InvesTech Holdings Limited
威 訊 控 股 有 限 公 司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 1087)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2025

2025 FINANCIAL HIGHLIGHTS

	Year ended 31 December	
	2025	2024
	RMB'000	*RMB'000*
Revenue	**566,929**	466,031
Gross profit	**65,642**	57,434
Loss before tax	**(57,834)**	(66,505)
Loss for the year	**(49,345)**	(63,549)
Loss for the year attributable to owners of the parent	**(49,345)**	(63,549)

	Year ended 31 December	
	2025	2024
Loss per share attributable to owners of the parent – Basic and diluted	**(RMB24.69 cents)**	(RMB32.33 cents)

- The Group recorded a total revenue of approximately RMB566.9 million for the year ended 31 December 2025, representing an increase of approximately RMB100.9 million, or approximately 21.7% as compared to the total revenue of approximately RMB466.0 million for the year ended 31 December 2024.

- The Group's net loss for the year amounted to approximately RMB49.3 million for the year ended 31 December 2025, as compared to the net loss of approximately RMB63.5 million for the year ended 31 December 2024.

- Basic and diluted loss per share was approximately RMB24.69 cents for the year ended 31 December 2025, as compared to basic and diluted loss per share of approximately RMB32.33 cents for the year ended 31 December 2024.

The board (the "Board") of directors (the "Directors") of InvesTech Holdings Limited (the "Company") announces the consolidated financial results of the Company and its subsidiaries (collectively referred to as the "Group") for the year ended 31 December 2025, together with comparative figures for the year ended 31 December 2024. The consolidated financial results of the Group for the year ended 31 December 2025 have been reviewed by the Company's audit committee (the "Audit Committee").

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2025

	Notes	2025 RMB'000	2024 RMB'000
REVENUE	4	**566,929**	466,031
Cost of sales		**(501,287)**	(408,597)
Gross profit		**65,642**	57,434
Other income and gains	4	**8,574**	4,121
Selling and distribution expenses		**(25,902)**	(26,010)
Administrative expenses		**(57,700)**	(62,011)
Other losses		**(12,919)**	(19,016)
Impairment of goodwill	11	**(23,488)**	(8,483)
Reversal of impairment losses of financial assets, net		**814**	763
Finance costs	5	**(12,855)**	(13,303)
LOSS BEFORE TAX	6	**(57,834)**	(66,505)
Income tax credit	7	**8,489**	2,956
LOSS FOR THE YEAR		**(49,345)**	(63,549)

		2025	2024
LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE PARENT			
– Basic and diluted	9	**(RMB24.69 cents)**	(RMB32.33 cents)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2025

	2025	2024
	RMB'000	*RMB'000*
LOSS FOR THE YEAR	**(49,345)**	(63,549)
OTHER COMPREHENSIVE (LOSS)/INCOME		
Other comprehensive loss that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	**(225)**	(213)
Other comprehensive (loss)/income that will not be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of financial statements into presentation currency	**(46)**	197
Changes in fair value of financial asset at fair value through other comprehensive income	**–**	(1,916)
	(46)	(1,719)
OTHER COMPREHENSIVE LOSS FOR THE YEAR	**(271)**	(1,932)
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	**(49,616)**	(65,481)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2025

	Notes	**2025** **RMB'000**	2024 RMB'000
NON-CURRENT ASSETS			
Investment properties	*10*	**47,525**	63,806
Property, plant and equipment		**2,057**	1,172
Right-of-use assets		**10,977**	8,495
Goodwill	*11*	**102,981**	126,469
Other intangible assets		**–**	17,714
Deferred tax assets		**4,040**	4,162
Financial asset at fair value through other comprehensive income		**–**	11,023
Total non-current assets		**167,580**	232,841
CURRENT ASSETS			
Inventories		**18,277**	10,122
Trade, bills receivables and contract assets	*12*	**379,111**	280,567
Prepayments, other receivables and other assets		**67,415**	45,560
Equity investments at fair value through profit or loss	*13*	**1,153**	2,014
Pledged deposits		**25,988**	25,409
Cash and cash equivalents		**48,182**	85,506
Total current assets		**540,126**	449,178
CURRENT LIABILITIES			
Trade payables	*14*	**207,042**	147,563
Contract liabilities		**35,384**	35,804
Other payables and accruals		**27,358**	32,073
Promissory note payable		**–**	28,191
Interest-bearing bank and other borrowings		**197,435**	194,379
Tax payable		**15,814**	21,910
Total current liabilities		**483,033**	459,920
NET CURRENT ASSETS/(LIABILITIES)		**57,093**	(10,742)
TOTAL ASSETS LESS CURRENT LIABILITIES		**224,673**	222,099

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued)
As at 31 December 2025

	2025	2024
	RMB'000	*RMB'000*
NON-CURRENT LIABILITIES		
Promissory note payable	**27,054**	–
Interest-bearing bank and other borrowings	**32,389**	7,034
Deferred tax liabilities	**–**	2,657
Total non-current liabilities	**59,443**	9,691
Net assets	**165,230**	212,408
EQUITY		
Equity attributable to owners of the parent		
Share capital	**13,427**	13,427
Reserves	**151,803**	198,981
Total equity	**165,230**	212,408

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
Year ended 31 December 2025

