

INTERIM REPORT 2025/2026



歐化國際有限公司
Ulferts International Limited

Incorporated in Hong Kong with limited liability (Stock Code: 1711)

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MANAGEMENT DISCUSSION AND ANALYSIS

The board of directors (“Board” or “Directors”) of Ulferts International Limited (“Company”) presents the unaudited condensed consolidated results of the Company and its subsidiaries (collectively referred to as “Group”) for the six months ended 30 September 2025 (“Period”).

RESULTS

During the Period, the operating environment remained challenging and complex, hence the Group’s total revenue decreased to HK\$66.8 million (2024: HK\$79.4 million). Gross profit was HK\$37.2 million (2024: HK\$46.3 million).

Revenue from the retail segment amounted to HK\$62.6 million (2024: HK\$74.7 million), accounting for 93.8% (2024: 94.1%) of the Group’s total revenue. Aggregate retail sales revenue of “**Ulferts**” and “**Ulferts Signature**” amounted to HK\$26.9 million (2024: HK\$35.2 million), and remained the key revenue contributor, accounting for 43.0% (2024: 47.1%) of total retail revenue. The retail sales revenue of “**at • home**” was HK\$18.7 million (2024: HK\$20.1 million), accounting for 29.8% (2024: 26.9%) of total retail revenue. Aggregate retail sales revenue of “**Slumberland**” and “**Ulfenbo**” was HK\$17.0 million (2024: HK\$19.4 million), accounting for 27.2% (2024: 26.0%) of total retail revenue.

As a result of the effective cost saving measures implemented by the Group, its net loss was significantly narrowed to HK\$2.7 million (2024: HK\$11.1 million) during the Period. Basic loss per share was HK0.33 cent (2024: HK1.39 cents).

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is a leading retailer of high quality home furniture mainly imported from Europe. The Company's shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since January 2018.

The Group has been established for 50 years, and takes pride in providing superior quality stylish furniture in Hong Kong. As at 30 September 2025, the Group operated a total of 23 points-of-sale ("POS") in Hong Kong under the trade names of "**Ulferts Signature**", "**Ulferts**" and "**at • home**", which specialise in furniture products, as well as "**Ulfenbo**" and "**Slumberland**", which specialise in mattresses and bedding products.

"**Ulferts**" and "**Ulferts Signature**" are dedicated to elevating customers' home living standard with style and quality, and offer a wide variety of contemporary style furniture products targeting middle to high-end groups. "**at • home**" offers quality compact furniture and home accessories to suit small living spaces of modern families.

Targeting the mass market, "**Ulfenbo**" offers mattresses, pillows, sofas, and other ancillary items, which are distributed through "**Ulfenbo**" specialty stores, department store counter and wholesale channel.

The Group is the sole agent of "**Slumberland**" and "**Vono**" in Hong Kong and Macau. "**Slumberland**" is a well-known British mattress brand offering premium mattresses for households and hotels, targeting high-end market while "**Vono**", another British mattress brand, targets the mass market. In addition to mattresses, both brands also offer pillows and bedding products, and are distributed through "**Slumberland**" specialty store, department store counters, other POS operated by the Group as well as wholesale channel.

In addition, the Group is also operating online shopping platforms for "**Ulferts**", "**at • home**", "**Ulfenbo**" and "**Slumberland**", in order to maximise market coverage and revenue.

MANAGEMENT DISCUSSION AND ANALYSIS

Retail Business

- *Effective Market Segmentation*

With a clear understanding of market segmentation, the Group defines and identifies target consumer profiles in order to develop product and marketing strategies to reach out to their specific preferences.

“Ulferts”, the Group’s core retail label, is dedicated to providing high quality, stylish and luxury furniture. It offers a wide variety of contemporary style furniture products, enabling its customers to create their ideal homes. The Group operates **“Ulferts”** showrooms across Hong Kong, targeting middle to high-mid income groups. **“Ulferts Signature”** offers high-end branded furniture products and also luxury European furniture with a large collection of colours and configurations. It targets up-market customers seeking a superior lifestyle. Another retail line, **“at • home”**, offers quality, stylish and compact furniture. It targets the mid-range segment and is geared towards the needs of young couples and new families.

