

ALLEGRO CULTURE LIMITED

律齊文化有限公司

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

(於開曼群島註冊成立並於百慕達繼續經營之有限公司)

(Stock Code股份代號 : 550)



2026

INTERIM REPORT 中期報告

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Management Discussion and Analysis

管理層討論與分析

BUSINESS REVIEW

The six months ended 30 June 2026 ("1H2026") continued the business growth and operational improvement for the Group, following the successful strategic repositioning implemented in the previous year. The Group continued to reinforce its focus on the core advertising business and broaden the scale and scope of its comprehensive advertising and promotional services across Hong Kong and mainland China, particularly in the cities within the Greater Bay Area (the "GBA").

The Group was previously engaged in a diversified range of business segments. Following the strategic realignment of its resources, the Group has continued to concentrate on its core competencies in advertising services and to enhance its market coverage beyond Hong Kong. Through the continued execution of its business strategy and the concerted efforts of the management team, the Group achieved observable growth in its advertising business during 1H2026.

As a result, the Group's revenue increased from approximately HK\$21.8 million for 1H2025 to approximately HK\$67.6 million for 1H2026. The Group also turned profitable, recording a profit of approximately HK\$4.5 million for 1H2026, compared with a loss of approximately HK\$10.8 million for 1H2025. This improvement reflected the successful expansion of the Group's advertising and promotional services, together with enhanced operating efficiency and more effective cost management.

The Group continues to focus on the provision of advertising and promotional services across multiple media channels, including print media, event organizing services, and online media. By providing integrated and customised marketing solutions, the Group will be able to serve the evolving promotional needs of its customers in Hong Kong and mainland China, while capturing opportunities arising from the increasing commercial and economic integration between the two markets. The Group continues to leverage its well-established brands/proprietary channels, Recruit Magazine and Like Magazine, alongside actively deploying popular marketing platforms and social media channels to drive growth. This balanced integration of traditional brand assets and contemporary digital marketing strategies has strengthened the Group's competitive position within the highly dynamic and evolving advertising landscape.

業務回顧

隨著去年成功進行策略重新定位，本集團於截至二零二六年六月三十日止六個月（「二零二六年上半年」）的業務增長持續，營運不斷改善。本集團繼續強化核心廣告業務重點，並擴大香港及中國內地（特別是大灣區城市）綜合廣告及推廣服務的規模與範圍。

本集團此前從事多元化的業務分部。繼對其資源進行策略調整後，本集團繼續集中其於廣告服務方面的核心競爭力，並將其市場覆蓋範圍擴展至香港以外。透過貫徹其業務策略及管理團隊的共同努力，本集團的廣告業務得以於二零二六年上半年實現可觀增長。

因此，本集團的收益由二零二五年上半年的約21.8百萬港元增加至二零二六年上半年的約67.6百萬港元。於二零二六年上半年，本集團重新獲利，錄得溢利約4.5百萬港元，而二零二五年上半年則為虧損約10.8百萬港元。此改善反映本集團成功擴展廣告及推廣服務，同時提升營運效率及更有效的成本管理。

本集團繼續專注於透過多個媒體渠道（包括印刷媒體、活動籌辦服務及線上媒體）提供廣告及推廣服務。透過提供綜合及客製的營銷解決方案，本集團將有能力滿足香港及中國內地客戶不斷演變的推廣需要，並把握兩地市場在商業與經濟日益整合所帶來的機遇。本集團繼續利用其知名品牌／專有渠道Recruit雜誌及Like Magazine，同時積極部署受歡迎的營銷平台及社交媒體渠道以推動增長。傳統品牌資產與現代數字營銷策略的該等平衡整合，強化了本集團在高度動態且日新月異的廣告環境中的競爭定位。

Management Discussion and Analysis

管理層討論與分析

Hong Kong's economy recorded certain growth during 1H2026, supported by stronger external trade, resilient domestic demand, increased visitor arrivals, and continued cross-boundary business activities. Nevertheless, the operating environment remained subject to global economic uncertainties, geopolitical tensions, fluctuations in interest rates, and changes in consumer and business spending patterns. The advertising market also continued to experience structural changes, with increasing demand for digital, social media, video, and integrated marketing solutions. Against this backdrop, the Group remained resilient and continued to benefit from the recovery in market confidence and the business opportunities arising from Hong Kong's closer integration with mainland China and the GBA. Through disciplined cost management, improved operating efficiency, focused resource allocation, and a strengthened market position, the Group successfully navigated the challenging external environment and delivered the improvements in both revenue and profitability during 1H2026.

PROSPECT

Looking ahead to the second half of 2026, the global and regional economic environments are expected to remain complex and uncertain. The Group will continue to implement a prudent and disciplined approach while consolidating and expanding its core advertising business. Priority will be given to developing digital and cross-border promotional services, where market potential continues to grow. The Group will also consider investment or partnership opportunities only if they are deemed appropriate, commercially sound, and capable of delivering sustainable value to shareholders.

In parallel, the Group will uphold high standards of corporate governance, ensure cautious financial management, and continue to strengthen risk control mechanisms to support long-term development.

受惠於外圍貿易轉強，本地需求強韌，訪客回升，以及跨境商業活動持續，香港經濟於二零二六年上半年錄得一定增長。儘管如此，營商環境仍然面對全球經濟不確定性、地緣政治緊張局勢、利率波動以及消費者及商業消費模式轉變。廣告市場亦繼續經歷結構性轉變，對數字、社交媒體、視像及綜合營銷解決方案的需求不斷增加。在此環境下，本集團保持韌性，繼續受惠於市場信心復甦，以及來自香港與中國內地及大灣區更緊密整合的商機。透過審慎的成本管理、提升營運效率、集中資源分配，以及加強市場地位，本集團於二零二六年上半年成功應對嚴峻的外部環境，改善收益及盈利能力。

前景

展望二零二六年下半年，預計全球及區域經濟環境仍將複雜且充滿不確定性。本集團將繼續採取審慎且嚴謹的方針，同時鞏固及擴大其核心廣告業務。本集團將優先發展數字及跨境推廣服務，其市場潛力持續增長。本集團亦僅會在認為合適、商業上穩健且能夠為股東創造可持續價值的情況下，才會考慮投資或合作機會。

與此同時，本集團將堅持高標準的企業管治，確保審慎的財務管理，並繼續加強風險控制機制，以支持長期發展。

Management Discussion and Analysis

管理層討論與分析

FINANCIAL REVIEW

The Group was previously engaged in a diversified range of business segments, including advertising services, sales of medical and health products, e-commerce, and intellectual property design services. Following disruptions in certain non-core operations during 2024, the Group implemented a strategic realignment of its resources to strengthen its core competencies in advertising services. Through the concerted efforts of the management team, the Group revitalized its advertising business and extended its market reach beyond Hong Kong to capture emerging opportunities in China.

The Group is now focusing on the provision of advertising and promotional services across multiple media channels, including print media, event organizing services, and online media.

Revenue

The revenue of the Group increased by approximately 210.3% from approximately HK\$21.8 million in 1H2025 to approximately HK\$67.6 million in 1H2026. The increase in revenue was primarily attributable to growth in the Group's online media and event advertising business, driven by the expanded scale and enhanced scope of its comprehensive advertising and promotional services across Hong Kong and the mainland China, particularly the cities in the Great Bay Area (the "GBA").

A breakdown of the advertising services revenue generated from different media is set out below:

財務回顧

本集團此前從事多元化的業務分部，包括廣告服務、銷售醫療及保健產品、電子商務以及知識產權設計服務。繼二零二四年若干非核心業務中斷後，本集團對其資源進行了策略調整，以強化其於廣告服務方面的核心競爭力。透過管理團隊的共同努力，本集團振興其廣告業務，並將其市場覆蓋範圍擴展至香港以外，以把握中國的新興機遇。

本集團目前專注於透過多個媒體渠道（包括印刷媒體、活動籌辦服務及線上媒體）提供廣告及推廣服務。

收益

本集團的收益由二零二五上半年約21.8百萬港元增加約210.3%至二零二六年上半年約67.6百萬港元。收益增加主要源於本集團線上媒體及活動廣告業務的增長，該增長由香港及中國內地（特別是大灣區城市）綜合廣告及推廣服務規模擴大與範圍提升所帶動。

不同媒體產生的廣告服務收益明細載列如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Print media	印刷媒體	6,391	5,194
Event organizing services	活動籌辦服務	4,159	2,351
Online media	線上媒體	57,094	14,252
Total	總計	67,644	21,797

Management Discussion and Analysis

管理層討論與分析

Gross profit and gross profit margin

The gross profit of the Group increased by approximately 240.9% from approximately HK\$6.3 million in 1H2025 to approximately HK\$21.6 million in 1H2026. The increase in gross profit was mainly attributable to the growth in advertising business.

