94,474)**	(420,936)
Gross profit		**54,709**	91,232
Other income and other gains, net	*5*	**10,660**	10,259
Selling and distribution costs		**(23,703)**	(52,376)
Administrative expenses		**(65,122)**	(38,187)
Provision for impairment losses on loan, trade and other receivables		**(6,150)**	(6,571)
Finance costs	*6*	**(1,082)**	(1,055)
Share of results of associates	*12*	**(317)**	392
(Loss)/profit before tax	*6*	**(31,005)**	3,694
Income tax expense	*7*	**(2,974)**	(3,149)
(Loss)/profit for the period		**(33,979)**	545

	Note	Six months ended 30 June **2026** **RMB'000** **(unaudited)**	2025 RMB'000 (unaudited)
Other comprehensive income (expense)			
Item that will not be reclassified to profit or loss:			
Exchange differences on translation of the Company's financial statements to presentation currency		**9,435**	(12,898)
Fair value change of financial assets at fair value through other comprehensive income (expense)		**7,283**	(1,556)
		16,718	(14,454)
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on consolidation		**(30,389)**	5,008
Other comprehensive expense for the period		**(13,671)**	(9,446)
Total comprehensive expense for the period		**(47,650)**	(8,901)
(Loss) profit for the period attributable to:			
Owners of the Company		**(33,998)**	1,889
Non-controlling interests		**19**	(1,344)
		(33,979)	545
Total comprehensive expense attributable to:			
Owners of the Company		**(45,828)**	(7,769)
Non-controlling interests		**(1,822)**	(1,132)
		(47,650)	(8,901)
(Loss) earning per share attributable to owners of the Company			
Basic and diluted	*8*	**RMB(0.025)**	RMB0.002

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2026

	Notes	At 30 June 2026 RMB'000 (unaudited)	At 31 December 2025 RMB'000 (audited)
Non-current assets			
Investment properties		**1,779**	1,880
Right-of-use assets	*10*	**19,707**	11,581
Property, plant and equipment	*11*	**75,432**	79,281
Investments in associates	*12*	**58,682**	46,000
Intangible assets		**387**	541
Goodwill		**46,522**	46,522
Financial assets at fair value through other comprehensive income	*13*	**64,381**	58,969
Deferred tax assets		**1,110**	1,546
		268,000	246,320
Current assets			
Inventories		**54,790**	24,953
Trade and other receivables	*14*	**462,150**	481,124
Fixed deposits with licensed banks		**45,430**	54,015
Bank balances and cash		**41,366**	98,121
Financial asset at fair value through profit or loss	*15*	**35,980**	38,350
Tax recoverable		**4,509**	7,755
		644,225	704,318
Current liabilities			
Trade and other payables	*16*	**95,874**	97,211
Interest-bearing borrowings		**27,705**	25,000
Lease liabilities	*17*	**12,757**	13,167
Tax payable		**4,027**	3,168
		140,363	138,546
Net current assets		**503,862**	565,772
Total assets less current liabilities		**771,862**	812,092

	Notes	At **30 June** **2026** ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Non-current liabilities			
Lease liabilities	*17*	**10,614**	2,852
Provisions		**434**	450
Deferred tax liabilities		**97**	136
		11,145	3,438
NET ASSETS		**760,717**	808,654
Capital and reserves			
Share capital	*18*	**12,447**	12,447
Reserves		**739,062**	785,099
Equity attributable to owners of the Company		**751,509**	797,546
Non-controlling interests		**9,208**	11,108
TOTAL EQUITY		**760,717**	808,654

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

1. CORPORATE INFORMATION

MOG Digitech Holdings Limited (the "**Company**", together with its subsidiaries are collectively referred to as the "**Group**") was incorporated as an exempted company with limited liability in the Cayman Islands on 4 June 2019. The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 15 April 2020 (the "**Listing**"). The registered office of the Company is situated at Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Group's headquarter is situated at Room 201, 2nd Floor, Tower 2, Hengye Plaza, No. 1666 Ziyu Road, Chaoyang New City, Xihu District, Nanchang City, Jiangxi Province, the People's Republic of China (the "**PRC**"). The Company's principal place of business in Hong Kong is situated at Unit 1102, 11/F, 29 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is an investment holding company and its subsidiaries are principally engaged in digital payment solutions related business, e-commerce, financing services and money lending business in the PRC, optical product retail, franchise and license management in Malaysia.

The unaudited condensed consolidated financial information are presented in Renminbi ("**RMB**") and all amounts have been rounded to the nearest thousand ("**RMB'000**"), unless otherwise indicated.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2026 (the "**Interim Financial Statements**") has been prepared in accordance with International Accounting Standard ("**IAS**") 34 *"Interim Financial Reporting"* issued by International Accounting Standard Board (the "**IASB**") and the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange.

The preparation of the Interim Financial Statements in conformity with IAS 34 requires the management of the Group to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a period to date basis. Actual results may differ from these estimates.

The Interim Financial Statements include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since 31 December 2025, and therefore, do not include all of the information required for full set of financial statements prepared in accordance with the International Financial Reporting Standards ("**IFRSs**") issued by the IASB, which collective term includes all applicable individual IFRSs, IASs and Interpretations issued by the IASB. They shall be read in conjunction with the audited consolidated financial statements of the Group for the year ended 31 December 2025 (the "**2025 Financial Statements**").

In preparing the Interim Financial Statements, significant judgements made by the management of the Group in applying the Group's accounting policies and the key sources of estimation uncertainty are the same as those that applied in the 2025 Financial Statements.

Principal accounting policies

The measurement basis used in the preparation of the Interim Financial Statements is historical cost.

The accounting policies and methods of computation used in the Interim Financial Statements are consistent with those followed in the preparation of the 2025 Financial Statements.

The adoption of the new/revised IFRSs which are relevant to the Group and effective for the current period does not have any significant impact on the Interim Financial Statements.

At the date of authorisation of the Interim Financial Statements, the IASB has issued a number of new/revised IFRSs that are not yet effective for the current period, which the Group has not early adopted. The directors of the Company do not anticipate that the adoption of the new/revised IFRSs in future periods will have any material impact on the results and financial position of the Group.

3. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being identified as the chief operating decision makers ("**CODM**"), for the purposes of resource allocation and assessment of segment performance focuses on types of services and goods delivered. The CODM has determined the operating segment based on above factors.

