



Easy Smart Group Holdings Limited 怡俊集團控股有限公司

(incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock code 股份代號：2442

Annual Report 年報
2026

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Corporate Information

公司資料

DIRECTORS

Executive Directors

Dr. Tang Tian-Shen (Chairman) (appointed on 11 May 2026)
Mr. Ng Wing Woon Dave (Chief Executive Officer)
Mr. Qu Rong (appointed on 13 January 2026 and resigned on 12 August 2026)
Mr. Ng Wing Shing (resigned on 13 January 2026)
Mr. Wang Jun (appointed on 4 August 2025 and retired on 3 November 2025)

Independent Non-Executive Directors

Mr. Lo Chi Wang
Ms. To Sau Man (appointed on 21 January 2026)
Dr. Gong Bin (appointed on 2 July 2026)
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)
Professor Pong Kam Keung (resigned on 21 January 2026)
Ms. Cheng Shing Yan (resigned on 21 January 2026)

AUDIT COMMITTEE

Ms. To Sau Man (Chairperson) (appointed on 21 January 2026)
Mr. Lo Chi Wang
Dr. Gong Bin (appointed on 2 July 2026)
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)
Professor Pong Kam Keung (resigned on 21 January 2026)
Ms. Cheng Shing Yan (resigned on 21 January 2026)

NOMINATION COMMITTEE

Ms. To Sau Man (Chairperson) (appointed on 21 January 2026)
Dr. Tang Tian-Shen (appointed on 11 May 2026)
Dr. Gong Bin (appointed on 2 July 2026)
Mr. Ng Wing Woon Dave (resigned on 11 May 2026)
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)
Professor Pong Kam Keung (resigned on 21 January 2026)
Ms. Cheng Shing Yan (resigned on 21 January 2026)

REMUNERATION COMMITTEE

Ms. To Sau Man (Chairperson) (appointed on 21 January 2026)
Mr. Lo Chi Wang
Dr. Gong Bin (appointed on 2 July 2026)
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)
Professor Pong Kam Keung (resigned on 21 January 2026)
Mr. Ng Wing Woon Dave (resigned on 21 January 2026)

董事

執行董事

湯天申博士(主席)(於二零二六年五月十一日獲委任)
吳榮煥先生(行政總裁)
瞿鎔先生(於二零二六年一月十三日獲委任及於二零二六年八月十二日辭任)
吳榮盛先生(於二零二六年一月十三日辭任)
王軍先生(於二零二五年八月四日獲委任及於二零二五年十一月三日退任)

獨立非執行董事

羅智弘先生
杜秀雯女士(於二零二六年一月二十一日獲委任)
龔斌博士(於二零二六年七月二日獲委任)
龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)
龐錦強教授(於二零二六年一月二十一日辭任)
鄭承欣女士(於二零二六年一月二十一日辭任)

審核委員會

杜秀雯女士(主席)(於二零二六年一月二十一日獲委任)
羅智弘先生
龔斌博士(於二零二六年七月二日獲委任)
龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)
龐錦強教授(於二零二六年一月二十一日辭任)
鄭承欣女士(於二零二六年一月二十一日辭任)

提名委員會

杜秀雯女士(主席)(於二零二六年一月二十一日獲委任)
湯天申博士(於二零二六年五月十一日獲委任)
龔斌博士(於二零二六年七月二日獲委任)
吳榮煥先生(於二零二六年五月十一日辭任)
龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)
龐錦強教授(於二零二六年一月二十一日辭任)
鄭承欣女士(於二零二六年一月二十一日辭任)

薪酬委員會

杜秀雯女士(主席)(於二零二六年一月二十一日獲委任)
羅智弘先生
龔斌博士(於二零二六年七月二日獲委任)
龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)
龐錦強教授(於二零二六年一月二十一日辭任)
吳榮煥先生(於二零二六年一月二十一日辭任)

COMPANY SECRETARY

Mr. Lam Tak Ming (appointed on 21 January 2026)
Mr. Leung Hoi Ki (resigned on 21 January 2026)

AUTHORISED REPRESENTATIVES

Mr. Ng Wing Woon Dave
Mr. Lam Tak Ming (appointed on 21 January 2026)
Mr. Leung Hoi Ki (resigned on 21 January 2026)

INDEPENDENT AUDITOR

SHINEWING (HK) CPA Limited
Certified Public Accountants
Registered Public Interest Entity Auditors

REGISTERED OFFICE IN THE CAYMAN ISLANDS

PO Box 500, Suite 210, 2nd Floor
Windward III, Regatta Office Park
Grand Cayman, KY1-1106
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit G, 7th Floor, Kingsway Industrial Building, Phase II,
Nos. 167-175 Wo Yi Hop Road,
Kwai Chung, New Territories, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Appleby Global Services (Cayman) Limited
PO Box 500, Suite 210, 2nd Floor
Windward III, Regatta Office Park
Grand Cayman, KY1-1106
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Boardroom Share Registrars (HK) Limited
2103B, 21/F,
148 Electric Road,
North Point, Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Bank of Communications (Hong Kong) Limited

COMPANY WEBSITE

www.easysmart.com.hk

STOCK CODE

02442

公司秘書

林德明先生(於二零二六年一月二十一日獲委任)
梁海祺先生(於二零二六年一月二十一日辭任)

授權代表

吳榮煥先生
林德明先生(於二零二六年一月二十一日獲委任)
梁海祺先生(於二零二六年一月二十一日辭任)

獨立核數師

信永中和(香港)會計師事務所有限公司
執業會計師
註冊公共利益實體核數師

開曼群島註冊辦事處

PO Box 500, Suite 210, 2nd Floor
Windward III, Regatta Office Park
Grand Cayman, KY1-1106
Cayman Islands

香港總部及主要營業地點

香港新界葵涌
和宜合道167-175號
金威工業大廈2期7樓G室

開曼群島股份過戶登記總處

Appleby Global Services (Cayman) Limited
PO Box 500, Suite 210, 2nd Floor
Windward III, Regatta Office Park
Grand Cayman, KY1-1106
Cayman Islands

香港股份過戶登記分處

寶德隆證券登記有限公司
香港北角
電氣道148號
21樓2103B

主要往來銀行

中國銀行(香港)有限公司
交通銀行(香港)有限公司

公司網站

www.easysmart.com.hk

股份代號

02442

Chairman's Statement

主席報告

Dear Shareholders,

On behalf of the board (the **"Board"**) of directors (the **"Directors"**) of Easy Smart Group Holdings Limited (the **"Company"**) and its subsidiaries (collectively, the **"Group"**), I am pleased to present the annual report of the Group for the year ended 30 June 2026 (the **"Year"**).

Final Results

During the year of challenging business and uncertain economic environment in Hong Kong, the Group's revenue decreased by approximately HK\$105.3 million or approximately 33.5% from approximately HK\$314.5 million for the year ended 30 June 2025 (the **"Previous Year"**) to approximately HK\$209.2 million for the Year. The net loss amounted to approximately HK\$30.6 million for the Year as compared to the net loss of approximately HK\$0.5 million for the Previous Year. The increase in net loss was mainly due to decrease in gross profit and the increase in administrative expenses.

Industry outlook and prospects

The economic outlook of the Hong Kong construction industry generally became more uncertain and difficult during the Year. Hong Kong's construction industry is undergoing a major restructuring phase; market competition has become increasingly intense; and the revenue and profitability of the Group have dropped significantly. The Group noted fewer projects being launched, and the customers became more price-conscious, with price competition from competitors has increased. The Group is facing very strong competition in the marketplace and the trend will likely continue in the foreseeable future.

During the Year, the Group's profit margin for newly awarded projects was lowered due to the price-consciousness of the customers and high competition in the market. The Group has benefited from accumulating a relatively diverse customer base and project portfolio in both public and private sector projects from previous years. The Group expects that the government-initiated projects remain the driving momentum for the Hong Kong construction industry for the coming few years, especially after the launch of the public consultation of "The First Five-Year Plan for Economic and Social Development of the Hong Kong Special Administrative Region" in June 2026 and the acceleration of the development of the Northern Metropolis and advance spatial planning in other areas in Hong Kong. However, the number of projects from the private sector remains weak during the Year. Meanwhile, the Group has been facing with fluctuations in the sub-contractor fees, costs of construction materials and other costs. The business environment is filled with unprecedented challenges.

各位股東：

本人謹代表怡俊集團控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）董事（「董事」）會（「董事會」），欣然提呈本集團截至二零二六年六月三十日止年度（「本年度」）的年報。

末期業績

在香港營商艱難且經濟環境不明朗的一年中，本集團收益自截至二零二五年六月三十日止年度（「上年度」）約314.5百萬港元減少約105.3百萬港元或約33.5%至本年度約209.2百萬港元。本年度淨虧損約為30.6百萬港元，較上年度淨虧損約0.5百萬港元。業績的淨虧損增加主要由於毛利減少及行政開支增加所致。

行業前景及展望

香港建造業整體經濟前景於本年度日益不明朗及艱難。香港建造業正經歷重大轉型階段，市場競爭日益激烈，本集團的收益及盈利能力大幅下降。本集團注意到開展的工程項目減少，客戶對工程造價更加敏感，以及來自競爭對手的價格競爭增加。本集團正面臨市場中極為激烈的競爭，此趨勢在可見未來可能持續。

於本年度，由於客戶對工程造價更加敏感及市場競爭激烈，本集團新獲授項目的利潤率有所下降。本集團受惠於過往數年在公私營項目方面累積了相對多元化的客戶基礎及工程組合。本集團預期政府推行的項目於未來數年仍會是香港建造業的推動力，特別是於二零二六年六月就《香港特別行政區經濟和社會發展第一個五年規劃》展開公眾諮詢後以及就加快北部都會區發展及於香港其他地區優化空間規劃而言。然而，私營機構項目數目於本年度維持低水平。與此同時，本集團亦面臨分包商費用以及建築材料成本及其他成本波動的問題。營商環境充滿前所未有的挑戰。

Chairman's Statement 主席報告

Following the unprecedented severe fire incident in an estate under construction renovations in Hong Kong in late 2025, it is anticipated that there will be major reforms in the regulations and business environment in the overall construction industry and the government regulator and customers will focus more on the occupational safety and health of the unsafe work activities. In face of the challenges in the existing business in the coming future, the Group will take a very prudent approach in assessing new tender projects and optimise its cost management to tackle the squeezing profit margin of new projects. In addition to maintaining the existing business, the Company aims to leverage its directors' experience in search for business diversification opportunities in other industries, including, but not limited to, artificial intelligence technology and communications related business, which has demonstrated a solid robust growth in recent years. The management of the Group considers that diversifying the Group's business will set a new growth momentum for the Company and hedge the single business risk in the construction industry clouded by uncertain regulatory reforms and fierce competition. The Company is committed to actively identifying business diversification opportunities and creating value for its shareholders.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to all shareholders, customers, subcontractors and business partners for their continuous support and trust to our Group.

I would also like to express our sincere thanks to the management and staff for their commitment and contribution throughout the years.

Dr. Tang Tian-Shen
Chairman

Hong Kong, 28 September 2026

二零二五年年末香港一個屋苑進行翻新工程時發生前所未有的嚴重火災事故後，預期整個建造業的監管及營商環境將會出現重大改革，而政府監管機構及客戶亦將更關注不安全的工作活動的職業安全與健康。面對未來現有業務的挑戰，本集團將在評估新投標項目時採取非常審慎的態度，並優化成本管理，以應對新項目利潤率受壓的情況。除維持現有業務外，本公司另一目標乃利用董事的經驗，在其他行業尋求業務多元化機遇，包括（但不限於）近年展現穩健增長的人工智能技術及通訊相關業務。本集團管理層認為，將本集團業務多元化將為本公司建立新增長動力，並對沖建造業因不明朗的監管改革及激烈競爭所帶來的單一業務風險。本公司致力於積極尋找業務多元化機遇，為股東創造價值。

致謝

本人謹代表董事會藉此機會衷心感謝所有股東、客戶、分包商及業務夥伴對本集團一直以來的支持及信任。

本人亦謹此衷心感謝管理層及員工多年來的努力及貢獻。

湯天申博士
主席

香港，二零二六年九月二十八日

Management Discussion and Analysis

管理層討論及分析

The board (the “**Board**”) of directors (the “**Directors**”) of Easy Smart Group Holdings Limited (the “**Company**”) presents the audited consolidated financial results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 30 June 2026 (the “**Year**”), together with the comparative figures for the Previous Year.

INTRODUCTION OF PASSIVE FIRE PROTECTION WORKS

Passive fire safety provisions refer to permanent building features and architectural aspects of a building that prevent fire development and spread. Examples include fire rated doors, fire rated boards and partitions, fire and smoke dampers, smoke curtains, fire resistant coatings and plasters, linings with low combustibility, etc.

Passive fire protection works are specialist works which covers the design, supply, installation, maintenance, alteration and addition of various fire protection materials and components that prevent fire development and spread.

Passive fire protection is typically implemented through multi-pronged approach. Major objectives are segmented in the following aspects:

- Fireproofing, refers to the application of chemical material to withstand potential fire damage. For instance, spraying fire resistant paint, namely intumescent paint onto metal window frames is conducive to alleviating the rate of penetration of fire and extending the amount of time to evacuate.
- Compartmentation, refers to erecting specially designed barriers and partitions to contain smoke and fire. For instance, service providers place fire rated doors strategically to inhibit the passage of flame and smoke, as well as providing clear escape path. Fire wall and fire rated board, is another compartmentation strategy that is set up to constrain the spread of fire and to protect the building’s integrity.
- Firestopping, refers to the practice of filling cavities between building partitions and structures, such as cavities between walls, floors, ceilings and ventilation ducts.

Given the nature of works of passive fire protection, it is not an industry practice for service providers (other than passive fire service providers) to undertake passive fire protection works.

怡俊集團控股有限公司(「本公司」)董事(「董事」)會(「董事會」)呈列本公司及其附屬公司(統稱「本集團」)截至二零二六年六月三十日止年度(「本年度」)的經審核綜合財務業績，連同上年度的比較數字。

被動消防工程介紹

被動消防安全規定是指防止火勢擴大及蔓延的永久性樓宇特徵及樓宇建築方面的規定。例如防火門、防火板材及隔板、防火及防煙閘、防煙簾、防火塗料及灰漿、低燃燒性內襯等。

被動消防工程指為防止火勢擴大及蔓延而設計、供應、安裝、維護、變動及增加各種防火材料及構件的專門工程。

被動消防通常會以多管齊下的方式實施，主要目標分為以下方面：

- 防火，指使用化學材料來抵禦潛在的火災損害。例如，在金屬窗框上噴灑防火塗料(即膨脹塗料)，有助於減慢火勢的蔓延速度，延長疏散時間。
- 分隔，指設置專門設計的屏障和隔板，以阻隔煙火。例如，服務提供者戰略性地放置防火門，阻止火焰和煙霧通過，並提供暢通的逃生通道。防火牆及防火板材是另一種分隔策略，用於限制火勢蔓延及保護樓宇完整。
- 防火封堵，指填充樓宇隔斷及結構之間的空隙，如牆壁、地板、天花板及通風管道之間的空隙。

鑒於被動消防工程的性質，由服務提供者(被動消防服務提供者除外)進行被動消防工程並非行業慣例。

BUSINESS REVIEW AND OUTLOOK

We are a subcontractor specialising in passive fire protection works in Hong Kong. With over 20 years of experience in the passive fire protection works industry, the Group focuses on the provision of passive fire protection and ancillary works. Our passive fire protection works generally involve the design, selection, procurement and installation of appropriate materials and components in a building to reduce or prevent the spread and effects of fire, heat or smoke without requiring detection or activation upon detection. Examples of passive fire protection materials and components include fire rated boards, fire resistant paints and fire resistant plasters. Given the application of passive fire protection works may involve ancillary works, such as, metal works for supporting frame and fixings of the relevant passive fire protection materials and components, we will generally perform such works as part of the Group's services. The Group provides passive fire protection works and ancillary work through the Group's principal operating subsidiaries, namely, Easy Smart Engineering Limited and Easy Smart Maintenance Engineering Limited.

The Group also provides passive fire protection information services which are primarily designed to address the problem of the purchase and use of inappropriate passive fire protection materials during the initial stages of projects.

There has been no significant change in the business operations of the Group during the Year.

The total original contract sum of the Group's outstanding contracts on hand as at 30 June 2026 amounted to approximately HK\$346.3 million (30 June 2025: HK\$687.0 million).

The economic outlook of the Hong Kong construction industry generally became more uncertain and difficult during the Year. Hong Kong's construction industry is undergoing a major restructuring phase; market competition has become increasingly intense; and the revenue and profitability of the Group have dropped significantly. The Group noted fewer projects being launched, and the customers became increasingly price-conscious, with price competition from competitors has increased. The Group is facing very strong competition in the marketplace and the trend will likely continue in the foreseeable future.

業務回顧及展望

我們是香港一間專門從事被動消防工程的分包商。本集團於被動消防工程行業擁有逾20年經驗，專注於提供被動消防及附屬工程。被動消防工程一般涉及為樓宇設計、挑選、採購及安裝合適的材料及構件，以減緩或遏制火勢、熱力或煙霧的蔓延及影響，而不需進行偵測或於偵測後才激活。被動防火材料及構件包括防火板、防火漆及防火灰漿等。鑒於被動消防工程的應用可能涉及附屬工程，例如相關被動防火材料及構件的支撐框架及固定件的金屬工程，我們通常作為本集團服務的一部分進行有關工程。本集團透過本集團的主要營運附屬公司（即怡俊工程有限公司及怡俊維修工程有限公司）提供被動消防工程及附屬工程。

本集團亦提供被動消防資訊服務，主要是為解決於項目初期採購及使用不適當的被動防火材料的問題而設。

於本年度，本集團業務營運並無重大變動。

於二零二六年六月三十日，本集團現有的合約之原有合約總價值約為346.3百萬港元（二零二五年六月三十日：687.0百萬港元）。

香港建造業整體經濟前景於本年度日益不明朗及艱難。香港建造業正經歷重大轉型階段，市場競爭日益激烈，本集團的收益及盈利能力大幅下降。本集團注意到開展的工程項目減少，客戶對工程造價更加敏感，以及來自競爭對手的價格競爭增加。本集團正面臨市場中極為激烈的競爭，此趨勢在可見未來可能持續。

Management Discussion and Analysis

管理層討論及分析

During the Year, the Group's profit margin for newly awarded projects was lowered due to the price-consciousness of the customers and high competition in the market. The Group has benefited from accumulating a relatively diverse customer base and project portfolio in both public and private sector projects from previous years. The Group expects that the government-initiated projects remain the driving momentum for the Hong Kong construction industry for the coming few years, especially after the launch of the public consultation of "The First Five-Year Plan for Economic and Social Development of the Hong Kong Special Administrative Region" in June 2026 and the acceleration of the development of the Northern Metropolis and advance spatial planning in other areas in Hong Kong. However, the number of projects from the private sector remains weak during the Year. Meanwhile, the Group has been facing fluctuations in the sub-contractor fees, costs of construction materials and other costs. The business environment is filled with unprecedented challenges.

Following the unprecedented severe fire incident in an estate under construction renovations in Hong Kong in late 2025, it is anticipated that there will be major reforms in the regulations and business environment in the overall construction industry and the government regulator and customers will focus more on the occupational safety and health of the unsafe work activities. In face of the challenges in the existing business in the coming future, the Group will take a very prudent approach in assessing new tender projects and optimise its cost management to tackle the squeezing profit margin of new projects. In addition to maintaining the existing business, the Company aims to leverage its directors' experience in search for business diversification opportunities in other industries, including, but not limited to, artificial intelligence technology and communications related business, which has demonstrated a solid robust growth in recent years. The management of the Group considers that diversifying the Group's business will set a new growth momentum for the Company and hedge the single business risk in the construction industry clouded by uncertain regulatory reforms and fierce competition. The Company is committed to actively identifying business diversification opportunities and creating value for its shareholders.

於本年度，由於客戶對工程造價更加敏感及市場競爭激烈，本集團新獲授項目的利潤率有所下降。本集團受惠於過往數年在公私營項目方面累積了相對多元化的客戶基礎及工程組合。本集團預期政府推行的項目於未來數年仍會是香港建造業的推動力，特別是於二零二六年六月就《香港特別行政區經濟和社會發展第一個五年規劃》展開公眾諮詢後以及就加快北部都會區發展及於香港其他地區優化空間規劃而言。然而，私營機構項目數目於本年度維持低水平。與此同時，本集團亦面臨分包商費用以及建築材料成本及其他成本波動的問題。營商環境充滿前所未有的挑戰。

二零二五年年末香港一個屋苑進行翻新工程時發生前所未有的嚴重火災事故後，預期整個建造業的監管及營商環境將會出現重大改革，而政府監管機構及客戶亦將更關注不安全的工作活動的職業安全與健康。面對未來現有業務的挑戰，本集團將在評估新投標項目時採取非常審慎的態度，並優化成本管理，以應對新項目利潤率受壓的情況。除維持現有業務外，本公司另一目標乃利用董事的經驗，在其他行業尋求業務多元化機遇，包括（但不限於）近年展現穩健增長的人工智能技術及通訊相關業務。本集團管理層認為，將本集團業務多元化將為本公司建立新增長動力，並對沖建造業因不明朗的監管改革及激烈競爭所帶來的單一業務風險。本公司致力於積極尋找業務多元化機遇，為股東創造價值。

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FINANCIAL REVIEW

Revenue

Revenue of the Group decreased from approximately HK\$314.5 million for the Previous Year to approximately HK\$209.2 million for the Year, representing a decrease of approximately 33.5% from the Previous Year.

The decrease in revenue was mainly attributable to the completion or near-completion of several sizeable public sector projects, including a passenger terminal at an airport in Hong Kong, a public infrastructure and facilities project involving a sports park at Kai Tak and a modern training facility supporting Hong Kong's aviation and maritime sectors, which led to a reduction in revenue derived from public sector projects. In addition, the lower number of new projects awarded during the Year also contributed to the decline in revenue.

On the other hand, the revenue in the private sector increased from approximately HK\$61.3 million for the Previous Year to approximately HK\$66.6 million for the Year, representing an increase by 8.6%. Such increase was mainly due to a residential project at Kwu Tung and a public infrastructure project of a power station at Lamma Island.

The following table sets out a breakdown of the Group's projects and revenue for passive fire protection works (excluding passive fire protection information services) by project sectors and types of properties involved during the years indicated:

財務回顧

收益

本集團的收益由上年度的約314.5百萬港元減少至本年度的約209.2百萬港元，自上年度減少約33.5%。

收益減少主要由於數個大規模公營項目完工或接近完工，當中包括香港機場客運大樓、涉及啟德體育園的公共基建及設施項目及支援香港航空及航海業界的現代培訓設施，導致來自公營項目的收益減少。此外，本年度獲授新項目數目減少亦導致收益減少。

另一方面，來自私營項目的收益自上年度約61.3百萬港元增加至本年度約66.6百萬港元，增幅為8.6%。此增長主要源於一個位於古洞的住宅項目及一個位於南丫島的發電站的公共基建項目。

下表載列於所示年度按項目類別及所涉及物業類型劃分的被動消防工程（不包括被動消防資訊服務）的本集團項目及收益明細：

		Year ended 30 June 截至六月三十日止年度					
		2026 二零二六年			2025 二零二五年		
		No. of projects (Note 1) 項目數目 (附註1)	Revenue 收益 HK\$'000 千港元	% of total revenue 佔總收益 百分比 %	No. of projects (Note 1) 項目數目 (附註1)	Revenue 收益 HK\$'000 千港元	% of total revenue 佔總收益 百分比 %
Public	公營						
– Public infrastructure and facility	– 公共基建及設施	46	116,394	55.7	39	239,518	76.2
– Residential	– 住宅	20	26,127	12.5	18	13,532	4.3
Sub-total	小計	66	142,521	68.2	57	253,050	80.5
Private	私營						
– Commercial and industrial	– 工商業	39	33,344	15.9	29	47,030	15.0
– Residential	– 住宅	24	17,430	8.3	19	13,707	4.3
– Public infrastructure and facility (Note 2)	– 公共基建及設施 (附註2)	7	15,827	7.6	4	612	0.2
Sub-total	小計	70	66,601	31.8	52	61,349	19.5
Total	總計	136	209,122	100.0	109	314,399	100.0

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Notes:

- (1) We normally group different contracts as a single project if the location of the construction sites are the same, or they form a single building or complex, even if the contracts are awarded by different customers. However, in exceptional cases when the scale and size of the structure is exceptionally large, the works are for different parts of the structure and the construction period spans across a long period, we will treat contracts in a single building or complex as being separate projects.
- (2) Revenue derived from these private sector public infrastructure and facilities projects mainly related to the projects involving a power station where the project owner is a subsidiary of a fixed single investment trust listed on the Stock Exchange with a focus on the power industry and the projects of the extension of mass transit railway systems at Tung Chung and Kwu Tung where the project owner is listed on Stock Exchange with a focus on development on mass transit railway system.

Costs of Services

The Group's costs of services decreased from approximately HK\$288.3 million for the Previous Year to approximately HK\$209.5 million for the Year, representing a decrease of approximately 27.3% from the Previous Year. Such decrease in costs of services was generally due to the completion or close to completion of certain sizeable projects as mentioned above during the Year.

Gross (Loss) Profit and Gross (Loss) Profit Margin

The Group's gross loss and gross loss margin for the Year were approximately HK\$0.3 million and 0.1%, respectively (2025: gross profit of HK\$26.1 million and gross profit margin of 8.3%). The gross loss for the Year was the combined impact of (i) unexpected costs on several sizeable completed projects where the costs could not be shifted to customers; (ii) a number of high-margin projects were completed in the Previous Year, resulting in a less favourable project mix in the Year; and (iii) under the unfavourable market conditions, ongoing projects are generally being executed at lower margins than historical levels.

Other Income

Other income of the Group decreased from approximately HK\$1.7 million for the Previous Year to approximately HK\$1.2 million for the Year, representing a decrease of approximately 29.4%. Such decrease was mainly due to the decrease in the interest income for the Year.

附註：

- (1) 倘建築地盤位置相同或構成單一樓宇或綜合建築物，即使有關合約由不同客戶批授，我們通常仍將不同合約歸類為單一項目。然而，在例外情況下，當構築物的範圍及規模極大，工程涉及構築物的不同部分且施工期橫跨一段長時間時，我們會將單一樓宇或綜合建築物的合約視為單獨項目。
- (2) 該等私營公共基建及設施項目產生的收益主要與涉及一座發電站的項目（項目擁有人為於聯交所上市的固定單一投資信託的附屬公司，專注於電力行業）以及位於東涌及古洞的集體鐵路運輸系統支線項目有關（項目擁有人於聯交所上市，專注於發展集體鐵路運輸系統）。

服務成本

本集團的服務成本由上年度約288.3百萬港元減少至本年度約209.5百萬港元，自上年度減少約27.3%。服務成本減少大致由於上述本年度若干大規模項目完工或接近完工所致。

毛（損）利及毛（損）利率

本年度，本集團毛損及毛損率分別約為0.3百萬港元及0.1%（二零二五年：毛利26.1百萬港元及毛利率8.3%）。本年度錄得毛損，乃以下因素綜合影響所致：(i)數個已完工大型項目產生意外成本，而該等成本無法轉嫁客戶；(ii)上年度多個高利潤項目已完工，導致本年度的項目組合較遜色；及(iii)在不利市況下，持續進行的項目利潤普遍低於過往水平。

其他收入

本集團的其他收入由上年度的約1.7百萬港元減少至本年度的約1.2百萬港元，減幅約為29.4%。該減幅主要是由於本年度利息收入減少所致。

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Administrative Expenses

Administrative expenses increased from approximately HK\$22.3 million for the Previous Year to approximately HK\$29.2 million for the Year, representing an increase of approximately 30.9%. Such increase was mainly due to the increase in depreciation of right-of-use assets and professional expenses for the Year.

Impairment Losses and Write-offs, Net

The net impairment losses and write-offs represent net impairment losses recognised or reversed in respect of trade receivables and contract assets. The net impairment losses and write-offs recognised for the Year and Previous Year amounted to approximately HK\$2.2 million and HK\$5.5 million respectively.

Loss and Total Comprehensive Expense for the Year

The loss and total comprehensive expense of the Group for the Year increased from approximately HK\$0.5 million for the Previous Year to approximately HK\$30.6 million for the Year, which was mainly due to the decrease in revenue and profit margin, and the increase in administrative expenses as discussed above.

行政開支

行政開支由上年度約22.3百萬港元增加至截至本年度約29.2百萬港元，增幅約為30.9%。該增幅主要是由於本年度使用權資產折舊以及專業開支增加所致。

減值虧損及撇銷淨額

減值虧損及撇銷淨額指就貿易應收款項及合約資產所確認或撥回的減值虧損淨額。本年度及上年度確認的減值虧損及撇銷淨額分別約為2.2百萬港元及5.5百萬港元。

年內虧損及全面開支總額

本集團的年內虧損及全面開支總額由上年度的約0.5百萬港元增加至本年度的30.6百萬港元，乃主要由於上文所論收益與利潤率下降以及行政開支增加。

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管理層討論及分析

Key Financial Ratio

主要財務比率

		Notes	As at 30 June 2026 於二零二六年 六月三十日	As at 30 June 2025 於二零二五年 六月三十日
		附註		
Current ratio	流動比率	1	7.7 times 倍	15.0 times倍
Return on total assets	總資產回報率	2	-12.3%	-0.2%
Return on equity	股本回報率	3	-16.0%	-0.2%
Net profit margin	純利率	4	-14.6%	-0.2%
Gearing ratio	資產負債比率	5	24.0%	0.6%

Notes:

附註：

- Current ratio is calculated as current assets divided by current liabilities as at the respective reporting dates.
- Return on total assets is calculated as loss for the year divided by the total assets as of the respective reporting dates.
- Return on equity is calculated as loss for the year divided by the total equity attributable to owners of the Company as of the respective reporting dates.
- Net profit margin is calculated as loss divided by the revenue for the respective reporting years.
- Gearing ratio is calculated as total interest-bearing liabilities divided by the total equity as at the respective reporting dates.

- 流動比率乃按各報告日期的流動資產除以流動負債計算。
- 總資產回報率乃按各報告日期的年內虧損除以總資產計算。
- 股本回報率乃按各報告日期的年內虧損除以本公司擁有人應佔總權益計算。
- 純利率乃按各報告年度的虧損除以收益計算。
- 資產負債比率乃按各報告日期的計息負債總額除以權益總額計算。

Current Ratio

Current ratio decreased from approximately 15.0 times as at 30 June 2025 to approximately 7.7 times as at 30 June 2026. The decrease was mainly due to the increase in current liabilities from approximately HK\$15.3 million as at 30 June 2025 to approximately HK\$31.6 million as at 30 June 2026 mainly as a result of a loan of approximately HK\$20.0 million borrowed from a director during the Year.

流動比率

流動比率由於二零二五年六月三十日的約15.0倍減少至於二零二六年六月三十日的約7.7倍。減少主要是由於本年度向一名董事借入約20.0百萬港元貸款，導致流動負債由二零二五年六月三十日約15.3百萬港元增加至二零二六年六月三十日約31.6百萬港元。

Return on Total Assets, Return on Equity, and Net Profit Margin

Due to the increase in net loss for the Year, the Group's return on total assets, return on equity, and net profit margin for the Year were approximately -12.3%, -16.0% and -14.6% respectively, as compared to approximately -0.2%, -0.2% and -0.2% respectively for the Previous Year.

總資產回報率、股本回報率及純利率

由於本年度淨虧損增加，故本集團本年度的總資產回報率、股本回報率及純利率分別約為-12.3%、-16.0%及-14.6%，而上年度分別約為-0.2%、-0.2%及-0.2%。

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Gearing Ratio

As at 30 June 2026, the Group's unsecured and interest-bearing liabilities consisted of the loans from a director and the immediate holding company of approximately HK\$20.0 million and HK\$26.0 million respectively (30 June 2025: lease liabilities of approximately HK\$1.4 million). The Group's gearing ratio as at 30 June 2026 was approximately 24.0% (30 June 2025: 0.6%).

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 June 2026, the Company's issued capital was HK\$4,080,000 and the number of its issued ordinary shares was 408,000,000 shares of HK\$0.01 each (the "Share(s)").

As at 30 June 2026, the Group had total bank balances and cash as well as pledged bank deposits of approximately HK\$62.9 million and approximately HK\$nil respectively (30 June 2025: approximately HK\$59.4 million and HK\$1.04 million respectively).

During the Year, the Group has borrowed from one of its directors and the immediate holding company HK\$20.0 million and HK\$26.0 million respectively as general working capital for the operation of the Group.

The Group actively monitors and manages its capital structure and makes adjustments in response to changes in the economic conditions. There were no changes to the objectives, policies, or processes for managing capital during the years ended 30 June 2026 and 2025.

Management regularly reviews the capital structure, taking into account the cost of capital and the risks associated with each class of capital. The Group also maintains sufficient retained earnings to support its capital management objectives. Save as discussed above, there has been no material change in capital structure of the Group during the Year.

資產負債比率

於二零二六年六月三十日，本集團的無抵押及計息負債包括來自一名董事及直接控股公司的貸款分別約20.0百萬港元及26.0百萬港元（二零二五年六月三十日：租賃負債約1.4百萬港元）。於二零二六年六月三十日，本集團的資本負債比率約為24.0%（二零二五年六月三十日：0.6%）。

流動資金、財務資源及資本架構

於二零二六年六月三十日，本公司已發行股本為4,080,000港元及已發行普通股數目為每股面值0.01港元的408,000,000股股份（「股份」）。

於二零二六年六月三十日，本集團的銀行結餘及現金以及已抵押銀行存款總額分別約62.9百萬港元及約零港元（二零二五年六月三十日：分別約59.4百萬港元及1.04百萬港元）。

於本年度，本集團分別向其中一名董事及直接控股公司借入20.0百萬港元及26.0百萬港元作為本集團業務所需一般營運資金。

本集團積極監控及管理其資本架構，並因應經濟環境變化作出調整。截至二零二六年及二零二五年六月三十日止年度，資本管理目標、政策及流程均無變動。

管理層定期審視資本結構，其中經考慮資本成本及各類資本相關風險。本集團亦維持充足保留盈利以支持其資本管理目標。除上文討論者外，本集團本年度的資本架構並無重大變動。

FOREIGN EXCHANGE EXPOSURES

As the Group only operates in Hong Kong and all of the revenue and transactions arising from its operations were settled in Hong Kong dollar, the Directors are of the view that the Group's foreign exchange rate risks are insignificant. Thus, the Group has not entered into any derivative contracts to hedge against the foreign exchange exposure for the Year as well as for the Previous Year.

CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

As at 30 June 2025 and 2026, the Group had no material capital commitments and contingent liabilities.

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITION OR DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

During the Year, the Group did not hold any significant investments or make any material acquisitions or disposals of subsidiaries and associated companies.

FUTURE PLANS FOR MATERIAL INVESTMENT OR ACQUISITION OF CAPITAL ASSETS

Save as disclosed under the section headed "Future Plans and Use of Proceeds" in the prospectus of the Company dated 25 April 2023 (the "Prospectus") and save for the Group's intention to explore business diversification opportunities (including, but not limited to, artificial intelligence technology and communications related business) as disclosed in the section headed "Business Review and Outlook" above, there were no plans for material investments or acquisition of capital assets as at 30 June 2026.

COMPARISON OF BUSINESS OBJECTIVES WITH ACTUAL BUSINESS PROGRESS AND USE OF PROCEEDS

The net proceeds from the listing of the Company's shares on the Main Board of the Stock Exchange (the "Listing") on 9 May 2023 (the "Listing Date") amounted to approximately HK\$89.1 million, which are being applied by the Group in accordance with the disclosure as set out in the section headed "Future Plans and Use of Proceeds" of the Prospectus.

外匯風險

由於本集團僅於香港經營業務，經營產生的所有收益及交易均以港元結算，故董事認為本集團匯率風險不大。因此，於本年度及上年度，本集團並無訂立任何衍生工具合約以對沖外匯風險。

資本承擔及或然負債

於二零二五年及二零二六年六月三十日，本集團並無重大資本承擔及或然負債。

重大投資、重大收購或出售附屬公司及聯營公司

於本年度，本集團並無持有任何重大投資或進行任何重大收購或出售附屬公司及聯營公司。

未來重大投資或收購資本資產計劃

除本公司日期為二零二三年四月二十五日之招股章程（「招股章程」）「未來計劃及所得款項用途」一節所披露者以及除於上文「業務回顧及展望」一節所披露本集團有意探索業務多元化機遇（包括但不限於人工智能技術及通訊相關業務）外，於二零二六年六月三十日，本集團並無任何重大投資或收購資本資產計劃。

業務目標與實際業務進展的比較及所得款項用途

本公司股份於二零二三年五月九日（「上市日期」）在聯交所主板上市（「上市」）之所得款項淨額約為89.1百萬港元，本集團正在根據招股章程「未來計劃及所得款項用途」一節所載披露資料應用有關款項。

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The details of the use of the net proceeds from the Listing Date to 30 June 2026 are listed as below:

自上市日期至二零二六年六月三十日，所得款項淨額用途詳情載列如下：

		Amount utilised during the year ended 30 June 2026 於截至 二零二六年 六月三十日止 年度已動用 的金額 HK\$'million 百萬港元	Net proceeds utilised from the Listing Date up to 30 June 2026 自上市日期至 二零二六年 六月三十日的 已動用所得 款項淨額 HK\$'million 百萬港元	Unutilised amounts as at 30 June 2026 於二零二六年 六月三十日的 未動用金額 HK\$'million 百萬港元	Expected timeline for full utilisation of the unutilised amount ^(Note 1) 悉數使用未動用金額 的預期時間表 ^(附註1)
Intended use of proceeds	所得款項 擬定用途				
Project upfront costs	項目前期成本	64.9	–	64.9	–
Expanding our workforce	增加人手	8.7	3.3	8.7	–
Upgrading the information technology system	升級資訊科技系統	6.6	0.2	3.2	3.4
General working capital	一般營運資金	8.9	–	8.9	–
		89.1	3.5	85.7	3.4

Notes:

- The expected timeline for utilising the Unutilised Amount is based on the best estimation of the future market condition made by the Group. It is subject to change based on the current and future development of the market condition.
- The use of proceeds for upgrading the information technology system is expected to be behind the original schedule of July 2023. The Group has been locating suitable suppliers that can provide the information technology services in designing software suited to the purposes for the Group and its customers. However, potential suppliers may not be familiar with the Group's industry in designing the software that can meet the needs. Hence, the Group requires further time to complete the system updating.

附註：

- 使用未動用金額的預期時間表乃根據本集團就未來市況所作的最佳估計而釐定。其將根據現時及未來的市況發展而有所變動。
- 為升級資訊科技系統而使用的所得款項預期將落後於原定時間二零二三年七月使用。本集團一直致力物色合適供應商提供資訊科技服務，協助設計符合本集團及其客戶需求的相關軟件。然而，潛在供應商在設計能滿足需求的軟件時，可能對本集團所屬行業不夠熟悉。因此，本集團需要更多時間完成系統更新。

As at the date of this annual report, the unutilised proceeds were placed in interest-bearing deposits with authorised financial institutions or licensed banks in Hong Kong. The Directors regularly evaluate the Group's business objectives and may change or modify plans against the changing market condition to ascertain the business growth of the Group. Up to the date of this annual report, the Directors considered that no modification of the use of proceeds described in the Prospectus was required.

