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## **TONGDA GROUP HOLDINGS LIMITED**

**通達集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 698)**

### **ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2025**

#### **HIGHLIGHTS**

- **Revenue:** The Group's revenue for the year ended 31 December 2025 was approximately HK\$5,180.2 million, representing a year-on-year increase of 1.6% compared to the adjusted revenue of 2024 (excluding the contribution from the disposed high-precision components business).
- **Profitability:** Profit attributable to owners of the Company reached approximately HK\$120.4 million for the year ended 31 December 2025, representing a turnaround from a loss of HK\$3,942.2 million in the corresponding period last year.
- **EPS:** Basic earnings per share was HK\$0.62 for the year ended 31 December 2025, compared to a basic loss per share of HK\$20.25 (restated after Shares Consolidation) for the year ended 31 December 2024.
- **Dividend:** The Board does not recommend the payment of a final dividend for the year ended 31 December 2025.

The board (the “Board”) of directors (the “Directors”) of Tongda Group Holdings Limited (the “Company”) is pleased to announce the consolidated results of the Company and its subsidiaries (collectively the “Group”) for the year ended 31 December 2025 (the “Year”), together with the comparative figures for the previous year, as follows:

## CONSOLIDATED INCOME STATEMENT

Year ended 31 December 2025

	Notes	2025 HK\$'000	2024 HK\$'000
<b>REVENUE</b>	5	<b>5,180,235</b>	5,589,739
<b>Cost of sales</b>		<b>(4,386,450)</b>	(5,917,694)
<b>Gross profit/(loss)</b>		<b>793,785</b>	(327,955)
Other income and gains, net	5	<b>122,569</b>	57,871
Selling and distribution expenses		<b>(49,744)</b>	(65,784)
General and administrative expenses		<b>(652,607)</b>	(1,115,177)
Gain on disposal of subsidiaries	10	–	133,050
Provision for impairment of investments in associates		–	(105,240)
Provision for impairment of amount due from a jointly-controlled entity		–	(267,492)
Provision for impairment of property, plant and equipment		–	(1,977,624)
Other operating expenses, net		<b>(7,340)</b>	(93,295)
Finance costs	6	<b>(49,796)</b>	(96,618)
Share of losses of associates		–	(13,131)
<b>PROFIT/(LOSS) BEFORE TAX</b>	7	<b>156,867</b>	(3,871,395)
Income tax expense	8	<b>(4,912)</b>	(32,576)
<b>PROFIT/(LOSS) FOR THE YEAR</b>		<b>151,955</b>	(3,903,971)
Attributable to:			
Owners of the Company		<b>120,355</b>	(3,942,177)
Non-controlling interests		<b>31,600</b>	38,206
		<b>151,955</b>	(3,903,971)
			(Restated)
<b>EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>			
Basic	12	<b>HK\$0.62</b>	(HK\$20.25)
Diluted		<b>HK\$0.62</b>	(HK\$20.25)

Details of the dividends are disclosed in note 11.

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2025

	<i>Notes</i>	<b>2025</b> <b>HK\$'000</b>	2024 <i>HK\$'000</i>
PROFIT/(LOSS) FOR THE YEAR		<u>151,955</u>	<u>(3,903,971)</u>
OTHER COMPREHENSIVE INCOME/(EXPENSE)			
Other comprehensive income/(expense) that will not be reclassified to profit or loss in subsequent periods:			
Revaluation surplus on transfer of right-of-use assets and property, plant and equipment to an investment property		–	13,336
Loss on properties revaluation		<b>(10,880)</b>	(3,386)
Deferred tax credited/(debited) to the asset revaluation reserve		<u>1,799</u>	<u>(1,549)</u>
		<u><b>(9,081)</b></u>	<u>8,401</u>
Other comprehensive income/(expense) that may be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations			
– subsidiaries		<b>131,749</b>	(212,158)
– associates		–	(2,134)
Release of exchange reserve upon deregistration of subsidiaries		<b>(104)</b>	–
Release of exchange reserve upon disposal of subsidiaries	<i>10</i>	<u>–</u>	<u>57,767</u>
		<u><b>131,645</b></u>	<u>(156,525)</u>
OTHER COMPREHENSIVE INCOME/(EXPENSE) FOR THE YEAR, NET OF TAX		<u><b>122,564</b></u>	<u>(148,124)</u>
TOTAL COMPREHENSIVE INCOME/(EXPENSE) FOR THE YEAR		<u><b>274,519</b></u>	<u>(4,052,095)</u>
Attributable to:			
Owners of the Company		<b>217,052</b>	(4,070,268)
Non-controlling interests		<u>57,467</u>	<u>18,173</u>
		<u><b>274,519</b></u>	<u>(4,052,095)</u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2025

	<i>Notes</i>	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>2,033,462</b>	2,003,124
Right-of-use assets		<b>354,236</b>	346,910
Intangible assets		<b>7,867</b>	8,276
Investment properties		<b>126,696</b>	122,979
Long term deposits		<b>49,870</b>	44,067
Time deposits		<b>92,834</b>	171,156
Deferred tax assets		<b>24,679</b>	19,883
		<hr/>	<hr/>
Total non-current assets		<b>2,689,644</b>	2,716,395
<b>CURRENT ASSETS</b>			
Inventories	<i>13</i>	<b>676,148</b>	713,839
Trade and bills receivables	<i>14</i>	<b>2,033,085</b>	2,118,531
Prepayments, deposits and other receivables		<b>149,679</b>	143,869
Amount due from a jointly-controlled entity		–	8,376
Tax recoverable		–	8,675
Financial assets at fair value through profit or loss (“FVTPL”)		<b>300,269</b>	310,596
Time deposits		<b>183,979</b>	43,844
Pledged deposits		<b>277,418</b>	249,519
Cash and cash equivalents		<b>754,145</b>	840,592
		<hr/>	<hr/>
Total current assets		<b>4,374,723</b>	4,437,841
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	<i>15</i>	<b>2,138,847</b>	2,525,086
Accrued liabilities and other payables		<b>438,227</b>	488,532
Interest-bearing bank and other borrowings		<b>594,583</b>	547,963
Lease liabilities		<b>5,000</b>	1,992
Tax payable		<b>92,205</b>	96,945
		<hr/>	<hr/>
Total current liabilities		<b>3,268,862</b>	3,660,518
<b>NET CURRENT ASSETS</b>		<hr/> <b>1,105,861</b>	<hr/> 777,323
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<hr/> <b>3,795,505</b>	<hr/> 3,493,718

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)***31 December 2025*

	<i>Notes</i>	<b>2025</b> <b>HK\$'000</b>	2024 <i>HK\$'000</i>
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank borrowings		<b>468,254</b>	432,394
Other payables		<b>74,156</b>	79,788
Deferred revenue		<b>34,856</b>	9,264
Lease liabilities		<b>29,350</b>	23,101
Deferred tax liabilities		<b>37,454</b>	44,328
		<hr/>	<hr/>
Total non-current liabilities		<b>644,070</b>	588,875
		<hr/>	<hr/>
Net assets		<b>3,151,435</b>	2,904,843
		<hr/>	<hr/>
<b>EQUITY</b>			
<b>Equity attributable to owners of the Company</b>			
Share capital	<i>16</i>	<b>97,356</b>	97,356
Reserves		<b>2,730,238</b>	2,508,162
		<hr/>	<hr/>
		<b>2,827,594</b>	2,605,518
		<hr/>	<hr/>
<b>Non-controlling interests</b>		<b>323,841</b>	299,325
		<hr/>	<hr/>
Total equity		<b>3,151,435</b>	2,904,843
		<hr/>	<hr/>

## NOTES

### 1. CORPORATE AND GROUP INFORMATION

Tongda Group Holdings Limited (the “Company”) is a limited liability company incorporated in the Cayman Islands. The registered office address of the Company is Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681GT, George Town, Grand Cayman, Cayman Islands. The principal place of business of the Company and its subsidiaries is at room 1201-02, 12th Floor, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong.

The principal activity of the Company is investment holding. The principal activities of the Company’s subsidiaries are manufacture and sale of components of handset casings and high-precision components, household and sports goods, panels for smart electrical appliances, network communications facilities and other electrical consumer products. There were no significant changes in the nature of the Group’s principal activities during the year.

In the opinion of the directors of the Company, Mr. Wang Ya Nan, Mr. Wang Ya Hua, Mr. Wong Ah Yeung, Mr. Wong Ah Yu, together with Landmark Worldwide Holdings Limited and E-Growth Resources Limited, are considered as the controlling shareholders of the Company.

### 2. BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards (which include all applicable HKFRSs, Hong Kong Accounting Standards (“HKASs”) and Interpretations) as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for a leasehold building in Hong Kong classified as property, plant and equipment and the related right-of-use assets, investment properties, financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income which have been measured at fair value. The non-current assets of subsidiaries classified as held for sale are stated at the lower of their carrying amounts and fair values less costs to sell. These consolidated financial statements are presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest thousand except when otherwise indicated.

