

2025

TVB ANNUAL REPORT



Television Broadcasts Limited

電視廣播有限公司

(Incorporated in Hong Kong with limited liability)

Stock Code : 00511

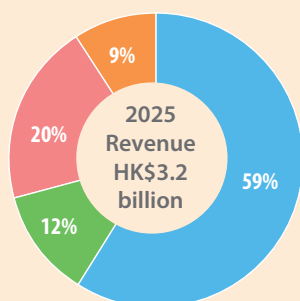
FINANCIAL HIGHLIGHTS

	2025	2024	Change
Performance			
Earnings/(Loss) per share	HK\$0.13	HK\$(1.09)	N/A
	HK\$'mil	HK\$'mil	
Revenue from external customers			
- TV Broadcasting	1,896	1,735	9%
- Digital Media	388	375	3%
- Chinese Mainland Operations	621	851	-27%
- International Operations	287	297	-3%
	3,192	3,258	-2%
Segment EBITDA			
- TV Broadcasting	215	66	226%
- Digital Media	43	102	-58%
- Chinese Mainland Operations	74	126	-41%
- International Operations	33	1	3,200%
	365	295	24%
Total expenses ^Δ	3,068	3,279	-6%
Profit/(Loss) attributable to equity holders	59	(491)	N/A
	31 December 2025	31 December 2024	
	HK\$'mil	HK\$'mil	
Total assets	5,459	5,446	0%
Total liabilities	3,227	3,250	-1%
Total equity	2,232	2,196	2%
Number of issued shares	466,961,836	466,961,836	
Ratios			
Current ratio	1.8	1.9	
Gearing	59.9%	66.7%	

^Δ Represented the total of cost of sales, selling, distribution and transmission costs and general and administrative expenses

Diversified Revenue Portfolio Underpinned by Strong Content Creation Capabilities

2025 Revenue by Operating Segment



- TV Broadcasting
- Digital Media
- Chinese Mainland Operations
- International Operations



TV Broadcasting: HK\$1,896 million

Free-to-air terrestrial television services, content production, music entertainment, artiste management and e-commerce in Hong Kong

Hong Kong, China
4.9
million viewers

Guangdong, China
24.5
million viewers



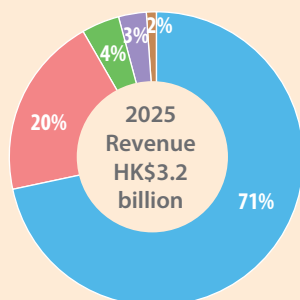
Digital Media: HK\$388 million

Operation of myTV SUPER ad-supported and paid subscription service, advertising on digital and social media platforms in Hong Kong

myTV SUPER
1.9
million MAU

Social media
35.3
million MAU

2025 Revenue by Geographical Locations



- Hong Kong, China
- Chinese Mainland
- Malaysia and Singapore
- USA and Canada
- Other territories



Chinese Mainland Operations: HK\$621 million

Drama co-production partnerships with video platforms, licensing of current-window and library contents, video streaming and MCN business

Mai Dui Dui App
3.5
million MAU

Social media
160
million followers



International Operations: HK\$287 million

Content and channel licensing, operation of TVB Anywhere streaming service and social media accounts

TVB Anywhere & YouTube
22.4
million subscribers

YouTube
77.4
million MAU



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CORPORATE INFORMATION

CHAIRMAN EMERITUS

The late Sir Run Run SHAW GBM

BOARD OF DIRECTORS

EXECUTIVE DIRECTORS

Thomas HUI To JP, Executive Chairman
Catherina TSANG Lai Chun

NON-EXECUTIVE DIRECTORS

LI Ruigang
Anthony LEE Hsien Pin

INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. William LO Wing Yan JP
Dr. Allan ZEMAN GBM, GBS, JP
Felix FONG Wo BBS, JP

BOARD COMMITTEES

EXECUTIVE COMMITTEE

Thomas HUI To Chairman
LI Ruigang
SIU Sai Wo General Manager (Business Operations)

AUDIT COMMITTEE

Dr. William LO Wing Yan Chairman
Dr. Allan ZEMAN
Felix FONG Wo

REMUNERATION COMMITTEE

Dr. Allan ZEMAN Chairman
LI Ruigang
Felix FONG Wo

NOMINATION COMMITTEE

Felix FONG Wo Chairman
Thomas HUI To
Catherina TSANG Lai Chun
Dr. William LO Wing Yan
Dr. Allan ZEMAN

INVESTMENT COMMITTEE

Anthony LEE Hsien Pin Chairman
Thomas HUI To
Ian LEE Hock Lye Chief Financial Officer

REGULATORY COMMITTEE

Felix FONG Wo Chairman
Dr. William LO Wing Yan
Desmond CHAN Shu Hung Deputy General Manager
(Legal and International Operations)

SENIOR MANAGEMENT

SIU Sai Wo General Manager (Business Operations)
Desmond CHAN Shu Hung Deputy General Manager
(Legal and International Operations)
Ian LEE Hock Lye Chief Financial Officer
Kevin TSE Wai Kwong Assistant General Manager
(Human and Production Resources)
Catherina TSANG Lai Chun
Executive Director and Assistant General Manager
(Drama Production)
YUEN Chi Wai Assistant General Manager
(News and Information Services)
Virginia LOK Yee Ling Assistant General Manager
(Talent Management and Development)
Bonnie WONG Tak Wei Assistant General Manager
(Corporate Communications)
Rex CHING Chit Group Chief Technology Officer

COMPANY SECRETARY

LEE Lai Yi
Email: companysecretary@tvb.com.hk
Fax: +852 2358 1337

REGISTERED OFFICE

TVB City, 77 Chun Choi Street
Tseung Kwan O Industrial Estate
Kowloon, Hong Kong

INDEPENDENT AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
Registered Public Interest Entity Auditor

LEGAL ADVISERS

Freshfields
Stephenson Harwood

PRINCIPAL BANKERS

Shanghai Commercial Bank Limited
Bank of Communications Co., Ltd.
Standard Chartered Bank (Hong Kong) Limited
The Hongkong and Shanghai Banking
Corporation Limited
UBS AG
China Merchants Bank Co., Ltd.
Shanghai Pudong Development Bank Co., Ltd.
Bank of China (Hong Kong) Limited
East West Bank

SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wan Chai, Hong Kong

STOCK CODES

TVB Ordinary Shares
The Stock Exchange of Hong Kong: 00511
Reuters: 0511.HK
Bloomberg: 511 HK

TVB ADR Level 1 Programme: TVBCY

AMERICAN DEPOSITARY RECEIPTS

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INVESTOR RELATIONS

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WEBSITE

<https://corporate.tvb.com>

CORPORATE CALENDAR**BOOK CLOSE PERIOD**

29 April 2026 to 27 May 2026,
both dates inclusive

ANNUAL GENERAL MEETING

27 May 2026

MILESTONES



Commenced free-to-air broadcasting as Hong Kong's first wireless commercial TV operator

1967



Organized the first *Miss Hong Kong* Pageant which has since become an iconic annual event

1973

HK-TVB was listed on Hong Kong Stock Exchange

1984

Obtained approval from Broadcasting Authority to establish a regional satellite television broadcast service for audiences across Asia

1994

Began digital terrestrial television broadcasting and expanded to five channels

2007

Launched the first colour production *Enjoy Yourself Tonight* (EYT)



1971

Began program licensing, video rental business and operation of cable and satellite television channels in overseas markets

1976

Television Broadcasts ("TVB") became the listed parent company after a group reorganization

1988

Obtained landing rights for distribution of Jade and Pearl channels in the Guangdong Province

2004

Young Lion Holdings acquired 26% equity interest in TVB from Shaw Brothers (HK) and became the controlling shareholder

2011



CMC became a shareholder of TVB through its equity interest in Young Lion, which acquired 26% from Shaw Brothers (HK) in 2011

2015



TVB together with Shaw Brothers acquired 75% of Ztore Group and began e-commerce business in Hong Kong

2021

Signed agreements with Youku and Tencent on bundle arrangement

Formed strategic partnership with Taobao on livestream e-commerce business

Restructured TV Broadcasting and e-Commerce businesses

2023

Signed cooperation agreements with Shenzhen Media Group, Tencent, Huawei and iFlytek to expand presence in Greater Bay Area

Launched the first AI micro-drama

2025

2016

Launched OTT services: myTV SUPER in Hong Kong and TVB Anywhere globally

Co-invested with CMC, TVB took up 11.98% effective interest in Shaw Brothers (953.HK)



2022

Launched livestream e-commerce broadcast on Douyin platform

2024

Changed from five self-operated channel operation to four, launched TVB Plus



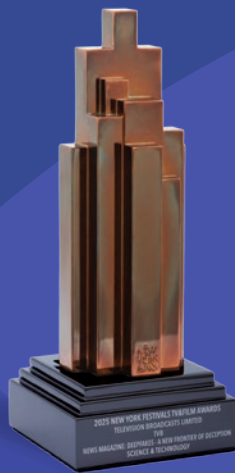
COMMENDATIONS AND AWARDS



1

2025 New York Festivals TV & Film Awards

"Miss Hong Kong Pageant 2024",
Silver Award in Production Design/
Art Direction category



2

2025 New York Festivals TV & Film Awards

"News Magazine: Deepfakes - A New
Frontier of Deception", Bronze Award
in Science & Technology category



3

ABU Asiavision Awards 2025

"Hong Kong Marathon
Bib Controversy", Winner in
Best Sports Report category



4

2025 GEMA Awards TV/Streaming - Global

NG Keng Fai Moses,
Silver Winner
in Best New Talent category

2025 New York Festivals TV & Film Awards



8

Owen Cheung
in "No Room For Crime",
Finalist in Performance
By An Actor category



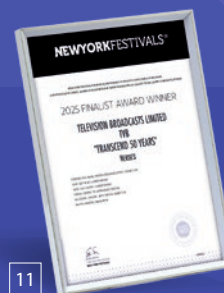
9

Kelly Cheung
in "Big Biz Duel",
Finalist in Performance
By An Actress category



10

"No Poverty Land IV -
One Belt One Road",
Finalist in International
Affairs category



11

"Transcend 50 Years",
Finalist in Heroes
category

2025 Asian Academy Creative Awards



18

Owen Cheung
in "Anonymous Signal",
National Winner
(Hong Kong SAR)
in Best Actor
in a Leading Role



19

Kelly Fu
in "D.I.D. 12",
National Winner
(Hong Kong SAR)
in Best Actress
in a Leading Role



20

Nicholas Yuen
in "Call Of Destiny",
National Winner
(Hong Kong SAR)
in Best Actor
in a Supporting Role



21

Yoyo Chen
in "D.I.D. 12",
National Winner
(Hong Kong SAR)
in Best Actress
in a Supporting Role



22

"Battle Of Marriage",
National Winner
(Hong Kong SAR)
in Best Comedy
Programme category



23

"We and I" (D.I.D. 12),
National Winner
(Hong Kong SAR)
in Best Theme Song
or Title Theme category



5

2025 Asian Academy Creative Awards

Jinny Ng in "Battle Of Marriage",
Grand Final Winner in
Best Actor/Actress in a Comedy Role



6

ABU Intellectual Property & Legal Committee (IPLC) Awards 2025

TVB, Winner in the Intellectual
Property & Legal Committee
(IPLC) Award



7

ContentAsia Awards 2025

"Express Yourself Tonight",
Gold Winner in Best Talk Show
Made in Asia category

ContentAsia Awards 2025



12

"Connecting Earth And Sky",
Bronze Winner in Best
Factual Entertainment
Programme Made in
Asia for a Single
Asia Market category



13

"News Magazine:
Scam Farms",
Bronze Winner in Best
Current Affairs
Programme Made in
Asia for Regional Asia
and/or International
Markets category



14

Tavia Yeung in
"Darkside Of The Moon",
Nominee in Best
Female Lead in a
TV Programme/Series
Made in Asia
category



15

"Battle Of Marriage",
Nominee in
Best Comedy
Programme
Made in Asia
category



16

"News Magazine:
Silent Suffering -
Unveiling Forced Marriages",
Nominee in Best Current
Affairs Programme
Made in Asia for Regional
Asia and/or International
Markets category



17

"News Magazine:
Hidden Profits -
The Dark Reality of
Public Housing Abuse",
Nominee in Best Current
Affairs Programme
Made in Asia for a Single Market
in Asia category



24

Stephanie Che
in "Midlife, Sing & Shine! 3",
National Winner
(Hong Kong SAR)
in Best Entertainment Host



25

"Midlife, Sing & Shine! 3",
National Winner
(Hong Kong SAR)
in Best Music or Dance
Programme category



26

"Journey to Jianghu",
National Winner
(Hong Kong SAR)
in Best General
Entertainment
Programme category



27

"Journey to Well-Being",
National Winner
(Hong Kong SAR)
in Best Infotainment
Programme category



28

"Paws of Love",
National Winner
(Hong Kong SAR)
in Best Branded
Programme category



29

"No Poverty Land IV -
One Belt One Road",
National Winner
(Hong Kong SAR)
in Best Documentary
Series category

COMMENDATIONS AND AWARDS



30

Linking Innovation to Creative Industries Award 2025

"Scoop", Winner in Linking Innovation to Creative Industries Award - Television category



31

Linking Innovation to Creative Industries Award 2025

"Midlife, Sing & Shine!", Winner in Linking Innovation to Creative Industries Award - Music category

The 9th Business Journalism Awards of The Hang Seng University of Hong Kong



35

"News Magazine: Hidden Profits - The Dark Reality of Public Housing Abuse", Gold Award in Best Property Market News Reporting (Video and Audio) category



36

"News Magazine: Low-altitude Economy", Gold Award in Best Economic & Financial Policy News Reporting (Video and Audio) category



37

"News Magazine: Deepfakes - A New Frontier of Deception", Gold Award in Best Business Technology News Reporting (Video and Audio) category



38

"News Magazine: Going North", Gold Award in Best Greater Bay Area Business News Reporting (Video and Audio) category