於本年報日期，未動用所得款項存於香港認可金融機構或持牌銀行作為計息存款。董事定期評估本集團業務目標，並可能會因應市況變動修改或修訂計劃，以確保本集團業務增長。直至本年報日期，董事認為毋須修改招股章程所述所得款項用途。

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2026, we employed a total of 55 full-time employees (including three executive Directors but excluding three independent non-executive Directors), as compared to a total of 62 full-time employees as at 30 June 2025. The remuneration packages that the Group offers to employees includes salary, discretionary bonuses, staff benefits, contributions and retirement schemes as well as other cash subsidies. In general, the Group determines employee's salaries based on each employee's qualifications, position and seniority. The Group has designed an annual review system to assess the performance of its employees, which forms the basis of its decisions with respect to salary raises, bonuses and promotions. The total staff cost incurred by the Group for the Year was approximately HK\$21.0 million compared to approximately HK\$21.6 million for the Previous Year.

CHANGE IN DIRECTORS

Changes in Directors during the Year and up to the date of this annual report are set out in the section headed "Corporate Information" and in the paragraph headed "Events after the year ended 30 June 2026" below.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the Year (Previous Year: a final dividend of HK\$0.05 per Share was recommended by the Board but was not declared or paid subsequently).

EVENTS AFTER THE YEAR ENDED 30 JUNE 2026

With effect from 2 July 2026, Dr. Gong Bin has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee while Dr. Gong Zhaolong has resigned on the same day. For details of change of director, please refer to the announcement of the Company dated 2 July 2026.

With effect from 12 August 2026, Mr. Qu Rong has resigned as an executive Director. For details of the resignation, please refer to the announcement of the Company dated 12 August 2026.

Save as disclosed above and save for the disposal of 102,000,000 shares of the Company by Ever Genius International Group Limited to Terminus Consumer Limited after 30 June 2026 as disclosed in the section headed "Substantial shareholders' interests and short positions in Shares and underlying Shares", there was no material event affecting the Group after 30 June 2026 and up to the date of this report.

僱員及薪酬政策

於二零二六年六月三十日，於我們共僱用55名全職僱員（包括三名執行董事但不包括三名獨立非執行董事），而於二零二五年六月三十日共僱用62名全職僱員。本集團向僱員提供的薪酬待遇包括工資、酌情花紅、員工福利、供款及退休計劃以及其他現金補貼。一般而言，本集團根據每位僱員的資格、職位及資歷確定僱員薪資。為評估僱員績效，本集團制定一項年度審核制度，形成我們釐定加薪、花紅及晉升的依據。於本年度，本集團產生的員工成本總額約為21.0百萬港元，而上年度則約為21.6百萬港元。

董事變動

於本年度及直至本年報日期的董事變動載於「公司資料」一節及下文「截至二零二六年六月三十日止年度後事項」一段。

末期股息

董事會不建議派付本年度末期股息（上年度：董事會建議派付每股0.05港元的末期股息但其後並無宣派或派付）。

截至二零二六年六月三十日止年度後事項

龔斌博士獲委任為獨立非執行董事及審核委員會、提名委員會及薪酬委員會各自的成員，以及龔兆龍博士於同日辭任，自二零二六年七月二日起生效。有關董事變動之詳情，請參閱本公司日期為二零二六年七月二日之公告。

瞿鎔先生已辭任執行董事，自二零二六年八月十二日起生效。有關辭任之詳情，請參閱本公司日期為二零二六年八月十二日之公告。

除上文所披露者以及除於「主要股東於股份及相關股份的權益及淡倉」一節所披露天賦國際集團有限公司於二零二六年六月三十日後向Terminus Consumer Limited出售102,000,000股本公司股份外，於二零二六年六月三十日後及直至本報告日期並無任何重大事項影響本集團。

Corporate Governance Report

企業管治報告

CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving a high standard of corporate governance standard. The Board believes that good corporate governance standards are essential in providing a framework for the Company to safeguard the interests of shareholders of the Company (the “**Shareholders**”), enhance its corporate value, formulate its business strategies and policies, and enhance its transparency and accountability. The Board has established the Group’s purpose, values and strategy and is satisfied that these are aligned with the Group’s culture of acting lawfully, ethically and responsibly. All Directors are required to act with integrity, lead by example and promote that culture.

The Company has adopted the principles and all relevant code provisions as set out under the Corporate Governance Code (the “**CG Code**”) contained in Appendix C1 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). CG Code C.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. During the period from 1 July 2025 to 10 May 2026, Mr. Ng Wing Woon Dave held both the positions of Chairman and Chief Executive Officer. In view of Mr. Ng Wing Woon Dave being the founder of the Group and having been responsible for the overall operations, financial and strategic planning of the Group since around June 2001, the Board considered that the combination of the two roles during that period was beneficial to the Group’s operations and that the presence of three independent non-executive Directors provided a balance of power. Following the appointment of Dr. Tang Tian-Shen as Chairman on 11 May 2026, with Mr. Ng Wing Woon Dave remaining as Chief Executive Officer, the roles have been separate and Code Provision C.2.1 has been complied with. Save for the aforesaid deviation during the period from 1 July 2025 to 10 May 2026, the Company has complied with the applicable code provisions of the CG Code for the Year. The Directors will periodically review the Company’s corporate governance policies and will propose any amendment, if necessary, to ensure compliance with the code provisions from time to time.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as a code of conduct of the Company regarding Directors’ securities transactions. Having made specific enquiries of the Directors, all the Directors have confirmed that they have complied with the requirements of the Model Code for the Year.

企業管治常規

本公司致力達致高水平的企業管治標準。董事會相信，良好的企業管治對本公司提供框架以保障本公司股東（「**股東**」）利益、提升企業價值、制定其業務策略及政策以及強化透明度及問責度而言屬不可或缺。董事會已為本集團訂立目標、價值觀及策略，並信納其與本集團按合法、道德及負責任方式行事的文化一致。所有董事均須持正行事，以身作則，並推動該文化。

本公司已採納聯交所證券上市規則（「**上市規則**」）附錄C1所載企業管治守則（「**企業管治守則**」）所載的原則及所有相關守則條文。企業管治守則第C.2.1條規定，主席和行政總裁的角色應有區分，不應由一人同時兼任。於二零二五年七月一日至二零二六年五月十日期間，吳榮煥先生同時兼任主席及行政總裁職位。鑑於吳榮煥先生是本集團的創辦人，自二零零一年六月左右以來，一直負責本集團的整體營運，以及財務及策略規劃。董事會認為，於該期間將兩個角色合併有利於本集團的營運，三名獨立非執行董事亦提供權力的平衡。隨著於二零二六年五月十一日湯天申博士獲委任為主席及吳榮煥先生留任行政總裁，本公司已分開兩個角色，亦已遵守守則條文第C.2.1條。除上述於二零二五年七月一日至二零二六年五月十日期間的偏離情況外，本公司於本年度一直遵守企業管治守則適用的守則條文。董事將定期檢討本公司的企業管治政策，並會於有需要時提出任何修訂，以確保不時遵守守則條文。

董事進行證券交易的標準守則

本公司已採納上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則（「**標準守則**」），作為董事進行證券交易的本公司行為守則。經向董事作出具體查詢後，全體董事確認彼等於本年度一直遵守標準守則的規定。

BOARD OF DIRECTORS

Board Composition

As at the date of this annual report, the Board consists of five Directors including Dr. Tang Tian-Shen (Chairman) and Mr. Ng Wing Woon Dave (Chief Executive Officer) as the executive Directors and Mr. Lo Chi Wang, Ms. To Sau Man and Dr. Gong Bin as the independent non-executive Directors.

Pursuant to Article 112 of the Restated Articles of the Company, it provides that the Board shall have power from time to time and at any time to appoint any person as a director either to fill a casual vacancy or as an additional director. Any director appointed by the Board as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election. Any director appointed under this Article shall not be taken into account in determining the Directors or the number of Directors who are to retire by rotation at an annual general meeting. Hence, Dr. Tang Tian-Shen (appointed on 11 May 2026), Ms. To Sau Man (appointed on 21 January 2026) and Dr. Gong Bin (appointed on 2 July 2026) shall hold office until the forthcoming annual general meeting (“AGM”) of the Company but shall be eligible for re-election.

Each of Mr. Qu Rong, Ms. To Sau Man, Dr. Gong Zhaolong, Dr. Tang Tian-Shen and Dr. Gong Bin has obtained the legal advice referred to in Rule 3.09D of the Listing Rules on his or her respective date of appointment (being 13 January 2026, 21 January 2026, 21 January 2026, 11 May 2026 and 2 July 2026, respectively) and has confirmed that he/she understood his/her obligations as a director of a listed issuer.

There is a balance of skills and experience for the Board, which is appropriate for the requirements of the business of the Company. Biographical details are set out in the section headed “Biographical details of Directors and Senior Management” on pages 34 to 38 of this annual report.

Save that Mr. Ng Wing Woon Dave and Mr. Ng Wing Shing (resigned on 13 January 2026) are brothers, there are no financial, business, family or other material relationship among members of the Board.

The Board meets regularly to discuss and formulate the overall strategy as well as operation and financial performance of the Group. The company secretary of the Company (the “**Company Secretary**”) assists the Chairman in drawing the agenda of each meeting and each Director may request inclusion of matters in the agenda. All Directors have access to the Company Secretary who is responsible for ensuring that Board procedures are complied with and all applicable rules and regulations are followed.

Pursuant to Code Provision C.5.1 of the CG Code, the Board should meet regularly and regular board meetings should be held at least four times per year. Additional meetings would be arranged if and when required. Directors may participate either in person or through electronic means of communications.

董事會

董事會成員組成

於本年報日期，董事會由五名董事組成，包括執行董事湯天申博士（主席）及吳榮煥先生（行政總裁），以及獨立非執行董事羅智弘先生、杜秀雯女士及龔斌博士。

根據本公司的經重訂細則第112條，董事會有權不時並於任何時間委任任何人士為董事，以填補空缺或增加董事會成員。由董事會委任以加入現存董事會的任何董事任期僅直至其獲委任後本公司第一次的股東週年大會，並有資格重選。任何根據該條獲委任的董事在股東週年大會上決定準備輪值退任的董事或董事人數時不應被考慮在內。因此，湯天申博士（於二零二六年五月十一日獲委任）、杜秀雯女士（於二零二六年一月二十一日獲委任）及龔斌博士（於二零二六年七月二日獲委任）將任職至本公司應屆股東週年大會（「股東週年大會」），並將有資格重選。

瞿鎔先生、杜秀雯女士、龔兆龍博士、湯天申博士及龔斌博士已於其各自獲委任之日期（分別為二零二六年一月十三日、二零二六年一月二十一日、二零二六年一月二十一日、二零二六年五月十一日及二零二六年七月二日）取得上市規則第3.09D條所述之法律意見，並確認明白其作為上市發行人董事的責任。

董事會在技能及經驗方面維持平衡，就本公司業務要求而言屬適合。履歷詳情載於本年報第34至38頁的「董事及高級管理層的履歷詳情」一節。

除吳榮煥先生與吳榮盛先生（於二零二六年一月十三日辭任）為兄弟外，董事會成員之間概無任何財務、業務、親屬或其他重大關係。

董事會定期會面，藉以討論及制定本集團整體策略以及營運及財務表現。本公司的公司秘書（「**公司秘書**」）協助主席訂定每次會議的議程，而每名董事可要求於議程上加入其他事項。全體董事均可獲取公司秘書的服務，而公司秘書負責確保董事會程序已獲遵守且所有適用規則及規例均獲遵循。

根據企業管治守則的守則條文C.5.1條，董事會應定期召開會議，且須每年定期至少舉行四次董事會會議。必要時可安排舉行額外會議。董事可親自或透過電子通訊方式出席會議。

Corporate Governance Report

企業管治報告

The attendance record of each Director at the Board and the committee meetings for the Year is set out in the table below:

董事會各成員出席本年度舉行的董事會及委員會會議及所議決的決議案的記錄載列如下：

Name of Director	董事姓名	Board 董事會	Attendance/Number of Meetings 出席會議／大會次數			
			Annual General Meeting (Note) 股東週年大會 (附註)	Audit Committee 審核委員會	Nomination Committee 提名委員會	Remuneration Committee 薪酬委員會
Dr. Tang Tian-Shen (appointed on 11 May 2026)	湯天申博士(於二零二六年五月十一日獲委任)	0/0	N/A 不適用	N/A 不適用	0/0	N/A 不適用
Mr. Ng Wing Woon Dave	吳榮煥先生	12/12	1/1	N/A 不適用	5/5	4/4
Mr. Qu Rong (appointed on 13 January 2026 and resigned on 12 August 2026)	瞿鎔先生(於二零二六年一月十三日獲委任及於二零二六年八月十二日辭任)	4/4	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用
Mr. Ng Wing Shing (resigned on 13 January 2026)	吳榮盛先生(於二零二六年一月十三日辭任)	7/7	1/1	N/A 不適用	N/A 不適用	N/A 不適用
Mr. Wang Jun (appointed on 4 August 2025 and retired on 3 November 2025)	王軍先生(於二零二五年八月四日獲委任及於二零二五年十一月三日退任)	0/1	0/1	N/A 不適用	N/A 不適用	N/A 不適用
Mr. Lo Chi Wang	羅智弘先生	12/12	1/1	2/2	N/A 不適用	5/5
Ms. To Sau Man (appointed on 21 January 2026)	杜秀雯女士(於二零二六年一月二十一日獲委任)	3/3	N/A 不適用	1/1	1/1	1/1
Dr. Gong Bin (appointed on 2 July 2026)	龔斌博士(於二零二六年七月二日獲委任)	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)	龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)	3/3	N/A 不適用	1/1	1/1	1/1
Professor Pong Kam Keung (resigned on 21 January 2026)	龐錦強教授(於二零二六年一月二十一日辭任)	9/9	1/1	1/1	4/4	4/4
Ms. Cheng Shing Yan (resigned on 21 January 2026)	鄭承欣女士(於二零二六年一月二十一日辭任)	9/9	1/1	1/1	4/4	N/A 不適用

Note: The Annual General Meeting was held on 3 November 2025. For details of the forthcoming annual general meeting, please refer to the section headed "Report of Directors – Annual General Meeting" of this annual report.

附註：股東週年大會已於二零二五年十一月三日舉行。有關應屆股東週年大會詳情，請參閱本年報「董事會報告－股東週年大會」一節。

During the Year, the Board has at all times met the requirements of rules 3.10(1) and 3.10(2) of the Listing Rules relating to the appointment of at least three independent non-executive Directors with at least one independent non-executive Director possessing appropriate professional qualifications, or accounting or related financial management expertise. The Company has three independent non-executive Directors and all of the three independent non-executive Directors have appropriate professional qualifications or accounting or related financial management expertise.

The three independent non-executive Directors represent half of the Board, the proportion of which is higher than what is required by Rule 3.10A of the Listing Rules whereby independent non-executive directors of a listed issuer must represent at least one third of the board. The Board believes there is sufficient independence element in the Board to safeguard the interest of shareholders.

Each of the Directors has entered into a contract for appointment with the Company commencing from the Listing Date or respective appointment date. Each of the executive Directors and independent non-executive Directors are subject to termination provisions therein and to the provisions on retirement by rotation and re-election of Directors as set out in the amended and restated memorandum and articles of association of the Company (the "**Restated Articles**").

The Company has received written confirmation from each of the independent non-executive Directors in respect of his independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

Responsibilities of the Directors

The Board takes the responsibility collectively to oversee all major matters of the Company, including the formulation and approval of all policy matters, overall strategies, internal control and risk management systems, and monitor the performance of the senior executives. The Directors have to make decisions objectively in the interests of the Company. To oversee particular aspects of the Company's affairs, the Board has established three Board committees, including the audit committee (the "**Audit Committee**"), the nomination committee (the "**Nomination Committee**") and the remuneration committee (the "**Remuneration Committee**") (together, the "**Board Committees**").

於本年度，董事會一直遵守上市規則第3.10(1)及3.10(2)條有關須委任至少三名獨立非執行董事及其中至少一名獨立非執行董事必須具備適當的專業資格、或會計或相關的財務管理專長的要求。本公司有三名獨立非執行董事，而三名獨立非執行董事全部均具備適當的專業資格、或會計或相關的財務管理專長。

三名獨立非執行董事代表一半的董事會成員人數，比例高於上市規則第3.10A條所規定的人數，據規定，上市發行人的獨立非執行董事須佔董事會至少三分之一成員人數。董事會認為，董事會成員的組成有足夠之獨立性以保障股東利益。

各董事均已自上市日期或各自之委任日期起與本公司訂立委任合約。各執行董事及獨立非執行董事均須受其終止條文及本公司經修訂及重訂之組織章程大綱及章程細則（「**經重訂細則**」）所載有關董事輪值退任及重選的條文所規限。

本公司已收到各獨立非執行董事根據上市規則第3.13條獨立性指引所載就其獨立性發出的確認書。本公司認為全體獨立非執行董事均為獨立人士。

董事的責任

董事會負責共同監督本公司的所有重大事宜，包括制定及批准所有政策事宜、整體策略、內部監控及風險管理體系以及監察高級行政人員的表現。董事須就本公司的利益作出客觀決定。為監督本公司事務的特定方面，董事會已成立三個董事委員會，包括審核委員會（「**審核委員會**」）、提名委員會（「**提名委員會**」）及薪酬委員會（「**薪酬委員會**」）（統稱「**董事委員會**」）。

All Directors, including independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning.

The independent non-executive Directors are responsible for ensuring a high standard of regulatory reporting of the Company and providing a balance in the Board for bringing effective independent judgement on corporate actions and operations, and are invited to serve on the Audit Committee, the Nomination Committee and the Remuneration Committee.

The Board has delegated to the management, consisting of executive Directors along with other senior executives, with the responsibilities for implementing the strategy and direction adopted by the Board from time to time and conducting the day-to-day management and operations of the Group.

The Board has delegated to the Board Committees responsibilities as set out in their respective terms of references. Further details of the Board Committees are set out in the sections headed "Audit Committee", "Nomination Committee" and "Remuneration Committee" below.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Code Provision C.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Ng Wing Woon Dave is both the Chairman and the Chief Executive Officer until 11 May 2026. In view that Mr. Ng Wing Woon Dave being the founder of the Group and has been operating and managing the business as well as overall financial and strategic planning of the Group since the incorporation of the Group's operating subsidiary, Easy Smart Engineering Limited, in around June 2001, the Board believed that the vesting of the roles of Chairman and Chief Executive Officer in Mr. Ng Wing Woon Dave was beneficial to the business operations and management of the Group. In addition, due to the presence of three independent non-executive Directors which represented over half of the Board, the Board considered that there was a balance of power and authority such that no one individual had unfettered power of decision. Since the appointment of Dr. Tang Tian-Shen as the Chairman on 11 May 2026, and Mr. Ng Wing Woon Dave remained as the Chief Executive Officer, such Code Provision C.2.1 has been complied.

全體董事（包括獨立非執行董事）均為董事會帶來廣泛的寶貴業務經驗、知識及專業精神，從而使董事會有效且高效地發揮其職能。

獨立非執行董事負責確保本公司維持高水平的監管匯報，並平衡董事會權力，以就企業行動及營運作出有效的獨立判斷，且獨立非執行董事獲邀於審核委員會、提名委員會及薪酬委員會任職。

董事會授權管理層（包括執行董事及其他高級行政人員）負責實施董事會不時採納的策略及方針，以及進行本集團的日常管理及營運。

董事會已向董事委員會授權彼等各自職權範圍所載的職責。有關董事委員會的進一步詳情載於下文「審核委員會」、「提名委員會」及「薪酬委員會」各節。

主席及行政總裁

守則條文第C.2.1條規定，主席和行政總裁的角色應有區分，不應由一人同時兼任。直至二零二六年五月十一日，吳榮煥先生既擔任主席亦兼任行政總裁。鑒於吳榮煥先生是本集團的創辦人，自本集團的營運附屬公司怡俊工程有限公司於二零零一年六月左右註冊成立以來，一直負責營運及管理本集團的業務以及整體財務及策略規劃，董事會相信將主席和行政總裁的角色授予吳榮煥先生有利於本集團的業務營運及管理。此外，由於董事會有三名獨立非執行董事，佔董事會半數以上，董事會認為存在權力和權限的平衡，並無任何個人擁有不受約束的決策權。由於二零二六年五月十一日湯天申博士獲委任為主席及吳榮煥先生留任行政總裁，故本公司已遵守相關守則條文第C.2.1條。

BOARD DIVERSITY POLICY

The Company has adopted a board diversity policy (the “**Board Diversity Policy**”) on 12 April 2023 which sets out the approach to achieve and maintain diversity on the Board in order to enhance the effectiveness of the Board.

Pursuant to the Board Diversity Policy, the Company seeks to achieve Board diversity through the consideration of a number of factors, including but not limited to the talent, skill, regional and industry experience, background, gender and other qualities.

When identifying potential candidates to the Board of Directors, the Nomination Committee and the Board of Directors will, among others, (i) consider the current level of representation of women on the Board and the senior management when making recommendations for nominees as well as succession planning to the Board of Directors and senior management; (ii) consider the criteria that promotes diversity by references to the code of practices on employment published by the Equal Opportunities Commission from time to time; (iii) communicate the Board Diversity Policy to the Nomination Committee and encourage a cooperative approach to ensure diversity on the Board.

The Board will consider setting measurable objectives to implement the Board Diversity Policy and review such objectives from time to time to ensure their appropriateness and ascertain the progress made towards achieving those objectives.

The Board has reviewed the Board Diversity Policy for the Year. Having reviewed the Board composition, the Board recognises the importance and benefits of gender diversity at the Board level and has at least one female representation in the Board. We shall continue to identify female candidate(s) to enhance the gender diversity among the Board members.

The Company’s diversity philosophy including gender diversity was generally followed in the workforce throughout the Group for the Year. As at 30 June 2026, approximately 65.5% and 34.5% of the Group’s total workforce were male and female respectively. While all our senior management is male, the Board consisted of approximately 16.7% female Director as at 30 June 2026. The Board diversity approach is applied to the workforce. The Company will promote diversity at workforce levels by timely review the gender diversity of the workforce with the business development of the Group.

The Nomination Committee will review the Board Diversity Policy annually to ensure its continued effectiveness.

董事會成員多元化政策

本公司已於二零二三年四月十二日採納董事會成員多元化政策（「**董事會成員多元化政策**」），該政策載列實現及維持董事會成員多元化的方法，以提升董事會的效率。

根據董事會成員多元化政策，本公司透過考慮多項因素（包括但不限於才能、技能、地區及行業經驗、背景、性別及其他特質），設法達成董事會成員多元化。

在物色董事會的潛在候選人時，提名委員會及董事會將（其中包括）(i)就獲提名人及董事會及高級管理層的繼任計劃提出建議時，考慮當前女性在董事會及高級管理層中的代表性；(ii)參考平等機會委員會不時公佈的就業守則，考慮促進多元化的準則；(iii)將董事會成員多元化政策傳達給提名委員會，並鼓勵採取合作方式確保董事會的多元化。

董事會將考慮制定可衡量的目標，以實施董事會成員多元化政策，並不時審閱有關目標，以確保其適當性及確定實現該等目標的進度。

董事會於本年度已對其董事會多元化政策進行審查。於審查董事會的組成後，董事會確認在董事會層面實現性別多元化的重要性及益處，並在董事會中有至少有一名女性代表。我們將繼續物色女性候選人，以加強董事會成員的性別多元化。

於本年度，本公司的多元理念（包括性別多元化）在整個集團的員工隊伍中得到普遍遵循。於二零二六年六月三十日，本集團員工總數中，男性及女性分別約佔65.5%及34.5%。儘管所有高級管理層均為男性，惟於二零二六年六月三十日，董事會約16.7%由女性董事組成。董事會成員多元化方針適用於員工隊伍。本公司將隨著本集團的業務發展，適時檢討員工隊伍的性別多元化情況，以促進員工隊伍的多元化。

提名委員會將每年審閱董事會成員多元化政策，以確保其持續行之有效。

BOARD SKILLS MATRIX AND BOARD PERFORMANCE REVIEW

The Board currently has a mix of skills in building-services and construction operations, strategic leadership, financial reporting and internal control, and independent listed-company governance. That combination of skills, experience and diversity supports the Group's purpose, values and strategy of delivering contracting work in Hong Kong under a reconstituted Board following the change of control. The Board is not seeking any further specific skill in the coming year.

The Company did not conduct a formal board performance review during the Year. Following the change of control in January 2026 and the reconstitution of the Board (including the appointment of Dr. Tang Tian-Shen as Chairman on 11 May 2026 and of Ms. To Sau Man and Dr. Gong Bin as independent non-executive Directors respectively on 21 January 2026 and 2 July 2026), the Board considered it more useful to conduct the first formal review after the reconstituted Board has served a full annual cycle. The Board will conduct that review, internally and facilitated by the Nomination Committee, during the year ending 30 June 2027. The review will cover the Board as a whole and is not intended as a personal assessment of individual Directors. The scope, mode, methodology and findings will be disclosed in the Corporate Governance Report for that year.

NOMINATION POLICY

The Board has adopted a nomination policy (the "Nomination Policy") on 12 April 2023 which sets out the criteria and process in the nomination and appointment of directors of the Company, aims to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the Company and to ensure the Board's continuity and appropriate leadership. The Nomination Committee shall identify candidates who are qualified/suitable to become a member of the Board and to make recommendations to the Board on the selection of candidates nominated for directorships. The selection of candidates will be based on a range of selection criteria as set out in the Nomination Policy, including but not limited to, character and integrity, qualification, potential contributions the candidate can bring to the Board in terms of qualifications, skill, experience, independence and gender diversity, the candidate's willingness and ability to devote adequate time to discharge duties as a member of the Board.

董事會技能矩陣及董事會表現檢討

董事會目前具備屋宇裝備及建築工程營運、策略領導、財務報告及內部監控以及上市公司獨立管治方面的技能組合。於控制權變更後經重組的董事會下，該技能、經驗及多元化組合支持本集團於香港提供合約工程的宗旨、價值觀及策略。於下年度，董事會並不尋求任何其他特定技能。

於本年度，本公司並無進行正式的董事會表現檢討。於二零二六年一月變更控制權及董事會重組（包括於二零二六年五月十一日委任湯天申博士為主席及分別於二零二六年一月二十一日及於二零二六年七月二日委任杜秀雯女士及龔斌博士為獨立非執行董事）後，董事會認為待重組後的董事會任職滿一個完整年度週期後方進行首次正式檢討將更為有用。董事會將於截至二零二七年六月三十日止年度內，在提名委員會協助下進行該內部檢討。該檢討將涵蓋董事會整體，並非旨在對個別董事作出個人評核。檢討的範圍、方式、方法及結果將於該年度的企業管治報告中披露。

提名政策

董事會已於二零二三年四月十二日採納提名政策（「提名政策」），提名政策載有本公司董事提名及委任的準則及程序，旨在確保董事會均衡地具備切合本公司所需的技能、經驗及多元化視野，並確保董事會的持續性及領導能力屬適當。提名委員會將物色合資格／適合成為董事會成員的候選人，並就甄選提名擔任董事職務的候選人向董事會提出推薦建議。甄選候選人將基於提名政策所載的一系列甄選準則（包括但不限於品格及誠信、資歷、候選人就資歷、技能、經驗、獨立性及性別多元化方面可為董事會帶來的潛在貢獻、候選人投放充足時間履行董事會成員職責的意願及能力）而定。

For the appointment of directors, the Nomination Committee will first identify individual(s) suitably qualified to become Board members and assesses the independence of the proposed independent non-executive director(s). Then, the Nomination Committee will make recommendation to the Board for the Board to consider, having regard to the Board Diversity Policy and the Nomination Policy. The Board will confirm the appointment of the suitable candidate or recommend the candidate to stand for election at a general meeting of the Company. The candidate(s) who is/are appointed by the Board to fill a casual vacancy or as an addition to the Board will be subject to re-election by shareholders of the Company at the next annual general meeting after initial appointment in accordance with the Restated Articles.

For the re-appointment of directors, the Nomination Committee will also consider the retiring directors based on the Board Diversity Policy and the Nomination Policy, and assess their independence before the Nomination Committee makes recommendation to the Board to consider. After the Board considers each retiring director, the Board will recommend the suitable retiring director(s) to stand for re-election at the annual general meeting in accordance with the Restated Articles. The Shareholders will approve the re-election of directors at the annual general meeting.

The Nomination Committee shall review the structure, size, composition (including skills, knowledge, experience and length of service) of the Board on a regular basis at least annually and diversity of the Board to ensure that it has a balance of expertise, skills and experience and diversity of perspective appropriate to the requirements for the business of the Company.

DIVIDEND POLICY

The Company has set up a dividend policy (the “**Dividend Policy**”) on 12 April 2023 with an aim to strike a balance between maintaining sufficient capital to develop and operate the business of the Group and rewarding the Shareholders of the Company. According to the Dividend Policy, in deciding whether to propose a dividend and in determining the dividend amount, the Board shall take into account the following factors:

- (a) the Company’s operating results, actual and expected financial performance;
- (b) retained earnings and distributable reserves of the Company and each of the members of the Group;
- (c) the level of the Group’s profitability, debts to equity ratio, return on equity and the relevant financial covenants;

就委任董事而言，提名委員會將首先物色適合成為董事會成員的人選，並評估建議獨立非執行董事的獨立性。其後，提名委員會經計及董事會成員多元化政策及提名政策後向董事會提出推薦建議以供董事會考慮。董事會將確認合適候選人的委任或建議候選人出席本公司股東大會選舉。由董事會委任以填補臨時空缺或作為董事會新增成員的候選人將根據經重訂細則於初次委任後在應屆股東週年大會上經本公司股東重選連任。

就重新委任董事而言，提名委員會亦將會根據董事會成員多元化政策及提名政策考慮退任董事，並於提名委員會向董事會提出推薦建議以供其考慮前評估退任董事的獨立性。於董事會考慮各退任董事後，董事會將根據經重訂細則建議合適的退任董事在股東週年大會上膺選連任。股東將於股東週年大會上批准董事重選連任。

提名委員會須至少每年定期檢討董事會的架構、規模、成員組成（包括技能、知識、經驗及服務年期）及董事會成員多元化，以確保董事會均衡地具備切合本公司業務所需的在專業知識、技能及經驗以及多元化視野。

股息政策

本公司已於二零二三年四月十二日制定股息政策（「**股息政策**」），旨在於維持充足資本以發展及經營本集團業務與獎勵本公司股東之間取得平衡。根據股息政策，董事會於決定是否派付股息及釐定股息金額時應考慮以下因素：

- (a) 本公司的經營業績、實際及預期財務表現；
- (b) 本公司及本集團各成員公司的保留盈利及可分配儲備；
- (c) 本集團的盈利能力、債權比率、股本回報率及相關財務契諾水平；

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|--|---|
| (d) any restrictions on payment of dividends that may be imposed by the Group's lenders; | (d) 本集團貸款人可能就派付股息施加的任何限制； |
| (e) the Group's expected working capital requirements, capital expenditure requirements and future expansion plans; | (e) 本集團的預期營運資金需求、資本開支需求及未來擴展計劃； |
| (f) the Group's liquidity position; | (f) 本集團的流動資金狀況； |
| (g) general economic outlook, prospects, development of the Group's business and other internal and external factors that may have an impact on the business or financial performance and position of the Company; and | (g) 總體經濟前景、展望、本集團的業務發展及可能對本公司業務或財務表現及狀況造成影響的其他內部及外部因素；及 |
| (h) any other factors that the Board may deem appropriate and relevant. | (h) 董事會可能認為屬適當及相關的任何其他因素。 |

The declaration and payment of dividend by the Company is also subject to any restrictions under the Companies Act of the Cayman Islands, any applicable laws, rules and regulations and the Restated Articles. The declaration and payment of future dividend under the Dividend Policy are subject to the Board's determination that the same would be in the best interests of the Group and the Shareholders of the Company as a whole. The Board will review the Dividend Policy from time to time and may exercise at its sole and absolute discretion to update, amend and/or modify the Dividend Policy at any time as it deems fit and necessary.

All dividend decisions during the Year were made in accordance with the Dividend Policy. The Board does not recommend a final dividend having regard to the net loss for the Year.

CONTINUOUS PROFESSIONAL DEVELOPMENT OF DIRECTORS

Directors shall keep abreast of regulatory developments and changes in order to effectively perform their responsibilities and to ensure that their contribution to the Board remains informed and relevant. The Group acknowledges the importance of continuing professional development for the Directors for better corporate governance and internal control system. In this regard and in compliance with Code Provision C.1.1 of the CG Code and Rules 3.09F and 3.09G of the Listing Rules, the Group has allocated funding for all Directors to participate in continuous professional development organized in the form of training and seminars to keep them refreshed of their knowledge, skills and understanding of the Group and its business, to update their skills and knowledge on the latest development or changes in the relevant statutes, the Listing Rules and corporate governance practices.

本公司宣派及派付股息亦須受開曼群島公司的任何限制、任何適用法律、規則及法規以及經重訂細則所規限。根據股息政策宣派及派付未來股息須待董事會確定宣派及派付未來股息將符合本集團及本公司股東的整體最佳利益後，方告作實。董事會將不時審閱股息政策，並可行使其全權酌情權在其認為屬合適及必要時隨時更新、修訂及／或修改股息政策。

於本年度作出的所有股息決定均符合股息政策。董事會經計及本年度淨虧損而不建議派付末期股息。

董事的持續專業發展

董事應及時了解規管發展及變更，以有效履行職責及確保彼等對董事會之貢獻仍然是知情及相關的。本集團確認董事持續專業發展對改善公司治理及內部監控體系的重要性。就此，根據企業管治守則守則條文第C.1.1條及上市規則第3.09F條及第3.09G條的規定，本集團已撥款予所有董事參加以培訓及研討會形式舉辦的持續專業進修，以更新其知識、技能，以及對本集團及其業務的了解，從而掌握相關法規、上市規則及企業管治常規的最新發展或變化。

Corporate Governance Report 企業管治報告

Directors should participate in appropriate continuous professional development to develop and refresh their knowledge and skills. Directors' training is an ongoing process. All Directors are encouraged to attend relevant training courses at the Company's expenses. All Directors confirmed that they have complied with Code Provision C.1.4 of the CG Code during the Year by participating sufficient relevant continuous professional training. Each newly appointed Director received a tailored induction. First-time directors of a Hong Kong listed issuer appointed during or shortly after the Year will complete the minimum training hours required by Rule 3.09H of the Listing Rules within 18 months of appointment.

A summary of the training undertaken during the Year is set out below. Dr. Gong Zhaolong resigned on 2 July 2026 while Mr. Ng Wing Shing, Mr. Wang Jun, Professor Pong Kam Keung and Ms. Cheng Shing Yan resigned or retired during the Year. Training records for them are not available.

董事應參與適當之持續專業發展，以發展及更新彼等之知識及技能。董事培訓是一個持續進程。本公司鼓勵全體董事參與相關培訓課程，費用由本公司承擔。於本年度，所有董事均確認其已遵守企業管治守則守則條文第C.1.4條的規定，參與足夠的相關持續專業培訓。每位新委任董事已收到度身定制的培訓。香港上市發行人於本年度或本年度後不久委任的初任董事亦於獲委任後18個月內完成上市規則第3.09H條所規定的最低培訓時間要求。

於本年度已進行的培訓概要載列如下。龔兆龍博士於二零二六年七月二日辭任，吳榮盛先生、王軍先生、龐錦強教授及鄭承欣女士則於本年度辭任或退任。並無有關彼等的培訓記錄。

Director	董事	Board roles and effectiveness 董事會 角色及效能 Hours 時數	Duties, Listing Rules and regulatory updates 職責、 上市規則及 監管更新 Hours 時數	Corporate governance and ESG 企業管治及 環境、 社會及管治 Hours 時數	Risk management and internal controls 風險管理及 內部監控 Hours 時數	Industry, trends and strategies 行業趨勢及 策略 Hours 時數	Total 總計 Hours 時數
Dr. Tang Tian-Shen (appointed on 11 May 2026)	湯天申博士(於二零二六年五月十一日獲委任)	1.5	1.5	1.5	1.5	1.5	7.5
Mr. Ng Wing Woon Dave	吳榮煥先生	1.5	1.5	1.5	2.0	1.5	8.0
Mr. Qu Rong (appointed on 13 January 2026 and resigned on 12 August 2026)	瞿鎔先生(於二零二六年一月十三日獲委任及於二零二六年八月十二日辭任)	1.0	1.5	1.5	1.5	1.5	7.0
Mr. Ng Wing Shing (resigned on 13 January 2026)	吳榮盛先生(於二零二六年一月十三日辭任)	-	-	-	-	-	-
Mr. Wang Jun (appointed on 4 Aug 2025 and retired on 3 November 2025)	王軍先生(於二零二五年八月四日獲委任及於二零二五年十一月三日退任)	-	-	-	-	-	-
Mr. Lo Chi Wang	羅智弘先生	1.5	2.0	1.0	1.5	1.5	7.5
Ms. To Sau Man (appointed on 21 January 2026)	杜秀雯女士(於二零二六年一月二十一日獲委任)	1.5	1.5	2.5	1.5	1.5	8.5
Dr. Gong Bin (appointed on 2 July 2026)	龔斌博士(於二零二六年七月二日獲委任)	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用
Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)	龔兆龍博士(於二零二六年一月二十一日獲委任及於二零二六年七月二日辭任)	-	-	-	-	-	-
Professor Pong Kam Keung (resigned on 21 January 2026)	龐錦強教授(於二零二六年一月二十一日辭任)	-	-	-	-	-	-
Ms. Cheng Shing Yan (resigned on 21 January 2026)	鄭承欣女士(於二零二六年一月二十一日辭任)	-	-	-	-	-	-

Note: All hours are external attendance with The Hong Kong Chartered Governance Institute.

附註：所有時數均為與香港公司治理公會有關的外部出席率。

BOARD COMMITTEES

Audit Committee

The Company established the Audit Committee on 12 April 2023 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the CG Code. The primary duties of the Audit Committee are to, among other things, (i) make recommendations to the Board on the appointment, reappointment and removal of external auditors; (ii) review and monitor the external auditors' independence and objectivity; (iii) review the effectiveness of the Company's internal audit activities, internal controls and risk management systems; (iv) develop and implement policy on engaging external auditor to supply non-audit services, and to review and monitor the extent of the non-audit works undertaken by external auditors; and (v) monitor the integrity of the consolidated financial statements and the annual report and accounts and half-year report and to review significant financial reporting judgments contained in them.

As at the date of this annual report, the Audit Committee consists of three independent non-executive Directors, namely Ms. To Sau Man and Dr. Gong Bin and Mr. Lo Chi Wang. Ms. To Sau Man currently serves as the chairperson of the Audit Committee.

During the Year, the Audit Committee has held two meetings and performed the following works:

- (a) reviewed the Group's annual audited consolidated financial statements for the year ended 30 June 2025 and the Group's interim unaudited financial statements for the six months ended 31 December 2025;
- (b) reviewed the changes (if any) in accounting standards and assessed their potential impacts on the Group's consolidated financial statements;
- (c) reviewed the Group's internal control system and related matters; and
- (d) considered and made recommendations on the re-appointment of the external auditor of the Group.

The Company's annual results for the year ended 30 June 2026 have been reviewed by the Audit Committee. There had been no disagreement between the Board and the Audit Committee.