Specifically, the Group's reportable and operating segments are as follows:

(1) Digital payment solutions related business;

(2) Optical product retail, franchise and license management;

(3) E-commerce; and

(4) Financing services and money lending.

Segment revenue and results

Segment revenue represents revenue derived from digital payment solutions related business, optical product retail, franchise and license management, e-commerce, financing services and money lending.

Segment results represent the profit before tax reported by each segment without allocation of other income and other gains, and administrative expenses reported by corporate office, finance costs, provision for impairment loss on loan, trade and other receivables, share of results of associates and income tax expense. This is the measure reported to the CODM of the Group for the purposes of resource allocation and performance assessment.

The segment information provided to the CODM of the Group for the reportable segments for the six months ended 30 June 2026 and 2025 is as follows:

For the six months ended 30 June 2026 (unaudited)

	Digital payment solutions related business *RMB'000*	Optical product retail, franchise and license management *RMB'000*	E-commerce *RMB'000*	Financing services and money lending *RMB'000*	Total *RMB'000*
Segment revenue	**34,199**	**65,890**	**41,463**	**7,631**	**149,183**
Segment results	**(2,504)**	**9,142**	**(1,263)**	**12,755**	**18,130**
Unallocated other income and other gain					**824**
Unallocated administrative expenses					**(42,410)**
Finance costs					**(1,082)**
Provision for impairment loss on loan, trade and other receivables					**(6,150)**
Share of results of associates					**(317)**
Loss before tax					**(31,005)**
Income tax expense					**(2,974)**
Loss for the period					**(33,979)**

For the six months ended 30 June 2025 (unaudited)

	Digital payment solutions related business *RMB'000*	Optical product retail, franchise and license management *RMB'000*	E-commerce *RMB'000*	Financing services and money lending *RMB'000*	Total *RMB'000*
Segment revenue	358,146	88,165	59,458	6,399	512,168
Segment results	(6,794)	16,919	619	9,151	19,895
Unallocated other income and other gain					5,051
Unallocated administrative expenses					(14,018)
Finance costs					(1,055)
Provision for impairment loss on loan, trade and other receivables					(6,571)
Share of results of associates					392
Profit before tax					3,694
Income tax expense					(3,149)
Profit for the period					545

Segment assets and liabilities

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

At 30 June 2026 (unaudited)

	Digital payment solutions related business *RMB'000*	**Optical product retail franchise, and license management** *RMB'000*	**E-commerce** *RMB'000*	**Financing services and money leading** *RMB'000*	**Unallocated** *RMB'000*	**Total** *RMB'000*
Assets						
Reportable segment assets	**197,664**	**155,540**	**96,664**	**244,457**	**217,900**	**912,225**
Liabilities						
Reportable segment liabilities	**13,277**	**34,976**	**79,467**	**3,013**	**20,775**	**151,508**

At 31 December 2025 (audited)

	Digital payment solutions related business *RMB'000*	Optical product retail franchise, and license management *RMB'000*	E-commerce *RMB'000*	Financing services and money lending *RMB'000*	Unallocated *RMB'000*	Total *RMB'000*
Assets						
Reportable segment assets	190,508	163,166	72,714	265,792	258,458	950,638
Liabilities						
Reportable segment liabilities	15,789	42,528	61,979	3,045	18,643	141,984

For the purposes of monitoring segment performance and allocating resources between segments:

- segment assets include investment properties, right-of-use assets, property, plant and equipment, goodwill, investment in associates, intangible assets, financial assets at fair value through other comprehensive income, inventories, trade and other receivables, fixed deposits with licensed banks and bank balances and cash. Other assets are not allocated to operating segments as these assets are managed on a corporate basis; and

- segment liabilities include trade and other payables, interest-bearing borrowing, lease liabilities and provisions. Other liabilities are not allocated to operating segments as these liabilities are managed on a corporate basis.

Geographical information

The Group's revenue is derived from its operations in the PRC and Malaysia. Information about the Group's revenue from external customers is presented based on the location of operation of the Group. Information about the Group's non-current assets is presented based on physical location of the assets, in the case of property, plant and equipment, right-of-use assets and investment properties; based on the location of the operation, in the case of investment in associates, intangible assets, goodwill, financial assets at fair value through other comprehensive income and deferred tax assets.

(a) Information about the Group's revenue from external customers

The Group's revenue breakdown by geographical location, which is determined by the location of operation, is as follows:

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
The PRC (exclude Hong Kong)	**75,650**	417,310
Malaysia	**65,890**	88,165
Hong Kong	**7,643**	6,693
	149,183	512,168

(b) Information about the Group's non-current assets

The Group's non-current assets breakdown by geographical location, which is determined by the location of assets, is as follows:

	At 30 June 2026	At 31 December 2025
	RMB'000	*RMB'000*
	(unaudited)	(audited)
The PRC (exclude Hong Kong)	**99,646**	98,275
Malaysia	**24,474**	25,638
Hong Kong	**143,880**	122,407
	268,000	246,320

Information about major customer

Details of the customer individually accounting for 10% or more of total revenue of the Group during the six months ended 30 June 2026 and 2025 are as follows:

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
Customer A *(Note a & b)*	**9,435**	108,321

Notes:

(a) Revenue generated from digital payment solutions related business.

(b) The customer did not contribute revenue to the Group over 10% of the total revenue in the six months ended 30 June 2026.

4. REVENUE

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
Revenue from contracts with customers within IFRS 15		
Digital payment solutions related business	**34,199**	358,146
Optical product retail, franchise and license management	**65,890**	88,165
E-commerce	**41,463**	59,458
Financing services and money lending	**7,631**	6,399
	149,183	512,168
Timing of revenue recognition		
A point in time	**141,518**	505,736
Over time	**7,665**	6,432
	149,183	512,168
Type of transaction price		
Fixed price	**149,183**	512,168
Variable price	**–**	–
	149,183	512,168

The amount of revenue recognised for the six months ended 30 June 2026 that was included in the contract liabilities at the beginning of the reporting period was approximately RMB4,546,000 (six months ended 30 June 2025: approximately RMB9,287,000).