The gross profit margin of the Group remained at similar level of approximately 29.1% in 1H2025 and approximately 32.0% in 1H2026.

Other income

The other income of the Group decreased to approximately HK\$576,000 in 1H2026 compared to that of approximately HK\$891,000 in 1H2025 due to decrease in bank interest income and rental income from related companies.

Selling and distribution costs

The selling and distribution costs of the Group slightly decreased by approximately 12.3% from approximately HK\$4.4 million in 1H2025 to approximately HK\$3.9 million in 1H2026.

Administrative expenses

The administrative expenses of the Group increased by approximately 41.5% from approximately HK\$9.6 million in 1H2025 to approximately HK\$13.6 million in 1H2026. The increase was mainly attributable to the increase in staff cost.

Finance cost

The finance cost of the Group decreased from approximately HK\$61,000 in 1H2025 to approximately HK\$24,000 in 1H2026. The decrease is mainly due to the decrease in lease liabilities.

毛利及毛利率

本集團之毛利由二零二五年上半年約6.3百萬港元增加約240.9%至二零二六年上半年約21.6百萬港元。毛利增加主要由於廣告業務增長。

本集團之毛利率維持相若水平，二零二五年上半年約29.1%，而二零二六年上半年約32.0%。

其他收入

與二零二五年上半年約891,000港元相比，本集團於二零二六年上半年的其他收入減少至約576,000港元，此乃由於銀行利息收入及來自關聯公司之租金收入減少所致。

銷售及分銷成本

本集團之銷售及分銷成本由二零二五年上半年約4.4百萬港元輕微減少約12.3%至二零二六年上半年的約3.9百萬港元。

行政費用

本集團之行政費用由二零二五年上半年約9.6百萬港元增加約41.5%至二零二六年上半年約13.6百萬港元，主要是由於員工成本上升所致。

財務費用

本集團之財務費用由二零二五年上半年約61,000港元減少至二零二六年上半年約24,000港元。該減少主要由於租賃負債減少。

Management Discussion and Analysis

管理層討論與分析

Profit/(loss) before income tax

In light of the above, the Group recorded a profit before income tax of approximately HK\$4.7 million in 1H2026, compared to the loss before income tax of approximately HK\$10.8 million in 1H2025.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2026, the Group had net current assets of approximately HK\$45.3 million (31 December 2025: HK\$39.7 million). The Group's current ratio was approximately 4.8 (31 December 2025: 4.5) while the Group's net assets was approximately HK\$51.7 million compared with those of approximately HK\$47.0 million as at 31 December 2025. Total cash and bank deposits was approximately HK\$32.8 million (31 December 2025: HK\$41.1 million).

There was no bank loan nor other borrowing as at 30 June 2026 and 31 December 2025. The gearing ratio of the Group was 0% as at 30 June 2026 (as at 31 December 2025: 0%).

The Group adopts centralised financing and treasury policies in order to ensure the Group's funding is utilised efficiently. Conservative approach is adopted on monitoring foreign exchange exposure and interest rate risk. Forward contracts were used to hedge the foreign currency exposure in trading and capital expenditure when it was considered appropriate.

The Group has limited exposure to currency risk, as most transactions are denominated in Renminbi or Hong Kong dollars, with certain US dollars bank balances held for capital preservation. The Group reviews its foreign currency exposures on a regular basis and does not consider its foreign currency risk to be significant.

CAPITAL STRUCTURE

As at 30 June 2026, the total issued shares of the Company ("Shares") was 455,534,000 (31 December 2025: 455,534,000 Shares) at HK\$0.2 each.

除所得稅前溢利／（虧損）

鑒於上述情況，本集團於二零二六年上半年錄得除所得稅前溢利約4.7百萬港元，而二零二五年上半年錄得除所得稅前虧損約10.8百萬港元。

流動資金及財政資源

於二零二六年六月三十日，本集團之流動資產淨值約為45.3百萬港元（二零二五年十二月三十一日：39.7百萬港元）。本集團之流動比率約為4.8（二零二五年十二月三十一日：4.5），而本集團的資產淨值約為51.7百萬港元，於二零二五年十二月三十一日則約為47.0百萬港元。現金及銀行存款總額約為32.8百萬港元（二零二五年十二月三十一日：41.1百萬港元）。

於二零二六年六月三十日及二零二五年十二月三十一日，概無銀行貸款及其他借貸。於二零二六年六月三十日，本集團的資產負債比率為0%（於二零二五年十二月三十一日：0%）。

本集團採納集中的融資及庫務政策，以確保有效運用本集團資金。本集團以穩健的態度監控外匯風險及利率風險，並於適當時使用遠期合約對沖其於買賣活動及資本開支中的外幣風險。

由於本集團大部份交易乃以人民幣或港元計值，並持有若干美元銀行結餘作保本之用，故本集團面對之貨幣風險有限。本集團定期審視本身之外幣風險並認為所面對之外幣風險並非顯著。

資本架構

於二零二六年六月三十日，本公司之已發行股份（「股份」）總數為455,534,000股（二零二五年十二月三十一日：455,534,000股股份），每股面值為0.2港元。

Management Discussion and Analysis

管理層討論與分析

CAPITAL COMMITMENTS AND CONTINGENT LIABILITY

As at 30 June 2026, the Group did not have any capital commitment (31 December 2025: Nil). The Group had no significant contingent liabilities as at 30 June 2026 (31 December 2025: Nil).

資本承擔及或然負債

於二零二六年六月三十日，本集團並無任何資本承擔(二零二五年十二月三十一日：無)。本集團於二零二六年六月三十日並無重大或然負債(二零二五年十二月三十一日：無)。

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES

Save as disclosed, the Group did not have any material acquisition or disposal of subsidiaries during the six months ended 30 June 2026.

有關附屬公司之重大收購及出售

除所披露者外，本集團於截至二零二六年六月三十日止六個月並無進行任何有關附屬公司之重大收購或出售。

FUTURE PLANS FOR MATERIAL INVESTMENTS IN CAPITAL ASSETS

As at 30 June 2026, the Company had no plan for material investments in capital assets.

資本資產之重大投資未來計劃

於二零二六年六月三十日，本公司並無任何資本資產之重大投資計劃。

CHARGE ON GROUP ASSETS

As at 30 June 2026, there was no charge on the Group's assets.

集團資產抵押

於二零二六年六月三十日，本集團概無資產抵押。

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2026

截至二零二六年六月三十日止六個月

			Six months ended 30 June 截至六月三十日止六個月	
		Notes 附註	2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Revenue	收益	6	67,644	21,797
Direct operating costs	直接經營成本		(46,010)	(15,451)
Gross profit	毛利		21,634	6,346
Other income	其他收入		576	891
Selling and distribution costs	銷售及分銷成本		(3,879)	(4,424)
Administrative expenses	行政費用		(13,612)	(9,620)
Impairment on trade and other receivables and loan receivables, net of reversal	貿易及其他應收款項以及應收貸款之減值，扣除撥回		–	(7)
Finance costs	財務費用	7	(24)	(61)
Loss on disposal of an associate, net	出售一間聯營公司之虧損淨額		–	(3,972)
Profit/(loss) before income tax	除所得稅前溢利／(虧損)	8	4,695	(10,847)
Income tax expense	所得稅開支	9	(142)	–
Profit/(loss) for the period	本期間溢利／(虧損)		4,553	(10,847)
Other comprehensive income/(loss)	其他全面收益／(虧損)			
<i>Item that will not be reclassified to profit or loss:</i>				
<i>Fair value loss on equity instruments at fair value through other comprehensive income</i>				
	按公平價值計入其他全面收益之股本工具之公平價值虧損		(67)	(18)
<i>Items that may be reclassified to profit or loss:</i>				
<i>Exchange differences arising on translation of foreign operations</i>				
	換算海外業務所產生之匯兌差額		262	90
Other comprehensive income for the period, net of tax	本期間其他全面收益，扣除稅項		195	72
Total comprehensive income/(loss) for the period	本期間全面收益／(虧損)總額		4,748	(10,775)