With over 100 years’ history, the British brand **“Slumberland”** targets up-market customers and is committed to providing premium mattresses that enable customers to enjoy better and healthier sleep, while **“Vono”**, another British mattress brand owned by the same supplier targets the mass market. The products of **“Slumberland”** and **“Vono”** are distributed through the stores of **“Ulferts”**, **“at • home”** and **“Ulfenbo”** as well as the specialty store and department store counters of **“Slumberland”**.

“Ulfenbo” is a self-owned label which has been recognised by the “Hong Kong Top Brand Mark” for 11 consecutive years since 2014, under the Hong Kong Top Brand Scheme organised by the Chinese Manufacturers Association of Hong Kong and Hong Kong Brand Development Council. **“Ulfenbo”** products focus on mass market consumers who demand quality but affordable mattresses, pillows and other ancillary items to enhance their sleep experience. **“Ulfenbo”** products are distributed through **“Ulfenbo”** stores, which are typically small-scale, and are designed with a casual and relaxing environment, to highlight smart living style. **“Ulfenbo”** products are also distributed at **“at • home”** stores and department store counters for enhancing the market reach.

MANAGEMENT DISCUSSION AND ANALYSIS

- Diverse Product Portfolio*

The Group offers a wide variety of furniture products – ranging from leather and fabric sofas, cabinets, dining tables and chairs, through wardrobes, coffee tables and sideboards, to beds, which are imported from European and Asian countries. The Group currently carries more than 60 furniture brands in “**Ulferts Signature**” and “**Ulferts**” showrooms, as well as “**at • home**” stores, including international brands such as himolla, Gamma, MIDJ, egoitaliano, La-Z-Boy, MALERBA and miniforms, most of which the Group has built long-standing relationship. “**at • home**” particularly offers various compact furniture products with special features and functions to suit the local small living spaces, as well as chic home accessories.

The Group also specialises in mattress and bedding products, covering high-end and mass markets. “**Slumberland**” mainly offers mattresses with its unique posture springing system which enhances the comfort and support of the body. Besides, the Group offers mattresses, pillows, sofas, sofabeds, beds, as well as other ancillary items under its self-owned label “**Ulfenbo**”. By providing different models of mattresses and pillows in various sizes with varying supports and features, the Group endeavours to meet diverse customer needs.

- Comprehensive Retail Sales Channel*

As at 30 September 2025, the Group had 23 POS in Hong Kong, with the number of outlets in each retail line as follows:

Number of POS	
Furniture Products	
“ Ulferts Signature ”	1
“ Ulferts ”	2
“ at • home ”	4
Mattresses and Bedding Products	
“ Slumberland ” store and department store counters	9
“ Ulfenbo ” stores and department store counter	7
Total	23

MANAGEMENT DISCUSSION AND ANALYSIS

“**Ulferts**” showrooms are strategically located in either upscale residential areas or major shopping areas, targeting middle to high-mid income groups. With its solid presence in these mature locations, the Group enjoys substantial foot traffic and a high brand reputation. The Group’s flagship store, “**Ulferts Signature**”, is a 3-storey store with gross floor area of approximately 21,700 square feet, in Hung Hom. It features more luxurious lines of furniture and masterpieces with opulent designs and sophisticated finishing and excellent craftsmanship. Premium brands including Cornelio Cappellini, Malerba and Crystal Stone are available at “**Ulferts Signature**”. “**at • home**” stores are generally located in shopping malls which carries a furniture theme. Meanwhile, “**Ulfenbo**” stores and department store counters are situated in residential areas, to capitalise on the market potential.

- *Excellent Customers Shopping Experience*

“**Ulferts Signature**” and “**Ulferts**” showrooms are spacious, with a stylish and elegant environment, enabling the Group to display a wide spectrum of products for customers to touch and feel and to maximise customers’ shopping experience. The ambience, setting and placement of furniture within the distinctive display zones have all been tailor-designed by a dedicated visual merchandising team to impart harmonious, home-like comfort. The salespersons are well-trained and offer customers advice catering for their personal needs. In recognition of its service excellence, “**Ulferts**” received the “Quality Service Leader Seasonal Award – Furniture & Home Accessories Category” for April to June 2025, in the Quality Service Programme organised by the Hong Kong Retail Management Association.