5. OTHER INCOME AND OTHER GAINS, NET

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
Bank interest income	**181**	492
Exchange gain	**2,479**	4,723
Fair value changes on financial assets at fair value through profit or loss ("**FVTPL**")	**(974)**	–
Gain on debt purchase	**–**	3,090
Gain on debt restructuring	**5,940**	–
Gain on disposal of plant and equipment, net	**175**	144
Interest income from convertible bonds	**465**	–
Loan interest income	**1,482**	637
Rental income from investment properties	**118**	101
Sponsorship income	**443**	252
Sundry income	**351**	820
	10,660	10,259

6. (LOSS)/PROFIT BEFORE TAX

This is stated after charging/(crediting):

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
Finance costs		
Interest on interest-bearing borrowings	**496**	311
Interest on lease liabilities	**586**	744
	1,082	1,055
Staff costs (including directors' remuneration)		
Salaries, discretionary bonus, allowances and other benefits in kind	**34,378**	30,833
Contributions to defined contribution plans	**3,783**	2,733
	38,161	33,566
Other items		
Amortisation of intangible assets	**154**	294
Cost of inventories	**94,469**	473,343
Depreciation of investment properties	**70**	34
Depreciation of property, plant and equipment	**3,542**	3,938
Depreciation of right-of-use assets	**7,243**	8,129
Exchange gain, net	**(2,479)**	(4,723)

7. INCOME TAX EXPENSE

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
Current tax		
PRC enterprise income tax	**7**	6
Malaysia corporate income tax	**3,077**	3,703
Deferred tax		
Changes in temporary differences	**(110)**	(560)
Total income tax expense for the period	**2,974**	3,149

No provision for Hong Kong profits tax has been made as the Group had no assessable profits arising in or derived from Hong Kong for the six months ended 30 June 2026 and 2025.

The Group's entities established in the Cayman Islands and the British Virgin Islands are exempted from corporate income tax therein.

The Group's entities established in the PRC are subject to PRC enterprise income tax at a statutory rate of 25% for the six months ended 30 June 2026 and 2025.

Malaysia corporate income tax is calculated at 24% of the estimated assessable profits for the six months ended 30 June 2026 and 2025.

8. (LOSS) EARNING PER SHARE

The calculation of basic and diluted (loss) earning per share attributable to owners of the Company is based on the following information:

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(unaudited)	(unaudited)
(Loss) profit for the period attributable to owners of the Company, used in basic and diluted (loss) earning per share calculation	**(33,998)**	1,889
	Number of shares	
	(unaudited)	(unaudited)
Weighted average number of ordinary shares for basic and diluted (loss) earning per share calculation	**1,372,260,578**	1,094,055,629
	RMB	*RMB*
	(unaudited)	(unaudited)
Basic and diluted (loss) earning per share	**(0.025)**	0.002

No adjustment has been made to basic (loss)/earning per share as there was no dilutive potential ordinary shares of the Company outstanding during the six months ended 30 June 2026 and 2025.

9. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2026 (six months ended 30 June 2025: nil).

10. RIGHT-OF-USE ASSETS

	Shoplots	**Motor vehicles**	**Leasehold improvements**	**Lease Properties**	**Total**
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Reconciliation of carrying amounts – year ended 31 December 2025 (audited)					
At 1 January 2025	16,828	1,382	165	7,159	25,534
Additions	11,025	610	–	–	11,635
Depreciation	(12,535)	(595)	(15)	(3,654)	(16,799)
Disposal of subsidiaries	(8,902)	(481)	–	–	(9,383)
Exchange realignment	718	98	5	(227)	594
At 31 December 2025	7,134	1,014	155	3,278	11,581
Reconciliation of carrying amounts – six months ended 30 June 2026 (unaudited)					
At 1 January 2026	**7,134**	**1,014**	**155**	**3,278**	**11,581**
Additions	**4,288**	**–**	**–**	**11,682**	**15,970**
Depreciation	**(3,284)**	**(249)**	**(8)**	**(3,702)**	**(7,243)**
Exchange realignment	**(267)**	**(59)**	**(5)**	**(270)**	**(601)**
At 30 June 2026	**7,871**	**706**	**142**	**10,988**	**19,707**

The Group leases several assets including shoplots, motor vehicles, leasehold improvements and lease properties. The leases in respect of shoplots typically run for an initial period of 1 to 3 years (31 December 2025: 1 to 3 years) and the lease term of the remaining right-of-use assets are ranging from 2 to 5 years (31 December 2025: 2 to 5 years).

11. PROPERTY, PLANT AND EQUIPMENT

	Computers and software *RMB'000*	Furniture, fixtures and office equipment *RMB'000*	Optical equipment *RMB'000*	Motor vehicles *RMB'000*	Leasehold Improvements *RMB'000*	Leasehold land and building *RMB'000*	Construction in progress *RMB'000*	Total *RMB'000*
Reconciliation of carrying amounts – year ended 31 December 2025 (audited)								
At 1 January 2025	611	11,555	4,462	207	1,927	63,906	–	82,668
Additions	10	2,181	568	2,415	2,620	–	8,307	16,101
Disposals	–	(7)	(30)	(48)	–	–	–	(85)
Written off	(3)	(3)	(1)	–	–	–	–	(7)
Impairment	–	–	–	–	–	(3,921)	–	(3,921)
Depreciation	(465)	(2,361)	(1,122)	(206)	(1,072)	(2,780)	–	(8,006)
Disposal of subsidiaries	(87)	(2,990)	(1,951)	–	(799)	–	–	(5,827)
Exchange realignment	803	301	197	(51)	(122)	(2,590)	(180)	(1,642)
At 31 December 2025	869	8,676	2,123	2,317	2,554	54,615	8,127	79,281
Reconciliation of carrying amounts – six months ended 30 June 2026 (unaudited)								
At 1 January 2026	**869**	**8,676**	**2,123**	**2,317**	**2,554**	**54,615**	**8,127**	**79,281**
Additions	**11**	**249**	**3**	**–**	**593**	**–**	**1,605**	**2,461**
Disposals	**(11)**	**(33)**	**–**	**(8)**	**(11)**	**–**	**–**	**(63)**
Written off	**–**	**(1)**	**(4)**	**–**	**–**	**–**	**–**	**(5)**
Depreciation	**(255)**	**(794)**	**(255)**	**(90)**	**(813)**	**(1,335)**	**–**	**(3,542)**
Exchange realignment	**(25)**	**(126)**	**(70)**	**(82)**	**(115)**	**(1,952)**	**(330)**	**(2,700)**
At 30 June 2026	**589**	**7,971**	**1,797**	**2,137**	**2,208**	**51,328**	**9,402**	**75,432**

12. INVESTMENTS IN ASSOCIATES

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
At the beginning of the period/year	**46,000**	73,000
Addition	**12,999**	–
Share of results of associates	**(317)**	(795)
Impairment	**–**	(26,205)
At the end of the period/year	**58,682**	46,000

13. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	At 30 June 2026 *RMB'000* (unaudited)	At 31 December 2025 *RMB'000* (audited)
Equity investments in listed entities	**5,927**	5,421
Equity investments in unlisted entities	**58,454**	53,548
	64,381	58,969

The above equity investments in listed and unlisted entities represent ordinary shares of an entity listed in Malaysia and the Group's investments in unlisted companies, respectively.