Certain balances in the consolidated financial statements as at 31 December 2024 were reclassified in conformity with current year’s presentation.

#### **Basis of consolidation**

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2025. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

## 2. BASIS OF PREPARATION (continued)

### Basis of consolidation (continued)

Generally, there is a presumption that a majority of voting rights results in control. When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The consolidated financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

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 described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained, and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

## 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following revised HKFRS Accounting Standards for the first time for the current year's consolidated financial statements:

Amendments to HKAS 21

*Lack of Exchangeability*

### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and impact of the revised HKFRS Accounting Standards that are applicable to the Group are described below:

#### (a) Amendments to HKAS 21 – Lack of Exchangeability

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable.

As the currencies that the Group had transacted with and the functional currencies of group entities for translation into the Group's presentation currency were exchangeable, the amendments did not have any material impact on these consolidated financial statements.

### 4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable segments as follows:

- (a) the consumer electronics structural components segment consists of manufacturing of components of handset casings and high-precision components, panels for smart electrical appliances, network communications facilities and other electrical consumer products; and
- (b) the household and sports goods segment consists of durable household goods, household utensils and sports goods.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that other income and gains, net, corporate and other unallocated expenses, non-lease-related finance costs, share of profits/losses of associates, provision for impairment of investments in associates and provision for impairment of amount due from a jointly-controlled entity are excluded from such measurement.

Segment assets exclude deferred tax assets, tax recoverable, amount due from a jointly-controlled entity, pledged deposits, cash and cash equivalents as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank and other borrowings, tax payable, deferred tax liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

#### 4. OPERATING SEGMENT INFORMATION (continued)

The following is an analysis of the Group's revenue and results by reportable segments:

	Consumer electronic structural components		Household and sports goods		Eliminations		Consolidated	
	2025 HK\$'000	2024 HK\$'000	2025 HK\$'000	2024 HK\$'000	2025 HK\$'000	2024 HK\$'000	2025 HK\$'000	2024 HK\$'000
Segment revenue								
Sales to external customers* (note 5)	4,042,760	4,536,043	1,137,475	1,053,696	-	-	5,180,235	5,589,739
Intersegment sales	151	22	-	-	(151)	(22)	-	-
<b>Total</b>	<b>4,042,911</b>	<b>4,536,065</b>	<b>1,137,475</b>	<b>1,053,696</b>	<b>(151)</b>	<b>(22)</b>	<b>5,180,235</b>	<b>5,589,739</b>
Segment results before depreciation	244,340	(2,849,936)	137,038	142,808	-	-	381,378	(2,707,128)
Depreciation of property, plant and equipment	(190,374)	(582,595)	(60,144)	(50,253)	-	-	(250,518)	(632,848)
Depreciation of right-of-use assets	(9,747)	(7,249)	(4,009)	(3,940)	-	-	(13,756)	(11,189)
Amortisation of intangible assets	(767)	(773)	-	-	-	-	(767)	(773)
<b>Segment results</b>	<b>43,452</b>	<b>(3,440,553)</b>	<b>72,885</b>	<b>88,615</b>	<b>-</b>	<b>-</b>	<b>116,337</b>	<b>(3,351,938)</b>
Unallocated income							122,569	57,871
Corporate and other unallocated expenses							(33,965)	(96,197)
Finance cost (other than interest expenses on lease liabilities)							(48,074)	(95,268)
Share of losses of associates							-	(13,131)
Provision of impairment of investments in associates							-	(105,240)
Provision of impairment of amount due from a jointly-controlled entity							-	(267,492)
<b>Profit/(loss) before tax</b>							<b>156,867</b>	<b>(3,871,395)</b>
Income tax expense							(4,912)	(32,576)
<b>Profit/(loss) for the year</b>							<b>151,955</b>	<b>(3,903,971)</b>
Other segment information:								
Provision for impairment recognised in the income statement, net*	(14,554)	(547,495)	(16,223)	(2,666)	-	-	(30,777)	(550,161)
Provision for impairment reversed in the income statement**	3,345	931	274	413	-	-	3,619	1,344
Provision for impairment of property, plant and equipment	-	(1,977,624)	-	-	-	-	-	(1,977,624)
Gain on disposal of subsidiaries	-	133,050	-	-	-	-	-	133,050
Capital expenditure***	92,972	325,415	106,978	128,628	-	-	199,950	454,043

#### 4. OPERATING SEGMENT INFORMATION (continued)

# Sales to external customers are also revenue from contracts with customers.

\* Included provision for impairment of trade and other receivables and provision against inventories.

\*\* Included reversal of impairment of trade receivables.

\*\*\* Capital expenditure consists of additions to property, plant and equipment and leasehold land recognised in right-of-use assets.

	Consumer electronic structural components		Household and sports goods		Eliminations		Consolidated	
	2025	2024	2025	2024	2025	2024	2025	2024
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment assets	<u>4,345,080</u>	<u>4,453,580</u>	<u>1,663,045</u>	<u>1,573,611</u>	<u>-</u>	<u>-</u>	<u>6,008,125</u>	6,027,191
Unallocated assets							<u>1,056,242</u>	<u>1,127,045</u>
Total assets							<u>7,064,367</u>	<u>7,154,236</u>
Segment liabilities	<u>2,338,188</u>	<u>2,750,254</u>	<u>382,248</u>	<u>377,509</u>	<u>-</u>	<u>-</u>	<u>2,720,436</u>	3,127,763
Unallocated liabilities							<u>1,192,496</u>	<u>1,121,630</u>
Total liabilities							<u>3,912,932</u>	<u>4,249,393</u>

#### Geographical information

	PRC*		Asia Pacific (excluding PRC)		United States		Europe		Others		Consolidated	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue from customers												
Segment revenue:												
Sales to external customers <sup>#</sup>	<u>3,687,796</u>	<u>4,289,394</u>	<u>621,805</u>	<u>499,304</u>	<u>186,760</u>	<u>10,049</u>	<u>515,054</u>	<u>464,768</u>	<u>168,820</u>	<u>326,224</u>	<u>5,180,235</u>	<u>5,589,739</u>
Non-current assets	<u>2,563,892</u>	<u>2,642,256</u>	<u>101,073</u>	<u>54,256</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,664,965</u>	<u>2,696,512</u>

#### 4. OPERATING SEGMENT INFORMATION (continued)

The revenue information above is based on the locations of the customers.

\* The People's Republic of China ("PRC") includes Hong Kong and Macau.

# Sales to external customers are also revenue from contracts with customers.

The non-current assets information above is based on the locations of the assets and excludes deferred tax assets.

##### Information about major customers

Revenues from the following customers contributed over 10% of the total sales to the Group:

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Customer A	N/A*	646,061
Customer B	<u>864,425</u>	<u>856,058</u>
	<u>864,425</u>	<u>1,502,119</u>

\* Revenue contributed less than 10% of the total sales to the Group.

Revenues from Customer A and B were mainly derived from sales of the consumer electronics structural components segment, including sales to a group of entities which are known to be under common control of the respective customers.

#### 5. REVENUE, OTHER INCOME AND GAINS, NET

An analysis of revenue is as follows:

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<i>Revenue from contracts with customers</i>		
Sale of goods	<u>5,180,235</u>	<u>5,589,739</u>

The performance obligation is satisfied upon delivery of the goods and the payment is generally due within one to three months from delivery, except for new customers, where payment in advance is normally required.

Revenue from the sale of goods is recognised at a point in time when control of goods is transferred to customers, generally on delivery of goods.

## 5. REVENUE, OTHER INCOME AND GAINS, NET (continued)

An analysis of other income and gains, net is as follows:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>Other income and gains, net</b>		
Bank interest income	11,583	15,131
Interest income from a jointly-controlled entity	2,128	2,686
Interest income from receivables from an individual third party	–	1,179
Utilities income	20,199	10,220
Sales of materials, net of costs	785	(68,152)
Government grants*	33,496	45,305
Finance income	–	52
Change in fair value of investment properties	(1,844)	(5,027)
Rental income	30,794	35,274
Loss on changes in fair value of FVTPL	(1,536)	(1,824)
Gain on disposal of FVTPL	13,033	15,368
Others	13,931	7,659
	<u>122,569</u>	<u>57,871</u>

\* Various government grants have been received for setting up research activities. There are no unfulfilled conditions or contingencies relating to these grants.