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2026
截至二零二六年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
	Note 附註		
Profit/(loss) for the period attributable to:	以下人士應佔本期間溢利／(虧損)：		
Equity shareholders of the Company	本公司權益股東	4,553	(10,847)
Total comprehensive income/(loss) attributable to:	以下人士應佔全面收益／(虧損)總額：		
Equity shareholders of the Company	本公司權益股東	4,748	(10,775)
Earnings/(loss) per share	每股盈利／(虧損)		
– Basic and diluted	– 基本及攤薄	10 HK1.00 cent 港仙	(HK2.38 cents 港仙)

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2026

於二零二六年六月三十日

			At 30 June 2026 於二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	At 31 December 2025 於二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
	Notes 附註			
ASSETS AND LIABILITIES		資產與負債		
Non-current assets		非流動資產		
Intangible assets		無形資產	155	155
Property, plant and equipment	11	物業、廠房及設備	251	306
Right-of-use assets		使用權資產	696	1,070
Equity instruments at fair value through other comprehensive income		按公平價值計入其他全面收益 之股本工具	50	118
Financial asset at fair value through profit or loss		按公平價值計入損益的金融資產	5,256	5,256
Deposits and prepayments		按金及預付款	–	891
			6,408	7,796
Current assets		流動資產		
Trade receivables	12	貿易應收款項	20,001	8,862
Other receivables, deposits and prepayments	12	其他應收款項、按金及預付款	4,117	775
Loan receivables		應收貸款	416	416
Cash and cash equivalents		現金及現金等值項目	32,792	41,095
			57,326	51,148
Current liabilities		流動負債		
Contract liabilities		合約負債	698	712
Trade and other payables	13	貿易及其他應付款項	10,458	9,920
Current portion of lease liabilities		租賃負債之即期部份	838	854
			11,994	11,486
Net current assets		流動資產淨值	45,332	39,662
Total assets less current liabilities		總資產減流動負債	51,740	47,458

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2026
於二零二六年六月三十日

		Note 附註	At 30 June 2026 於二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	At 31 December 2025 於二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Non-current liability	非流動負債			
Non-current portion of lease liabilities	租賃負債之非即期部份		–	466
Net assets	資產淨值		51,740	46,992
EQUITY	權益			
Share capital	股本	14	91,107	91,107
Reserves	儲備		(39,367)	(44,115)
Total equity	權益總額		51,740	46,992

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2026

截至二零二六年六月三十日止六個月

Six months ended 30 June

截至六月三十日止六個月

		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Net cash used in operating activities	經營業務所用現金淨額	(8,432)	(5,698)
Investing activities	投資業務		
Proceeds from disposal of an associate	出售一間聯營公司之所得款項	–	9,950
Interest received	已收利息	400	602
Purchase of property, plant and equipment	購買物業、廠房及設備	(19)	(65)
Net cash generated from investing activities	投資業務所得現金淨額	381	10,487
Financing activities	融資業務		
Repayments of principal portion of lease liabilities	償還租賃負債之本金部份	(482)	(841)
Interest paid on lease liabilities	已付租賃負債利息	(24)	(61)
Net cash used in financing activities	融資業務所用現金淨額	(506)	(902)

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2026
截至二零二六年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Net (decrease)/increase in cash and cash equivalents	現金及現金等值項目(減少)/增加淨額	(8,557)	3,887
Effect of foreign exchange rate changes	外匯匯率變動的影響	254	89
Cash and cash equivalents at the beginning of the period	期初現金及現金等值項目	41,095	37,042
Cash and cash equivalents at the end of the period	期末現金及現金等值項目	32,792	41,018
Analysis of balances of cash and cash equivalents	現金及現金等值項目結餘分析		
Bank and cash balances	銀行及現金結餘	32,792	41,018

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2026

截至二零二六年六月三十日止六個月

		Attributable to equity shareholders of the Company						
		歸屬於本公司權益股東						
		Share capital	Share premium	Investment revaluation reserve	Merger reserve	Contributed surplus	Exchange reserve	Accumulated loss
		股本	股份溢價	投資重估儲備	合併儲備	繳入盈餘	匯兌儲備	累計虧損
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元
		(Note 14)						
		(附註14)						
Balance at 1 January 2026	於二零二六年一月一日之							
(Audited)	結餘(經審核)	91,107	165,102	(722)	(43,897)	95,402	135	(260,135)
Profit for the period	本期間溢利	-	-	-	-	-	-	4,553
		-	-	-	-	-	-	-
Other comprehensive expense	其他全面開支	-	-	-	-	-	-	-
Change in fair value on equity instruments at fair value at OCI	按公平價值計入其他全面收益之股本工具之公平價值變動	-	-	(67)	-	-	-	-
Exchange differences arising on translation of foreign operations	換算海外業務所產生之匯兌差額	-	-	-	-	-	262	-
Total comprehensive income for the period	本期間全面收益總額	-	-	(67)	-	-	262	4,553
Balance at 30 June 2026	於二零二六年六月三十日之結餘							
(Unaudited)	(未經審核)	91,107	165,102	(789)	(43,897)	95,402	397	(255,582)

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2026

截至二零二六年六月三十日止六個月

		Attributable to equity shareholders of the Company 歸屬於本公司權益股東							Non-controlling interests 非控股權益	
		Share capital 股本 HK\$'000 千港元 (Note 14) (附註14)	Share premium 股份溢價 HK\$'000 千港元	Investment revaluation reserve 投資重估儲備 HK\$'000 千港元	Merger reserve 合併儲備 HK\$'000 千港元	Contributed surplus 繳入盈餘 HK\$'000 千港元	Exchange reserve 匯兌儲備 HK\$'000 千港元	Accumulated loss 累計虧損 HK\$'000 千港元	Total 合計 HK\$'000 千港元	Total equity 權益合計 HK\$'000 千港元
Balance at 1 January 2025 (Audited)	於二零二五年一月一日 之結餘(經審核)	91,107	165,102	(712)	(43,897)	95,402	(32)	(254,702)	52,268	–
Loss for the period	本期間虧損	–	–	–	–	–	–	(10,847)	(10,847)	–
Other comprehensive expense	其他全面開支	–	–	–	–	–	–	–	–	–
Change in fair value on equity instruments at fair value at OCI	按公平價值計入其他全面收益之股本工具之公平價值變動	–	–	(18)	–	–	–	–	(18)	–
Exchange differences arising on translation of foreign operations	換算海外業務所產生之匯兌差額	–	–	–	–	–	90	–	90	–
Total comprehensive expense for the period	本期間全面開支總額	–	–	(18)	–	–	90	(10,847)	(10,775)	–
Balance at 30 June 2025 (Unaudited)	於二零二五年六月三十日之結餘(未經審核)	91,107	165,102	(730)	(43,897)	95,402	58	(265,549)	41,493	–

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

1. BASIS OF PREPARATION

The Group's unaudited condensed consolidated financial statements for the six months ended 30 June 2026 have been prepared in accordance with the applicable disclosure requirements of Appendix D2 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention, except for certain financial instruments that are measured at fair values. The condensed consolidated financial statements are unaudited but have been reviewed by the Company's audit committee.

2. MATERIAL ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the unaudited interim condensed consolidated financial statements are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2025, except for the adoption of the following revised HKFRS Accounting Standards ("HKFRS") for the first time for periods beginning on or after 1 January 2026. Details of any changes in HKFRS Accounting Standards are set out in note 3.