- *Diversified Marketing Strategies*

The Group believes that brand recognition is crucial for driving long-term growth and success. To enhance brand awareness, the Group regularly conducted a range of marketing and promotional campaigns spanning social media engagements, print advertisements, outdoor billboards and advertising as well as pop-up exhibitions at suitable venues. It also launched promotional campaigns such as seasonal sale, annual sale and stock clearance sale, as well as joint promotions with banks and other companies.

MANAGEMENT DISCUSSION AND ANALYSIS

Wholesale Business

The Group operates a wholesale business for mattresses under its self-owned label “**Ulfenbo**” as well as the British brands “**Slumberland**” and “**Vono**”, through over 100 dealers in Hong Kong and Macau.

Special Projects

Complementing its retail and wholesale business, the Group has a special projects division, which undertakes furniture-related projects primarily for corporate customers in relation to cinemas, hotels, showflats, and staff quarters. The division provides services ranging from planning and designing, through procuring custom-made furniture to final installation for corporate customers, as well as liaison services with furniture manufacturers.

PROSPECTS

With the ongoing downturn in the economic environment, the general consumption sentiment will be suppressed. Notably, competition in the furniture market product offerings and price ranges will remain intense. The current market situation will remain fraught, and consumers will adopt a cautious approach to spending. Given the interest rate cut, the Group expects that the local property market will tend to be stable, despite property prices remaining under pressure in the near term.

Going forward, the Group will also focus on enhancing store operational quality, comprehensively upgrading service quality and increasing customer engagement. Leveraging its comprehensive product portfolio with well-defined market segmentation, the Group will strive to optimise product offerings and strengthen promotional efforts. The Group will closely monitor the market situation, continue adopting prudent cost management and maintain operational agility against the backdrop of this dynamic environment.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL INFORMATION

Capital Structure, Liquidity and Financial Resources

There was no material change in the capital structure during the Period. Cash and cash equivalents of the Group was HK\$22.2 million (31 March 2025: HK\$27.3 million) as at 30 September 2025, which were mainly denominated in Hong Kong dollars. As at 30 September 2025, the Group did not have any bank borrowings (31 March 2025: nil), hence its gearing ratio was zero (31 March 2025: zero). The cash position enables the Group to retain high flexibility and endurance to cater for future development and market uncertainty.

As at 30 September 2025, the Group's current assets and current liabilities were approximately HK\$70.7 million (31 March 2025: HK\$76.7 million) and HK\$49.2 million (31 March 2025: HK\$52.1 million), respectively. Current ratio and quick ratio of the Group were 1.4 (31 March 2025: 1.5) and 0.8 (31 March 2025: 0.9), respectively.

In view of the Group's financial position as at 30 September 2025, the Board considered that the Group had sufficient working capital for its operations and future development plans against market challenges.

EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2025, the Group's number of employees was 108 (2024: 122). Total staff costs including Director's remuneration and other staff costs for the Period were HK\$20.5 million (2024: HK\$22.5 million). Employees' remuneration was determined in accordance with individuals' responsibility, competence and skills, experience and performance as well as market pay level. Staff benefits include medical and life insurance, retirement benefits and other competitive fringe benefits.

To provide incentives or rewards to staff, the Company has adopted a share option scheme, particulars of which will be set out in the section headed "Share Options" this interim report.

INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the Period (2024: Nil).