## 6. FINANCE COSTS

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Interest expenses on bank and other borrowings	42,056	85,211
Interest expenses on discounted bills	6,018	10,057
Interest expenses on lease liabilities	1,722	1,350
	<u>49,796</u>	<u>96,618</u>

## 7. PROFIT/(LOSS) BEFORE TAX

The Group's profit/(loss) before tax is arrived at after charging/(crediting):

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Cost of inventories sold	4,386,450	5,917,694
Depreciation of property, plant and equipment	250,518	632,848
Depreciation of right-of-use assets	13,756	11,189
Amortisation of intangible assets	767	773
Research and development costs	264,626	579,958
Lease payments not included in the measurement of lease liabilities	10,483	18,033
Employee benefit expense (excluding directors' remuneration):		
Salaries and wages	1,148,564	1,379,275
Pension scheme contributions*	94,167	78,429
Equity-settled share award expense/(reversal), net	(3,839)	11,631
Less: Amounts included in research and development costs	(155,928)	(202,924)
	<u>1,082,964</u>	<u>1,266,411</u>
Auditor's remuneration		
– annual audit services	3,000	4,000
– other services	620	1,710
Loss/(gain) on disposals/written off of items of property, plant and equipment***	(5,247)	3,866
Foreign exchange differences, net***	3,965	38,511
Changes in fair value of investment properties**	1,844	5,027
Impairment of trade receivables***	16,675	21,766
Impairment of other receivables***	–	19,501
Reversal of impairment of trade receivables***	(3,619)	(1,344)
Provision against inventories	<u>14,102</u>	<u>508,894</u>

Cost of inventories sold includes HK\$1,114,120,000 (2024: HK\$1,579,097,000) relating to staff costs, operating lease rentals, provision against inventories, and depreciation of property, plant and equipment and right-of-use assets, which are also included in the respective total amounts disclosed above for each of these types of expenses.

\* There are no forfeited contributions that may be used by the Group as the employer to reduce the existing level of contributions.

\*\* This amount is included in “Other income and gains, net” on the face of the consolidated income statement.

\*\*\* These amounts are included in “Other operating expenses, net” on the face of the consolidated income statement.

## 8. INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% (2024: 16.5%) on the estimated assessable profits arising in Hong Kong during the year, except for one of the subsidiaries of the Group in Hong Kong, which is a qualifying entity under the two-tier profits tax rates regime. The first HK\$2,000,000 (2024: HK\$2,000,000) of assessable profits of this subsidiary are taxed at 8.25% (2024: 8.25%) and the remaining assessable profits are taxed at 16.5% (2024: 16.5%). Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

	<b>2025</b>	2024
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
Current – Hong Kong		
Charge for the year	<b>1,639</b>	6,007
Current – Elsewhere		
Charge for the year	<b>12,134</b>	54,565
Underprovision/(overprovision) in prior years	<b>1,010</b>	(3,345)
	<b>13,144</b>	51,220
Deferred	<b>(9,871)</b>	(24,651)
Total tax charge for the year	<b>4,912</b>	32,576

## 9. BUSINESS COMBINATION

On 22 December 2023, Tongda Intelligence (BVI) Co Limited, an indirect wholly-owned subsidiary of the Company, as the purchaser, and Tongda Group (Asia) Limited, as the vendor, entered into the sale and purchase agreement (the “Sale and Purchase Agreement”), pursuant to which the purchaser has conditionally agreed to purchase, and the vendor has conditionally agreed to sell all issued shares of Credence Technology Limited (“Target Company”), a company incorporated in the British Virgin Islands with limited liability, at the consideration of HK\$60,000,000, subject to the terms and conditions as set out in the Sale and Purchase Agreement. The vendor is owned as to 25% each by Mr. Wang Ya Nan, Mr. Wang Ya Hua, Mr. Wong Ah Yu and Mr. Wong Ah Yeung, being the controlling shareholders and connected persons of the Company.

Pursuant to the Sale and Purchase Agreement, the vendor guarantees to the purchaser that the audited consolidated earnings before interest, taxes, depreciation and amortisation (“EBITDA”) of the Target Company will not be less than HK\$12,000,000 for the financial year ended 31 December 2024. If the actual audited consolidated EBITDA of the Target Company for the financial year ended 31 December 2024 as shown in the audited consolidated financial statements of the Target Company for the year ended 31 December 2024 is less than HK\$12,000,000, then the vendor shall pay to the purchaser in cash within seven days after the delivery of such financial statements an amount calculated. Based on the consolidated management account of the Target Company as at 31 December 2024, the consolidated EBITDA of the Target Company exceeded HK\$12,000,000 for the year ended 31 December 2024.

The acquisition was made as part of the Group’s strategy to expand and create synergy with the existing electrical appliances business. The acquisition was completed on 3 January 2024 and the consideration was satisfied by the payment of the cash of HK\$60,000,000. Further details of the acquisition was set out in the Company’s announcement dated 22 December 2023.

Acquisition-related costs of HK\$1,459,000 for the year ended 31 December 2024 that were not directly attributable to the issue of shares are included in administrative expenses in the consolidated statement of income statement and in operating cash flows in the consolidated statement of cash flows.

The assets acquired and liabilities assumed by the Group in the acquisition reflected the fair values based on management’s analysis, including work performed by independent professional valuer.

## 9. BUSINESS COMBINATION (continued)

### Acquisition-related costs

The following is a summary of the fair values of the assets acquired and liabilities assumed as at the acquisition date (3 January 2024):

	Fair value <i>HK\$000</i>
Net identifiable assets acquired:	
Property, plant and equipment	81,445
Customer relationship (included in intangible assets)	9,388
Financial assets at fair value through profit or loss	7,020
Inventories	40,668
Trade and other receivables	75,122
Tax recoverable	1,322
Cash and cash equivalents	8,305
Bank borrowings	(59,324)
Trade and other payables	<u>(103,946)</u>
Net identifiable assets acquired	60,000
Total consideration satisfied by cash	<u>60,000</u>
Net cash outflow arising on acquisition:	
Cash consideration paid	(60,000)
Cash and cash equivalents acquired	<u>8,305</u>
Net outflow of cash and cash equivalents included in cash flows from investing activities	<u>(51,695)</u>

#### (i) Revenue and profit contribution

The Target Company and its subsidiaries contributed HK\$257,334,000 and HK\$917,000 to the Group's revenue and profit for the period between the date of acquisition and 31 December 2024, respectively.

## 10. DISPOSAL OF SUBSIDIARIES

On 22 December 2023, Tongda Precision Technology Company Limited, a wholly-owned subsidiary of the Company as a seller, an independent third party as a purchaser, and the Company as the guarantor, entered into a business transfer agreement (the “BTA”) whereby the Group agreed to dispose of the business of manufacturing high-precision micro components (the “High Precision Business”) as currently conducted by the Group for a consideration of HK\$2,015,000,000 (the “High Precision Disposal”). The High Precision Disposal was completed on 3 April 2024.

On 4 November 2024, Tongda (Shanghai) Company Limited and Meijitsu Tongda (HK) Company Limited, the wholly-owned subsidiaries of the Company as sellers (the “Sellers”), and an independent third party as a purchaser, entered into an equity transfer agreement whereby the Sellers agreed to dispose of their 100% equity interests in Tongda Fuso (HK) Company Limited (“Tongda Fuso”) at a cash consideration of HK\$1,000,000 (the “Fuso Disposal”). Tongda Fuso and its subsidiaries were primarily engaged in manufacturing of various types of labels and decorative printing (the “Fuso Business”). Disposal of this business allows the Group to concentrate its resource to its core businesses. The Fuso Disposal has been completed on 4 November 2024.

The followings are the assets and liabilities in respect of the disposal of “High Precision Business” and “Fuso Business” at their respective completion date:

	High Precision Business <i>HK\$'000</i>	Fuso Business <i>HK\$'000</i>	Total <i>HK\$'000</i>
Net assets disposed of:			
Property, plant and equipment	734,867	965	735,832
Right-of-use assets	32,583	–	32,583
Inventories	698,991	11,083	710,074
Trade and other receivables, deposits and prepayments	908,960	13,505	922,465
Tax recoverable	8,580	–	8,580
Bank balances and cash	105,895	4,501	110,396
Lease liabilities	(31,701)	–	(31,701)
Trade and other payables	(732,277)	(14,809)	(747,086)
Bank borrowings	(117,115)	–	(117,115)
	<u>1,608,783</u>	<u>15,245</u>	<u>1,624,028</u>
Consideration received	2,015,000	1,000	2,016,000
Net assets disposed of	(1,608,783)	(15,245)	(1,624,028)
Release of exchange fluctuation reserve	(58,671)	904	(57,767)
Gain/(loss) on disposal of subsidiaries	347,546	(13,341)	334,205
Transaction costs directly related to the disposal	(53,037)	(29)	(53,066)
Income tax expense	(148,089)	–	(148,089)
Net gain/(loss) on disposal of subsidiaries	<u>146,420</u>	<u>(13,370)</u>	<u>133,050</u>

## 10. DISPOSAL OF SUBSIDIARIES (continued)

An analysis of the net inflow of cash and cash equivalents in respect of the disposal of subsidiaries is as follows:

