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## **Neo-Neon Holdings Limited**

### **同方友友控股有限公司**

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

**(Stock code: 01868)**

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

### **ANNUAL RESULTS**

The board (the “**Board**”) of directors (the “**Directors**”) of Neo-Neon Holdings Limited (the “**Company**”) is pleased to announce the consolidated results for the year ended 31 December 2025 of the Company and its subsidiaries (collectively the “**Group**”), together with the comparative figures for the year ended 31 December 2024. These results have been reviewed by the Company’s audit committee.

### **CONSOLIDATED STATEMENT OF PROFIT OR LOSS**

*Year ended 31 December 2025*

	<i>Notes</i>	<b>2025</b> <i>RMB'000</i>	2024 <i>RMB'000</i>
<b>REVENUE</b>	4	<b>750,637</b>	746,140
Cost of sales		<b>(450,525)</b>	(424,072)
Gross profit		<b>300,112</b>	322,068
Other income, gains and losses, net	5	<b>45,312</b>	56,271
Reversal of impairment/(impairment) of financial assets, net		<b>(5,592)</b>	2,275
Selling and distribution expenses		<b>(235,601)</b>	(234,048)
Administrative and other operating expenses		<b>(90,605)</b>	(97,162)
Finance costs	6	<b>(1,691)</b>	(1,332)

	<i>Notes</i>	<b>2025</b> <b>RMB'000</b>	2024 <i>RMB'000</i>
<b>PROFIT BEFORE TAX</b>	7	<b>11,935</b>	48,072
Income tax expense	8	<b>(4,100)</b>	(10,154)
<b>PROFIT FOR THE YEAR</b>		<b>7,835</b>	37,918
Attributable to:			
Shareholders of the Company		<b>7,247</b>	37,182
Non-controlling interests		<b>588</b>	736
		<b>7,835</b>	37,918
<b>EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY</b>	9		
Basic and diluted		<b>RMB0.35 cents</b>	RMB1.78 cents

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2025

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
<b>PROFIT FOR THE YEAR</b>	<b>7,835</b>	37,918
<b>OTHER COMPREHENSIVE INCOME/(LOSS)</b>		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods – Exchange differences on translation of the financial statements of subsidiaries	<u>10,372</u>	<u>(16,121)</u>
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods – Exchange differences on translation of the financial statements of the Company	<u>(36,750)</u>	<u>31,950</u>
<b>OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR, NET OF INCOME TAX OF NIL</b>	<b>(26,378)</b>	15,829
<b>TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR</b>	<b>(18,543)</b>	53,747
Attributable to:		
Shareholders of the Company	<b>(18,908)</b>	52,874
Non-controlling interests	<b>365</b>	873
	<b>(18,543)</b>	53,747

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2025

	<i>Notes</i>	<b>2025</b> <b>RMB'000</b>	2024 <b>RMB'000</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>14,746</b>	15,952
Investment properties		<b>169,081</b>	157,165
Right-of-use assets		<b>56,533</b>	32,639
Goodwill		<b>89,384</b>	91,413
Other intangible assets		<b>15,364</b>	21,792
Rental deposit paid		<b>3,575</b>	–
Financial assets at fair value through profit or loss		<b>112,000</b>	134,900
Deferred tax assets		<b>30,041</b>	27,919
		<hr/>	<hr/>
<b>Total non-current assets</b>		<b>490,724</b>	481,780
<b>CURRENT ASSETS</b>			
Inventories		<b>170,959</b>	143,231
Trade and bills receivables	10	<b>100,422</b>	106,915
Loan receivable from a third party	11	<b>51,059</b>	111,743
Loan receivable from the ultimate holding company	12	<b>400,406</b>	400,406
Prepayments, deposits and other receivables		<b>31,943</b>	20,790
Financial assets at fair value through profit or loss		–	12,263
Income tax recoverable		–	2,140
Restricted cash		–	1,319
Cash and cash equivalents		<b>637,099</b>	607,214
		<hr/>	<hr/>
<b>Total current assets</b>		<b>1,391,888</b>	1,406,021
<b>CURRENT LIABILITIES</b>			
Trade payables	13	<b>68,275</b>	77,239
Other payables and accruals		<b>110,260</b>	99,423
Income tax payables		<b>2,697</b>	1,399
Provisions		<b>21,717</b>	34,046
Lease liabilities		<b>8,102</b>	11,173
		<hr/>	<hr/>
<b>Total current liabilities</b>		<b>211,051</b>	223,280
<b>NET CURRENT ASSETS</b>		<b>1,180,837</b>	1,182,741
		<hr/>	<hr/>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>1,671,561</b>	1,664,521
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	<b>2025</b>	2024
	<i>RMB'000</i>	<i>RMB'000</i>
<b>NON-CURRENT LIABILITIES</b>		
Lease liabilities	<b>49,192</b>	21,897
Deferred tax liabilities	<b>24,602</b>	26,227
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<b>Total non-current liabilities</b>	<b>73,794</b>	48,124
	<hr/>	<hr/>
Net assets	<b>1,597,767</b>	1,616,397
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<b>EQUITY</b>		
<b>Equity attributable to shareholders of the Company</b>		
Issued capital	<b>185,672</b>	185,672
Reserves	<b>1,401,180</b>	1,420,175
	<hr/>	<hr/>
	<b>1,586,852</b>	1,605,847
<b>Non-controlling interests</b>	<b>10,915</b>	10,550
	<hr/>	<hr/>
Total equity	<b>1,597,767</b>	1,616,397
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## **NOTES:**