39

"News Magazine: Market Invasion - The Rise of Mainland Brands in Hong Kong", Silver Award in Best Business News Reporting (Video and Audio) category



40

"Finance Magazine: Nonferrous Bear Markets", Silver Award in Best Business News Series Reporting (Video and Audio) category



32

NEXX AI and Innovation Awards 2025

myTV SUPER,
Winner in NEXX AI
and Innovation Awards -
Corporate Division



33

The 12th Chinese University Journalism Award

"Contaminants Found
in Queen's Hill Estate Water:
University Test Commissioned,
First to Report Asphalt Traces",
Grand Award in Best Video
News Reporting category



34

The 12th Chinese University Journalism Award

"News Magazine: Hidden Profits -
The Dark Reality
of Public Housing Abuse",
Grand Award in Best Video News
Feature category



41

The 25th Consumer Rights Reporting Awards

"News Magazine:
Heading North for Medical Help",
Gold Award
in Video Reporting Award -
Long Clip category



42

The 25th Consumer Rights Reporting Awards

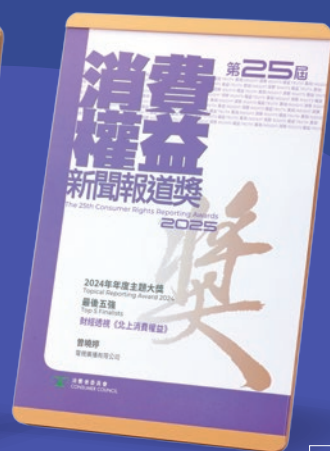
"A Closer Look: DIY Botox?",
Silver Award
in Video Reporting Award -
Long Clip category



43

The 25th Consumer Rights Reporting Awards

"News Magazine:
The Truth of Health Supplements?",
Merit Award in Investigative
Reporting Award category



44

The 25th Consumer Rights Reporting Awards

"Finance Magazine:
North Bound Consumption Rights",
Top 5 Finalists in Topical
Reporting Award 2024

VIEWERSHIP HIGHLIGHTS



Top 5 Dramas TV Ratings



1 Anonymous Signal
22.3 TVRs



2 Heroes in White
21.4 TVRs



3 The Queen of News²
21.2 TVRs



4 The Queen of Castle
21.1 TVRs



5 D.I.D. 12
20.2 TVRs

Top 5 Variety and Infotainment Programs TV Ratings



1 TV Awards Presentation 2024
26.2 TVRs

2 Midlife, Sing & Shine! 3
21.7 TVRs



3 TVB 58th Anniversary Gala
21.4 TVRs

4 Miss Hong Kong Pageant 2025
21.1 TVRs



5 Scoop
20.1 TVRs

Rating (TVR) performance quoted is a consolidated rating in Hong Kong which represents the average rating of a program summing both the live viewing from the spectrum and on myTV SUPER streaming service, as well as VOD viewing of such program within seven days after being aired on terrestrial TV. Data source: CSM Media Research and YOUBORA





THOMAS
HUI

CHAIRMAN'S STATEMENT

On behalf of the board of directors, I am proud to present the Group's achievements and results for 2025.

2025 was yet another year of solid progress for the Group. We grew EBITDA by 24% to HK\$365 million and delivered a profit attributable to shareholders of HK\$59 million. Achieving a positive profit attributable to shareholders in 2025 was a critical goal we had set for ourselves. And it was due to the hard work of our staff, management and directors that we accomplished this goal. For this, I express my heartfelt gratitude.

2025 was by no means an easy year. In Asia, no other city is so characterized by the free flow of trade, capital and people than Hong Kong, our home market. As a result, we are quickly affected by the world's economic and geopolitical uncertainties, which for us often translate into cautious spending by advertising clients. Hence, it is remarkable that we continued to grow our advertising revenues in Hong Kong in 2025, outperforming a broadly stagnant local market in ad spending. In our TV Broadcasting segment, our income from advertisers grew by 15%, while in our Digital Media segment, digital advertising revenue grew by 22%. While this undoubtedly reflects the hard work of our marketing and sales teams under the leadership of Mr. Siu Sai Wo, our General Manager for Business Operations, this kind of outperformance is also made possible by our compelling content, which continued to draw in and engage viewers in 2025.

In 2025, we remained the leading terrestrial TV platform in Hong Kong with 79% share of viewership and average weekday primetime TVR of 20.1. Our programs and shows also continued to set the bar for the rest of the industry. In variety shows, the third season of our extremely successful singing talent show *Midlife, Sing & Shine! 3* achieved record TVR of 25.8 in its grand finale. Broadcast live from the Kai Tak Arena on 11 May 2025 in front of a live audience of 10,000, this event had the whole city scrambling for tickets. Meanwhile in drama, our much-anticipated airing of *The Queen of News 2* in November 2025 generated tremendous buzz and record sponsorship income for us in Hong Kong, and for our platform partner Youku in the Chinese Mainland where it quickly became the most successful Hong Kong drama for 2025.

CHAIRMAN'S STATEMENT

These successes and many others in 2025 serve to highlight the continuing passion and commitment of our content creation teams led by Eric Tsang, our General Manager for Content Operations up until 21 January 2026. I want to thank Mr. Tsang for his tremendous contributions to TVB in the past five years. He has brought boundless energy and passion to his work at TVB and worked hard not only to raise our game in content creation, but also to cultivate our next generation of creative leaders. I look forward to working with Mr. Tsang in his new capacity as Advisor to TVB on future content directions.

Looking ahead to 2026, while geopolitical and economic uncertainties remain, I am also excited about new growth opportunities TVB is pursuing. With cross border flows of people continuing to rise between Hong Kong and other Greater Bay Area (GBA) cities, we are investing resources to build up our GBA advertising business serving advertisers on both sides of the border who wish to capitalize on this region's increasingly mobile consumers. Meanwhile, we are also building up our capabilities in two key areas in 2026: IP licensing and artiste promotion. Intellectual property and artistes are TVB's two critical assets, and we see potential for revenue growth through better management and promotion of both.

Once more, I thank all our directors, management and staff for their hard work in 2025. 2026 may yet be another challenging year, but at TVB we continue to bring passion to our work every day: to inform and entertain our viewers, to serve our clients, and to deliver returns to our shareholders.

Here's to continued progress in 2026!

Thomas Hui To
Executive Chairman

25 March 2026

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MANAGEMENT DISCUSSION AND ANALYSIS

TV BROADCASTING

For the year ended 31 December	2025 HK\$ million	2024 HK\$ million	Year-on-year change
Segment revenue	1,896	1,735	9%
Segment EBITDA	215	66	226%

Our TV Broadcasting segment encompasses our digital terrestrial television operations and related activities, such as content production, broadcast operations, music entertainment, artiste management, and e-commerce in Hong Kong. The primary revenue stream in this segment comes from advertising income generated by our terrestrial free-to-air channels. Revenue for this segment grew by 9% year-on-year to HK\$1,896 million.

According to admanGo, total advertising expenditure in Hong Kong declined by 3% year-over-year in 2025 as persistent economic geopolitical and economic uncertainties continued to weigh on business sentiment and consumer spending in the territory. Yet remarkably, our advertising income grew by 15% from HK\$1,434 million to HK\$1,648 million, driven yet again by strong ad spending from large corporate clients.

As in past years, our ability to produce hit content with broad audience appeal was key to our success in 2025. For example, our hotly-anticipated TV sequel *The Queen of News 2* (新聞女王2) which we aired in November 2025 in Hong Kong garnered substantial advertising and sponsorship income from clients including a leading global financial group; meanwhile, two drama titles filmed in 2025 namely *Heroes in White* (狹醫) and *The Airport Diary II* (飛常日誌II) enjoyed strong anchor sponsorship from the respective corporates behind these televised stories. On the variety front, our singing talent shows *Midlife, Sing & Shine! 3* (中年好聲音3) and *The Sound of Talents* (聲秀) also drew substantial sponsorships and advertising from blue chip corporate names.

Among our client sectors, Pharmaceutical and Healthcare remains our largest contributor, with 6% year-on-year. Meanwhile, the Banking and Finance sector was one of our faster growing segments in 2025 with ad spending by clients in this sector rising 39% compared to last year, driven by large banks and insurance companies conducting major campaigns on our TV platforms. Other sectors that saw solid growth in client ad spending in 2025 were Logistics and Deliveries, Food and Dining, Beverages, Recreation, Telecommunication, Personal Care and Beauty, NGOs and Social Services.

Outside of Hong Kong, we continued to make strides in the Greater Bay Area (GBA). We remained busy in Macao, working closely with government agencies and major integrated resorts to promote the city through large-scale events. Meanwhile, in Guangdong province, our new “B-roll” advertising product on the Jade and Pearl channel feeds has gained notable traction, attracting advertisers who desire to tap into the 24.5 million in-home viewers in the GBA that watch our channels each month on average.

On 12 June 2025, we hosted the “TVB’s New Chapter of Local and International Connectivity — GBA Film & Television Showcase” in Guangzhou. The purpose of this event was to showcase our content, talent, and viewership reach to potential advertising clients, partners, and policymakers within the GBA. During the event, we also entered into strategic cooperation agreements with Shenzhen Media Group, Tencent, Huawei and iFlytek.

As part of our collaboration with Shenzhen Media Group (SMG), we plan to air TVB dramas in prime-time slots on SMG’s television platforms. This initiative follows the recent amendment in the Closer Economic Partnership Agreement (CEPA) between Hong Kong and the Chinese Mainland, which permits Hong Kong content to be aired on prime-time slots of the Chinese Mainland television channels. We expect our drama series *Big Biz Duel* (企業強人) to be the first drama to be aired on SMG’s TV platforms under this partnership.

With the GBA and its large, affluent population representing a key long-term opportunity for TVB, we have spent much of 2025 equipping ourselves to better address this market. After retaking control of advertising sales on our Guangdong channel feeds, we have restructured our advertising sales teams on both sides of the border and added team resources to fill key sales and coordination functions. We expect these enhancements to boost the selling effectiveness for advertising spots on the “B-roll” of our Jade and Pearl channels aired in Guangdong Province.

In parallel with enhancing our sales capability for advertising, we are also working to boost our ability to place our artistes into promotional work with companies and brands, whether in Hong Kong, China, Chinese Mainland or overseas. In this regard, we have restructured our overall talent management and coordination resources and also enhanced the incentive schemes for our sales teams and talent managers to better promote our artistes for external engagements. We expect this to result in more external branding and promotional work for our artistes in the future, and hence greater income for TVB from talent management.

MANAGEMENT DISCUSSION AND ANALYSIS

TERRESTRIAL TV CHANNELS

As Hong Kong's leading TV content creator and broadcaster, TVB engages, informs, and entertains millions of viewers every day. In 2025, our self-operated digital terrestrial TV channels reached¹ 4.9 million in-home viewers weekly, achieving a weekday prime-time rating of 20.1 TVRs², which corresponds to 79% share³ of the audience across all TV channels in Hong Kong. We also maintained over 80% share⁴ among both younger viewers and high-income households, underscoring the sustained popularity and relevance of our programming.

TVB operates four channels (81-84), each tailored to distinct audience segments. Jade (channel 81), our flagship channel, remains Hong Kong's most-watched channel with a 62% audience share among all TV channels in Hong Kong, offering a broad mix of family-oriented entertainment and informative programming.

TVB Plus (channel 82) presents a diverse slate of entertainment and information shows enhanced with AI and interactive features to deepen viewer engagement across broadcast and digital platforms. TVB News (channel 83) delivers 24-hour coverage of local, national and international news, providing timely, on-the-ground reporting and in-depth analysis. Pearl (channel 84) focuses on English-language entertainment and information content for bilingual and international audiences.

Beyond Hong Kong, we extend our reach to nearly 119 million TV audience⁵ in Guangdong province through our landing rights, with Jade and Pearl channels collectively reaching⁶ an average of 24.5 million in-home viewers each month. This outreach into the Chinese Mainland enables us to connect with a broad and diverse audience, reinforcing our status as a leading content creator and distributor.

¹ Average reach is the average number of unique viewers contacted for a specific period. The average reach covers inside homes in Hong Kong via television set from Monday to Sunday across TVB's terrestrial channels. Data source: CSM Media Research.

² Rating represents the size of the audience expressed as a percentage of the total TV population in Hong Kong in consideration of viewing intensity. For 2025, 4+ TV population comprises 6,467,000 viewers, and, 1 TVR represents 64,670 viewers (1% of the total TV population). The average prime time ratings represent the viewership from Monday to Friday 19:00-23:00 via in-home TV sets. Data source: CSM Media Research.

³ Audience share (%) is the percentage of ratings of particular channel(s) over the total ratings of all TV channels in Hong Kong, including free TV, pay TV, OTT and satellite channels. The audience share figure quoted covers inside home only. Data source: CSM Media Research.

⁴ Audience share (%) is the percentage of ratings of particular channel(s) over the total ratings of the free TV channels in Hong Kong. The audience share figure quoted covers inside home only. Data source: CSM Media Research.

⁵ 4+ TV population in Guangdong province comprises 118,919,000 viewers in 2025. Data source: CSM Media Research.

⁶ Average reach is the average number of unique viewers contacted for a specific period. The average reach covers inside homes in Guangdong province via television set from Monday to Sunday. Data source: CSM Media Research.

CONTENT CREATION

For 58 years, TVB's mission has been to create and broadcast engaging, relevant content that resonates with diverse audiences. Our creative strength is built on a deep understanding of viewer preferences, a culture of innovation and a willingness to experiment with fresh storytelling approaches. We invest continuously in original contents, nurture a pipeline of creative and performing talent, and encourage the pushing of boundaries to create distinctive and culturally resonant offerings for our viewers.

This holistic approach sustains a vibrant creative ecosystem that keeps TVB at the forefront of Hong Kong's entertainment industry. Our broad viewership across Hong Kong, the GBA and other regions enables strategic partnerships with leading Chinese online video platforms, extending the audience reach and commercial potential of our content. In 2025, TVB secured multiple top positions on trending lists in both Hong Kong and the Chinese Mainland, reflecting strong audience engagement. We are also exploring new creative frontiers — using AI in micro-drama production and developing monetization models for AI characters — to diversify revenue streams while preserving the quality and emotional core of our storytelling.