	High Precision Business HK\$'000	Fuso Business HK\$'000	Total HK\$'000
Consideration received in cash and cash equivalents	2,015,000	1,000	2,016,000
Less:			
Cash and cash equivalents of subsidiaries disposed of	(105,895)	(4,501)	(110,396)
Withholding tax paid	<u>(146,883)</u>	<u>–</u>	<u>(146,883)</u>
Net inflow/(outflow) of cash and cash equivalents in respect of the disposal of subsidiaries, net of tax	<u>1,762,222</u>	<u>(3,501)</u>	<u>1,758,721</u>

## 11. DIVIDENDS

On 26 March 2026, the Board of the Company does not recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

## 12. EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

	2025 HK\$'000	2024 HK\$'000
<b>Profit/(loss)</b>		
Profit/(loss) for the purpose of basic and diluted profit/(loss) per share	<u>120,355</u>	<u>(3,942,177)</u>
	'000	'000 (Restated)
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic and diluted profit/(loss) per share	<u>194,712</u>	<u>194,712</u>

The weighted average number of ordinary shares for the purpose of basic and diluted loss per share for the year ended 31 December 2024 has been retrospectively adjusted for the share consolidation of every 50 ordinary shares into 1 consolidated share which effective on 13 October 2025, as if the share consolidation had been effective since 1 January 2024.

The Group had no potentially dilutive ordinary shares in issue for the year end 31 December 2025.

No adjustment has been made to the basic earnings per share amount presented for the year ended 31 December 2024 in respect of a dilution of the award shares as certain conditions under the share award scheme not yet fully satisfied as of the reporting period.

### 13. INVENTORIES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Raw materials	174,929	157,212
Work in progress	142,685	180,300
Finished goods	<u>358,534</u>	<u>376,327</u>
	<u>676,148</u>	<u>713,839</u>

As at 31 December 2025, moulds of HK\$45,015,000 (2024: HK\$22,634,000) are included in the finished goods.

As at 31 December 2025, provision against inventories of HK\$311,649,000 (2024: HK\$545,791,000) was provided for slow-moving and obsolete inventories.

### 14. TRADE AND BILLS RECEIVABLES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Trade receivables	1,405,330	1,515,435
Impairment allowances	<u>(40,172)</u>	<u>(25,378)</u>
	1,365,158	1,490,057
Bills receivable	<u>667,927</u>	<u>628,474</u>
	<u>2,033,085</u>	<u>2,118,531</u>

As at 31 December 2025, gross trade receivables of certain customers of HK\$58,023,000 (2024: HK\$72,850,000) and bills receivable of HK\$123,783,000 (2024: HK\$92,989,000) were measured at fair value through other comprehensive income as these trade and bills receivables are managed within a business model with the objective of both holding to collect contractual cash flows and selling for working capital management and the contractual terms of these receivables give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

It is the general policy of the Group to allow a credit period of one to three months. In addition, for certain customers with long-established relationships and good repayment histories, a longer credit period may be granted in order to maintain a good relationship. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by management. Trade receivables are non-interest-bearing. At the end of the reporting period, 25.0% (2024: 18.3%) and 37.2% (2024: 37.8%) of the total trade and bills receivables were due from the Group's largest customer and the five largest customers, respectively.

#### 14. TRADE AND BILLS RECEIVABLES (continued)

An ageing analysis of the Group's trade and bills receivables as at 31 December 2025, based on the invoice date and issuance date, is as follows:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Within 3 months	1,724,201	1,976,360
4 to 6 months, inclusive	281,057	138,970
7 to 9 months, inclusive	30,491	5,499
10 to 12 months, inclusive	9,572	2,775
More than 1 year	27,936	20,305
	<u>2,073,257</u>	<u>2,143,909</u>
Impairment allowances	(40,172)	(25,378)
	<u>2,033,085</u>	<u>2,118,531</u>

#### 15. TRADE AND BILLS PAYABLES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Trade payables	1,241,147	1,527,152
Bills payables	897,700	997,934
	<u>2,138,847</u>	<u>2,525,086</u>

The trade payables are non-interest-bearing and are normally settled on 60 to 90 days' terms. An ageing analysis of the Group's trade and bills payables as at 31 December 2025, based on the invoice date and issuance date, is as follows:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Within 3 months	1,506,749	1,821,013
4 to 6 months, inclusive	549,320	656,634
7 to 9 months, inclusive	27,770	18,873
10 to 12 months, inclusive	6,893	3,645
More than 1 year	48,115	24,921
	<u>2,138,847</u>	<u>2,525,086</u>

## 16. SHARE CAPITAL

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Authorised:		
400,000,000 (2024: 20,000,000,000) ordinary shares	<u>200,000</u>	<u>200,000</u>
Issued and fully paid:		
194,712,152 (2024: 9,735,607,645) ordinary shares	<u>97,356</u>	<u>97,356</u>

A summary of movements in the Company's share capital is as follows:

	Number of ordinary shares in issue	Issued capital <i>HK\$'000</i>	Share premium account <i>HK\$'000</i>	Total <i>HK\$'000</i>
<b>Issued:</b>				
As at 1 January 2024, 31 December 2024 and 1 January 2025	9,735,607,645	97,356	1,780,859	1,878,215
Shares Consolidation ( <i>note a</i> )	<u>(9,540,895,493)</u>	<u>–</u>	<u>–</u>	<u>–</u>
As at 31 December 2025	<u>194,712,152</u>	<u>97,356</u>	<u>1,780,859</u>	<u>1,878,215</u>

*Note a:* On 8 September 2025, the Board of the Company proposed to implement the shares consolidation, pursuant to which every fifty issued and unissued existing shares of par value HK\$0.01 each will be consolidated into one consolidated share of par value HK\$0.5 each (the “Shares Consolidation”). The Shares Consolidation was completed and effective on 13 October 2025. Immediately after the Shares Consolidation becoming effective, the authorised share capital of the Company was remained at HK\$200,000,000 but divided into 400,000,000 Consolidated Shares of par value of HK\$0.5 each, of which 194,712,152 Consolidated Shares will be in issue and fully paid or credited as fully paid, details of which were disclosed in the Company's circular dated 23 September 2025. The transaction cost of HK\$161,000 was recorded in consolidated income statement for the year ended 31 December 2025.

## CHAIRMAN’S STATEMENT

On behalf of the board (the “Board”) of directors (the “Directors”) of Tongda Group Holdings Limited (the “Company”), I am pleased to announce the annual results of the Company and its subsidiaries (collectively the “Group”) for the year ended 31 December 2025 (the “Year”).

The year 2025 marked a critical milestone in the Group’s demonstration of operational resilience and the implementation of our strategic realignment. In response to the volatility and challenges within the global consumer electronics market, the Group proactively initiated change and decisively executed resource restructuring and business optimisation. During the Year, the Group recorded a revenue of approximately HK\$5,180.2 million. Excluding the impact of the high-precision components business, the disposal of which was completed in April 2024, revenue for the Year recorded a year-on-year growth of approximately 1.6% compared to the adjusted revenue of the corresponding period last year.

Benefiting from stringent risk control, strategic order selection, and a significant decrease in depreciation expenses following the asset impairment provisions made at the end of 2024, the Group’s overall gross profit margin successfully rebounded to 15.3%, compared to a gross loss margin of 5.9% in the corresponding period last year. Profit attributable to owners of the Company reached HK\$120.4 million. Compared to the substantial loss in the corresponding period last year, the Group has successfully achieved a turnaround from loss to profit, reflecting the Group’s transition onto a new trajectory of healthy development.

Guided by a forward-looking strategic vision, the Group has concentrated its resources on high-growth and high-value sectors. Notably, the household and sports goods segment has emerged as the Group’s new growth engine. Its turnover increased by approximately 8.0% year-on-year, from approximately HK\$1,053.7 million in the corresponding period last year to approximately HK\$1,137.5 million for the Year, with its contribution to total revenue rising to approximately 22.0%, effectively optimising the Group’s business portfolio. With the commencement of operations at our new Industry 4.0 factory in Malaysia and our network communications facility in Vietnam, the Group has not only strengthened its ability to mitigate geopolitical and tariff risks but has also moved closer to international customer demands, establishing a more resilient global production ecosystem.

Looking ahead, the Group will maintain a robust and flexible financial position, ensuring that research and development resources are focused on high-yield core businesses. We will further penetrate the mid-to-high-end smartphone structural parts market (such as glass fiber casings) and continue to drive refined and intelligent production in our household and sports goods business. While striving to create long-term and sustainable value returns for our shareholders, we will also integrate Environmental, Social, and Governance (ESG) responsibilities into our core operations, ensuring the Group's sustained development in a volatile macro-environment and the reshaping of our corporate value.