	2025	2024
	RMB'000	*RMB'000*
Net cash flows (used in)/from operating activities	**(63,598)**	7,640
Net cash flows (used in)/from investing activities	**(1,067)**	3,280
Net cash flows from/(used in) financing activities	**33,181**	(3,043)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	**(31,484)**	7,877
Cash and cash equivalents at beginning of year	**85,506**	76,196
Effect of foreign exchange rate changes, net	**(5,840)**	1,433
CASH AND CASH EQUIVALENTS AT END OF YEAR	**48,182**	85,506

NOTES TO FINANCIAL STATEMENTS

1. CORPORATE AND GROUP INFORMATION

InvesTech Holdings Limited (the "Company") was incorporated in the Cayman Islands on 16 November 2007 as an exempted company with limited liability and continued in Bermuda with effect from 7 July 2021 (Bermuda time). The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The address of the registered office of the Company is located at Canon's Court, 22 Victoria Street, Hamilton, HM 12, Bermuda. The Company's principal place of business in Hong Kong is Room 02-03, 18/F, AIA Financial Centre, 712 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (collectively referred to as the "Group") are principally engaged in the provision of network system integration including the provision of network infrastructure solutions, network professional services and smart office software solutions, and the network equipment rental business.

2.1 BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with IFRS Accounting Standards and IFRIC Interpretations and the disclosure requirements of the Hong Kong Companies Ordinance. These consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"). They have been prepared under the historical cost convention, except for investment properties and equity investments at fair value through profit or loss which have been measured at fair value. These consolidated financial statements are presented in Renminbi ("RMB") and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of 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).

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 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 parent of the Group 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.

2.1 BASIS OF PREPARATION (Continued)

Basis of consolidation (Continued)

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 earnings, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

Going Concern assumption

The Group incurred net loss of approximately RMB49,345,000 for the year ended 31 December 2025. As of 31 December 2025, the Group had promissory note payable and interest-bearing bank and other borrowings totalling approximately RMB256,878,000, while its cash and cash equivalents amounted to approximately RMB48,182,000.

In view of the above circumstances, the Group has prepared a cash flow forecast of the Group covering a period of fifteen months from the end of the reporting period (the "Forecast Period"). The cash flow forecast incorporates the effects of the following major measures and events that have been implemented or have taken place in order to enhance the Group's liquidity position and enable it to meet its financial obligations during the next fifteen months as and when they fall due:

(a) the Group has been actively negotiating with banks in a timely manner to ensure such that the relevant facilities and bank borrowing will continue to remain available to the Group; and

(b) the Group is arranging rollover of the Group's revolving loans of approximately RMB151,252,000 upon maturity dates; and

(c) up to the date of approval of these consolidated financial statements, Smoothly Global Holdings Limited (being a shareholder of the Company as at the date of these consolidated financial statements) and Delta Wealth Credit Limited (which is beneficially owned by Ms. Tin Yat Yu Carol, being a shareholder and director of the Company as at the date of these consolidated financial statements) agreed to renew and not to demand for repayment for the principal amount of HK$27,792,000 (equivalent to RMB25,062,000) and the promissory note payable held in the principal amount of HK$30,000,000 (equivalent to RMB27,054,000), respectively, for at least the next fifteen months from 31 December 2025 except to the extent that the Group has sufficient funds and that the repayment would not adversely affect the Group's ability to meet its liabilities as and when they fall due.

The Directors are of the opinion that, taking into account the above-mentioned measures, the Group would have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due over the Forecast Period. Accordingly, the Directors consider that it is appropriate to prepare the consolidated financial statements for the year ended 31 December 2025 on a going concern basis.

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following amendments to IFRS Accounting Standards for the first time for the current year's consolidated financial statements.

Amendments to IAS 21	*Lack of Exchangeability*

The application of the amendments to IFRS Accounting Standards has no material impact on the Group's results and financial position for the current or prior period. The Group has not applied any revised IFRS Accounting Standards that are not yet effective for the current period.

3. SEGMENT INFORMATION

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. The Group's chief operating decision makers, also being the directors, focus on revenue analysis by products and services in the communication system business. No other discrete financial information is provided except for the Group's results and financial position as a whole. Accordingly, only entity-wide disclosures including geographic information are presented.

Geographical information

(a) Revenue from external customers

	2025	2024
	RMB'000	*RMB'000*
Mainland China	**447,345**	361,386
Hong Kong	**110,830**	94,036
Vietnam	**3,507**	9,490
Other countries/regions	**5,247**	1,119
	566,929	466,031

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

(b) Non-current assets

	2025	2024
	RMB'000	*RMB'000*
Mainland China	**113,749**	153,360
Hong Kong	**49,791**	64,295
Vietnam	**–**	1
	163,540	217,656

The non-current asset information above is based on the locations of the assets and excludes deferred tax assets and financial asset at fair value through other comprehensive income.

Information about major customers

The aggregated revenue of RMB151,553,000 (2024: RMB85,190,000) from two customers (2024: one) in the communication system business individually amounted to over 10% to the total revenue of the Group for the year ended 31 December 2025.