1. 編製基準

本集團截至二零二六年六月三十日止六個月之未經審核簡明綜合財務報表乃根據香港聯合交易所有限公司證券上市規則(「上市規則」)附錄D2之適用披露規定及香港會計師公會頒佈之香港會計準則第34號「中期財務報告」編製。

未經審核簡明綜合財務報表乃按照歷史成本慣例編製，惟若干財務工具按公平價值計量。簡明綜合財務報表未經審核，惟已由本公司之審核委員會審閱。

2. 重大會計政策

除就二零二六年一月一日或之後開始之期間首次採用下列經修訂香港財務報告會計準則(「香港財務報告準則」)外，編製未經審核中期簡明綜合財務報表時採用之會計政策與編製本集團截至二零二五年十二月三十一日止年度之全年綜合財務報表時應用者貫徹一致。有關香港財務報告會計準則之任何變動詳情載於附註3。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. CHANGES IN HKFRS ACCOUNTING STANDARDS

The HKICPA has issued a number of new or amended HKFRS Accounting Standards that are first effective for the current accounting period of the Group:

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11

The application of these new or amended HKFRS Accounting Standards did not result in significant changes to the Group's accounting policies, presentation of the Group's unaudited condensed consolidated financial statements and amounts reported for the current period and prior years.

The Group has not early adopted the new or amended HKFRS Accounting Standards that have been issued but are not yet effective. The directors of the Company are currently assessing the impact of these new or amended HKFRS Accounting Standards but are not yet in a position to state whether they would have material financial impact on the Group's results of operations and financial position.

4. USE OF JUDGEMENTS AND ESTIMATES

In preparing this unaudited condensed consolidated financial statements, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to 2025 consolidated annual financial statements.

3. 香港財務報告會計準則變動

香港會計師公會已頒佈多項於本集團本會計期間首次生效之新訂立或經修訂香港財務報告會計準則：

香港財務報告準則第9號及香港財務報告準則第7號之修訂	金融工具之分類及計量之修訂本
香港財務報告準則第9號及香港財務報告準則第7號之修訂	涉及依賴自然能源之電力之合約
香港財務報告會計準則之修訂	香港財務報告會計準則之年度改進—第11卷

應用該等新訂立或經修訂香港財務報告會計準則並無導致本集團之會計政策、本集團未經審核簡明綜合財務報表之呈列方式以及就本期間及過往年度呈報之金額出現重大變動。

本集團並無提早採用已頒佈但未生效之新訂立或經修訂香港財務報告會計準則。本公司董事現正評估該等新訂立或經修訂香港財務報告會計準則之影響，惟尚未能說明有關準則會否對本集團之營運業績及財務狀況產生重大財務影響。

4. 運用判斷及估計

於編製本未經審核簡明綜合財務報表時，管理層於應用本集團會計政策時所作出之重大判斷及估計不確定因素之主要來源與二零二五年綜合全年財務報表所應用者相同。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. SEGMENT INFORMATION

The chief operating decision-maker ("CODM") has been identified as the Executive Directors. The Executive Directors reviews the Group's regular internal financial information in order to assess performance and allocate resources. The business components in the internal financial information reported to the Executive Directors are determined following the Group's major product and service lines.

The Group is principally engaged in (i) provision of advertising services and (ii) e-commerce (mainly in sales of household and personal care products).

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit or loss, which is a measure of adjusted profit/(loss) before tax. The adjusted profit/(loss) before tax is measured consistently with the Group's profit/(loss) before tax except that unallocated corporate income, unallocated corporate expenses, and finance costs are excluded from such measurement.

Segment assets exclude intangible assets, property, plant and equipment, right-of-use assets, investment in an associate, equity instruments at fair value through other comprehensive income ("FVOCI"), financial asset at fair value through profit or loss ("FVTPL"), loan receivables, other receivables, deposits and prepayments, and cash and cash equivalents as these assets are managed on a group basis.

Segment liabilities exclude lease liabilities and other payables as these liabilities are managed on a group basis.

5. 分部資料

主要營運決策者已識別為執行董事。執行董事審閱本集團之定期內部財務資料以評估表現及分配資源。向執行董事匯報之內部財務資料內之業務組成部份乃按本集團之主要產品及服務線釐定。

本集團主要從事(i)提供廣告服務及(ii)電子商務(主要為銷售家用及個人護理產品)。

管理層獨立監察本集團經營分部之業績，以就資源分配及表現評核作出決定。分部表現乃基於可呈報分部溢利或虧損評估，即計量經調整除稅前溢利／(虧損)。經調整除稅前溢利／(虧損)一貫基於本集團之除稅前溢利／(虧損)計量，惟當中並無計入未分配企業收入、未分配企業費用及財務費用。

分部資產不包括無形資產、物業、廠房及設備、使用權資產、對一間聯營公司的投資、按公平價值計入其他全面收益之股本工具、按公平價值計入損益的金融資產、應收貸款、其他應收款項、按金及預付款以及現金及現金等值項目，原因為此等資產乃按集團基準管理。

分部負債不包括租賃負債及其他應付款項，原因為此等負債乃按集團基準管理。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. SEGMENT INFORMATION (Continued)

For the six months ended 30 June 2026

5. 分部資料(續)

截至二零二六年六月三十日止六個月

		Provision of advertising services 提供廣告服務 HK\$'000 千港元	E-commerce 電子商務 HK\$'000 千港元	Total 合計 HK\$'000 千港元
Segment revenue	分部收益	67,644	–	67,644
Segment results	分部業績	11,077	(7)	11,070
Reconciliation:	對賬：			
Unallocated corporate income	未分配企業收入			400
Unallocated corporate expenses	未分配企業費用			(6,751)
Finance costs	財務費用			(24)
Profit before income tax	除所得稅前溢利			4,695
Segment assets (Note 1)	分部資產(附註1)	34,970	2,387	37,357
Reconciliation:	對賬：			
Intangible assets	無形資產			155
Property, plant and equipment	物業、廠房及設備			4
Equity instruments at FVOCI	按公平價值計入其他全面收益之股本工具			50
Financial asset at FVTPL	按公平價值計入損益的金融資產			2,960
Loan receivables	應收貸款			416
Other receivables, deposits and prepayments	其他應收款項、按金及預付款			687
Cash and cash equivalents	現金及現金等值項目			22,105
Total assets	總資產			63,734
Segment liabilities	分部負債	3,655	–	3,655
Reconciliation:	對賬：			
Other payables	其他應付款項			8,339
Total liabilities	總負債			11,994
Other segment information	其他分部資料			
Addition to non-current assets (Note 2)	添置非流動資產(附註2)	19	–	19
Depreciation	折舊	450	–	450
Impairment on trade and other receivables and loan receivables, net of reversal	貿易及其他應收款項及應收貸款減值，扣除撥回	–	–	–
Interest income	利息收入	(1)	–	(1)

Notes:

- All assets are allocated to operating segments, other than equity instruments at FVOCI and financial asset at FVTPL.
- Non-current assets excluded those relating to financial instruments, deposits and prepayment.

附註：

- 除按公平價值計入其他全面收益之股本工具及按公平價值計入損益的金融資產外，所有資產均分配至經營分部。
- 非流動資產不包括與財務工具、按金及預付款有關的資產。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. SEGMENT INFORMATION (Continued)

For the six months ended 30 June 2025

5. 分部資料(續)

截至二零二五年六月三十日止六個月

		Provision of advertising services 提供廣告服務 HK\$'000 千港元	E-commerce 電子商務 HK\$'000 千港元	Total 合計 HK\$'000 千港元
Segment revenue	分部收益	21,797	–	21,797
Segment results	分部業績	(778)	(7)	(785)
Reconciliation:	對賬：			
Unallocated corporate income	未分配企業收入			859
Unallocated corporate expenses	未分配企業費用			(10,860)
Finance costs	財務費用			(61)
Loss before income tax	除所得稅前虧損			(10,847)
Segment assets	分部資產	12,654	2,400	15,054
Reconciliation:	對賬：			
Intangible assets	無形資產			260
Property, plant and equipment	物業、廠房及設備			10
Right-of-use assets	使用權資產			392
Equity instruments at FVOCI	按公平價值計入其他全面收益之股本工具			110
Financial asset at FVTPL	按公平價值計入損益的金融資產			3,267
Loan receivables	應收貸款			908
Other receivables, deposits and prepayments	其他應收款項、按金及預付款			991
Cash and cash equivalents	現金及現金等值項目			33,455
Total assets	總資產			54,447
Segment liabilities	分部負債	4,159	–	4,159
Reconciliation:	對賬：			
Lease liabilities	租賃負債			427
Trade payable	貿易應付款項			11
Other payables	其他應付款項			8,357
Total liabilities	總負債			12,954
Other segment information	其他分部資料			
Depreciation and amortisation	折舊及攤銷	429	–	429
Impairment on trade and other receivables and loan receivables, net of reversal	貿易及其他應收款項及應收貸款減值， 扣除撥回	7	–	7
Interest income	利息收入	(19)	–	(19)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. SEGMENT INFORMATION (Continued)

The Group's revenue from external customers and its non-current assets other than financial instruments are in the following geographical area.