## **BUSINESS REVIEW**

The Group is a leading global one-stop solution provider for precision structural parts, offering comprehensive services spanning product design, research and development (“R&D”), to manufacturing. The Group maintains a diversified product portfolio, primarily covering household and sports goods, smartphone casings, network communications equipment, and smart household appliance panels.

In 2025, amidst an intensely competitive consumer electronics market and a complex international socio-political landscape, the Group recorded a revenue of approximately HK\$5,180.2 million (2024: approximately HK\$5,589.7 million). Excluding the impact of the high-precision components business, the disposal of which was completed in April 2024, the Group's revenue for the Year achieved a stable year-on-year growth of approximately 1.6% compared to the adjusted revenue of the corresponding period last year.

During the Year, despite a challenging macro-environment, the Group significantly restored its operational quality and profitability through the steadfast execution of its strategic realignment. The Group returned to a gross profit position among the Year, with the margin swinging from a gross loss of 5.9% in 2024 to a gross profit of 15.3% in 2025. Concurrently, the Group recorded a profit attributable to owners of the Company of approximately HK\$120.4 million (2024: loss attributable to owners of the Company of approximately HK\$3,942.2 million), successfully achieving a turnaround from loss to profit. The major drivers of the performance improvement are as follows:

1. **Comprehensive Optimisation of Asset Quality:** No significant one-off non-cash asset impairment provisions were recorded during the Year (as compared to aggregate impairment provisions of approximately HK\$2,350.4 million for the corresponding period last year, which included property, plant and equipment, interests in associates, and provisions for trade receivables and loans to a jointly-controlled entity). This has led to a healthier balance sheet.

2. **Optimisation of Business Mix and Improvement in Cost Structure:** The Group adopted a balanced and disciplined development strategy. By strengthening its risk assessment framework, the Group proactively prioritised high-value orders and eliminated low-margin projects, leading to a significant enhancement in overall order quality and operational resilience. Concurrently, as inventory levels normalised, the provision for inventories decreased substantially from approximately HK\$508.9 million in the corresponding period last year to approximately HK\$14.1 million for the Year, effectively alleviating the pressure on profitability. Furthermore, benefiting from the impairment provisions made for certain fixed assets at the end of 2024, the related depreciation expenses for the Year decreased by approximately HK\$358.6 million. The synergy between enhanced operational efficiency and the recalibrated asset base directly drove the rebound in the Group's gross profit margin.
3. **Optimisation of Operating Expenses and R&D Costs:** Following the completion of the disposal of the high-precision components business on 3 April 2024, the Group no longer incurred the related R&D and administrative expenses during the Year. Concurrently, the Group adopted a disciplined resource allocation plan by concentrating its R&D resources on core businesses, while new products previously developed at the request of customers have been successively launched into the market. Attributable to the aforementioned factors, the Group's overall administrative expenses (including R&D costs) for the Year decreased significantly by approximately HK\$462.6 million compared to the corresponding period last year.

## **BUSINESS SEGMENTS**

The Group is organised into two reportable business segments based on its products and services:

**(a) Consumer Electronics Structural Parts:**

consists of manufacturing of components of handset casings and high-precision components, panels for smart electrical appliances, network communications facilities and other electrical consumer products; and

**(b) Household and Sporting Goods:**

consists of durable household goods, household utensils and sports goods.

### *Consumer Electronics Structural Components*

This segment recorded sales of approximately HK\$4,042.7 million during the Year, accounting for approximately 78.0% of the Group's total revenue, representing an approximately 10.9% decrease from approximately HK\$4,536.0 million in the corresponding period last year. Excluding the impact of the disposal of the high-precision components business in April 2024, the segment's revenue for the Year remained stable compared to the adjusted revenue of the corresponding period last year.

The handset casing business within this segment serves several leading global brands. Faced with the slow recovery of the global smartphone market and margin pressure on low-to-mid-range products, the Group proactively optimised its customer portfolio and concentrated resources on high-yield businesses. Through the progressive improvement of the order margin structure, the Group ensured high-quality business growth.

This segment also covers wireless routers, network communications equipment casings, and smart household appliance panels, primarily serving renowned brands in Europe, the US, and domestic markets.

### *Household and sports goods*

Revenue for this segment grew by approximately 8.0% year-on-year from approximately HK\$1,053.7 million in the corresponding period last year to approximately HK\$1,137.5 million for the Year, representing approximately 22.0% of the Group's total revenue and serving as a major growth engine.

The segment is primarily engaged in the R&D, production, and sale of consumer goods in industries such as outdoor sports, household living, and healthcare. Leveraging the systemic advantages of "Product Design + Intelligent Manufacturing" and refined production management, the segment has successfully established deep relationships with multiple global industry leaders and continues to expand into leading brands within various sub-sectors.

The Group's factories in Shishi, Xiamen, and Malaysia maintained high capacity utilisation rates to support continued business expansion. In particular, the new Industry 4.0 facility in Malaysia has strengthened the Group's ability to mitigate geopolitical and tariff risks, stabilised overseas market share, and served as an international strategic pivot to drive the continued expansion of the Group's global business footprint.

The percentages of total revenue by product category for the Year and a comparison with the corresponding period last year are as follows:

	<b>2025</b>	2024
i. Consumer Electronics Structural Components	<b>78.0%</b>	81.1%
ii. Household and sports goods	<b>22.0%</b>	18.9%

## **PROSPECTS**

In response to the volatile international political and economic environment and intense competition, the Group has consistently adjusted its business structure over the past few years. This included business restructuring and disposals, improvement of the debt-to-equity ratio, adoption of a more cautious operating model, and a focused approach on enhancing profit margins, cash flow enhancement, and risk management. These efforts have built a solid foundation of operational resilience. Looking ahead, the Group will continue to focus on the following strategic dimensions:

### **1. Strategic Breakthrough in Smartphone Business:**

Addressing the rising memory costs and inflationary pressures predicted by IDC, the Group will focus on its self-developed glass fiber casing solutions tailored for mid-to-high-end smartphones. These products offer a lightweight, translucent texture and excellent impact resistance, helping to drive product pricing capability and profit levels. Furthermore, the newly commissioned network communications facility in Vietnam will further enhance the Group's appeal to international customers.

### **2. Scaling and Intelligent Transformation of Household and Sports Goods Business:**

Capitalising on the trends of consumption upgrading and intelligent manufacturing, the Group will deepen strategic cooperation with multinational brands. With material innovation and mold design at the core, we will promote intelligent and refined production to ensure stable operational quality alongside business expansion.

### **3. Financial Health and Sustainable Value Reshaping:**

The Group remains committed to maintaining a robust financial structure. We will strive to deeply align R&D, customer structure, and risk management to maximise the release of asset value. Simultaneously, the Group will internalise sustainable development as a core operating principle, pursuing long-term and stable shareholder returns amidst a changing market.

## **FINANCIAL REVIEW**

During the Year, the Group recorded a total revenue of approximately HK\$5,180.2 million (2024: approximately HK\$5,589.7 million). Excluding the impact of the high-precision components business (the disposal of which was completed on 3 April 2024), the Group's core revenue achieved a stable year-on-year growth of approximately 1.6%. Notably, the Group recorded a profit attributable to owners of the Company of approximately HK\$120.4 million, successfully achieving a turnaround from the net loss of HK\$3,942.2 million in 2024. This performance reflects the effectiveness of the strategic restructuring and the restoration of the Group's operational profitability.

### **Revenue**

During the Year, the Group recorded revenue of approximately HK\$5,180.2 million, representing a 7.3% decrease from HK\$5,589.7 million in the corresponding period last year. Such decrease was principally a reflection of the strategic disposal of the high-precision components business completed in April 2024. Stripping out the impact of this disposal, the Group's underlying revenue performance remained robust, recording a steady year-on-year growth of approximately 1.6%.

### **Gross Profit/Loss and Margin**

During the Year, despite a challenging macro-environment, the Group achieved a recovery in operational quality and profitability through the steadfast execution of its strategic realignment. The Group recorded a gross profit of approximately HK\$793.8 million, representing a gross profit margin of 15.3%, a turnaround from a gross loss of HK\$328.0 million and a gross loss margin of 5.9% in the corresponding period last year.

This rebound was primarily driven by the Group's balanced and disciplined development strategy. By strengthening its risk assessment framework and proactively screening out low-margin orders, the Group significantly enhanced its overall order quality and operational resilience. Concurrently, as inventory levels normalised, the provision for inventories decreased substantially from approximately HK\$508.9 million in the corresponding period last year to approximately HK\$14.1 million for the Year, effectively alleviating the pressure on profitability. Furthermore, the recovery of the gross profit margin was directly supported by a decrease in depreciation expenses of approximately HK\$358.6 million, following the impairments on certain fixed assets recorded at the end of 2024.