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2025

		Six months ended 30 September	
		2025 (unaudited)	2024 (unaudited)
	Notes	HK\$'000	HK\$'000
REVENUE	4	66,804	79,375
Cost of sales		(29,572)	(33,111)
Gross profit		37,232	46,264
Other income and gains	4	1,252	1,699
Selling and distribution expenses		(30,062)	(46,739)
General and administrative expenses		(10,833)	(11,602)
Finance costs		(247)	(736)
LOSS BEFORE TAX	5	(2,658)	(11,114)
Taxation	6	—	—
LOSS FOR THE PERIOD AND TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		(2,658)	(11,114)
Attributable to:			
Owners of the parent		(2,658)	(11,114)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	8		
Basic and diluted (expressed in HK cent(s) per share)		(0.33)	(1.39)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 September 2025

		30 September 2025 (unaudited)	31 March 2025 (audited)
	Notes	HK\$'000	HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment		346	308
Prepayments, deposits and other receivables		253	1,676
Total non-current assets		599	1,984
CURRENT ASSETS			
Inventories		29,323	30,230
Trade receivables	9	2,709	2,258
Prepayments, deposits and other receivables		16,536	16,980
Cash and cash equivalents		22,177	27,268
Total current assets		70,745	76,736
CURRENT LIABILITIES			
Trade and bills payables	10	3,403	1,012
Other payables and accruals		28,399	25,463
Lease liabilities		7,721	16,595
Provisions		8,608	7,972
Tax payable		1,090	1,090
Total current liabilities		49,221	52,132
NET CURRENT ASSETS		21,524	24,604
TOTAL ASSETS LESS CURRENT LIABILITIES		22,123	26,588
NON-CURRENT LIABILITIES			
Lease liabilities		602	1,871
Provisions		486	1,024
Total non-current liabilities		1,088	2,895
Net assets		21,035	23,693
EQUITY			
Equity attributable to owners of the parent			
Share capital		110,337	110,337
Accumulated losses		(89,302)	(86,644)
Total equity		21,035	23,693

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2025

	Share capital	Accumulated losses	Total equity
	HK\$'000	HK\$'000	HK\$'000
At 1 April 2024 (audited)	110,337	(45,626)	64,711
Loss and total comprehensive loss for the period	–	(11,114)	(11,114)
At 30 September 2024 (unaudited)	110,337	(56,740)	53,597
At 1 April 2025 (audited)	110,337	(86,644)	23,693
Loss and total comprehensive loss for the period	–	(2,658)	(2,658)
At 30 September 2025 (unaudited)	110,337	(89,302)	21,035

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2025

	Six months ended 30 September	
	2025	2024
	(unaudited)	(unaudited)
	HK\$'000	HK\$'000
Net cash from operating activities	5,317	15,525
Net cash used in investing activities	(18)	(1,550)
Net cash used in financing activities	(10,390)	(22,422)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(5,091)	(8,447)
Cash and cash equivalents at beginning of period	27,268	43,358
CASH AND CASH EQUIVALENTS AT END OF PERIOD	22,177	34,911
ANALYSIS OF BALANCE OF CASH AND CASH EQUIVALENTS		
Cash and bank balances	22,177	34,911

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

1. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosures required by Appendix D2 to the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the Hong Kong Companies Ordinance (“CO”).

The unaudited condensed consolidated financial statements have been prepared on the historical cost convention. The unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest thousand (“HK\$’000”) except when otherwise indicated.

These unaudited condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended 31 March 2025.

The financial information relating to the year ended 31 March 2025 that is included in this interim report as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory annual consolidated financial statements required to be disclosed in accordance with section 436 of the CO is as follows:

- (a) The Company has delivered the consolidated financial statements for the year ended 31 March 2025 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to the CO.
- (b) The Company’s auditor has reported on the consolidated financial statements of the Group for the year ended 31 March 2025. The auditor’s reports were unqualified, did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or 407(3) of the CO.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2025, except for the adoption of the following amended HKFRS Accounting Standard for the first time for the current period's interim financial information.

Amendments to HKAS 21

Lack of Exchangeability

The nature and impact of the amended HKFRS Accounting Standard are described below:

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. As the currencies that the Group had transacted with and the functional currencies of group entities for translation into the Group's presentation currency were exchangeable, the amendments did not have any impact on the interim condensed consolidated financial information of the Group.

The Group has not early applied any new or amended HKFRS Accounting Standards that have been issued but are not yet effective for the current accounting period.