4. REVENUE, OTHER INCOME AND GAINS

Revenue from contracts with customers

Disaggregated revenue information

	2025	2024
	RMB'000	*RMB'000*
Type of goods or services		
Sales of goods	**338,838**	263,811
Rendering of services	**228,091**	202,220
Total revenue from contracts with customers	**566,929**	466,031
Timing of revenue recognition		
Goods transferred at a point in time	**338,838**	263,811
Services transferred over time	**228,091**	202,220
Total revenue from contracts with customers	**566,929**	466,031

Other income and gains

	2025	2024
	RMB'000	*RMB'000*
Bank interest income	**643**	701
Fair value gains on equity investment at fair value through profit or loss, net	**834**	–
Gain on disposal of subsidiaries	**3,128**	–
Government grants released*	**1,509**	1,029
Rental income	**2,161**	2,191
Others	**299**	200
	8,574	4,121

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

5. FINANCE COSTS

An analysis of finance costs is as follows:

	2025	2024
	RMB'000	*RMB'000*
Interest on bank and other borrowings	**12,333**	11,493
Interest on lease liabilities	**522**	480
Interest on convertible bond	**–**	1,330
	12,855	13,303

6. LOSS BEFORE TAX

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

	2025	2024
	RMB'000	*RMB'000*
Cost of inventories sold*	**499,811**	406,772
Depreciation of property, plant and equipment	**946**	1,169
Depreciation of right-of-use assets	**5,183**	6,659
Impairment of goodwill	**23,488**	8,483
Amortisation of other intangible assets**	**17,714**	20,245
Reversal of impairment losses of trade receivables, net	**(814)**	(763)
Auditor's remuneration	**1,107**	1,124
Research and development costs***	**19,455**	22,465
Foreign exchange differences, net	**413**	100
Employee benefit expenses (including directors' and a chief executive's remuneration)		
– Wages and salaries	**61,050**	60,626
– Pension scheme contributions	**13,324**	14,034
	74,374	74,660
Provision for/(reversal of) write-down of inventories to net realisable value*	**1,626**	(1,622)
Fair value (gains)/losses on equity investments at fair value through profit or loss, net	**(834)**	2,934
Fair value losses on investment properties	**12,919**	16,082

* Inclusive of provision for/(reversal of) write-down of inventories to net realisable value.

** Included in "Cost of sales" in the consolidated statement of profit or loss.

*** Included in "Administrative expenses" in the consolidated statement of profit or loss.

7. INCOME TAX CREDIT

	2025	2024
	RMB'000	*RMB'000*
Current – Mainland China		
Overprovision in prior years	**(5,698)**	–
Current – Hong Kong		
Charge for the year	**96**	310
Overprovision in prior years	**(352)**	–
Deferred income tax	**(2,535)**	(3,266)
Total tax credit for the year	**(8,489)**	(2,956)

The Group is subject to Hong Kong profits tax at the rate of 16.5% (2024: 16.5%) on the estimated assessable profits arising in Hong Kong during the year, except for one subsidiary of the Company which is a qualifying entity under the two-tiered profits tax rates regime. The first HK$2,000,000 (equivalent to RMB1,844,000) (2024: HK$2,000,000 (equivalent to RMB1,843,000)) of assessable profits of this subsidiary is taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates.

Except for the following companies, the subsidiaries of the Company established in Mainland China were subject to corporate income tax ("CIT") at the statutory tax rate of 25% in the following years:

	2025	2024
北京威發新世紀信息技術有限公司 (Beijing Wafer New Century Information Technology Co., Ltd.)*^	**15%**	15%
威發（西安）軟件有限公司 (Wafer (Xi'an) Software Co., Ltd.)*^	**15%**	15%

* The entity is qualified as High and New Technology Enterprises and was entitled to a preferential CIT rate of 15% for the years ended 31 December 2025 and 2024.

^ The English names are for identification purposes only.

The subsidiary which operates in Vietnam was subject to CIT at a rate of 17% (2024: 20%) in accordance with the relevant income range for the year ended 31 December 2025.

The Group is operating in certain jurisdictions where the Pillar Two Rules are effective or enacted but not effective. However, as the Group's estimated effective tax rates of all the jurisdictions in which the Group operates are higher than 15%, after taking into account the adjustments under the Pillar Two Rules based on management's best estimate, the management of the Group considered that the Group is not liable to top-up tax under the Pillar Two Rules.

8. DIVIDEND

No dividend has been paid or proposed by the Company during the year ended 31 December 2025 and subsequent to the end of the reporting period (2024: Nil).

9. LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE PARENT

The calculation of the basic loss per share amount is based on the loss for the year attributable to owners of the parent, and the weighted average number of ordinary shares of 199,888,000 (2024: 196,569,271) in issue during the year.

The calculation of basic and diluted loss per share are based on:

	2025	2024
	RMB'000	*RMB'000*
Loss		
Loss attributable to owners of the parent, used in the basic and diluted loss per share calculation	**(49,345)**	(63,549)

	2025	2024
Number of shares		
Weighted average number of ordinary shares in issue during the year used in the basic and diluted loss per share calculation	**199,888,000**	196,569,271
Loss per share		
Basic and diluted	**(RMB24.69 cents)**	(RMB32.33 cents)

The weighted average number of ordinary shares for the purpose of the calculation of basic loss per share for the year ended 31 December 2024 had been adjusted for the bonus elements in the issue of shares of the Company completed on 31 January 2024 as if effective since 1 January 2024.

The calculation of diluted loss per share for the year ended 31 December 2024 had not been taken into account the effect of the potential ordinary shares on convertible bond as the assumed conversion would result in a decrease in loss per share.

No adjustment has been made to the basic loss per share amounts presented for the years ended 31 December 2025 and 2024 in respect of a dilution as the impact of share options outstanding had an anti-dilutive effect on the basic loss per share amounts presented.