### **Other income and gains, net**

Other income and gains, net, increased by approximately 111.7% or HK\$64.7 million, from approximately HK\$57.9 million in the corresponding period last year to approximately HK\$122.6 million for the Year. During the Year, the Group recorded a net profit on the sale of materials of approximately HK\$0.8 million, compared to a net loss of approximately HK\$68.2 million incurred in the previous year.

### **Selling and distribution expenses**

Selling and distribution expenses decreased by approximately 24.5% or approximately HK\$16.1 million from approximately HK\$65.8 million in the corresponding period last year to approximately HK\$49.7 million during the Year, accounting for approximately 1.0% of the Group's revenue, which was approximately 0.2 percentage points lower than that for the corresponding period last year of approximately 1.2%. This dual improvement was primarily driven by a refined customer portfolio and increased precision in business development spending.

### **General and administrative expenses**

General and administrative expenses decreased by approximately 41.5% or approximately HK\$462.6 million from approximately HK\$1,115.2 million in the corresponding period last year to approximately HK\$652.6 million during the Year, accounting for approximately 12.6% of the Group's revenue, which was approximately 7.4 percentage points lower than that for the corresponding period last year of approximately 20.0%. The decrease in administrative expenses was mainly because the Group no longer incurred R&D and administrative expenses related to the high-precision components business following the completion of the disposal of this business on 3 April 2024. Meanwhile, the Group adopted a disciplined resource allocation plan by concentrating its R&D resources on core businesses, while new products previously developed at the request of customers have been successively launched into the market.

### **Other operating expenses, net**

Other operating expenses, net decreased by approximately 92.2% or approximately HK\$86.0 million from approximately HK\$93.3 million in the corresponding period last year to approximately HK\$7.3 million during the Year, mainly because 1) a HK\$24.6 million decrease in impairment losses on trade and other receivables; 2) a turnaround from a loss of HK\$3.9 million to a gain of HK\$5.2 million on the disposal and write-off of property, plant and equipment; and 3) a HK\$34.5 million decrease in foreign exchange losses.

## **Finance costs**

Finance costs decreased by approximately 48.4% or approximately HK\$46.8 million from approximately HK\$96.6 million in the corresponding period last year to approximately HK\$49.8 million during the Year. The decrease was primarily attributable to the Group's active deleveraging strategy. The early repayment of long-term bank loans in 2024, funded by the net proceeds from the strategic disposal of the high-precision business, effectively lowered the Group's overall finance costs year-on-year.

## **Impairment of property, plant and equipment**

As at 31 December 2025, the Group's management assessed whether there is any impairment indication among the segment of consumer electronics structural components which engaged in the manufacture and sale of components for smart mobile communication and other electrical consumer products for the period then ended, and estimated the recoverable amounts of the property, plant and equipment, the right-of-use assets, the intangible assets and the long-term deposits of the segment. Based on the value-in-use calculation, no impairment was required as their recoverable amounts exceeded their carrying amounts (31 December 2024: an impairment loss of HK\$1,977,624,000 was recognised in the consolidated income statement to write down the carrying amount of the property, plant and equipment to their recoverable amount of HK\$1,697,990,000). The estimated recoverable amounts of the cash generated units were determined by valuations performed by Royson Valuation Advisory Limited, an independent firm of professionally qualified valuer with more than 12 years of experience in business valuation and derivatives valuation in a range of industries, including construction, education, electronics and electrical equipment, health care, financial services, information technology, e-commerce. The valuation is performed based on value-in-use calculations using discounted cash flow analysis under income approach based on financial forecast covering a period of the remaining useful lives of these assets. Value-in-use is the present value of the future cash flows expected to be derived from an asset or a CGU; and a CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets.

The compound annual growth rates on the five-year revenue growth following the year ended 31 December 2025 ranged from 2.0% to 5.0% (31 December 2024: 2.2% to 9.2%) were applied in the cash flow projections. The revenue growth rates were mainly estimated with reference to the combination of: (i) the estimated revenue of core customers; (ii) the forecasted sale orders from core customers; (iii) the historical sales records of the Group; (iv) the outlook from the management of the Group on the future operating environment; and (v) the operating strategy of the Group. Cash flows beyond the projection period are extrapolated using an estimated growth rate of 2% (31 December 2024: 2%) per annum with reference to the market forecasted long-term inflation rates in the Mainland China. The pre-tax discount rates applied to the cash flow projections ranged from 14.7% to 17.4% (31 December 2024: 10.2% to 16.2%). The discount rates applied were calculated by the cost of equity and cost of debt with reference to the ratio of the companies with similar industries and public data such as risk-free rate of the Mainland China.

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group had a solid financial position and continued to maintain a cash inflow from operating activities. The table below summarises the Group's cash flows for the years ended 31 December 2025 and 2024:

	<b>2025</b>	2024
	<b>HK\$'000</b>	HK\$000
Net cash flows from operating activities	<b>200,352</b>	681,109
Net cash flows from/(used in) investing activities	<b>(283,338)</b>	930,000
Net cash flows from/(used in) financing activities	<b>(53,925)</b>	(2,166,993)

During the Year, the Group's primary sources of funding included cash generated from operating activities and the credit facilities provided by the Group's principal banks. As at 31 December 2025, the Group had cash and cash equivalents (including time deposits, structured deposits and wealth management products, bank deposits, pledged bank deposits, and cash) of approximately HK\$1,608.6 million (31 December 2024: approximately HK\$1,615.7 million), of which approximately HK\$277.4 million (31 December 2024: approximately HK\$249.5 million) has been pledged to banks as security for trade financing granted. As at 31 December 2025, the Group had total assets of approximately HK\$7,064.4 million (31 December 2024: approximately HK\$7,154.2 million), net current assets of approximately HK\$1,105.9 million (31 December 2024: approximately HK\$777.3 million) and total equity of approximately HK\$3,151.4 million (31 December 2024: approximately HK\$2,904.8 million). Management believes that the Group's current cash and cash equivalents, together with available credit facilities and expected cash flow from operations, will be sufficient to satisfy its current operational requirements.

## **GEARING RATIO AND INDEBTEDNESS**

As at 31 December 2025 and 2024, the Group was in net cash position and the gearing ratio is not applicable. As at 31 December 2025, other than the non-current portion of bank loans of approximately HK\$468.3 million (31 December 2024: approximately HK\$432.4 million), the Group had bank and other borrowings of approximately HK\$594.6 million (31 December 2024: approximately HK\$548.0 million) which will be repayable within one year from the end of the reporting period.

## **CAPITAL EXPENDITURE**

The Group incurred capital expenditure of approximately HK\$200.0 million during the Year (2024: approximately HK\$454.0 million), mainly for the additions of property, plant and equipment for expansion of its household and sports goods business and to support the consumer electronics structural components segment. Capital expenditures are generally funded by internal resources and credit facilities during the Year.

## **FOREIGN EXCHANGE**

The Group's sales were principally denominated in RMB and US dollars while purchases were principally transacted in RMB. The Group will continue to monitor its overall foreign exchange exposure and interest rate exposure, and consider hedging against the exposure should the need arise.

## **CHARGES ON GROUP ASSETS**

The Group has pledged 1) bank deposits amounting to approximately HK\$277.4 million (31 December 2024: approximately HK\$249.5 million); 2) the Group's certain leasehold buildings, the related right-of-use assets and investment properties in Hong Kong and Mainland China with carrying amount of approximately HK\$799.0 million (31 December 2024: approximately HK\$569.7 million); and 3) approximately 17.2 million issued shares of Tongda Smart Tech (Xiamen) Co., Limited ("Tongda Chuang Zhi"), a non-wholly owned subsidiary of the Group, whose shares were listed on the Main Board of Shenzhen Stock Exchange (stock code: SZ001368), representing approximately 15% of its total issued shares. 5.7 million issued shares of Tongda Chuang Zhi have been released from pledge on 3 February 2026. Save as disclosed above, the Group had not pledged its assets to any financial institutions.

## **EMPLOYEE INFORMATION**

As at 31 December 2025, the Group employed a total of approximately 9,800 employees (31 December 2024: approximately 10,000 employees). During the Year, the Group incurred approximately HK\$1,238.9 million (2024: HK\$1,469.3 million) employee expenses. Employees of the Group are remunerated based on their individual performance, professional qualifications, experience in the industry and relevant market trends. Management regularly reviews the Group's remuneration policy and appraises the work performance of its staff. Employee remuneration includes salaries, allowances, bonuses, social insurance and mandatory pension fund contribution. As required by the relevant regulations in the PRC, the Group participates in the social insurance schemes operated by the relevant local government authorities. The Group also participates in the mandatory pension fund, labour pension and mandatory provident fund schemes for our employees in Hong Kong, Malaysia and Singapore respectively. The Company and one of its subsidiaries have also adopted share schemes as an incentive to directors and eligible employees, detail of the share schemes are set out in the section headed "Share Option and Share Award Schemes" below.