Channel number	Self operated channels' average weekday primetime rating ²	Self-operated channels' lineup and content type
81	15.8 TVRs	Jade (Integrated entertainment and information in Cantonese)
82	1.8 TVRs	TVB Plus (Integrated entertainment and information with AI and interactive features)
83	2.1 TVRs	TVB News (News and Information)
84	0.4 TVRs	Pearl (Integrated entertainment and information, mainly in English)

MANAGEMENT DISCUSSION AND ANALYSIS

Drama Highlights

Original dramas remain TVB's hallmark, occupying prime slots on our flagship Jade channel and drawing broad, multi-generational audiences across Hong Kong and the GBA. Renowned for compelling storytelling and well-drawn characters, our dramas create habitual viewing and promote family bonding, further cementing TVB's position as a leading entertainment provider.

Our standout original dramas this year include *Anonymous Signal* (奪命提示), *Heroes in White* (俠醫), *The Queen of News 2* (新聞女王2), *The Queen of Castle* (巨塔之后), *D.I.D. 12* (刑偵12) and *The Fading Gold* (金式森林). Spanning crime procedurals, business, workplace and medical dramas, these titles demonstrate TVB's genre range and creative versatility. More importantly, they consistently resonate with audiences, drive online conversation and deliver strong commercial returns for advertisers and platform partners. Together they provide the bedrock of TVB's portfolio of content intellectual property (IP), deepen cross-border co-production relationships with leading Chinese Mainland video platforms, and open up diverse revenue streams — from prime-time advertising and branded integrations to platform licensing and ancillary

products. These successes further consolidate TVB's position as a drama powerhouse in the greater China region.

Anonymous Signal is a gripping police drama following a special investigations unit as it traces cryptic clues behind serious crimes. Starring two previous Best Actor award winners, Joel Chan and Owen Cheung, the series combines suspenseful investigations with action sequences. Licensed for simulcast on Youku, the series averaged 22.3 TVRs⁷ (most-watched episode scored 24.8 TVRs) and ranked second on Google's 2025 "Trending Series and Programs" search list, underscoring its strong audience appeal and effective cross-platform distribution.

Heroes in White is a drama inspired by Professor Wong Tin Chee. This drama was produced in collaboration with advertising client Herbalgy Pharmaceutical (健絡通藥業) a company founded by Professor Wong

⁷ Rating (TVR) performance quoted is a consolidated rating in Hong Kong which represents the average rating summing both the live viewing from the spectrum and on myTV SUPER streaming service as well as VOD viewing of that program within seven days after being aired on terrestrial TV. Data source: CSM Media Research & YOUTUBORA.



1

1. The Queen of News² (新聞女王²)



MANAGEMENT DISCUSSION AND ANALYSIS



5. The Fading Gold (金式森林) | 6. D.I.D. 12 (刑偵12) | 7. Battle of Marriage (奔跑吧!勇敢的女人們)

(in conjunction with its 25th anniversary). It explores the integration of traditional Chinese medicine with modern scientific research, and shows how evidence-based approaches can improve the efficacy of traditional remedies. Featuring Moses Chan as the lead character, the drama also highlights compassion and integrity as key values of the brand. *Heroes in White* averaged 21.4 TVRs, delivering bespoke storytelling and tremendous marketing value for our client.

Our most prominent drama in 2025, *The Queen of News 2*, premiered as a 2025 TVB Anniversary series and a high-profile co-production with Youku. Building on the strong reputation of season one, season two saw the return of seasoned actors Charmaine Sheh and Bosco Wong. The series immerses viewers in the competitive world of news reporting, tying episodic storylines closely to social issues and trending topics. Its focus on journalistic ethics, the pursuit of truth and workplace dynamics resonated with viewers and advertisers alike, generating intense online discussion.

The Queen of News 2 averaged 21.2 TVRs, topped Google's 2025 "Trending Series & Programs" search list, and ranked second on Yahoo's 2025 "Top 10 Most-Searched Local TV Dramas/Streaming Series & Programs" list. It also appeared on multiple trending charts across Weibo, Douyin and other Mainland social platforms. The series earned a 7.9 score on Douban and secured a record 10 awards at the *TV Awards Presentation 2025* — including Best Series, Best Actor (Bosco Wong) and Best Actress (Charmaine Sheh, her fourth time winning the award). Importantly, this drama series attracted premium advertising partnerships for us with blue chip clients in Hong Kong.

The Queen of Castle, a medical drama co-produced with Youku and starring Jessica Hsuan and Alice Chan, this female-driven drama explores power struggles and revenge within a hospital group. Combining high-stakes corporate intrigue, concealed medical scandals and family drama, the series delivered layered plot twists and star cameo appearances that fuelled social buzz. It featured prominently on major trending lists in Hong Kong, as well as the Chinese Mainland, strengthening our appeal in serialized, prestige drama formats.

D.I.D. 12, a Tencent Video co-production marking the return of Bowie Lam. *D.I.D. 12* updates TVB's classic crime drama format with a psychologically complex narrative: a detective with Dissociative Identity Disorder (DID) teams up with a chief inspector and a psychologist

to investigate ritualistic murders. The season's cinematic approach and intense character study attracted critical attention, led to multiple awards at the 2025 Asia Artistic Creative Awards, topped Tencent Video's suspense genre rankings and earned a 6.2 on Douban.

The Fading Gold, also co-produced with Tencent Video, this family-business drama centers on succession, hidden agendas and sustainability within a luxury jewellery group as the third-generation heir seeks to modernize and secure the family legacy. The title expanded our coverage of prestige family and business narratives for the Chinese Mainland audiences and recorded a 6.4 Douban.



MANAGEMENT DISCUSSION AND ANALYSIS

Music, Variety and Infotainment Program Highlights

Beyond dramas, TVB offers a broad slate of variety, music, game and infotainment programming that complements our scripted output and strengthens audience interaction across platforms. By nurturing established content IPs and developing new formats that attract younger viewers, our portfolio broadens reach, fuels online buzz and creates diversified revenue streams — from branded integrations and sponsorships to live events and digital media — supporting TVB's cross-platform strategy.

A Date with Goddess (女神配對計劃) is a new reality dating series that explores modern romance through matchmaking challenges and intimate storytelling. Featuring attractive actresses and single male participants, the format blends light-hearted moments with emotional depth, allowing participants to reveal their personalities and relationship values. The show quickly gained traction with dating-age audiences, generating over 3.7 million online engagements and strong search performance — topping Yahoo's 2025 "Top 10 Most Searched Local TV Dramas/Streaming Series & Programs" list.

TV Awards Presentation 2024 (萬千星輝頒獎典禮 2024) aired in January 2025 is our annual awards gala celebrates outstanding talent and productions across TVB. The star-studded ceremony is a flagship variety event — known for memorable performances and emotional moments — and remains a major ratings driver. With an average rating of 26.2 TVRs, it was TVB's top variety program in 2025 and a focal point for advertisers and sponsors.

Midlife, Sing & Shine! 3 (中年好聲音3) is a talent series, showcasing performers aged 35 and above, expanded its audition pool in 2025 to include the GBA, Malaysia and Singapore. Guided by experienced mentors, contestants delivered emotionally resonant performances that connected strongly with viewers. The season finale, staged at the Kai Tak Arena and supported by the HKSAR Cultural, Sports and Tourism Bureau, recorded 25.8 TVRs.

Scoop (東張西望) remains a cornerstone infotainment program in Hong Kong, offering daily coverage of major social events, entertainment news and public issues. With timely segments, expert interviews and a public reporting hotline, the show provides practical insight and in-depth analysis for viewers in the territory.



1-2. *Midlife, Sing & Shine! 3* (中年好聲音3)



3



4



5



2

3. TV Awards Presentation 2024 (萬千星輝頒獎典禮2024)

4. A Date with Goddess (女神配對計劃) | 5. Scoop (東張西望)

MANAGEMENT DISCUSSION AND ANALYSIS



6-7. Gourmet Express (美食新聞報道) | 8. Mystery Files (奇情谷) | 9. You Are Not Alone (直播靈接觸)

Recognized as Best Information & Feature Program at the *TV Awards Presentation 2025*, *Scoop* continues to enjoy solid ratings and public trust. To extend the reach of this program to a digital audience we launched an exclusive short segment, *Scoop Live*, on myTV SUPER.

TVB Plus Highlights

TVB Plus (channel 82) airs a diverse slate of experimental and interactive programming designed to bring engagement with our audiences beyond traditional broadcast into digital platforms and social media.

In 2025, TVB Plus embarked on an important experiment by using generative AI tools to create a micro-drama, *You, and Only You* (在我心中，你是獨一無二). The first wholly AI-produced micro-drama to air on free-to-air television in Hong Kong, this youth-centred campus drama received positive feedback online for its lifelike rendering of facial expressions and natural movements. This marked an important early milestone in our use of AI to complement our content creation capabilities. We subsequently used the knowledge we gained to create and deploy more AI generated content including micro-dramas, advertising clips, and music projects. Notably, one virtual artiste we generated using AI became the first to appear as a brand ambassador in a TV commercial, indicating early commercial potential of our efforts.

We also partnered with Tencent Video to air *You, and Only You* and subsequent micro-dramas in the Chinese Mainland. Continuing this trend, the AI micro-drama *Trick or Cheat* (被出軌的人) premiered in January 2026 as another creative experiment by the TVB Plus team. Another micro-animation created with AI tools, *Yes, Boss* (社畜求生101), will also be launched shortly in 2026 as we continue our experimentation in this new, exciting frontier for content creation.

TVB Plus also offers interactive live and lifestyle programs that invite audience participation. *You Are Not Alone* (直播靈接觸) is a live infotainment series exploring the paranormal and supernatural. Featuring expert interviews and eyewitness accounts, it has driven real-time engagement via our online chatroom. *Mystery Files* (奇情谷) facilitates candid, interactive discussions on relationships and emotional topics, inviting viewers to contribute via live chat and influencing the conversation in real time. *Gourmet Express* (美食新聞報道) showcases Hong Kong's dining scene while integrating with our Neighbuy e-commerce platform. Operating on a flash-sale model, the program enables viewers to purchase dining vouchers directly, creating a seamless experience that benefits advertisers and audiences alike.



10. *You, and Only You* (在我心中，你是獨一無二)

MANAGEMENT DISCUSSION AND ANALYSIS

News, Finance and Information Program Highlights

TVB News Channel remains Hong Kong's leading news source and the city's only 24-hour live news broadcaster. In 2025, we reached⁸ an average of 3.5 million local in-home viewers weekly, while daily viewer rose to nearly 1.8 million, with an average watch time of about 82 minutes per viewer. Driven by a commitment to timely and accurate reporting, our reporters are regularly deployed on the ground to cover local affairs, cross-strait relations and major global events. Our programming lineup includes bulletins, talk shows, documentaries and special reports, which serves a wide range of audience interests and delivers comprehensive, first-hand journalism.

Jade's news programming remains highly popular in Guangdong province. In 2025, our *News at 6:30* reached a monthly average of 11.6 million in-home viewers, ranking third in overall viewership among TV news programs across all channels in Guangdong, and it was the leading program among high-income households and younger viewers in the region. To broaden our digital reach in this market, we launched the "TVB 事事關心" WeChat Video Account in late August, providing the Chinese Mainland audiences with a Hong Kong perspective and recording strong early engagement.

With support and accreditation from the Ministry of Foreign Affairs, TVB News has provided on-site reporting of major diplomatic events, including President Xi Jinping's state visit to Russia in May, Vice Premier Ding Xuexiang's participation at the World Economic Forum in Switzerland, and multiple trips alongside Foreign Minister Wang Yi, offering first-hand insight into major-country diplomacy.

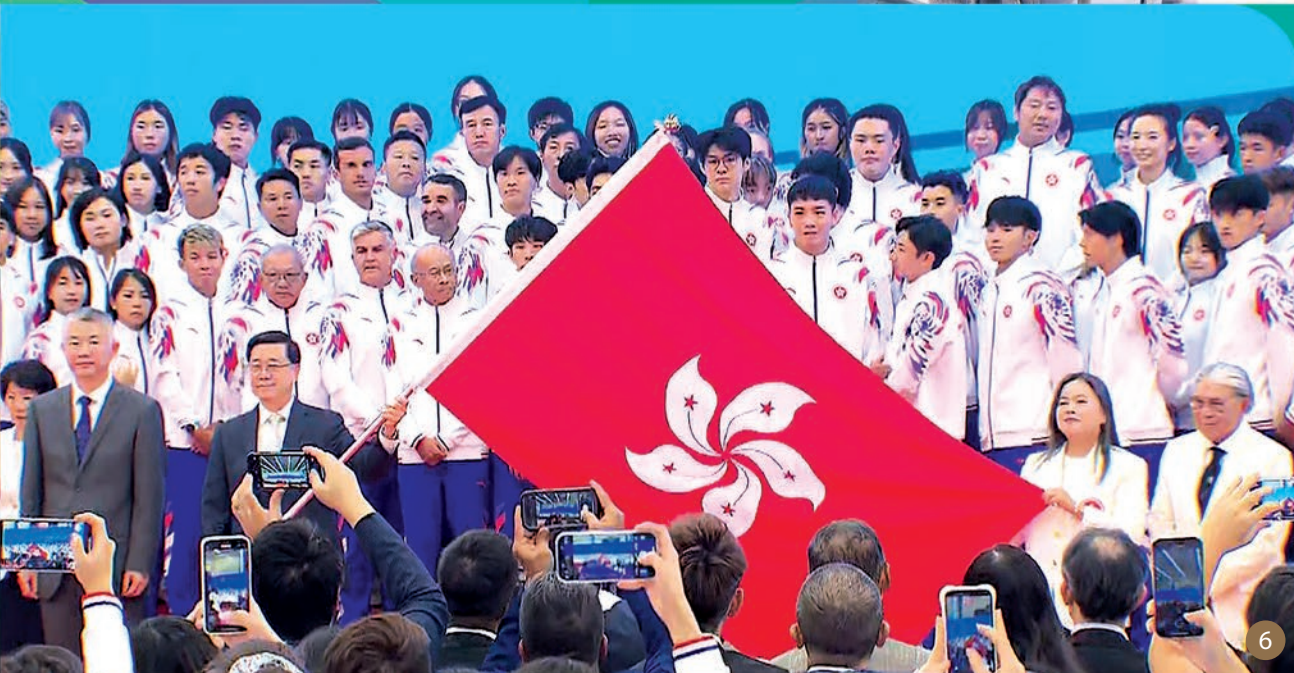
As a member of the Asia-Pacific Broadcasting Union, we strengthened partnerships with foreign media and syndicated daily reports to international partners; our news segments were widely adopted overseas, particularly those covering innovation and artificial intelligence, demonstrating the global relevance of our coverage.