### **1. BASIS OF PREPARATION**

These financial statements have been prepared in accordance with HKFRS Accounting Standards (which include all Hong Kong Financial Reporting Standards (“**HKFRSs**”), Hong Kong Accounting Standards (“**HKASs**”) and Interpretations) as issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties and financial assets at fair value through profit or loss which have been measured at fair value. These financial statements are presented in Renminbi (“**RMB**”) and all values are rounded to the nearest thousand except when otherwise indicated.

### **2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES**

The Group has applied Amendments to HKFRS 21 *Lack of Exchangeability* for the first time for the current year’s financial statements. The application of these amendments has had no material impact on the Group’s results and financial position.

### **3. OPERATING SEGMENT INFORMATION**

#### **Operating segment information**

No operating segment information is presented as the Group’s revenue and reported results for each of the years ended 31 December 2025 and 2024, and the Group’s total assets as at the end of each of these reporting periods were derived from one single operating segment, i.e., manufacturing, sale and trading of lighting products.

## Geographical information

### (a) Revenue from external customers

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
North America	722,651	721,233
Europe	15,738	12,315
Asia	11,960	11,739
Other continents	288	853
	<hr/>	<hr/>
Total	<b>750,637</b>	<b>746,140</b>
	<hr/> <hr/>	<hr/> <hr/>

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

### (b) Non-current assets

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
North America	157,014	135,301
The PRC	113,084	108,606
Vietnam	44,360	43,947
Dubai	33,600	30,374
Hong Kong	625	733
	<hr/>	<hr/>
Total non-current assets	<b>348,683</b>	<b>318,961</b>
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The non-current asset information above is based on the locations of the assets and excludes financial instruments and deferred tax assets.

### *Information about major customers*

During each of the years ended 31 December 2025 and 2024, no single customer contributed 10% or more of the Group's total revenue.

## 4. REVENUE

The Group's revenue for each of the years ended 31 December 2025 and 2024 wholly represented revenue from contracts with customers. The revenue was derived from sale of lighting products, which is recognised at a point in time, and the disaggregated revenue information by geographical market, based on the locations of the customers, is disclosed in note 3 above.

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

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
<b>Other income</b>		
Bank interest income	17,624	19,935
Other interest income	15,433	14,003
Dividend income of financial assets at fair value through profit or loss	3,078	3,515
Government grants*	5,629	203
Gross rental income	10,014	9,953
Others	2,054	4,757
	<u>53,832</u>	<u>52,366</u>
<b>Gains and losses, net</b>		
Fair value gain of investments properties, net	2,242	10,317
Fair value loss of financial assets at fair value through profit or loss, net	(25,369)	(6,136)
Gain on disposal of items of property, plant and equipment, net	–	400
Gain on disposal of financial assets at fair value through profit or loss, net	11,749	–
Foreign exchange differences, net	2,858	(676)
	<u>(8,520)</u>	<u>3,905</u>
Total other income, gains and losses, net	<u>45,312</u>	<u>56,271</u>

\* There are no unfulfilled conditions or contingencies relating to these grants.