3. OPERATING SEGMENT INFORMATION

The Group principally focuses on the retail and wholesale of imported furniture, and special projects. Information reported to the Group's chief operating decision maker, for the purpose of resources allocation and performance assessment, focuses on the operating results of the Group as a whole as the Group's resources are integrated and no discrete operating segment information is available. Accordingly, no operating segment information is presented.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

3. OPERATING SEGMENT INFORMATION *(Continued)*

Geographical information

(a) Revenue from external customers

Substantially all of the Group's revenues from external customers during the six months ended 30 September 2025 and 2024 were attributed to Hong Kong based on the location of the customers or the location of certain key processes/resources from which the Group derived the revenues.

(b) Non-current assets

All of the Group's non-current assets as at the end of the reporting period were located in Hong Kong based on the location of the assets.

4. REVENUE, OTHER INCOME AND GAINS

Revenue represents the net invoiced value of goods sold, after allowances for returns and trade discounts, and the value of project services rendered during the Period.

An analysis of revenue, other income and gains are as follows:

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Revenue from contracts with customers		
Retail of furniture	62,638	74,664
Wholesale of furniture	2,300	3,708
Special projects	1,866	1,003
	66,804	79,375

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

4. REVENUE, OTHER INCOME AND GAINS *(Continued)*

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Types of goods or services		
Sale of goods	66,804	79,375
Total revenue from contracts with customers	66,804	79,375
Timing of revenue recognition		
At a point in time	66,804	79,375
Total revenue from contracts with customers	66,804	79,375
Other income and gains		
Other service income	995	1,093
Bank interest income	106	342
Government subsidies	—	257
Others	151	7
	1,252	1,699

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

5. LOSS BEFORE TAX

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

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Cost of inventories sold	28,822	33,780
Write-down/(reversal of write-down) of inventories to net realisable value	750	(669)
Total amount recognised as cost of sales	29,572	33,111
Depreciation of property, plant and equipment	185	1,463
Depreciation of right-of-use assets	—	16,655

6. INCOME TAX

The Group did not generate any assessable profits arising in Hong Kong during the Period (2024: Nil).

7. DIVIDEND

The Board has resolved not to declare any interim dividend for the Period (2024: Nil).

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

8. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic loss per share amounts is based on the loss for the Period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 800,000,000 (2024: 800,000,000) in issue during the Period.

The Group had no potentially dilutive ordinary shares in issue during both periods.

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Loss		
Loss attributable to ordinary equity holders of the parent used in the basic and diluted loss per share calculation	(2,658)	(11,114)

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	Number of shares	
Shares		
Weighted average number of ordinary shares in issue during the Period used in the basic and diluted loss per share calculation	800,000,000	800,000,000

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

9. TRADE RECEIVABLES

The Group's retail sales are usually paid in cash or by major credit/debit cards. The Group's trading terms with its wholesale and project customers are mainly on credit, except for new customers, where payment in advance and/or upon delivery is normally required. The credit period for these customers is generally one to two months or extending up to six months for major project customers. The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed by senior management. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

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

	30 September 2025 (unaudited)	31 March 2025 (audited)
	HK\$'000	HK\$'000
Within 1 month	1,135	1,741
1 to 3 months	1,574	451
Over 3 months	—	66
	2,709	2,258

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

10. TRADE AND BILLS PAYABLES

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

	30 September 2025 (unaudited)	31 March 2025 (audited)
	HK\$'000	HK\$'000
Within 1 month	2,863	955
1 to 3 months	501	31
Over 3 months	39	26
	3,403	1,012

The trade and bills payables are non-interest-bearing and are normally settled on terms of 60 to 120 days.

11. CONTINGENT LIABILITIES

At end of reporting period, contingent liabilities not provided for by the Group in the financial statements were as follows:

	30 September 2025 (unaudited)	31 March 2025 (audited)
	HK\$'000	HK\$'000
In connection with a bank guarantee given to a landlord in lieu of rental deposit required under certain tenancy agreements	387	2,187

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

12. RELATED PARTY TRANSACTIONS

- (a) In addition to the transactions, arrangements and balances detailed elsewhere in these financial statements, the Group had the following transactions with related parties during the Period:

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Sales of goods	144	519
Interest expense on lease liabilities	65	125
Lease payments	1,112	944
Reimbursement of administrative expenses	1,464	1,312
Financial advisory fees	90	195
Company secretarial fees	101	139
Rental expenses	1,686	2,592

Related parties are (i) companies controlled by relevant private discretionary trusts of which Dr. Yeung Sau Shing, Albert ("Dr. Yeung") is the founder; (ii) company controlled by a Director; or (iii) certain Directors.