On the sports front, we produced a series of athlete profiles and delivered full live coverage of The 15th *National Games of the People's Republic of China* (第十五屆全國運動會) during 9-21 November, broadcasting the opening ceremony, key competitions

⁸ Average reach is the average number of unique viewers contacted for a specific period. The average reach covers inside homes in Hong Kong via television set from Monday to Sunday. Data source: CSM Media Research.



1. President Xi Jinping's state visit to Russia



2. TVB reporter covering Foreign Minister Wang Yi's visit to Russia
 3. TVB reporter covering Foreign Minister Wang Yi's visit to Switzerland
 4. Foreign Minister Wang Yi meeting his Uzbek counterpart Bakhtiyor Saidov in Tashkent
 5-6. TVB reporters covering the first-ever National Games co-hosted by Hong Kong

MANAGEMENT DISCUSSION AND ANALYSIS



7-8. TVB provided extensive coverage of the Legislative Council election
9. The 80th Anniversary of the Victory (抗戰勝利80周年) documentary
10. Ctrl+F the Truth (真相·猜·情·尋) uncovers truths buried in time
11-12. Extensive coverage of the Tai Po Wang Fuk Court Fire

and the closing ceremony so viewers could follow elite national performances. Our comprehensive live reporting helped promote the spirit of Chinese sport and strengthened civic cohesion.

Our coverage of the Tai Po Wang Fuk Court fire tragedy on 26 November drew wide recognition. Our team delivered round-the-clock live reporting, offering in-depth analysis of the causes, evacuee conditions, government and community assistance, and the wider societal impact. Our reporting was picked up by more than 200 international broadcasters.

For the Legislative Council election on 7 December, TVB News provided in-depth pre-and post-election coverage, continuously broadcasting candidate profiles for both geographical and functional constituencies and offering live ballot updates on election night.

Besides news coverage, we also offer a rich current-affairs lineup. Our award-winning documentary series *No Poverty Land* entered its fifth season, with the production team visiting national high-technology sites to cover artificial intelligence, new energy vehicles, advanced manufacturing, high-speed rail, drones, robotics and smart factories. Through enterprise case studies, *No Poverty Land V — Odyssey of Intelligence* (無窮之路V·智行無疆) conveyed the nation's drive toward technological advancement.

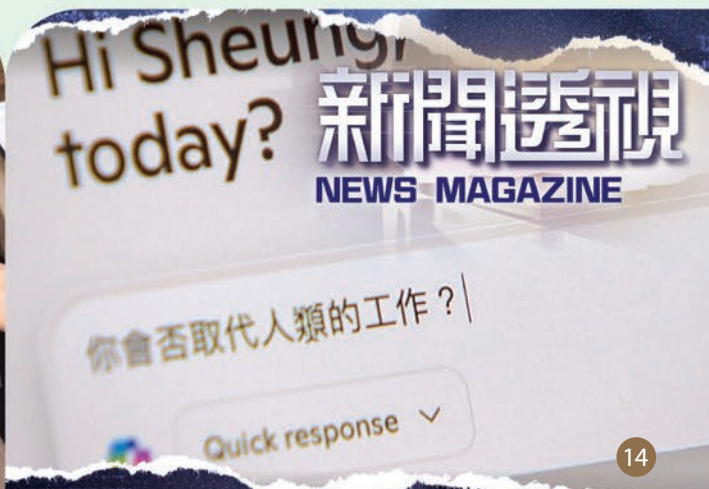
To commemorate the 80th anniversary of the end of World War II, TVB produced *The 80th Anniversary of the Victory* (抗戰勝利80周年) documentary, featuring interviews with war veterans and their descendants, Japanese and international scholars and eyewitness accounts from Nanjing, Harbin and Hong Kong to reflect on wartime history and underscore the value of peace.

Closer to home, veteran journalist Anthony Fong's investigative series *Ctrl+F The Truth* (真相猜·情·尋) combined rigorous investigation with innovative storytelling; the series run averaged 17.8 TVRs, and multiple episodes exceeded one million views on TVB's YouTube channel. Its three episodes feature exploring the mystery surrounding Bruce Lee's sudden death drew particular acclaim for thorough research and exclusive interviews.

Our weekly flagship programs — *News Magazine* (新聞透視), *Sunday Report* (星期日檔案) and *Financial Magazine* (財經透視) — continued to engage viewers on public-interest topics. *News Magazine* examined public housing, short-form drama trends, elderly care and AI job displacement, generating strong viewership and social engagement; *Sunday Report* maintained its emotive documentary storytelling, while *Financial Magazine* focused on market developments and investor strategies amid U.S.-China trade tensions.



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13. *No Poverty Land V — Odyssey of Intelligence* (無窮之路V·智行無疆) | 14. *News Magazine* (新聞透視)

MANAGEMENT DISCUSSION AND ANALYSIS

DIGITAL MEDIA

For the year ended 31 December	2025 HK\$ million	2024 HK\$ million	Year-on-year change
Segment revenue	388	375	3%
Segment EBITDA	43	102	-58%

In 2025 our digital media segment delivered solid growth, driven by two key assets: our myTV SUPER streaming service, which earns revenue from subscriptions and advertising; and our social media accounts, mobile apps and websites in Hong Kong, which primarily generate advertising income. Segment revenue increased by 3% year-on-year to HK\$388 million, as softer subscription revenue was offset by strength in digital advertising.

Digital advertising revenue rose by 22% year-on-year as our clients increased their purchases of advertising packages across myTV SUPER and our other digital assets. This performance reflects growing awareness among our clients of our large presence and audience reach in digital media in Hong Kong.

As of 31 December 2025, our official Hong Kong social media accounts had a combined follower base of 8.1 million, up 26% year-on-year. Our other digital assets —

including TVB.com, the TVB News mobile app and also TVB official social accounts on the major social media platforms such as Facebook, Instagram and YouTube — averaged 35.3 million monthly visitors in 2025, an increase of 18% year-on-year. Meanwhile, engagement on these digital properties exceeded 7.1 million on average each month, up 12% year-on-year. Collectively, these digital assets generated 1,674 million video views for the year, a 43% increase from 2024.

As for our myTV SUPER service, it had 10.9 million registered users as of year-end 2025 and averaged 1.9 million MAU during the year, making it one of Hong Kong's leading streaming services. myTV SUPER offers paid viewing of content through basic and premium subscriptions, as well as free ad-supported free viewing. Our myTV Gold premium service tier offers differentiated premium content, and continues to be our principal source of subscription revenue. In June 2025 we launched a higher tier, myTV Gold Ultra, priced at HK\$218 per month, to further drive ARPU growth from premium subscribers. This helped to shore up our subscription revenue in 2025, which declined by 6% during the year as previous bundling deal arrangements with certain of our telco distribution partners in Hong Kong had changed.



1. Scoop Live (東張西望獨家直播三分鐘) | 2. A Better Life (蠻好的人生)



3. Endless Protection (無盡的盡頭) | 4. Sandstorm (沙塵暴) | 5. A Love Never Lost (人生若如初見)

MANAGEMENT DISCUSSION AND ANALYSIS



6. Dog Knows Everything (花樣爺爺聽見狗狗的聲音) | 7. Salon de Holmes (主婦偵探社) | 8. Love is for the Dogs (初戀DOGS)
9. News Anchor (新聞主播) | 10. Good Doctor (好醫生) | 11. Only You (唯有你)

With content being a key service differentiator for our premium paying subscribers, we expanded our on-demand catalogue in 2025 with high-profile Chinese titles such as *A Better Life* (蠻好的人生), *Endless Protection* (無盡的盡頭), *Sandstorm* (沙塵暴), *Sword Rose* (利劍·玫瑰) and *A Love Never Lost* (人生若如初見). Our slate also features notable series from Korea, Japan, and Thailand. Key highlights include Korean dramas like *Dog Knows Everything* (花樣爺爺聽見狗狗的聲音) and *Salon de Holmes* (主婦偵探社), alongside Japanese titles such as *News Anchor* (新聞主播) and *Love is for the Dogs* (初戀DOGS). From Thailand, we brought in hit series like *Good Doctor* (好醫生) and *Only You* (唯有你). Additionally, the ever-popular Korean variety show *Running Man* continues to air on myTV SUPER, providing weekly new episodes for viewers.

In sports content, a major programming highlight was our extensive coverage of *The 15th National Games of the People's Republic of China* (第十五屆全國運動會), delivered across eight live channels with over 1,000 hours of catch-up content. We also secured multi-year broadcasting agreements for several football leagues, including the English Football League, Japanese League, Korean League, Australian League and Dutch League, to provide year-round live sports content.

In December 2025 we also launched a partnership with the Chinese Mainland platform Youku that lets our myTV SUPER paying subscribers access Youku's library of dramas and variety shows as a value-added feature integrated within the myTV SUPER experience. This further enriches the content offerings available to our premium subscribers, and initial response from them has been positive.

While premium subscribers underpin the relatively stable subscription revenue base of myTV SUPER, free ad-supported viewing is also key growth opportunity for us. Hence, in May 2025 we launched a free viewing tier, TV 3.0 geared towards viewers with connected televisions, TV 3.0 offers a broad content package and interactive features including 50 free channels and advertising-based video on demand. The launch of this new service boosted the downloads of our myTV SUPER smart TV app in 2025 to 669,000 (a 59% year-on-year increase).

In 2026, we continue to push for growth in digital advertising through initiatives to boost free ad-supported viewing of my TV SUPER, including through connected TV sets as well as mobile devices.



十五運會和殘特奧會專區

The National Games of
the People's Republic of China Zone



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MANAGEMENT DISCUSSION AND ANALYSIS

CHINESE MAINLAND OPERATIONS

For the year ended 31 December	2025 HK\$ million	2024 HK\$ million	Year-on-year change
Segment revenue	621	851	-27%
Segment EBITDA	74	126	-41%

Our Chinese Mainland Operations encompass drama co-production and licensing, direct-to-consumer streaming, and multi-channel networks (MCN).

In drama co-production, we produce Hong Kong dramas in partnership with video platforms in the Chinese Mainland such as Youku and Tencent Video, who receive broadcast rights in the Chinese Mainland while we retain broadcast and distribution rights for Hong Kong and international territories. In addition to co-productions, we license first-run simulcast dramas and also our back catalog to the Chinese Mainland platforms such as Youku, Tencent Video, Migu, BesTV and Wasu.

In 2025, a major success in our co-production slate was *The Queen of News 2* (新聞女王2). Co-produced with Youku, this highly anticipated sequel quickly became the most-watched Hong Kong drama of the year in the Chinese Mainland when released in November 2025. Scoring a 7.9 rating on Douban, this drama title also attracted strong advertising and promotion income

both in the Chinese Mainland and in Hong Kong. Other co-production or simulcast releases on Youku for 2025 were *The Queen of Castle* (巨塔之后) and *Anonymous Signal* (奪命提示).

As for Tencent Video, in 2025 we released two co-production titles namely *D.I.D. 12* (刑侦12) and *The Fading Gold* (金式森林). Both series ranked number one in their respective genres on Tencent billboards and scored high ratings on Douban.

Looking ahead, we have five co-production titles in various stages of production and scheduled for release in 2026: *Themis* (正義女神), *Mrs. Revenge* (夫妻的博弈) and *I Only Live Twice* (模仿人生) in partnership with Youku; *Wars of Roses* (玫瑰戰爭) in partnership with Tencent Video; and *Undertable* (枱底) which we are producing in partnership with Youhug Media (耀客傳媒) for eventual broadcast and distribution across video/TV platforms across the Asia region. We are excited at this new co-production partnership with Youhug, a leading TV entertainment company in the Chinese Mainland.

Our direct-to-consumer streaming service Mai Dui Dui (埋堆堆) caters primarily to Cantonese-speaking viewers in the Chinese Mainland, offering an extensive catalogue of TVB and third-party content across multiple platforms. Mobile users access programs via the Mai Dui Dui app, while viewers on larger screens can watch through BesTV Yuezhiting (粵視廳), developed in partnership with BesTV.