## 6. FINANCE COSTS

An analysis of finance costs is as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Interest on bank loans	251	–
Interest on lease liabilities	1,335	1,185
Amortisation of bank facility costs	105	147
	<u>1,691</u>	<u>1,332</u>

## 7. PROFIT BEFORE TAX

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

	<b>2025</b>	2024
	<b>RMB'000</b>	<b>RMB'000</b>
Cost of inventories sold	<b>440,038</b>	419,993
Additional/(reversal of) provisions, net	<b>(10,215)</b>	1,472
Employee benefit expense (including directors' and chief executive's remuneration)		
Wages and salaries	<b>146,455</b>	130,112
Defined contribution scheme contributions	<b>6,987</b>	6,497
	<b>153,442</b>	136,609
Impairment/(reversal of impairment) of financial assets, net:		
Trade and bills receivables	<b>4,926</b>	2,555
Other receivables	<b>666</b>	172
Loan receivable from the ultimate holding company	<b>–</b>	(5,002)
	<b>5,592</b>	(2,275)
Write-down of inventories to net realisable value	<b>8,641</b>	2,607

## 8. INCOME TAX

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Current – Hong Kong		
Charge for the year	393	301
Overprovision in prior years	(284)	(3,420)
Current – Elsewhere		
Charge for the year	8,013	12,941
Overprovision in prior years	(226)	(94)
Deferred tax	<u>(3,796)</u>	<u>426</u>
Total tax expense for the year	<u><u>4,100</u></u>	<u><u>10,154</u></u>

## 9. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount is based on the profit for the year attributable to shareholders of the Company of RMB7,247,000 (2024: RMB37,182,000), and the weighted average number of ordinary shares of 2,094,464,436 (2024: 2,094,465,417) outstanding during the year.

No adjustment has been made to the basic earnings per share amounts presented for each of the years ended 31 December 2025 and 2024 in respect of a dilution as (i) the Company had no potential ordinary shares in issue; and (ii) there was no diluting event in respect of the share options of a subsidiary of the Group outstanding during these years.

## 10. TRADE AND BILLS RECEIVABLES

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Trade receivables	109,309	111,570
Bills receivables	139	98
Less: Provision for impairment losses	<u>(9,026)</u>	<u>(4,753)</u>
Total	<u><u>100,422</u></u>	<u><u>106,915</u></u>

An ageing analysis of the trade and bills receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Within 1 month	52,836	46,070
1 to 2 months	21,744	45,914
2 to 3 months	17,146	6,541
3 to 6 months	4,195	2,330
Over 6 months	<u>4,501</u>	<u>6,060</u>
Total	<u><u>100,422</u></u>	<u><u>106,915</u></u>

## 11. LOAN RECEIVABLE FROM A THIRD PARTY

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Loan receivable from a third party	85,778	147,339
Less: Impairment allowance	<u>(34,719)</u>	<u>(35,596)</u>
Total	<u><u>51,059</u></u>	<u><u>111,743</u></u>

As at 31 December 2025 and 2024, loan receivable from a third party represented the money lent to a customer by Tongfang Finance Limited, an indirect wholly-owned subsidiary of the Company which is principally engaged in money lending business. The loan receivable bore interest rate at 8% p.a. (2024: 8% p.a) and has been overdue since 2020. The loan receivable was secured by certain properties, listed securities, private equities of the borrower and personal guarantees.

## 12. LOAN RECEIVABLE FROM THE ULTIMATE HOLDING COMPANY

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Loan principal amount	400,000	400,000
Interest receivable	406	406
	<hr/>	<hr/>
Total	<b>400,406</b>	400,406
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The loan receivable from the ultimate holding company comprise (i) a revolving loan to Tongfang Co., Limited with a principal amount of RMB400,000,000, which is unsecured, interest-bearing at 3.65% per annum and repayable on demand; and (ii) interest receivable of approximately RMB406,000 as at 31 December 2025.