董事委員會

審核委員會

本公司於二零二三年四月十二日成立審核委員會，並遵照上市規則第3.21條及企業管治守則訂有書面職權範圍。審核委員會的主要職責為（其中包括）：(i)就委任、重新委任及罷免外聘核數師向董事會提出推薦建議；(ii)審閱及監察外聘核數師是否獨立及客觀；(iii)檢討本公司內部核數活動、內部監控及風險管理系統的成效；(iv)就委聘外聘核數師提供非審核服務制定及執行政策，以及審閱及監察外聘核數師執行非審核服務的程度；及(v)監察綜合財務報表及年報以及賬目及半年度報告的完整性，並審閱當中所載的重大財務匯報判斷。

於本年報日期，審核委員會由三名獨立非執行董事組成，即杜秀雯女士及龔斌博士及羅智弘先生。杜秀雯女士目前擔任審核委員會主席。

於本年度，審核委員會已召開兩次會議，並履行以下職務：

- (a) 審閱本集團截至二零二五年六月三十日止年度的經審核全年綜合財務報表及本集團截至二零二五年十二月三十一日止六個月之中期未經審核財務報表；
- (b) 審閱會計準則的變動（如有），並評估有關變動對本集團綜合財務報表的潛在影響；
- (c) 檢討本集團的內部監控系統及相關事宜；及
- (d) 考慮並就本集團重新任命外聘核數師提出推薦建議。

本公司截至二零二六年六月三十日止年度的全年業績已由審核委員會審閱。董事會與審核委員會之間並無意見分歧。

Remuneration Committee

The Company established the Remuneration Committee on 12 April 2023 with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the CG Code. The primary duties of the Remuneration Committee are to, among other things, (i) make recommendation to the Board on the overall remuneration policy and structure relating to all Directors and senior management of the Group; (ii) make recommendation to the Board on the remuneration of independent non-executive Directors; (iii) review and make recommendations to the Board on other remuneration-related matters, including benefits-in-kinds and their compensation payable to the Directors and senior management; (iv) review performance based remunerations and to establish a formal and transparent procedure for developing policy in relation to remuneration; and (v) consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the Company and its subsidiaries.

The Remuneration Committee consists of three members, namely Ms. To Sau Man, Mr. Lo Chi Wang, and Dr. Gong Bin. Ms. To Sau Man currently serves as the chairperson of the Remuneration Committee.

The remuneration of the Directors and senior management is determined with reference to the responsibilities, workload, the time devoted and the performance of the Group. The Remuneration Committee also ensures that no individual will be involved in determining his/her own remuneration.

During the Year, the Remuneration Committee has held five meetings for reviewing the remuneration packages of the executive Directors, independent non-executive Directors and senior management and the performance of them.

Pursuant to Code Provision E.1.5 of the CG Code, details of the remuneration of the senior management (other than Directors) by bands for the Year and the Previous Year are as follows:

薪酬委員會

本公司於二零二三年四月十二日成立薪酬委員會，並遵照上市規則第3.25條及企業管治守則訂有書面職權範圍。薪酬委員會的主要職責為（其中包括）：(i)就有關本集團全體董事及高級管理層的整體薪酬政策及架構向董事會提出推薦建議；(ii)就獨立非執行董事的薪酬向董事會提出推薦建議；(iii)檢討其他薪酬相關事宜（包括應付董事及高級管理層的實物福利及補償），並就此向董事會提出推薦建議；(iv)檢討與表現掛鈎的薪酬及制定正式及具透明度的程序，以制訂有關薪酬的政策；及(v)考慮可資比較公司支付的薪金、所投放時間及職責以及本公司及其附屬公司內其他職位的僱傭條件。

薪酬委員會由三名成員組成，即杜秀雯女士、羅智弘先生及龔斌博士。杜秀雯女士目前擔任薪酬委員會主席。

董事及高級管理層的薪酬乃經參考其職責、工作量、所投放時間及本集團表現而釐定。薪酬委員會亦確保任何人士均不會參與釐定其自身酬金。

於本年度，薪酬委員會已召開五次會議，藉以檢討執行董事、獨立非執行董事及高級管理層的薪酬待遇及表現。

根據企業管治守則的守則條文第E.1.5條，高級管理層（董事除外）於本年度及上年度的薪酬詳情如下：

		Number of employees 僱員人數	
		2026 二零二六年	2025 二零二五年
Nil to HK\$1,000,000	零至1,000,000 港元	1	3

Further details of the remuneration of the Directors and the 5 highest paid employees are set out in note 10 to the consolidated financial statements.

Nomination Committee

The Company established the Nomination Committee on 12 April 2023 with written terms of reference in compliance with the CG Code. The terms of reference of the Nomination Committee have been amended and restated on 30 June 2025 in light of the amendments of the Listing Rules with effect on 1 July 2025. The primary duties of the Nomination Committee are to, among other things, (i) review the structure, size, composition and diversity of the Board on a regular basis; (ii) identify individual suitably qualified to become Board members; (iii) assess the independence of independent non-executive Directors; (iv) make recommendations to the Board on relevant matters relating to the appointment or re-appointment of Directors and succession planning for directors; and (v) make recommendations to the Board regarding candidates to fill vacancies on the Board and/or senior management.

The Nomination Committee consists of three members, namely Dr. Tang Tian-Shen, Ms. To Sau Man and Dr. Gong Bin. Ms. To Sau Man currently serves as the chairperson of the Nomination Committee.

During the Year, the Nomination Committee has held five meetings for reviewing the independence of the independent non-executive Directors, considering the qualifications of the retiring directors standing for election at the forthcoming annual general meeting of the Company and the newly appointed directors, reviewing the structure, size, and composition of the Board and reviewing the Board Diversity Policy and the Nomination Policy. The Committee will maintain the board skills matrix and support the Board's regular performance review. Throughout the Year, the Committee included at least one Director of a different gender; it has been chaired by Ms. To Sau Man since 21 January 2026. The Nomination Committee assessed each Director's time commitment and contribution and ability to discharge his or her responsibilities, having regard, where applicable, to other listed directorships and significant external commitments, and considered them adequate.

The Nomination Committee considered that the non-executive directors are independent and the aforesaid policies have been maintained up to 30 June 2026.

CORPORATE GOVERNANCE FUNCTIONS

The Board is responsible for performing the functions set out in the Code Provision A.2.1 of the CG Code.

As at the date of this annual report, the Board has reviewed the Company's corporate governance policies and practices, training and continuous professional development of Directors and senior management, the Company's policies and practices on compliance with legal and regulatory requirements, the compliance with the Model Code, and the Company's compliance with the CG Code and disclosure in this corporate governance report.

董事及五名最高薪酬僱員薪酬的進一步詳情分別載於綜合財務報表附註10。

提名委員會

本公司於二零二三年四月十二日成立提名委員會，並已遵照企業管治守則訂有書面職權範圍。提名委員會之職權範圍已於二零二五年六月三十日根據上市規則於二零二五年七月一日起生效之修訂而予以修訂及重列。提名委員會的主要職責為（其中包括）：(i)定期檢討董事會的架構、規模、成員組成及多元性；(ii)物色合資格成為董事會成員的適當人選；(iii)評估獨立非執行董事的獨立性；(iv)就有關委任或重新委任董事及董事繼任計劃的相關事宜向董事會提出推薦建議；及(v)就填補董事會及／或高級管理層空缺的人選向董事會提出推薦建議。

提名委員會由三名成員組成，即湯天申博士、杜秀雯女士及龔斌博士。杜秀雯女士目前擔任提名委員會主席。

於本年度，提名委員會已召開五次會議，藉以檢討獨立非執行董事的獨立性、考慮退任董事於本公司應屆股東週年大會上接受選舉及新委任董事的資格、檢討董事會的架構、規模及成員組成，以及審閱董事會成員多元化政策及提名政策。委員會將維持董事會技能矩陣，以及協助董事會進行定期表現檢討。年內，委員會成員中至少包括一名不同性別的董事；委員會自二零二六年一月二十一日起由杜秀雯女士擔任主席。提名委員會就各董事所投入的時間及貢獻以及能否履行職責作出評估，當中已考慮（如適用）其在其他上市公司的董事職務及重大外部事務，並認為有關時間及貢獻以及能力均足夠。

提名委員會認為，非執行董事為獨立人士，且上述政策直至二零二六年六月三十日維持不變。

企業管治職能

董事會負責執行企業管治守則守則條文第A.2.1條所載的職能。

於本年報日期，董事會已審閱本公司的企業管治政策及慣例、檢討董事及高級管理層的培訓及持續專業發展、檢討本公司遵守法律及監管規定方面的政策及慣例、檢討遵守標準守則的情況，以及檢討本公司遵守企業管治守則的情況及審閱企業管治報告的披露資料。

DIRECTORS' AND AUDITORS' RESPONSIBILITY IN RESPECT OF THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the consolidated financial statements of the Group for the Year in accordance with statutory requirements and applicable accounting standards. The Directors are not aware of any material uncertainty that may cast significant doubt upon the Group's ability to continue as a going concern.

The statements of the independent auditor of the Group about their reporting responsibilities on the consolidated financial statements of the Group are set out in the "Independent Auditor's Report" on pages 57 to 63 of this annual report.

EXTERNAL AUDITOR'S REMUNERATION

For the Year, the remunerations paid or payable to the external auditors, SHINEWING (HK) CPA Limited in respect of its audit services are approximately HK\$920,000 and HK\$300,000 for the non-audit services. The audit services of approximately HK\$920,000 being the annual audit fee for the Year.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board is responsible for the risk management and internal control systems and for reviewing their effectiveness in order to safeguard the Group's assets and investments and the Shareholders' interest and oversees the systems on an ongoing basis. Management is responsible for operating the systems. Through risk identification and assessment processes, risks are identified, assessed, prioritized and handled appropriately. Our risk management framework follows the COSO Enterprise Risk Management – Integrated Framework, which allows the Board and management to manage the risks of the Group effectively. The Board acknowledges that such risk management and internal control systems are designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss. The Group adopts a "three-layer" corporate governance structure with operational management and controls performed by operations management, coupled with risk management monitoring carried out by the finance team and outsourced internal audit function. The main features are a risk register maintained by management, identification and evaluation of significant risks with risk owners, and mitigation plans. Discloseable information, including inside information, is handled under the inside information policy set out below. The Board through the Audit Committee, conducted a review of the effectiveness of the risk management and internal control systems of the Company and its subsidiaries for the Year. The scope covered all material controls, including financial, operational and compliance controls and risk management functions. There was no significant change during the Year in the systems. The risk assessment reflected the downturn in the construction market, the change of control and the related environmental, social and governance risks. Economic recession, recoverability of project balances and variation orders, and environmental, social and governance matters are principal risks identified in the annual review and continue to be monitored.

董事及核數師對綜合財務報表的責任

董事確認彼等有責任根據法定規定及適用會計準則編製本集團本年度的綜合財務報表。董事並不知悉任何可能對本集團持續經營能力構成重大疑問的重大不確定因素。

與獨立核數師對本集團綜合財務報表的申報責任相關的本集團獨立核數師聲明載於本年報第57至63頁的「獨立核數師報告」。

外聘核數師薪酬

於本年度，就審核服務支付或應付予外聘核數師信永中和（香港）會計師事務所有限公司的薪酬約為920,000港元，另就非審核服務支付300,000港元。審核服務約920,000港元為本年度的全年審核費。

風險管理及內部監控

董事會負責風險管理及內部監控系統，並負責檢討該等系統成效，以保障本集團的資產及投資以及股東利益，且持續對有關系統進行監督。管理層負責系統運作。通過風險識別及評估流程，我們得以識別、評估、排序及妥善處理有關風險。我們的風險管理框架遵循COSO企業風險管理—整合框架，使得董事會及管理層能有效管理本集團的風險。董事會知悉有關風險管理及內部監控系統旨在管理而非消除未能達成業務目標的風險，且僅可就重大失實陳述或損失作出合理而非絕對的保證。本集團採用「三層式」企業治理架構，由經營管理部門負責經營管理及控制，配合財務團隊進行風險管理監控，並將內部審核工作外包。主要特色乃管理層存置風險登記冊、識別與評估與風險負責人有關之重大風險及緩解計劃。包括內幕消息在內之須予披露資料，均按照下文載列之內幕消息政策處理。董事會透過審核委員會，就本公司及其附屬公司於本年度的風險管理及內部監控系統是否有效進行檢討。有關範疇涵蓋所有重大監控，包括財務、營運及合規控制以及風險管理職能。本年度，有關系統並無重大變動。風險評估反映建築工程市場低迷、控制權改變以及相關環境、社會及管治風險。經濟衰退、項目結餘及變更令的可收回能力以及環境、社會及管治事宜乃年度審核時所識別主要風險，並繼續受監控。

The Group currently has no internal audit function and the Board reviewed that it is more cost effective to engage an external independent consultant instead of recruiting a team of internal audit staff to perform such annual review function. During the year ended 30 June 2026, BT Corporate Governance Limited (the “Consultant”) was engaged to review the effectiveness of the risk management and internal control system once during the Year. The Consultant worked closely with the Group to identify risk components and risk owners and to evaluate the existing mitigation plans, and reviewed corporate governance practice and the revenue and receipts cycle. Findings were reported to and discussed with the Audit Committee and the Board. No significant control failing or weakness was identified during the Year, and none previously reported remained unresolved.

The Board has reviewed the adequacy of resources, staff qualifications and experience, training programs and budget of the Company’s accounting and financial reporting functions and considered them adequate. The Board confirms that the systems were appropriate and effective during the Year.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Board has overall responsibility for the Group’s environmental, social and governance (“ESG”) strategy and reporting. The Board is responsible for the Group’s environmental, social and governance risk management and internal control systems to ensure the ESG strategies and reporting requirements are met. The ESG report of the Group for the Year will be published separately but at the same time of publication of this annual report.

COMPANY SECRETARY

The Company has appointed Mr. Lam Tak Ming, who is an employee of the Company, as its company secretary. Mr. Lam Tak Ming has confirmed that for the Year, he has taken no less than 15 hours of relevant professional training. All members of the Board have access to the advice and services of the Company Secretary. The biography of Mr. Lam Tak Ming is set out in the section headed “Biographical Details of Directors and Senior Management” of this annual report.

INSIDE INFORMATION POLICY

The Group has adopted a policy on disclosure of insider information with the aim to ensure the insiders are abiding by the confidentiality requirement and are fulfilling the disclosure obligation of the inside information. Such policy provides, among others, notification of regular blackout period, securities dealing restrictions to Directors and employees, dissemination of information to specified persons on a need-to-know basis and use of identified projects. These are the procedures for the timely, accurate and complete disclosure of inside information and of any other information required to prevent a false market in the Company’s securities.

本集團目前並無內部審核職能，且董事會認為委聘一名外聘獨立顧問而非聘用一支內部審核團隊以進行有關全年審閱職能更具成本效益。截至二零二六年六月三十日止年度，哲慧企管專才有限公司（「顧問」）獲委聘檢討本年度風險管理及內部監控系統的有效性一次。顧問與本集團緊密合作，以識別風險成分及風險負責人，並評估現有緩解計劃，以及檢討企業管治常規與銷售至收款循環。有關結果已向審核委員會及董事會匯報並與其進行討論。本年度未發現任何重大監控缺失或弱點，先前呈報者均已解決。

董事會已檢討資源是否充足、員工資格及經驗、培訓項目以及本公司的會計預算及財務匯報職能並認為其足夠。董事會確認，該等系統於本年度屬恰當且有效。

環境政策與績效

董事會全面負責本集團的環境、社會及管治（「環境、社會及管治」）戰略及報告工作。董事會負責本集團的環境、社會及管治風險管理與內部監控體系，以確保達到環境、社會及管治的戰略及報告要求。本集團本年度的環境、社會及管治報告將另行刊發，且與本年報同時發佈。

公司秘書

本公司已委任本公司僱員林德明先生為公司秘書。林德明先生已確認，於本年度，彼已接受不少於15小時的相關專業培訓。所有董事會成員均可取得公司秘書的意見及協助。林德明先生的履歷載於本年報「董事及高級管理層的履歷詳情」一節。

內幕消息政策

本集團已採納披露內幕消息政策，旨在確保內部人員遵守保密規定，並履行內幕消息的披露責任。該政策規定（其中包括）常規禁制買賣期的通知、對董事及員工的證券交易限制以及按照需知情的基準及已確定的項目，向特定人員發佈資料。此等程序旨在及時、準確及完整披露內幕消息以及為防止本公司證券出現虛假市場而需要之任何其他資料。

WHISTLEBLOWING AND ANTI-CORRUPTION

The Group has a whistleblowing policy under which employees and those who deal with the Group may raise concerns, in confidence, with management about possible improprieties in financial reporting, internal control or other matters. The Audit Committee oversees the arrangements for investigation and follow-up. The Group has also adopted an anti-bribery policy, with training given during the Year. Both policies were covered by the annual review and remain in place.

COMMUNICATION WITH SHAREHOLDERS AND INVESTORS AND INVESTOR RELATIONS

The Company considers that effective communication with Shareholders and potential investors is essential for enhancing investor relations and understanding of the Group's business, performance and strategies. The Company has adopted the shareholders' communication policy with the objective of ensuring that the Shareholders and potential investors are provided with ready, equal and timely access to balanced and understandable information about the Company (including the financial performance, strategic goals and plans, material development, governance and risk profile). The Company also recognizes the importance of timely and non-selective disclosure of information, which will enable Shareholders and potential investors to make the informed investment decisions.

To promote effective communication, the Company maintains the website of www.easysmart.com.hk where up-to-date information on the Company's business operations and developments, financial information, corporate governance practices and other information are available for public access. Latest information of the Group including annual and interim reports, announcements and other corporate communications which will be sent to Shareholders and/or published are updated on the websites of the Stock Exchange (www.hkexnews.hk) and the Company's website in a timely fashion.

The Company has reviewed the Shareholders' communication policy during the Year and will review it annually to ensure its continued effectiveness. During the Year, the Company engaged with Shareholders through the annual general meeting, results publications and the Company's usual communication channels. The executive Directors and the company secretary handled shareholder enquiries. Independent non-executive Directors were available at the annual general meeting. The Board was kept informed of the views received and will take them into account as appropriate. By reasons as set out in the paragraphs of "Shareholders' Rights" and "Enquiries to the Board" of this report, the Company considers that the Shareholders' communication policy is implemented effectively during the year ended 30 June 2026.

舉報及反貪污

本集團已制定舉報政策，據此，僱員及與本集團有貿易往來者可在保密情況下，就財務匯報、內部監控或其他方面可能發生的不正當行為向管理層提出關注。審核委員會監督調查及跟進的安排。本集團亦已採納反賄賂政策，並於本年度提供培訓。年度審核已涵蓋兩項政策，有關政策仍然有效。

與股東及投資者溝通以及投資者關係

本公司認為，與股東及潛在投資者有效溝通對加強投資者關係以及讓投資者了解本集團業務、表現及策略甚為重要。本公司已採納股東通訊政策，旨在確保股東及潛在投資者均獲提供可方便、平等及適時地取得不偏不倚而又易於理解的本公司資料（包括財務表現、策略目標及計劃、重大發展、管治及風險概況）。本公司亦認同及時和不經篩選披露資料的重要性，當中有助股東及潛在投資者作出知情投資決定。

為促進有效溝通，本公司設有網站 www.easysmart.com.hk，該網站登載本公司業務營運及發展、財務資料、企業管治常規及其他資料的最新資訊以供公眾查閱。有關本集團的最新資訊（包括將寄發予股東及／或刊發的年報及中期報告、公告及其他公司通訊）會及時於聯交所網站（www.hkexnews.hk）及本公司網站更新。

本公司於本年度已檢討股東通訊政策，並將每年檢討該政策以確保其持續有效。於本年度，本公司以股東週年大會、刊發業績及本公司的日常溝通渠道與股東保持互動。執行董事及公司秘書負責處理股東查詢。獨立非執行董事均有出席股東週年大會。董事會已獲悉所接獲意見，並將於適當情況下給予考慮。基於本報告「股東權利」及「向董事會查詢」兩段所載理由，本公司認為股東通訊政策於截至二零二六年六月三十日止年度已有效執行。

The notice of the forthcoming annual general meeting, setting out details of each proposed resolutions, voting procedures and other relevant information, will be sent to shareholders at least 21 days before the annual general meeting.

SHAREHOLDERS' RIGHTS

Pursuant to Article 64 of the Restated Articles, an extraordinary general meeting shall be convened on the requisition of one or more Shareholders holding, at the date of deposit of the requisition, not less than one-tenth of the paid-up capital of the Company having the right of voting at general meetings. Such requisition shall be made in writing to the Board or the Secretary for the purpose of requiring an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition. Such meeting shall be held within two months after the deposit of such requisition. If within 21 days of such deposit, the Board fails to proceed to convene such meeting, the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

There are no provisions in the Restated Articles or the Cayman Islands Companies Act for Shareholders to move new resolution at general meetings. Shareholders who wish to move a resolution may request the Company to convene a general meeting in accordance with the procedures set out in the preceding paragraph. As regards proposing a person for election as a Director, please refer to the "Procedures for a Shareholder to Propose a Person for Election as a Director" of the Company which is posted on the Company's website.

TO THE BOARD

Shareholders may send their enquiries or requests to the Board through the Company's principal place of business in Hong Kong at Unit G, 7th Floor, Kingsway Industrial Building, Phase II, Nos. 167-175 Wo Yi Hop Road, Kwai Chung, New Territories, Hong Kong (email: easysmartcs@easysmartgroup.com).

CONSTITUTIONAL DOCUMENTS

There was no change to the Company's constitutional documents for the Year. The Restated Articles is available on the websites of the Stock Exchange and the Company.

載有各提呈決議案、投票程序及其他相關資料的應屆股東週年大會通告將於股東週年大會前至少21日寄發予股東。

股東權利

根據經重訂細則第64條，於提交要求日期持有不少於本公司繳足股本（賦有於股東大會上投票的權利）十分之一的一名或以上股東有權要求召開股東特別大會。有關要求須以書面形式提交予董事會或秘書，旨在要求董事會召開股東特別大會，以處理有關要求所指明的任何事項。有關大會須於提交有關要求後兩個月內召開。倘董事會於提交有關要求後的21日內仍未召開有關大會，則要求人可自行以相同形式召開會議，而因董事會未能召開會議導致要求人產生的一切合理開支，則須由本公司付還要求人。

經重訂細則或開曼群島公司法並無規定股東可於股東大會上提呈新決議案。有意提呈決議案的股東可依循上段所載程序向本公司要求召開股東大會。有關提名個別人士候選董事的事宜，請參閱本公司網站登載的本公司「股東提名候選董事程序」。

致董事會

股東可透過本公司的香港主要營業地點（地址為香港新界葵涌和宜合道167-175號金威工業大廈2期7樓G室）（電郵：easysmartcs@easysmartgroup.com）向董事會發送查詢或要求。

組織章程文件

於本年度，本公司的組織章程文件並無變動。經重訂細則可於聯交所及本公司網站查閱。

Biographical Detail of Directors and Senior Management

董事及高級管理層履歷詳情

EXECUTIVE DIRECTORS

Dr. Tang Tian-Shen (湯天申) (“Dr. Tang”), aged 69, is an executive Director and Chairman since 11 May 2026 and a member of the Nomination Committee. He is also the director of certain wholly own subsidiaries of the Company. Dr. Tang is responsible for the overall management, strategic and major decisions on the development and planning of the Group.

He is currently an executive director of 墨芯人工智能科技(深圳)有限公司 (Moffett AI Technology (Shenzhen) Co., Ltd.*), a company established in the People’s Republic of China (the “PRC”) and principally engaged in the manufacturing of special equipment, and an independent director of 安集微電子科技(上海)有限公司 (Anji Microelectronics Technology (Shanghai) Co., Ltd.*), a company established in the PRC, the shares of which are listed on the Shanghai Stock Exchange (stock code: 688019) and principally engaged in the research, development, manufacture and sale of semiconductor materials.

Dr. Tang has over 30 years of experience in the semiconductor and integrated circuit industry. He has held various senior positions including Executive Vice President of 中芯國際積體電路製造有限公司 (Semiconductor Manufacturing International Corporation*) (stock code: 688981), Vice President of 上海華虹NEC電子有限公司 (Shanghai Huahong NEC Electronics Co., Ltd.*), President and Chief Executive Officer of Solantro Semiconductor Corporation, and Senior Design Manager of Intel Corporation in the United States. He has also served as a director of the following listed companies: 芯聯積體電路製造股份有限公司 (United Nova Technology Co., Ltd.*) (stock code: 688469), 惠而浦(中國)股份有限公司 (Whirlpool (China) Co., Ltd.*) (stock code: 600983) and 燦芯半導體(上海)股份有限公司 (Brite Semiconductor (Shanghai) Co., Ltd.*) (stock code: 688691).

Prior to his commercial roles, Dr. Tang was a tenured Associate Professor at Texas A&M University-Kingsville in the United States. From 2015 to 2027, he has also served as the representative of 中國半導體行業協會 (China Semiconductor Industry Association* (CSIA)) to 世界半導體理事會 (World Semiconductor Council*).

Dr. Tang obtained a bachelor’s degree in mathematics from 南開大學 (Nankai University) and a master’s degree and a doctoral degree in electronic engineering from Texas A&M University in the United States.

Save as disclosed above, Dr. Tang does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

執行董事

湯天申博士(「湯博士」)，69歲，自二零二六年五月十一日起為執行董事及主席，以及提名委員會成員。彼亦為本公司若干全資附屬公司的董事。湯博士負責對本集團的發展及規劃進行整體管理，並作出策略性及重大決策。

彼為現任墨芯人工智能科技(深圳)有限公司之執行董事，該公司於中華人民共和國(「中國」)成立，主要從事專用設備製造；彼亦擔任安集微電子科技(上海)有限公司之獨立董事，該公司於中國成立，其股份於上海證券交易所上市(股份代號：688019)，主要從事半導體材料研發、製造及銷售。

湯博士於半導體及集成電路行業擁有逾30年經驗。彼曾擔任多個高級職位，包括中芯國際積體電路製造有限公司(股份代號：688981)之執行副總裁、上海華虹NEC電子有限公司之副總裁、Solantro Semiconductor Corporation之總裁兼首席執行官，以及美國Intel Corporation高級設計經理。彼亦曾擔任下列上市公司之董事：芯聯積體電路製造股份有限公司(股份代號：688469)、惠而浦(中國)股份有限公司(股份代號：600983)及燦芯半導體(上海)股份有限公司(股份代號：688691)。

於擔任商業職務之前，湯博士曾任美國德州農工大學金斯維爾分校之終身副教授。自二零一五年至二零二七年，彼亦擔任中國半導體行業協會於世界半導體理事會之代表。

湯博士於南開大學取得數學學士學位，並於美國德州農工大學取得電子工程碩士學位及博士學位。

除上文所披露者外，湯博士於過去三年並無於任何公眾公司(其證券在香港或海外任何證券市場上市)擔任任何董事職務，以及並無於本公司及本集團其他成員公司擔任任何其他職位或擁有任何其他主要委任及專業資格。

Biographical Detail of Directors and Senior Management 董事及高級管理層履歷詳情

Mr. Ng Wing Woon Dave (吳榮煥) (“Mr. Dave Ng”) (also known as Mr. Ng Wing Woon (吳榮煥)), aged 53, is a founder of the Group, an executive Director and chief executive officer. He was appointed as a Director on 7 September 2021, and was re-designated as an executive Director on 19 October 2021. Mr. Dave Ng is also a director of Easy Smart Engineering Limited (“**Easy Smart Engineering**”), Easy Smart Maintenance Engineering Limited (“**Easy Smart Maintenance**”), E-Build Technology Limited, Loftly Profit Investments Limited, Rise Nation Global Limited, On Thrive Holdings Limited and Total Wisdom Developments Limited. Mr. Dave Ng found Easy Smart Engineering, one of the Group’s operating subsidiaries, in June 2001 and he has been a director of Easy Smart Engineering since its incorporation.

Mr. Dave Ng possesses over 24 years of experience in passive fire protection works. Mr. Dave Ng plays an instrumental role in managing the Group’s business and operations. His years of experience in the passive fire protection works industry and business management have enabled him to develop insights in the macro economic environment and the market trends which may help the Group identify opportunities in the market. Mr. Dave Ng has undertaken to devote sufficient time and attention to carry out his responsibilities in the Group.

Mr. Dave Ng graduated from the Hong Kong Polytechnic University with a Higher Diploma in Manufacturing Engineering in October 1995.

Prior to joining the Group, Mr. Dave Ng worked with Protec Engineering Limited from November 1998 to June 2001 and his last position was a sales engineer, and with Vibron Limited as a production engineer from 1995 to 1997.

Save as disclosed above, Mr. Dave Ng does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

吳榮煥先生(「吳榮煥先生」)，53歲，為本集團的創辦人、執行董事及行政總裁。彼於二零二一年九月七日獲委任為董事，並於二零二一年十月十九日獲調任為執行董事。吳榮煥先生亦為怡俊工程有限公司(「怡俊工程」)、怡俊維修有限公司(「怡俊維修」)、利築科技有限公司、鼎潤投資有限公司、振邦環球有限公司、安旺控股有限公司及全慧發展有限公司的董事。吳榮煥先生於二零零一年六月創辦本集團其中一間營運附屬公司怡俊工程，且自怡俊工程註冊成立以來，彼一直擔任該公司的董事。

吳榮煥先生於被動消防工程方面積逾24年經驗。吳榮煥先生在管理本集團的業務及營運方面發揮重要作用。彼於被動消防工程行業及業務管理方面的多年經驗，使其洞悉宏觀經濟環境及市場趨勢，從而可幫助本集團物色市場機遇。吳榮煥先生已承諾投入充足的時間及精力，以履行彼於本集團的職責。

吳榮煥先生於一九九五年十月自香港理工大學畢業，獲製造工程高級文憑。

於加入本集團前，吳榮煥先生於一九九八年十一月至二零零一年六月在保德工程有限公司任職，離職前為銷售工程師，並於一九九五年至一九九七年在環保聲學有限公司擔任生產工程師。

除上文所披露者外，吳榮煥先生於過去三年並無於任何公眾公司(其證券在香港或海外任何證券市場上市)擔任任何董事職務，以及並無於本公司及本集團其他成員公司擔任任何其他職位或擁有任何其他主要委任及專業資格。

Biographical Detail of Directors and Senior Management

董事及高級管理層履歷詳情

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lo Chi Wang (羅智弘) ("Mr. Lo"), aged 48, was appointed as an independent non-executive Director on 12 April 2023. He is also the member of each of the Audit Committee and the Remuneration Committee. Mr. Lo is responsible for supervising the Group's compliance, corporate governance matters and providing independent advice to the Group. Mr. Lo has over 20 years of experiences in accounting and finance.

Mr. Lo is the group financial controller and the general manager of Hong Kong factory of Hung Fook Tong Group Holdings Limited (stock code: 1446), a company listed on the Main Board, and he joined as a financial controller in May 2015. Mr. Lo's experience in auditing and tax advisory services was gained from his various positions in Deloitte Touche Tohmatsu from February 2002 to June 2009. Mr. Lo was the financial controller of Hanyu China Holdings Limited from June 2009 to October 2013, and Sino Grandness Food Industry Group Limited (stock code: T4B, a company listed on the Singapore Stock Exchange), from November 2013 to February 2015.

Mr. Lo received a degree of Bachelor of Arts (Honour) in Accounting from the Manchester Metropolitan University in Manchester, United Kingdom in June 2001. He was admitted as a fellow member of the Association of Chartered Certified Accountants in May 2014, the Hong Kong Institute of Certified Public Accountants in September 2017, and CPA Australia in July 2022. He has been appointed as a co-opted member of the Moderation Sub-groups under the Qualification and Examinations Board ("QEB") of the Hong Kong Institute of Certified Public Accountants for the years 2019 and 2020 and a board member of QEB for the years 2021 and 2022.

Mr. Lo is currently an independent non-executive director of Daido Group Limited (stock code: 0544), a company listed on Main Board of the Stock Exchange since May 2023. Mr. Lo was an independent non-executive director of Dragon Rise Group Holdings Limited (stock code: 6829), a company listed on the Main Board, from January 2018 to September 2021 and Novacon Technology Group Limited (stock code: 8635), a company listed on GEM of the Stock Exchange, from March 2019 to April 2025.

獨立非執行董事

羅智弘先生（「羅先生」），48歲，於二零二三年四月十二日獲委任為獨立非執行董事。彼亦為審核委員會及薪酬委員會各會成員。羅先生負責監督本集團的合規情況、企業管治事宜並向本集團提供獨立意見。羅先生於會計及財務方面積逾20年經驗。

羅先生擔任主板上市公司鴻福堂集團控股有限公司（股份代號：1446）的集團財務總監及香港廠房總經理，彼於二零一五年五月加入時擔任財務總監。羅先生於核數及稅務諮詢服務方面的經驗源於彼於二零零二年二月至二零零九年六月期間在德勤•關黃陳方會計師行擔任多項職務。羅先生於二零零九年六月至二零一三年十月擔任漢宇中國控股有限公司的財務總監，以及於二零一三年十一月至二零一五年二月擔任新加坡證券交易所上市公司中華食品工業集團有限公司（股份代號：T4B）的財務總監。

羅先生於二零零一年六月自英國曼徹斯特都會大學（Manchester Metropolitan University）取得會計學文學學士（榮譽）學位。彼於二零一四年五月獲認許為英國特許公認會計師公會資深會員，於二零一七年九月獲認許為香港會計師公會資深會員，並於二零二二年七月獲認可為澳洲會計師公會資深會員。彼已獲委任為香港會計師公會專業資格及考試評議會（「專業資格及考試評議會」）轄下審核小組二零一九年度及二零二零年度的增選委員以及專業資格及考試評議會二零二一年度及二零二二年度的專業資格及考試評議會委員會成員。

羅先生現為聯交所主板上市公司大同集團有限公司（股份代號：0544）的獨立非執行董事（任期自二零二三年五月起）。於二零一八年一月至二零二一年九月，羅先生曾任主板上市公司龍昇集團控股有限公司（股份代號：6829）的獨立非執行董事，而於二零一九年三月至二零二五年四月，彼曾任聯交所GEM上市公司連成科技集團有限公司（股份代號：8635）的獨立非執行董事。

Biographical Detail of Directors and Senior Management 董事及高級管理層履歷詳情

Save as disclosed above, Mr. Lo does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

Ms. To Sau Man (杜秀雯) (“Ms. To”), aged 47, was appointed as an independent non-executive Director on 21 January 2026. She is also the chairperson of each of the Audit Committee, the Remuneration Committee and the Nomination Committee. Ms. To is responsible for supervising the Group’s compliance, corporate governance matters and providing independent advice to the Group.

Ms. To holds a Bachelor of Arts degree in Accountancy from The Hong Kong Polytechnic University and a Master of Science degree in Information Technology Management from The Chinese University of Hong Kong. Ms. To is a member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. She possesses over 20 years of extensive experience in finance, accounting, auditing, financial reporting, risk management and internal controls.

She is currently the group assistant accounting manager of AP Capital Limited, a licensed corporation under the Securities and Futures Commission of Hong Kong. Prior to that, from 2004 to July 2020, Ms. To held the position of group accounting general manager of Pacific Basin Shipping Limited, a company listed on the Stock Exchange (Stock Code: 2343). From 2000 to 2004, Ms. To worked as a senior auditor at an international audit firm.

Save as disclosed above, Ms. To does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

除上文所披露者外，羅先生於過去三年並無於任何公眾公司（其證券在香港或海外任何證券市場上市）擔任任何董事職務，以及並無於本公司及本集團其他成員公司擔任任何其他職位或擁有任何其他主要委任及專業資格。

杜秀雯女士（「杜女士」），47歲，於二零二六年一月二十一日獲委任為獨立非執行董事。彼亦為薪酬委員會、審核委員會及提名委員會各會主席。杜女士負責監督本集團的合規情況、企業管治事宜並向本集團提供獨立意見。

杜女士持有香港理工大學會計學文學士學位及香港中文大學資訊與科技管理理學碩士學位。杜女士為香港會計師公會及英國特許公認會計師公會會員。彼在財務、會計、核數、財務報告、風險管理及內部監控等領域擁有逾20年豐富經驗。

彼現為AP Capital Limited的集團助理會計經理，該公司為一間獲香港證券及期貨事務監察委員會發牌的持牌法團。在此之前，於二零零四年至二零二零年七月，杜女士為聯交所上市公司太平洋航運集團有限公司（股份代號：2343）的集團會計總經理。於二零零零年至二零零四年，杜女士於一間國際審計公司擔任高級核數師。

除上文所披露者外，杜女士於過去三年並無於任何公眾公司（其證券在香港或海外任何證券市場上市）擔任任何董事職務，以及並無於本公司及本集團其他成員公司擔任任何其他職位或擁有任何其他主要委任及專業資格。

Biographical Detail of Directors and Senior Management

董事及高級管理層履歷詳情

Dr. Gong Bin (龔斌) ("Dr. Gong"), aged 45, was appointed as an independent non-executive Director on 2 July 2026. He is also the member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee. Dr. Gong is responsible for supervising the Group's compliance, corporate governance matters and providing independent advice to the Group.

Dr. Gong holds a Doctor of Management degree in Administrative Management from Huazhong University of Science and Technology and a Master's degree in Software Engineering from Wuhan University. He has nearly 20 years of experience in the semiconductor industry, with expertise in industrial policy, technology consulting, research institute operations and think tank development.

Dr. Gong currently serves as Chairman and Dean of 珠海先進集成電路研究院有限公司 (Zhuhai Advanced Integrated Circuit Research Institute Co., Ltd.*), the Vice-President and Secretary-General of 橫琴粵澳深度合作區半導體行業協會 (Hengqin Guangdong-Macao Deep Cooperation Zone Semiconductor Industry Association*), a member of 澳門科技委員會 (Macao Science and Technology Committee*), an expert of 珠海市集成電路產業發展專家諮詢委員會 (高端智庫) (Zhuhai Integrated Circuit Industry Development Expert Advisory Committee (High-End Think Tank)*) under the Zhuhai Municipal People's Government, Chief Expert of 湖北省發展規劃研究院有限公司 (Hubei Provincial Development Planning Research Co., Ltd.*), and an adjunct professor at 中南財經政法大學 (Zhongnan University of Economics and Law).

Save as disclosed above, Dr. Gong does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

龔斌博士 (「龔博士」)，45歲，於二零二六年七月二日獲委任為獨立非執行董事。彼亦為審核委員會、提名委員會及薪酬委員會各會成員。龔博士負責監督本集團的合規情況、企業管治事宜並向本集團提供獨立意見。

龔博士擁有華中科技大學行政管理學博士學位及武漢大學軟件工程碩士學位。彼在半導體產業擁有近20年的經驗，專長於產業政策、技術諮詢、營運研究院及開發智庫。

龔斌博士為現任珠海先進集成電路研究院有限公司董事長兼院長、橫琴粵澳深度合作區半導體行業協會副會長及秘書長、澳門科技委員會成員、珠海市人民政府轄下珠海市集成電路產業發展專家諮詢委員會 (高端智庫) 專家、湖北省發展規劃研究院有限公司首席專家，以及中南財經政法大學兼任教授。

除上文所披露者外，龔博士於過去三年並無於任何公眾公司 (其證券在香港或海外任何證券市場上市) 擔任任何董事職務，以及並無於本公司及本集團其他成員公司擔任任何其他職位或擁有任何其他主要委任及專業資格。

* For identification purpose only

* 僅供識別

Biographical Detail of Directors and Senior Management 董事及高級管理層履歷詳情

COMPANY SECRETARY

Mr. Lam Tak Ming (林德明) ("Mr. Lam") was appointed as the company secretary and the financial controller of the Company with effect from 21 January 2026. Mr. Lam holds a Bachelor of Arts Degree in Accountancy and a Master Degree in Corporate Governance from The Hong Kong Polytechnic University. Prior to joining the Company, Mr. Lam worked in several listed companies in Hong Kong as financial controller and/or company secretary and had over 8 years of accounting and auditing experience at international accounting firms. He is currently a practising member of the Hong Kong Institute of Certified Public Accountants and an associate member of The Hong Kong Chartered Governance Institute.