14. TRADE AND OTHER RECEIVABLES

	At 30 June 2026 *RMB'000* (unaudited)	At 31 December 2025 *RMB'000* (audited)
Trade receivables		
From third parties	**49,657**	40,505
Less: Impairment losses	**(8,267)**	(7,224)
	41,390	33,281
Other receivables		
Deposits paid	**101,039**	106,193
Prepayments	**39,317**	32,102
Rental and other related deposits	**2,454**	2,544
Other receivables	**90,415**	63,939
Loan receivables	**231,040**	281,463
Less: Impairment losses	**(43,505)**	(38,398)
	420,760	447,843
	462,150	481,124

The ageing of trade receivables, net of impairment losses, based on the date of delivery of goods and services at the end of each reporting period is as follows:

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Within 30 days	**9,900**	9,741
31 to 60 days	**5,775**	5,755
61 to 90 days	**6,179**	7,017
91 to 120 days	**14,091**	1,564
121 to 360 days	**5,168**	7,695
Over 361 days	**277**	1,509
	41,390	33,281

At the end of each reporting period, the ageing analysis of the trade receivables, net of impairment losses, by due date is as follows:

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Not yet due	**9,900**	9,741
Past due:		
Within 30 days	**5,775**	5,755
31 to 60 days	**6,179**	7,017
61 to 90 days	**14,091**	1,564
91 to 120 days	**5,168**	7,695
Over 121 days	**277**	1,509
	31,490	23,540
	41,390	33,281

The Group normally grants credit term to third parties ranges from 30 to 60 days (31 December 2025: ranges from 30 to 60 days) from the date of delivery of goods and services.

15. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Financial assets at FVTPL		
Unlisted investment funds	**22,336**	23,359
Unlisted convertible bonds	**12,962**	14,033
Unlisted equity investments	**682**	958
	35,980	38,350

16. TRADE AND OTHER PAYABLES

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Trade payables to third parties	**38,745**	24,491
Other payables		
Contract liabilities	**15,653**	19,714
Salaries and allowances payable	**481**	1,006
Accrued charges and other payables	**40,995**	51,783
Amounts due to minority interests of subsidiaries	**–**	217
	57,129	72,720
	95,874	97,211

The trade payables are interest-free and normal credit terms up to 180 days.

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

	At 30 June 2026 ***RMB'000*** **(unaudited)**	At 31 December 2025 *RMB'000* (audited)
Within 30 days	**14,667**	10,724
31 to 60 days	**13,115**	7,147
61 to 90 days	**4,010**	1,585
91 to 120 days	**1,545**	618
Over 121 days	**5,408**	4,417
	38,745	24,491

17. LEASE LIABILITIES

	At 30 June 2026 RMB'000 (unaudited)	At 31 December 2025 RMB'000 (audited)
Analysed for reporting purposes:		
Current liabilities	**12,757**	13,167
Non-current liabilities	**10,614**	2,852
	23,371	16,019

The leases of certain premises for retail stores in Malaysia call for additional rentals, which will be based on a certain percentage of revenue of the operations being undertaken therein pursuant to the terms and conditions as stipulated in the respective tenancy agreements. As the future revenue of these retail stores could not be accurately determined as at the end of the reporting period, the relevant contingent rental has not been included. Such variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liabilities and therefore are charged to profit or loss (included in "other rental and related expenses") in the accounting period in which they are incurred.

Certain leases impose a restriction that the right-of-use assets can only be used by the Group. For leases over shoplots, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease.

Commitments and present value of lease liabilities:

	Lease payments		Present value of lease payments	
	At 30 June 2026 RMB'000 (unaudited)	At 31 December 2025 RMB'000 (audited)	At 30 June 2026 RMB'000 (unaudited)	At 31 December 2025 RMB'000 (audited)
Amounts payable:				
Within one year	**16,609**	13,699	**12,757**	13,167
More than one year, but not exceeding two years	**9,214**	2,364	**6,881**	2,288
More than two years, but not exceeding five years	**4,530**	689	**3,733**	564
	30,353	16,752		
Future finance charges	**(6,982)**	(733)		
Present value of lease liabilities	**23,371**	16,019	**23,371**	16,019
Less: Amounts due for settlement within 12 months			**(12,757)**	(13,167)
Amounts due for settlement after 12 months			**10,614**	2,852

At 30 June 2026, the weighted average effective interest rate for the lease liabilities of the Group was approximately 3.84% (31 December 2025: approximately 4.44%) per annum.

18. SHARE CAPITAL

	Number of shares	HK$	Equivalent to RMB'000
Ordinary share of HK$0.01 each			
At 1 January 2025 (audited), 31 December 2025 (audited) and 1 January 2026 (audited)	2,000,000,000	20,000,000	18,232
Increase in authorised share capital *(Note a)*	18,000,000,000	180,000,000	155,977
At 30 June 2026 (unaudited)	**20,000,000,000**	**200,000,000**	**174,209**
Issued and fully paid:			
At 1 January 2025 (audited)	931,429,366	9,314,293	8,368
Shares issued by the way of subscription *(Note b)*	212,121,212	2,121,213	1,988
Shares issued by the way of placing *(Note c)*	228,710,000	2,287,100	2,091
At 31 December 2025 (audited) and 30 June 2026 (unaudited)	**1,372,260,578**	**13,722,606**	**12,447**

Notes:

(a) On 26 June 2026, the shareholders of the Company passed a resolution to increase the authorised share capital from HK$20,000,000 (divided into 2,000,000,000 shares of HK$0.01 each) to HK$200,000,000 (divided into 20,000,000,000 shares of HK$0.01 each) by the creation of an additional 18,000,000,000 shares of HK$0.01 each, representing an increase of HK$180,000,000 (equivalent to approximately RMB155,977,000). The new shares, when issued, will rank pari passu in all respects with the then existing shares.