10. INVESTMENT PROPERTIES

	2025	2024
	RMB'000	*RMB'000*
Fair value		
At beginning of year	**63,806**	77,575
Additions	**784**	–
Disposal	**(1,881)**	–
Change in fair value	**(12,919)**	(16,082)
Exchange realignment	**(2,265)**	2,313
At end of year	**47,525**	63,806

10. INVESTMENT PROPERTIES (Continued)

As at 31 December 2025 and 2024, the Group's investment properties consisted of car parking spaces and office premises located in Hong Kong and Mainland China. All investment properties were held under operating leases to earn rental income or for capital appreciation purposes, and were measured by using the fair value model.

During the year ended 31 December 2025, the additions to the investment properties amounted to RMB784,000, representing six car parking spaces located in Mainland China. During the year ended 31 December 2025, the Group disposed of two car parking spaces in Hong Kong at total cash consideration of RMB1,881,000.

During the year ended 31 December 2024, there was no addition to and disposal of investment properties.

As at 31 December 2025, the Group's investment properties with a carrying value of RMB45,992,000 (2024: RMB59,389,000) were pledged to secure a bank loan of the Group.

11. GOODWILL

	2025	2024
	RMB'000	*RMB'000*
Cost:		
At 1 January and 31 December	**207,580**	207,580
Accumulated impairment:		
At 1 January	**(81,111)**	(72,628)
Impairment during the year *(note 6)*	**(23,488)**	(8,483)
At 31 December	**(104,599)**	(81,111)
Net carrying amount:		
At 31 December	**102,981**	126,469

Network system integration cash-generating unit

The carrying amount of goodwill acquired through business combinations allocated to the network system integration cash-generating unit is as follows:

	2025	2024
	RMB'000	*RMB'000*
Before impairment loss	**207,580**	207,580
After impairment loss	**102,981**	126,469

Goodwill related to the network system integration cash-generating unit arose from the acquisition of Fortune Grace Management Limited in 2015. Details of the acquisition are set out in the announcements of the Company dated 6 and 13 November 2015. To support the management to determine the recoverable amount of the network system integration cash-generating unit (the "Recoverable Amount of CGU"), the Group engaged an independent professional valuer, Jones Lang LaSalle Corporate Appraisal and Advisory Limited, to perform a valuation.

11. GOODWILL (Continued)

Network system integration cash-generating unit (Continued)

The Recoverable Amount of CGU has been determined based on a value-in-use calculation using cash flow projections based on financial budgets approved by the management covering a five-year period with budgeted revenue growth rates, the budgeted gross margins, the discount rate and the terminal growth rate applied in the cash flow projections. As at 31 December 2025, based on the goodwill impairment assessment results, the Recoverable Amount of CGU and the carrying amount of the network system integration cash-generating unit, comprising the goodwill, other intangible assets, property, plant and equipment and right-of-use assets of the Group that generate cash flows together with the related goodwill in the respective cash generating unit for the purpose of impairment assessment, is approximately RMB116,015,000 (2024: RMB153,850,000) and RMB139,503,000 (2024: RMB162,333,000) respectively. As the Recoverable Amount of CGU is below its carrying amount, an impairment loss on goodwill of approximately RMB23,488,000 was recorded for the year ended 31 December 2025 (2024: RMB8,483,000).

In the opinion of the directors of the Company, the anticipated slower gross profit growth and rising operating costs in the Group's smart office software solutions business have been taken into account in the cash flow projection. By taking into account of the heightened geopolitical risks and fluctuations in market conditions, including the intensified competition, changing customers preferences with higher demand for advanced functionality, rapid technological changes and industry innovation, the directors of the Company considered that these factors could adversely affect the Group's operating performance and competitive position, and resulting in a downward revision on the CGU's projected future cash flow and its recoverable amount. The directors of the Company considered that these reasons directly affected the parameters applied in the assumptions used in the value-in-use calculation for network system integration cash-generating unit as at 31 December 2025 as mentioned below.

Assumptions were used in the value-in-use calculation for network system integration cash-generating unit for 31 December 2025 and 2024. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Budgeted revenue growth rates – The budgeted revenue growth rates are based on the historical revenue growth data and market outlook perceived by management. The five-year budget period with estimated revenue growth rate applied at 31 December 2025 range from 4.22% to 8.61% per annum (2024: –1.55% to 11.79% per annum).

Budgeted gross margins – The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the year immediately before the budget year, increased for expected market development. The gross margin for the five-year budget period applied in the cash flow projections range from 20.46% to 26.08% (2024: 21.22% to 29.98%).

Discount rate – The discount rate used is before tax and reflects specific risks relating to the relevant unit. The discount rate applied at 31 December 2025 is 20.75% (2024: 20.11%).

Long term growth rate – The long term growth rate is based on market data and management's expectation on the future development of the technology industry. The long term growth rate applied at 31 December 2025 is 2.00% (2024: 2.00%).

The values assigned to the key assumptions on market development and discount rate are consistent with external information sources.