### **Past Performance and Forward Looking Statements**

The performance and the results of operation of the Group as set out in this announcement are historical in nature and past performance is not a guarantee of future performance. This announcement may contain certain statements that are forward-looking or the use of certain forward-looking terminologies. These forward-looking statements are based on the current beliefs, assumptions and expectations of the Board regarding the industry and markets in which it operates. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. The Group, the Directors, employees and agents of the Group assume (a) no obligation to correct or update the forward-looking statements or opinions contained in this announcement of the Company; and (b) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect.

### **DIVIDENDS**

The Company will consider the declaration of dividends based on its earnings, financial position, debt repayment requirements, capital expenditure plans, medium to long-term business strategies and other factors as the Board may deem appropriate. The Board may also from time to time pay to shareholders of the Company (the "Shareholder(s)") such interim dividends to be justified by the profit of the Company and may recommend final dividends for approval by the Shareholders in its annual general meetings.

## **MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES**

There was no material acquisitions or disposals of subsidiaries, associates or joint ventures during the Year.

## **SIGNIFICANT INVESTMENTS HELD**

Save as disclosed in this announcement, the Group did not hold any significant investments as at 31 December 2025 and 2024.

## **CONTINGENT LIABILITIES**

The Group did not have any significant contingent liabilities as at 31 December 2025 and 2024.

## **FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS**

As at 31 December 2025, the Group did not have any immediate plan for material investments or acquisition of material capital assets.

## **SHARE OPTION AND SHARE AWARD SCHEMES**

### **Share Option Scheme**

The Company adopted a share option scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations on 25 June 2013 (the "2013 Share Option Scheme"). Eligible participants of the Scheme include all executive directors and any full-time employee of the Company or any of its subsidiaries and any suppliers, consultants or advisers who will provide or have provided services to the Group.

The 2013 Share Option Scheme expired on 24 June 2023 and no further options can be granted under the 2013 Share Option Scheme. There were no options granted under the 2013 Share Option Scheme but not yet exercised as at 31 December 2024.

In view of the expiration of the 2013 Share Option Scheme and pursuant to an ordinary resolution passed at the extraordinary general meeting of the Company held on 29 May 2025, a new share option scheme of the Company (the "2025 Share Option Scheme") was adopted by the Company.

## **Purpose of the 2025 Share Option Scheme**

The purpose of the 2025 Share Option Scheme is to attract and retain the best available and high calibre personnel of the Group, to provide additional incentives to the eligible participants and to promote the overall success of the business of the Group. The 2025 Share Option Scheme gives the eligible participants an opportunity to have a personal stake in the Company which will help motivate the eligible participants in optimising their performance and efficiency and attract and retain the eligible participants whose contributions are important to the long-term growth and profitability of the Group.

## **Participants of the 2025 Share Option Scheme**

Pursuant to the terms of the 2025 Share Option Scheme, eligible participants include the employee participants, which are the director(s) and employee(s) (whether full-time or part-time but excludes a former employee of the Group unless such former employee otherwise qualifies as an eligible participant) of any member of the Group (including persons who are granted options under the 2025 Share Option Scheme as inducement to enter into employment contracts with any member of the Group).

The total number of shares which may be issued in respect of all share options which may be granted under the 2025 Share Option Scheme together with all options and awards which may be granted under any other share schemes for the time being of the Company shall not exceed such number of shares as equivalent to 10% of the issued share capital (excluding treasury shares) of the Company as at the date of approval of the 2025 Share Option Scheme (the “Scheme Mandate Limit”). Share options lapsed in accordance with the terms of the 2025 Share Option Scheme will not be regarded as utilised for the purpose of calculating the Scheme Mandate Limit. On the contrary, options may be cancelled pursuant to the terms of the 2025 Share Option Scheme. The options cancelled will be regarded as utilised for the purpose of calculating the Scheme Mandate Limit. As at the date of approval of the 2025 Share Option Scheme and 31 December 2025, the total number of shares available for issue under the Scheme Mandate Limit was 19,471,215 and 19,471,215 respectively and divided by the weighted average number of shares of the relevant class in issue (excluding treasury shares) for the respective period was approximately 10.00% and 10.00%.

## **Maximum entitlement under the 2025 Share Option Scheme**

Share options granted to a director, chief executive or substantial shareholder of the Company, or any of their respective associates, under the 2025 Share Option Scheme must be approved by the independent non-executive directors of the Company (excluding an independent non-executive director who is the proposed grantee of the Company).

In addition, any share options are proposed to be granted to an independent non-executive director or a substantial shareholder (as defined in the Listing Rules) or any of their respective associates and if such grant would result in the shares issued and to be issued (including any treasury shares which may be transferred, as applicable) in respect of all share options and awards granted and to be granted (excluding any share options and awards lapsed in accordance with the terms of the relevant schemes) to such person in any twelve (12)-month period up to and including the date of grant representing in aggregate over 0.1% of the total issued shares (excluding any treasury shares), such further grant of share options must be approved by shareholders in a general meeting of the Company with such grantee, his/her associates and all core connected persons of the Company abstaining from voting in favour of the proposed grant at such general meeting.

The 2025 Share Option Scheme shall continue in force for the period commencing from 29 May 2025, being the adoption date, and expiring at the close of business on the date which falls ten (10) years after the adoption date, after such period no further share options will be granted but the provisions of the 2025 Share Option Scheme shall remain in full force and effect in respect of any share options granted before its expiry or termination but not yet exercised.

During the Year and up to the date of this announcement, no share options were granted by the Company under the 2025 Share Option Scheme.

### **Share Award Scheme Operated by the Company**

#### *Participant and basis of determining the purchase price of the shares awarded under the Share Award Scheme*

The Company adopted a share award scheme on 17 January 2022 (the “Share Award Scheme”) under which the Directors may, from time to time, at its absolute discretion select any employee (other than excluded employee) for participation in the Share Award Scheme and determine the number of the awarded shares to be awarded to the selected employee(s) at a price per awarded share not less than the higher of:

- (a) the par value of the share of the Company;
- (b) 50% of the closing price of the shares of the Company as quoted on the Stock Exchange on the grant date; and
- (c) 50% of the average of the closing prices of the shares of the Company as quoted on the Stock Exchange for the five consecutive trading days immediately preceding the grant date.

The Board is entitled to impose any conditions, as it deems appropriate with respect to the entitlement of the selected employee to the awarded shares.

#### *Purpose of the Share Award Scheme*

The purpose of the Share Award Scheme is to (i) establish a mechanism of “risk sharing and benefit sharing” between middle and senior management and the Group, so that the middle and senior management have the opportunity to share the results of the Group’s strategic development and organisational changes, and attract and retain core talents; (ii) establish an equity reward model linked to the Company’s overall value and personal performance indicators and achieve diversified and long-term rewards for middle and senior management; and (iii) attract suitable personnel for further development of the Group.

#### *Life of the Share Award Scheme*

The Share Award Scheme shall be valid and effective for a term of 10 years from 17 January 2022 unless terminated earlier by the Board and is administered by the Board and the trustee of the Share Award Scheme.

#### *Shares available for award under the Share Award Scheme*

The total number of shares to be awarded under the Share Award Scheme shall not exceed 10% of the total number of issued shares of the Company as at the adoption date of the Share Award Scheme. During the Year, a total of 581,000 awarded shares were lapsed due to the unfulfillment of certain vesting conditions, and total issue price paid for these awarded shares was refunded accordingly. Such lapsed awarded shares are available for further grant pursuant to the Share Award Scheme. The number of awards available for grant under the Share Award Scheme as at 1 January 2024, 31 December 2024 and 31 December 2025 was 18,381,215, 18,563,215 and 19,144,215 respectively after adjustment upon the share consolidation of every fifty (50) shares of HK\$0.01 each into one (1) share of HK\$0.5, which was approved by the Shareholders at the extraordinary general meeting on 9 October 2025 and effective on 13 October 2025 (the “Share Consolidation”).

The number of shares that may be issued in respect of the awarded shares granted under the Share Award Scheme during the year ended 31 December 2025 and 2024, being nil shares and 581,000 shares respectively, divided by the weighted average number of shares of the relevant class in issue (excluding treasury shares) for the respective period was approximately nil% and 0.30%.

As at the date of this announcement, the total number of shares available for issue under the Share Award Scheme was nil (2024: 581,000), representing approximately nil% (2024: 0.30%) of the entire issued share capital of the Company as at the date of this announcement.

The awarded shares are subject to certain vesting conditions specified by the Board at the time of granting the awarded shares and shall be vested in three tranches in 48 months started from the grant date. Further details of the Share Award Scheme are disclosed in note 26 to the financial statements.