Released in 2025



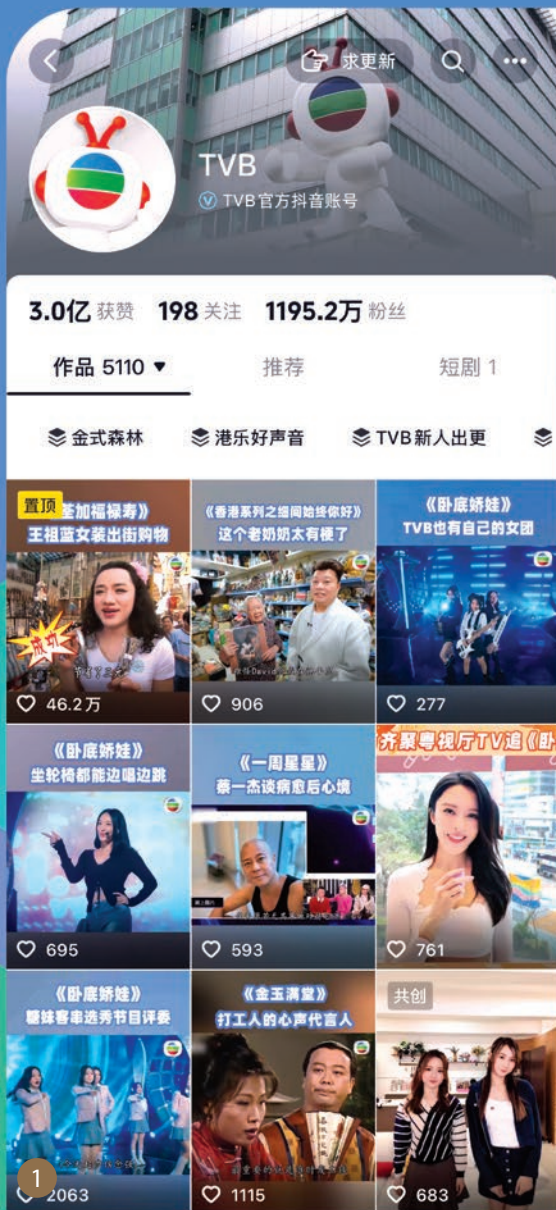
1. The Queen of News² (新聞女王²)
2. The Queen of Castle (巨塔之后)
3. Anonymous Signal (奪命提示)

Coming in 2026



4. D.I.D. 12 (刑偵12) | 5. The Fading Gold (金式森林) | 6. Themis (正義女神) | 7. Wars of Roses (玫瑰戰爭)
8. I Only Live Twice (模仿人生) | 9. Mrs. Revenge (夫妻的博弈) | 10. Undertable (枱底)

MANAGEMENT DISCUSSION AND ANALYSIS



1. TVB's official account on Douyin | 2-3. Mai Dui Dui App

MCN

As for our MCN business, we manage an extensive portfolio of social media accounts and channels for TVB and our artistes across the Chinese Mainland. In 2025, our aggregated online following was 160 million across major platforms including Douyin, Kuaishou, REDnote (Xiaohongshu), WeChat Channels and Sina Weibo, representing an increase of 9% compared to 2024. Leveraging on this large online following, we conduct e-commerce livestreaming and artiste agency businesses.

Overall revenue for this segment decreased by approximately 27%, from HK\$851 million to HK\$621 million, mainly due to fewer co-production titles being made and delivered to platform partners in 2025, and also a slower licensing business due to cautious content spending by video platforms in the Chinese Mainland.

In 2026, while we retain a cautious outlook on this large and important market, we are also pursuing new opportunities to better monetize our vast bank of content IP, particular our drama library. Thus, we are pursuing content IP licensing deals in areas such as theme parks, merchandise, apparel and collectibles. In addition to potential new revenues, such initiatives also enable our fans and viewers in the Chinese Mainland to engage with us in new and different ways. Not least, we are also pursuing initiatives in micro-drama production, using our drama IP to create new spin-off stories in shorter format. In 2026, we expect to release a first batch of micro-drama on Hongguo, the leading Chinese Mainland platform for micro-drama content. We expect these initiatives to result in significant growth for us in the Chinese Mainland market over time.



4-6. TVB Top Sales' official account on Douyin

MANAGEMENT DISCUSSION AND ANALYSIS



SINGAPORE



MALAYSIA

INTERNATIONAL OPERATIONS

For the year ended 31 December	2025 HK\$ million	2024 HK\$ million	Year-on-year change
Segment revenue	287	297	–3%
Segment EBITDA	33	1	3,200%

Our International Operations mainly involve the licensing of TVB content, including programs and curated channels, to third-party platforms. We have

established licensing relationships with traditional pay-TV operators around the world, such as Astro in Malaysia, StarHub and Singtel in Singapore, DISH Network and Fairchild Television in North America, and SCTV in Vietnam.

In addition to licensing, we engage directly with viewers globally through digital media. Our TVB Anywhere streaming service allows audiences outside of Hong Kong and the Chinese Mainland to access our extensive live, current and premium archival content. Meanwhile, we also connect with overseas viewers and earn income from our official social media accounts.



VIETNAM



EUROPE



UK



USA



CANADA



AUSTRALIA



NEW ZEALAND



THAILAND

Overview

Management Discussion and Analysis

Governance

Financials

As of 31 December 2025, we had 22.4 million total registered subscribers for our TVB Anywhere and our international YouTube channels, representing a 34% year-on-year increase. Furthermore, our YouTube channels attracted an average of 77.4 million MAU in 2025, up 50% year-on-year.

Recognizing the shifting landscape of media consumption, we have continued our multi-year push into digital media in 2025. In Malaysia, we entered a partnership with UnifiTV, one of the country's fastest-growing over-the-top (OTT) platforms, while in Singapore, we collaborated with meWATCH,

Mediacorp's premier OTT service. In Vietnam, our collaboration with FPT Play, the leading OTT platform, enables us to better cater to local viewer preferences. Additionally, we renewed partnerships with prominent OTT platforms in North America, including Tubi, Pluto TV, and TELUS. These strategic collaborations allow us to distribute our English-subtitled Free Ad-Supported Television (FAST) channel and Video on Demand (VOD) content, significantly broadening our exposure to a wider audience.

MANAGEMENT DISCUSSION AND ANALYSIS



1. TVB Gallop into CNY Gala Dinner - Malaysia
2. StarHub x TVB Artiste Meet & Greet - Singapore
3. Astro Exclusive Meet & Greet - Malaysia
4. Maria's Auspicious Menu 9 - Malaysia
5. TVB Mid Autumn Festival and Fans Meet & Greet - Australia
6. Midlife, Sing & Shine! 4 Audition - Singapore

The partnerships with digital media players provide new income sources, helping offset the continuing decline of our traditional licensing model. Lower licensing fees and declining advertising income from traditional partners were the key driver behind the modest 3% decline in our overall segment revenue to HK\$287 million in 2025.

To enhance the local relevance of our content in key markets, we are leveraging AI technology for content localization, dubbing, and subtitling. This approach enables us to broaden our appeal among mainstream audiences in overseas markets. Furthermore, we are establishing relationships with FAST channel platforms to distribute our channels and VOD content more effectively. One exciting initiative involves our hit singing show IP, *Midlife, Sing & Shine!* (中年好声音). We are conducting auditions for new seasons in multiple overseas markets and sending winners from previous seasons on live concert tours. Collaborating with local partners for these live concerts, particularly in Singapore and North America, significantly enhances TVB's brand visibility and attracts strong interest from local advertisers seeking to connect with their target customers.

In addition, our increased ad impressions and viewership on YouTube have resulted in steady growth in social media income. This growth has occurred even amidst falling CPM rates in the digital advertising space, driven by intense competition. By effectively leveraging our content and audience engagement strategies, we continue to sustain and grow our digital income streams.

As we set our sights on 2026, we plan to leverage AI further to enhance our products and services. This includes creating multilingual short-form content designed to appeal to a wider audience base and optimizing ad formats to broaden direct advertisement sales opportunities across our digital platforms. Additionally, we remain committed to expanding our digital viewership and reach by offering content that aligns with prevailing audience preferences. We also aim to deepen our connections with overseas fans through on-ground artiste performances. These initiatives will not only augment our brand presence but also empower local advertisers to effectively reach their target consumers in both online and offline settings.

Anti-Piracy

Piracy remains a significant challenge in many of our overseas markets. In response, we have continuously enhanced our in-house AI-driven anti-piracy system to strengthen the protection of our intellectual properties. The system is now capable of identifying and facilitating the removal or de-indexing of over six million infringing links per month across major search engines and online platforms, significantly reducing access to illegal content and redirecting audiences to legitimate viewing channels. The effectiveness and industry leadership of our anti-piracy capabilities have been formally recognized by the Asia-Pacific Broadcasting Union, which awarded us the winner at the 2025 Intellectual Property Legal Committee Award.



7. *Midlife, Sing & Shine!* - When You Believe - Singapore
8. *Midlife, Sing & Shine!* Power Of Live 2025 Concert - US

TVB ARTISTES





TVB ARTISTES





TVB ARTISTES





FINANCIAL REVIEW

OPERATING RESULTS

Overall, total Group revenue for the year was HK\$3,192 million, a modest decrease of HK\$66 million or 2% from HK\$3,258 million achieved in 2024. This was due to revenue growth in the TV Broadcasting and Digital Media segments being offset by declines in revenue from Chinese Mainland Operations (formerly known as Mainland China Operations) and International Operations segments.

Cost of sales decreased from HK\$1,930 million to HK\$1,824 million during the year, representing a decline of HK\$106 million or 5%. This was mainly due to a reduction in content cost.

Selling, distribution and transmission costs for the year declined by HK\$45 million or 8% from HK\$539 million to HK\$494 million. This was primarily driven by lower distribution costs in the e-Commerce business (now included within our TV Broadcasting segment reporting) in line with a smaller transaction volume, and also a reduction in our depreciation and amortisation expenses relating to our broadcasting facilities.

General and administrative expenses declined by HK\$60 million or 7% from HK\$810 million to HK\$750 million due to various cost-saving initiatives within our administrative and back-office functions.

As a result of all the above, total operating costs (comprising cost of sales, selling, distribution and transmission costs and general and administrative expenses) decreased by HK\$211 million or 6% from HK\$3,279 million to HK\$3,068 million.

Other revenues were HK\$11 million (2024: HK\$30 million), mainly comprising various sundry income.

Other net gains were HK\$6 million (2024: losses of HK\$70 million), mainly comprising net exchange gains/losses, changes in the fair value of a financial liability at fair value through profit or loss and gain on modification of borrowings during the year. In 2024, the balance included a fair value loss on movie investments.

Due to the above factors, we achieved EBITDA for the year of HK\$365 million, representing a HK\$70 million or 24% improvement compared to the EBITDA of HK\$295 million last year. We further achieved a net profit of HK\$18 million for the year, representing an improvement of HK\$559 million over the net loss of HK\$541 million in 2024.

SEGMENT RESULTS

Segment	TV Broadcasting	Digital Media	Chinese Mainland Operations	International Operations
Nature of revenue	Advertising revenue, hilltop income, talent management income, fees for events management; music royalties and licensing income for short-form videos; e-Commerce income	Subscription and advertising revenue; digital-related income	Production income from co-production drama serials; licensing income from telecast, video and new media distribution in the Chinese Mainland; subscription revenue from Mai Dui Dui	Overseas licensing income from telecast, video and new media distribution; subscription and advertising revenue from Overseas pay TV and TVB Anywhere

Segment revenue from TV Broadcasting increased from HK\$1,735 million to HK\$1,896 million, representing a growth of HK\$161 million or 9%. The increase was primarily driven by income from advertisers which grew by HK\$214 million or 15% from HK\$1,434 million to HK\$1,648 million. This growth was partially offset by the consolidation of the e-Commerce business, which contracted significantly compared to last year.

Helped by the growth in revenue, this segment achieved an EBITDA of HK\$215 million, representing a substantial increase of HK\$149 million or 226% from the EBITDA of HK\$66 million last year.

Segment revenue from Digital Media increased by HK\$13 million or 3% compared to the previous year. This was primarily driven by a 22% growth in advertising revenue across all our digital media assets including the myTV SUPER platform. However, the increase in advertising revenue was partially offset by a decline in subscription revenue, mainly due to a reduction in the subscribers of our premium service pack, myTV Gold. The decline was partly mitigated by growth in average revenue per user (ARPU).

EBITDA declined from HK\$102 million to HK\$43 million during the year, mainly due to changes in the allocation basis for content costs across the Group's different platforms in 2025.

Segment revenue from Chinese Mainland Operations decreased by HK\$230 million or 27%, from HK\$851 million to HK\$621 million. This decrease was mainly attributable to the decline in licensing and co-production businesses. Consequently, segment EBITDA fell by HK\$52 million or 41% from HK\$126 million to HK\$74 million during the year.

Segment revenue from International Operations decreased by 3% from HK\$297 million to HK\$287 million, it was primarily driven by the decline in traditional licensing income from our pay-TV partners. Segment EBITDA was HK\$33 million, representing an improvement of HK\$32 million compared to the HK\$1 million in the previous year, mainly due to changes in the allocation basis for content costs across the Group's different platforms in 2025.

INTEREST INCOME

Interest income for the year totalled HK\$5 million (2024: HK\$106 million), primarily from fixed bank deposits. The decrease was mainly attributable to the recognition of HK\$94 million interest income in 2024 from the promissory note with Imagine Tiger Television, LLC, before it was classified under a Stage 3 expected credit loss model.

FINANCE COSTS

Finance costs mainly comprised interest expense on (i) our term loan with Shanghai Commercial Bank Limited ("SCBL"), and (ii) our other bank loans, convertible bonds and other borrowings. Finance costs decreased from HK\$147 million to HK\$112 million, due to changes in interest rates and our borrowing levels during the year compared to 2024.

FINANCIAL REVIEW

INCOME TAX

The Group recorded an income tax expense of HK\$7 million (2024: HK\$5 million) for the year.

Hong Kong profits tax has been provided at the rate of 16.5% (2024: 16.5%) on the estimated assessable profit for the year. Taxation on the Chinese Mainland and overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the Group operated.

PROFIT/LOSS ATTRIBUTABLE TO EQUITY HOLDERS

The Group's profit attributable to equity holders of the Company for the year totalled HK\$59 million, representing a significant improvement of HK\$550 million from a loss of HK\$491 million in 2024. This improvement was primarily attributable to improved operating profit and the absence of material non-cash write-downs. In 2024, the Group recognised substantial non-cash write-downs of HK\$439 million on substantially all of its remaining legacy and non-performing assets, which adversely affected the prior year's result.

EARNINGS PER SHARE

Earnings per share is calculated based on the Group's profit attributable to equity holders of the Company of HK\$59 million (2024: loss of HK\$491 million). The weighted average number of ordinary shares adopted in the calculation of basic and diluted earnings/loss per share throughout the year ended 31 December 2025 was 466,961,836 (2024: 448,672,000), giving a basic and diluted earnings per share of HK\$0.13 (2024: loss per share of HK\$1.09).