12. TRADE, BILLS RECEIVABLES AND CONTRACT ASSETS

	2025 *RMB'000*	2024 *RMB'000*
Trade receivables	**184,042**	132,182
Impairment	**(8,257)**	(9,194)
Trade receivables, net	**175,785**	122,988
Contract assets	**200,236**	155,853
Bills receivables	**3,090**	1,726
	379,111	280,567

An ageing analysis of the trade receivables and contract assets of the Group as at the end of the reporting period, based on the transaction date and net of loss allowance, is as follows:

	2025 *RMB'000*	2024 *RMB'000*
Within 3 months	**277,417**	206,051
3 to 6 months	**30,766**	27,846
6 to 12 months	**33,806**	18,638
1 to 2 years	**17,552**	17,536
Over 2 years	**16,480**	8,770
	376,021	278,841

The movements in the loss allowance for impairment of trade receivables are as follows:

	2025 *RMB'000*	2024 *RMB'000*
At beginning of year	**9,194**	10,102
Reversal of impairment losses, net *(note 6)*	**(814)**	(763)
Amounts written-off as uncollectible	**(88)**	(157)
Exchange realignment	**(35)**	12
At end of year	**8,257**	9,194

12. TRADE, BILLS RECEIVABLES AND CONTRACT ASSETS (Continued)

The maturity profile of the bills receivables of the Group as at the end of the reporting period is as follows:

	2025 *RMB'000*	2024 *RMB'000*
Within 3 months	**2,305**	28
3 to 6 months	**685**	1,698
6 to 12 months	**100**	–
	3,090	1,726

13. EQUITY INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2025 *RMB'000*	2024 *RMB'000*
Listed equity investment, at fair value	**1,153**	2,014

The balance represented listed equity securities investments that offer the Group the opportunity for return by way of fair value changes and dividend income. The equity investments are classified as held for trading and measured at fair value through profit or loss.

As at 31 December 2025, equity investments at fair value through profit or loss represents an investment portfolio comprising four (2024: nine) equity securities listed in Hong Kong of which three (2024: eight) are listed on the main board of the Stock Exchange and the remaining one (2024: one) are listed on GEM of the Stock Exchange.

The total fair value gains of RMB834,000 was recognised for changes in fair value of equity investments at fair value through profit or loss in "Other income and gains" in the consolidated statement of profit or loss for the year ended 31 December 2025 (2024: fair value losses of RMB2,934,000 in "Other losses").

The fair values of equity investments as at 31 December 2025 have been determined by reference to the quoted market prices available on the Stock Exchange.

14. TRADE PAYABLES

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

	2025 *RMB'000*	2024 *RMB'000*
Within 3 months	**105,311**	47,439
3 to 12 months	**53,540**	43,366
1 to 2 years	**11,239**	25,508
Over 2 years	**36,952**	31,250
	207,042	147,563

The Group normally obtains credit terms ranging from 1 to 3 months from its suppliers. Trade payables are unsecured and interest-free.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the year ended 31 December 2025 (the "Year"), the Group continued to focus on its core business of IT infrastructure system integration and sales of smart office software solutions. The majority of the Group's revenue was generated from the market in the People's Republic of China (the "PRC" or "China").

During the Year, the Group encountered a challenging business environment due to ongoing geopolitical uncertainties, market volatility, trade barriers and intense competition within China. Despite these challenges, the Group has managed to enhance its revenue streams throughout the Year. The Group effectively established alliance with various technology giants, enabling it to expand its customer base by targeting domestic new quality productive enterprises and innovative technology enterprises. These alliances are essential for securing new clients and delivering cutting-edge IT infrastructure solutions, and also facilitate the Group to access to new markets and foster the development of advanced systems and solutions that address the evolving needs of the Group's existing and potential customers. As a result, the Group's total revenue recorded an increase of approximately RMB100.9 million or approximately 21.7% to approximately RMB566.9 million for the Year (2024: approximately RMB466.0 million). The Group's gross profit increased by approximately RMB8.2 million or approximately 14.3% to approximately RMB65.6 million for the Year (2024: approximately RMB57.4 million). Impacted by the fair value loss of investment properties of approximately RMB12.9 million due to the dissatisfactory general market condition of the commercial property market in Hong Kong and the impairment of goodwill related to the Group's network system integration cash-generating unit of approximately RMB23.5 million recorded for the Year, a net loss for the Year of approximately RMB49.3 million was recorded (2024: approximately RMB63.5 million).

IT Infrastructure System Integration

The China's economic environment showed signs of recovery in 2025, which contributed to growth in the Group's IT infrastructure and system integration business, particularly in the second half of the Year. The Group was able to capitalise on this improving market environment by offering cutting-edge technologies and customised integration services that addressed the evolving needs of its customers. Further leveraging this momentum, the Group continues to expand its customer bases, including new clients across diverse sectors such as new energy, biotechnology, productivity-enhancing enterprises and domestic manufacturers in China. This expansion not only broadened revenue sources but also enhanced the Group's market resilience.

In addition, the Group's sales benefited from referrals generated through strategic alliances. By actively cultivating and leveraging strong relationships with key industry partners, the Group was able to identify and secure new business opportunities that would not have been accessible through traditional sales channels alone. The Group has been appointed as a Gold Partner of Huawei, receiving official authorisation to act as a reseller of Huawei's data communication products in China. This partnership has enabled the Group to offer a comprehensive range of IT products and solutions to its clients, further diversify its product portfolio, and establish a robust foundation for future growth and innovation. The Group also achieved breakthroughs in product mix by not just serving as a long-term partner for CISCO Systems' range of products in Greater China region, but also selling other well-known brand products and related services sourced in China. This diversification reduces reliance on certain supplier and provides a hedge against geopolitical risks.

The sales in Hong Kong region, which was mainly contributed by the provision of a smart library system for Hong Kong government's Leisure and Cultural Services Department (the "Library Project"), recorded revenue of approximately RMB92.7 million (2024: approximately RMB85.2 million), representing an increase of approximately RMB7.5 million, or approximately 8.8% as compared with that of 2024. The Group actively and continuously monitors each phase of the Library Project, and effectively tracks progress to ensure the smooth and planned execution of the Library Project.