## 13. TRADE PAYABLES

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

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Within 1 month	50,836	56,622
1 to 3 months	8,276	9,193
3 to 6 months	3,877	9,854
6 months to 1 year	3,807	495
Over 1 year	1,479	1,075
	<hr/>	<hr/>
Total	<b>68,275</b>	77,239
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The trade payables are non-interest-bearing and are normally settled within terms of 90 days.

## 14. EVENT AFTER THE REPORTING PERIOD

On 21 October 2025, the Group and Tongfang Co., Ltd, being the ultimate holding company, entered into a loan agreement (the “**2025 Loan Agreement**”), pursuant to which the Group shall provide revolving loan facilities of not exceeding RMB600,000,000 to Tongfang Co., Ltd for a term of 3 years commencing from 13 March 2026. The 2025 Loan Agreement was approved by independent shareholders of the Company at the extraordinary general meeting held on 19 January 2026. On 10 March 2026, Tongfang Co., Ltd fully settled the loan receivable owed by it to the Group as at 31 December 2025 and, on 13 March 2026, it utilised the revolving loan facilities under the 2025 Loan Agreement for a total amount of RMB430,000,000.

Save as disclosed above, the Group had no significant event subsequent to the reporting period.

## 15. COMPARATIVE AMOUNTS

Certain comparative amounts of the geographical information set out in the operating segment information disclosure in note 3 have been re-presented to conform to the current year’s presentation.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **FINANCIAL REVIEW**

#### **Revenue**

The total revenue for the year ended 31 December 2025 was approximately RMB750.6 million, which represented an increase of approximately RMB4.5 million as compared to approximately RMB746.1 million for the year ended 31 December 2024. Such increase was mainly attributable to increase in order due to increased marketing efforts and product price adjustments, resulting in an increase in revenue.

#### **Cost of sales**

For the year ended 31 December 2025, the cost of goods sold was approximately RMB450.5 million, representing an increase of approximately RMB26.4 million over cost of goods sold of approximately RMB424.1 million for the year ended 31 December 2024, primarily due to the increase in material costs, which was caused by rise in tariffs and freight expenses.

#### **Gross profit and gross profit margin**

For the year ended 31 December 2025, the Group recorded a gross profit of approximately RMB300.1 million, representing a decrease of approximately RMB22.0 million over the gross profit of approximately RMB322.1 million for the year ended 31 December 2024, which was mainly due to the increase in cost of sales, resulting in a decrease in gross profit.

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

For the year ended 31 December 2025, the Group recorded other income, gains and losses, net of approximately RMB45.3 million, representing a decrease of approximately RMB11.0 million over approximately RMB56.3 million for the year ended 31 December 2024, mainly due to the increase in government grants and the increase in fair value loss of financial assets at fair value through profit or loss, net.

### **Provision for impairment, net**

For the year ended 31 December 2025, the net provision of impairment was approximately RMB5.6 million, representing an increase of approximately RMB7.9 million over impairment reversal of approximately RMB2.3 million for the year ended 31 December 2024, which was mainly due to the decrease in impairment allowance of approximately RMB5.0 million for revolving loan to the ultimate holding company and the increase in impairment provisions for other receivables and trade and bills receivables of approximately RMB2.9 million.

### **Operating expenses**

The selling and distribution expenses mainly comprised of staff costs, promotion and advertising, freight and transportation, agency and custom costs, and rent and rates.

For the year ended 31 December 2025, the selling and distribution expenses of the Group were approximately RMB235.6 million, representing an increase of approximately RMB1.6 million over approximately RMB234.0 million for the year ended 31 December 2024, which was mainly due to an increase in labor costs and marketing expenses caused by the continuous inflation and increased market competition.

The administrative expenses mainly comprised of staff costs, directors remuneration, depreciation charge and professional and legal fees. The administrative expenses for the year ended 31 December 2025 were approximately RMB90.6 million, representing a decrease of approximately RMB6.6 million over approximately RMB97.2 million for the year ended 31 December 2024, which was mainly attributable to the reversal of litigation provision.