5. 分部資料(續)

本集團來自外界客戶之收益及其非流動資產(不包括財務工具)來自以下地區。

		Revenue from external customers 來自外界客戶之收益		Non-current assets 非流動資產	
		Six months ended 30 June 截至六月三十日止六個月		30 June 2026	31 December 2025
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元	二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Mainland China	中國內地	28,180	12,595	122	137
Hong Kong	香港	39,464	9,202	980	1,394
		67,644	21,797	1,102	1,531

Sales by geographical markets are analysed based on the actual amount of work contributed by Hong Kong and Shenzhen staff at the project level and the geographical location of non-current assets is based on the physical location of the assets or the location of the operation to which they are allocated.

按地區市場劃分之銷售乃根據香港與深圳員工在項目層面分別實際承擔的工作量而分析，而非流動資產之地理位置乃基於資產實際所在地或獲分配相關資產的營運地點。

6. REVENUE

The principal activity of the Group is the provision of advertising services.

6. 收益

本集團之主要業務為提供廣告服務。

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 HK\$'000 千港元	2025 二零二五年 HK\$'000 千港元
Revenue from contracts with customers within the scope of HKFRSs 15:	於香港財務報告準則第15號範圍內來自客戶合約之收益：		
Provision of advertising services	提供廣告服務	67,644	21,797

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

6. REVENUE (Continued)

In the following table, revenue is disaggregated by major products and service lines and timing of revenue recognition for the advertising services segment. No revenue generated from other segments for the six months ended 30 June 2026 and 2025.

6. 收益(續)

於下表，就廣告服務分部而言，收益按主要產品及服務線以及收益確認時間拆分。截至二零二六年及二零二五年六月三十日止六個月，其他分部並無產生收益。

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Major products and service lines	主要產品及服務線		
Print media	印刷媒體	6,391	5,194
Event organizing services	活動籌辦服務	4,159	2,351
Online media	線上媒體	57,094	14,252
		67,644	21,797
Revenue from contracts with customers recognised over time:	隨時間所確認來自客戶合約之收益：		
Print media	印刷媒體	6,347	5,194
Event organizing services	活動籌辦服務	4,159	2,351
Online media	線上媒體	6,214	1,926
		16,720	9,471
Revenue from contracts with customers recognised at a point in time:	於某一時間點所確認來自客戶合約之收益：		
Print media	印刷媒體	44	—
Online media	線上媒體	50,880	12,326
		50,924	12,326
		67,644	21,797

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

7. FINANCE COSTS

7. 財務費用

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Interest on lease liabilities	租賃負債利息	24	61

8. PROFIT/(LOSS) BEFORE INCOME TAX

8. 除所得稅前溢利／（虧損）

Profit/(loss) before income tax has been arrived at after charging/(crediting):

除所得稅前溢利／（虧損）已扣除／（計入）：

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	79	58
Depreciation of right-of-use assets	使用權資產之折舊	374	846
Employee benefit expense	僱員福利開支	8,552	6,509
Impairment on trade and other receivables and loan receivables, net of reversal	貿易及其他應收款項以及應收貸款之減值，扣除撥回	—	(7)
Interest income	利息收入	(400)	(602)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

9. INCOME TAX EXPENSE

The Group is subject to Hong Kong Profits Tax under the two-tiered profits tax rate regime. Under the two-tiered profits tax rate regime, the first HK\$2 million of profits of the qualifying group entity would be taxed at 8.25%, and profits above HK\$2 million would be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime would continue to be taxed at a flat rate of 16.5%.

9. 所得稅開支

本集團須根據利得稅兩級制繳納香港利得稅。根據利得稅兩級制，合資格集團實體首2,000,000港元溢利將按8.25%稅率徵稅，而超過2,000,000港元之溢利將按16.5%稅率徵稅。不符合利得稅兩級制資格之集團實體之溢利將繼續按統一稅率16.5%繳納稅項。

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
PRC Enterprise Income Tax	中國企業所得稅		
Current period	本期間	71	—
Under provision in prior year	過往年度撥備不足	71	—
		142	—

No Hong Kong profits tax had been provided as the Group had sufficient tax loss brought forward to set off against the estimated assessable profits during the six months ended 30 June 2026 and 2025.

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiary is 25% for the years 2025 and 2026.

於截至二零二六年及二零二五年六月三十日止六個月，由於本集團有充足結轉稅務虧損以抵銷估計應課稅溢利，故並無計提香港利得稅。

根據中國企業所得稅法（「企業所得稅法」）及企業所得稅法實施條例，二零二五及二零二六年度中國附屬公司的稅率為25%。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. EARNINGS/(LOSS) PER SHARE

The calculation of basic and diluted earnings per share for the six months ended 30 June 2026 is based on the profit for the period attributable to equity shareholders of the Company of HK\$4,553,000 (six months ended 30 June 2025: loss for the period of HK\$10,847,000) and the weighted average of 455,534,000 ordinary shares (six months ended 30 June 2025: 455,534,000 shares) in issue during the interim period.

For the six months ended 30 June 2026 and 2025, diluted earnings/(loss) per share attributable to equity shareholders of the Company was the same as basic earnings/(loss) per share as there was no dilutive potential ordinary shares in existence.

10. 每股盈利／（虧損）

截至二零二六年六月三十日止六個月的每股基本及攤薄盈利乃根據本公司權益股東應佔本期間溢利4,553,000港元（截至二零二五年六月三十日止六個月：本期間虧損10,847,000港元）及中期期間內已發行的普通股加權平均數455,534,000股（截至二零二五年六月三十日止六個月：455,534,000股）計算。

截至二零二六年及二零二五年六月三十日止六個月，由於並無潛在攤薄普通股，故本公司權益股東應佔每股攤薄盈利／（虧損）與每股基本盈利／（虧損）相同。

11. PROPERTY, PLANT AND EQUIPMENT

The movements during the periods are:

11. 物業、廠房及設備

於各期間之變動如下：

		Property, plant and equipment 物業、廠房及 設備 HK\$'000 千港元
Net book amount as at 1 January 2025 (Audited)	於二零二五年一月一日的賬面淨額（經審核）	284
Additions	添置	65
Depreciation	折舊	(58)
Exchange difference	匯兌差額	1
Net book amount as at 30 June 2025 (Unaudited)	於二零二五年六月三十日的賬面淨額 （未經審核）	292
Net book amount as at 1 January 2026 (Audited)	於二零二六年一月一日的賬面淨額（經審核）	306
Additions	添置	19
Depreciation	折舊	(79)
Exchange difference	匯兌差額	5
Net book amount as at 30 June 2026 (Unaudited)	於二零二六年六月三十日的賬面淨額 （未經審核）	251

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

12. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

The Group allows a credit period from 0 day to 120 days (31 December 2025: 0 day to 120 days) to its trade customers.