Apart from the above, the Group has made considerable progress in diversifying its revenue streams by proactively expanding into overseas markets. In 2025, the Group successfully expanded its business into the Middle East by providing IT system integration services to Lenovo for the establishment of its large-scale super factory. This collaboration not only allowed the Group to participate in a high-profile international project but also demonstrated the Group's capabilities in meeting the technological and operational requirements of demanding global partners.

As a result, the overall IT infrastructure system integration segment of the Group contributed revenue of approximately RMB522.2 million for the Year (2024: approximately RMB434.0 million).

Smart Office Software Solutions

During the Year, the Group implemented strategic adjustments to enhance the development of its smart office software solutions business. To expand the customer base, the Group have established partnerships with ByteDance's Feishu and other well-known organisations, which have played a significant role in introducing sizable clients in need of the Group's software solutions. These collaborations not only broaden our market reach but also elevate the value the Group provided to our clients by integrating innovative features and functionalities into our software solutions.

The Group's smart office software solutions continue to evolve, integrating the latest technological advancements and incorporating AI elements to ensure its competitiveness in a rapidly changing market. By enhancing our offerings and introducing valuable services, the Group is dedicated to addressing the diverse needs of customers, and improving their overall productivity and efficiency.

The Group's revenue from the provision of smart office software solutions increased by approximately RMB12.7 million, or approximately 39.7%, to approximately RMB44.7 million for the Year (2024: approximately RMB32.0 million).

Other Investments

The Group's other investment mainly consisted of securities and properties investment. As at 31 December 2025, the Group held equity securities listed in Hong Kong worth approximately RMB1.2 million as financial assets for trading (2024: approximately RMB2.0 million) and investment properties at the amount of approximately RMB47.5 million (2024: approximately RMB63.8 million). Impacted by the unfavorable economic climate and weak market sentiment in Hong Kong, the property markets in Hong Kong continued to face challenges during the Year, and affected the financial performance of the Group's property investments. During the Year, the Group recorded a fair value loss on investment properties of approximately RMB12.9 million (2024: approximately RMB16.1 million).

FINANCIAL REVIEW

Revenue and cost of sales

Revenue of the Group for the Year was approximately RMB566.9 million (2024: approximately RMB466.0 million), representing an increase of approximately RMB100.9 million, or approximately 21.7% as compared with that of 2024. The increase in revenue was primarily driven by growth in sales from IT infrastructure system integration business benefited from the expansion of the Group's customer base and the enhancement of diversified product mix.

Following the increase in revenue, the cost of sales of the Group increased by approximately RMB92.7 million, or approximately 22.7% to approximately RMB501.3 million for the Year (2024: approximately RMB408.6 million). The increase in cost of sales was in line with the increase in revenue of the Group.

Gross profit and gross profit margin

The Group achieved gross profit for the Year amounting to approximately RMB65.6 million (2024: approximately RMB57.4 million), representing an increase of approximately RMB8.2 million, or approximately 14.3% as compared with that of 2024. The gross profit margin for the Year was approximately 11.6% (2024: approximately 12.3%), representing a decrease of approximately 0.7% as compared with that of 2024. The gross profit margin remained stable.

Other income and gains

The Group recorded other income and gains of approximately RMB8.6 million for the Year (2024: approximately RMB4.1 million), mainly consisted of (i) rental income from investment properties of approximately RMB2.2 million (2024: approximately RMB2.2 million); (ii) the government grants released to the Group of approximately RMB1.5 million (2024: approximately RMB1.0 million); and (iii) a gain on disposal of subsidiaries of approximately RMB3.1 million (2024: Nil).

Selling and distribution expenses

The selling and distribution expenses of the Group decreased by approximately RMB0.1 million or approximately 0.4% to approximately RMB25.9 million for the Year (2024: approximately RMB26.0 million). The selling and distribution expenses for the Year was comparable to that of 2024.

Administrative expenses

The administrative expenses of the Group decreased by approximately RMB4.3 million or approximately 6.9% to approximately RMB57.7 million for the Year (2024: approximately RMB62.0 million), primarily attributable to the decrease in research and development cost of approximately RMB3.0 million.

Other losses

The other losses for the Year represented fair value loss on investment properties of approximately RMB12.9 million (2024: approximately RMB16.1 million). The other losses in 2024 also included net fair value losses on equity investments at fair value through profit or loss of approximately RMB2.9 million.

Impairment of goodwill

During the Year, the Group recorded an impairment of goodwill of approximately RMB23.5 million (2024: approximately RMB8.5 million) in relation to the network system integration cash-generating unit ("CGU") arising from the acquisition of Fortune Grace Management Limited in 2015. The recorded goodwill impairment was primarily due to the anticipated slower gross profit growth and rising operating costs for the Group's smart office software solutions business by taking into account the geopolitical risk and fluctuations in market conditions, including the intensified competition, changing customers preferences with higher demand on functionality, rapid technological changes and industry innovation, which could adversely affect the Group's operating performance and competitive position, and resulting in a downward revision on the projected future cash flow of the Group's network system integration CGU and its recoverable amount. Details of the impairment are set out in note 11 to the consolidated financial statements.

Despite the recognition of goodwill impairment for the Year, the Group is committed to continually monitoring the influences affecting goodwill and related assumptions, and remains optimistic about future market demand for its smart office software solutions, which is being driven by the ongoing transformation of workplace environments through IT and green technology.