(b) On 12 February 2025, the Company allotted and issued 212,121,212 shares by way of share subscription at HK$0.99 each. Proceeds of approximately HK$210,000,000 (equivalent to approximately RMB196,875,000) were received and the related transaction costs of approximately HK$120,000 (equivalent to approximately RMB111,000) were netted off with the proceeds. Approximately HK$2,121,000 (equivalent to RMB1,988,000) was credited to share capital and the balance of approximately HK$207,759,000 (equivalent to approximately RMB194,776,000) was credited to the share premium account. These shares rank pari passu in all respect with the then existing shares in issue.

(c) On 22 July 2025, the Company allotted and issued 228,710,000 shares by way of placing at HK$0.475 each. Proceeds of approximately HK$108,637,000 (equivalent to approximately RMB99,305,000) were received and the related transaction costs of approximately HK$1,195,000 (equivalent to approximately RMB1,099,000) were netted off with the proceeds. Approximately HK$2,287,000 (equivalent to RMB2,091,000) was credited to share capital and the balance of approximately HK$105,155,000 (equivalent to approximately RMB96,116,000) was credited to the share premium account. These shares rank pari passu in all respect with the then existing shares in issue.

19. EVENTS AFTER THE REPORTING PERIOD

Reference is made to the announcement of the Company dated 21 May 2026 and the prospectus of the Company dated 28 July 2026, in relation to, among others, the rights issue of 686,130,289 rights shares at the subscription price of HK$0.065 per rights share on the basis of one rights share for every two existing shares (the "**Rights Issue**"). On 11 August 2026, being the latest time for acceptance and payment for the rights shares, the Company had received a total of four valid applications and acceptances of provisional allotments for a total of 190,251,021 rights shares offered under the Rights Issue. Accordingly, the Rights Issue was under-subscribed by 495,879,268 rights shares. Pursuant to the placing agreement dated 21 May 2026 entered into between the Company and a placing agent (the "**Placing Agent**"), the Placing Agent will, on a best-effort basis, to procure, independent placees for the 495,879,268 unsubscribed rights shares. The announcement of the allotment results of the Rights Issue is expected to be published on 2 September 2026.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Company and its subsidiaries (collectively referred to the "**Group**") is principally engaged in digital payment solutions related business, e-commerce business, financing services and money lending business in the People's Republic of China (the "**PRC**"), optical product retail, and franchise and license management business in Malaysia.

THE DIGITAL PAYMENT SOLUTIONS RELATED BUSINESS

The Group provides digital hardware procurement and sales trading service. The Group evaluates customer needs and their existing information technology infrastructure, and provides customers with information technology infrastructure solution services by recommending the digital hardware and/or software required for their information technology systems. The Group configures and purchases digital hardware and/or software according to customer requirements and specifications, and then integrates such digital hardware and/or software into the customer's information technology system.

For the period ended 30 June 2026 (the "**Reporting Period**"), the business segment of digital payment solutions related business experienced a severe contraction in financial performance. The digital payment landscape in the PRC is highly consolidated and aggressively contested. Intense price wars, margin compression, and dominant ecosystem players have severely eroded the segment's competitive edge. The business failed to retain its user base or defend its market share against well-capitalised competitors.

In addition, this segment suffered a critical bottleneck due to a shortage of funding from the financing services business. Historically, this financing provided vital working capital liquidity to customers. Without this liquidity support, customers could no longer fund their transaction pipelines through our platform. This triggered a rapid exodus of clients to alternative providers.

THE E-COMMERCE BUSINESS

The Group has established a longstanding presence in the digital rights and interests sector, achieving numerous technological advancements and maintaining a good position within the PRC. Its subsidiary serves as an internet information technology platform provider, specialising in scene ecological digitalisation research.

During the Reporting Period, the number of customers from proprietary channels and partner merchants have been decreased due to the decrease in demand of welfare card.

THE FINANCING SERVICES AND MONEY LENDING BUSINESS

The Group provides (i) financing services to corporate clients which seeking funding to settle accounts receivable resulting from the acquisition of digital hardware from the Group and other corporate purpose and (ii) engages the money lending business in Hong Kong with a money lender license, in compliance with the Money Lenders Ordinance and Money Lenders regulations.

During the Reporting Period, the financing services and money lending business demonstrated positive growth and resilience, this performance reflects stable operational demand and effective capital allocation during the Reporting Period. The upward trajectory in revenue indicates a successful expansion of the segment's core interest-bearing asset portfolio and lending activities since 2025.

THE OPTICAL PRODUCT RETAIL, AND FRANCHISE AND LICENSE MANAGEMENT BUSINESS

The Group is offering a wide range of optical products which generally includes lenses, frames, contact lenses and sunglasses. Following the strategic disposal of certain retail subsidiaries in 2024 and 2025, the Group intentionally transitioned away from capital-heavy direct retailing. Instead, the Group accelerated its "asset-light and service-oriented" business model to protect profitability, optimise resource allocation, and mitigate systemic market risks. While the downscaling of retail store numbers inevitably compressed gross sales volumes, this outcome matches management's risk-mitigation objectives and reflects a deliberate reduction in operational overhead rather than a generic loss of brand. Although the overall revenue in this segment was decreased, the revenue generated from royalty fee was increased.

OUTLOOK

The Group remains dedicated to exploring strategic investments and partnerships within the insurance and financial technology sectors. Simultaneously, we maintain a sharp operational focus on our core business segments, including digital payment solutions, e-commerce, financing services, money lending, and optical products. Moving forward, we will proactively pursue growth opportunities designed to deliver sustainable value and maximise long-term returns for our shareholders.

FINANCIAL REVIEW

Revenue and gross profit

During the Reporting Period, the Group recorded a revenue of approximately RMB149.2 million (for the period ended 30 June 2025 (the "**Corresponding Period**"): approximately RMB512.2 million). The Group also recorded a gross profit of approximately RMB54.7 million (Corresponding Period: approximately RMB91.2 million) and a gross profit margin of approximately 36.7% (Corresponding Period: approximately 17.8%), representing an increase of approximately 18.9% as compared to that of the Corresponding Period. The increase of the gross profit margin was mainly due to the decrease in revenue contributed from the digital payment solutions segment, which historically has a low profit margin, led to a higher overall gross profit margin for the Group during the Reporting Period. As the contribution of revenue from this segment declined, the impact of lower-margin business on the Group's revenue was reduced, thereby improving the gross profit margin of the Group.