### **Finance costs**

The finance costs for the year ended 31 December 2025 were approximately RMB1.7 million, representing an increase of approximately RMB0.4 million over approximately RMB1.3 million for the year ended 31 December 2024, which was due to the increase in interest expenses on bank loans of approximately RMB0.3 million.

### **Taxation**

For the year ended 31 December 2025, tax expense of approximately RMB4.1 million (2024: RMB10.2 million) mainly included current tax charge for the year of approximately RMB8.4 million and deferred tax credit of approximately RMB3.8 million.

### **Profit attributable to shareholders of the Company**

For the Period, the Group recorded profit attributable to shareholders of the Company of approximately RMB7.2 million, representing a decrease of approximately RMB30.0 million over profit of approximately RMB37.2 million for the year ended 31 December 2024. Such decrease was mainly due to (1) decrease in gross profit as compared with the previous financial year, resulting from increase in cost of sale, which was caused by rise in tariffs and freight expenses, and (2) during the current year, financial assets at fair value through profit or loss showing a downward trend, resulting in an increase in impairment provisions compared with the previous financial year.

### **Net Results**

For the year ended 31 December 2025, the Group recorded a net profit of approximately RMB7.8 million, as compared to a net profit of approximately RMB37.9 million for the year ended 31 December 2024. The reasons for such decrease are same as the reasons for profit attributable to shareholders of the Company.

### **Financial Resources, Liquidity and Gearing Ratio**

The Group maintained a stable financial position. As at 31 December 2025, the Group had cash and cash equivalents of approximately RMB637.1 million. The gearing ratio representing the ratio of total loans and total lease liabilities to total equity of the Group was 3.6% as at 31 December 2025 (31 December 2024: 2.0%). Such increase was mainly attributable to the increase in total lease liabilities of approximately RMB24.2 million during 2025.

### **Assets and Liabilities**

As at 31 December 2025, the Group recorded the total assets of approximately RMB1,882.6 million (31 December 2024: approximately RMB1,887.8 million) and total liabilities of approximately RMB284.8 million (31 December 2024: approximately RMB271.4 million).

As at 31 December 2025, the Group's current assets and non-current assets were approximately RMB1,391.9 million (31 December 2024: approximately RMB1,406.0 million) and approximately RMB490.7 million (31 December 2024: approximately RMB481.8 million), respectively. The decrease in current assets was primarily attributable to the decrease in financial assets at fair value through profit or loss.

As at 31 December 2025, the Group's current liabilities and non-current liabilities were approximately RMB211.1 million (31 December 2024: RMB223.3 million) and approximately RMB73.8 million (31 December 2024: RMB48.1 million), respectively. The decrease in current liabilities was mainly attributable to the decrease in provisions of approximately RMB12.3 million. The increase in non-current liabilities were mainly attributable to the increase in lease liabilities of approximately RMB24.2 million.

## **Foreign Currency Risk**

Several subsidiaries of the Company have sales and purchases denominated in currencies other than the functional currency of respective entities, which expose the Group to foreign currency risk. The Group currently does not have a foreign currency hedging policy to eliminate the currency exposures. However, the management of the Group monitors the related foreign currency exposure closely and will consider hedging significant foreign currency exposures should the needs arise.

## **Charges on Assets**

As at 31 December 2025, the Group pledged certain of its trade receivables and inventories with an aggregate carrying value of approximately RMB182.8 million (31 December 2024: RMB160.1 million) to secure bank credit facilities granted to the Group.

## **Capital Commitments**

As at 31 December 2025, the Group had no capital expenditure contracted for but not provided in the financial statements in respect of the acquisition of property, plant and equipment (31 December 2024: Nil).

## **Contingent Liabilities**

During the year ended 31 December 2025, certain subsidiaries are parties to various legal claims in their ordinary course of business. In the opinion of the Directors, these claims would not have a significant impact on the Group's results and financial position.

## **Capital Structure**

As at 31 December 2025, the issued share capital of the Company was approximately RMB185,672,000 (equivalent to approximately HK\$209,447,000) (31 December 2024: approximately RMB185,672,000 (equivalent to approximately HK\$209,447,000)), divided into 2,094,465,417 ordinary shares of HK\$0.10 each.