Ageing analysis of trade receivables as at 30 June 2026, based on invoice date and net of provisions, is as follows:

12. 貿易及其他應收款項、按金及預付款

本集團給予貿易客戶0天至120天(二零二五年十二月三十一日：0天至120天)之信貸期。

於二零二六年六月三十日之貿易應收款項按發票日期及扣除撥備後之賬齡分析如下：

		30 June 2026 二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2025 二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
0–30 days	0至30天	13,061	8,240
31–60 days	31至60天	893	507
61–90 days	61至90天	609	102
91–120 days	91至120天	658	7
121–150 days	121至150天	3,113	6
Over 150 days	超過150天	1,667	–
Total trade receivables	貿易應收款項總額	20,001	8,862
Loan interest receivables	應收貸款利息	827	827
Other receivables	其他應收款項	399	47
Refundable rental and utility deposits	可退回租賃及公用事業按金	1,370	1,040
Prepayments	預付款	2,223	454
		4,819	2,368
Less: Provision for impairment	減：減值撥備	(702)	(702)
		4,117	1,666
Less: Non-current portion–refundable rental deposits	減：非流動部分—可退回租賃按金	–	(891)
		4,117	775

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

13. TRADE AND OTHER PAYABLES

As at 30 June 2026, the ageing analysis of trade payables (which are included in trade and other payables), based on the invoice date, is as follows:

13. 貿易及其他應付款項

於二零二六年六月三十日，貿易應付款項（已計入貿易及其他應付款項）按發票日期的賬齡分析如下：

		30 June 2026 二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2025 二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Within 1 month	一個月內	335	183
2 to 3 months	兩至三個月	–	3
3 to 4 months	三至四個月	14	–
5 to 6 months	五至六個月	1	–
Over 6 months	超過六個月	3	–
Trade payables	貿易應付款項	353	186
Accruals	應計開支	8,177	8,691
Other payables	其他應付款項	1,928	1,043
		10,458	9,920

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

14. SHARE CAPITAL

14. 股本

		30 June 2026 二零二六年六月三十日 (Unaudited) (未經審核)		31 December 2025 二零二五年十二月三十一日 (Audited) (經審核)	
		No. of shares 股份數目		No. of shares 股份數目	
		'000	HK\$'000	'000	HK\$'000
		千股	千港元	千股	千港元
Authorised:	法定：				
Ordinary shares of HK\$0.20 each	每股面值0.20港元之普通股	5,000,000	1,000,000	5,000,000	1,000,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of HK\$0.20 each	每股面值0.20港元之普通股	455,534	91,107	455,534	91,107

15. SHARE-BASED EMPLOYEE COMPENSATION

No new share options were granted during the six months ended 30 June 2026.

15. 以股份支付之僱員薪酬

於截至二零二六年六月三十日止六個月並無授出新購股權。

16. DIVIDENDS

No interim dividend was declared in respect of the six months ended 30 June 2026 and 2025.

16. 股息

本集團並無就截至二零二六年及二零二五年六月三十日止六個月宣派中期股息。

17. CAPITAL COMMITMENTS

As at 30 June 2026, the Group did not have any significant capital commitments (31 December 2025: nil).

17. 資本承擔

於二零二六年六月三十日，本集團並無任何重大資本承擔(二零二五年十二月三十一日：無)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

18. RELATED PARTY TRANSACTIONS

(a) Related party transactions

Transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Save as disclosed elsewhere in the unaudited condensed consolidated financial statements, details of significant transactions between the Group and other related parties for the six months ended 30 June 2026 are disclosed as follows:

18. 關聯方交易

(a) 關聯方交易

本公司與屬本公司關聯方之附屬公司之交易已於綜合賬目時對銷，且並無於本附註內披露。除未經審核簡明綜合財務報表其他部份所披露者外，本集團與其他關聯方截至二零二六年六月三十日止六個月進行之重大交易詳情披露如下：

			Six months ended 30 June 截至六月三十日止六個月	
			2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
		Notes 附註		
Rental income	租金收入	(i)	—	276
Advertising and marketing fees income	廣告及營銷費收入	(ii)	4,999	249

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

18. RELATED PARTY TRANSACTIONS (Continued)

(a) Related party transactions (Continued)

Notes:

- (i) No such rental income for the six months ended 30 June 2026. During the six months ended 30 June 2025, the Company received rental income from related companies, Coolpad Group Limited and Xcentz Limited.
- (ii) On 15 April 2025, Shenzhen Allegro Culture Limited* ("SZ Allegro"), a wholly owned subsidiary of the Group entered into a promotion cooperation framework agreement with Kingkey Group Holdings Limited* (京基集團有限公司) (the "Kingkey Group"), pursuant to which the Group shall provide advertising and promotional services to the Kingkey Group. The agreement becomes effective and ending on 31 December 2027, which is renewable for further period of three years subject to compliance with applicable requirements of the Listing Rules.

Kingkey Group is a connected person of the Company as it is majority-owned by the father of Mr. Chen Jiajun, who indirectly holds approximately 27.01% of the issued share capital of the Company.

The annual caps for the services under the Promotion Cooperation Framework Agreement for the three years ending 31 December 2027 are RMB10,500,000 (for the period from 1 May 2025 to 31 December 2025), RMB16,000,000 and RMB16,000,000, respectively.

The total service amount with Kingkey Group was RMB4,387,000 (excluding VAT) (equivalent to approximately HK\$4,999,000) for the period ended 30 June 2026, which pertains to the advertising and promotional services for existing shopping malls of Kingkey Group.

18. 關聯方交易(續)

(a) 關聯方交易(續)

附註：

- (i) 截至二零二六年六月三十日止六個月並無有關租金收入。於截至二零二五年六月三十日止六個月，本公司自關聯公司酷派集團有限公司及Xcentz Limited收取租金收入。
- (ii) 於二零二五年四月十五日，本集團全資附屬公司深圳市律齊文化有限公司(「深圳律齊」)與京基集團有限公司(「京基集團」)訂立一份推廣合作框架協議，據此，本集團應向京基集團提供廣告及推廣服務。該協議已經生效，至二零二七年十二月三十一日止，可遵照上市規則之適用規定續期三年。

由於京基集團由陳家俊先生(間接持有本公司已發行股本約27.01%)之父親擁有大部分股權，故屬本公司之關連人士。

截至二零二七年十二月三十一日止三個年度，推廣合作框架協議下各項服務之年度上限為人民幣10,500,000元(二零二五年五月一日至二零二五年十二月三十一日期間)、人民幣16,000,000元及人民幣16,000,000元。

截至二零二六年六月三十日止期間，與京基集團之總服務額為人民幣4,387,000元(不包括增值稅)(相等於約4,999,000港元)，與京基集團現時之購物中心之廣告及推廣服務有關。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

18. RELATED PARTY TRANSACTIONS (Continued)

(b) Amounts due from/(to) related parties

At the end of the reporting period, the Group had the following balance with related parties:

		30 June 2026 二零二六年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2025 二零二五年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Included in other receivables: Dongguan Kingkey Property Management Company Limited (Note)	計入其他應收款項： 東莞市京基物業管理有限公司 (附註)	10	10
Included in other payables: Kingkey Enterprise Hong Kong Limited (Note)	計入其他應付款項： 京基實業香港有限公司(附註)	(369)	(379)

Note: Amounts due from/(to) related parties are unsecured, interest free and expected to be recovered/due to be repaid within one year.

18. 關聯方交易(續)

(b) 應收／(應付)關聯方款項

於報告期末，本集團與關聯方之結餘如下：

附註：應收／(應付)關聯方款項為無抵押、免息且預期將於一年內收回／到期償還。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

18. RELATED PARTY TRANSACTIONS (Continued)

(c) Compensation of key management personnel

The directors of the Company were considered to be key management personnel of the Group. The remuneration of key management personnel is determined by the remuneration committee having regard to the performance of individuals and market trends.

18. 關聯方交易(續)

(c) 主要管理人員補償

本公司董事被視為本集團主要管理人員。主要管理人員之薪酬乃由薪酬委員會經考慮個別人士之表現及市場趨勢後釐定。

		Six months ended 30 June 截至六月三十日止六個月	
		2026 二零二六年 (Unaudited) (未經審核) HK\$'000 千港元	2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元
Short-term employee benefits	短期僱員福利	1,378	900

19. CONTINGENT LIABILITIES

As at 30 June 2026, the Group had no significant contingent liabilities (31 December 2025: Nil).

19. 或然負債

於二零二六年六月三十日，本集團並無重大或然負債(二零二五年十二月三十一日：無)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

20. EVENT AFTER REPORTING DATE

1. Litigation

HCA 281/2024

The Company and certain of its subsidiaries commenced an action against a former director and his controlled company for damages and equitable compensation arising out of, among others, the said director's breach of fiduciary duties and/or knowing receipt of benefits from such breaches. The former director and his controlled company had filed a Defence and Counterclaim. The Company had subsequently filed a Reply and Defence to Counterclaim. Pleadings have now closed. The Company continues to pursue the claim against the former director and his controlled company and is reviewing the appropriate next steps. No hearing date has been fixed for the proceedings as at the date of this report.

DCCJ 1940/2024

Subsequent after the Company commenced HCA 281/2024, the former director commenced an action against the Company for alleged defamatory statements contained in the Company's announcements published in compliance of the Listing Rules of Hong Kong. The Company had filed a Defence. The Company is defending the former director's claim and is reviewing the appropriate next steps. No hearing date has been fixed for the proceedings as at the date of this report.