公司秘書

林德明 (「林先生」) 獲委任為本公司的公司秘書及財務總監，自二零二六年一月二十一起生效。林先生持有香港理工大學會計學文學士學位及企業管治碩士學位。於加入本公司前，林先生曾於數間香港上市公司擔任財務總監及／或公司秘書，並於國際會計師事務所擁有逾8年會計及核數經驗。彼現為香港會計師公會執業會員及香港公司治理公會會員。

Report of Directors

董事會報告

The Board is pleased to present this report together with the audited consolidated financial statements of the Group for the year ended 30 June 2026 (the “**Consolidated Financial Statements**”).

CORPORATE INFORMATION

The Company was incorporated in the Cayman Islands with limited liability on 7 September 2021. The Company is domiciled in Hong Kong and has the present principal place of business at Unit G, 7th Floor, Kingsway Industrial Building, Phase II, Nos. 167-175 Wo Yi Hop Road, Kwai Chung, New Territories, Hong Kong. The principal place of business was changed to the aforesaid present address with effect from 1 September 2025. For details, please refer to the announcement of the Company dated 1 September 2025.

SUBSIDIARIES

Particulars of the Company’s principal subsidiaries during the year ended 30 June 2026 are set out in Note 30 to the consolidated financial statements.

PRINCIPAL ACTIVITIES

The Company is an investment holding company. The principal activities of its subsidiaries are set out in Note 30 to the consolidated financial statements. There were no significant changes in the nature of the Group’s principal activities during the year ended 30 June 2026.

SEGMENTAL INFORMATION

Details of segment reporting are set out in Note 5 to the consolidated financial statements.

BUSINESS REVIEW

The business review and outlook of the Group for the year ended 30 June 2026 are set out in the section headed “Management Discussion and Analysis” on pages 6 to 16 of this annual report.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 30 June 2026 are set out in the consolidated statement of profit or loss and other comprehensive income on page 64 of this annual report.

董事會欣然提交本報告連同本集團於截至二零二六年六月三十日止年度的經審核綜合財務報表（「**綜合財務報表**」）。

公司資料

本公司於二零二一年九月七日在開曼群島註冊成立為有限公司。本公司的註冊地為香港，現時主要營業地點位於香港新界葵涌和宜合道167-175號金威工業大廈2期7樓G室。主要營業地點自二零二五年九月一日起遷至上述現時主要營業地點。詳情請參閱本公司日期為二零二五年九月一日之公告。

附屬公司

本公司主要附屬公司於截至二零二六年六月三十日止年度的詳情載於綜合財務報表附註30。

主要業務

本公司為投資控股公司。其附屬公司的主要業務載於綜合財務報表附註30。截至二零二六年六月三十日止年度，本集團的主要業務性質並無重大變動。

分部資料

分部報告的詳情載於綜合財務報表附註5。

業務回顧

本集團於截至二零二六年六月三十日止年度的業務回顧及展望載於本年報第6至16頁「管理層討論與分析」一節。

業績及利潤分配

本集團截至二零二六年六月三十日止年度的業績載於本年報第64頁的綜合損益及其他全面收益表。

DIVIDENDS AND DIVIDEND POLICY

The Company did not declare any interim dividend for the six months ended 31 December 2025 (six months ended 31 December 2024: nil).

The Board does not recommend the payment of a final dividend for the year ended 30 June 2026. For the year ended 30 June 2025, a final dividend of HK\$0.05 per Share was recommended by the Board but was not declared or paid subsequently. All dividend decisions during the Year were made in accordance with the Dividend Policy. The Board does not recommend a final dividend having regard to the net loss for the Year.

The Company has adopted a dividend policy, which aims to set out the approach with the objective of achieving right balance of the amount of dividend, the amount of profits and sufficient capital retained in the business for various purposes. The dividend policy is to provide relatively steady dividend payout ratio, linked to the Group's operating results, earnings performance and cash flow position as well as the business environment and development.

ANNUAL GENERAL MEETING

The notice of the annual general meeting will be published on the Company's website and despatched to the shareholders of the Company in the manner as required by the Listing Rules in due course.

KEY RISKS AND UNCERTAINTIES

The Group's financial condition, results of operation, business and prospects may be affected by a number of risks and uncertainties. The principal risks facing the Group include economic recession, project and variation order recoverability, and environmental, social and governance matters, as further described below:

Risk of economic recession

The Group is experiencing a decrease in revenue and gross profit due to the completion or near completion of certain sizeable public sector projects and a decline in profit margins for new tender projects caused by customer's price-consciousness and intense market competition. The recent global economic downturn has negatively affected Hong Kong's economy, on which the Group heavily relies. Given the limited geographical coverage of its operations, an economic recession in Hong Kong may materially and adversely affect the Group's business, results of operations and financial condition, potentially leading to liquidity problems, operational interruption, and reputational damage.

股息及股息政策

本公司並無宣派任何截至二零二五年十二月三十一日止六個月之中期股息（截至二零二四年十二月三十一日止六個月：無）。

董事會不建議派付截至二零二六年六月三十日止年度之末期股息。於截至二零二五年六月三十日止年度，董事會建議派付每股0.05港元的末期股息但其後並無宣派或派付。於本年度作出的所有股息決定均符合股息政策。董事會經計及本年度淨虧損而不建議派付末期股息。

本公司已採納股息政策，旨在制訂方針，以達致股息金額、溢利金額及保留足夠資本作各種用途之間取得適當平衡的目標。股息政策旨在提供相對穩定，並且與本集團營運業績、盈利表現及現金流量狀況以及商業環境及發展掛鈎的股息派付比率。

股東週年大會

股東週年大會通告將於本公司網站刊登，並於適當時候按上市規則規定的方式寄發予本公司股東。

主要風險及不確定因素

本集團的財務狀況、經營業績、業務及前景均可能受若干風險及不確定因素影響。本集團所面對主要風險包括經濟衰退、項目及變更令的可收回能力，以及環境、社會及管治事宜，詳述如下：

經濟衰退風險

由於若干大規模公營項目完工或接近完工，以及因客戶對工程造價敏感及市場競爭激烈而導致新投標項目的利潤率減少，故本集團正經歷收益及毛利減少。近期全球經濟下行對本集團高度依賴的香港經濟造成負面影響。鑑於其業務地理覆蓋範圍有限，倘香港經濟衰退，則可能會對本集團業務、營運業績及財務狀況造成重大及不利影響，並可能導致流動資金問題、營運中斷及聲譽受損。

The management of the Group is aware of the decrease in gross profit margin arising from market saturation and slower progress of government projects, and acknowledges that delays in collecting trade receivables may lead to liquidity problems. The Group continues to monitor the general business environment and market conditions while seeking potential business and investment opportunities to broaden its income sources, and management remains confident in Hong Kong's economic recovery and future business outlook.

Risk of project recoverability

The Group's trade receivables and contract assets are mainly due from the government and sizeable property developers and construction contractors, most of which are subsidiaries of listed companies with a good track record of settlement. However, due to the economic downturn and keen competition in Hong Kong, some sizeable construction contractors with a long history in the market are facing financial difficulties and going concern risk. As a result, the Group's trade receivables and contract assets may be subject to prolonged recovery periods due to the financial difficulties, liquidity constraints or insolvency of customers, which may lead to delayed collection or non-recovery of outstanding amounts, additional impairment provisions and adverse impacts on the Group's profitability and cash flows.

In light of the economic downturns, the Group has put in additional efforts to monitor project recovery and debt collection, including monthly meetings held by the operating subsidiaries' finance and project teams to discuss the collection status of completed projects and the follow-up procedures on the certification progress of contract assets.

The management of the Group is aware of this exposure and closely monitors repayments by customers, issuing reminders promptly in respect of any outstanding amounts.

Risk of variation orders recoverability

The Group's operating income is mainly generated from sub-contracting activities which may be affected by the cost of a project's variation order ("VO"), which are incurred on top of the original contract. If VO items are not properly documented and approved by all relevant parties when incurred, this may lead to disputes between the contracting parties, or delay in payment of the VO items, thereby affecting the Group's revenue and the recoverability of its trade receivables.

本集團管理層知悉，市場飽和及政府項目進度放緩導致毛利率下降，並確認延遲收取貿易應收款項可能導致流動資金問題。本集團持續監察整體營商環境及市場狀況，同時尋求潛在的業務及投資機遇以拓寬收入來源，且管理層對香港經濟復蘇及未來業務前景仍有信心。

項目可收回能力風險

本集團的貿易應收款項及合約資產主要來自政府及大型物業發展商以及承建商，其中大部分為擁有良好結算往績記錄的上市公司附屬公司。然而，由於香港經濟下行及競爭激烈，故部分市場上歷史悠久的大型承建商正面臨財務困難及持續經營風險。因此，由於客戶面臨財務困難、流動資金緊縮或無償債能力，故本集團的貿易應收款項及合約資產的回收期可能會延長，可能導致未償還款項延遲收回或無法收回、額外減值撥備以及對本集團的盈利能力及現金流量造成不利影響。

鑑於經濟下行，本集團已份外努力監察項目回收及債項收回工作，當中包括由營運附屬公司的財務及項目團隊每月舉行會議，討論已完成項目的收款狀況及針對合約資產認證進度的後續處理程序。

本集團管理層已知悉該風險，並會密切監察客戶的還款情況，如有任何未償還款項，會即時發出催繳通知書。

變更令可收回能力風險

本集團的營運收入主要來自分包活動，其可能受項目變更令（「變更令」）成本影響，該等成本在原有合約上額外產生。若變更令項目在產生時未有妥善記錄並獲所有相關方批准，可能會導致訂約各方之間產生爭議，或延遲支付該等變更令項目的款項，從而影響本集團的收益及其貿易應收款項的可收回能力。

The Group has established a clear and standardised process for documenting and issuing invoices in respect of the VOs. The management of the Group is aware that inadequate record-keeping practices and insufficient documentation of changes made throughout project could hinder the recovery of payment for VOs, as clear and comprehensive documentation is crucial to support claims for additional work performed.

Environmental, social and governance ("ESG") matters

If the Group fails to properly consider ESG-related risks and opportunities and to develop an appropriate corporate strategy for managing ESG issues, this could adversely affect the Group's operations or reputation, which may in turn result in a shift in customer's preferences and have a significant impact on the Group's ability to generate returns or meet its strategic objectives.

The Group has been accredited with ISO 14001:2015 certification and is committed to continuous improvement and the reduction of its environmental impact. This includes focusing on fostering a culture of environmental awareness, encouraging employees to be mindful of climate change, promoting power-saving practices and a paperless approach, maintaining a safe, pleasant and family-friendly working environment, encouraging employee participation in community service, engaging an external professional firm of the prepare the ESG report and provide ESG training to ensure compliance with relevant rules and regulations, and continuing to monitor the regulatory environment to meet the expectations of regulatory authorities and comply with environmental laws and regulations.

FINANCIAL SUMMARY

A summary of the results and the assets and liabilities of the Group for the last five financial years was set out on pages 143 and 144 of this report.

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the property, plant and equipment of the Group during the year ended 30 June 2026 are set out in Note 13 to the consolidated financial statements.

SHARE CAPITAL

The Company's total issued share capital as at 30 June 2026 was 408,000,000 ordinary Shares of par value HK\$0.01 per Share. As at the date of this annual report, the share capital of the Company was 408,000,000 ordinary Shares of HK\$0.01 per Share.

本集團已就變更令建立一套清晰及統一的記錄及發票程序。本集團管理層知悉，若記錄保存方法不足及未能充分記錄項目期間所作的變更，可能會阻礙變更令款項收回，原因乃清晰且全面的文件對支持已進行的額外工作索償尤為重要。

環境、社會及管治（「環境、社會及管治」）事宜

倘本集團未能妥善考慮環境、社會及管治相關風險及機遇，且未能制定適當的企業策略以管理環境、社會及管治議題，則可能會對本集團的業務或聲譽造成不利影響，從而導致客戶喜好轉變，並對本集團產生回報或達成其策略目標的能力造成重大影響。

本集團已獲頒ISO 14001:2015認證，並致力於持續改善及降低其環境影響，其中包括專注於培養環保意識文化、鼓勵僱員關注氣候變化、推廣節能實踐及無紙方針、維持安全、舒適且家庭友善的工作環境、鼓勵僱員參與社區服務、委聘外部專業機構編製環境、社會及管治報告並提供環境、社會及管治培訓，以確保符合相關規則與法規，以及持續監察監管環境，以滿足監管機構期望並遵守環境法律及法規。

財務概要

本集團過去五個財政年度的業績及資產與負債概要載於本年報第143及144頁。

物業、廠房及設備

截至二零二六年六月三十日止年度，本集團的物業、廠房及設備變動詳情載於綜合財務報表附註13。

股本

本公司於二零二六年六月三十日的已發行股本總額為408,000,000股每股面值0.01港元的普通股。於本年報日期，本公司的股本為408,000,000股每股面值0.01港元的普通股。

Details of movements during the year ended 30 June 2026 in the share capital of the Company are set out in Note 25 to the consolidated financial statements.

DEBENTURES

The Company did not issue any debenture during the year ended 30 June 2026 (2025: nil).

RESERVES

Details of movements in the reserves of the Group during the year ended 30 June 2026 are set out in the consolidated statement of changes in equity on page 67 of this annual report.

As at 30 June 2026, the Group has reserves amounted to approximately HK\$187.4 million available for distribution (2025: approximately HK\$218.0 million).

DISTRIBUTABLE RESERVES OF THE COMPANY

As at 30 June 2026, the Company had no reserves available for distribution to the Shareholders (2025: approximately HK\$5.2 million) as calculated in accordance with statutory provisions applicable in the Cayman Islands.

DIRECTORS

The Directors who held office for the Year up to the date of this annual report are:

Executive Directors

Dr. Tang Tian-Shen (Chairman) (appointed on 11 May 2026)

Mr. Ng Wing Woon Dave (Chief Executive Officer)

Mr. Qu Rong (appointed on 13 January 2026 and resigned on 12 August 2026)

Mr. Ng Wing Shing (resigned on 13 January 2026)

Mr. Wang Jun (appointed on 4 August 2025 and retired on 3 November 2025)

Independent non-executive Directors

Mr. Lo Chi Wang

Ms. To Sau Man (appointed on 21 January 2026)

Dr. Gong Bin (appointed on 2 July 2026)

Dr. Gong Zhaolong (appointed on 21 January 2026 and resigned on 2 July 2026)

Professor Pong Kam Keung (resigned on 21 January 2026)

Ms. Cheng Shing Yan (resigned on 21 January 2026)

截至二零二六年六月三十日止年度，本公司的股本變動詳情載於綜合財務報表附註25。

債權證

本公司於截至二零二六年六月三十日止年度並無發行任何債權證(二零二五年：無)。

儲備

截至二零二六年六月三十日止年度，本集團的儲備變動詳情載於本年報第67頁的綜合權益變動表。

於二零二六年六月三十日，本集團的可供分派儲備約為187.4百萬港元(二零二五年：約218.0百萬港元)。

本公司的可供分派儲備

於二零二六年六月三十日，根據開曼群島的適用法定條文計算，本公司並無可供分派予股東的儲備(二零二五年：約5.2百萬港元)。

董事

本年度直至本年報日期的在任董事為：

執行董事

湯天申博士(主席)

(於二零二六年五月十一日獲委任)

吳榮煥先生(行政總裁)

瞿鎔先生(於二零二六年一月十三日

獲委任及於二零二六年八月十二日辭任)

吳榮盛先生(於二零二六年一月十三日辭任)

王軍先生(於二零二五年八月四日

獲委任及於二零二五年十一月三日退任)

獨立非執行董事

羅智弘先生

杜秀雯女士

(於二零二六年一月二十一日獲委任)

龔斌博士(於二零二六年七月二日獲委任)

龔兆龍博士(於二零二六年一月二十一日

獲委任及於二零二六年七月二日辭任)

龐錦強教授(於二零二六年

一月二十一日辭任)

鄭承欣女士(於二零二六年

一月二十一日辭任)

DIRECTORS' SERVICE CONTRACT

Each of the Directors has entered into a contract for appointment with the Company commencing from the Listing Date or respective appointment date.

Save as disclosed above, none of the Directors, including those to be re-elected at the forthcoming AGM has a service contract with the Company which is not determinable within one year without payment of compensation, other than statutory compensation.

CONFIRMATION OF INDEPENDENCE

The Company has received annual confirmation of independence from each of the independent non-executive Directors pursuant to the Listing Rules. The Company considers the independent non-executive Directors to be independent pursuant to Rule 3.13 of the Listing Rules.

MANAGEMENT CONTRACTS

No contracts, other than the appointment contracts and employment 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 ended 30 June 2026.

DIRECTORS' AND CHIEF EXECUTIVE'S INTEREST IN SECURITIES

As at 30 June 2026, none of the Directors is a director or employee of a company which has an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO"), and none of the Directors, the chief executive of the Company nor their associates (as defined in the Listing Rules) had any other interests or short positions in the shares of the Company, underlying shares and debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) which (i) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which any such Director or the chief executive of the Company is taken or deemed to have under such provisions of the SFO); or (ii) were required to be entered into the register maintained by the Company pursuant to Section 352 of Part XV of the SFO; or (iii) were required to be notified to the Company or the Stock Exchange pursuant to the Model Code as set out in Appendix C3 of the Listing Rules.

董事服務合約

各董事已與本公司訂立委任合約，年期自上市日期或各自之委任日期起。

除上述所披露者外，概無董事（包括該等將於應屆股東週年大會上重選連任的董事）與本公司訂立不可於一年內毋須支付賠償（法定補償除外）而終止的服務合約。

獨立確認書

本公司已根據上市規則收到各獨立非執行董事的年度獨立確認書。根據上市規則第3.13條，本公司認為獨立非執行董事為獨立人士。

管理合約

截至二零二六年六月三十日止年度，本公司並無訂立或訂有有關本公司全部或任何重大部分業務的管理及行政合約（委任合約及僱傭合約除外）。

董事及最高行政人員於證券中的權益

於二零二六年六月三十日，概無董事為於本公司股份及相關股份中擁有根據香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部第2及3分部條文須向本公司披露的權益或淡倉的本公司董事或僱員，亦概無董事、本公司最高行政人員及其聯繫人（定義見上市規則）於本公司股份、本公司或任何相聯法團（定義見證券及期貨條例第XV部）的相關股份及債權證中擁有(i)須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的任何其他權益或淡倉（包括根據證券及期貨條例有關條文被當作或視作該董事或本公司最高行政人員擁有的權益或淡倉）；或(ii)須記入本公司根據證券及期貨條例第XV部第352條所存置登記冊的任何其他權益或淡倉；或(iii)根據上市規則附錄C3所載的標準守則須知會本公司或聯交所的任何其他權益或淡倉。

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2026, so far as is known to the Directors, the following persons (not being a Director or chief executive of the Company) had interest or short position in shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO, or which would be directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other members of the Group.

主要股東於股份及相關股份的權益及淡倉

於二零二六年六月三十日，就董事所知，下列人士（並非董事或本公司最高行政人員）於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部的條文向本公司及聯交所披露的權益或淡倉，或擁有登記於根據證券及期貨條例第336條本公司須存置的登記冊內的權益或淡倉，或直接或間接持有附有權利可於任何情況下在本公司或本集團任何其他成員公司股東大會上投票的任何類別股本面值5%或以上的權益。

Name of Shareholder 股東姓名／名稱	Capacity/ Nature of Interest 身份／權益性質	Number of shares held/interested 持有／擁有權益 的股份數目	Percentage of shareholding 持股百分比
Ever Genius International Group Limited ("Ever Genius") (Note) 天賦國際集團有限公司(「天賦」)(附註)	Beneficial Owner 實益擁有人	263,468,001	64.58%
Galaxy Equity Investment SPC (Note) Galaxy Equity Investment SPC (附註)	Interest of a controlled corporation 受控制法團權益	263,468,001	64.58%
Galaxy Equity Management Limited (Note) Galaxy Equity Management Limited (附註)	Investment Manager 投資管理人	263,468,001	64.58%
Mr. Chu Huafeng (Note) 儲華鋒先生(附註)	Interest of a controlled corporation 受控制法團權益	263,468,001	64.58%

Note: On 2 December 2025, Ever Genius and the Company jointly announced, among others, (i) the sale and purchase of the 306,000,000 shares of the Company, representing 75% of the total issued share capital of the Company as at the date thereof; and (ii) the mandatory unconditional cash offer to acquire all the issued shares of the Company (other than those already owned or agreed to be acquired by Ever Genius and parties acting in concert with it) (the "Offer"). At 4:00 p.m. on 13 January 2026, the Offer was closed and Ever Genius received one valid acceptance of the Offer, representing approximately 0.000000245% of the entire issued share capital of the Company as at 13 January 2026. Please refer to (i) the joint announcements of Ever Genius and the Company dated 2 December 2025 and 13 January 2026, and (ii) the composite offer and response document of Ever Genius and the Company dated 23 December 2025, respectively, for further details.

附註：於二零二五年十二月二日，天賦及本公司聯合公告（其中包括）(i)買賣306,000,000股本公司股份，佔該日期本公司已發行股本總額之75%；及(ii)收購本公司之全部已發行股份（除天賦及其一致行動人士已擁有或同意將予收購者外）之強制性無條件現金要約（「要約」）。於二零二六年一月十三日下午四時正，要約截止，而天賦已接獲一份有效接納（相當於本公司於二零二六年一月十三日之全部已發行股本約0.000000245%）。進一步詳情請分別參閱(i)天賦及本公司日期為二零二五年十二月二日及二零二六年一月十三日之聯合公告，及(ii)天賦及本公司日期為二零二五年十二月二十三日之綜合要約及回覆文件。

After disposal by Ever Genius subsequent to the Offer during the Year, 263,468,001 shares are held by Ever Genius whose entire issued share capital is held by Galaxy Equity Investment SPC, which is controlled, advised and managed by Galaxy Equity Management Limited in its capacity as investment manager. Galaxy Equity Management Limited is wholly owned by Mr. Chu Huafeng.

After 30 June 2026, Ever Genius further disposed 102,000,000 shares to Terminus Consumer Limited. After such disposal, Ever Genius held 161,468,001 shares, representing approximately 39.57% of the entire issued share capital of the Company. Terminus Consumer Limited held 102,000,000 shares, representing 25% of the entire issued share capital of the Company. The Company did not hold any treasury shares as at 30 June 2026 or as at the date of this annual report. The percentages above are calculated on 408,000,000 shares in issue and exclude treasury shares.

Save as disclosed above, as at 30 June 2026, the Directors were not aware of any person or corporation (other than the Directors and the chief executives) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or pursuant to section 336 of the SFO, which would have to be recorded in the register referred to therein.

ARRANGEMENTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the paragraph headed "Directors' and chief executive's interest in securities" above and the paragraph headed "Share Option Scheme" below, at no time for the year were rights to acquire benefits by means of the acquisition of Shares in or debentures of the Company granted to any Director or their respective spouse or children under 18 years of age, or were any such rights exercised by them; or was the Company, its holding company, or/and any of its subsidiaries or fellow subsidiaries, a party to any arrangement to enable the Directors, or their respective spouse or children under 18 years of age, to acquire such rights by means of the acquisition of Shares in or debentures of the Company of any other body corporate.

於要約後，天賦在本年度期間的出售後，263,468,001股股份由天賦持有，其全部已發行股本由Galaxy Equity Investment SPC持有，而Galaxy Equity Investment SPC由Galaxy Equity Management Limited作為投資管理人控制、提供意見及管理。Galaxy Equity Management Limited由儲華鋒先生全資擁有。

於二零二六年六月三十日後，天賦進一步向Terminus Consumer Limited出售102,000,000股股份。於該出售後，天賦持有161,468,001股股份，相當於本公司全部已發行股本之約39.57%。Terminus Consumer Limited持有102,000,000股股份，相當於本公司全部已發行股本之25%。於二零二六年六月三十日或本年報日期，本公司並無持有任何庫存股份。上述百分比乃根據408,000,000股已發行股份及不包括庫存股份計算。

除上文披露者外，於二零二六年六月三十日，董事並不知悉，任何人士或公司（董事及最高行政人員除外）於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部的規定須向本公司披露的任何權益或淡倉，或根據證券及期貨條例第336條須登記於該條所指的登記冊內的任何權益或淡倉。

購買股份或債權證的安排

除上文「董事及最高行政人員於證券中的權益」一段及下文「購股權計劃」一段所披露者外，於本年度的任何時間，概無向任何董事或彼等各自的配偶或未滿18歲子女授出權利可透過購買本公司股份或債權證而獲得利益或彼等曾行使任何有關權利，而本公司、其控股公司或／及其任何附屬公司或同系附屬公司概無參與訂立任何安排，使董事或彼等各自的配偶或未滿18歲子女可透過購買本公司股份或債權證而收購任何其他法人團體的有關權利。

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save as those disclosed under the section headed "Related Party Transactions and Connected Transactions" below and those disclosed in the "Related Party Transactions" in Note 29 to the consolidated financial statements, there were no transaction, arrangement or contract of significance, to which the company, any of its subsidiaries, its parent company, or its parent company's subsidiaries was a party, and in which a Director of any entity connected with a Director had a material interest, whether directly and indirectly, subsisted as at 30 June 2026 or any time during the year ended 30 June 2026, nor was there any other transaction, arrangement or contract of significance in relation to the Group's business between the Company or any of the Company's subsidiaries and a controlling shareholder or any of its subsidiaries.

PERMITTED INDEMNITY PROVISIONS

Pursuant to the Restated Articles of the Company, every Directors shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he/she may sustain or incur in or about the execution of the duties of his/her office or otherwise in relation thereto.

The Company has maintained appropriate directors' and officers' liability insurance in respect of legal actions against them arising out of corporate activities and such permitted indemnity provision for the benefit of the Directors currently in force.

MAJOR SUPPLIERS AND CUSTOMERS

For the year ended 30 June 2026, the aggregate purchases attributable to the Group's largest supplier (not being a subcontractor) and the five largest suppliers in aggregate accounted for approximately 5.6% and 17.4% (2025: approximately 3.4% and 12.6%) respectively of the Group's total purchases for the year ended 30 June 2026. The aggregate purchases attributable to the Group's largest subcontractor and the five largest subcontractors in aggregate accounted for approximately 7.0% and 29.9% (2025: approximately 10.3% and 37.2%) respectively of the Group's total purchases for the year ended 30 June 2026. Revenue attributable to the Group's largest customers and the five largest customers in aggregate accounted for approximately 19.1% and 65.1% (2025: approximately 26.1% and 77.6%) respectively of the Group's total revenue for the year ended 30 June 2026.

董事及控股股東於重大交易、安排或合約的權益

除下文「關聯方交易及關連交易」一節及綜合財務報表附註29「關聯方交易」所披露者外，於二零二六年六月三十日或截至二零二六年六月三十日止年度任何時間概無存續本公司或其任何附屬公司、其母公司或其母公司的附屬公司為重大交易、安排或合約的一方而董事或與董事有關連的實體於其中直接或間接擁有重大權益，或本公司或本公司任何附屬公司亦概無與控股股東或其任何附屬公司訂立與本集團業務有關的任何其他重大交易、安排或合約。

獲准許彌償條文

根據本公司之經重訂細則，每名董事有權就彼於履行職責或其他有關職責而蒙受或招致或有關的所有損失或負債從本公司資產中獲得彌償。

本公司已為董事及行政人員就其因公司活動而產生的法律訴訟安排合適的責任保險，而為董事的利益而作出的獲准許彌償條文現正生效。

主要供應商及客戶

截至二零二六年六月三十日止年度，本集團最大供應商（非分包商）及五大供應商應佔的總採購量合共佔本集團於截至二零二六年六月三十日止年度的採購總額分別約5.6%及17.4%（二零二五年：約3.4%及12.6%）。本集團最大分包商及五家最大分包商應佔的總採購總量合共佔本集團於截至二零二六年六月三十日止年度的採購總額分別約7.0%及29.9%（二零二五年：約10.3%及37.2%）。本集團最大客戶及五大客戶應佔收益合共佔本集團於截至二零二六年六月三十日止年度的總收益分別約19.1%及65.1%（二零二五年：約26.1%及77.6%）。

To the best of the Directors' knowledge, none of the Directors, their those close associates (as defined in the Listing Rules) or any shareholders (which, to the best knowledge of the Directors, owns more than 5% of the number of issued shares capital of the Company) had an interest in the Group's five largest suppliers or customers.

KEY RELATIONSHIPS WITH EMPLOYEES, CUSTOMERS, SUPPLIERS AND SUB-CONTRACTORS

Employees

The Group considers its employees the key to sustainable business growth and also recognises its employees as its valuable assets. Further, in light of the shortage of skilled labour in the local construction industry, it is crucial to maintain a competitive remuneration package and fringe benefits for the Group's potential and existing employees. In this regard, the Group provides comprehensive remuneration package includes salary, discretionary bonuses and other cash subsidies to attract, motivate and retain appropriate and suitable employees to serve the Group. In general, the Group determines employee salaries based on each employee's qualifications, position and seniority. The Group has designed an annual review system to assess the performance of the Group's employees, which forms the basis of the Group's decisions with respect to salary raises, bonuses and promotions. The Group also provides on-the-job training and development opportunities to enhance its employees' career development and learning.

Customers

The Group are aware of the risk of customer concentration, and sought to reduce the reliance on major customer by undertaking more sizable projects for other customers.

The Group believes that, we have maintained a close relationship with the Group's major customers and it is also the Group's priority to work with reputable customers, which in turn tend to undertake sizeable projects. Working with these customers can allow the Group to secure future business opportunities with them and bolster the Group's job reference.

Besides that, the Group has no intention to limit the Group to serve the Group's major customers and, with the Group's presence in the industry, the Group believes that we are able to extend the Group's services to other customers.

As such, the Group is of the view that, despite the customer concentration, the Group's business model is sustainable.

就董事所深知，概無董事、其緊密聯繫人（定義見上市規則）或任何股東（據董事所深知，擁有本公司已發行股本數目5%以上者）於本集團五大供應商或客戶中擁有權益。

與僱員、客戶、供應商及分包商的主要關係

僱員

本集團認為僱員是達致業務可持續發展的關鍵所在，亦將僱員視為寶貴資產。此外，鑒於當地建造業的熟練工人供應短缺，維持本集團潛在及現有僱員具有競爭力的薪酬待遇及附加福利尤為重要。就此而言，本集團提供包括工資、酌情花紅及其他現金補貼在內的全面薪酬待遇，以吸引、激勵及挽留適當及合適的僱員為本集團服務。一般而言，本集團根據每位僱員的資格、職位及資歷釐定僱員薪資。為評估本集團僱員績效，本集團制定一項年度審核制度，形成本集團決定加薪、花紅及晉升的依據。本集團亦提供在職培訓及發展機會以加強僱員的職業發展及學習。

客戶

本集團注意到客戶集中的風險，透過承接更多其他客戶的大規模項目，務求減低對主要客戶的依賴。

本集團相信，本集團已與主要客戶保持緊密關係。本集團亦首選與知名客戶合作，繼而可能會承接大規模項目。與該等客戶合作可令本集團獲得與彼等的未來業務機會以及更多的工作轉介。

此外，本集團無意限制本集團為主要客戶提供服務，憑藉本集團於業界的地位，本集團相信本集團可將服務擴展至其他客戶。

因此，本集團認為，儘管有上述客戶集中情況，惟本集團的業務模式具可持續性。

Suppliers and Sub-Contractors

The Group has developed stable and strong working relationships with suppliers and sub-contractors to meet the Group's customers' needs in an effective and efficient manner. The Group works closely with the suppliers and sub-contractors to make sure the tendering, procurement and sub-contracting are conducted in an open, fair and just manner. The Group's requirements and standards are also well communicated to them before the commencement of projects.

ENVIRONMENTAL POLICIES

The Group's operations at work sites are subject to certain environmental requirements pursuant to the laws of Hong Kong. The laws and regulations which have a significant impact on the Group include, among others, Air Pollution Control Ordinance (Chapter 311 of the Laws of Hong Kong), Noise Control Ordinance (Chapter 400 of the Laws of Hong Kong), Water Pollution Control Ordinance (Chapter 358 of the Laws of Hong Kong), Waste Disposal Ordinance (Chapter 354 of the Laws of Hong Kong), Waste Disposal (Charges for Disposal of Construction Waste) Regulation.

In order to comply with the applicable environmental protection laws, the Group's major operating subsidiary, Easy Smart Engineering Limited, had implemented an environmental management system which was certified to be in compliance with the standard required under ISO 14001:2015 since June 2023. Apart from following the environmental protection policies formulated and required by the Group's customers, we have also established an environmental management policy to ensure proper management of environmental protection and compliance of environmental laws and regulations by both the Group's employees and workers of the subcontractors on, among others, air pollution, noise control and waste disposal. During the year ended 30 June 2026, we did not incur any material costs on environmental compliance.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

During the year ended 30 June 2026, 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 material impact on the business and operation of the Group.

供應商及分包商

本集團與供應商及分包商建立穩定且牢固的合作關係，以有效及高效地滿足本集團客戶的需求。本集團與供應商及分包商緊密合作，確保招標、採購及分包過程公開、公平及公正。本集團於項目動工前已向彼等清楚說明本集團的規定及標準。

環境政策

根據香港法例，本集團於工地施工須遵守若干環境規定。對本集團有重大影響的法律及法規包括（其中包括）《空氣污染管制條例》（香港法例第311章）、《噪音管制條例》（香港法例第400章）、《水污染管制條例》（香港法例第358章）、《廢物處置條例》（香港法例第354章）、《廢物處置（建築廢物處置收費）規例》。

為遵守適用的環保法例，本集團的主要營運附屬公司怡俊工程有限公司實施環境管理系統，並已自二零二三年六月獲核證為符合ISO 14001:2015規定的標準。除了遵循本集團客戶所制定及要求的環保政策外，我們亦已制定環境管理政策，以確保本集團的僱員及分包商的工作人員妥善管理有關（其中包括）空氣污染、噪音管制及廢物處置的環保事宜並遵守環保法例及法規。截至二零二六年六月三十日止年度，我們並未就環保合規產生任何重大成本。

遵守相關法律及法規

截至二零二六年六月三十日止年度，就董事會及管理層所知，本集團概無嚴重違反或不遵守適用法律及法規的情況，以致對本集團業務及營運產生重大影響。

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this annual report, the Company has maintained the prescribed minimum public float under the Listing Rules, save for the shortfall immediately after close of the Offer as disclosed in the announcements of the Company dated 13 January 2026 and 21 January 2026, which was restored on 21 January 2026 following the disposal of 2,000 shares of the Company by Ever Genius on the market.

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

No purchase, sale or redemption of the Company's listed securities was made by the Company or any of its subsidiaries for the Year.

NON-COMPETITION UNDERTAKING

On 12 April 2023, Mr. Ng Wing Woon Dave and Lofty Profit Investments Limited, then the controlling shareholders of the Company, entered into a deed of non-competition with the Company (for itself and as trustee for its subsidiaries). Under the deed, each of them irrevocably and unconditionally undertook that, for so long as the deed remained effective, he or it would not, and would procure that his or its close associates (other than any member of the Group) would not, develop, acquire, invest in, participate in, carry on or be engaged, concerned or interested in any business which competes, or is likely to compete, directly or indirectly, with the business of any member of the Group.

Mr. Ng Wing Woon Dave and Lofty Profit Investments Limited ceased to be controlling shareholders on 21 November 2025 upon completion of the sale of shares to Ever Genius International Group Limited, and the deed ceased to apply from that date. Each of them has confirmed to the Company that he or it complied with the deed during the period from 1 July 2025 to 21 November 2025. The independent non-executive Directors, who were authorised to review compliance with the deed, were not aware of any breach during that period.

充足公眾持股量

根據本公司公開可得資料及於本年報日期就董事所知，誠如本公司日期為二零二六年一月十三日及二零二六年一月二十一日之公告所披露，除緊隨要約截止後公眾持股量不足外，本公司已維持上市規則規定的最低公眾持股量。而天賦於市場上出售2,000股本公司股份後，公眾持股量已於二零二六年一月二十一日獲恢復。

購買、出售或贖回本公司上市證券

於本年度，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

不競爭承諾

二零二三年四月十二日，吳榮煥先生及鼎潤投資有限公司（均為本公司當時之控股股東）與本公司（代表其自身及作為其附屬公司受託人）訂立不競爭契據。根據該契據，彼等各自不可撤回且無條件地承諾，只要該契據持續有效，彼等將不會並促使其各自緊密聯繫人（本集團成員公司除外）不會開發、收購、投資、參與、經營或從事任何目前或可能與本集團任何成員公司業務直接或間接競爭之業務，亦不會與之有關聯或在其中持有權益。

吳榮煥先生及鼎潤投資有限公司完成向天賦國際集團有限公司出售股份後，於二零二五年十一月二十一日不再擔任控股股東，該契據亦自該日起不再適用。其各已向本公司確認，其於二零二五年七月一日至二零二五年十一月二十一日期間已遵守該契據。獲授權審查該契據是否獲遵守之獨立非執行董事，並不知悉該期間有任何違約情況。

DIRECTORS' INTERESTS IN COMPETING BUSINESS

The Directors confirm that neither the controlling shareholders of the Company nor their respective close associates (as defined in the Listing Rules) is interested in a business apart from the Group's business which competes or is likely to compete, directly or indirectly, with the Group's business during the year ended 30 June 2026 and up to the date of this annual report, and is required to be disclosed pursuant to Rule 8.10 of the Listing Rules.

RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

Details of the related party transactions undertaken in the normal course of business by the Group are set out in Note 29 to the consolidated financial statements. During the Year, none of the related party transactions disclosed in note 29 constituted a connected transaction or a continuing connected transaction which is required to be disclosed pursuant to Chapter 14A of the Listing Rules. The Company has complied with the requirements in accordance with Chapter 14A of the Listing Rules.

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

During the year ended 30 June 2026, the Group did not have any significant investment held, any material acquisitions or disposals of subsidiaries and associated companies.

董事在競爭業務中的權益

董事確認，於截至二零二六年六月三十日止年度及直至本年報日期止期間，本公司控股股東及彼等各自緊密聯繫人（定義見上市規則）概無於直接或間接與本集團業務構成競爭或可能構成競爭的業務（本集團業務除外）中擁有任何權益，且須根據上市規則第8.10條予以披露。

關聯方交易及關連交易

本集團於日常業務過程中進行的關聯方交易的詳情載於綜合財務報表附註29。於本年度，概無附註29所披露的關聯方交易構成上市規則第14A章項下規定須予披露的關連交易或持續關連交易。本公司已符合上市規則第14A章的規定。

重大投資、重大收購或出售附屬公司及聯營公司

截至二零二六年六月三十日止年度，本集團並無持有任何重大投資，亦無任何重大收購或出售附屬公司及聯營公司。

SHARE OPTION SCHEME

Pursuant to the written resolutions of the sole shareholder of the Company on 12 April 2023, the Company adopted a share option scheme (the “Share Option Scheme”) with effect from 12 April 2023. The terms of the Share Option Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules and are summarized in the Prospectus. The main purpose of the Share Option Scheme is to motivate employees to optimize their performance efficiency for the benefit of the Company, to attract and retain best available personnel, to provide additional incentive to employees (full time or part time), directors, consultants, advisers, distributors, contractors, suppliers, agents, and service providers of the Group and to promote success of the business of the Group.