## **Deposit Service provided by Finance Company**

On 9 December 2024, the Company and the China Nuclear Finance Company Limited\* (中核財務有限責任公司) (the “**Finance Company**”) entered into a deposit service agreement (the “**Deposit Service Agreement**”), pursuant to which the Finance Company shall provide the deposit service to the qualified group members during the term of the Deposit Service Agreement commencing from the 1 January 2025 to 31 December 2027 with the maximum daily deposit balance of RMB37,000,000 of the deposits placed with the Finance Company by the Group. The provision of deposit service by the Finance Company to the qualified members of the Group pursuant to the Deposit Service Agreement constitutes continuing connected transactions of the Company under Chapter 14A of Listing Rules. As the applicable percentage ratios (other than the profits ratio) of the annual cap are all less than 5%, the deposit service is subject to the reporting, announcement and annual review but exempted from independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

As at 31 December 2025, the Group has placed a total of RMB36.5 million with the Finance Company at interest rates ranged from 0.55% to 1.01% per annum pursuant to the terms of the Deposit Service Agreement.

### **Provision of Revolving Loans to Tongfang**

On 3 January 2023, the Company and Guangdong Tongfang Science Park Company Limited\* (廣東同方科技園有限公司) (as lenders) and Tongfang Co., Ltd.\* (同方股份有限公司) as borrower, (“**Tongfang**”) entered into a loan agreement (the “**2023 Loan Agreement**”), pursuant to which the lender(s) will provide revolving loans of not exceeding RMB400,000,000 to Tongfang during the term of the 2023 Loan Agreement commencing from 13 March 2023 to 12 March 2026. The 2023 Loan Agreement was approved by the independent shareholders at the extraordinary general meeting held on 10 March 2023.

Pursuant to the terms of the 2023 Loan Agreement, the lender(s) keeps the sole discretion to make its decision on whether or not to provide loans to Tongfang per its borrowing requests, as such the Group has flexibility to maintain sufficient cash resources for its operation and development while the provision of loans has provided the Group the opportunities to earn additional interest income from idle cash resources from time to time.

During 2023, the lender has granted a loan to Tongfang with a total principal amount of RMB400,000,000 at an interest rate of 3.65% per annum pursuant to the terms of the Loan Agreement. Such loan remained outstanding through the year ended 31 December 2025.

On 21 October 2025, the lenders and Tongfang entered into a loan agreement (the “**2025 Loan Agreement**”), pursuant to which the lender(s) will provide revolving loan(s) of not exceeding RMB600,000,000 to Tongfang during the term of the 2025 Loan Agreement commencing from 13 March 2026 to 12 March 2029 for a term of 3 years. The 2025 Loan Agreement was approved by the shareholders at the extraordinary general meeting held on 19 January 2026.

### **Loan to an Individual**

References are made to the announcements of the Company dated 6 April 2018, 9 July 2020 and 27 October 2023 in relation to the repayment framework agreement (the “**Repayment Framework Agreement**”) between Mr. Wang Lifeng as the Borrower and his spouse and Tongfang Finance Limited (同方財務有限公司, “**Tongfang Finance**”) as the lender. As Mr. Wang Lifeng failed to make the repayments when they were due, Tongfang Finance has taken legal actions against Mr. Wang Lifeng and his spouse. As at 31 December 2025, a total of HK\$102.7 million has been successfully recovered and the net carrying amount of outstanding principal and accrued interest due from Mr. Wang Lifeng amounts to HK\$56.5 million. The Company will continue to make its best effort in obtaining repayment from Mr. Wang Lifeng for the outstanding amount, while actively seeking to liquidate or repossess the collaterals to repay the outstanding amount.

## **Material Acquisition and Disposal and Significant Investment**

There were no significant investments held, nor were there any material acquisitions or disposals of subsidiaries, associates and joint ventures during the year under review. As of 31 December 2025, the Company did not have detailed future plans for material investments or capital assets.

## **FINAL DIVIDEND**

The Board resolved not to declare any dividend for the year ended 31 December 2025 (31 December 2024: Nil).