The revenue breakdown by business segments is as follows:

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Revenue from:		
Digital payment solutions related business	**34,199**	358,146
Optical product retail, franchise and license management	**65,890**	88,165
E-commerce	**41,463**	59,458
Financing services and money lending	**7,631**	6,399
	149,183	512,168

The revenue breakdown by geographical location, which is determined by the location of operation, is as follows:

	Six months ended 30 June	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Revenue from:		
The PRC (exclude Hong Kong)	**75,650**	417,310
Malaysia	**65,890**	88,165
Hong Kong	**7,643**	6,693
	149,183	512,168

1. Digital payment solutions related business

Revenue from the business segment of digital payment solutions related business amounted to approximately RMB34.2 million for the six months ended 30 June 2026, representing a decrease of approximately RMB323.9 million or approximately 90.4% as compared to the same period in 2025.

The significant contraction in revenue from the digital payment solutions business in the Reporting Period was primarily attributable to a reduction in the Group's customer base, triggered by intensifying market competition within the PRC. Additionally, the downturn was compounded by a shortage of available funding from the Group's financing services business, which restricted the ability to provide essential working capital liquidity support to customers.

2. Optical product retail, franchise and license management

Revenue from the business segment of optical product retail, franchise and license management amounted to approximately RMB65.9 million for the six months ended 30 June 2026, representing a decrease of approximately RMB22.3 million or approximately 25.3% as compared to the same period in 2025.

The decrease in revenue from the segment of optical product retail, franchise and license management in the Reporting Period was mainly due to decrease in number of retail shop compared to 2025 during the business transformation to a business model of franchise and licence management.

3. E-commerce

Revenue from the business segment of e-commerce amounted to approximately RMB41.5 million for the six months ended 30 June 2026, representing a decrease of approximately RMB18.0 million or approximately 30.3% as compared to the same period in 2025.

The decrease in revenue from the segment of e-commerce was mainly due to the the decrease in number of customers from proprietary channels and partner merchants as a result of the decrease in demand of welfare card.

4. Financing services and money lending

Revenue from the business segment of financing services and money lending amounted to approximately RMB7.6 million for the six months ended 30 June 2026, representing a decrease of approximately RMB1.2 million or approximately 18.8% as compared to the same period in 2025.

The segment of financing services and money lending achieved consistent growth in both the total number of customers and loan volume. Unlike other business segments, the financing services and money lending arm maintained a robust liquidity position. The availability of sufficient working capital enabled the segment to fully satisfy borrower demand, capitalise on market opportunities, and continuously deploy funds to generate interest income in the Reporting Period, therefore, its revenue was increased.

Other income and other gains, net

The Group's other income and other gains increased by approximately RMB0.4 million or approximately 3.9% from approximately RMB10.3 million for the Corresponding Period to approximately RMB10.7 million for the Reporting Period. The increase was mainly due to the gain on debt restructuring in current period.

Selling and distribution costs

The Group's selling and distribution costs decreased by approximately RMB28.7 million or approximately 54.8% from approximately RMB52.4 million for the Corresponding Period to approximately RMB23.7 million for the Reporting Period, which is due to the decrease in sales in both digital payment solutions related business and optical product retail.

Administrative expenses

The Group's administrative expenses increased by approximately RMB26.9 million or approximately 70.4% from approximately RMB38.2 million for the Corresponding Period to approximately RMB65.1 million for the Reporting Period, primarily due to the increase in staff costs, software and IT application fee, and professional fee.

Finance costs

The Group's finance costs maintained stable at approximately RMB1.1 million in both periods, primarily attributable to interest expense of lease payment for the leased properties in Hong Kong and bank loans in the PRC.

Income tax expense

The Group's income tax expense was approximately RMB3.0 million and RMB3.1 million for the Reporting Period and the Corresponding Period respectively. It was mainly derived from the taxable profit of optical product retail, franchise and license management in Malaysia in both periods.

(Loss) profit attributable to owners of the Company

Loss for the period attributable to the owners of the Company was approximately RMB34.0 million for the Reporting Period (Corresponding Period: profit of approximately RMB1.9 million), primarily due to the reduction in revenue and gross profits of principal activities of the Group in the Reporting Period.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Financial resources

The Group generally finances its operations with internally generated funds, facilities and fund raised from issuing shares. Bank balances and cash (excluding fixed deposits with licensed banks) decreased by approximately 57.8% from approximately RMB98.1 million as of 31 December 2025 to approximately RMB41.4 million as of 30 June 2026.

Banking facilities and lease facilities

As at 30 June 2026, the Group had interest-bearing borrowings of approximately RMB27.7 million (31 December 2025: approximately RMB25.0 million). The Group's interest-bearing borrowings carried weighted average effective interest rates of approximately 3.74% (31 December 2025: approximately 3.71%) per annum. The carrying amounts of the interest-bearing borrowings was denominated in RMB (31 December 2025: denominated in RMB).

The Group's lease liabilities primarily represented payment obligations under the tenancy agreements the Group had entered into in respect of outlets for its self-owned retail stores, office, clubhouse, leasehold improvements and motor vehicles under hire purchase. The total lease liabilities as at 30 June 2026 was approximately RMB23.4 million, which were denominated in Malaysian Ringgit ("**RM**") and HK$ (31 December 2025: approximately RMB16.0 million). The weighted average effective interest rate for the lease liabilities of the Group as at 30 June 2026 was approximately 3.84% (31 December 2025: approximately 4.44%) per annum.

Capital structure

As at 30 June 2026, the Group's total equity and liabilities amounted to approximately RMB760.7 million and approximately RMB151.5 million respectively (31 December 2025: approximately RMB808.7 million and approximately RMB142.0 million respectively).

Gearing ratio

The Group's gearing ratio was approximately 0.07 times (31 December 2025: approximately 0.05 times) and remained low. Gearing ratio is calculated by using the debt divided by total equity as of the end of the period. Debt is calculated as total bank borrowings and lease liabilities.