- (b) Compensation of key management personnel of the Group:

	Six months ended 30 September	
	2025 (unaudited)	2024 (unaudited)
	HK\$'000	HK\$'000
Fees	270	645
Short-term employee benefits	1,850	2,692
Post-employment benefits	45	59
	1,895	2,751
Total compensation paid to key management personnel	2,165	3,396

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2025

13. FAIR VALUE AND FAIR VALUE HIERARCHY

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

At the end of the reporting period, the carrying amounts of the Group's financial assets and financial liabilities reasonably approximated to their fair values.

Management has assessed that the fair values of cash and cash equivalents, trade receivables, financial assets included in prepayments, deposits and other receivables, trade and bills payables, financial liabilities included in other payables, accruals and other liabilities, interest-bearing bank borrowings reasonably approximate to their carrying amounts largely due to the short term maturities/repayable on demand of these instruments or the effect of discounting is not material.

14. EVENT AFTER THE REPORTING PERIOD

On 16 October 2025, the Company entered into a master leasing agreement (the "2025 MLA") with Emperor International and AY Holdings to govern arrangements for the tenancy transactions between (i) the Group and certain members of Emperor International Group; and (ii) the Group and certain members of AY Group during the period from 1 October 2025 to 31 March 2027. The renewal of the 2025 MLA will be subject to the compliance with the then relevant requirements of the Listing Rules. For avoidance of doubt, the 2025 MLA will not be renewed automatically upon expiration of its term (i.e. 31 March 2027) should there be no amendments on Chapter 14A of the Listing Rules between the date of this interim report and 31 March 2027.

For details of the 2025 MLA, please refer to the announcement of the Company dated 16 October 2025. Capitalised terms used in this note shall have the same meanings as those defined in the aforesaid announcement.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SECURITIES

As at 30 September 2025, the following Director and chief executive of the Company ("Chief Executive(s)") had or was deemed or taken to have interests and short positions in the following shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors adopted by the Company ("Ulferts Securities Code"):

(a) Long position interests in the Company

Ordinary shares of the Company ("Shares")

Name of Director	Capacity/Nature of interests	Number of Shares interested	% of issued voting Shares
Mr. Yeung Ching Loong, Alexander ("Mr. Alex Yeung")	Eligible beneficiary of a private discretionary trust	600,000,000	75.00

Note:

These Shares were held by Ulferts International Group Holdings Limited ("Ulferts Holdings"), a wholly-owned subsidiary of Albert Yeung Group Holdings Limited ("AY Group Holdings"). AY Group Holdings was in turn held by Alto Trust Limited ("Alto Trust") in trust for a private discretionary trust of which Mr. Alex Yeung was one of the eligible beneficiaries and had deemed interests in the same Shares.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SECURITIES

(b) Long position interests in associated corporations of the Company

Ordinary shares

Name of Directors	Name of associated corporations	Capacity/ Nature of interests	Number of shares interested	Approximate % of issued voting shares
Mr. Alex Yeung	Emperor International Holdings Limited ("Emperor International")	Eligible beneficiary of a private discretionary trust	4,121,416,834 (Note)	74.71
	Emperor Entertainment Hotel Limited ("Emperor E Hotel")	- Ditto -	636,075,041 (Note)	53.52
	Emperor Watch & Jewellery Limited ("Emperor W&J")	- Ditto -	4,298,630,000 (Note)	59.24
	Emperor Culture Group Limited ("Emperor Culture")	- Ditto -	2,371,313,094 (Note)	73.80
	New Media Lab Limited ("New Media Lab")	- Ditto -	315,000,000 (Note)	52.50
Ms. Fan Man Seung, Vanessa	Emperor International	Beneficial Owner	15,750,000	0.29
	Emperor E Hotel	- Ditto -	2,430,750	0.20

Note:

Emperor International, Emperor E Hotel, Emperor W&J, Emperor Culture and New Media Lab are companies with their shares listed on the Stock Exchange. These shares were ultimately owned by the respective private discretionary trusts which were all founded by Dr. Yeung. Mr. Alex Yeung had deemed interests in the same shares by virtue of being one of the eligible beneficiaries of such trusts.