### **Share Award Scheme Operated By A Subsidiary**

Tongda Smart Tech (Xiamen) Co., Limited, a non-wholly owned subsidiary of the Group, whose shares were listed on the Main Board of Shenzhen Stock Exchange (stock code: SZ001368) (“Tongda Chuang Zhi”) established and approved a restricted A share incentive scheme (the “Incentive Scheme”) on 4 January 2024. The Incentive Scheme is designed to provide long-term incentives for middle level managers and above (excluding directors, supervisor, shareholders of Tongda Chuang Zhi who hold over 5% shares in Tongda Chuang Zhi and their direct family members) to deliver long-term shareholder returns.

Under the Incentive Scheme, 76 participants are granted 1,867,600 restricted A shares with a grant price of HK\$14.31 (equivalent to RMB13.10) per share on 4 January 2024.

On 2 December 2024, the Board of Tongda Chuang Zhi resolved to grant a total of 336,000 restricted A shares to 19 proposed participants under the Incentive Scheme granted on 4 January 2024, as the grant date of the reserved grant, at the grant price of RMB11.65 per share under the reserved grant. Except for 2 proposed participants under the reserved grant (who were granted a total of 29,000 restricted A shares) who voluntarily decided not to participate in the reserved grant, 17 proposed participants under the reserved grant had accepted and subscribed for a total of 307,000 restricted A shares granted to them under the reserved grant. The share registration of those newly issued registered A shares was completed on 27 December 2024 at the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited.

The Incentive Scheme shall be valid not exceed 60 months from the date of completion of the registration of the first grant of the restricted A shares to the date when all these restricted A shares granted to the selected employee are released from restricted sale or repurchased and canceled. The total number of shares to be awarded under the Incentive Scheme did not exceed 10% of the total number of issued shares of Tongda Chuang Zhi at the announcement date of the Incentive Scheme. The maximum number of shares of Tongda Chuang Zhi which to be awarded to a selected employee under the Incentive Scheme did not exceed 1% of the shares in issue of Tongda Chuang Zhi at the announcement date of the Incentive Scheme. The number of awards available for grant under the Incentive Scheme as at 31 December 2024 and 2025 was 9,363,056 and 10,079,836 respectively.

The grant price was determined by not less than the higher of:

- (a) the par value of the share of Tongda Chuang Zhi;
- (b) 50% of the average price of the shares of Tongda Chuang Zhi as quoted on the Main Board of Shenzhen Stock Exchange on 1 day before the grant date; and
- (c) 50% of the average price of the shares of Tongda Chuang Zhi as quoted on the Main Board of Shenzhen Stock Exchange on 120 days before the grant date.

All these shares are restricted for sale until certain service and performance conditions are met.

## **COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES**

In the opinion of the Directors, the Company has complied with all code provisions of the Corporate Governance Code (the “CG Code”) as set out in Part 2 of Appendix C1 to the Rules Governing the Listing of Securities (the “Listing Rules”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) during the Year with certain deviations as mentioned below:

The Company has four independent non-executive Directors, namely Dr. Yu Sun Say, *GBM, GBS, SBS, JP*, Mr. Cheung Wah Fung, Christopher, *GBS, SBS, JP*, Mr. Ting Leung Huel Stephen and Mr. Sze Irons, *GBS, BBS, JP* respectively.

The four independent non-executive Directors are not appointed for a fixed term of office, but they are subject to the retirement by rotation and re-election of Directors in accordance with the articles of association of the Company, which require one-third of the Directors in office to retire from office by rotation and re-election at each annual general meeting.

According to C.2.1 of the CG Code, the roles of chairman and chief executive should be separated and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing. The Company does not have a separate chairman and chief executive officer and Mr. Wang Ya Nan currently holds both positions. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. In addition, vesting the roles of both chairman and chief executive officer in the same person provides the Group with strong and consistent leadership and allows for more effective

planning and execution of long term business strategies. The balance of power is further ensured by the following reasons:

- The audit committee (the “AC”) of the Company is comprised of a non-executive Director and all independent non-executive Directors; and
- The independent non-executive Directors have free and direct access to the Company’s external auditors and independent professional advisers when considered necessary.

The Board believes that the present structure is considered to be appropriate under the current size of operation, enabling the Company to make and implement decisions promptly and efficiently. The Board has full confidence in Mr. Wang Ya Nan, and believes that his appointment to the posts of chairman and chief executive officer is beneficial to the business prospects of the Company.

## **AUDIT COMMITTEE**

The AC comprises three independent non-executive Directors, Mr. Ting Leung Huel Stephen, Dr. Yu Sun Say, Mr. Cheung Wah Fung, Christopher and a non-executive Director, Ms. Chan Sze Man. Mr. Ting Leung Huel Stephen takes the chair of the AC. The terms of reference of the AC are aligned with the recommendations as set out in “A Guide for Effective Audit Committee” issued by the Hong Kong Institute of Certified Public Accountants and the code provisions as set out in the CG Code. The AC provides accounting and financial advices and recommendations to the Board as well as monitor and safeguard the independence of external auditor and relevant auditing matters. In addition, the AC is responsible to review and supervise the risk management and internal control systems of the Group and transactions with connected persons (if any).

The Group’s annual results for the year ended 31 December 2025 have been reviewed by the AC, which was of the opinion that the preparation of the relevant financial statements complied with the applicable accounting standards and requirements and that adequate disclosure has been made. The AC has also reviewed the effectiveness of the risk management and the internal control systems of the Company and considers the risk management and internal control systems to be effective and adequate.

## **PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY**

Neither the Company, its holding company, nor any of its subsidiaries purchased, redeemed or sold any of the Company’s listed securities during the Year.

## **SUFFICIENCY OF PUBLIC FLOAT**

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital was held by the public as at the date of this announcement.

## **MODEL CODE FOR SECURITIES TRANSACTIONS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers of the Listing Rules (the "Model Code") as set out in Appendix C3 as the Company's code of conduct for dealings in securities of the Company by the Directors. Based on specific enquiries of the Directors, the Directors have complied with the required standard of dealings as set out in the Model Code throughout the Year.

## **AUDITOR**

D & Partners CPA Limited (the "Auditor"), being the auditor of the Company, will retire and a resolution for their reappointment as auditor of the Company will be proposed at the forthcoming annual general meeting of the Company.

## **EVENTS AFTER THE REPORTING PERIOD**

There were no significant events after the year ended 31 December 2025 and up to the date of this announcement.

## **PROPOSED FINAL DIVIDEND**

The Board does not recommend the payment of final dividend for the Year (2024: Nil).

## **ANNUAL GENERAL MEETING**

The annual general meeting of the Company (the "Annual General Meeting") will be held on Friday, 29 May 2026. A notice convening the Annual General Meeting will be published on the websites of the Stock Exchange and the Company and despatched to the Shareholders in due course.

## **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from Tuesday, 26 May 2026 to Friday, 29 May 2026 (both days inclusive), during which period no transfer of shares will be effected. The record date for determination of entitlements of the members of the Company to attend and vote at the Annual General Meeting will be Friday, 29 May 2026. In order to qualify for attending and voting at the Annual General Meeting, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration no later than 4:00 p.m. on Friday, 22 May 2026.

## **PRELIMINARY ANNOUNCEMENT OF THE GROUP'S RESULTS**

The figures in respect of the Group's consolidated income statement, consolidated statement of comprehensive income, consolidated statement of financial position and the related notes thereto for the Year as set out in this preliminary announcement have been agreed by the Auditor to the amounts set out in the Group's consolidated financial statements for the Year. The work performed by the Auditor in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by the Auditor on this preliminary announcement.

## **PUBLICATION OF FINAL RESULTS**

This announcement will be published on the websites of the Stock Exchange and the Company.

The annual report of the Company for the Year containing all the information required by Appendix D2 to the Listing Rules and other applicable laws and regulations will be despatched to the Shareholders and published on the websites of the Stock Exchange and the Company in due course.

## **APPRECIATION**

Lastly, I would like to thank all the staff and the management team for their hard work in the past year. I would also like to express heartfelt gratitude to all of our customers and suppliers on behalf of the Group, and wish for their continuous supports in the future. We will keep working closely with our shareholders and employees to steer the Group to a more modernised and sophisticated level of operation, through which we aspire to turn to a new chapter in the Group's development.

By Order of the Board  
**Tongda Group Holdings Limited**  
**Wang Ya Nan**  
*Chairman*

Hong Kong, 26 March 2026

*As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Hung Man, Mr. Wong Ming Sik, Mr. Wong Ming Yuet and Mr. Hui Wai Man as executive directors; Ms. Chan Sze Man as non-executive director; and Dr. Yu Sun Say, GBM, GBS, SBS, JP, Mr. Cheung Wah Fung, Christopher, GBS, SBS, JP, Mr. Ting Leung Huel, Stephen and Mr. Sze Irons, GBS, BBS, JP as independent non-executive directors.*