Current ratio

The Group's current ratio was decreased from approximately 5.1 times as of 31 December 2025 to approximately 4.6 times as of 30 June 2026. Current ratio is calculated based on the total current assets divided by the total current liabilities as of the end of the period.

Pledge of assets

As at 30 June 2026, fixed deposits with licensed banks of approximately RMB2.5 million (31 December 2025: approximately RMB2.6 million) are pledged as securities for a banking facility granted to the Group. None of such facility was utilised by the Group as at 30 June 2026.

Capital commitments

The Group did not have any material commitments as at 30 June 2026. As at 31 December 2025, the Group has entered a tenancy agreement with One Pacific Place Limited in renting of an office premise in Pacific Place for a monthly rent of HK$383,000 with effective from 1 January 2026 for a term of three years.

Contingent liabilities

As at 30 June 2026, the Group did not have any significant contingent liabilities (31 December 2025: Nil).

Employees and remuneration policies

It is crucial for the Group to attract, motivate and retain qualified employees. The Group's staff costs have been and will continue to be one of the major components affecting its results of operations. For the Reporting Period, the Group incurred staff costs of approximately RMB38.2 million (for the Corresponding Period: approximately RMB33.6 million). As at 30 June 2026, the Group had a total of 242 employees (31 December 2025: 267 employees) among whom 39 (31 December 2025: 47) were based in the PRC, 187 (31 December 2025: 206) were based in Malaysia and 16 (31 December 2025: 14) were based in Hong Kong.

Foreign currency exposure

The majority of assets and liabilities of the Group are denominated in RMB, RM, HK$ and United States Dollar (US$), there are no significant assets and liabilities denominated in other currencies. The Group is subject to foreign exchange rate risk arising from future commercial transactions and recognised assets and liabilities which are denominated in a currency other than RMB, RM, HK$ and US$, which is the functional currency of the major operating companies within the Group. During the Reporting Period, the Group did not hedge its foreign currency exposure. The Group regularly monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

Significant investment held

On 23 July 2025, the Group entered into a share purchase agreement with KUN International Group Limited ("**KUN**"), the subsidiaries of KUN, the affiliates of KUN and other investors, which are all independent third parties, KUN has conditionally agreed to allot and issue and the Group has conditionally agreed to subscribe for 750,000 preferred shares of KUN (the "**Preferred Shares**") at a total consideration of US$6,000,000 (equivalent to approximately RMB42,377,000) (the "**Subscription**"). The 750,000 Preferred Shares represent approximately 5.3% of the total issued share capital of KUN immediately following the completion of issue and subscription of the Preferred Shares. The Subscription was completed on 5 August 2025.

KUN is a leading stablecoin-based payment and financial infrastructure services platform of Asia. By investing in a minority stake in KUN, KUN is willing to collaborate with the Group to further develop and extend the Group's business apart from mainland China by implementing KUN's secure stablecoin payment solutions and their technologies, while at the same time enjoying potential investment return from any capital gain in the Preferred Shares. For details, please refer to the announcements of the Company dated 23 July 2025 and 18 March 2026.

As at 30 June 2026, the Group held approximately 5.1% of the total issued share capital of KUN. Its fair value was approximately RMB49,675,000 (31 December 2025: RMB42,184,000) and recognised as financial assets at fair value through other comprehensive income in the consolidated statement of financial position which attributed to approximately 5.4% of the total assets of the Group as at 30 June 2026 (31 December 2025: 4.4%). During the period ended 30 June 2026, approximately RMB8,860,000 of fair value gain of financial assets through other comprehensive income (30 June 2025: n/a) was recorded as a result of an increase in total payment volume in the business of KUN.

Saved as disclosed in this announcement, the Group did not hold any significant investments as at 30 June 2026 (31 December 2025: Nil).

Material acquisitions or disposals

On 8 June 2026, the Group entered into an agreement with Aventure Asia Capital Plt in relation to the disposal of all the equity interests of twelve (12) companies held by the Group (the "**Target Companies**") for a total cash consideration of RM10,375,000 (the "**Disposal**"). Upon completion of the Disposal, the Group will no longer hold any interest in the Target Companies, and the Target Companies will cease to be accounted for as subsidiaries of the Group.

Since the Disposal constituted a major transaction of the Company under Chapter 14 of the Rules Governing the Listing of Securities (the "**Listing Rules**") of the Stock Exchange and, therefore, is subject to the reporting, announcement and shareholder's approval requirements outlined in Chapter 14 of the Listing Rules. The circular containing, among other things, further details of the Disposal is expected to be despatched on or before 11 September 2026. For details, please refer to the announcements of the Company dated on 8 June 2026, 23 July 2026 and 14 August 2026.

Save as disclosed in this announcement, the Group did not have any material acquisition or disposals of subsidiaries or associated companies during the Reporting Period.

DIVIDENDS

The Board did not recommend the payment of interim dividend for the Reporting Period.

USE OF PROCEEDS FROM THE LISTING

The shares of the Company were listed on the Main Board of the Stock Exchange on 15 April 2020 (the "**Listing**") with a total of 500,000,000 offer shares issued based on the final offer price of HK$1.00 per offer share, the aggregate net proceeds, after deducting the related underwriting fee, incentive and estimated expenses paid and payable by the Company in relation to the Listing, received by the Company were approximately HK$91.1 million or approximately RM50.3 million (based on exchange rate of RM0.5517:HK$1). There was no change in the intended use of net proceeds as previously disclosed in the prospectus of the Company dated 28 March 2020 (the "**Prospectus**"). As at 30 June 2026, the net proceeds had been utilised as follows:

	Intended use of net proceeds *RM million*	**Amount unutilised as at 31 December 2025** *RM million*	**Amount utilised during the six months ended 30 June 2026** *RM million*	**Amount unutilised as at 30 June 2026** *RM million*	**Expected time frame for utilisation** *(Note 2)*
Set up 36 self-owned retail stores *(Note 1)*	28.1	20.5	–	20.5	31 March 2027
Upgrade and renovate 25 self-owned retail stores	5.1	–	–	–	Fully utilised
Promote recognition of the Group's 11 retail brands and to further market the Group's Own Brands optical products	4.7	–	–	–	Fully utilised
Develop optical lab for the production of lenses	5.5	5.5	–	5.5	31 March 2027
Upgrade the Group's information technology systems and acquire an RMS and upgrade its POS systems	4.3	1.4	0.3	1.1	31 March 2027
General working capital	2.6	–	–	–	Fully utilised
Total	50.3	27.4	0.3	27.1	

Notes:

1. In view of the uncertainty of the current market condition, there was a delay in the time frame for the opening of the retail stores at this point in time. For the Reporting Period, the Group has not set up retail stores.

