

Chairman's Statement

I am pleased to present the annual report of Tysan Holdings Limited (the “Company”) together with its subsidiaries (the “Group”) for the year ended 31 December 2025. During the year under review, the Group recorded a profit attributable to equity holders of the Company of HK\$61 million, equivalent to an earning of HK1.82 cents per share of the Company (the “Share”) (31 December 2024: profit attributable to equity holders of the Company of HK\$41 million, equivalent to a profit of HK1.21 cents per Share) while turnover was HK\$2,071 million (31 December 2024: HK\$2,403 million).

Dividend

The Board of directors of the Company (the “Directors”) has resolved to recommend a final dividend payment of HK\$0.03 (year ended 31 December 2024: HK\$0.025) per share of the Company (the “Share”) to shareholders whose names appear on the Company’s register of members on 3 June 2026.

An interim dividend of HK\$0.02 per Share was declared for the six months ended 30 June 2025 (six months ended 30 June 2024: HK\$0.01).

Subject to the shareholders’ approval at the forthcoming annual general meeting to be held on 26 May 2026, the proposed final dividend will be paid on 24 June 2026.

Business Review

Foundation Piling

During the year under review, turnover of the Group’s foundation piling segment was about HK\$2,071 million (31 December 2024: HK\$2,403 million). The segment recorded a profit of approximately HK\$72 million (31 December 2024: profit of HK\$53 million).

The Group’s major contracts on hand include a logistics development at Tsing Yi; commercial projects at 734 King’s Road and Sai Yee Street; housing/residential projects at Queen’s Hill, Choi Shun Street, Kwok Shui Road, Rose Street and Kai Tak Area 2A Site 2; a school at Tin Shui Wai and several community projects.

Prospects

The construction industry is expected to continue facing challenges in 2026. However, business sentiment across various segments of Hong Kong’s property market has started to show signs of improvement with a pickup in both transaction volumes and prices, which gradually facilitates the restoration of confidence from the investors and developers in the market.

The Government is set to accelerate the development of the Northern Metropolis (the “NM”), which is anticipated to play a pivotal role in driving Hong Kong’s social and economic advancement. Infrastructure projects and property developments, including housing projects within the NM, are expected to generate a steady stream of opportunities for the construction industry in the following few years.

In the near term, we remain vigilant and are committed to improving the efficiency and effectiveness of our operations to better position the Company to seize any upcoming opportunities.

Financial Review

Financial position, liquidity and financial resources

As at 31 December 2025, the Group's cash on hand was about HK\$1,044 million (31 December 2024: HK\$887 million) while total assets and net assets were about HK\$1,707 million (31 December 2024: HK\$1,915 million) and HK\$1,150 million (31 December 2024: HK\$1,239 million), respectively. Total liabilities were about HK\$557 million (31 December 2024: HK\$676 million), out of which financial liabilities were about HK\$269 million (31 December 2024: HK\$433 million) and the remaining were mainly accruals, contract liabilities and current and deferred tax provision.

As at 31 December 2025, the Group had interest-bearing borrowings of about HK\$80 million (31 December 2024: HK\$104 million).

The Group's gearing ratio, calculated on the basis of net debt (including financial liabilities less cash on hand) divided by total equity of the Group, was Nil as at 31 December 2025 as the Group had a net cash position.

Funding and treasury policy

The Group continues to maintain a prudent funding and treasury policy and sustain a sound good capital structure with healthy cash flows. Surplus funds are maintained in the form of deposits with leading banks. Borrowings are denominated in Hong Kong dollar and subject to floating interest rates. Currency exposure is being closely monitored and forward contracts will be considered as required.

Capital expenditure and capital commitments

During the year ended 31 December 2025, the Group invested about HK\$6 million on purchase of machinery and equipment. As at 31 December 2025, the Group had capital commitments in relation to purchase of machinery and equipment of about HK\$2 million. Capital expenditure is principally financed by internal resources.

Pledge of assets

As at 31 December 2025, an office premise of the Group with a carrying amount of about HK\$99 million and a bank deposit of about HK\$5 million were pledged to banks to secure the instalment loans granted to the Group.

Contingent liabilities

Contingent liabilities in relation to corporate guarantees provided by the Group to banks for issue of performance bonds decreased from about HK\$354 million as at 31 December 2024 to about HK\$267 million as at 31 December 2025. Save for the above, the Group did not have any other material contingent liabilities.

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Remuneration Guidelines and Employment

The Group, including its subsidiaries in Hong Kong, Macau and Chinese Mainland, employed 631 employees as at 31 December 2025. The Group's remuneration guidelines are primarily based on prevailing market salary levels and the performance of the respective business units and individuals concerned. Fringe benefits include provident fund, medical insurance and training. In addition, share options may also be granted in accordance with the terms of the Group's approved share option scheme.

Appreciation

On behalf of the Board, I would also like to express my sincere gratitude to all our staff for their dedication, hard work and contribution during the year and to thank all our shareholders for their support.

On behalf of the Board

Justin WAI
Chairman

Hong Kong
20 March 2026