Finance costs

The finance costs of the Group decreased by approximately RMB0.4 million or approximately 3.0% to approximately RMB12.9 million for the Year (2024: approximately RMB13.3 million). The finance costs for the Year was comparable to that of 2024.

Income tax

The income tax of the Group comprised provision of income tax expense and deferred tax.

The Group recorded net income tax credit for the Year of approximately RMB8.5 million (2024: approximately RMB3.0 million), primarily due to (i) the recognition of the deferred tax credit of approximately RMB2.7 million (2024: approximately RMB3.0 million) arising from the amortisation of other intangible assets; and (ii) reversal of over-provision of tax in prior years of approximately RMB6.1 million (2024: Nil).

The Group recorded provision of income tax expense of approximately RMB0.1 million derived by the assessable profit of the Company's subsidiaries during the Year (2024: approximately RMB0.3 million).

Loss for the Year

The Group recorded a loss for the Year of approximately RMB49.3 million (2024: approximately RMB63.5 million). The decrease in loss was mainly attributable to the combined effect of (i) the increase in gross profit by approximately RMB8.2 million for the Year resulting from the improved sales performance derived by the Group's IT infrastructure system integration business; (ii) the decrease in fair value loss on investment properties by approximately RMB3.2 million from approximately RMB16.1 million in 2024 to approximately RMB12.9 million in 2025; (iii) the fair value gains on equity investments at fair value through profit or loss recorded for the Year of approximately RMB0.8 million as compared with fair value losses of approximately RMB2.9 million recorded in 2024; (iv) the increase in net income tax credit by approximately RMB5.5 million; and (v) the impairment of goodwill related to the Group's network system integration CGU of approximately RMB23.5 million was recorded for the Year (2024: approximately RMB8.5 million).

Liquidity and financial resources

As at 31 December 2025, the Group's gearing ratio, which is calculated by total of interest-bearing bank and other borrowings and promissory note payable divided by total assets, was approximately 36.3% (2024: approximately 33.7%). The increase in gearing ratio of the Group was mainly due to the increase in bank borrowings for the Year.

As at 31 December 2025, the total interest-bearing bank and other borrowings of the Group amounted to approximately RMB229.8 million (2024: approximately RMB201.4 million), among which approximately RMB175.1 million (2024: approximately RMB122.7 million) was unsecured and guaranteed by a director of the Company, and approximately RMB18.0 million (2024: approximately RMB19.8 million) was secured and guaranteed by a director of the Company. As at 31 December 2025, the interest-bearing bank and other borrowings of approximately RMB36.7 million (2024: approximately RMB43.9 million) carried at fixed interest rates and approximately RMB193.1 million (2024: approximately RMB157.5 million) carried at floating interest rates.

Save as aforesaid or as otherwise disclosed in this announcement, and apart from intragroup liabilities, the Company did not have any other outstanding indebtednesses or contingent liabilities as at 31 December 2025.

Foreign currency risk

As certain of the Group's trade and other receivables, cash and cash equivalents and trade and other payables are denominated in foreign currency, exposure to exchange rate fluctuation arises. The Group has relevant policy to monitor the risk associated with the fluctuation of foreign currency and control such risk, if necessary.

Working capital

Inventories balance as at 31 December 2025 was approximately RMB18.3 million (2024: approximately RMB10.1 million). The average turnover days for inventories was 10 days as at 31 December 2025 (2024: 12 days). Trade and bills receivables balance as at 31 December 2025 was approximately RMB379.1 million (2024: approximately RMB280.6 million). The average turnover days for trade and bills receivables decreased to 212 days as at 31 December 2025 (2024: 230 days).

Trade payables balance as at 31 December 2025 was approximately RMB207.0 million (2024: approximately RMB147.6 million). The average turnover days for trade payables was 129 days as at 31 December 2025 (2024: 142 days).

Affected by the decrease in average turnover days for both trade and bill receivables and trade payable, the Group's cash conversion cycle for the Year decreased from 100 days in 2024 to 93 days in 2025.

Cash flows

The net cash used in operating activities for the Year amounted to approximately RMB63.6 million.

The net cash used in investing activities for the Year of approximately RMB1.1 million was mainly attributable to the increase in placement of pledged deposits.

The net cash from financing activities for the Year of approximately RMB33.2 million was primarily attributable to the combined effect of: (i) repayment of bank and other borrowings of approximately RMB157.6 million; (ii) new bank and other borrowings of approximately RMB197.2 million; and (iii) repayment of principal portion of lease payments of approximately RMB5.1 million.

Charge on assets

As at 31 December 2025, investment properties of approximately RMB46.0 million (2024: approximately RMB59.4 million) were pledged as security for interest-bearing bank and other borrowings of the Group.

Capital expenditures

The Group had capital expenditures of approximately RMB5.9 million for the Year (2024: approximately RMB3.0 million) for additions to property, plant and equipment and right-of-use assets.

Capital commitments

As at 31 December 2025, the Group had no significant capital commitments (2024: Nil).

CAPITAL STRUCTURE

As at 31 December 2025, the capital of the Company comprised ordinary shares only.

INVESTMENT IN LISTED EQUITY INVESTMENTS

During the Year, the Group recorded fair value gains on equity investments at fair value through profit or loss of approximately RMB0.8 million (2024: fair value losses of approximately RMB2.9 million), which was related to the fair value changes on the Group's investment in listed securities. As at 31 December 2025, the Group's equity investments at fair value through profit or loss consisted of four listed equity investments (2024: nine), all of them were shares listed on the Stock Exchange. The global geopolitical tensions and China's economy policies could impact market conditions in Hong Kong and influence the stability and sentiment of the Hong Kong stock market, and affected the performance of the Group's securities investment. The Group will closely monitor the Hong Kong securities market and the performance of its securities investment.