20. 報告日後事項

1. 訴訟

高院民事訴訟2024年第281號

本公司及其若干附屬公司針對一名前董事及其控制之公司提起訴訟，尋求因（其中包括）該名董事違反受信責任及／或明知而收受由此所得利益而產生之損害賠償及衡平法補償。該名前董事及其控制之公司已提交抗辯與反訴。本公司隨後提交對反訴之答辯與抗辯。訴狀受理現已結束。本公司繼續追討針對該名前董事及其控制之公司之申索，並正審視適當之下一步行動。截至本報告日期，該訴訟尚未確定聆訊日期。

區域法院民事訴訟2024年第1940號

於本公司提起高院民事訴訟2024年第281號後，該名前董事針對本公司提起訴訟，指控本公司遵照香港上市規則發表之公佈內載有誹謗性陳述。本公司已提出抗辯。本公司正就該名前董事之申索進行抗辯，並正審視適當之下一步行動。截至本報告日期，該訴訟尚未確定聆訊日期。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

20. EVENT AFTER REPORTING DATE (Continued)

1. Litigation (Continued)

HCMP 1474/2024

The Company commenced taxation proceedings against its former solicitors in relation to the invoices for service rendered. The former solicitors have provided further itemized breakdown regarding the invoices, and due to substantial documents involved, the Company is reviewing the same.

The Group will continue to seek legal advice and will take such further or other actions as may be appropriate to safeguard its interests and uphold its position.

Please refer to the announcements of the Company dated 21 February 2024, 23 February 2024, 18 March 2024 and 18 April 2024 respectively for further details.

The Company will make further disclosure wherever appropriate or necessary.

Save for the matters disclosed above, there were no other important events affecting the Company nor any of its subsidiaries since the end of the Reporting Period and up to the date of this interim report.

20. 報告日後事項(續)

1. 訴訟(續)

高院雜項案件2024年第1474號

本公司針對前律師就所提供服務之發票向法庭申請評定的程序。前律師已就發票提供進一步分項細目，而鑑於涉及大量文件，本公司現正審閱該等文件。

本集團將繼續尋求法律意見，並將於適當時採取進一步或其他行動以保障其利益及維護其立場。

進一步詳情請參閱本公司日期分別為二零二四年二月二十一日、二零二四年二月二十三日、二零二四年三月十八日及二零二四年四月十八日的公佈。

本公司將於適當或必要時作出進一步披露。

除上文所披露之事宜外，自報告期結束起直至本中期報告日期，並無其他影響本公司或其任何附屬公司之重要事項。

Other Disclosures

其他披露

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SECURITIES

As at 30 June 2026, none of the Directors or chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO") which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix C3 of the Listing Rules.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the "Share Option Scheme") on 30 June 2026. Unless otherwise cancelled or amended, the Share Option Scheme will remain in force for a period of 10 years from the date of its adoption. A summary of the principal terms of the Share Option Scheme was contained in Appendix III to the Company's circular dated 8 June 2026.

As of 30 June 2026 and the date of this report, no share options had been granted or agreed to be granted under the Share Option Scheme.

SHARE AWARD SCHEME

The Company adopted a share award scheme (the "Share Award Scheme") on 30 June 2026. Unless otherwise cancelled or amended, the Share Award Scheme will remain in force for a period of 10 years from the date of its adoption. A summary of the principal terms of the Share Award Scheme was contained in Appendix IV to the Company's circular dated 8 June 2026.

As of 30 June 2026 and the date of this report, no share had been granted or agreed to be granted under the Share Award Scheme.

董事及最高行政人員於證券之權益

於二零二六年六月三十日，概無本公司董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）（香港法例第571章）第XV部）之任何股份、相關股份或債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所（包括根據證券及期貨條例有關條文彼等被當作或視作擁有之權益或淡倉）或根據證券及期貨條例第352條須登記於該條所述登記冊或根據上市規則附錄C3所載標準守則須知會本公司及聯交所之任何權益或淡倉。

購股權計劃

本公司於二零二六年六月三十日採納一項購股權計劃（「購股權計劃」）。除非另行註銷或修訂，否則購股權計劃將於自採納日期起計十年內持續有效。購股權計劃之主要條款概要載於本公司日期為二零二六年六月八日之通函附錄三。

於二零二六年六月三十日及本報告日期，概無根據購股權計劃授出或同意授出任何購股權。

股份獎勵計劃

本公司於二零二六年六月三十日採納一項股份獎勵計劃（「股份獎勵計劃」）。除非另行註銷或修訂，否則股份獎勵計劃將於自採納日期起計十年內持續有效。股份獎勵計劃之主要條款概要載於本公司日期為二零二六年六月八日之通函附錄四。

於二零二六年六月三十日及本報告日期，概無根據股份獎勵計劃授出或同意授出任何股份。

Other Disclosures 其他披露

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2026, so far as was known to the directors and chief executive of the Company the following persons (other than a director or chief executive of the Company) had or were deemed to have, interests or short positions in the shares or underlying shares of the Company being 5% or more in the issued share capital of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO:

Long position in shares of the Company

主要股東

於二零二六年六月三十日，就本公司董事及最高行政人員所知，以下人士（不包括本公司之董事或最高行政人員）於本公司之股份或相關股份中擁有或被視為擁有本公司根據證券及期貨條例第336條須予存置之登記冊所記錄佔本公司已發行股本5%或以上之權益或淡倉：

於本公司股份之好倉

Name	Nature of Interest	Number of Shares	Approximate Percentage in the Issued Share Capital of the Company 佔本公司已發行股本之概約百分比
名稱	權益性質	股份數目	
Upsky Global Limited (Note 1) 立天環球有限公司(附註1)	Beneficial owner 實益擁有人	123,037,657	27.01%
Champion Ease Group Limited (Note 2) 冠逸集團有限公司(附註2)	Beneficial owner 實益擁有人	74,000,000	16.25%
Shining Sun Limited (Note 3) 朗日有限公司(附註3)	Beneficial owner 實益擁有人	30,248,828	6.64%

Notes:

1. Upsky Global Limited is wholly and beneficially owned by Chen Jiajun.
2. Champion Ease Group Limited is wholly and beneficially owned by Lei Ming.
3. Shining Sun Limited is wholly and beneficially owned by Chen Shi.

附註：

1. 立天環球有限公司由陳家俊全資實益擁有。
2. 冠逸集團有限公司由雷鳴全資實益擁有。
3. 朗日有限公司由Chen Shi全資實益擁有。

Save as disclosed above, as at 30 June 2026, the Company had not been notified of any other person (other than a director or chief executive of the Company) who had an interest or short position in the shares, underlying shares or debentures of the Company and was required to be recorded in the register required to be kept by the Company under Section 336 of the SFO.

除上文所披露者外，於二零二六年六月三十日，本公司並無獲知會有任何其他人士（不包括本公司之董事或最高行政人員）於本公司之股份、相關股份或債權證中擁有須記錄於本公司根據證券及期貨條例第336條須予存置之登記冊之權益或淡倉。

CONNECTED TRANSACTIONS

During the six months ended 30 June 2026, the Group entered into certain related party transactions. Details of which were disclosed in Note 18 to the Condensed Consolidated Financial Statements of the Group. Certain of these related party transactions also constituted connected transactions or continuing connected transactions of the Company under Chapter 14A of the Listing Rules. Except for the transactions disclosed in the Company's announcement dated 15 April 2025 and circular dated 11 July 2025, these transactions were fully exempt from the requirements under Chapter 14A of the Listing Rules.

Saved as the above and to the best knowledge of the Directors, the Group has not entered into any connected transactions or continuing connected transaction for the year which are required to disclose pursuant to Chapter 14A of the Listing Rules. The Company has the internal controls in place to ensure that the terms of all connected or continuing connected transactions, if any, are fair and reasonable and in the interest of the Company and Shareholders as a whole.

PURCHASE, SALE OR REDEMPTION OF SHARES

During the six months ended 30 June 2026, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's shares.