Diluted earnings per share is the same as basic earnings per share as the outstanding share options and convertible bonds do not have a dilutive effect.

LIQUIDITY AND FINANCIAL RESOURCES

As at 31 December 2025, the total equity of the Group was HK\$2,232 million (31 December 2024: HK\$2,196 million). There has been no change in the share capital of the Company, with 466,961,836 ordinary shares in issue.

As at 31 December 2025, the Group had unrestricted bank and cash balances of HK\$794 million (31 December 2024: HK\$700 million). About 59% of the unrestricted bank and cash balances (approximately HK\$465 million) were maintained in the Chinese Mainland and overseas subsidiaries to support daily operations. Unrestricted bank and cash balances held by the Group were denominated mainly in Hong Kong dollars, Renminbi and US dollars.

As at 31 December 2025, the Group's net current assets amounted to HK\$1,705 million (31 December 2024: HK\$1,763 million). The current ratio, expressed as the ratio of current assets to current liabilities, was 1.8 at 31 December 2025 (31 December 2024: 1.9).

As at 31 December 2025, bank borrowings and overdrafts amounted to HK\$1,687 million (31 December 2024: HK\$1,719 million) which mainly consisted of the HK\$1,177 million term loan with SCBL. Additionally, there were other borrowings of HK\$308 million and convertible bonds of HK\$114 million. As at 31 December 2025, the Group's gearing ratio, expressed as a ratio of net debt to total equity, was 59.9% (31 December 2024: 66.7%).

BOND PORTFOLIO

As at 31 December 2025, the Company's portfolio of fixed income securities, net of expected credit losses amounted to HK\$19 million (31 December 2024: HK\$24 million), which were classified under "Bond securities at amortised cost". Issuers of these securities include listed or unlisted companies in Hong Kong and overseas.

As at 31 December 2025, the investment portfolio consisted of fixed income securities of four separate issuers (31 December 2024: four), of which the bonds issued by Master Glory Group Limited and SMI Holding Group Limited had been fully impaired in prior years.

As at 31 December 2025, a non-cash impairment loss of HK\$5 million (2024: Nil) was recognised in the consolidated income statement. The additional impairment loss was made after considering the credit risk of the bond portfolio and the latest development of certain credit impaired bond securities.

CAPITAL COMMITMENTS

At 31 December 2025, the Group had capital commitments totalling HK\$24 million (2024: HK\$21 million), mainly for the enhancement or replacement of transmission and production related equipments.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

The Group's foreign currency exposures comprise trading and non-trading foreign currency translation exposures. Foreign exchange trading exposures mainly arise from trade receipts from overseas customers. The Group is also exposed to currency fluctuation on translation of the accounts of overseas subsidiaries and also on the repatriation of earnings, and bank and other borrowings. In order to mitigate the potential impact of currency movement, the Group closely monitors its foreign exchange exposures and uses suitable hedging arrangements against significant foreign currency exposures, where necessary. No forward exchange or hedging contract was entered into by the Group during the year.

HUMAN RESOURCES

At the year end, the Group had a total of 2,759 employees in Hong Kong and 285 employees in the Chinese Mainland and overseas. These figures include contract artistes and staff but exclude directors and freelance workers.

For employees in Hong Kong, different pay schemes apply to contract artistes, sales, and non-sales personnel. Contract artistes are paid either per show or per package of shows. Sales personnel are remunerated on commission-based schemes, while non-sales personnel receive monthly salaries. Discretionary bonuses may be awarded as an incentive for good performance.

Under the share option scheme of the Group, options may be granted to directors and employees of the Group to subscribe for shares in the Company and in TVB e-Commerce Group Limited.

From time to time, the Group organises, either in-house or with other vocational institutions, seminars, courses, and workshops on subjects of technical interests, such as industrial safety, management skills and other related studies, apart from sponsorship of training programmes that employees may enrol on their own initiatives. To sustain the long term steady supply of human resources for production, the Group has implemented a number of new initiatives during the year targeting recruitment, training and development of talents and staff for TV production in the areas of design and construction of settings for production, make-up and costume design, with a view to ensure that the necessary skills sets are appropriately retained and developed within our business.

GOVERNANCE



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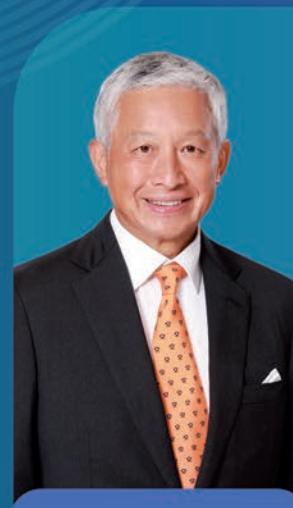
DIRECTORS



Thomas HUI To
JP



LI Ruigang



Anthony LEE Hsien Pin

Thomas HUI To JP

Executive Chairman

Chairman of Executive Committee

Member of Nomination Committee

Member of Investment Committee

Board appointment Mr. Hui, aged 53, was appointed as the Executive Chairman of the Board on 10 March 2023. Mr. Hui was first appointed as a Non-executive Director of the Company on 23 April 2015, re-designated as an Executive Director of the Company on 21 March 2018 and further re-designated as a Non-executive Director of the Company and appointed as the Chairman of the Board on 29 April 2020. In addition, he holds directorship in certain subsidiaries and a joint venture entity of the Company.

Competencies and experience Mr. Hui possesses over 30 years of experience in management and investment with broad experience and deep expertise in managing media, entertainment and internet businesses. Mr. Hui was formerly a director of KingSoft Corporation Limited, GigaMedia Limited and JC Entertainment Corporation. Mr. Hui also worked at Goldman Sachs (Asia) L.L.C., Hong Kong, Merrill Lynch & Co. as well as McKinsey & Company. Mr. Hui is a non-executive director of

Shaw Brothers Holdings Limited, a company listed on the main board of The Stock Exchange of Hong Kong Limited. Mr. Hui is the chief operating officer and an executive director of CMC Inc. Mr. Hui holds share interest in the Company through his interest in Young Lion Holdings Limited ("YLH"), Young Lion Acquisition Co. Limited ("YLA") and Shaw Brothers Limited ("SBL"), all of which are substantial shareholders of the Company. Mr. Hui is a director of YLH, YLA and SBL.

Qualifications Mr. Hui holds a Master Degree of Engineering in Electrical Engineering from Cornell University and a Bachelor Degree of Science in Electrical Engineering from the University of Wisconsin, Madison.

LI Ruigang

Non-executive Director

Member of Executive Committee

Member of Remuneration Committee

Board appointment Mr. Li, aged 56, was appointed as a Non-executive Director of the Company and the Vice Chairman of the Board on 17 October 2016. He ceased to be the Vice Chairman on 29 April 2020. In addition, Mr. Li holds directorship in a subsidiary of the Company.



Dr. William LO Wing Yan
JP



Dr. Allan ZEMAN
GBM, GBS, JP



Felix FONG Wo
BBS, JP



Catherina TSANG Lai Chun

Competencies and experience Mr. Li is the founding chairman and CEO of CMC Inc. (together with its affiliates, "CMC") and founding partner of CMC Capital Partners. Mr. Li has rich operational experience, investment track record and in-depth insight into China's media and entertainment industry. Mr. Li has led CMC to create many industry champions across the sectors of media, entertainment, lifestyle, technology and consumer. Mr. Li was the chairman and president of Shanghai Media Group (SMG). Mr. Li is the chairman and a non-executive director of Shaw Brothers Holdings Limited, which is listed on the main board of The Stock Exchange of Hong Kong Limited. Mr. Li holds share interest in the Company through his interest in YLH, YLA and SBL, all of which are substantial shareholders of the Company. Mr. Li is a director of YLH, YLA and SBL. Mr. Li is a board member of Special Olympics.

Qualifications Mr. Li holds a Master Degree of Arts and a Bachelor Degree of Arts of Journalism from Fudan University.

Anthony LEE Hsien Pin

Non-executive Director
Chairman of Investment Committee

Board appointment Mr. Lee, aged 68, was appointed as a Non-executive Director of the Company on 3 February 2012. Mr. Lee was an Alternate Director to the late Mrs. Christina Lee Look Ngan Kwan, his mother, a former Non-executive Director of the Company, between 3 September 2002 and 3 February 2012.

Competencies and experience Mr. Lee is a non-executive director of Hysan Development Company Limited, a company listed on the main board of The Stock Exchange of Hong Kong Limited, and a director of Lee Hysan Company Limited.

Qualifications Mr. Lee received a Bachelor of Arts Degree from Princeton University and a Master of Business Administration Degree from The Chinese University of Hong Kong.

DIRECTORS

Dr. William LO Wing Yan JP

Independent Non-executive Director
Chairman of Audit Committee
Member of Nomination Committee
Member of Regulatory Committee

Board appointment Dr. Lo, aged 65, was appointed as an Independent Non-executive Director of the Company on 11 February 2015.

Competencies and experience Dr. Lo is an independent non-executive director of CSI Properties Limited, OCI International Holdings Limited, CWT International Limited and NetDragon Websoft Holdings Limited, all of which are listed on the main board of The Stock Exchange of Hong Kong Limited. Dr. Lo is an independent non-executive director of US NASDAQ listed Regencell Bioscience Holdings Limited. Dr. Lo is an experienced executive in the TMT (technology, media and telecommunications) and the consumer sectors. He started his career in McKinsey & Company Inc. as a management consultant and held senior positions in China Unicom, Hongkong Telecom, Citibank HK, I.T Limited, South China Media Group and Kidsland International Holdings Limited in the past, and has been the chief financial officer of I.T Limited and Kidsland International Holdings Limited. Dr. Lo is the founding governor of the Charles K. Kao Foundation for Alzheimer's Disease and the ISF Academy as well as the present chairman of the Charles K. Kao Foundation for Alzheimer's Disease and Junior Achievement HK.

Qualifications Dr. Lo graduated from Cambridge University with a M. Phil. Degree in Pharmacology and a Ph.D. Degree in Molecular Neuroscience.

Dr. Allan ZEMAN GBM, GBS, JP

Independent Non-executive Director
Chairman of Remuneration Committee
Member of Audit Committee
Member of Nomination Committee

Board appointment Dr. Zeman, aged 77, was appointed as an Independent Non-executive Director of the Company on 1 April 2015.

Competencies and experience Dr. Zeman is the chairman of Lan Kwai Fong group and the Lan Kwai Fong Association in Hong Kong. Dr. Zeman serves as a non-executive chairman of Wynn Macau, Limited, an independent non-executive director of Sino Land Company Limited and Tsim Sha Tsui Properties Limited and is a non-executive director of Pacific Century Premium Developments Limited, all of which are listed on the main board of The Stock Exchange of Hong Kong Limited. Dr. Zeman has been very involved in government services as well as community activities. Dr. Zeman was the chairman of Hong Kong Ocean Park from July 2003 to June 2014, and was the honorary advisor of the Park from 2014 to 2022. Dr. Zeman was also a member of the board of West Kowloon Cultural District Authority from 2008 to 2016, and the chairman of its Commercial Letting Panel from 2016-2024. Dr. Zeman is the Board member of the WestK Enterprise Limited. He serves as the board of director of the Alibaba Entrepreneurs Fund. Dr. Zeman is the governor of the board of governors of Our Hong Kong Foundation. Dr. Zeman is also a member of the board of governors of The Canadian Chamber of Commerce in Hong Kong and the vice patron of the Hong Kong Community Chest. Dr. Zeman is a member of the Task Force on Promoting and Branding Hong Kong, a member of the Chief Executive's Council of Advisers of the Hong Kong Special Administrative Region and a member of the Cultural Commission of the Hong Kong Special Administrative Region. Dr. Zeman was appointed in 2025 as a Special Advisor to the HK Science and Technology Park I&T Powerhouse. Dr. Zeman's role is to inspire innovators and foster a culture in which bold ideas can flourish.

Qualifications Dr. Zeman is a holder of Honorary Doctorate of Laws Degree from The University of Western Ontario, Canada. In 2012, he was awarded Honorary Doctorate Degrees of Business Administration from City University of Hong Kong and The Hong Kong University of Science and Technology. In November 2019, Dr. Zeman was awarded Honorary Doctorate Degree of Business Administration by The Open University of Hong Kong (now known as Hong Kong Metropolitan University). In 2001, Dr. Zeman was appointed a Justice of the Peace in Hong Kong. He was awarded the Gold Bauhinia Star in 2004 and the Grand Bauhinia Medal in 2011.

Felix FONG Wo BBS, JP

Independent Non-executive Director
Chairman of Nomination Committee
Chairman of Regulatory Committee
Member of Audit Committee
Member of Remuneration Committee

Board appointment Mr. Fong, aged 75, was appointed as an Independent Non-executive Director of the Company on 3 December 2019.

Competencies and experience Mr. Fong is a practicing solicitor in Hong Kong and is also qualified in Canada and England. He is appointed by the Ministry of Justice of China as one of the China-Appointed Attesting Officers in Hong Kong. Mr. Fong is a consultant and the founding partner of the Hong Kong law firm, King & Wood* (formerly known as Arculli Fong & Ng), and has practiced law for over 40 years, including eight years in Toronto. Mr. Fong is an independent non-executive director of Greenland Hong Kong Holdings Limited and Guangdong Land Holdings Limited, the shares of which are listed on The Stock Exchange of Hong Kong Limited. Mr. Fong is a member of the Guangdong Provincial Committee of Chinese People's Political Consultative Conference (9th and 10th Sessions), a director of the China Overseas Friendship Association, a director of the Shanghai Chinese Overseas Friendship Association and an executive director of the Guangdong Overseas Friendship Association. He is a director of the Hong Kong Basic Law Institute and also the former chairman of the Advisory Council on Food and Environment Hygiene and a former member of the Hong Kong Communications Authority. Mr. Fong is a member of the first Election Committee for the purposes of electing the Chief Executive for HKSAR, a founding member of the Canadian International School of Hong Kong and a visiting professor of the School of Law of Sun Yat-sen University, China.