The total number of Shares in respect of which options may be granted under the Share Option Scheme is not permitted to exceed 10% of the Shares in issue at any point in time, without prior approval from the Shareholders. The number of Shares issued and to be issued in respect of which option granted and may be granted to any individual in any one year is not permitted to exceed 1% of the Shares in issue at any point in time, without prior approval from the Shareholders. Options granted to substantial shareholders or independent non-executive Directors or any of their respective close associates (including a discretionary trust whose discretionary objects include substantial shareholders, independent non-executive Directors, or any of their respective close associates) in any 12-month period representing in aggregate in excess of 0.1% of the Company's shares in issue must be approved in advance by the Shareholders.

Options granted must be taken up within seven business days inclusive of the day on which such offer was made, upon payment of HK\$1 per option. Options may be exercised at any time during a period as the Directors may determine which shall not exceed ten years from the date of grant. The exercise price is determined by the Directors, and will be at least the higher of (i) the closing price of the Shares on the date of grant; and (ii) the average of the closing prices of the Shares for the five business days immediately preceding the date of grant.

購股權計劃

根據本公司唯一股東於二零二三年四月十二日的書面決議案，本公司於二零二三年四月十二日起採納購股權計劃（「購股權計劃」）。購股權計劃的條款符合上市規則第17章的規定，並在招股章程中概述。購股權計劃主要旨在激勵僱員提高其表現效率以為本公司帶來利益，吸引及挽留最優秀的人員，向本集團的僱員（全職或兼職）、董事、諮詢顧問、顧問、分銷商、承建商、供應商、代理及服務供應商提供額外獎勵，以及促進本集團業務的成功。

在未獲得股東事先批准下，根據購股權計劃可能授出的購股權所涉及的股份總數不得超過於任何時間已發行股份的10%。在未獲得股東事先批准下，於任何一年向任何個人授出及可能授出的購股權所涉及的已發行及將予發行的股份數目不得超過於任何時間已發行股份的1%。倘於任何12個月期間授予主要股東或獨立非執行董事或彼等各自的緊密聯繫人（包括全權信託，其全權信託受益人包括主要股東、獨立非執行董事或任何彼等各自的緊密聯繫人）的購股權合共相當於超過本公司已發行股份的0.1%，則必須事先取得股東批准。

授出的購股權必須於發出有關要約日期（包括當日）起七個營業日內接納，就每份購股權須支付1港元，以接納購股權。購股權可於董事可能釐定的期間內任何時間行使，惟有關期間不得超過授出日期起計十年。行使價由董事釐定，其不會低於以下最高者：(i)股份於授出日期的收市價；及(ii)股份於緊接授出日期前五個營業日的平均收市價。

The Share Option Scheme will remain in force for a period of ten years commencing on the date of the adoption (i.e. 12 April 2023) and shall expire at the close of business on the business day immediately preceding the tenth anniversary thereof unless otherwise terminated earlier by the Shareholders in general meeting.

No share options had been granted under the Share Option Scheme since the adoption of the Scheme. During the Year, no share option has been granted, exercised, cancelled or lapsed. The number of options available for grant under the scheme mandate at the beginning of the Year and at the end of the Year was 40,800,000. No service-provider sublimit has been adopted. As at the date of this annual report, the total number of shares available for issue under the Share Option Scheme was 40,800,000, representing 10% of the entire issued share capital of the Company.

EQUITY-LINKED AGREEMENTS

Save as disclosed in this annual report relating to the Share Option Scheme, no equity-linked agreements were entered into for the year ended 30 June 2026.

BORROWINGS

Save for the loans from a Director and the immediate holding company as set out in Notes 19 and 23 respectively to the consolidated financial statements, there are no other borrowings of the Group as at 30 June 2026 and 30 June 2025.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the amended and restated memorandum and articles of association of the Company and there was no restriction against such rights under the laws of Cayman Islands, which would oblige the Company to offer new Share on a pro-rata basis to the existing shareholders of the Company.

RETIREMENT BENEFITS SCHEMES

Details of the retirement benefits schemes are set out in Note 26 to the consolidated financial statements.

REMUNERATIONS OF THE DIRECTORS AND THE FIVE HIGHEST PAID INDIVIDUALS

Details of the Directors' remuneration and the five highest paid individuals are set out in the Note 10 to the consolidated financial statements.

The emoluments of the Directors and senior management of the Group are determined by the Remuneration Committee of the Company with reference to their relevant qualifications, experience, competence and the prevailing market conditions. None of the Directors waived or agreed to waive any emoluments for the Year.

購股權計劃將於採納日期(即二零二三年四月十二日)當日起計十年期間內有效，除非於股東大會上遭股東提早終止，否則於緊接購股權計劃第十週年前一個營業日的營業時間結束時屆滿。

自採納購股權計劃以來，並無根據該計劃授出購股權。於本年度，概無購股權已授出、行使、註銷或失效。於本年度初及本年度末，根據計劃授權可供授出的購股權數目為40,800,000份。概無服務供應商分項限額獲採納。於本年報日期，根據購股權計劃可供發行的股份總數為40,800,000股，相當於本公司全部已發行股本的10%。

股票掛鈎協議

除本年報有關購股權計劃的披露者外，本集團於截至二零二六年六月三十日止年度並無訂立股票掛鈎協議。

借款

除綜合財務報表附註19及23分別所載之來自董事及直接控股公司之貸款外，於二零二六年六月三十日及二零二五年六月三十日，本集團並無其他借款。

優先購買權

本公司之經修訂及重列組織章程大綱及章程細則並無有關優先購買權的條文，而開曼群島法例對有關權利並無任何限制，使本公司須按比例向本公司現有股東提呈發售新股份。

退休福利計劃

退休福利計劃的詳情載於綜合財務報表附註26。

董事及五名最高薪人士的酬金

董事及五名最高薪人士酬金的詳情載於綜合財務報表附註10。

董事及本集團高級管理層的酬金由本公司薪酬委員會參考其相關資歷、經驗、能力及現行市況釐定。於本年度，概無董事放棄或同意放棄任何酬金。

EMOLUMENT POLICY

In order to attract and retain high quality staff and to enable smooth operation within the Group, the Group offered competitive remuneration packages (with reference to market conditions and individual qualification, position, seniority and experience) and various in-house training courses. The Company has adopted share option schemes as incentive to eligible employees, details of the schemes are set out in the section headed "Share Option Scheme".

Remuneration Committee is set up for reviewing the Group's emolument policy and structure for all remuneration of the Directors and senior management of the Group, having regard to the Group's operating results, individual performance of the Directors and senior management and comparable market practices.

Details of the emoluments of the Directors and five highest paid individuals are set out in Note 10 to the consolidated financial statements respectively. Details of the remuneration of senior management by band are set out in the section headed "Remuneration Committee" in the Corporate Governance Report of this annual report. Details of the retirement benefit scheme are set out in Note 26 to the consolidated financial statements.

CORPORATE GOVERNANCE

The Company is committed to maintaining the highest standard of corporate practices. Information on the corporate governance practices adopted by the Company is set out in the section headed "Corporate Governance Report" on pages 17 to 33 of this annual report.

DISCLOSURES UNDER RULES 13.20 TO 13.22 OF THE LISTING RULES

As at 30 June 2026, the Group had no circumstances which would give rise to a disclosure obligation under Rule 13.20 to 13.22 of the Listing Rules.

AUDIT COMMITTEE

The Company established the audit committee on 12 April 2023 in accordance with Rule 3.21 of the Listing Rules with the written terms of reference in compliance with the CG Code as set out in Appendix C1 of the Listing Rules. As at the date of this annual report, the audit committee consists of three independent non-executive Directors, namely, Ms. To Sau Man, Dr. Gong Bin and Mr. Lo Chi Wang. Ms. To Sau Man currently serves as the Chairperson of the audit committee.

薪酬政策

為吸引及挽留高質素的員工並確保本集團順暢營運，本集團提供具競爭力的薪酬待遇（經參考市場狀況及個人的資歷、職位、級別及經驗）及多種在職培訓課程。本公司已採納購股權計劃作為對合資格僱員的獎勵，計劃的詳情載於「購股權計劃」一節。

本公司已成立薪酬委員會，經考慮本集團的經營業績、董事及高級管理層的個人表現及可比較的市場慣例，檢討全體董事及本集團高級管理層薪酬的薪酬政策及架構。

董事及五名最高薪人士酬金的詳情載於綜合財務報表附註10。按酬金範圍劃分的高級管理層酬金的詳情載於本年報企業管治報告「薪酬委員會」一節。退休福利計劃的詳情載於綜合財務報表附註26。

企業管治

本公司致力維持最高水平的企業管治常規。有關本公司所採納的企業管治常規的資料載於本年報第17至33頁「企業管治報告」一節。

根據上市規則第13.20至13.22條的披露

於二零二六年六月三十日，本集團並無出現任何情況導致須根據上市規則第13.20至13.22條的規定作出披露。

審核委員會

本公司已根據上市規則第3.21條於二零二三年四月十二日成立審核委員會，其書面職權範圍符合上市規則附錄C1所載的企業管治守則。於本年報日期，審核委員會由三名獨立非執行董事組成，即杜秀雯女士、龔斌博士及羅智弘先生。杜秀雯女士現時為審核委員會的主席。

Report of Directors 董事會報告

The Audit Committee had reviewed, together with the management and the Company's auditor, SHINEWING (HK) CPA Limited, the accounting principles and policies adopted by the Group and the audited consolidated financial statements for the year ended 30 June 2026.

The Group's audited consolidated financial statements for the year ended 30 June 2026 have been reviewed and approved by the Audit Committee. The Audit Committee was of the opinion that the preparation of such results complied with the applicable accounting standards and requirements as well as the Listing Rules and that adequate disclosures have been made.

AUDITORS

SHINEWING (HK) CPA Limited has been appointed as auditor of the Company with effect from 20 May 2024 following the resignation of Deloitte Touche Tohmatsu. Please refer to the announcement of the Company dated 20 May 2024 for details. Save for the aforesaid change, the Company did not change its auditors in the preceding five years.

SHINEWING (HK) CPA Limited shall retire and offer themselves for re-appointment as auditor of the Company at the forthcoming AGM. A resolution for the re-appointment of SHINEWING (HK) CPA Limited as auditor of the Company shall be proposed at the forthcoming AGM.

By order of the Board

Dr. Tang Tian-Shen
Chairman and Executive Director

Hong Kong, 28 September 2026

審核委員會已與管理層及本公司的核數師信永中和(香港)會計師事務所有限公司一同審閱本集團所採納的會計原則及政策以及截至二零二六年六月三十日止年度的經審核綜合財務報表。

本集團於截至二零二六年六月三十日止年度的經審核綜合財務報表已由審核委員會審閱及批准。審核委員會認為有關業績的編製符合適用會計準則及規定以及上市規則，並已作出適當披露。

核數師

德勤•關黃陳方會計師行辭任後，信永中和(香港)會計師事務所有限公司已獲委聘為本公司核數師，自二零二四年五月二十日起生效。詳情請參閱本公司日期為二零二四年五月二十日的公告。除上述變動外，本公司於過往五年並無更改其核數師。

信永中和(香港)會計師事務所有限公司將於應屆股東週年大會上退任本公司核數師一職，並願意獲續聘連任為本公司核數師。有關續聘信永中和(香港)會計師事務所有限公司為本公司核數師之決議案，將於應屆股東週年大會上提呈。

承董事會命

湯天申博士
主席兼執行董事

香港，二零二六年九月二十八日

Independent Auditor's Report

獨立核數師報告



SHINEWING (HK) CPA Limited
17/F, Chubb Tower, Windsor House,
311 Gloucester Road,
Causeway Bay, Hong Kong

信永中和(香港)會計師事務所有限公司
香港銅鑼灣告士打道311號
皇室大廈安達人壽大樓17樓

TO THE SHAREHOLDERS OF EASY SMART GROUP HOLDINGS LIMITED

(incorporated in Cayman Islands with limited liability)

致怡俊集團控股有限公司列位股東

(於開曼群島註冊成立的有限責任公司)

OPINION

We have audited the consolidated financial statements of Easy Smart Group Holdings Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) set out on pages 64 to 142, which comprise the consolidated statement of financial position as at 30 June 2026, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 30 June 2026, 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 (the “**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 (“**HKSAs**”) 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 consolidated 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.

意見

吾等已審核第64至142頁所載之怡俊集團控股有限公司(「**貴公司**」)及其附屬公司(統稱「**貴集團**」)之綜合財務報表，當中包括於二零二六年六月三十日之綜合財務狀況表以及截至該日止年度之綜合損益及其他全面收益表、綜合權益變動表及綜合現金流量表，連同綜合財務報表附註，包括重大會計政策資料。

吾等認為，綜合財務報表已經根據香港會計師公會(「**香港會計師公會**」)頒佈之香港財務報告準則會計準則，真實而中肯地反映 貴集團於二零二六年六月三十日之綜合財務狀況以及截至該日止年度之綜合財務表現及綜合現金流量，並已根據香港公司條例之披露規定妥為編製。

意見基準

吾等按照香港會計師公會頒佈之香港審計準則(「**香港審計準則**」)執行審計工作。審計報告之「核數師對綜合財務報表審計之責任」一節進一步闡述吾等在該等準則項下之責任。根據適用於公眾利益實體綜合財務報表審計之香港會計師公會之專業會計師道德守則(「**守則**」)，吾等獨立於 貴集團。吾等亦已根據守則履行其他道德責任。吾等相信，吾等獲得之審計憑證乃為充分及適當，為吾等發表意見奠定基礎。

Independent Auditor's Report

獨立核數師報告

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.

Revenue recognition from provision of passive fire protection works

Refer to note 5 to the consolidated financial statements and the accounting policies on pages 76 – 79.

The key audit matter 關鍵審計事項

During the year ended 30 June 2026, the Group recognised revenue from passive fire protection works of HK\$209,122,000.

於截至二零二六年六月三十日止年度，貴集團確認被動消防工程之收益209,122,000港元。

As stated in note 3 to the consolidated financial statements, the Group recognised contract revenue using input method. Accordingly, revenue recognition from passive fire protection works involves a significant degree of management estimates and judgements, with estimates being made to assess the total budgeted contract cost and stage of completion of the contracts.

誠如綜合財務報表附註3所述，貴集團使用投入法確認合約收益。因此，確認被動消防工程之收益涉及重大程度之管理層估計及判斷，所作出之估計用於評估總預算合約成本及合約完成階段。

We have identified revenue recognition from passive fire protection works as a key audit matter because the amount is significant to the consolidated financial statements as a whole and there is involvement of a significant degree of judgements and estimates made by the management of the Group.

吾等將確認被動消防工程之收益識別為關鍵審計事項，理由是其金額對綜合財務報表整體而言屬重大，且涉及貴集團管理層作出重大程度的判斷及估計。

關鍵審計事項

關鍵審計事項乃吾等根據專業判斷，認為對本期間之綜合財務報表審計最為重要之事項。此事項是在吾等對綜合財務報表整體進行審計及出具意見時進行處理，而吾等不會對此事項單獨發表意見。

確認提供被動消防工程之收益

請參閱綜合財務報表附註5以及第76至79頁的會計政策。

How the matter was addressed in our audit 吾等之審計如何處理關鍵審計事項

Our audit procedures were designed to review the management's assessment, and its estimates and judgements used in the revenue recognition from passive fire protection works.

吾等之審計程序旨在覆核管理層之評估，以及其用於確認被動消防工程收益的估計及判斷。

We have discussed with the project managers and the management of the Group and sample checked the supporting documents, such as signed contracts, variation orders, work certificates, budget costs calculation and actual costs to assess the reasonableness of the management's estimation of the budgeted revenue and total budgeted contract cost.

吾等已與貴集團的項目經理及管理層進行討論，並抽樣檢查證明文件，例如已簽合約、變更令、工作證明、預算成本計算及實際成本，以評估管理層對預算收益及總預算合約成本估計的合理性。

We have recalculated the percentage of completion based on accumulated actual cost incurred to date over the total budgeted contract cost.

吾等根據迄今為止產生的實際成本除以總預算合約成本重新計算完成百分比。

We have assessed the reliability of management's assessment in total budgeted contract cost by considering the historical actual costs and past estimation of total budgeted contract cost of completed projects.

吾等透過考慮已完成項目的過往實際成本以及總預算合約成本之過往估計而評核管理層就總預算合約成本之評估的可靠性。

KEY AUDIT MATTERS (Continued)

Impairment of trade receivables and contract assets

Refer to notes 15 and 18 to the consolidated financial statements and the accounting policies on pages 88 – 96.

關鍵審計事項 (續)

貿易應收款項及合約資產減值

請參閱綜合財務報表附註15及18以及第88至96頁的會計政策。

The key audit matter

關鍵審計事項

As at 30 June 2026, the Group has net trade receivables and contract assets of HK\$8,364,000 and HK\$134,879,000 respectively.

於二零二六年六月三十日，貴集團的貿易應收款項淨額及合約資產分別為8,364,000港元及134,879,000港元。

We identified the impairment of trade receivables and contract assets as a key audit matter due to the significance to the Group's consolidated financial statements and the involvement of subjective judgement and management estimates based on the historical default rates, past-due status and ageing information of the grouped debtors, current economic conditions, operating environment and the forward-looking information in evaluating the expected credit losses ("ECL") of the Group's trade receivables and contract assets at the end of the reporting period.

吾等將貿易應收款項及合約資產減值識別為關鍵審計事項，理由是其對貴集團綜合財務報表而言屬重大，且根據組合債務人過往違約率、逾期狀況及賬齡資料、現時經濟狀況、營運環境以及前瞻性資料以評估貴集團報告期末貿易應收款項及合約資產的預期信貸虧損（「預期信貸虧損」）時，涉及主觀判斷及管理層估計。

How the matter was addressed in our audit

吾等之審計如何處理關鍵審計事項

Our procedures were designed to review the management's assessment of the impairment of trade receivables and contract assets.

吾等之審計程序旨在審閱管理層對貿易應收款項及合約資產減值的評估。

We have obtained an understanding of the methodology adopted in the ECL model. We have also tested the accuracy of the ECL allowance made by the Group at the end of the reporting period and the information used by management to develop the provision matrix, including ageing analysis of trade receivables and contract assets, on a sample basis, by comparing individual items in the analysis with the relevant contracts, invoices and any appropriate supporting documents.

吾等獲悉預期信貸虧損模型所採納之方法。吾等就貴集團於報告期末作出的預期信貸虧損撥備以及貿易應收款項及合約資產的賬齡分析等用於制定撥備矩陣的資料進行抽樣測試，透過將分析中的個別項目與相關合約、發票及任何適用證明文件進行比較，以測試其準確性。

We have challenged management's basis and judgement in determining ECL allowance on trade receivables and contract assets at the end of the reporting period, including the reasonableness of management's grouping of customers into different categories in the provision matrix, and the basis of estimating loss rates applied in each category in the provision matrix (with reference to historical default rates and forward-looking information).

吾等質疑管理層於報告期末釐定貿易應收款項及合約資產的預期信貸虧損的基準及判斷，包括管理層於撥備矩陣中將客戶分組的合理性，以及撥備矩陣中各類別所應用的估計虧損率的基準（經參考過往違約率及前瞻性資料）。

Independent Auditor's Report 獨立核數師報告

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 auditor's report thereon.

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

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

RESPONSIBILITIES OF DIRECTORS OF THE COMPANY 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 of the Company 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 of the Company 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 of the Company 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.

其他資料

貴公司董事需對其他資料負責。其他資料包括刊載於年報內之資料，惟不包括綜合財務報表及吾等之核數師報告。

吾等對綜合財務報表之意見並不涵蓋其他資料，吾等亦不對該等其他資料發表任何形式之鑒證結論。

就吾等對綜合財務報表之審計而言，吾等之責任為閱讀其他資料，在此過程中，考慮其他資料是否與綜合財務報表或吾等在審計過程中所了解之情況存在重大抵觸或者似乎存在重大錯誤陳述之情況。基於吾等已執行之工作，倘吾等認為其他資料存在重大錯誤陳述，吾等需要報告該事實。在此方面，吾等並無任何事宜予以報告。

貴公司董事及治理層就綜合財務報表須承擔之責任

貴公司董事須負責根據香港會計師公會頒佈的香港財務報告準則會計準則及香港公司條例之披露規定編製真實而中肯之綜合財務報表，並對貴公司董事認為必須之內部監控負責，以確保編製綜合財務報表不存在由於欺詐或錯誤而導致之重大錯誤陳述。

於編製綜合財務報表時，貴公司董事負責評估貴集團持續經營之能力，並在適用情況下披露與持續經營有關之事項，以及採用持續經營為會計基礎，除非貴公司董事有意將貴集團清盤或停止經營，或別無其他實際之替代方案則當別論。

治理層須負責監督貴集團之財務報告過程。

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion, solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement to 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 of the Company.

核數師對綜合財務報表審計之 責任

吾等之目標是對綜合財務報表整體是否存在由於欺詐或錯誤而導致之重大錯誤陳述取得合理保證，並按照吾等商定之委聘條款僅向全體股東出具包括吾等意見之核數師報告。除此以外，吾等之報告不可用作其他用途。吾等並不就本報告之內容對任何其他人士承擔任何責任或接受任何責任。合理保證是高水準之保證，但概不保證按照香港審計準則進行之審計，將在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，倘合理預期它們單獨或匯總起來可能影響綜合財務報表使用者依賴財務報表所作出之經濟決定，則有關錯誤陳述可被視作重大。

在根據香港審計準則進行審計之過程中，吾等運用了專業判斷，保持了專業懷疑態度。吾等亦：

- 識別及評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述之風險，設計及執行審計程序以應對該等風險，以及獲取充足及適當之審計憑證，作為吾等意見之基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部監控之上，因此未能發現因欺詐而導致之重大錯誤陳述之風險高於未能發現因錯誤而導致之重大錯誤陳述之風險。
- 了解與審計相關之內部監控，以設計於相關情況適當之審計程序，但目的並非對貴集團內部監控之有效性發表意見。
- 評估貴公司董事所採用會計政策之恰當性及作出會計估計及相關披露之合理性。

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

- Conclude on the appropriateness of the Company's directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with 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.

核數師對綜合財務報表審計之 責任 (續)

- 對 貴公司董事採用持續經營會計基礎之恰當性作出結論。根據所獲取之審計憑證，確定是否存在與事項或情況有關之重大不確定性，從而可能導致對 貴集團之持續經營能力產生重大疑慮。倘吾等認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中之相關披露。假若有關披露不足，則吾等應當發表非無保留意見。吾等之結論是基於核數師報告日期止所取得之審計憑證。然而，未來事項或情況可能導致 貴集團不能持續經營。
- 評估綜合財務報表之整體呈報方式、結構及內容，包括披露資料，以及綜合財務報表是否中肯反映相關交易及事項。
- 策劃並執行集團審核，以就 貴集團內實體或業務單位之財務資料獲取充足、適當之審計憑證，從而形成對綜合財務報表發表意見的基礎。吾等負責對為集團審核目的而進行之審核工作之方向、監督及審閱。吾等為審計意見承擔全部責任。

吾等與治理層溝通了(其中包括)計劃之審計範圍、時間安排、重大審計發現等，包括吾等在審計中識別出內部監控之任何重大缺陷。

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

We also provide 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 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 auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Lau Kai Wong.

SHINEWING (HK) CPA Limited
Certified Public Accountants
Lau Kai Wong
Practising Certificate Number: P06623

Hong Kong
28 September 2026

核數師對綜合財務報表審計之 責任 (續)

吾等亦向治理層提交聲明，說明吾等已符合有關獨立性之相關專業道德要求，並與彼等溝通有可能合理地被認為會影響吾等獨立性之所有關係及其他事項，以及在適用之情況下，溝通為消除威脅而採取的行動或應用的防範措施。

從與治理層溝通之事項中，吾等確定對本期間之綜合財務報表之審計最為重要之事項，因而構成關鍵審計事項。吾等在核數師報告中描述該事項，除非法律法規不允許公開披露該事項，或在極端罕見之情況下，倘合理預期在吾等報告中溝通某事項造成之負面後果超過產生之公眾利益，吾等決定不應在報告中溝通該事項。

出具本獨立核數師報告之審計項目合夥人是劉佳煌。

信永中和(香港)會計師事務所有限公司
執業會計師
劉佳煌
執業證書號碼：P06623

香港
二零二六年九月二十八日

Consolidated Statement of Profit or Loss and Other Comprehensive Income

綜合損益及其他全面收益表

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

		NOTES 附註	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Revenue	收益	5	209,176	314,469
Cost of services	服務成本		(209,478)	(288,339)
Gross (loss) profit	毛(損)利		(302)	26,130
Other income	其他收入	6	1,172	1,746
Impairment losses and write-offs, net	減值虧損及撇銷淨額		(2,228)	(5,493)
Administrative expenses	行政開支		(29,163)	(22,337)
Finance costs	融資成本	7	(774)	(114)
Loss before taxation	除稅前虧損	8	(31,295)	(68)
Income tax credit (expense)	所得稅抵免(開支)	9	737	(408)
Loss and total comprehensive expense for the year	年內虧損及 全面開支總額		(30,558)	(476)
Loss per share:	每股虧損：			
– Basic and diluted (HK cents)	— 基本及攤薄(港仙)	12	(7.49)	(0.12)

Consolidated Statement of Financial Position

綜合財務狀況表

As at 30 June 2026 於二零二六年六月三十日

		NOTES 附註	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	900	2,231
Right-of-use assets	使用權資產	14	–	1,360
Financial asset at fair value through profit or loss	按公平值計入損益的金融資產	17	3,179	3,179
Deferred tax assets	遞延稅項資產	24	1,347	724
			5,426	7,494
Current assets	流動資產			
Trade receivables	貿易應收款項	15	8,364	18,520
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項	16	31,395	6,101
Contract assets	合約資產	18	134,879	142,031
Income tax recoverable	可收回所得稅		5,927	2,556
Amount due from a related company	應收關聯公司款項	19	160	153
Pledged bank deposits	已抵押銀行存款	20	–	1,040
Bank balances and cash	銀行結餘及現金	20	62,941	59,448
			243,666	229,849
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	21	9,860	12,949
Contract liabilities	合約負債	18	1,733	939
Loans from a director	來自董事貸款	19	20,000	–
Lease liabilities	租賃負債	22	–	1,398
			31,593	15,286
Net current assets	流動資產淨值		212,073	214,563
Total assets less current liabilities	總資產減流動負債		217,499	222,057
Non-current liability	非流動負債			
Loans from the immediate holding company	來自直接控股公司之貸款	23	26,000	–
Net assets	資產淨值		191,499	222,057

Consolidated Statement of Financial Position

綜合財務狀況表

As at 30 June 2026 於二零二六年六月三十日

		NOTE 附註	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Capital and reserves	資本及儲備			
Share capital	股本	25	4,080	4,080
Reserves	儲備		187,419	217,977
Total equity	權益總額		191,499	222,057

The consolidated financial statements on pages 64 to 142 were approved and authorised for issue by the directors of Easy Smart Group Holdings Limited on 28 September 2026 and are signed on behalf of the board of directors by:

第64至142頁的綜合財務報表已於二零二六年九月二十八日獲怡俊集團控股有限公司董事會批准及授權刊發，並由下列人士代表董事會簽署：

Ng Wing Woon, Dave
吳榮煥
Director
董事

Tang Tian-Shen
湯天申
Director
董事

Consolidated Statement of Changes in Equity

綜合權益變動表

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Retained profits 保留溢利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 July 2024	於二零二四年 七月一日	4,080	110,582	(1,267)	179,314	292,709
Loss and total comprehensive expense for the year	年內虧損及 全面開支總額	–	–	–	(476)	(476)
Dividends recognised as distribution (Note 11)	確認為分派之 股息(附註11)	–	(70,176)	–	–	(70,176)
At 30 June 2025 and 1 July 2025	於二零二五年 六月三十日及 二零二五年 七月一日	4,080	40,406	(1,267)	178,838	222,057
Loss and total comprehensive expense for the year	年內虧損及 全面開支總額	–	–	–	(30,558)	(30,558)
At 30 June 2026	於二零二六年 六月三十日	4,080	40,406	(1,267)	148,280	191,499

Consolidated Statement of Cash Flows

綜合現金流量表

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
OPERATING ACTIVITIES	經營活動		
Loss before taxation	除稅前虧損	(31,295)	(68)
Adjustments for:	就以下各項作出調整：		
Interest income	利息收入	(6)	(1,544)
Gain on early termination of a lease	提前終止租約之收益	(1,107)	–
Depreciation of property, plant and equipment	物業、廠房及設備折舊	1,331	1,339
Depreciation of right-of-use assets	使用權資產折舊	4,266	1,508
Impairment losses and write-offs, net	減值虧損及撇銷淨額	2,228	5,493
Finance costs	融資成本	774	114
Operating cash flow before movements in working capital	營運資金變動前的經營現金流量	(23,809)	6,842
Movements in working capital:	營運資金變動：		
(Increase) decrease in trade and other receivables, deposits and prepayments	貿易及其他應收款項、按金及預付款項(增加)減少	(4,302)	580
Decrease (increase) in contract assets	合約資產減少(增加)	5,309	(22,113)
Decrease in trade and other payables	貿易及其他應付款項減少	(3,402)	(134)
Increase in contract liabilities	合約負債增加	794	552
Net cash used in operations	經營所用現金淨額	(25,410)	(14,273)
Hong Kong Profits Tax paid	已付香港利得稅	(3,257)	(13,496)
NET CASH USED IN OPERATING ACTIVITIES	經營活動所用現金淨額	(28,667)	(27,769)
INVESTING ACTIVITIES	投資活動		
Interest received	已收利息	6	1,544
Withdrawal (placement) of pledged bank deposit	提取(存入)已抵押銀行存款	1,040	(6)
Advance to a related company	向關聯公司墊款	(7)	(31)
Purchase of property, plant and equipment	購買物業、廠房及設備	(11,221)	(536)
NET CASH (USED IN) FROM INVESTING ACTIVITIES	投資活動(所用)所得現金淨額	(10,182)	971

Consolidated Statement of Cash Flows

綜合現金流量表

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
FINANCING ACTIVITIES	融資活動		
Repayment of lease liabilities	償還租賃負債	(3,197)	(1,475)
Interest paid	已付利息	(461)	(114)
New loans from a director	來自董事之新貸款	20,000	–
New loans from the immediate holding company raised	來自直接控股公司之已籌新貸款	26,000	–
Dividends paid to shareholders	已付股東股息	–	(70,176)
NET CASH FROM (USED IN) FINANCING ACTIVITIES	融資活動所得(所用)現金淨額	42,342	(71,765)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加(減少)淨額	3,493	(98,563)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	年初現金及現金等價物	59,448	158,011
CASH AND CASH EQUIVALENTS AT END OF THE YEAR, represented by bank balances and cash	年末現金及現金等價物， 指銀行結餘及現金	62,941	59,448

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

1. GENERAL INFORMATION

Easy Smart Group Holdings Limited (the “**Company**”) is incorporated in the Cayman Islands and its shares are listed on Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 9 May 2023. The addresses of the registered office and the principal place of business of the Company are PO Box 500, Suite 210, 2nd Floor, Windward III, Regatta Office Park, Grand Cayman, KY1-1106, Cayman Islands and Unit G, 7th Floor, Kingsway Industrial Building, Phase II, Nos. 167-175 Wo Yi Hop Road, Kwai Chung, New Territories, Hong Kong, respectively.

The directors of the Company consider Ever Genius International Group Limited (“**Ever Genius**”), a company incorporated in the British Virgin Islands (the “**BVI**”), as the immediate holding company of the Company and its subsidiaries (the “**Group**”) and Mr. Chu Huafeng as the ultimate controlling shareholder of the Company.

The Company is an investment holding company and the principal activities of the operating subsidiaries, as set out in the note 30, are provision of passive fire protection works and provision of passive fire protection information services in Hong Kong.

The consolidated financial statements are expressed in Hong Kong dollar (“**HK\$**”), which is the functional currency of the Company.

1. 一般資料

怡俊集團控股有限公司(「**本公司**」)在開曼群島註冊成立，其股份於二零二三年五月九日於香港聯合交易所有限公司(「**聯交所**」)主板上市。本公司的註冊辦事處地址及主要營業地點分別為PO Box 500, Suite 210, 2nd Floor, Windward III, Regatta Office Park, Grand Cayman, KY1-1106, Cayman Islands及香港新界葵涌和宜合道167-175號金威工業大廈2期7樓G室。

本公司董事認為，天賦國際集團有限公司(「**天賦**」)(一間於英屬處女群島(「**英屬處女群島**」)註冊成立的公司)為本公司及其附屬公司(「**本集團**」)的直接控股公司，以及儲華鋒先生為本公司的最終控股股東。

本公司為一間投資控股公司，而附註30所載的營運附屬公司的主要業務為於香港提供被動消防工程及提供被動消防資訊服務。

綜合財務報表以港元(「**港元**」)列示，港元亦為本公司的功能貨幣。

Notes to the Consolidated Financial Statements 綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

2. APPLICATION OF AMENDMENTS TO A HKFRS ACCOUNTING STANDARD

In the current year, the Group has applied, for the first time, the following amendments to a HKFRS Accounting Standard issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) which are effective for the Group’s financial year beginning on 1 July 2025:

Amendments to HKAS 21 Lack of Exchangeability

The application of the amendments to HKAS 21 in the current year has had no material effect on the Group’s financial performance and positions for the current and prior periods and/or on the disclosures set out in these consolidated financial statements.

2. 應用香港財務報告準則會計準則之修訂本

於本年度，本集團已首次應用以下由香港會計師公會（「香港會計師公會」）頒佈且於本集團於二零二五年七月一日開始的財政年度生效的香港財務報告準則會計準則之修訂本：

香港會計準則第21號 缺乏可兌換性（修訂本）

於本年度應用香港會計準則第21號（修訂本）對本集團於本期間及過往期間的財務狀況及／或綜合財務報表所載披露並無重大影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

2. APPLICATION OF AMENDMENTS TO A HKFRS ACCOUNTING STANDARD (Continued)

New and amendments to HKFRS Accounting Standards issued but not yet effective

The Group has not early applied the following new and amendments to HKFRS Accounting Standards that have been issued but are not yet effective:

HKFRS 18	Presentation and Disclosure in Financial Statements ²
Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ¹
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity ¹
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ¹
Amendments to HKAS 21	Translation to a Hyperinflationary Presentation Currency ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³

¹ Effective for annual periods beginning on or after 1 January 2026

² Effective for annual periods beginning on or after 1 January 2027

³ Effective for annual periods beginning on or after a date to be determined.

The directors of the Company anticipate that, except as described below, the application of the new and amendments to HKFRS Accounting Standards will have no material impact on the results and the financial position of the Group.

2. 應用香港財務報告準則會計準則之修訂本(續)

已頒佈但尚未生效的新訂香港財務報告準則會計準則及其修訂本
本集團並無提早應用下列已頒佈但尚未生效的新訂香港財務報告準則會計準則及其修訂本：

香港財務報告準則第18號	財務報表的呈列及披露 ²
香港財務報告準則第9號及香港財務報告準則第7號(修訂本)	金融工具分類及計量(修訂本) ¹
香港財務報告準則第9號及香港財務報告準則第7號(修訂本)	涉及依賴自然能源生產電力的合約 ¹
香港財務報告準則會計準則(修訂本)	香港財務報告準則會計準則年度改進—第11冊 ¹
香港會計準則第21號(修訂本)	換算為惡性通貨膨脹呈列貨幣 ²
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司及合營企業之間的資產出售或注資 ³

¹ 於二零二六年一月一日或之後開始之年度期間生效

² 於二零二七年一月一日或之後開始之年度期間生效

³ 於有待確定日期或之後開始之年度期間生效

除下文所述者外，本公司董事預計應用新訂香港財務報告準則會計準則及其修訂本將不會對本集團業績及綜合財務報表產生重大影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

2. APPLICATION OF AMENDMENTS TO A HKFRS ACCOUNTING STANDARD (Continued)

New and amendments to HKFRS Accounting Standards issued but not yet effective (Continued)

HKFRS 18 – Presentation and Disclosure in Financial Statements

HKFRS 18 sets out requirements on presentation and disclosures in financial statements and will replace HKAS 1 Presentation of Financial Statements. HKFRS 18 introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. Minor amendments to HKAS 7 “Statement of Cash Flows” and HKAS 33 “Earnings per Share” are also made.

HKFRS 18, and the consequential amendments to other HKFRS Accounting Standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted.

The application of the HKFRS 18 is not expected to have material impact on the consolidated financial performance and positions of the Group in terms of recognition and measurement. However, it is expected to affect the structure and presentation of the consolidated statement of profit or loss and other comprehensive expense. Additional disclosures required for the Group’s management-defined performance measures will be disclosed in a separate note to the consolidated financial statements. The Group currently presents interest received in operating activities, they will be classified in the investing activities on the consolidated statement of cash flows.

2. 應用香港財務報告準則會計準則之修訂本(續)

已頒佈但尚未生效的新訂香港財務報告準則會計準則及其修訂本(續)

香港財務報告準則第18號「財務報表的呈列及披露」

香港財務報告準則第18號「財務報表的呈列及披露」列明財務報表的呈列及披露規定，並將取代香港會計準則第1號「財務報表的呈列」。香港財務報告準則第18號引入在損益表中呈列指定類別及界定小計；在財務報表附註中就管理層界定的表現指標提供披露，並改善財務報表所披露資料的總計及分類的新規定。香港會計準則第7號「現金流量表」及香港會計準則第33號「每股盈利」亦已予輕微修訂。

香港財務報告準則第18號及其他香港財務報告準則會計準則之後續修訂將於二零二七年一月一日或之後開始之年度期間生效，並可提早應用。

應用香港財務報告準則第18號預期不會對本集團確認及計量方面的綜合財務表現及狀況產生重大影響。然而，預期其將影響綜合損益及其他全面開支表的結構及呈列方式。本集團管理層界定的表現指標的額外披露將於綜合財務報表內的獨立附註中進行披露。本集團目前將已收利息以經營活動呈列，該項目將於綜合現金流量表中分類為投資活動。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared under the historical cost basis except for certain financial instruments that are measured at fair values at the end of the reporting period, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if the market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the consolidated financial statements is determined on such basis, except for share-based payment transactions that are within the scope of HKFRS 2 "Share-based Payment", leasing transactions that are within the scope of HKFRS 16 "Leases", and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 "Inventories" or value in use in HKAS 36 "Impairment of Assets".