## **BUSINESS REVIEW**

Year 2025 marks a historical juncture coinciding with the conclusion of the “14th Five-Year Plan” and the commencement of the “15th Five-Year Plan”. Against the backdrop of a persistently sluggish global lighting market and operating pressures brought by adjustments in tariff policy, the Company actively responded to challenges by flexibly adjusting its operating strategies and endeavoured to expand market presence. During the reporting period, the Company successfully mitigated the impact of a complex external environment, effectively maintained stability of its operating scale, and continued to demonstrate a sound and steady development trend overall.

During the period, the Company effectively drove steady growth in operating revenue through enhanced market promotion strategies and product price adjustments. At the same time, increases in tariff and freight expenses led to higher material costs, resulting in a year-on-year decline in gross profit and net profit.

In the future, the Company will continue to focus on its lighting business, closely aligning with strategic objectives to comprehensively advance high-quality development. On one hand, the Company will promote the transformation of its electric lighting business towards smart and energy-saving solutions, strengthen research and development as well as market expansion of high value-added products, and enhance their scale share. At the same time, the Company will optimise its global supply chain layout to enhance resilience, effectively address international trade risks, and consolidate core competitive advantages. On the other hand, the Company will accelerate the expansion into emerging industries, concentrate on cultivating promising fields, and strive to establish new drivers of business growth.

Facing the complex and evolving global economic and international trade landscape, the Company will continue to strengthen compliance management, improve overseas supervision and talent incentive and constraint mechanisms, consolidate its operating foundation and accumulate momentum for development. At the same time, under the premise of prudent operations, the Company will coordinate and promote the upgrading of its principal business and the expansion of emerging businesses, making every effort to achieve long-term, stable and sustainable development, thereby safeguarding the legitimate rights and interests of all shareholders.

## **Sales and Distribution**

### ***Lighting Segment***

During the year ended 31 December 2025, the Group took efforts in distribution and marketing, cultivating the new sales channels and promoting the new brand of lighting products. The Group proactively made deployment in branding establishment and sales channel in the world's fastest growing markets and brought to its customers better sales services in energy-saving technologies and solutions.

## **Research and Development (“R&D”)**

The Group's R&D efforts were driven towards product design, new product development and production efficiency improvement in order to reduce the overall production cost.

## **Employees and Remuneration**

As at 31 December 2025, the Group's total number of employees was 465 (31 December 2024: 453). The basic remunerations of the employees are determined with reference to the industry remuneration benchmark, the employees' experience and their performance. Salaries of employees are maintained at a competitive level and are reviewed annually, with close reference to the relevant labour market and economic situation. Directors' remuneration is determined based on a variety of factors such as market conditions and responsibilities assumed by each Director. Apart from the basic remuneration and statutory benefits required by laws, the Group provides discretionary bonus based upon the Group's results and the individual performance of the staff.

## **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from Monday, 15 June 2026 to Thursday, 18 June 2026 (both days inclusive) for the purpose of determining shareholders who are entitled to attend and vote at the forthcoming annual general meeting. The record date for the purpose of determining the entitlements of the shareholders to attend and vote at the annual general meeting will be on Thursday, 18 June 2026. In order to qualify for attending and voting at the annual general meeting, all transfers accompanied by the relevant share certificate must be lodged with the Company's share registrar and transfer office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 12 June 2026.

## **CORPORATE GOVERNANCE CODE**

The Company is committed to the establishment of good corporate governance practices and procedures with a view to being a transparent and responsible organization which is open and accountable to the shareholders.

Under the code provision C.2.1 of the code on corporate governance practices contained in Appendix C1 (the “**Corporate Governance Code**”) to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in force during the year ended 31 December 2025, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The Company does not have a separate chairman and a chief executive officer and Ms. Zhang Yuanyuan has held both positions since 20 August 2024. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company as non-executive Directors and independent non-executive Directors form the majority of the Board, with five out of seven of the Directors being non-executive directors and independent non-executive Directors. The Board believes that vesting the roles of both chairman and chief executive officer in the same person can facilitate execution of the Company’s business strategies and boost effectiveness of its operation. The Board will review the current structure from time to time and shall make necessary arrangements when the Board considers appropriate. With reference to the announcement dated 10 March 2026, Ms. Zhang Yuanyuan resigned as the chief executive officer of the Company on 10 March 2026.