Catherina TSANG Lai Chun

Executive Director
Assistant General Manager (Drama Production)
Member of Nomination Committee

Board appointment Ms. Tsang, aged 73, was appointed as an Executive Director of the Company on 4 December 2024.

Competencies and experience Ms. Tsang was appointed as the Assistant General Manager (Drama Production) at TVB in 2016 and is a director of TVB, Staff & Artistes Fund for Charities Limited. Ms. Tsang is a highly esteemed management figure within the television industry. As the head of the drama division at TVB, she has consistently demonstrated strategic leadership in guiding her team to achieve optimal performance since she joined TVB in 1974. She has been instrumental in unearthing compelling narratives and nurturing talent in acting and production, combining these elements to create a series of influential and successful television works for TVB. Ms. Tsang's management and execution skills are fully evident in the series she has produced. Her productions are not only beloved by audiences but have also had a significant positive impact on TVB's brand image and commercial revenue.

* King & Wood Mallesons has changed its name to King & Wood after the date of this report.

SENIOR MANAGEMENT



SIU Sai Wo



Desmond CHAN Shu Hung



Ian LEE Hock Lye



Kevin TSE Wai Kwong

SIU Sai Wo

General Manager (Business Operations)
Member of Executive Committee

Competencies and experience Mr. Siu, aged 63, was appointed as General Manager (Business Operations) on 4 October 2021. He is responsible for overseeing marketing and sales operations across TVB's various platforms and formulating the Group's overall brand strategy. He also holds directorships in a number of the subsidiaries of the Company. Prior to joining TVB, Mr. Siu was an executive director and the chief executive officer of Sing Tao News Corporation Limited. He held various senior positions at a number of leading Chinese newspaper companies in Hong Kong and has worked in the print media industry over 35 years. Mr. Siu is currently a member of Export Panel on Public Relations Strategy for Lantau Development and Conservation. He obtained a Bachelor of Journalism and Communication Degree from The Chinese University of Hong Kong in 1985.

Desmond CHAN Shu Hung

Deputy General Manager
(Legal and International Operations)
Member of Regulatory Committee

Competencies and experience Mr. Chan, aged 58, was appointed as Deputy General Manager (Legal and International Operations) in July 2016. He doubled as the Acting Company Secretary from July 2022 to July 2024. Mr. Chan joined TVB as General Counsel in May 2010 and was appointed as Assistant General Manager in December 2012. He is responsible for international operations and legal and regulatory matters of the Company. Mr. Chan is also the General Manager of TVBI Company Limited and holds directorships in a number of the subsidiaries and a joint venture entity of the Company. Mr. Chan has had extensive experience in television and telecommunications industries. He worked at Asia Television Limited from 1994 to 1999, and i-Cable Communications Limited from 1999 to 2010. Mr. Chan received Master of Laws degrees from City University of Hong Kong, Renmin University of China and University of Strathclyde of United Kingdom respectively. He is a solicitor of HKSAR (not currently in private practice).



Catherina TSANG Lai Chun



YUEN Chi Wai



Virginia LOK Yee Ling



Bonnie WONG Tak Wei



Rex CHING Chit

Ian LEE Hock Lye

Chief Financial Officer

Member of Investment Committee

Competencies and experience Mr. Lee, aged 53, joined TVB in December 2021 as Head of Corporate Development, was appointed as the Acting Chief Financial Officer in July 2022 and has been re-designated to Chief Financial Officer in August 2024. He holds directorships in a number of the subsidiaries, joint venture entities and associate of the Company. Mr. Lee holds a Bachelor's degree in Engineering from King's College London. His career prior to TVB includes senior positions in Goldman Sachs, where he was an executive director of investment banking; and in PSA International, where he served as CFO of the Northeast Asia region, then as head of group strategy.

Kevin TSE Wai Kwong

Assistant General Manager

(Human and Production Resources)

Competencies and experience Mr. Tse, aged 68, joined TVB in November 1978 and was appointed as the Assistant General Manager (Human and Production Resources) in July 2016. He holds directorship in a subsidiary of the Company. Mr. Tse received Master of Business Administration degree from The Open University of Hong Kong (now known as Hong Kong Metropolitan University) and has extensive expertise and experience in Business Administration and resources management of TV Broadcasting and Production operations. His existing role involves overseeing Group's Human Resources and Administration as well as various aspects of Production Resources functions, including Engineering, Production Facilities, Art Setting, Wardrobe, Make Up and Hairdressing etc. for the supporting of Drama and Non-Drama production.

SENIOR MANAGEMENT

Catherina TSANG Lai Chun

Executive Director

Assistant General Manager (Drama Production)

Member of Nomination Committee

Competencies and experience Ms. Tsang, aged 73, was appointed as an Executive Director of TVB on 4 December 2024 and the Assistant General Manager (Drama Production) at TVB in 2016. She is a director of TVB, Staff & Artistes Fund for Charities Limited. Ms. Tsang is a highly esteemed management figure within the television industry. As the head of the drama division at TVB, she has consistently demonstrated strategic leadership in guiding her team to achieve optimal performance since she joined TVB in 1974. She has been instrumental in unearthing compelling narratives and nurturing talent in acting and production, combining these elements to create a series of influential and successful television works for TVB. Ms. Tsang's management and execution skills are fully evident in the series she has produced. Her productions are not only beloved by audiences but have also had a significant positive impact on TVB's brand image and commercial revenue.

YUEN Chi Wai

Assistant General Manager

(News and Information Services)

Competencies and experience Mr. Yuen, aged 70, was appointed as Assistant General Manager (News and Information Services) in 2016 and is responsible for the production of all news, financial, information and sports programs of TVB.

Mr. Yuen is a veteran journalist. He joined the TVB News Department in 1977 and has successively served as News Reporter, Anchor, News Editor, Managing Editor, Executive Producer, Public Affairs Manager and News Controller.

Mr. Yuen graduated from the Communication Department of Hong Kong Baptist College in 1978.

Virginia LOK Yee Ling

Assistant General Manager

(Talent Management and Development)

Competencies and experience Miss Lok, aged 69, is currently Assistant General Manager (Talent Management and Development) of the Company. She first joined TVB in November 2003 as Assistant Controller (Talent), and was promoted to Deputy Controller (Production Resources) in May 2004 and Controller (Production Resources) in January 2008, and to her current position in July 2016. In addition, Miss Lok holds directorships in a number of subsidiaries, joint venture entities and associates of the Company. Miss Lok is responsible for overseeing the management and development of the Group's talents, including the career development, managing, recruiting, retaining training and promotion of artistes, which would ensure the smooth operation and continuous development of the talent team. Artiste supporting services department are also under Miss Lok's management, including dance, stunt, dubbing and contest coordination, so as to fully support on TV production and programming.

Miss Lok has over 40 years of experience in film and TV entertainment industry. From 1978 to 1982, Miss Lok started to work as assistant director (Drama) in Commercial Television and Rediffusion Television Limited ("RTV") and was promoted to director (Drama) in RTV. From 1983 to 1993, Miss Lok took up the positions of line producer and executive producer in sizable movie production companies, including Shaw Brothers (Hong Kong) Limited.

Miss Lok is currently executive director of Shaw Brothers Holdings Limited, which is listed on the main board of The Stock Exchange of Hong Kong Limited. She is also the executive committee member of Hong Kong Motion Picture Industry Association Limited and Movie Producers and Distributors Association of Hong Kong Limited.

Bonnie WONG Tak Wei

Assistant General Manager
(Corporate Communications)

Competencies and experience Ms. Wong, aged 53, was appointed Assistant General Manager (Corporate Communications) on 1 January 2024. Ms. Wong heads the Corporate Communications Division, overseeing the Publicity, Corporate & Community Relations, Digital and Social Media Management, and Creative Imaging Department, as well as Project Development, and concurrently serves as Chairperson of TVB, Staff & Artistes Fund for Charities Limited.

Ms. Wong holds an MBA and completed executive programs at Tsinghua University on “National Cultural Development Strategy & Hong Kong’s Opportunities” and “China and the World”. She is currently a postgraduate student on the Master of Buddhist Studies at the University of Hong Kong. In the early 1990s, she worked as a producer at an international music channel before moving into Hong Kong’s film industry, serving in production admin, publicity, and as an executive producer. She was Media and Publicity Consultant to the Hong Kong Film Awards, accumulating over two decades of experience in the local film and television sector. In recent years, she was appointed by the HKSAR Government as a Committee Member of the Hong Kong Film Development Council and a Member of its Funding Approvals Committee; she also serves as a Committee Member of the Hong Kong Arts Development Council and Vice Chairman of its Film and Media Arts Group. Since joining TVB in 2021, she has actively advanced the digitalization of programme publicity and the transformation of corporate communications strategy. Leveraging her professional experience, she continues to drive the development of Hong Kong’s screen industries and multi screen media.

Rex CHING Chit

Group Chief Technology Officer

Competencies and experience Mr. Ching, aged 50, was appointed as Group Chief Technology Officer in September 2021 to lead the development and dissemination of technology across all business groups within TVB. He was also appointed as President of MyTV Super Group in January 2022 for overseeing the business, operations and technology development. Mr. Ching also holds directorships in certain subsidiaries of the Company. He joined TVB as Head of Technical Engineering in October 2014. Before joining TVB, Mr. Ching worked in PCCW Solution to lead the IT development for nowTV. He has 27 years of extensive experience in OTT, IT and Telecommunication industries. Mr. Ching holds a Bachelor of Electrical and Electronics Engineering and Master of Economics from The University of Hong Kong. He is also the Corporate Member of The Hong Kong Institution of Engineers.

DIRECTORS' REPORT

The Directors submit their report together with the audited financial statements for the year ended 31 December 2025.

PRINCIPAL ACTIVITIES AND SEGMENT INFORMATION

The principal activities of the Company are terrestrial TV broadcasting, content production and distribution, artiste management and other related activities. The principal activities of the principal subsidiaries are described in further detail in Note 45 to the consolidated financial statements.

An analysis of the Group's performance for the year by operating segments is set out in Note 5 to the consolidated financial statements.

RESULTS, APPROPRIATIONS AND DISTRIBUTABLE RESERVES

The results of the Group for the year are set out in the consolidated income statement on page 119.

Distributable reserves of the Company amounted to HK\$1,163,331,000 at 31 December 2025 (2024: HK\$1,084,777,000).

DIVIDEND

The Board of Directors did not recommend the payment of a dividend for the year ended 31 December 2025.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed from Wednesday, 29 April 2026 to Wednesday, 27 May 2026, both dates inclusive, ("Book Close Period") for the purpose of determining shareholders' entitlement to attend and vote at the annual general meeting of the Company to be held on Wednesday, 27 May 2026 ("2026 AGM"). During the Book Close Period, no transfer of shares will be registered. The record date for determining shareholders' entitlement to attend and vote at the 2026 AGM will be Wednesday, 27 May 2026. The Register of Members of the Company will be re-opened on Thursday, 28 May 2026.

In order to be entitled to attend and vote at the 2026 AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 28 April 2026.

DONATIONS

Charitable and other donations made by the Group during the year amounted to HK\$262,000 (2024: HK\$30,000).

SHARE CAPITAL

The Company did not issue any shares during the year. Details of the share capital information of the Company are set out in Note 19 to the consolidated financial statements.

FIVE-YEAR FINANCIAL REVIEW

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on page 112.

BUSINESS REVIEW

A detailed review on business performance of the Group for the year ended 31 December 2025, an analysis of the Group's performance using financial key performance indicators, and future prospects of the Group are set out in the sections headed "Chairman's Statement" and "Management Discussion and Analysis". Further discussion and analysis as required under Schedule 5 to the Hong Kong Companies Ordinance, including a discussion of the principal risks and uncertainties facing the Group can be found in the section headed "Corporate Governance Report". The discussion on environmental policies and performance, compliance with relevant laws and regulations, and relationships with its stakeholders are provided in the "2025 Environmental, Social and Governance Report" which is available on the Company's corporate website at <https://corporate.tvb.com>. These discussions form part of this Directors' Report.

DIRECTORS

The Directors of the Company during 2025 were, and at the date of this Annual Report are, as follows:

Executive Directors

Thomas Hui To (Executive Chairman)
Catherina Tsang Lai Chun

Non-executive Directors

Li Ruigang
Anthony Lee Hsien Pin
The late Kenneth Hsu Kin (resigned with effect from 9 May 2025)

Independent Non-executive Directors

William Lo Wing Yan
Allan Zeman
Felix Fong Wo

The Company issued letters of appointment for all Directors setting out the key terms and conditions of their appointments.

The late Mr. Kenneth Hsu Kin resigned as a Non-executive Director with effect from 9 May 2025. He has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

Pursuant to the Company's Articles of Association ("Articles"), any director appointed by the Company in general meeting shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at the meeting. Any director appointed by the Board shall hold office only until the next following general meeting of the Company and shall then be eligible for election at the meeting.

Subsequently, directors will be subject to retirement and re-election at every third annual general meeting of the Company following his/her last election or re-election.

Ms. Catherina Tsang Lai Chun who retired at the Company's annual general meeting held on 28 May 2025 ("2025 AGM") was successfully elected as Director at the 2025 AGM.

Mr. Li Ruigang and Mr. Felix Fong Wo will retire at the 2026 AGM after their service on the Board from their last re-election in 2023 pursuant to the Articles and, being eligible, will offer themselves for re-election at the meeting. Details of Directors who are subject to retirement for re-election at the 2026 AGM, are set out in a circular which will be sent to the shareholders of the Company together with the notice of the 2026 AGM.

DIRECTORS OF THE SUBSIDIARIES

A list of directors who have served on the boards of Company's subsidiaries during 2025 and up to the date of this report is available on the Company's corporate website at <https://corporate.tvb.com>.