3. 重大會計政策資料

綜合財務報表根據香港會計師公會頒佈的香港財務報告準則會計準則編製。就編製綜合財務報表而言，若合理預期有關資料會影響主要使用者作出決定，則該資料即屬重大。此外，綜合財務報表包括聯交所證券上市規則及香港公司條例規定的適用披露。

如下文會計政策所解釋，除報告期末按公平值計量的若干金融工具外，綜合財務報表乃按歷史成本法編製。

歷史成本一般根據交換貨品及服務所付出代價的公平值計算。

公平值為市場參與者於計量日期在有序交易中出售資產將收取或轉讓負債將支付的價格，而不論該價格是否直接觀察可得或使用其他估值技術估計。於估計資產或負債的公平值時，倘市場參與者於計量日期對資產或負債定價時考慮資產或負債的特點，則本集團將計及該等特點。於綜合財務報表作計量及／或披露用途的公平值乃按此基準釐定，惟屬於香港財務報告準則第2號「以股份支付款項」範圍內的以股份支付款項交易、屬於香港財務報告準則第16號「租賃」範圍內的租賃交易，以及與公平值相似但並非公平值的計量（如香港會計準則第2號「存貨」中的可實現價值淨額及香港會計準則第36號「資產減值」中的使用價值）除外。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 Fair value measurements are those derived from quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 Fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The material accounting policies are set out below.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

3. 重大會計政策資料(續)

此外，就財務報告而言，公平值計量根據公平值計量輸入數據可觀察程度及公平值計量輸入數據整體的重要性，分類為第一級、第二級或第三級，載述如下：

- 第一級公平值計量按活躍市場中相同資產或負債的已報（未調整）市價釐定。
- 第二級公平值計量為除第一級的報價外，按資產或負債直接（即價格）或間接（即自價格衍生）觀察所得的數據釐定。
- 第三級公平值計量為按並非根據可觀察市場數據（不可觀察輸入數據）的資產或負債的估值技術計算。

重大會計政策載列如下。

綜合基準

綜合財務報表將本公司以及本公司及其附屬公司控制的實體的綜合財務報表合併。取得控制權是指本公司：

- 有權控制投資對象；
- 因參與投資對象的活動而承擔可變回報的風險或有權享有可變回報；及
- 能夠運用其權力影響其回報。

倘有事實或情況顯示上述三項控制因素中一項或以上出現變動，本集團重新評估其是否控制投資對象。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Basis of consolidation (Continued)

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Where necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated in full on consolidation.

Revenue from contracts with customers

Revenue is recognised to depict the transfer of promised goods or services to customers at an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services. Specifically, the Group uses a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to customers.

3. 重大會計政策資料 (續)

綜合基準 (續)

附屬公司於本集團取得該附屬公司的控制權時綜合入賬，並於本集團喪失該附屬公司的控制權時終止綜合入賬。具體而言，自本集團取得控制權當日起直至本集團不再控制附屬公司當日止，於年內收購或出售的附屬公司收支均計入綜合損益及其他全面收益表。

如有必要，將對附屬公司的綜合財務報表作出調整，以使其會計政策與本集團所用的會計政策一致。

與本集團成員公司之間的交易有關的所有集團內公司間的資產及負債、股權、收入、開支及現金流量於綜合入賬時全數對銷。

客戶合約收益

確認收益乃用以描述將承諾商品或服務按實體預期其有權交換該等貨品或服務的代價的金額轉移予客戶的過程。具體而言，本集團採用五步方式確認收益：

- 第一步：識別與客戶的合約
- 第二步：識別合約的履約責任
- 第三步：釐定交易價格
- 第四步：分配交易價格至合約中的履約責任
- 第五步：本集團履行履約責任時確認收益

本集團於履行履約責任時（即與特定履約責任相關的貨品或服務的「控制權」轉移予客戶時）確認收益。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Revenue from contracts with customers (Continued)

A performance obligation represents a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct goods or service.

A contract asset represents the Group's right to consideration in exchange for goods or services that the Group has transferred to a customer that is not yet unconditional. It is assessed for impairment in accordance with HKFRS 9 "Financial Instruments" ("HKFRS 9"). In contrast, a receivable represents the Group's unconditional right to consideration, i.e. only the passage of time is required before payment of that consideration is due.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration from the customer.

For a single contract with the customer, either a net contract asset or a net contract liability is presented. For multiple contracts, contract assets and contract liabilities of unrelated contracts are not presented on a net basis.

3. 重大會計政策資料(續)

客戶合約收益(續)

履約責任指明確的一件貨品或一項服務(或一批貨品或服務)或一系列大致相同的明確貨品或服務。

倘符合以下準則之一，則控制權隨時間轉移，且收益經參考完全履行相關履約責任的進度隨時間確認：

- 隨著本集團履約，客戶同時取得並耗費本集團履約所提供的利益；
- 隨著資產被創造或提升，本集團的履約創造或提升一項由客戶控制的資產；或
- 本集團履約並不創造對本集團有替代用途的資產，而本集團對於迄今已完成履約的付款具有可強制執行權利。

否則，收益會於客戶取得明確貨品或服務控制權的某一時間點確認。

合約資產指本集團就換取本集團已向客戶轉讓的貨品或服務收取代價的權利(尚未成為無條件)，乃根據香港財務報告準則第9號「財務工具」(「香港財務報告準則第9號」)評估減值。相反，應收款項指本集團收取代價的無條件權利，即代價只需待時間推移即到期支付。

合約負債指本集團就已向客戶收取的代價而向客戶轉讓貨品或服務的責任。

就與客戶的單一合約而言，只會呈列合約資產淨值或合約負債淨額其中一項。就多份合約而言，不相關合約的合約資產及合約負債將不會按淨值基準呈列。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Revenue from contracts with customers (Continued)

Over time revenue recognition: measurement of progress towards complete satisfaction of a performance obligation

Input method

For provision of passive fire protection works, the progress towards complete satisfaction of a performance obligation is measured based on input method, which is to recognise revenue on the basis of the Group's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation, that best depict the Group's performance in transferring control of goods or services.

Output method

For passive fire protection information services, the progress towards complete satisfaction of a performance obligation is measured based on output method, which is to recognise revenue on the basis of direct measurements of the value of the goods or services transferred to the customer to date relative to the remaining goods or services promised under the contract, that best depict the Group's performance in transferring control of goods or services.

As a practical expedient, if the Group has a right to consideration in an amount that corresponds directly with the value of the Group's performance completed to date (service contracts in which the Group bills a fixed amount for each month of passive fire protection information services provided), the Group recognises revenue in the amount to which the Group has the right to invoice.

Variable consideration

For contracts that contain variable consideration such as variation order in provision of passive fire protection works, the Group estimates the amount of consideration to which it will be entitled using the most likely amount, which better predicts the amount of consideration to which the Group will be entitled.

3. 重大會計政策資料 (續)

客戶合約收益 (續)

隨時間確認收益：計量完全履行履約責任的進度

投入法

就提供被動消防工程而言，完全履行履約責任的進度按投入法計量，即根據本集團為履行履約責任作出的努力或投入相對於履行該履約責任的預期投入總額確認收益，為對本集團轉移貨品或服務控制權的履約情況的最恰當描述。

產出法

就被動消防資訊服務而言，完全履行履約責任的進度是根據產出法計量，即按直接衡量根據合約迄今為止轉移予客戶的貨品或服務價值相對於承諾的剩餘貨品或服務確認收益，為對本集團轉移貨品或服務控制權的履約情況的最恰當描述。

作為實際權宜方法，倘本集團擁有可收取代價的權利，而代價金額與本集團迄今為止完成的履約價值（本集團就每月提供的被動消防資訊服務收取固定金額的服務合約）直接相關，本集團按有權開具發票的金額確認收益。

可變代價

就包含可變代價的合約（例如提供被動消防工程的修訂令）而言，本集團使用最可能金額估計本集團有權收取的代價金額，此方法可較恰當地預測本集團有權收取的代價金額。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Revenue from contracts with customers (Continued)

Over time revenue recognition: measurement of progress towards complete satisfaction of a performance obligation (Continued)

Variable consideration (Continued)

The estimated amount of variable consideration is included in the transaction price only to the extent that it is highly probable that such an inclusion will not result in a significant revenue reversal in the future when the uncertainty associated with the variable consideration is subsequently resolved.

At the end of the reporting period, the Group updates the estimated transaction price (including updating its assessment of whether an estimate of variable consideration is constrained) to represent faithfully the circumstances present at the end of the reporting period and the changes in circumstances during the year.

Leases

Definition of 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.

For contracts entered into or modified, the Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception, or modification date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

As a lessee

Short-term leases

The Group applies the short-term lease recognition exemption to leases of machines that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

3. 重大會計政策資料 (續)

客戶合約收益 (續)

隨時間確認收益：計量完全履行履約責任的進度 (續)

可變代價 (續)

可變代價的估計金額僅在以下情況方會計入交易價格：於計入交易價格時很大可能不會導致可變代價相關的不確定因素其後獲得解決時出現日後收益大幅撥回。

於報告期末，本集團更新估計交易價格（包括更新評估有關可變代價的估計是否受到限制），以忠實反映於報告期末存在的情況及於年內該等情況的變動。

租賃

租賃的定義

倘合約為換取代價而給予於一段時間內控制已識別資產使用的權利，則該合約屬租賃或包含租賃。

就訂立或修訂的合約而言，本集團於開始日期或修訂日期（如適用）根據香港財務報告準則第16號的定義評估合約是否屬租賃或包含租賃。除非合約條款及條件其後有所變更，否則，本集團不會重新評估有關合約。

作為承租人

短期租賃

本集團對其自開始日期起計租期為12個月或以下且並不包含購買權之機器租賃應用確認短期租賃豁免。短期租賃之租賃付款於租賃期內按直線法確認為開支。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leases (Continued)

As a lessee (Continued)

Right-of-use assets

The cost of right-of-use assets includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

Refundable rental deposits

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

3. 重大會計政策資料 (續)

租賃 (續)

作為承租人 (續)

使用權資產

使用權資產成本包括：

- 租賃負債的初始計量金額；
- 於開始日期或之前所作的任何租賃付款，減去任何已收租賃優惠；
- 本集團招致的任何初始直接成本；及
- 本集團拆卸及移除相關資產、恢復租賃資產所在場地或將相關資產恢復至租賃條款及條件規定的狀態而招致的估計成本。

使用權資產按成本減任何累計折舊及減值虧損計量，並就任何租賃負債重新計量作出調整。

使用權資產於估計使用年期及租賃期（以較短者為準）按直線法折舊。

本集團將使用權資產於綜合財務狀況表以單獨項目列示。

可退回租賃按金

已付可退回租賃按金根據香港財務報告準則第9號入賬，初始按公平值計量。於初始確認時對公平值的調整被視為額外租賃付款並計入使用權資產成本。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Leases (Continued)

As a lessee (Continued)

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.

The Group presents lease liabilities as a separate line item on the consolidated statement of financial position.

Borrowing costs

All borrowing costs not directly attributable to the acquisition, construction or production of qualifying assets are recognised in profit or loss in the period in which they are incurred.

3. 重大會計政策資料 (續)

租賃 (續)

作為承租人 (續)

租賃負債

於租賃開始日期，本集團按當日未付的租賃付款現值確認及計量租賃負債。計算租賃付款的現值時，倘無法即時釐定租賃的隱含利率，本集團使用租賃開始日期的增量借貸利率。

租賃付款包括固定付款（包括實質固定付款）減任何應收租賃優惠。

於開始日期後，租賃負債按利息增值及租賃付款進行調整。

倘租賃期變動或行使購買選擇權的評估發生變動，本集團重新計量租賃負債（並就相關使用權資產作出相應調整），在此情況下，藉於重新評估日期使用經修訂折現率折現經修訂租賃付款，對相關租賃負債重新計量。

本集團將租賃負債於綜合財務狀況表以單獨項目列示。

借貸成本

不直接歸屬於收購、興建或生產合資格資產的所有借貸成本於產生期間在損益確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Retirement benefit costs

Payments made to MPF are recognised as expense when employees have rendered service entitling them to the contributions.

Short-term and other long-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense unless another HKFRS requires or permits the inclusion of the benefits in the cost of an asset.

A liability is recognised for benefits accruing to employees (such as wages and salaries) after deduction of any amount already paid.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

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

3. 重大會計政策資料(續)

退休福利成本

向強積金作出的付款，於僱員提供服務令其有權享有供款時確認為開支。

短期及其他長期僱員福利

短期僱員福利於僱員提供服務時以預期支付的福利未折現金額確認。所有短期僱員福利確認為開支，惟另一項香港財務報告準則要求或准許將福利計入資產成本則除外。

僱員應計福利(例如工資及薪金)扣除任何已支付金額後確認為負債。

就其他長期僱員福利確認的負債乃按本集團預期就僱員直至報告日期為止提供的服務須作出的估計未來現金流出的現值計量。

稅項

所得稅開支指即期應繳稅項及遞延稅項兩者的總和。

即期應繳稅項乃根據年內應課稅溢利計算。由於其他年度應課稅或可扣稅的收支項目及毋須課稅或不可扣稅的項目，故應課稅溢利有別於「除稅前溢利」。本集團的即期稅項負債採用報告期末已頒佈或實質上已頒佈的稅率計算。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Taxation (Continued)

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

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

3. 重大會計政策資料 (續)

稅項 (續)

遞延稅項就綜合財務報表中資產及負債的賬面值與計算應課稅溢利所採用的相應稅基的暫時差額確認。遞延稅項負債一般就所有應課稅暫時差額確認。遞延稅項資產一般就所有可扣稅暫時差額確認，惟以可能會獲得可用作抵銷該等可扣稅暫時差額的應課稅溢利為限。倘暫時差額源自初始確認不影響應課稅溢利或會計溢利的交易中的資產及負債（業務合併除外）且於該交易不會產生相等的應課稅及可扣稅暫時差額時，則該等遞延稅項資產及負債不予確認。

遞延稅項資產的賬面值於報告期末審閱及調減，以不再可能有足夠應課稅溢利以收回全部或部分資產為限。

遞延稅項資產及負債乃根據報告期末已頒佈或實質上已頒佈的稅率（及稅法）按清償負債或變現資產期間預期適用的稅率計量。

遞延稅項負債及資產的計量反映按照本集團預期的方式於報告期末收回或結清其資產及負債賬面值的稅務後果。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Taxation (Continued)

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

For lease transactions in which the tax deductions are attributable to the lease liabilities, the Group separately recognises a deferred tax asset in respect of the deductible temporary differences arising from the lease liabilities and a deferred tax liability in respect of the taxable temporary differences arising from the related right-of-use assets. The deferred tax asset is recognised only to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised. Deferred tax assets and liabilities are offset where the relevant criteria under HKAS 12 are met.

Current and deferred tax are recognised in profit or loss.

Property, plant and equipment

Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Depreciation is recognised so as to write off the cost of items of property, plant and equipment less their residual values over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of the reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3. 重大會計政策資料(續)

稅項(續)

當存在可強制執行的法定權利允許以即期稅項資產抵銷即期稅項負債，而兩者又與同一稅務機構徵收的所得稅有關，且本集團有意按淨值基準結算即期稅項負債及資產時，則遞延稅項資產及負債予以抵銷。

就稅項扣減因租賃負債而產生的租賃交易而言，本集團獨立就租賃負債產生的可扣稅暫時差額確認遞延稅項資產，以及就相關使用權資產產生的應課稅暫時差額確認遞延稅項負債。遞延稅項資產僅在可能有可用的應課稅溢利可用作抵銷可扣稅暫時差額時予以確認。當符合香港會計準則第12號的有關標準時，遞延稅項資產及遞延稅項負債將予以抵銷。

即期及遞延稅項於損益中確認。

物業、廠房及設備

物業、廠房及設備按成本減其後累計折舊及其後累計減值虧損(如有)於綜合財務狀況表內列賬。

物業、廠房及設備項目於其估計可使用年期以直線法減去其剩餘價值以撇銷成本而確認折舊。估計可使用年期、剩餘價值及折舊方法會於報告期末審閱，並按未來基準對任何估計變動的影響入賬。

物業、廠房及設備項目於出售或預期繼續使用該資產不會產生未來經濟利益時終止確認。處置或報廢一項物業、廠房及設備所產生的收益或虧損，應按銷售所得款項與該資產賬面值之間的差額釐定，並於損益中確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Impairment on property, plant and equipment and right-of-use assets

At the end of the reporting period, the Group reviews the carrying amounts of its property, plant and equipment and right-of-use assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss, if any.

The recoverable amount of property, plant and equipment and right-of-use assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value 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 the time value of money and the risks specific to the asset (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

3. 重大會計政策資料(續)

物業、廠房及設備以及使用權資產減值

於報告期末，本集團審閱其物業、廠房及設備以及使用權資產的賬面值，以釐定該等資產有否出現任何減值虧損跡象。如存在任何該等跡象，則估計有關資產的可收回金額，以釐定減值虧損(如有)的程度。

物業、廠房及設備以及使用權資產的可收回金額乃個別估計。倘不可能個別估計可收回金額，本集團會估計該資產所屬現金產生單位的可收回金額。

對現金產生單位進行減值測試時，倘可建立一個合理一致的分配基準，公司資產會被分配至相關現金產生單位，否則將會被分配至可建立一個有合理一致分配基準的最小組別現金產生單位。可收回金額乃根據公司資產所屬的現金產生單位或現金產生單位組別而釐定，並與相關現金產生單位或現金產生單位組別的賬面值作比較。

可收回金額指公平值減出售成本與使用價值兩者中的較高者。評估使用價值時，估計未來現金流量使用稅前折現率折現至其現值，該稅前折現率反映當前市場對金錢時間值的評估及估計未來現金流量未經調整的資產(或現金產生單位)的特有風險。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

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

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit or a group of cash-generating units) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or a cash-generating unit or a group of cash-generating units) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3. 重大會計政策資料 (續)

物業、廠房及設備以及使用權資產減值 (續)

倘估計資產 (或現金產生單位) 的可收回金額將少於其賬面值，則資產 (或現金產生單位) 的賬面值將調減至其可收回金額。就未能按合理一致基準分配至現金產生單位的公司資產或部分公司資產而言，本集團會將一組現金產生單位的賬面值 (包括分配至該組現金產生單位的公司資產或部分公司資產的賬面值) 與該組現金產生單位的可收回金額作比較。於分配減值虧損時，首先分配減值虧損以減少任何商譽的賬面值 (如適用)，然後按比例根據該單位或該組現金產生單位各資產的賬面值分配至其他資產。資產賬面值不得減少至低於其公平值減出售成本 (如可計量)、其使用價值 (如可釐定) 及零之中的最高值。已另行分配至資產的減值虧損數額按比例分配至該單位或該組現金產生單位的其他資產。減值虧損會即時於損益確認。

倘減值虧損於其後撥回，則該資產 (或現金產生單位或一組現金產生單位) 的賬面值將上調至經修訂的估計可收回金額，惟增加的賬面值不得超過倘有關資產 (或現金產生單位或一組現金產生單位) 於過往年度並無確認減值虧損而本應釐定的賬面值。減值虧損撥回即時於損益確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position include:

- (a) cash, which comprises of cash on hand and demand deposits; and
- (b) cash equivalents, which comprises of short-term deposit (generally with original maturity of three months or less).

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

Financial instruments

Financial assets and financial liabilities are recognised when a group entity 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 that require delivery of assets within the time frame established by regulation or convention in the market place.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with HKFRS 15 "Revenue from Contracts with Customers". Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at fair value through profit or loss ("FVTPL")) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

3. 重大會計政策資料 (續)

現金及現金等價物

現金及現金等價物於綜合財務狀況表呈列，包括：

- (a) 現金，包括手頭現金及活期存款；及
- (b) 現金等價物，包括短期存款（原到期日通常為三個月或以下）。

撥備

倘本集團因過往事件而承擔現有責任（法定或推定），而本集團很可能將須履行該責任且對責任金額可作可靠估計時，則確認撥備。

確認為撥備的金額為於報告期末對履行現有責任所需代價的最佳估計，當中已考慮有關責任的風險及不確定因素。當撥備按估計用以履行現有責任所需現金流量計量時，則其賬面值為該等現金流量的現值（倘金錢時間值的影響為重大）。

金融工具

金融資產及金融負債乃於集團實體成為有關工具的合約條文訂約方時確認。所有常規金融資產買賣基於交易日確認及終止確認。常規買賣指須在市場規則或慣例訂定的時限內交付資產的金融資產買賣。

金融資產及金融負債按公平值初步計量，惟自客戶合約產生的貿易應收款項則按香港財務報告準則第15號「客戶合約收入」初步計量。收購或發行金融資產及金融負債（按公平值計入損益（「按公平值計入損益」）的金融資產或金融負債除外）直接應佔的交易成本於初始確認時計入或扣除自金融資產或金融負債（如適用）的公平值。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

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

All other financial assets are subsequently measured at fair value.

(i) Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial assets, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial assets from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

3. 重大會計政策資料 (續)

金融工具 (續)

實際利率法乃用以計算金融資產或金融負債的攤銷成本以及在相關期間內分配利息收入及利息開支的方法。實際利率為按金融資產或金融負債的預計年期或(如適用)較短期間將估計未來現金收入及付款(包括組成實際利率不可或缺部分的一切已付或已收費用及點數、交易成本及其他溢價或折讓)準確折現至初始確認時的賬面淨值的利率。

金融資產

金融資產的分類及其後計量

符合下列條件的金融資產其後按攤銷成本計量：

- 金融資產於目的為收取合約現金流量的業務模式內持有；及
- 合約條款於特定日期產生的現金流量僅為支付本金及未償還本金金額的利息。

所有其他金融資產其後按公平值計量。

(i) 攤銷成本及利息收入

其後按攤銷成本計量的金融資產的利息收入採用實際利率法確認。利息收入按於金融資產的賬面總值應用實際利率計算(惟其後出現信貸減值的金融資產除外)。就其後出現信貸減值的金融資產而言，利息收入自下一個報告期間起按於金融資產的攤銷成本應用實際利率確認。倘信貸減值金融工具的信貸風險有所改善，導致金融資產不再出現信貸減值，則於確定資產不再出現信貸減值後，利息收入自報告期初起按於金融資產的賬面總值應用實際利率確認。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Classification and subsequent measurement of financial assets (Continued)

(ii) Financial asset at FVTPL

Financial asset that does not meet the criteria for being measured at amortised cost or fair value through other comprehensive income (“**FVTOCI**”) or designated as FVTOCI is measured at FVTPL.

Financial asset at FVTPL is measured at fair value at the end of the reporting period, with any fair value gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss includes any interest earned on the financial asset.

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9

The Group performs impairment assessment under expected credit loss (“**ECL**”) model on financial assets (including trade receivables, other receivables and deposits, amount due from a related company, pledged bank deposit and bank balances) and contract assets which are subject to impairment assessment under HKFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL (“**12m ECL**”) represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessment are done based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

金融資產的分類及其後計量 (續)

(ii) 按公平值計入損益的金融資產

不符合條件按攤銷成本或按公平值計入其他全面收益計量或指定為按公平值計入其他全面收益(「**按公平值計入其他全面收益**」)的金融資產均按公平值計入損益計量。

按公平值計入損益的金融資產按報告期末的公平值計量，其任何公平值收益或虧損於損益中確認。於損益確認的收益或虧損淨額包括以金融資產所賺取的任何利息。

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值

本集團根據預期信貸虧損(「**預期信貸虧損**」)模型就根據香港財務報告準則第9號須作減值評估的金融資產(包括貿易應收款項、其他應收款項及按金、應收關聯公司款項、已抵押銀行存款以及銀行結餘)及合約資產進行減值評估。預期信貸虧損的金額於各報告日期更新，以反映信貸風險自初始確認以來的變動。

全期預期信貸虧損指於相關工具預計年期內所有可能發生的違約事件所導致的預期信貸虧損。相反，12個月預期信貸虧損(「**12個月預期信貸虧損**」)乃指預期於報告日期後12個月內可能發生的違約事件所導致的部分全期預期信貸虧損。評估根據本集團過往信貸虧損經驗進行，並就應收賬款特有的因素、整體經濟狀況以及對於報告日期的當前狀況及未來狀況預測的評估而作出調整。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

The Group always assesses lifetime ECL for trade receivables and contract assets. Except for those balance due from multinational companies/listed companies and credit-impaired debtors that are assessed individually, the lifetime ECL on remaining debtors are assessed on a collective basis through grouping of debtors based on group's internal credit ratings. The contract assets relate to unbilled work in progress and retention receivables withheld by customers have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for the trade receivables and the contract assets are estimated on the same basis.

For all other financial instruments, the Group measures the loss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

本集團一直就貿易應收款項及合約資產評估全期預期信貸虧損。除該等作單獨評估的應收跨國公司／上市公司結餘及信貸減值應收賬款外，餘下應收賬款的全期預期信貸虧損根據集團的內部信貸評級將應收賬款分組按集體基準評估。與未開發票進行中工程有關的合約資產及客戶預扣的應收保證金與相同類型合約的貿易應收款項具有大致相同的風險特徵。因此，本集團得出結論，貿易應收款項及合約資產的預期虧損率按相同基準估計。

就所有其他金融工具而言，本集團按12個月預期信貸虧損等額計量虧損撥備，除非信貸風險自初始確認以來大幅上升，則本集團會確認全期預期信貸虧損。應否確認全期預期信貸虧損的評估乃根據自初始確認以來發生違約的可能性或風險是否大幅上升而作出。

(i) 信貸風險大幅上升

於評估信貸風險自初始確認以來是否大幅上升時，本集團比較金融工具於報告日期發生違約的風險與金融工具於初始確認日期發生違約的風險。於作出此評估時，本集團考慮合理及有據可依的定量及定性資料，包括過往經驗及無需付出不必要成本或精力即可獲得的前瞻性資料。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

(i) Significant increase in credit risk (Continued)

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

- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor; and
- an actual or expected significant adverse change in the regulatory, economic or technological environment or the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

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

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

(i) 信貸風險大幅上升 (續)

具體而言，於評估信貸風險是否大幅上升時，會考慮下列資料：

- 信貸風險的外部市場指標的顯著轉差，如債務人的信貸息差、信貸違約掉期價格大幅上升；
- 金融工具外部 (如有) 或內部信貸評級的實際或預期顯著轉差；
- 預期將導致債務人履行其債務責任的能力大幅下降的業務、財務或經濟狀況的現有或預測不利變動；
- 債務人經營業績實際或預期顯著轉差；及
- 導致債務人履行其債務責任的能力大幅下降的債務人監管、經濟或技術環境的實際或預期重大不利變動。

不論上述評估的結果，本集團假定，倘合約付款逾期30日以上，則信貸風險自初始確認以來大幅上升，惟本集團有合理及有據可依的資料證明屬其他情況則除外。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

(i) Significant increase in credit risk (Continued)

Despite the foregoing, the Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A debt instrument is determined to have low credit risk if i) the debt instrument has a low risk of default, ii) the debtor has a strong capacity to meet its contractual cash flow obligations in the near term, and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a debt instrument to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external credit rating is not available, the asset has an internal credit rating of "A". The internal credit rating of "A" means that the counterparty has a strong financial position and there is no past due amounts.

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

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

(i) 信貸風險大幅上升 (續)

儘管如此，若債務工具於報告日期被釐定為具有低信貸風險，則本集團假設債務工具的信貸風險自初始確認後並無大幅增加。若i)債務工具的違約風險較低；ii)債務人有強大能力在短期內履行其合約現金流量責任；及iii)長期經濟及業務狀況的不利變動可能(但不一定)減低借款人履行其合約現金流量責任的能力，則該債務工具被釐定為具有低信貸風險。當資產的外部信貸評級根據全球認可定義達到「投資級」，或如無法獲得外部信貸評級，該資產的內部信貸評級為「A」時，則本集團認為該債務工具的信貸風險較低。內部信貸評級為「A」表示交易對手方財務狀況良好，且無逾期款項。

本集團定期監察用作識別信貸風險是否大幅上升的準則的有效性，並適時對其作出修訂，以確保有關準則能於款項逾期前識別信貸風險大幅上升。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

(ii) Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

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

The Group has rebutted the presumption of default under ECL model for trade receivables over 90 days past due based on good repayment records for those customers and long-term/continuous business with the Group.

(iii) Credit-impaired financial assets

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

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event;
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider; or
- (d) it is becoming probable that the borrower will enter into bankruptcy or other financial reorganisation.

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

(ii) 違約的定義

就內部信貸風險管理而言，本集團認為，倘內部得出或自外部來源獲得的資料顯示債務人不太可能向其債權人（包括本集團）悉數付款（不計及本集團持有的任何抵押品），則發生違約事件。

不論上述情況，本集團認為，倘金融資產逾期90日以上，則已發生違約，除非本集團有合理及有據可依的資料證明較滯後的違約準則更合適則另作別論。

本集團已根據有關客戶良好還款記錄及與本集團的長期／持續業務來往而推翻根據預期信貸虧損模式貿易應收款項逾期90天屬違約的假設。

(iii) 信貸減值金融資產

當發生一項或多項對金融資產的估計未來現金流量產生不利影響的事件時，金融資產出現信貸減值。金融資產出現信貸減值的證據包括有關下列事件的可觀察數據：

- (a) 發行人或借款人遇到重大財政困難；
- (b) 違反合約，如拖欠或逾期還款事件；
- (c) 借款人的放款人因與借款人遇到財政困難有關的經濟或合約理由而給予借款人於一般情況下放款人不會考慮的優惠條件；或
- (d) 借款人很可能面臨破產或進行其他財務重組。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivable, when the amounts are over three years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedure, taking into account legal advice where appropriate. A written off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at defaults. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date. The assessment of the probability of default and loss given default is based on historical data forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights.

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

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

(iv) 撇銷政策

當有資料顯示交易對手遇到嚴重財政困難，且實際上不可能收回款項時（如交易對手處於清盤階段或已進入破產程序時）或倘為貿易應收款項，該等金額已逾期三年以上時（以較早發生者為準），本集團會撇銷金融資產。經考慮法律意見（如適用）後，已撇銷金融資產仍可根據本集團的收回程序實施強制執行。撇銷構成終止確認事件。任何其後收回款項於損益內確認。

(v) 預期信貸虧損的計量及確認

預期信貸虧損的計量乃達約概率、達約損失率（即發生達約所造成的損失程度）及達約風險承擔的函數。至於達約風險承擔，就金融資產而言，則指該資產於報告日期的總賬面值。達約概率及達約損失率的評估乃根據歷史數據及前瞻性資料進行。預期信貸虧損的估計反映以發生相關達約風險的金額作為權值所釐定的公正及概率加權金額。

一般而言，預期信貸虧損為根據合約應付本集團的所有合約現金流量與本集團預期收取的現金流量的差額，並按於初始確認時釐定的實際利率折現。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

(v) Measurement and recognition of ECL (Continued)

Lifetime ECL for trade receivables and contract assets are considered on a collective basis taking into consideration past due information and relevant credit information such as forward-looking macroeconomic information.

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by the management of the Group to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income 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 amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount with the exception of trade receivables and contract assets where the correspondence adjustment is recognised through a loss allowance account.

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

(v) 預期信貸虧損的計量及確認 (續)

貿易應收款項及合約資產的全期預期信貸虧損乃經計及逾期資料及前瞻性宏觀經濟資料等相關信貸資料，按集體基準得出。

就集體評估而言，本集團在分組時計及以下特徵：

- 逾期狀況；
- 債務人的性質、規模及行業；及
- 可獲得的外部信貸評級。

本集團管理層定期檢討分組情況，以確保各組別成份繼續具有類似的信貸風險特徵。

利息收入按金融資產的賬面總值計算，除非金融資產出現信貸減值，則利息收入按金融資產的攤銷成本計算。

本集團透過調整所有金融工具的賬面值於損益內確認該等工具的減值收益或虧損，惟透過虧損撥備賬確認相應調整的貿易應收款項及合約資產除外。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

3. MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Impairment of financial assets and contract assets subject to impairment assessment under HKFRS 9 (Continued)

- (v) Measurement and recognition of ECL (Continued)

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

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

Financial liabilities at amortised cost

Financial liabilities (including trade payables and other payables) are subsequently measured at amortised cost, using the effective interest method.

Derecognition 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.

3. 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

根據香港財務報告準則第9號須作減值評估的金融資產及合約資產的減值 (續)

- (v) 預期信貸虧損的計量及確認 (續)

終止確認金融資產

僅於資產現金流量的合約權利屆滿時，本集團方會終止確認金融資產。

於終止確認按攤銷成本計量的金融資產時，該資產賬面值與已收及應收代價總額的差額於損益確認。

金融負債及股本工具

分類為債務或權益

債務及股本工具乃根據所訂立合約安排的內容以及金融負債及股本工具的定義分類為金融負債或權益。

股本工具

股本工具乃證明集團實體於扣減其所有負債後在資產中擁有剩餘權益的任何合約。由集團實體發行的股本工具按已收所得款項 (扣除直接發行成本) 確認。

按攤銷成本計量的金融負債

金融負債 (包括貿易應付款項及其他應付款項) 其後採用實際利率法按攤銷成本計量。

終止確認金融負債

本集團於且僅於其責任獲解除、撤銷或屆滿時方會終止確認金融負債。終止確認的金融負債的賬面值與已付及應付代價的差額於損益確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES

In the application of the Group's accounting policies, which are described in note 3, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities, the amounts of revenue and expenses reported and disclosures made in the consolidated financial statements. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical judgements in applying accounting policies

The followings are the critical judgements, apart from those involving estimations (see below), that the directors of the Company have made in the process of applying the Group's accounting policies and that have most significant effect on the amounts recognised and disclosures made in the consolidated financial statements.

Judgments in determining the timing of satisfaction of performance obligations

The recognition of each of the Group's revenue stream requires judgment by the directors of the Company in determining the timing of satisfaction of performance obligations.

In making their judgment, the directors of the Company considered the detailed criteria for recognition of revenue set out in HKFRS 15 and in particular, whether the Group has satisfied all performance obligations over time or at a point in time with reference to the details terms of transactions as stipulated in the contracts entered into with its customers.

4. 關鍵會計判斷及估計不確定因素的主要來源

於應用附註3所述的本集團會計政策時，管理層須對資產及負債的賬面值、綜合財務報表所呈報的收益及開支金額以及所作披露作出多項判斷、估計及假設。該等估計及相關假設乃基於過往經驗及被認為相關的其他因素。實際結果與該等估計可能存在差異。

估計及相關假設按持續基準審閱。倘對會計估計的修訂僅對該期間有影響，有關修訂乃於修訂有關估計的期間確認，或倘有關修訂對本期間及未來期間均有影響，則於修訂期間及未來期間確認。

應用會計政策時的關鍵判斷

除涉及估計者外（見下文），以下為本公司董事在應用本集團會計政策的過程中行使的關鍵判斷，而該等判斷對綜合財務報表確認金額及披露資料具有最重大影響。

釐定履行履約責任的時間的判斷

確認本集團各收入來源需要本公司董事在釐定履行履約責任的時間時作出判斷。

行使判斷時，本公司董事已考慮香港財務報告第15號載列有關確認收益的詳細標準，尤其是經參考與客戶訂立的合約中規定的詳細交易條款，本集團是否已在一段時間內或在某一時間履行所有履約責任。

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綜合財務報表附註

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4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES (Continued)

Critical judgements in applying accounting policies (Continued)

Judgments in determining the timing of satisfaction of performance obligations (Continued)

For the Group's provision of passive fire protection works business, the directors of the Company has assessed that the Group's performance creates and enhances an asset that the customer controls as the Group performs. Therefore, the directors of the Company have satisfied that the performance obligation is satisfied over time and recognised the revenue over the period.

Key sources of estimation uncertainties

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

Revenue recognition from provision of passive fire protection works

The Group recognises revenue from provision of passive fire protection works using input method. The Group reviews and revises the estimates of contract revenue and budgeted contract costs prepared for each passive fire protection works contracts as the contract progresses. Budgeted contract costs are prepared by the management of the Group on the basis of quotations from time to time provided by the major subcontractors, suppliers or vendors involved and the experience of the management. In order to keep the budget accurate and up-to-date, the management of the Group conducts periodic reviews of the budgets of contracts by comparing the budgeted amounts to the actual amounts incurred. Changes in significant estimate may have impact on the profit or loss recognised in each period.

4. 關鍵會計判斷及估計不確定因素的主要來源 (續)

應用會計政策時的關鍵判斷 (續)

釐定履行履約責任的時間的判斷 (續)

就本集團提供被動消防工程業務而言，本公司董事已評估本集團履約時會創造及提升客戶於本集團履約時所控制的資產。因此，本公司董事信納履約責任乃在一段時間內履行，並在該段時間內確認收入。

估計不確定因素的主要來源

以下為關於未來的主要假設以及於報告期末的估計不確定因素的其他主要來源，該等假設及來源極有可能於下一財政年度內導致資產的賬面值作出重大調整。

確認提供被動消防工程的收益

本集團採用投入法確認提供被動消防工程的收益。本集團隨合約進度審閱及修訂就各項被動消防工程合約編製的估計合約收益及預算合約成本。預算合約成本由本集團管理層基於涉及的主要分包商、供應商或賣方不時提供的報價以及管理層的經驗編製。為保持預算準確及更新，本集團管理層透過比較預算金額與產生的實際金額，定期審閱合約的預算。重大估計的變動可能對各期間確認的損益產生影響。

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For the year ended 30 June 2026 截至二零二六年六月三十日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES (Continued)

Key sources of estimation uncertainties (Continued)

Revenue recognition from provision of passive fire protection works (Continued)

Recognised amounts of revenue from provision of passive fire protection works and related contract assets reflect the management's best estimate of each contract's outcome and stage of completion, which are determined on the basis of a number of estimates. This includes the assessment of the profitability of on-going passive fire protection works contracts.

The contract revenue generated from provision of passive fire protection works amounting to HK\$209,122,000 (2025: HK\$314,399,000) was recognised in the profit or loss during the year.

Onerous contracts

The Group determines whether contracts with customers are onerous contracts based on the latest available budgets of those contracts with reference to the overall contracts consideration of each contract which requires management's best estimates and judgements. Revenue from provision of passive fire protection works is estimated in accordance with the terms set out in the relevant contracts. Because of the nature of the industry, the management regularly reviews the progress of the contracts and the estimated revenue and budgeted costs. Any change in the estimates of revenue or budgeted cost will affect the amount of foreseeable losses arising from onerous contracts recognised in the profit or loss in the year of the change. No provision was made for the year ended 30 June 2026 (2025: nil).

4. 關鍵會計判斷及估計不確定因素的主要來源(續)

估計不確定因素的主要來源(續)

確認提供被動消防工程的收益(續)

提供被動消防工程收益及相關合約資產的確認金額反映管理層對各項合約的結果及完成階段的最佳估計，其基於多項估計釐定，當中包括評估進行中被動消防工程合約的盈利能力。

於本年度，於損益確認的提供被動消防工程所產生的合約收益為209,122,000港元(二零二五年：314,399,000港元)。

虧損性合約

本集團根據與客戶訂立的合約的最新預算，經參考每份合約的整體合約代價後，釐定與客戶訂立的合約是否屬虧損性合約，其中需管理層行使其最佳估計及判斷。提供被動消防工程的收益乃根據相關合約所載條款估計。基於行業性質，管理層會定期檢討合約進度以及估計收入及預算成本。估計收入或預算成本出現任何變動，將影響於變動出現之年度虧損性合約所產生的可預見虧損在損益確認的金額。截至二零二六年六月三十日止年度並無計提撥備(二零二五年：無)。

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4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTIES (Continued)

Key sources of estimation uncertainties (Continued)

Impairment assessment on trade receivables and contract assets

Trade receivables and contract assets which are multinational companies/listed companies or are identified as credit-impaired are assessed for ECL individually. For the remaining trade receivables and contract assets, collective assessment is performed by grouping debtors with reference to the past due condition and scale (including whether they are listed or unlisted) of the debtors based on the group's internal credit ratings. Estimated loss rates are estimated based on historical observed default rates of the debtors with the study of other corporates' default and recovery data from international credit-rating agencies including Moody's and forward-looking information (for example, expected gross domestic product growth). The provision of ECL is sensitive to changes in estimates. The information about the Group's trade receivables, contract assets and ECL assessment is disclosed in notes 15, 18 and 28.