As at 31 December 2025, the fair value of each of the equity investments at fair value through profit or loss was less than 5% of the Group's total assets.

EVENT AFTER THE END OF THE REPORTING PERIOD

The Group has no significant event taken place subsequent to 31 December 2025 and up to the date of this announcement.

EMPLOYEES

As at 31 December 2025, the total number of employees of the Group was 310 (2024: 323). The breakdown of employees of the Group as at 31 December 2025 and 2024 is as follows:

	As at 31 December 2025	As at 31 December 2024
Manufacturing and technical engineering	**130**	136
Sales and marketing	**52**	55
General and administration	**47**	50
Research and development	**81**	82
Total	**310**	323

Compensation policy of the Group is determined by evaluating individual performance of the employees and has been reviewed regularly. The Group recognises the accomplishment of the employees by providing comprehensive benefit package, career development opportunities and internal training appropriate to individual needs.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares) during the Year.

OUTLOOK

The "Going Global" policy and the focus on new productivities clients have created new opportunities for the growth and expansion for the Chinese enterprises. The Group will continue to explore international markets and pursue business opportunities more vigorously, particularly in the Asia Pacific regions. The Group remain cautiously optimistic about the Group's business prospect.

Given the complexities and challenges posed by an unfavorable market environment impacting the Group's operations and overall financial performance, the Group will actively adjust its business strategy. We will closely monitor technological advancements, integrate internal resources, and leverage strategic partnerships with leading technology firms to expand our sales network and enhance our competitive advantage. This approach will enable us to respond more effectively to market challenges and uncertainties. Additionally, the Group will implement stringent expenditure controls to manage the risks associated with economic and political conditions.

DIVIDEND

The Directors consider that the declaration, payment and amount of the dividend shall be subject to the status of the Group's future development. The Board does not recommend any final dividend for the Year (2024: Nil).

MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

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 its code of conduct regarding securities transactions by the Directors. On specific enquiries made, all Directors confirmed that they complied with the required standards set out in the Model Code during the Year.

CORPORATE GOVERNANCE

The Directors recognise the importance of incorporating the elements of good corporate governance into the management structures and internal control procedures of the Group so as to achieve effective accountability to the Shareholders as a whole. The Board strives to uphold good corporate governance and adopt sound corporate governance practices continuously in the interest of Shareholders to enhance the overall performance of the Group. The Company has adopted and complied with all the code provisions as set out in the Corporate Governance Code (the "CG Code") in Part 2 of Appendix C1 to the Listing Rules during the Year, except for the following deviation.

Code provision C.2.1 of the CG Code states that the roles of chairman and chief executive officer (the "CEO") should be separate and should not be performed by the same individual. Being aware of the said deviation from code provision C.2.1, but in view of the current rapid development of the Group, the Board believes that with the support of the management, vesting the roles of both chairman and CEO by Mr. Chan Sek Keung, Ringo can facilitate execution of the Group's business strategies and boost effectiveness of its operation. In addition, under the supervision by the Board which consists of three independent non-executive Directors, the interests of the Shareholders will be adequately and fairly represented. The Company will seek to re-comply with code provision C.2.1 by identifying and appointing a suitable and qualified candidate to the position of the CEO in future.

AUDIT COMMITTEE

The Company established the Audit Committee pursuant to a resolution of Directors passed on 25 October 2010 in compliance with Rule 3.21 of the Listing Rules. The Audit Committee has set up the written terms of reference which was revised on 22 March 2012 and further revised on 26 November 2015 and 1 January 2019. The primary responsibilities 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 at least at half-year intervals, and oversee the risk management policies and internal control procedures of the Group constantly. The Audit Committee currently consists of three members, namely, Mr. Hon Ming Sang, Mr. Tang Shu Pui, Simon and Mr. Tsang Siu Yan, Patrick, all of whom are independent non-executive Directors. Mr. Hon Ming Sang currently serves as the chairman of the Audit Committee. The Audit Committee has adopted the terms of reference which are in line with the applicable code provisions in the CG Code.

The Audit Committee has reviewed the Group's annual results for the Year, the consolidated financial statements for the Year and this announcement.

SCOPE OF WORK OF BDO LIMITED

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 as set out in the preliminary announcement have been agreed by the Company's auditors, BDO Limited ("BDO"), to the amounts set out in the Group's consolidated financial statements for the Year. The work performed by BDO 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 assurance has been expressed by BDO on this preliminary announcement of results.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this 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 during the Year.

PUBLICATION OF ANNUAL REPORT

The annual report of the Company for the Year containing all the applicable information required by the Listing Rules will be published on the websites of the Stock Exchange (www.hkexnews.hk) and of the Company (www.investech-holdings.com) in due course in accordance with the Listing Rules.

On behalf of the Board
InvesTech Holdings Limited
Chan Sek Keung, Ringo
Chairman and Chief Executive Officer

Hong Kong, 27 March 2026

As at the date of this announcement, the executive Directors are Mr. Chan Sek Keung, Ringo (Chairman and Chief Executive Officer) and Ms. Tin Yat Yu, Carol, the non-executive Director is Mr. Wong Tsu Wai, Derek and the independent non-executive Directors are Mr. Hon Ming Sang, Mr. Tang Shu Pui, Simon and Mr. Tsang Siu Yan, Patrick.