Save as disclosed in this announcement throughout the year ended 31 December 2025, the Company complied with the code provisions and, where appropriate, adopted the recommended best practices as set out in the Corporate Governance Code.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS**

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 the code of conduct for securities transactions by the Directors. Having made specific enquiry with all Directors, all Directors confirmed that they have complied with the required standard set out in the Model Code regarding directors’ securities transactions for the year ended 31 December 2025.

## **AUDIT COMMITTEE**

The Company established an audit committee with written terms of reference. The audit committee currently comprises of three members, being all independent non-executive Directors, Dr. Li Xuejin, Ms. Yang Juan and Ms. Li Ming Qi. Ms. Li Ming Qi is the chairman of the audit committee. The primary duties of the audit committee are to make recommendation to the Board on the appointment and removal of external auditors, review the financial statements and material advice in respect of financial reporting, and oversee the internal control and risk management systems of the Company. Their composition and written terms of reference are in line with the Corporate Governance Code.

The Group's annual results for the year ended 31 December 2025 have been reviewed by the audit committee, 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 audit committee has also reviewed the accounting principles and practices adopted by the Group, and selection and appointment of the external auditors. In addition, the audit committee reviewed the internal control and risk management systems of the Group during the year of 2025.

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

During the Year, the Company repurchased 254,000 shares of the Company at an aggregate consideration of HK\$96,150 (before expenses) on the Stock Exchange.

Particulars of the repurchase during the Year were as follows:

<b>Month of share repurchase</b>	<b>Number of shares repurchased</b>	<b>Highest price paid per share <i>HK\$</i></b>	<b>Lowest price paid per share <i>HK\$</i></b>	<b>Aggregate consideration paid (before expenses) <i>HK\$</i></b>
December 2025	254,000	0.380	0.375	96,150
Total	254,000			96,150

The Directors considered that the repurchases were made with a view to enhancing the net asset value per share and earnings per share of the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares (as defined in the Listing Rules)) during the year ended 31 December 2025.

From 1 January 2026 up to the date of this announcement, the Company repurchased its own shares on the Stock Exchange, details of which are as follows:

<b>Month of share repurchase</b>	<b>Number of shares repurchased</b>	<b>Highest price paid per share <i>HK\$</i></b>	<b>Lowest price paid per share <i>HK\$</i></b>	<b>Aggregate consideration paid (before expenses) <i>HK\$</i></b>
January 2026	1,630,000	0.400	0.380	644,070
Total	1,630,000			644,070

The 1,884,000 repurchased shares of the Company have not been cancelled as at the date of this announcement.

The Company did not hold any treasury shares as at 31 December 2025.

## **SCOPE OF WORK OF THE COMPANY'S AUDITOR**

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of comprehensive income and the related notes thereto for the year ended 31 December 2025 as set out in the preliminary announcement of annual results have been agreed by the Company's auditors to the amounts set out in the Group's draft consolidated financial statements for the year. The work performed by the Company's auditor in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no opinion or assurance conclusion has been expressed by the Company's auditor on the preliminary announcement of annual results.

## **SUFFICIENCY OF PUBLIC FLOAT**

Rule 8.08(1)(a) of the Listing Rules requires that at least 25% of the total issued capital of an issuer must be held by the public at any time. Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this announcement, the Company has maintained the prescribed public float of not less than 25% of the Company's issued shares as required under the Listing Rules for the year ended 31 December 2025 and the subsequent period ended the date of this announcement.

## **PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT**

This annual results announcement is published on the websites of the Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) and the Company (<http://www.neo-neon.com>). The annual report for the year ended 31 December 2025 containing all the information required by Appendix D2 to the Listing Rules will be available on the same websites in due course.

\* *For identification purpose only.*

By order of the board of  
**Neo-Neon Holdings Limited**  
**Zhang Yuanyuan**  
*Chairperson*

Hong Kong, 23 March 2026

*As at the date of this announcement, the executive Directors are Ms. Zhang Yuanyuan and Mr. Lian Chenwei; the non-executive Directors are Mr. Kong Lingqi and Ms. Liu Wenjing; the independent non-executive Directors are Dr. Li Xuejin, Ms. Yang Juan and Ms. Li Ming Qi.*