The carrying amount of trade receivables at 30 June 2026 is HK\$8,364,000 (2025: HK\$18,520,000), net of accumulated loss allowance of HK\$2,434,000 (2025: HK\$2,049,000). During the year ended 30 June 2026, net impairment loss on trade receivables of HK\$385,000 (2025: HK\$291,000) was recognised.

The carrying amount of contract assets at 30 June 2026 is HK\$134,879,000 (2025: HK\$142,031,000), net of accumulated loss allowance of HK\$6,349,000 (2025: HK\$4,506,000). During the year ended 30 June 2026, net impairment loss on contract assets of HK\$1,843,000 (2025: HK\$3,025,000) was recognised.

4. 關鍵會計判斷及估計不確定因素的主要來源 (續)

估計不確定因素的主要來源 (續)

貿易應收款項及合約資產的減值評估

應收跨國公司／上市公司或識別為信貸減值的貿易應收款項及合約資產就預期信貸虧損個別進行評估。就餘下的貿易應收款項及合約資產而言，會在參考應收賬款的逾期狀況及規模(包括其是否屬上市或非上市)後根據集團的內部信貸評級將應收賬款分組按集體基準評估。估計虧損率基於應收賬款的過往觀察違約率(根據對其他公司來自國際信貸評級機構(包括穆迪等)的拖欠及追討數據的研究)及前瞻性資料(如預期本地生產總值增長)估計。預期信貸虧損撥備容易受估計變動影響。有關本集團貿易應收款項、合約資產及預期信貸虧損評估的資料於附註15、18及28披露。

於二零二六年六月三十日，貿易應收款項賬面值為8,364,000港元(二零二五年：18,520,000港元)，減去累計虧損撥備2,434,000港元(二零二五年：2,049,000港元)。於截至二零二六年六月三十日止年度，已確認貿易應收款項減值虧損淨額385,000港元(二零二五年：291,000港元)。

於二零二六年六月三十日，合約資產賬面值為134,879,000港元(二零二五年：142,031,000港元)，減去累計虧損撥備6,349,000港元(二零二五年：4,506,000港元)。於截至二零二六年六月三十日止年度，已確認合約資產減值虧損淨額1,843,000港元(二零二五年：3,025,000港元)。

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5. REVENUE AND SEGMENT INFORMATION

The Group has two principal activities: provision of passive fire protection works and provision of passive fire protection information services. Revenue represents the fair value of amounts received and receivable from provision of (i) passive fire protection works and (ii) passive fire protection information services.

(i) Disaggregation of revenue from contracts with customers

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Type of service	服務類別		
Passive fire protection works	被動消防工程	209,122	314,399
Passive fire protection information services	被動消防資訊服務	54	70
		209,176	314,469
Type of project	項目類別		
Private sector projects	私營項目	66,655	61,419
Public sector projects	公營項目	142,521	253,050
		209,176	314,469

(ii) Performance obligations for contracts with customers

Revenue from provision of passive fire protection works are recognised over time as the Group creates or enhances an asset that the customer controls as the Group performs. Revenue is recognised based on the stage of completion of the contract using input method. The stage of completion is determined as the proportion of the costs incurred for the works (i.e. direct labour costs, subcontracting costs and costs of materials incurred) performed to date relative to the estimated total costs to complete the services.

5. 收益及分部資料

本集團有兩項主要業務：提供被動消防工程及提供被動消防資訊服務。收益指提供(i)被動消防工程及(ii)被動消防資訊服務已收及應收款項的公平值。

(i) 客戶合約的收益劃分

(ii) 客戶合約的履約責任

來自提供被動消防工程的收益隨時間確認，原因為隨著本集團履約，本集團創造或提升一項由客戶控制的資產。收益根據合約完成階段採用投入法確認。完工階段按迄今已履行工程所產生的成本（即所產生的直接勞工成本、分包成本及材料成本）相對於完成服務的估計總成本的比例確定。

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5. REVENUE AND SEGMENT INFORMATION

(Continued)

(ii) Performance obligations for contracts with customers (Continued)

Revenue from passive fire protection information services is recognised over time as the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs. The Group bills a fixed amount for each month of service provided. The Group elected to apply the practical expedient by recognising revenue in the amount to which the Group has right to invoice.

(iii) Transaction price allocated to the remaining performance obligation for contracts with customers are set out as below:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Provision of passive fire protection works	提供被動消防工程		
• Within one year	• 一年內	85,703	126,534
• More than one year but not more than two years	• 一年以上但不超過兩年	181,063	34,709
		266,766	161,243

(iv) Segment information

Information is reported to the chairman and chief executive officer of the Company, who are also the chief operating decision makers ("CODMs") of the Group, for the purposes of resource allocation and performance assessment. The CODMs review the overall results and financial performance of the Group as a whole. No analysis of the Group's assets or liabilities and no other discrete financial information is regularly provided to the CODMs. Accordingly, only entity-wide disclosures on revenue, major customers and geographical information are presented in accordance with HKFRS 8 "Operating Segments".

5. 收益及分部資料 (續)

(ii) 客戶合約的履約責任 (續)

來自被動消防資訊服務的收益隨時間確認，原因為隨著本集團履約，客戶同時取得並耗費本集團履約所提供的利益。本集團就每月提供的服務開出固定金額賬單。本集團選擇應用實際權宜方法，以本集團有權開具發票的金額確認收益。

(iii) 分配至客戶合約餘下履約責任的交易價格如下：

(iv) 分部資料

本公司主席及行政總裁亦為本集團主要營運決策者（「主要營運決策者」），其已獲呈報資料，以進行資源分配及表現評估。主要營運決策者審閱本集團整體的總體業績及財務表現。概無定期向主要營運決策者提供本集團資產或負債的分析以及其他個別財務資料。因此，僅按照香港財務報告準則第8號「經營分部」呈列實體層面的收益、主要客戶及地理資料的披露。

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綜合財務報表附註

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5. REVENUE AND SEGMENT INFORMATION

(Continued)

(v) Geographical information

The Group principally operates in Hong Kong, which is also its place of domicile. The Group's revenue is generated in and non-current assets are all located in Hong Kong.

(vi) Information about major customers

The revenue from customers individually contributing over 10% of the total revenue of the Group during the year is as follows:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Customer I	客戶I	39,936	50,624
Customer II	客戶II	27,986	N/A* 不適用*
Customer III	客戶III	26,838	N/A* 不適用*
Customer IV	客戶IV	23,028	82,146
Customer V	客戶V	N/A* 不適用*	63,438

* Revenue did not contribute over 10% of the total revenue of the Group for the respective reporting period.

* 收益並無佔本集團於相關報告期間的總收益10%以上。

6. OTHER INCOME

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Interest income	利息收入	6	1,544
Gain on early termination of a lease	提前終止租約之收益	1,107	—
Sundry income	雜項收入	59	202
		1,172	1,746

5. 收益及分部資料(續)

(v) 地理資料

本集團主要於香港(亦為其所在地)經營業務。本集團的收益自香港產生,且非流動資產均位於香港。

(vi) 有關主要客戶的資料

於本年度單獨為本集團總收益貢獻10%以上的客戶貢獻的收益如下:

6. 其他收入

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

7. FINANCE COSTS

7. 融資成本

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Interest on lease liabilities	租賃負債利息	461	114
Interest on loans from a director	來自董事貸款之利息	33	—
Interest on loans from the immediate holding company	來自直接控股公司之貸款利息	280	—
		774	114

8. LOSS BEFORE TAXATION

8. 除稅前虧損

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Loss before taxation has been arrived at after charging:	除稅前虧損經扣除下列各項後得出：		
Directors' remuneration (note 10)	董事薪酬(附註10)	2,291	2,314
Other staff costs	其他員工成本		
– Salaries and other benefits	– 薪金及其他福利	18,104	18,627
– Contributions to MPF	– 強積金供款	633	706
Total staff costs	員工成本總額	21,028	21,647
Auditor's remuneration	核數師薪酬	920	880
Depreciation of property, plant and equipment	物業、廠房及設備折舊	1,331	1,339
Depreciation of right-of-use assets	使用權資產折舊	4,266	1,508

9. INCOME TAX (CREDIT) EXPENSE

9. 所得稅(抵免)開支

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Income tax (credit) expense comprises:	所得稅(抵免)開支包括：		
Hong Kong Profits Tax	香港利得稅		
– Current tax	– 即期稅項	7	1,125
– Over-provision in prior year	– 過往年度超額撥備	(121)	(27)
		(114)	1,098
Deferred tax (note 24)	遞延稅項(附註24)	(623)	(690)
		(737)	408

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

9. INCOME TAX (CREDIT) EXPENSE (Continued)

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, for the years ended 30 June 2026 and 2025, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million.

9. 所得稅(抵免)開支(續)

在香港利得稅的利得稅兩級制下，合資格集團實體首2百萬港元溢利的稅率將為8.25%，而超過2百萬港元的溢利的稅率將為16.5%。不符合利得稅兩級制的集團實體將繼續按劃一稅率16.5%課稅。因此，截至二零二六年及二零二五年六月三十日止年度，合資格集團實體首2百萬港元的估計應課稅溢利按8.25%計算香港利得稅，超過2百萬港元的估計應課稅溢利則按16.5%計算。

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Loss before taxation	除稅前虧損	(31,295)	(68)
Tax at applicable tax rate of 16.5%	按適用稅率16.5%計算的稅項	(5,164)	(11)
Tax effect of income not taxable for tax purpose	毋須課稅收入的稅務影響	(65)	(292)
Tax effect of expenses not deductible for tax purpose	不可扣稅開支的稅務影響	1,153	903
Over-provision in respect of prior year	過往年度超額撥備	(121)	(27)
Tax effect of tax losses not recognised	未確認稅項虧損的稅務影響	3,467	—
Tax effect on two-tiered tax rate	兩級稅率的稅務影響	(7)	(165)
Income tax (credit) expenses for the year	年內所得稅(抵免)開支	(737)	408

Details of deferred tax are set out in note 24.

遞延稅項詳情載列於附註24。

Notes to the Consolidated Financial Statements 綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND EMPLOYEES' REMUNERATION

Directors' and chief executive's emoluments

Mr. Ng Wing Woon Dave ("Mr. Dave Ng") was appointed as executive director of the Company on 19 October 2021.

Dr. Tang Tian-Shen was appointed as executive director of the Company on 11 May 2026.

Mr. Ng Wing Shing ("Mr. Vincent Ng") was appointed as executive director of the Company on 19 October 2021 and resigned on 13 January 2026.

Mr. Qu Rong was appointed as an executive director of the Company with effect from 13 January 2026 and resigned on 12 August 2026.

Mr. Lo Chi Wang was appointed as independent non-executive director of the Company on 12 April 2023.

Ms. To Sau Man was appointed as independent non-executive director of the Company on 21 January 2026.

Dr. Gong Bin was appointed as independent non-executive director of the Company on 2 July 2026.

Prof. Pong Kam Keung, Ms. Cheng Shing Yan were appointed as independent non-executive directors of the Company on 12 April 2023 and resigned on 21 January 2026.

Dr. Gong Zhaolong was appointed as independent non-executive director of the Company on 21 January 2026 and resigned on 2 July 2026.

Mr. Wang Jun was appointed as an executive director of the Company with effect from 4 August 2025 and retired on 3 November 2025.

10. 董事及最高行政人員酬金 及僱員薪酬

董事及最高行政人員酬金

吳榮煥先生(「吳榮煥先生」)於二零二一年十月十九日獲委任為本公司執行董事。

湯天申博士於二零二六年五月十一日獲委任為本公司執行董事。

吳榮盛先生(「吳榮盛先生」)於二零二一年十月十九日獲委任為本公司執行董事及於二零二六年一月十三日辭任。

瞿鎔先生自二零二六年一月十三日起獲委任為本公司執行董事及於二零二六年八月十二日辭任。

羅智弘先生於二零二三年四月十二日獲委任為本公司獨立非執行董事。

杜秀雯女士於二零二六年一月二十一日獲委任為本公司獨立非執行董事。

龔斌博士於二零二六年七月二日獲委任為本公司獨立非執行董事。

龐錦強教授及鄭承欣女士於二零二三年四月十二日獲委任為本公司獨立非執行董事及於二零二六年一月二十一日辭任。

龔兆龍博士於二零二六年一月二十一日獲委任為本公司獨立非執行董事及於二零二六年七月二日辭任。

王軍先生於二零二五年八月四日獲委任為本公司執行董事及於二零二五年十一月三日退任。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND EMPLOYEES' REMUNERATION (Continued)

Directors' and chief executive's emoluments

(Continued)

Year ended 30 June 2026

10. 董事及最高行政人員酬金及僱員薪酬(續)

董事及最高行政人員酬金(續)

截至二零二六年六月三十日止年度

		Salaries	Allowances and benefits in kind (Note i) 津貼及實物福利 (附註i)	Discretionary bonus (Note ii) 酌情花紅 (附註ii)	Contributions to MPF 強積金供款	Total
		薪金				總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
Executive Directors						
執行董事						
Dr. Tang Tian-Shen (Chairman)	湯天申博士(主席)	56	-	-	-	56
Mr. Dave Ng (Chief Executive Officer)	吳榮煥先生(行政總裁)	720	-	-	18	738
Mr. Vincent Ng	吳榮盛先生	618	-	-	18	636
Mr. Qu Rong	瞿鎔先生	321	-	-	-	321
Mr. Wang Jun	王軍先生	-	-	-	-	-
Independent Non-executive Directors						
獨立非執行董事						
Ms. To Sau Man	杜秀雯女士	80	-	-	-	80
Mr. Lo Chi Wang	羅智弘先生	180	-	-	-	180
Dr. Gong Zhaolong	龔兆龍博士	80	-	-	-	80
Prof. Pong Kam Keung	龐錦強教授	100	-	-	-	100
Ms. Cheng Shing Yan	鄭承欣女士	100	-	-	-	100
		2,255	-	-	36	2,291

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND EMPLOYEES' REMUNERATION (Continued)

Directors' and chief executive's emoluments

(Continued)

Year ended 30 June 2025

10. 董事及最高行政人員酬金及僱員薪酬 (續)

董事及最高行政人員酬金 (續)

截至二零二五年六月三十日止年度

		Salaries	Allowances and benefits in kind (Note i) 津貼及實物福利 (附註i)	Discretionary bonus (Note ii) 酌情花紅 (附註ii)	Contributions to MPF 強積金供款	Total
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Executive Directors	執行董事					
Mr. Dave Ng (Chairman and Chief Executive Officer)	吳榮煥先生 (主席兼行政總裁)	720	62	80	18	880
Mr. Vincent Ng	吳榮盛先生	606	–	270	18	894
Independent Non-executive Directors	獨立非執行董事					
Prof. Pong Kam Keung	龐錦強教授	180	–	–	–	180
Ms. Cheng Shing Yan	鄭承欣女士	180	–	–	–	180
Mr. Lo Chi Wang	羅智弘先生	180	–	–	–	180
		1,866	62	350	36	2,314

Notes:

- (i) Allowances and benefits in kind include leave pay and medical care. The estimated money value of the benefits in kind was HK\$nil for the year ended 30 June 2026 (2025: HK\$62,000).
- (ii) The discretionary bonus is determined by reference to the duties and responsibilities of the relevant individual within the Group and the Group's performance.
- (iii) No other retirement benefits were paid to the directors of the Company in respect of their respective services in connection with the management of the affairs of the Company or its subsidiaries undertaking.

附註：

- (i) 津貼及實物福利包括假期工資及醫療保健。截至二零二六年六月三十日止年度，實物福利的估計金錢價值為零港元（二零二五年：62,000港元）。
- (ii) 酌情花紅經參考相關人士於本集團的職務及職責，以及本集團的表現後釐定。
- (iii) 概無就本公司董事各自有關本公司或其附屬公司業務的事務管理的服務而向彼等支付其他退休福利。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND EMPLOYEES' REMUNERATION (Continued)

Directors' and chief executive's emoluments

(Continued)

The executive directors' emoluments shown above were for their services in connection with the management affairs of the Group. The independent non-executive directors' emoluments above were for their services as directors of the Company.

No remuneration was paid by the Group to any director of the Company as an inducement to join or upon joining the Group or as compensation for loss of office during the years ended 30 June 2026 and 2025.

Neither the chief executives nor any of the directors of the Company waived any remuneration during the year ended 30 June 2026 and 2025.

In addition to the directors' emoluments disclosed above, certain directors are not paid directly by the Company but receive emoluments from the Company's holding company, in respect of their services to the larger group which includes the Group. No apportionment has been made as the qualifying services provided by these directors to the Group are incidental to their responsibilities to the larger group.

Employees' remuneration

During the year, of the five highest paid individuals, two (2025: two) were directors of the Company whose emoluments are disclosed above.

The remunerations in respect of the remaining three (2025: three) highest paid individuals during the year are as follows:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	2,034	2,104
Contribution to MPF	強積金供款	54	54
Discretionary bonus	酌情花紅	–	375
		2,088	2,533

10. 董事及最高行政人員酬金及僱員薪酬(續)

董事及最高行政人員酬金(續)

上文所示執行董事的酬金為彼等有管理本集團事務的服務的酬金。上文所示獨立非執行董事的酬金為彼等擔任本公司董事的服務的酬金。

於截至二零二六年及二零二五年六月三十日止年度，本集團概無向本公司任何董事支付薪酬，作為加入本集團或於加入本集團後的獎勵或離職補償。

於截至二零二六年及二零二五年六月三十日止年度，本公司概無任何最高行政人員或董事放棄任何薪酬。

除上述披露之董事酬金外，若干董事並非直接由本公司支付薪酬，而是透過本公司之控股公司收取酬金，該酬金乃基於彼等向包含本集團在內之更大集團所提供之服務而獲取。由於該等董事向本集團提供之合資格服務乃屬其對更大集團責任之附帶事項，故並無進行任何分攤。

僱員薪酬

於本年度，五名最高薪酬人士中包括兩名本公司董事（二零二五年：兩名），彼等的薪酬已於上文披露。

其餘三名（二零二五年：三名）最高薪酬人士的薪酬如下：

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND EMPLOYEES' REMUNERATION (Continued)

Employees' remuneration (Continued)

The remunerations of the five highest paid individuals, including directors, are within the following bands:

	2026 二零二六年	2025 二零二五年
Nil to HK\$1,000,000 零至1,000,000港元	5	5

During the years ended 30 June 2026 and 2025, no remuneration was paid by the Group to the five highest paid individuals of the Group as an inducement to join or upon joining the Group or as compensation for loss of office.

10. 董事及最高行政人員酬金及僱員薪酬(續)

僱員薪酬(續)

五名最高薪酬人士(包括董事)的薪酬範圍如下:

於截至二零二六年及二零二五年六月三十日止年度，本集團概無向本集團五名最高薪酬人士支付任何薪酬，作為加入本集團或於加入本集團後的獎勵或離職補償。

11. DIVIDEND

	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Dividend recognised as distribution during the year: 年內確認為分派之股息:		
Final dividend of HK\$0.172 per share in respect of the year ended 30 June 2024 就截至二零二四年六月三十日止年度的末期股息每股0.172港元	—	70,176

No dividend was paid or declared by the Company during the year ended 30 June 2026 (2025: HK\$70,176,000).

The directors do not recommend the payment of a final dividend for the year ended 30 June 2026 (2025: a final dividend of HK\$0.05 per share was recommended by the board of directors but was not declared or paid subsequently).

11. 股息

於截至二零二六年六月三十日止年度本公司概無派付或宣派股息(二零二五年: 70,176,000港元)。

董事並不建議派付截至二零二六年六月三十日止年度的末期股息(二零二五年: 董事會建議派付每股0.05港元的末期股息但其後並無宣派或派付)。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

12. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to the owners of the Company is based on the following data:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Loss attributable to owners of the Company	本公司擁有人應佔虧損	(30,558)	(476)

Number of shares

		2026 二零二六年	2025 二零二五年
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	用於計算每股基本及攤薄虧損的普通股加權平均數	408,000,000	408,000,000

The calculation of the basic loss per share for the year is based on the loss attributable to owners of the Company and the weighted average number of 408,000,000 (2025: 408,000,000) ordinary shares in issue during the years ended 30 June 2026 and 2025.

The diluted loss per share is the same as basic loss per share as there were no dilutive potential ordinary shares outstanding during the years ended 30 June 2026 and 2025.

12. 每股虧損

本公司擁有人應佔每股基本及攤薄虧損的計算基於以下數據得出：

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Loss attributable to owners of the Company	本公司擁有人應佔虧損	(30,558)	(476)

股份數目

		2026 二零二六年	2025 二零二五年
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	用於計算每股基本及攤薄虧損的普通股加權平均數	408,000,000	408,000,000

本年度每股基本虧損的計算乃以本公司擁有人應佔虧損及截至二零二六年及二零二五年六月三十日為止年度之加權平均數408,000,000股(二零二五年：408,000,000股)已發行普通股為基準計算。

由於截至二零二六年及二零二五年六月三十日止年度並無已發行的潛在攤薄普通股，故每股攤薄虧損與每股基本虧損相同。

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For the year ended 30 June 2026 截至二零二六年六月三十日止年度

13. PROPERTY, PLANT AND EQUIPMENT

13. 物業、廠房及設備

		Leasehold improvements	Fixture and furniture	Motor vehicles	Computer and other equipment	Total
		租賃物業裝修	裝置及傢私	汽車	電腦及其他設備	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
COST	成本					
At 1 July 2024	於二零二四年七月一日	–	1,976	255	3,523	5,754
Additions	添置	–	404	54	78	536
At 30 June 2025 and 1 July 2025	於二零二五年六月三十日及二零二五年七月一日	–	2,380	309	3,601	6,290
Additions	添置	7,982	2,886	–	353	11,221
Disposals	出售	(7,982)	(2,886)	–	(353)	(11,221)
At 30 June 2026	於二零二六年六月三十日	–	2,380	309	3,601	6,290
ACCUMULATED DEPRECIATION	累計折舊					
At 1 July 2024	於二零二四年七月一日	–	1,274	255	1,191	2,720
Charge for the year	年內費用	–	228	9	1,102	1,339
At 30 June 2025 and 1 July 2025	於二零二五年六月三十日及二零二五年七月一日	–	1,502	264	2,293	4,059
Charge for the year	年內費用	–	274	16	1,041	1,331
At 30 June 2026	於二零二六年六月三十日	–	1,776	280	3,334	5,390
CARRYING VALUES	賬面值					
At 30 June 2026	於二零二六年六月三十日	–	604	29	267	900
At 30 June 2025	於二零二五年六月三十日	–	878	45	1,308	2,231

The above items of property, plant and equipment are depreciated on a straight-line basis over the useful lives at the following rates per annum:

上述物業、廠房及設備項目於可使用年期限內按直線法以下列年率折舊：

Leasehold improvements	20% or shorter of the lease term	租賃物業裝修	租賃期的20%或更短期間
Fixtures and furniture	20%	裝置及傢俬	20%
Motor vehicles	30%	汽車	30%
Computer and other equipment	20%	電腦及其他設備	20%

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14. RIGHT-OF-USE ASSETS

14. 使用權資產

		Workshop and general office 工場及一般 辦公室 HK\$'000 千港元
COST	成本	
At 1 July 2024	於二零二四年七月一日	5,290
Elimination on expiry of lease term	租賃期滿時對銷	(2,274)
At 30 June 2025	於二零二五年六月三十日	3,016
Addition	添置	10,889
Elimination on expiry of lease term	租賃期滿時對銷	(3,016)
Elimination on early termination of a lease	提前終止租約時對銷	(10,889)
At 30 June 2026	於二零二六年六月三十日	–
DEPRECIATION	折舊	
At 1 July 2024	於二零二四年七月一日	2,422
Provided for the year	年內撥備	1,508
Elimination on expiry of lease term	租賃期滿時對銷	(2,274)
At 1 July 2025	於二零二五年七月一日	1,656
Provided for the year	年內撥備	4,266
Elimination on expiry of lease term	租賃期滿時對銷	(3,016)
Elimination on early termination of a lease	提前終止租約時對銷	(2,906)
At 30 June 2026	於二零二六年六月三十日	–
CARRYING VALUES	賬面值	
At 30 June 2026	於二零二六年六月三十日	–
At 30 June 2025	於二零二五年六月三十日	1,360

The Group leases workshop and general office during the years ended 30 June 2026 and 2025. Lease contracts are entered into for fixed term of 1 year and 8 months to 2 years, without any extension nor termination options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

本集團於截至二零二六年及二零二五年六月三十日止年度租賃工場及一般辦公室。租賃合約按1年8個月至2年的固定年期訂立，並無任何延期或終止選擇權。租賃條款按個別基準磋商，包含廣泛的不同條款及條件。於釐定租賃期及評估不可撤銷期間的長度時，本集團應用合約的定義，並確定合約可強制執行的期限。

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14. RIGHT-OF-USE ASSETS (Continued)

The Group entered into short-term lease for machines, of which the Group applied the short-term lease recognition exemption to leases of machines. During the year, the expense relating to short-term leases were HK\$1,095,000 (2025: HK\$8,697,000).

During the year, total cash outflows for the leases of the Group were HK\$4,753,000 (2025: HK\$10,286,000).

14. 使用權資產(續)

本集團訂立短期機器租賃，其中本集團對機器租賃應用確認短期租賃豁免。於本年度，與短期租賃有關的開支為1,095,000港元（二零二五年：8,697,000港元）。

於本年度，本集團用於租賃的現金流出總額為4,753,000港元（二零二五年：10,286,000港元）。

15. TRADE RECEIVABLES

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Trade receivables	貿易應收款項	10,798	20,569
Less: Allowance for impairment of trade receivables	減：貿易應收款項減值撥備	(2,434)	(2,049)
		8,364	18,520

The Group grants credit terms to customers for a period ranging from 14 – 60 days from the invoice date for trade receivables. The following is an aged analysis of trade receivables, net of allowance for impairment of trade receivables, presented based on the invoice date at the end of the reporting period:

本集團向客戶授予的信貨期自貿易應收款項發票日期起計介乎14至60日。以下為於報告期末根據發票日期呈列的貿易應收款項的賬齡分析（扣除貿易應收款項減值撥備）：

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Within 30 days	30日內	8,364	15,183
31 days to 60 days	31日至60日	–	2,519
61 days to 90 days	61日至90日	–	–
Over 90 days	90日以上	–	818
		8,364	18,520

As at 1 July 2024, trade receivables from contracts with customers amounted to HK\$11,205,000.

於二零二四年七月一日，來自客戶合約的貿易應收款項為11,205,000港元。

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15. TRADE RECEIVABLES (Continued)

Before accepting any new customer, the Group has assessed the potential customer's credit quality and defined credit limit to each customer on an individual basis. Limits attributed to customers are reviewed when necessary. The Group's trade receivables balances that are past due over 90 days are not considered as in default based on good repayment records for those customers and long-term/continuous business with the Group. As at 30 June 2026 and 2025, the Group does not charge interest nor hold any collateral over the balances.

No trade receivables were written off during the year ended 30 June 2026. During the year ended 30 June 2025, trade receivables of HK\$2,069,000 were written off as the recoverability from counterparties was considered remote.

Details of impairment assessment of trade receivables as at 30 June 2026 and 2025 are set out in note 28.

16. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

Other receivables and deposits	其他應收款項及按金
Prepayments	預付款項

Details of impairment assessment of other receivables and deposits as at 30 June 2026 and 2025 are set out in note 28.

15. 貿易應收款項(續)

在接納任何新客戶前，本集團已對潛在客戶的信貸質素進行評估，並按個別基準設定每名客戶的信貸額度。客戶的額度會於需要時檢討。根據該等客戶的良好還款記錄及與本集團的長期／持續業務關係，本集團逾期超過90日的貿易應收款項結餘不被視為違約。於二零二六年及二零二五年六月三十日，本集團並無就結餘收取利息或持有任何抵押品。

於截至二零二六年六月三十日止年度並無撇銷貿易應收款項。截至二零二五年六月三十日止年度，本集團撇銷貿易應收款項2,069,000港元，此乃由於自交易對手處收回款項的可能性被視為渺茫所致。

於二零二六年及二零二五年六月三十日的貿易應收款項的減值評估詳情載於附註28。

16. 其他應收款項、按金及預付款項

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Other receivables and deposits	其他應收款項及按金	14,763	264
Prepayments	預付款項	16,632	5,837
		31,395	6,101

於二零二六年及二零二五年六月三十日的其他應收款項及按金的減值評估詳情載於附註28。

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17. FINANCIAL ASSET AT FVTPL

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Life insurance policy	人壽保單	3,179	3,179

The amount represents the insurance premium paid for a life insurance policy (the “**Insurance Policy**”) to insure a director of the Company. Under the Insurance Policy, the beneficiary and policy holder is the Group. The Group can terminate the Insurance Policy at any time and receive cash at the date of termination based on the account value of the Insurance Policy (the “**Cash Surrender Value**”), which is determined based on the premium paid with the accrued returns after netting of the charges (including a surrender charge) in accordance with the terms and conditions of the Insurance Policy.

The total insured sum is approximately US\$1.2 million (equivalent to approximately HK\$9.0 million). At the inception of the Insurance Policy, the Group was required to pay an upfront payment of approximately US\$408,000 (equivalent to approximately HK\$3.2 million).

Payment for the Insurance Policy is classified as financial asset at FVTPL as contractual rights to cash flows do not represent contractual cash flows that are solely payments of principal and interest on the principal amount outstanding. The Insurance Policy is measured under Level 3 fair value hierarchy. The fair value is measured with reference to the quotation of the Insurance Policy from the insurance company.

The directors of the Company have no intention to terminate the Insurance Policy within 12 months after the end of the reporting period and, therefore, the amount was classified as a non-current asset.

17. 按公平值計入損益的金融資產

該金額指為本公司一名董事投保而支付的人壽保單（「**保單**」）保費。根據保單，受益人及保單持有人均為本集團。本集團可隨時終止保單，並在終止日期收取一筆按保單賬戶價值（「**現金退保價值**」）計算的現金，而賬戶價值則根據已付保費及經扣除根據保單的條款及條件收取的費用（包括退保費用）的應計回報釐定。

總投保額約為1.2百萬美元（相當於約9.0百萬港元）。於保單開始時，本集團須支付首筆款項約408,000美元（相當於約3.2百萬港元）。

由於有關現金流量的合約權利不代表僅為支付本金及未償還本金金額的利息的合約現金流量，故保單付款分類為按公平值計入損益的金融資產。保單按第三級公平值層級計量。公平值參考保險公司所提供保單的報價計量。

本公司董事無意於報告期末後12個月內終止保單，故有關款項被分類為非流動資產。

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18. CONTRACT ASSETS/LIABILITIES

The following is the analysis of the contract assets and contract liabilities:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Contract assets	合約資產	141,228	146,537
Less: Impairment loss allowance	減：減值虧損撥備	(6,349)	(4,506)
		134,879	142,031
Contract liabilities	合約負債		
– Current construction and information service contracts	– 即期工程及資訊服務合約	1,733	939

As at 1 July 2024, contract assets and contract liabilities amounted to HK\$123,051,000 and HK\$387,000, respectively.

No contract assets were written off during the year ended 30 June 2026. During the year ended 30 June 2025, contract assets of HK\$108,000 were written off as the recoverability from counterparties was remote.

Contract assets and contract liabilities arising from the same contract are presented on a net basis.

Contract assets

Amounts represent the Group's rights to considerations from customers for the provision of passive fire protection works services, which arise when: (i) the Group completed the relevant services under such contracts which is not billed because the rights are conditional on the Group's future performance; or (ii) the customers withhold certain amounts payable to the Group as retention money to secure the due performance of the contracts for a period of generally 12 months (defect liability period) after issuance of the practical completion certificate of the project. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it becomes unconditional.

18. 合約資產／負債

以下為合約資產及合約負債的分析：

於二零二四年七月一日，合約資產及合約負債分別為123,051,000港元及387,000港元。

於截至二零二六年六月三十日止年度並無撇銷合約資產。截至二零二五年六月三十日止年度，本集團撇銷合約資產108,000港元，此乃由於自交易對手處收回款項的可能性甚為渺茫所致。

同一合約產生的合約資產及合約負債按淨額基準呈列。

合約資產

款額指本集團就提供被動消防工程服務向客戶收取代價的權利，產生自：(i)本集團完成該等合約下的相關服務，有關合約因有關權利以本集團未來履約為條件而未開發票；或(ii)客戶扣留應付本集團部分金額作為保證金以保證妥善履行合約，一般為發出項目的實際完工證明書後12個月的期間（保養期）。先前確認為合約資產的任何金額在其成為無條件時重新分類至貿易應收款項。

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18. CONTRACT ASSETS/LIABILITIES (Continued)

Contract assets (Continued)

The Group's contract assets are analysed as follows:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Construction contracts – current	建築合約 – 即期		
– Unbilled revenue	– 未開發票收益	95,276	89,503
– Retention receivables	– 應收保證金	39,603	52,528
		134,879	142,031

Unbilled revenue represented the revenue not yet been billed to customers which the Group has completed the relevant services under such contracts but yet certified by representatives appointed by customers.

Changes of contract assets during the year were mainly due to decrease in the amount of retention receivables in accordance with the number of ongoing and completed contracts under the defect liability period during the year.

The Group's retention receivables included in the Group's contract assets will be settled at the expiry of the defect liability period of the relevant contracts or in accordance with the terms specified in the relevant contracts. The balances are classified as current as they are expected to be realised in the Group's normal operating cycle.

Contract liabilities

The contract liabilities represents the Group's obligation to transfer services to customers for which the Group has received consideration from the customers.

The increase in contract liabilities during the year ended 30 June 2026 is mainly due to the increase in receipt in advance as a result of the increase in upfront fee received for the passive fire protection works.

18. 合約資產／負債(續)

合約資產(續)

本集團的合約資產分析如下：

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Construction contracts – current	建築合約 – 即期		
– Unbilled revenue	– 未開發票收益	95,276	89,503
– Retention receivables	– 應收保證金	39,603	52,528
		134,879	142,031

未開發票收益指尚未向客戶開發票的收益，本集團已完成該等合約下的相關服務但尚未由客戶指派的代表核證。

合約資產於本年度的變動主要是由於根據於本年度保養期內仍在進行及已完成合約數目的應收保證金額減少所致。

本集團計入合約資產的應收保證金將於相關合約的保養期屆滿時或按照相關合約訂明的條款結付。該等結餘分類為流動，原因為預期將於本集團的正常營運週期內變現。

合約負債

合約負債指本集團就已向客戶收取的代價而向客戶轉讓服務的責任。

截至二零二六年六月三十日止年度，合約負債增加主要由於就被動消防工程已收預付費增加導致預收款項增加。

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18. CONTRACT ASSETS/LIABILITIES (Continued)

Contract liabilities (Continued)

The following table shows how much of the revenue recognised during the year that relates to contract liabilities carried-forward from preceding years.

	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Revenue recognised that was included in the contract liabilities balance at the beginning of the year 計入年初合約負債結餘的已確認收益	939	387

19. AMOUNT DUE FROM A RELATED COMPANY/LOANS FROM A DIRECTOR

	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元	Maximum amount outstanding during the year 於本年度之最高未償還金額	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Amount due from a related company 應收關聯公司款項					
Lofty Profit Investments Limited 鼎潤投資有限公司	160	153		160	153

The amount due from a related company is non-trade in nature, unsecured, interest-free and repayable on demand.

The loans from a director is non-trade in nature, unsecured, interest bearing of 1% per annum and repayable on demand.

20. PLEDGED BANK DEPOSIT/BANK BALANCES AND CASH

As at 30 June 2025, pledged bank deposit represented a deposit placed with a bank to secure a general banking facility granted to the Group and carried a fixed interest rate of 0.3% per annum. There was no pledged bank deposit as at 30 June 2026.

The bank balances are at nominal rate as at 30 June 2026 and 2025.

18. 合約資產／負債(續)

合約負債(續)

下表列示於本年度內確認與結轉自過往年度合約負債有關的收益金額。

19. 應收關聯公司款項／來自董事貸款

	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元	Maximum amount outstanding during the year 於本年度之最高未償還金額	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Amount due from a related company 應收關聯公司款項					
Lofty Profit Investments Limited 鼎潤投資有限公司	160	153		160	153

應收關聯公司款項屬非貿易性質、無抵押、免息及須於要求時償還。

來自董事貸款屬非貿易性質、無抵押、年利率為1%及須於要求時償還。

20. 已抵押銀行存款／銀行結餘及現金

於二零二五年六月三十日，已抵押銀行存款指存入銀行已擔保一項授予本集團的一般銀行融資，按固定年利率0.3%計息。於二零二六年六月三十日，概無已抵押銀行存款。

於二零二六年及二零二五年六月三十日，銀行結餘按名義利率計息。

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21. TRADE AND OTHER PAYABLES

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Trade payables	貿易應付款項	6,076	9,705
Payroll and MPF payables	工資及強積金應付款項	1,589	1,596
Accrued expenses	應計開支	2,099	1,552
Others	其他	96	96
		9,860	12,949

The credit period on purchases from suppliers generally ranges from 30 – 60 days or the amounts are payable upon delivery.

向供應商作出購買的信貸期一般為介乎30至60日或該等款項應於交付時支付。

The following is an aging analysis of trade payables presented based on the invoice date at the end of the reporting period:

下文載列於報告期末按發票日期呈列的貿易應付款項的賬齡分析：

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Within 30 days	30日內	6,076	9,705

22. LEASE LIABILITIES

22. 租賃負債

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Lease liabilities payable Within one year	應付租賃負債 一年內	–	1,398
Less: Amount due for settlement within twelve months shown under current liabilities	減：流動負債項下列示 於十二個月內到期 結付的款項	–	1,398
		–	(1,398)
Amount due for settlement after twelve months shown under non-current liabilities	非流動負債項下列示 於十二個月後到期結付 的款項	–	–

The weighted average incremental borrowing rates applied to lease liabilities was 5.65%.

租賃負債應用的加權平均增量借款利率為5.65%。

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22. LEASE LIABILITIES (Continued)

Restrictions or covenants on leases

As at 30 June 2026, lease liabilities of nil are recognised with related right-of-use assets of nil (2025: lease liabilities of HK\$1,398,000 are recognised with related right-of-use assets of HK\$1,360,000). The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

During the year ended 30 June 2026, the Group entered into a lease for office premises and recognised lease liability of HK\$10,232,000. Such lease was early terminated before the end of the reporting period. As a result, the Group derecognised right-of-use assets for premises of approximately HK\$7,983,000 (2025: nil) and lease liabilities for premises of approximately HK\$9,090,000 (2025: nil) and resulted in gain on early termination of a lease of approximately HK\$1,107,000 (2025: nil).