Save as disclosed above, as at 30 September 2025, none of the Directors nor Chief Executives had any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

So far as is known to any Directors or Chief Executives, as at 30 September 2025, the persons or corporations (other than the Director or Chief Executive) who had, or were deemed or taken to have interests and short positions in the Shares or underlying Shares as recorded in the register required to be kept by the Company under Section 336 of the SFO ("DI Register") were as follows:

Long positions in the Shares

Name	Capacity/Nature of interests	Number of Shares interested	% of issued voting Shares
Ulferts Holdings	Beneficial owner	600,000,000 (Note)	75.00
AY Group Holdings	Interest in a controlled corporation	600,000,000 (Note)	75.00
Alto Trust	Trustee of a private discretionary trust	600,000,000 (Note)	75.00
Dr. Yeung	Founder of a private discretionary trust	600,000,000 (Note)	75.00
Ms. Luk Siu Man, Semon	Interest of spouse	600,000,000 (Note)	75.00

Note:

These Shares were the same Shares of which Mr. Alex Yeung had deemed interests as set out under Section (a) of "Directors' and Chief Executives' Interests in Securities" above. By virtue of being the spouse of Dr. Yeung, Ms. Luk Siu Man, Semon had deemed interests in the same Shares.

Save as disclosed above, as at 30 September 2025, the Directors or Chief Executives were not aware of any other person(s) or corporation(s) (other than the Director and Chief Executive) who had, or was/were deemed or taken to have, any interests or short positions in any Shares or underlying Shares as recorded in the DI Register.

CORPORATE GOVERNANCE AND OTHER INFORMATION

SHARE OPTIONS

The Company has adopted a share option scheme ("Share Option Scheme") on 8 January 2018 to enable the Group to attract, retain and motivate talent eligible participants to strive for future developments and expansion of the Group. No share option has been granted under the Share Option Scheme since its adoption. The number of options available for grant under the scheme mandate limit of the Share Option Scheme was 80,000,000 Shares at both the beginning and the end of the Period.

CORPORATE GOVERNANCE CODE

The Company complied with all code provisions of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules throughout the Period.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted Ulferts Securities Code as its own code of conduct regarding securities transactions by Directors on no less exacting terms than the required standards as set out in Appendix C3 to the Listing Rules regarding the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code"). Having made specific enquiry of the Directors, all of them confirmed that they had complied with the required standard of dealings as set out in Ulferts Securities Code throughout the Period.

Relevant employees who are likely to be in possession of unpublished price-sensitive information of the Group are also subject to compliance with written guidelines in line with the Model Code. No incident of non-compliance by relevant employees was noted throughout the Period.

CHANGE IN INFORMATION OF DIRECTOR

The change in Director's information since the date of 2024/2025 annual report of the Company which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules is set out below:

- Mr. Alex Yeung was appointed as (i) First counselor of Hong Kong United Youth Association with effect from 1 July 2025; and (ii) member of Standing Committee of All-China Youth Federation with effect from 2 July 2025.

CORPORATE GOVERNANCE AND OTHER INFORMATION

REVIEW OF INTERIM REPORT

The condensed consolidated financial statements of the Group for the Period as set out in this interim report have not been reviewed nor audited by the Company's auditor, Messrs. Ernst & Young, but this report has been reviewed by the audit committee of the Company, which comprises three Independent Non-executive Directors.

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

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

By order of the Board
Ulferts International Limited
Yeung Ching Loong, Alexander
Chairman

Hong Kong, 21 November 2025

As at the date of this interim report, the Board comprises:

Executive Directors:

Mr. Yeung Ching Loong, Alexander
Mr. Chan Chuen Yin
Ms. Fan Man Seung, Vanessa

Independent Non-executive Directors:

Ms. Chan Yee Man
Mr. Chiu Kin Fai
Mr. Ng Hoi Yue