CODE ON CORPORATE GOVERNANCE PRACTICES

In the opinion of the Board, the Company has complied with the code provisions set out in the Corporate Governance Code and Corporate Governance Report (the "Code Provision") contained in Appendix C1 of the Listing Rules throughout the six months ended 30 June 2026.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix C3 of the Listing Rules as its own code of conduct regarding directors' securities transactions. Having made specific enquiry of all directors, the Company was not aware of any non-compliance with the required standard set out in the Model Code regarding securities transactions by the directors throughout the six months ended 30 June 2026.

關連交易

截至二零二六年六月三十日止六個月，本集團訂立了若干關聯方交易。其詳情已於本集團簡明綜合財務報表附註18披露。若干該等關聯方交易亦根據上市規則第十四A章構成本公司之關連交易或持續關連交易。除本公司日期為二零二五年四月十五日之公佈及日期為二零二五年七月十一日之通函所披露之交易外，該等交易均獲全面豁免遵守上市規則第十四A章之規定。

除上文所述者外及據董事所深知，本集團於年內概無訂立任何須根據上市規則第十四A章披露之任何關連交易或持續關連交易。本公司已設有內部監控，確保所有關連交易或持續關連交易(如有)之條款屬公平合理，並符合本公司及股東之整體利益。

購買、出售或贖回股份

於截至二零二六年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何股份。

企業管治常規守則

董事會認為，本公司於截至二零二六年六月三十日止六個月內一直遵守上市規則附錄C1企業管治守則及企業管治報告所載之守則條文(「守則條文」)。

董事進行證券交易之操守守則

本公司已採納上市規則附錄C3所載的標準守則作為本身董事進行證券交易之操守守則。經向全體董事特定查詢後，本公司並不知悉於截至二零二六年六月三十日止六個月內有任何不遵守董事進行證券交易之標準守則所載規定標準之情況。

Other Disclosures 其他披露

EMPLOYEES AND EMOLUMENT POLICY

As at 30 June 2026, the Group had 45 full-time employees (as at 31 December 2025: 41 full-time, 10 part-time). The pay scale of the Group's employees is maintained at a competitive level and employees are rewarded on a performance related basis within the general framework of the Group's salary and bonus system. Other employee benefits include Mandatory Provident Fund Scheme in Hong Kong ("MPF Scheme") and the central pension scheme operated by the municipal and provincial government authorities in the PRC ("PRC Pension Scheme"), insurance and medical cover. The emoluments of the Directors are monitored by the Board and the Remuneration Committee having regard to the Company's operating results, individual performance and comparable market statistics.

AUDIT COMMITTEE

The audit committee has three members comprising three independent non-executive Directors, namely, Ms. Yang Wanning (Chairlady), Mr. Li Chaobo and Mr. Li Ming. The terms of reference of the audit committee is in compliance with the Listing Rules. The audit committee reviews the Group's financial reporting, internal controls and makes relevant recommendations to the Board.

The audit committee have reviewed the Company's interim report for the six months ended 30 June 2026 and are in the opinion that report has complied with the applicable accounting standards and adequate disclosures have been made.

By Order of the Board
Allegro Culture Limited
Ma Changwei
Chairman and non-executive Director

Hong Kong, 31 August 2026

僱員及酬金政策

於二零二六年六月三十日，本集團有45名全職僱員（於二零二五年十二月三十一日：41名全職，10名兼職）。本集團僱員之薪級維持於具競爭力之水平，而僱員亦會根據本集團整體之薪金及紅利制度框架，因應本身之表現獲得獎勵。其他僱員福利包括香港強制性公積金計劃（「強積金計劃」）及中國市級及省級政府機關營運之中央養老金計劃（「中國養老金計劃」）、保險及醫療保障。董事之酬金受董事會及薪酬委員會監察，當中會參考本公司經營業績、個人表現及市場可資比較統計數字。

審核委員會

審核委員會由三名成員組成，包括三名獨立非執行董事楊婉寧女士（主席）、李朝波先生及李明先生。審核委員會的職權範圍符合上市規則之規定。審核委員會檢討本集團之財務報告及內部監控，並向董事會作出有關推薦意見。

審核委員會已審閱本公司截至二零二六年六月三十日止六個月之中期報告，認為該報告符合適用會計準則，並已作出充份披露。

承董事會命
律齊文化有限公司
主席兼非執行董事
麻長燁

香港，二零二六年八月三十一日

Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Gan Peng, CEO
Ms. Yiu Sze Wai, CFO

Non-executive Directors

Mr. Ma Changwei, Chairman (appointed on 20 January 2026)

Ms. Chung Anita Mei Yiu (resigned on 20 January 2026)
Ms. Sun Jing (resigned on 20 January 2026)

Independent Non-Executive Directors

Mr. Li Chaobo
Mr. Li Ming (appointed on 20 January 2026)
Ms. Yang Wanning
Ms. Tang Po Lam Paulia (resigned on 20 January 2026)

COMPANY SECRETARY

Ms. Ho Pui Ling Elaine

AUTHORISED REPRESENTATIVES

Ms. Yiu Sze Wai
Ms. Ho Pui Ling Elaine

AUDIT COMMITTEE

Ms. Yang Wanning (*Chairperson*)
Mr. Li Chaobo
Mr. Li Ming (appointed on 20 January 2026)
Ms. Tang Po Lam Paulia (resigned on 20 January 2026)

REMUNERATION COMMITTEE

Ms. Yang Wanning (*Chairperson*)
Mr. Li Chaobo
Mr. Li Ming (appointed on 20 January 2026)
Ms. Chung Anita Mei Yiu (resigned on 20 January 2026)
Ms. Tang Po Lam Paulia (resigned on 20 January 2026)

NOMINATION COMMITTEE

Mr. Li Chao Bo (*Chairperson*)
Mr. Li Ming (appointed on 20 January 2026)
Ms. Yang Wanning
Ms. Tang Po Lam Paulia (resigned on 20 January 2026)

WEBSITE

www.allegroculture.com.hk

董事會

執行董事

甘鵬先生，行政總裁
姚思慧女士，首席財務官

非執行董事

麻長煒先生，主席(於二零二六年一月二十日獲委任)
鍾美瑤女士(於二零二六年一月二十日辭任)
孫婧女士(於二零二六年一月二十日辭任)

獨立非執行董事

李朝波先生
李明先生(於二零二六年一月二十日獲委任)
楊婉寧女士
鄧寶琳女士(於二零二六年一月二十日辭任)

公司秘書

何佩玲女士

獲授權代表

姚思慧女士
何佩玲女士

審核委員會

楊婉寧女士(*主席*)
李朝波先生
李明先生(於二零二六年一月二十日獲委任)
鄧寶琳女士(於二零二六年一月二十日辭任)

薪酬委員會

楊婉寧女士(*主席*)
李朝波先生
李明先生(於二零二六年一月二十日獲委任)
鍾美瑤女士(於二零二六年一月二十日辭任)
鄧寶琳女士(於二零二六年一月二十日辭任)

提名委員會

李朝波先生(*主席*)
李明先生(於二零二六年一月二十日獲委任)
楊婉寧女士
鄧寶琳女士(於二零二六年一月二十日辭任)

網站

www.allegroculture.com.hk

Corporate Information

公司資料

AUDITOR

Confucius International CPA Limited
Room 1501-08, 15/F., Tai Yau Building
181 Johnston Road, Wan Chai
Hong Kong

PRINCIPAL BANKER

Industrial and Commercial Bank of China (Asia) Limited
33/F, ICBC Tower, 3 Garden Road
Central, Hong Kong

SHARE REGISTRARS AND TRANSFER OFFICES

Principal Registrar

Conyers Corporate Services (Bermuda) Limited
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

Hong Kong Branch Registrar

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

REGISTERED OFFICE

Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Suite 701, Foyer
625 King's Road
North Point, Hong Kong

STOCK CODE

550

核數師

天健國際會計師事務所有限公司
香港
灣仔莊士敦道181號
大有大廈15樓1501-08室

主要往來銀行

中國工商銀行(亞洲)有限公司
香港中環
花園道3號中國工商銀行大廈33樓

股份過戶登記辦事處

主要股份過戶登記處

Conyers Corporate Services (Bermuda) Limited
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心17樓

註冊辦事處

Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

總辦事處及主要營業地點

香港北角
英皇道625號
Foyer 701室

股份代號

550

Allegro Culture Limited
律齊文化有限公司

Room 1506, 15th Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong
香港干諾道中111號永安中心15樓1506室
www.allegroculture.com.hk