22. 租賃負債(續)

租賃限制或契據

於二零二六年六月三十日，概無確認租賃負債及相關使用權資產(二零二五年：確認租賃負債1,398,000港元及相關使用權資產1,360,000港元)。除出租人持有租賃資產的抵押權益外，租賃協議並無施加任何契據。租賃資產不得用作借款用途的抵押。

截至二零二六年六月三十日止年度，本集團訂立一份辦公室物業租約及確認租賃負債10,232,000港元。該租約已於報告期末前提前終止。因此，本集團終止確認物業的使用權資產約7,983,000港元(二零二五年：無)及物業的租賃負債約9,090,000港元(二零二五年：無)，因此錄得提前終止租約之收益約1,107,000港元(二零二五年：無)。

23. LOANS FROM THE IMMEDIATE HOLDING COMPANY

23. 來自直接控股公司之貸款

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
HK\$6,000,000 repayable on 29 January 2028, unsecured and interest bearing of 5% per annum	6,000,000港元，於二零二八年一月二十九日償還，無抵押、年利率為5%	6,000	—
HK\$20,000,000 repayable on 7 May 2028, unsecured and interest bearing of 5% per annum	20,000,000港元，於二零二八年五月七日償還，無抵押、年利率為5%	20,000	—
		26,000	—

The effective interest rate of the loan from the immediate holding company is 5% per annum.

來自直接控股公司之貸款的實際年利率為5%。

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24. DEFERRED TAXATION

The following are the deferred tax liabilities (assets) recognised and the movements thereon:

		Accelerated tax depreciation and other temporary differences 加速稅項 折舊及其他 暫時差額 HK\$'000 千港元	ECL provision 預期信貸 虧損撥備 HK\$'000 千港元	Right-of-use assets 使用權 資產 HK\$'000 千港元	Lease liabilities 租賃負債 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 July 2024	於二零二四年七月一日	384	(418)	473	(473)	(34)
(Credited) charged to profit or loss for the year	年內(計入)扣除自損益	(127)	(559)	(248)	244	(690)
At 30 June 2025	於二零二五年六月三十日	257	(977)	225	(229)	(724)
(Credited) charged to profit or loss for the year	年內(計入)扣除自損益	(260)	(367)	(225)	229	(623)
At 30 June 2026	於二零二六年六月三十日	(3)	(1,344)	–	–	(1,347)

At the end of the reporting period, the Group has unused tax losses of HK\$21,033,000 (30 June 2025: nil) available for offset against future profits. No deferred tax asset has been recognised in respect of HK\$21,023,000 (30 June 2025: nil) due to the unpredictability of future profit streams.

24. 遞延稅項

已確認遞延稅項負債(資產)及其變動載列如下：

於報告期末，本集團可用以抵銷未來溢利之未動用稅項虧損為21,033,000港元(二零二五年六月三十日：無)。由於不可預見未來溢利來源，並無就該等21,023,000港元(二零二五年六月三十日：無)確認遞延稅項資產。

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For the year ended 30 June 2026 截至二零二六年六月三十日止年度

25. SHARE CAPITAL

Details of movements of authorised and issued capital of the Company are as follows:

		Number of ordinary share of HK\$0.01 each 每股面值 0.01港元的 普通股數目	Amount 金額 HK\$'000 千港元
Authorised:	法定：		
At 1 July 2024, 30 June 2025 and 30 June 2026	於二零二四年七月一日、 二零二五年六月三十日及 二零二六年六月三十日	5,000,000,000	50,000
Issued and fully paid:	已發行及繳足：		
At 1 July 2024, 30 June 2025 and 30 June 2026	於二零二四年七月一日、 二零二五年六月三十日及 二零二六年六月三十日	408,000,000	4,080

26. RETIREMENT BENEFIT PLAN

The Group operates a MPF Scheme under the Hong Kong Mandatory Provident Fund Schemes Ordinance for all qualifying employees in Hong Kong. The assets of the schemes are held separately from those of the Group, in funds under the control of trustees. Under the scheme, the employer and its employees are each required to make contributions to the plan at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK\$30,000. The Group contributes 5% of relevant payroll costs to the MPF Scheme, in which the contribution is matched by employees. No forfeited contribution is available to reduce the contribution payable in the future years as at 30 June 2026 and 2025.

The total costs charged to profit or loss, amounting to HK\$669,000 (2025: HK\$742,000), representing contributions paid to the retirement benefits scheme by the Group.

Contributions of HK\$109,000 (2025: HK\$68,000), were accrued. The amounts were paid subsequent to the end of the reporting year.

25. 股本

本公司法定及已發行股本之變動詳情如下：

26. 退休福利計劃

本集團根據香港《強制性公積金計劃條例》為所有香港合資格僱員營運強積金計劃。該計劃的資產與本集團資產分開持有，存放於受託人控制的基金中。根據計劃，僱主及其僱員須各自按僱員有關入息的5%向計劃供款，惟每月有關入息上限為30,000港元。本集團按有關工資成本的5%向強積金計劃供款，該供款與僱員供款相應。於二零二六年及二零二五年六月三十日，概無已沒收供款可用作削減未來年度應付供款。

自損益扣除的成本總額為669,000港元（二零二五年：742,000港元），即本集團向退休福利計劃支付的供款。

應計供款約為109,000港元（二零二五年：68,000港元）。該等款項已於報告年度完結後支付。

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27. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of net debts, which includes lease liabilities, as disclosed in note 22, net of pledged bank deposit, bank balances and cash and equity attributable to owners of the Company, comprising share capital and reserves. The Group is not subject to any externally imposed capital requirement.

The management of the Group reviews the capital structure on a regular basis. As a part of this review, the management considers the cost of capital and the risks associated with each class of capital. Based on recommendations of the management, the Group will balance its overall capital structure through continuity of funding of cash flows from operating activities, the payment of dividends, new share issues, or issues of new debt.

27. 資本風險管理

本集團管理其資本以確保其將可繼續作為持續營運公司經營，同時通過優化債務及權益的平衡盡量提高股東的回報。本集團的整體策略自過往年度保持不變。

本集團的資本結構由債務淨額（當中包括分別於附註22披露的租賃負債（扣除已抵押銀行存款）、銀行結餘及現金以及本公司擁有人應佔權益（包括股本及儲備）組成。本集團並無受到任何外部施加的資本規定約束。

本集團管理層定期檢討資本結構。作為該檢討的一部分，管理層會考慮資本成本及與各類資本相關的風險。根據管理層的建議，本集團將通過經營活動的持續現金流量資金、派付股息、發行新股或發行新債務平衡其整體資本結構。

28. FINANCIAL INSTRUMENTS

Categories of financial instruments

28. 金融工具

金融工具分類

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Financial assets	金融資產		
Financial asset at FVTPL	按公平值計入損益的 金融資產	3,179	3,179
Financial assets at amortised cost	按攤銷成本計量的 金融資產	86,228	79,425
Financial liabilities	金融負債		
Financial liabilities at amortised cost	按攤銷成本計量的 金融負債	52,172	9,801

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綜合財務報表附註

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28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy

The Group's financial instruments include financial asset at FVTPL, trade receivables, other receivables and deposits, amount due from a related company, pledged bank deposit, bank balances and cash, trade and other payables, loans from a director and loans from the immediate holding company. The risks associated with these financial instruments include market risk (interest rate risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risk

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Management has assessed there is minimal exposure of the cash flow interest rate risk on the variable rate of interest incurred on the pledged bank deposit and bank balances. Accordingly, no sensitivity analysis is presented.

Credit risk

The Group's credit risk is primarily attributable to trade receivables, other receivables and deposits, contract assets, amount due from a related company, pledged bank deposit and bank balances.

At the end of the reporting period, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancement which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties is arising from the carrying amount of the respective recognised financial assets and contract assets as stated in the consolidated statement of financial position.

28. 金融工具 (續)

財務風險管理目標及政策

本集團金融工具包括按公平值計入損益的金融資產、貿易應收款項、其他應收款項及按金、應收關聯公司款項、已抵押銀行存款、銀行結餘及現金、貿易及其他應付款項、來自董事貸款及來自直接控股公司之貸款。與該等金融工具有關的風險包括市場風險（利率風險）、信貸風險及流動資金風險。減輕該等風險的政策載於下文。管理層管理及監察該等風險，確保及時有效地執行適當的措施。

市場風險

利率風險

利率風險為市場利率變動而引致金融工具的公平值或未來現金流量波動的風險。管理層的評估為浮息已抵押銀行存款及銀行結餘面臨的現金流量利率風險甚微。因此，並無呈列敏感度分析。

信貸風險

本集團的信貸風險主要來自貿易應收款項、其他應收款項及按金、合約資產、應收關聯公司款項、已抵押銀行存款及銀行結餘。

於報告期末，在不計及任何所持抵押品或其他信貸增強措施的情況下，本集團因交易對手未有履行責任而導致本集團蒙受財務虧損的最高信貸風險，乃來自綜合財務狀況表所列相關已確認金融資產及合約資產的賬面值。

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28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

In order to minimise the credit risk, the Group has policies in place for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. Before accepting any new customers, the Group carries out research on the credit risk of the new customer and assesses the potential customers' credit quality and defines credit limits by customer. Limits attributed to customers are reviewed at the end of the reporting period or more frequently when necessary. In this regards, the management of the Group considers that the Group's credit risk is significantly reduced.

The Group does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

As at 30 June 2026, the Group's concentration of credit risk by geographical location is in Hong Kong, which accounts for 100% (2025: 100%) of the total financial assets and contract assets.

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

為盡量減低信貸風險，本集團設有釐定信貸限額、信貸審批及其他監察程序的政策，以確保採取跟進措施收回逾期債務。於接納任何新客戶前，本集團對新客戶的信貸風險進行研究，並評估潛在客戶的信貸質素及設定客戶的信貸限額。授予客戶的限額於報告期末檢討或於有需要時更頻繁地檢討。就此而言，本集團管理層認為本集團的信貸風險已大幅降低。

本集團並無持有任何抵押品或其他信貸增強措施以保障與其金融資產相關的信貸風險。

於二零二六年六月三十日，本集團按地理位置劃分的信貸風險集中於香港，佔金融資產及合約資產總值的100% (二零二五年：100%)。

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28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

The Group's internal credit risk grading assessment comprises the following categories:

Internal credit rating 內部信貸評級	Description 描述	Trade receivables and contract assets 貿易應收款項及合約資產	Other financial assets 其他金融資產
A	The counterparties have a low risk of default based on good historical repayment records and are mainly multinational companies or listed companies	Lifetime ECL – not credit-impaired (individual assessment)	12m ECL
A	交易對手過往還款記錄良好，違約風險低，且主要為跨國公司或上市公司	全期預期信貸虧損 – 無信貸減值(個別評估)	12個月預期信貸虧損
B	The counterparties have a medium risk of default based on good historical repayment records and are mainly unlisted entities	Lifetime ECL – not credit-impaired (collective assessment)	12m ECL
B	交易對手過往還款記錄良好，違約風險屬中等，且主要為非上市實體	全期預期信貸虧損 – 無信貸減值(集體評估)	12個月預期信貸虧損
C	There have been significant increases in credit risk since initial recognition and the counterparties are mainly multinational companies or listed companies	Lifetime ECL – not credit-impaired (individual assessment)	Lifetime ECL – not credit-impaired
C	信貸風險自初步確認以來大幅上升，且交易對手主要為跨國公司或上市公司	全期預期信貸虧損 – 無信貸減值(個別評估)	全期預期信貸虧損 – 無信貸減值
D	There have been significant increases in credit risk since initial recognition and the counterparties are mainly unlisted entities	Lifetime ECL – not credit-impaired (collective assessment)	Lifetime ECL – not credit-impaired
D	信貸風險自初步確認以來大幅上升，且交易對手主要為非上市實體	全期預期信貸虧損 – 無信貸減值(集體評估)	全期預期信貸虧損 – 無信貸減值
E	There is evidence indicating the assets is credit-impaired	Lifetime ECL – credit-impaired	Lifetime ECL – credit-impaired
E	有證據顯示資產出現信貸減值	全期預期信貸虧損 – 信貸減值	全期預期信貸虧損 – 信貸減值
F	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery	Amounts are written off	Amounts are written off
F	有證據顯示債務人陷入嚴重財政困難，且本集團無實際收回前景	撇銷有關金額	撇銷有關金額

28. 金融工具(續)

財務風險管理目標及政策(續)

信貸風險(續)

本集團內部信貸風險評級包括以下類別：

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28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Trade receivables and contract assets

The Group applies simplified approach and always recognises lifetime ECL for the trade receivables and contract assets.

The lifetime ECL on trade receivables and contract assets, except for those balance due from multinational companies/ listed companies and credit-impaired debtors which are assessed individually, are assessed on a collective basis through grouping of debtors with reference to the past due condition and scale of the debtors based on group's internal credit ratings. Estimated loss rates are estimated based on historical observed default rates of the debtors with the study of other corporates' default and recovery data from international credit-rating agencies including Moody's and forward-looking information that is available without undue cost or effort. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated.

As at 30 June 2026 and 2025, all the trade receivables and contract assets subject to ECL assessment are classified as "A", "B", "C", "D" and "E" by the management pursuant to their assessment. The gross carrying amounts of these trade receivables and contract assets are disclosed in notes 15 and 18, respectively.

The Group has concentration of credit risk in trade receivables and contract assets, as approximately 41% (2025: 43%) of total trade receivables, and 53% (2025: 77%) of contract assets outstanding as at 30 June 2026, were due from top five customers.

Other receivables and deposits

The management of the Group conducts periodic individual assessment on the recoverability of other receivables and deposits based on historical settlement records, past experience, and also available reasonable and supportive forward-looking information. The management of the Group believe that there is no material credit risk inherent in the Group's outstanding balance of other receivables and deposits. As at 30 June 2026 and 2025, the Group assessed that the ECL for other receivables and deposits was insignificant.

28. 金融工具(續)

財務風險管理目標及政策(續)

信貸風險(續)

貿易應收款項及合約資產

本集團就貿易應收款項及合約資產應用簡化方法，並一直確認全期預期信貸虧損。

除個別評估的應收跨國公司／上市公司結餘及信貸減值應收賬款外，本集團基於集團內部信貸評級在參考應收賬款的逾期狀況及規模後將應收賬款分組，並按集體基準評估貿易應收款項及合約資產的全期預期信貸虧損。估計虧損率基於應收賬款的過往觀察違約率(根據對來自穆迪等國際信貸評級機構的其他公司拖欠及追討數據的研究)及無需付出不必要成本或精力即可獲得的前瞻性資料估計。管理層定期審閱分組，確保特定應收賬款的相關資料為最新資料。

於二零二六年及二零二五年六月三十日，管理層根據彼等的評估將所有須進行預期信貸虧損評估的貿易應收款項及合約資產分類為「A」、「B」、「C」、「D」及「E」。該等貿易應收款項及合約資產的賬面總值分別於附註15及18披露。

於二零二六年六月三十日，由於貿易應收款項總額約41%(二零二五年：43%)以及未償付合約資產約53%(二零二五年：77%)為應收五大客戶款項，故本集團貿易應收款項及合約資產的信貸風險集中。

其他應收款項及按金

本集團管理層根據歷史結付記錄、過往經驗以及可獲得的合理及有證據支持的前瞻性資料對其他應收款項及按金的可收回性定期進行個別評估。本集團管理層認為，本集團的其他應收款項及按金的未支付結餘並無內在的重大信貸風險。於二零二六年及二零二五年六月三十日，本集團評估其他應收款項及按金的預期信貸虧損為微不足道。

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28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Amount due from a related company

In order to minimise the credit risk, the management of the Group had reviewed the recoverable amount of the amount due from a related company at the end of the reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the management of the Group considered that the Group's credit risks was reduced. In the opinion of the management of the Group, the risk of default by a related company is low and the ECL on the balance is insignificant.

Pledged bank deposit and bank balances

The credit risk for pledged bank deposit and bank balances are limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies. There has been no history of default in relation to these banks. The Group performs impairment assessment on the pledged bank deposit and bank balances under 12m ECL model. The management of the Group considers the risk of default is low based on the average loss rate by reference to credit ratings assigned by international credit-rating agencies. As at 30 June 2026 and 2025, the Group assessed that the ECL for pledged bank deposit and bank balances were insignificant.

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

應收關聯公司款項

為盡量降低信貸風險，本集團管理層已於報告期末審閱應收關聯公司款項的可收回金額，確保就不可收回金額作出充足減值虧損。就此而言，本集團管理層認為本集團的信貸風險已大幅降低。本集團管理層認為，關聯公司違約風險為低，且結餘的預期信貸虧損微不足道。

已抵押銀行存款及銀行結餘

已抵押銀行存款及銀行結餘的信貸風險有限，原因為交易對手屬於獲國際信貸評級機構授予高信貸評級的銀行。概無有關該等銀行的違約記錄。本集團根據12個月預期信貸虧損模型對已抵押銀行存款及銀行結餘作出減值評估。經參考國際信貸評級機構授予的信貸評級，本集團管理層基於平均虧損率認為違約風險為低。於二零二六年及二零二五年六月三十日，本集團評估已抵押銀行存款及銀行結餘的預期信貸虧損為微不足道。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Gross carrying amount

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

賬面總值

	Notes 附註	External credit rating 外部信貸評級	Internal credit rating 內部信貸評級	12-month or lifetime ECL 12個月或全期預期信貸虧損	Gross carrying amounts 賬面總值	
					2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Financial assets 金融資產						
Amortised cost 攤銷成本						
Trade receivables 貿易應收款項	15	N/A 不適用	A	Lifetime ECL – not credit-impaired (individual assessment) 全期預期信貸虧損－無信貸減值 (個別評估)	6,750	9,787
			B	Lifetime ECL – not credit-impaired (collective assessment) 全期預期信貸虧損－無信貸減值 (集體評估)	135	4,364
			C	Lifetime ECL – not credit-impaired (individual assessment) 全期預期信貸虧損－無信貸減值 (個別評估)	–	2,148
			D	Lifetime ECL – not credit-impaired (collective assessment) 全期預期信貸虧損－無信貸減值 (集體評估)	–	485
			E	Lifetime ECL – credit-impaired 全期預期信貸虧損－信貸減值	3,913	3,785
Other receivables and deposits 其他應收款項及按金	16	N/A 不適用	B	12m ECL 12個月預期信貸虧損	14,763	264
Amount due from a related company 應收關聯公司款項	19	N/A 不適用	B	12m ECL 12個月預期信貸虧損	160	153
Pledged bank deposits 已抵押銀行存款	20	Aa3 (2024: Aa3) Aa3 (二零二四年： Aa3)	N/A 不適用	12m ECL 12個月預期信貸虧損	–	1,040
Bank balances 銀行結餘	20	Aa1 (2024: Aa1) Aa1 (二零二四年： Aa1)	N/A 不適用	12m ECL 12個月預期信貸虧損	62,941	59,448

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Gross carrying amount (Continued)

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

賬面總值 (續)

	Notes 附註	External credit rating 外部信貸評級	Internal credit rating 內部信貸評級	12-month or lifetime ECL 12個月或全期預期信貸虧損	Gross carrying amounts 賬面總值	
					2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Other items 其他項目						
Contract assets 合約資產	18	N/A 不適用	A	Lifetime ECL – not credit-impaired (individual assessment) 全期預期信貸虧損－無信貸減值 (個別評估)	60,321	65,097
			B	Lifetime ECL – not credit-impaired (collective assessment) 全期預期信貸虧損－無信貸減值 (集體評估)	29,049	9,444
			C	Lifetime ECL – not credit-impaired (individual assessment) 全期預期信貸虧損－無信貸減值 (個別評估)	12,752	23,762
			D	Lifetime ECL – not credit-impaired (collective assessment) 全期預期信貸虧損－無信貸減值 (集體評估)	1,926	6,771
			E	Lifetime ECL – credit-impaired 全期預期信貸虧損－信貸減值	37,180	41,463

As part of the Group's credit risk management, the Group applies internal credit rating for its customers. The following table provides information about the exposure to credit risk for trade receivables and contract assets which are assessed based on assessment within lifetime ECL (not credit-impaired).

作為本集團信貸風險管理其中一環，本集團就其客戶應用內部信貸評級。下表提供按全期預期信貸虧損（無信貸減值）評估進行評估的貿易應收款項及合約資產的信貸風險資料。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Gross carrying amount (Continued)

Internal credit rating 內部信貸評級	2026 二零二六年			2025 二零二五年		
	Average loss rate 平均虧損率	Trade receivables 貿易應收款項 HK\$'000 千港元	Contract assets 合約資產 HK\$'000 千港元	Average loss rate 平均虧損率	Trade receivables 貿易應收款項 HK\$'000 千港元	Contract assets 合約資產 HK\$'000 千港元
A	0.08%	6,750	60,321	0.20%	9,787	65,097
B	1.28%	135	29,049	1.80%	4,364	9,444
C	0.54%	–	12,752	0.80%	2,148	23,762
D	2.65%	–	1,926	3.34%	485	6,771
E	20.05%	3,913	37,180	12.62%	3,785	41,463

The estimated loss rates are estimated based on historical observed default rates of the debtors with the study of other corporates' default and recovery data from international credit-rating agencies including Moody's and forward-looking information that is available without undue cost or effort. The Group has rebutted the presumption of default under ECL model for trade receivables over 90 days due based on good repayment records for those customers and long-term/continuous business with the Group. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is update. The contract assets have substantially the same risk characteristics as the trade receivables for the same type of contacts. The Group has therefore concluded that the loss rates for trade receivables are a reasonable approximation of the loss rate for contract assets.

The following table shows the movements in lifetime ECL (not credit-impaired) recognised for trade receivables and contract assets under the simplified approach.

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

賬面總值 (續)

估計虧損率基於應收賬款的過往觀察違約率(根據對來自穆迪等國際信貸評級機構的其他公司拖欠及追討數據的研究)及無需付出不必要成本或精力即可獲得的前瞻性資料估計。本集團已根據該等客戶的良好還款記錄及與本集團的長期／持續業務關係，推翻預期信貸虧損模型下就逾期超過90日的貿易應收款項的違約推定。分組由管理層定期檢討，以確保特定應收賬款的相關資料獲更新。合約資產大致上具有與同類合約的貿易應收款項相同的風險特徵。因此，本集團得出的結論是，貿易應收款項的虧損率為合約資產的虧損率的合理近似值。

下表列示根據簡化方法就貿易應收款項及合約資產確認的全期預期信貸虧損(無信貸減值)變動。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Credit risk (Continued)

Gross carrying amount (Continued)

		Lifetime ECL (not credit-impaired) 全期預期信貸虧損 (無信貸減值)		Lifetime ECL (credit-impaired) 全期預期信貸虧損 (信貸減值)		Total 總計
		Trade receivables 貿易應收款項 HK\$'000 千港元	Contract assets 合約資產 HK\$'000 千港元	Trade receivables 貿易應收款項 HK\$'000 千港元	Contract assets 合約資產 HK\$'000 千港元	
As at 1 July 2024	於二零二四年七月一日	132	1,347	1,626	134	3,239
Changes due to financial instruments recognised as at 1 July 2024:	於二零二四年七月一日由已確認金融工具引起的變動：					
– Transfer to credit-impaired	– 轉撥至信貸減值	(3)	(11)	3	11	–
– Impairment losses recognised	– 已確認減值虧損	–	1,889	728	612	3,229
– Impairment losses reversed	– 已撥回減值虧損	(25)	(1,266)	(450)	–	(1,741)
Amount written off as uncollectable	撇銷為無法收回的金額	(104)	(1)	(128)	–	(233)
New financial assets originated	源生新金融資產	270	1,611	–	180	2,061
As at 30 June 2025 and 1 July 2025	於二零二五年六月三十日及二零二五年七月一日	270	3,569	1,779	937	6,555
Changes due to financial instruments recognised as at 1 July 2025:	於二零二五年七月一日由已確認金融工具引起的變動：					
– Transfer to credit-impaired	– 轉撥至信貸減值	(2)	(511)	2	511	–
– Impairment losses recognised	– 已確認減值虧損	–	139	581	3,329	4,049
– Impairment losses reversed	– 已撥回減值虧損	(268)	(1,813)	–	(876)	(2,957)
New financial assets originated	源生新金融資產	72	262	–	802	1,136
As at 30 June 2026	於二零二六年六月三十日	72	1,646	2,362	4,703	8,783

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting its financial obligations as and when they fall due. In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

28. 金融工具 (續)

財務風險管理目標及政策 (續)

信貸風險 (續)

賬面總值 (續)

流動資金風險

流動資金風險指本集團於履行其到期財務責任時遇到困難的風險。在管理流動資金風險時，本集團監察現金及現金等價物的水平，將其維持於管理層認為足夠的水平，以為本集團的營運撥資及紓減現金流量波動的影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Financial risk management objectives and policy (Continued)

Liquidity risk (Continued)

The following table details the remaining contractual maturity of the Group for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the relevant market rates as at the reporting date) of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows, where applicable.

As at 30 June 2026

		Weighted average interest rate 加權平均利率 %	Within 1 year or on demand 1年內或於 要求時 HK\$'000 千港元	1 to 5 years 1至5年 HK\$'000 千港元	Total undiscounted cash flow 未折現現金 流量總額 HK\$'000 千港元	Carrying amount 賬面值 HK\$'000 千港元
Trade and other payables	貿易及其他應付款項	–	6,172	–	6,172	6,172
Loans from a director	來自董事貸款	1	20,000	–	20,000	20,000
Loans from the immediate holding company	來自直接控股公司之貸款	5	–	28,600	28,600	26,000
			26,172	28,600	54,772	52,172

As at 30 June 2025

		Weighted average interest rate 加權平均利率 %	Within 1 year or on demand 1年內或於 要求時 HK\$'000 千港元	1 to 5 years 1至5年 HK\$'000 千港元	Total undiscounted cash flow 未折現現金 流量總額 HK\$'000 千港元	Carrying amount 賬面值 HK\$'000 千港元
Trade and other payables	貿易及其他應付款項	–	9,801	–	9,801	9,801
Lease liabilities	租賃負債	5.65	1,433	–	1,433	1,398
			11,234	–	11,234	11,199

28. 金融工具 (續)

財務風險管理目標及政策 (續)

流動資金風險 (續)

下表詳述本集團非衍生金融負債的餘下合約到期情況。該表根據金融負債的未折現現金流量(包括根據使用合約利率(或倘為浮息,則根據報告日期相關市場利率)計算的利息款項)基於本集團須作出支付的最早日期的擬定。該表包括利息及本金現金流量(倘適用)。

於二零二六年六月三十日

於二零二五年六月三十日

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

28. FINANCIAL INSTRUMENTS (Continued)

Fair values measurements to financial instruments

- (i) The following table gives information about how the fair value of financial asset at FVTPL is determined.

	Fair value as at 於以下日期的公平值		Fair value hierarchy 公平值層級	Valuation technique 估值技術
	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元		
The Group 本集團 Financial asset 金融資產 Financial asset at FVTPL 按公平值計入損益的金融資產 – Unlisted life insurance policy – 非上市人壽保單	3,179	3,179	Level 3 第三級	Quoted price by the insurance company 保險公司報價

- (ii) Reconciliation of Level 3 fair value measurement

28. 金融工具 (續)

金融工具的公平值計量

- (i) 下表提供有關釐定按公平值計入損益的金融資產公平值的方法的資料。

- (ii) 第三級公平值計量的對賬

	Financial asset at FVTPL 按公平值計入 損益的金融資產 HK\$'000 千港元
As at 1 July 2024, 30 June 2025, 1 July 2025 and 30 June 2026	於二零二四年七月一日、二零二五年 六月三十日、二零二五年七月一日及 二零二六年六月三十日
	3,179

Fair value of the Group's financial assets and financial liabilities that are measured at amortised cost

The management of the Group considers that the carrying amounts of the financial assets and financial liabilities of the Group recorded at amortised cost in the consolidated financial statements at the end of the reporting period approximate their fair values. Such fair values have been determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

本集團按攤銷成本計量的金融資產及金融負債的公平值

本集團管理層認為，於綜合財務報表中按攤銷成本列賬的本集團金融資產及金融負債於報告期末的賬面值與其公平值相若。有關公平值根據公認定價模型基於折現現金流量分析釐定。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

29. RELATED PARTY TRANSACTIONS

Apart from disclosures elsewhere in the consolidated financial statements, the Group entered into following transactions with related parties during the years.

The remuneration of directors and other members of key management during the years was as follows:

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Short-term employee benefits	短期僱員福利	2,623	3,964
Post-employment benefits	離職後福利	42	72
		2,665	4,036

During the years, the Group entered into the following transactions with its related parties:

Related parties 關聯方	Nature of balances/transactions 結餘／交易性質	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Tanda International Company Limited (Note i) 天達科技國際有限公司(附註i)	Purchases of direct materials 購買直接材料	N/A 不適用	2,221
Greatec Engineering Limited (Note ii) 佳捷工程有限公司(附註ii)	Purchases of direct materials 購買直接材料	—	2,100
Warwick Building Material Limited (Note i) 和益建材有限公司(附註i)	Purchases of direct materials 購買直接材料	N/A 不適用	3,389
Goldin Innovation Development Company Limited (Note iii) 科研科技發展有限公司(附註iii)	Purchases of direct materials 購買直接材料	426	782

29. 關聯方交易

除綜合財務報表其他章節所披露者外，本集團於該等年度與關聯方訂立以下交易。

該等年度內董事及其他主要管理層成員的薪酬如下：

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Short-term employee benefits	短期僱員福利	2,623	3,964
Post-employment benefits	離職後福利	42	72
		2,665	4,036

於該等年度，本集團與其關聯方訂立以下交易：

Related parties 關聯方	Nature of balances/transactions 結餘／交易性質	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Tanda International Company Limited (Note i) 天達科技國際有限公司(附註i)	Purchases of direct materials 購買直接材料	N/A 不適用	2,221
Greatec Engineering Limited (Note ii) 佳捷工程有限公司(附註ii)	Purchases of direct materials 購買直接材料	—	2,100
Warwick Building Material Limited (Note i) 和益建材有限公司(附註i)	Purchases of direct materials 購買直接材料	N/A 不適用	3,389
Goldin Innovation Development Company Limited (Note iii) 科研科技發展有限公司(附註iii)	Purchases of direct materials 購買直接材料	426	782

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

29. RELATED PARTY TRANSACTIONS (Continued)

29. 關聯方交易 (續)

Related parties 關聯方	Nature of balances/transactions 結餘／交易性質	2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Ever Genius 天賦	Interest on loans from the immediate holding company 來自直接控股公司之貸款利息	280	—
	Balance of interest payables 應付利息結餘	280	—
Mr. Dave Ng 吳榮煥先生	Interest on loans from a director 來自董事貸款之利息	33	—
	Balance of interest payables 應付利息結餘	33	—
	Interest expenses on lease liabilities 租賃負債的利息開支	13	39
	Payments for lease 租賃付款	516	515
	Balance of lease liabilities 租賃負債結餘	—	504
Mr. Johnny Ng (Note iv) 吳榮智先生(附註iv)	Interest expenses on lease liabilities 租賃負債的利息開支	9	26
	Payments for lease 租賃付款	348	348
	Balance of lease liabilities 租賃負債結餘	—	339
	Rental deposit 租賃按金	87	87
Ms. Lim (Note v) 林女士(附註v)	Interest expenses on lease liabilities 租賃負債的利息開支	13	41
	Payments for lease 租賃付款	538	538
	Balance of lease liabilities 租賃負債結餘	—	524
	Rental deposits 租賃按金	134	134

Notes to the Consolidated Financial Statements 綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

29. RELATED PARTY TRANSACTIONS (Continued)

Notes:

- i. These companies were no longer related parties of the Group since 27 June 2025 following the cessation of interests in the companies by a close family member of Mr. Dave Ng.
- ii. This company is controlled by close family member of Mr. Dave Ng.
- iii. Mr. Dave Ng is a director and holds 20% interest of Goldin Innovation Development Company Limited.
- iv. Mr. Ng Wing Chi (“**Mr. Johnny Ng**”) is a close family member of Mr. Dave Ng and Mr. Vincent Ng.
- v. Ms. Lim Ming Ngar (“**Ms. Lim**”) is the mother of Mr. Dave Ng.

29. 關聯方交易 (續)

附註：

- i. 自二零二五年六月二十七日吳榮煥先生的關係密切的家屬終止持有該等公司的權益後，該等公司不再為本集團的關聯方。
- ii. 該公司由吳榮煥先生的關係密切的家屬控制。
- iii. 吳榮煥先生為科研科技發展有限公司的董事，持有該公司20%權益。
- iv. 吳榮智先生（「**吳榮智先生**」）為吳榮煥先生及吳榮盛先生的關係密切的家屬。
- v. 林明雅女士（「**林女士**」）為吳榮煥先生的母親。

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

30. PARTICULARS OF SUBSIDIARIES

30. 附屬公司的詳情

Name of subsidiaries 附屬公司名稱	Place of incorporation/ operation 註冊成立／ 營運地點	Issued and fully paid capital 已發行及繳足 股本	Equity interest attributable to the owner of the Group 歸屬於本集團擁有人的股權		Principal activities 主要業務
			2026 二零二六年	2025 二零二五年	
Rise Nation Global Limited 振邦環球有限公司	BVI 英屬處女群島	Ordinary shares of US\$1 普通股1美元	100%	100%	Investment holding 投資控股
Easy Smart Engineering Limited 怡俊工程有限公司	Hong Kong 香港	Ordinary share of HK\$10,000 普通股10,000港元	100%	100%	Provision of passive fire protection works 提供被動消防工程
Easy Smart Maintenance Engineering Limited 怡俊維修工程有限公司	Hong Kong 香港	Ordinary shares of HK\$100 普通股100港元	100%	100%	Provision of passive fire protection works 提供被動消防工程
E-Build Technology Limited 利築科技有限公司	Hong Kong 香港	Ordinary shares of HK\$100 普通股100港元	100%	100%	Provision of passive fire protection information service 提供被動消防資訊服務
On Thrive Holdings Limited 安旺控股有限公司	BVI 英屬處女群島	Ordinary shares of US\$1 普通股1美元	100%	100%	Investment holding 投資控股
Total Wisdom Developments Limited 全慧發展有限公司	BVI 英屬處女群島	Ordinary shares of US\$1 普通股1美元	100%	100%	Investment holding 投資控股
Prosper Planet Ventures Limited 裕星創投有限公司	BVI 英屬處女群島	Ordinary shares of US\$1 普通股1美元	100%	N/A 不適用	Investment holding 投資控股

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

31. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

31. 融資活動產生負債的對賬

下表詳述融資活動產生的本集團負債的變動，包括現金及非現金變動。融資活動產生的負債為現金流量或未來現金流量於本集團綜合現金流量表分類為融資活動所得現金流量的負債。

		Loans from the immediate	Loans from a director	holding company	Lease liabilities	Interest payables	Total
		來自董事貸款	來自直接控股	公司之貸款	租賃負債	應付利息	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
At 30 June 2024	於二零二四年六月三十日	–	–	–	2,873	–	2,873
Financing cash flows	融資現金流量	–	–	–	(1,589)	–	(1,589)
Finance costs recognised	已確認融資成本	–	–	–	114	–	114
At 30 June 2025	於二零二五年六月三十日	–	–	–	1,398	–	1,398
New lease entered	新訂立租賃	–	–	–	10,889	–	10,889
Financing cash flows	融資現金流量	20,000	26,000	–	(3,658)	–	42,342
Finance costs recognised	已確認融資成本	–	–	–	461	313	774
Early termination of a lease	提前終止租約	–	–	–	(9,090)	–	(9,090)
At 30 June 2026	於二零二六年六月三十日	20,000	26,000	–	–	313	46,313

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綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

32. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

32. 本公司財務狀況表

		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Non-current assets	非流動資產		
Investment in a subsidiary	於一間附屬公司的投資	—*	—*
Right-of-use asset	使用權資產	—	29
		—	29
Current assets	流動資產		
Other receivable and prepayments	其他應收款項及預付款項	14,490	36
Amounts due from subsidiaries	應收附屬公司款項	—	9,669
Bank balances	銀行結餘	5,117	498
		19,607	10,203
Current liabilities	流動負債		
Accrued expenses	應計開支	1,256	880
Lease liabilities	租賃負債	—	31
		1,256	911
Net current assets	流動資產淨額	18,351	9,292
Total assets less current liabilities	總資產減流動負債	18,351	9,321
Non-current liability	非流動負債		
Loans from the immediate holding company	來自直接控股公司之貸款	26,000	—
Net (liabilities) assets	(負債)資產淨值	(7,649)	9,321
Equity	權益		
Share capital	股本	4,080	4,080
Share premium	股份溢價	40,406	40,406
Accumulated losses	累計虧損	(52,135)	(35,165)
Total equity	權益總額	(7,649)	9,321

* less than HK\$1,000

* 少於1,000港元

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the year ended 30 June 2026 截至二零二六年六月三十日止年度

32. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (Continued)

Movement of the Company's reserves

32. 本公司財務狀況表 (續)

本公司儲備的變動

		Share premium 股份溢價 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total 合計 HK\$'000 千港元
As at 1 July 2024	於二零二四年七月一日	110,582	(30,307)	80,275
Loss and total comprehensive expense for the year	年內虧損及全面開支總額	–	(4,858)	(4,858)
Dividends recognised as distribution (Note 11)	確認為分派之股息 (附註11)	(70,176)	–	(70,176)
At 30 June 2025	於二零二五年六月三十日	40,406	(35,165)	5,241
Loss and total comprehensive expense for the year	年內虧損及全面開支總額	–	(16,970)	(16,970)
At 30 June 2026	於二零二六年六月三十日	40,406	(52,135)	(11,729)

Financial Summary

財務概要

The financial summary of the Group for the last five years is set as follows:

本集團於過去五年的財務概要如下：

		For the year ended 30 June				
		截至六月三十日止年度				
		2026	2025	2024	2023	2022
		二零二六年	二零二五年	二零二四年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
Revenue	收益	209,176	314,469	352,922	336,503	240,465
Cost of services	服務成本	(209,478)	(288,339)	(289,337)	(257,039)	(178,590)
Gross (loss) profit	毛(損)利	(302)	26,130	63,585	79,464	61,875
Other income	其他收入	1,172	1,746	2,360	1,588	511
Other gain/(loss)	其他收益/(虧損)	–	–	–	85	93
Impairment losses, net	減值虧損淨額	(2,228)	(5,493)	(2,088)	(115)	(718)
Administrative expenses	行政開支	(29,163)	(22,337)	(20,844)	(14,570)	(9,943)
Finance costs	融資成本	(774)	(114)	(33)	(60)	(346)
Listing expenses	上市開支	–	–	–	(11,786)	(14,191)
(Loss) profit before taxation	除稅前(虧損)溢利	(31,295)	(68)	42,980	54,606	37,281
Income tax credit (expenses)	所得稅抵免(開支)	737	(408)	(7,154)	(10,762)	(8,445)
(Loss) profit and total comprehensive (expense) income for the year	年內(虧損)溢利及全面(開支)收益總額	(30,558)	(476)	35,826	43,844	28,836
(Loss) earnings per share	每股(虧損)盈利					
– Basic (HK cents)	– 基本(港仙)	(7.49)	(0.12)	8.78	13.67	9.40
– Diluted (HK cents)	– 攤薄(港仙)	(7.49)	(0.12)	8.78	13.66	N/A 不適用

Financial Summary

財務概要

		As at 30 June 於六月三十日				
		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元	2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Assets and Liabilities	資產及負債					
Non-current assets	非流動資產	5,426	7,494	9,289	5,418	7,152
Current assets	流動資產	243,666	229,849	309,605	277,292	117,991
Total assets	總資產	249,092	237,343	318,894	282,710	125,143
Non-current liabilities	非流動負債	26,000	–	1,398	–	1,143
Current liabilities	流動負債	31,593	15,286	24,787	25,827	25,623
Total liabilities	總負債	57,593	15,286	26,185	25,827	26,766
Total equity	權益總額	191,499	222,057	292,709	256,883	98,377

Easy Smart Group Holdings Limited
怡俊集團控股有限公司