2. In view of the uncertainty of the current market condition, there has been a delay in the utilisation of the net proceeds than the planned schedule of utilisation as disclosed in the Prospectus. Nevertheless, the Group intends to continue to apply the unutilised net proceeds in accordance with the section headed "Future Plan and Use of Proceeds" in the Prospectus.

3. As at the date of this announcement, the unutilised net proceeds from the Listing were placed in interest-bearing deposits.

As disclosed above, the actual application of the net proceeds was slower than expected and such delay was mainly due to the current market condition, which has caused obstacles, closures and movement restrictions to the retail industry to a very large extent. The Group strives to minimise the impact on its operation caused thereby and has adopted a prudent approach for utilising the net proceeds effectively and efficiently for the long term benefit and development of the Group, which is in the interest of the shareholders of the Company and the Group. Please refer to the section headed "Future Plans and Use of Proceeds" in the Prospectus for details.

USE OF PROCEEDS FROM THE PLACING OF NEW SHARES UNDER GENERAL MANDATE

References are made to the announcements of the Company dated 30 June 2025, 8 July 2025 and 22 July 2025, respectively in related to the allotment and issue of 228,710,000 new shares of the Company to not less than six placees at the placing price of HK$0.475 per placing share (the "**Placing**").

The net proceeds from the Placing were approximately HK$107.45 million. As at 30 June 2026, the net proceeds from the Placing had been applied as follows:

	Intended use of net proceeds	**Amount unutilised as at 31 December 2025**	**Amount utilised during the six months ended 30 June 2026**	**Amount unutilised as at 30 June 2026**
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000* *(Note)*
Development and investment of the Group's insurance and financial technology related business	97,990	4,520	–	4,520
General working capital and general corporate purposes of the Group	9,460	–	–	–
Total	107,450	4,520	–	4,520

Note:

For the unutilised net proceeds from the Placing up to 30 June 2026, the Company intends to use them for the same intended purposes as the announcements of the Company. The Company has placed the unutilised net proceeds in interest-bearing deposits. The Board estimated that the time for utilising the remaining unutilised net proceeds by 31 December 2026.

EVENTS AFTER THE REPORTING PERIOD

Reference is made to the announcement of the Company dated 21 May 2026 and the prospectus of the Company dated 28 July 2026, in relation to, among others, the rights issue of 686,130,289 rights shares at the subscription price of HK$0.065 per rights share on the basis of one rights share for every two existing shares (the "**Rights Issue**"). On 11 August 2026, being the latest time for acceptance and payment for the rights shares, the Company had received a total of four valid applications and acceptances of provisional allotments for a total of 190,251,021 rights shares offered under the Rights Issue. Accordingly, the Rights Issue was under-subscribed by 495,879,268 rights shares. Pursuant to the placing agreement dated 21 May 2026 entered into between the Company and a placing agent (the "**Placing Agent**"), the Placing Agent will, on a best-effort basis, to procure, independent placees for the 495,879,268 unsubscribed rights shares. The announcement of the allotment results of the Rights Issue is expected to be published on 2 September 2026.

CORPORATE GOVERNANCE

Compliance with the Corporate Governance Code

The Company is dedicated to maintaining and ensuring high standards of corporate governance practices and the corporate governance principles of the Company are adopted in the interest of the Company and the shareholders of the Company. The Company's corporate governance practices are based on the principles and the code provisions as set out in the Corporate Governance Code (the "**CG Code**") contained in Appendix C1 of the Listing Rules which is released by the Stock Exchange.

In the opinion of the Directors, the Company has complied with the applicable code provisions as set out in the CG Code during the Reporting Period and up to the date of this announcement, except where otherwise stated.

The CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Upon the resignation of Mr. Deng Zhihua as the chairman of the Board and the co-chief executive officer on 28 April 2026, the Company has complied with the relevant code provisions as set out in the CG Code.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") set out in Appendix C3 of the Listing Rules as its own code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, each of the Directors has confirmed that he/she has complied with the Model Code during the Reporting Period.

AUDIT COMMITTEE

The terms of reference of the audit committee of the Company (the "**Audit Committee**") are in compliance with the CG Code as set out in Appendix 14 to the Listing Rules. The primary duties of the Audit Committee include but are not limited to, make recommendation to the Board on the appointment, re-appointment and removal of the external auditor; and to assist the Board in fulfilling its oversight responsibilities in relation to the Group's financial reporting, internal control procedure, risk management processes and external audit functions, and corporate governance responsibilities.

The Audit Committee currently consists of three independent non-executive Directors, namely Mr. Gao Hongxiang, Mr. Yau Tung Shing and Ms. Chen Wen. The chairman of the Audit Committee is Mr. Gao Hongxiang. The Audit Committee has reviewed the unaudited condensed consolidated interim results of the Group for the Reporting Period.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S SECURITIES

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

PUBLICATION OF INTERIM RESULTS

This announcement is published on the website of the Stock Exchange at www.hkexnews.hk as well as the Company's website at http://www.mogglobal.com. The interim report of the Group for the six months ended 30 June 2026 will be despatched to the shareholders of the Company and published on the aforementioned websites in due course.

ACKNOWLEDGEMENT

On behalf of the Board, I would like to express our sincere gratitude to our stakeholders – including our valued customers, shareholders, partners, and suppliers – for their unwavering confidence and continued support. We look forward to building on this strong foundation together. I would also like to extend our deepest appreciation to our management team and staff; their hard work, loyalty, and dedication remain driving forces behind the Group's ongoing success.

By order of the Board
MOG Digitech Holdings Limited
Chen Yongzhong
Executive Director

Hong Kong, 31 August 2026

As at the date of this announcement, the Board has three executive Directors, namely Mr. Chen Yongzhong (Chief executive officer), Mr. Deng Zhihua and Mr. Zhou Yue, and three independent non-executive Directors, namely Mr. Gao Hongxiang, Mr. Yau Tung Shing and Ms. Chen Wen.

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.