DIRECTORS' SERVICE CONTRACT

None of the Directors of the Company has a service contract with the Company which is not determinable within one year, without payment of compensation, other than statutory compensation.

CHANGES IN DIRECTOR'S INFORMATION

Dr. William Lo Wing Yan was appointed as an independent non-executive director of NetDragon Websoft Holdings Limited with effect from 29 August 2025, the issued shares of which are listed on The Stock Exchange of Hong Kong Limited ("Stock Exchange").

Save as disclosed above, there was no change in Director's information which is required to be disclosed pursuant to Rule 13.51B(1) of the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules") since the publication date of the Company's 2025 Interim Report and up to the date of this annual report.

BIOGRAPHICAL INFORMATION OF DIRECTORS AND SENIOR MANAGEMENT

The biographical information of the Directors and members of Senior Management are set out on pages 64 to 71 of this Annual Report.

DIRECTORS' REPORT

DIRECTORS' INTERESTS IN COMPETING BUSINESSES

Interests of Directors in companies which are considered to compete or likely to compete, either directly or indirectly with the principal business of the Group, are required to be disclosed pursuant to Rule 8.10 of the Listing Rules. As at 31 December 2025, these competing businesses are set out below.

Mr. Li Ruigang, a Non-executive Director of the Company, is the founding chairman and CEO of CMC Inc. and founding partner of CMC Capital Partners (CMC Inc. and CMC Capital Partners, together with their affiliates, are collectively referred to as "CMC") and through CMC has certain deemed interests as a substantial shareholder and/or holds certain directorships in companies within CMC which are engaged in the businesses of television programme licensing and distribution and e-commerce in the Chinese Mainland ("Interested Companies").

Besides the Interested Companies, Shaw Brothers Holdings Limited ("Shaw Brothers Holdings"), a company incorporated in the Cayman Islands whose issued shares are listed on the main board of the Stock Exchange, is principally engaged in the business of investment in films, drama and non-drama productions and artiste and event management. TVB together with CMC are interested in approximately 29.94% of the shares of Shaw Brothers Holdings. Currently, Mr. Li is the chairman and a non-executive director of Shaw Brothers Holdings.

Mr. Thomas Hui To, Executive Chairman of the Company, is also a director of CMC Inc. which has interests in the Interested Companies. At the same time, Mr. Hui is a non-executive director of Shaw Brothers Holdings, and is a member of its executive committee.

The Interested Companies and/or Shaw Brothers Holdings may be considered to be in businesses which compete or are likely to compete with the programme production, the programme licensing and distribution and e-commerce businesses of the Company. However, as the Interested Companies and Shaw Brothers Holdings operate independently of, and at arm's length from, the businesses of the Company, and taking into account that the programme production, the programme licensing and distribution and the e-commerce

businesses of the Interested Companies, Shaw Brothers Holdings and the Company taken together only represent a small percentage of the total market for programme production, programme licensing and distribution and e-commerce in the Chinese Mainland, the impact on competition is considered insignificant.

Nevertheless, the Company has adopted the following internal control measures with a view to enhancing its corporate governance and managing any potentially conflicted transaction or business decision should it arise:

1. The Company will maintain a sufficient number of independent directors in order to advise on any conflicted transaction or business decision should it arise, and to ensure that the interests of its general body of shareholders will be adequately represented.
2. Transactions, if any, between TVB and CMC and/or TVB and Shaw Brothers Holdings will be handled by the other directors of the Company. In the event that such transactions require approval of the Board, Mr. Li and Mr. Hui will abstain from voting on such transactions.
3. Before approving any transaction between TVB and CMC and/or TVB and Shaw Brothers Holdings, the Board should be satisfied that the terms (e.g. pricing) of such transaction are fair and reasonable, on normal commercial terms and in the interests of the Company and its shareholders.
4. Where necessary, the Company will engage independent consultants and/or legal advisers to provide advice to the Board, the independent Directors (when applicable), and/or the relevant Directors.

In view of the above safeguards, the Board is of the view that the Group is and should remain to be capable of carrying on its business independently of, and at arm's length from, the business of the Interested Companies and/or Shaw Brothers Holdings.

Save as disclosed above, none of the Directors of the Company has any interest in any business apart from the Group's business, which competes or is likely to compete, either directly or indirectly, with the Group's business.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

At 31 December 2025, the interests and short positions of the Directors and chief executive in the shares and underlying shares of the Company and 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")), as recorded in the register required to be kept under 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 of Listed Issuers ("Model Code") set out in Appendix C3 to the Listing Rules are set out below:

Long Positions in the Shares of the Company

Name of director	Capacity	Number of ordinary shares held				Total interests	Approximate Percentage of issued shares ^(a)
		Personal interests	Family interests	Corporate interests	Other interests		
Thomas Hui To	Interest of Controlled Corporations	–	–	116,817,527 ^{#(b)}	–	116,817,527	25.02%
Li Ruigang	Interest of Controlled Corporations	–	–	116,817,527 ^{#(c)}	–	116,817,527	25.02%
Anthony Lee Hsien Pin	Beneficial owner	100,438	–	–	–	100,438	0.02%

Notes:

Duplication of shareholdings occurred between parties[#] shown in the table here and below under the sub-heading of "Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares".

- (a) Percentage of issued shares was based on 466,961,836 ordinary shares of the Company in issue as at 31 December 2025. The Company did not hold any treasury shares as at 31 December 2025.
- (b) Mr. Thomas Hui To ("Mr. Hui") was deemed to be interested in these 116,817,527 shares held by Shaw Brothers Limited, an indirect wholly-owned subsidiary of Young Lion Holdings Limited, which was controlled by Mr. Hui through Vanilla Sky Limited (see below Note (c) under the sub-heading of "Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares" for details).
- (c) Mr. Li Ruigang was deemed to be interested in these 116,817,527 shares held by Shaw Brothers Limited. Such interests were held indirectly through CMC M&E Acquisition Co. Ltd. (see below Note (d) under the sub-heading of "Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares" for details).

DIRECTORS' REPORT

Long Positions in the Underlying Shares of the Company

Name of director	Capacity	Number of underlying shares held					Approximate Percentage of issued shares ^(a)
		Personal interests	Family interests	Corporate interests	Other interests	Total interests	
Thomas Hui To	Beneficial Owner	8,500,000 ^(b)	–	–	–	8,500,000	1.82%
Catherina Tsang Lai Chun	Beneficial Owner	1,100,000 ^(b)	–	–	–	1,100,000	0.24%
Anthony Lee Hsien Pin	Beneficial Owner	400,000 ^(b)	–	–	–	400,000	0.09%
William Lo Wing Yan	Beneficial Owner	400,000 ^(b)	–	–	–	400,000	0.09%
Allan Zeman	Beneficial Owner	400,000 ^(b)	–	–	–	400,000	0.09%
Felix Fong Wo	Beneficial Owner	400,000 ^(b)	–	–	–	400,000	0.09%

Notes:

- (a) Percentage of issued shares was based on 466,961,836 ordinary shares of the Company in issue as at 31 December 2025. The Company did not hold any treasury shares as at 31 December 2025.
- (b) These interests in the underlying shares of the Company represented interests in share options granted to the Directors under the share option scheme of the Company, details of which are set out below under the sub-heading "Share Option Scheme".

Long Positions in the Shares of the Associated Corporation of the Company

Name of associated corporation	Name of Director	Capacity	Number of shares held					Approximate Percentage of issued shares ^(a)
			Personal interests	Family interests	Corporate interests	Other interests	Total interests	
Shine Investment Limited	Li Ruigang	Interest of controlled corporations	–	–	102 ^(b)	–	102	85.00%

Notes:

- (a) Percentage of issued shares of associated corporation was based on the total number of Class A shares of the associated corporation in issue as at 31 December 2025.
- (b) These 102 shares of Shine Investment Limited were held by Shine Holdings Cayman Limited through certain corporations which were controlled by Mr. Li Ruigang.

Save for the information disclosed above, at 31 December 2025, none of the Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

At 31 December 2025, the interests or short positions of the persons (other than the Directors and chief executive of the Company), being 5% or more of the Company's issued shares, in the shares and the underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO are set out below:

Long Positions in the Shares of the Company

Name	Capacity	Number of shares held	Approximate Percentage of issued shares ^(a)
Shaw Brothers Limited ^(b)	Beneficial owner	116,817,527 ^{#(c)(e)}	25.02%
Young Lion Acquisition Co. Limited	Interest of controlled corporations	116,817,527 ^{#(c)(e)}	25.02%
Young Lion Holdings Limited	Interest of controlled corporations	116,817,527 ^{#(c)(e)}	25.02%
Vanilla Sky Limited	Interest of controlled corporations	116,817,527 ^{#(c)(e)}	25.02%
Brilliant Spark Holdings Limited	Interest of controlled corporations	116,817,527 ^{#(d)}	25.02%
CMC Group Corporation	Interest of controlled corporations	116,817,527 ^{#(d)}	25.02%
CMC M&E Holdings Limited	Interest of controlled corporations	116,817,527 ^{#(d)}	25.02%
CMC M&E Acquisition Co. Ltd.	Interest of controlled corporations	116,817,527 ^{#(d)(e)}	25.02%
Cardy Oval Limited	Beneficial owner	35,056,164 ^(f)	7.51%
Gaw Goodwin	Interest of controlled corporation	35,056,164 ^(f)	7.51%
Silchester International Investors LLP	Investment manager	27,564,200 ^(g)	5.90%

Notes:

Duplication of shareholdings occurred between parties[#] shown in the table here and above under the sub-heading of "Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures".

- (a) Percentage of issued shares was based on 466,961,836 ordinary shares of the Company in issue as at 31 December 2025. The Company did not hold any treasury shares as at 31 December 2025.
- (b) Shaw Brothers Limited ("SBL") was the registered shareholder of 116,817,527 shares of the Company.
- (c) SBL was a wholly-owned subsidiary of Young Lion Acquisition Co. Limited ("YLA"), which was in turn a wholly-owned subsidiary of Young Lion Holdings Limited ("YLH"). YLH was controlled by Vanilla Sky Limited ("VSL"), which was in turn wholly-owned by Mr. Thomas Hui To ("Mr. Hui"). Therefore, YLA, YLH and VSL were deemed to be interested in the same 116,817,527 shares held by SBL.
- (d) CMC M&E Acquisition Co. Ltd. ("CMC M&E Acquisition") was deemed to be interested in the same 116,817,527 shares held by SBL. Such interests were held through its interest in YLH. CMC M&E Acquisition was a wholly-owned subsidiary of CMC M&E Holdings Limited, which was in turn a wholly-owned subsidiary of CMC Group Corporation. CMC Group Corporation was wholly-owned by Brilliant Spark Holdings Limited, which was in turn wholly-owned and controlled by Mr. Li Ruigang.
- (e) Mr. Hui, VSL, CMC M&E Acquisition, YLH, YLA and SBL were the parties of an agreement ("Agreement") to hold the interest in these 116,817,527 shares of the Company. The Agreement was an agreement to which Section 317 of the SFO applied.
- (f) These interests in underlying shares (being unlisted physically settled derivatives) represent 35,056,164 shares to be issued to Cardy Oval Limited upon exercise of the conversion right attached to the Convertible Bonds due 2028 (as defined under the sub-heading "Convertible Bonds due 2028"). Mr. Gaw Goodwin was deemed to be interested in the underlying shares held by his wholly-owned subsidiary, Cardy Oval Limited.
- (g) Silchester International Investors LLP was deemed to be interested in the shares held by certain commingled funds, in the capacity of investment manager.

Save for the information disclosed above, at 31 December 2025, no other persons (other than the Directors or chief executive of the Company) had any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO.

DIRECTORS' REPORT

SHARE OPTION SCHEME

The Company adopted a share option scheme ("Option Scheme") at its annual general meeting on 29 June 2017 ("Adoption Date"). The Option Scheme is designed to provide the scheme participants with the opportunity to acquire proprietary interests in the Company, thereby encouraging the grantees of such options to work towards enhancing the value of the Company and for the benefit of the Company and its shareholders as a whole.

Basically, the Option Scheme shall be valid for ten years from the Adoption Date. The Board or its delegated Committee may at its discretion grant share options to eligible participants (including a director, an employee of the Company or its affiliate; a representative, manager, agent, contractor, advisor, consultant, distributor or suppliers providing service or goods to the Company or its affiliate; a customer or joint venture partner of the Company or its affiliate; a trustee of any trust established for the benefit of employees of the Company or its affiliate, any other class of participants which the Board or its delegated Committee considers to have contributed or may contribute by way of different forms of cooperation for development and growth of the Company).

The exercise price/subscription price in respect of any options must be at least the higher of (a) the closing price of the shares as shown in the daily quotations sheet of the Stock Exchange on the relevant date of grant (which must be a business day) in respect of such option; and (b) the average of the closing price of the shares as shown in the daily quotations sheet of the Stock Exchange for the five business days immediately preceding the relevant date of grant in respect of such option.

The offer of a grant of options may be accepted within 28 days from the date of grant upon payment of HK\$1.00 by the grantee as consideration for the acceptance of the offer.

The maximum entitlement of each eligible participant (excluding any options lapsed) in any 12-month period shall not exceed 1% of the shares in issue at the relevant time. For options granted or to be granted to an independent non-executive director or a substantial shareholder of the Company or any of their respective associates, the said limit is 0.1% of the shares in issue. Any further grant of share options in excess of such limits shall be subject to shareholders' approval at general meeting.

The Board shall, in accordance with the provisions of the Option Scheme, be entitled to make an offer to such eligible participants as it may in its absolute discretion. The offer shall specify the terms on which the option is to be granted. Such terms may at the sole discretion of the Board, include, among other things, the minimum period for which an option must be held before it can be exercised, a performance target (if any) that must be achieved before an option can be exercised in whole or in part, and/or any other terms, all of which may be imposed (or not imposed) either on a case-by-case basis or generally.

An option may be exercised in accordance with the terms of the Option Scheme at any time during an option period to be notified by the Board to each grantee, within which the shares must be taken up. The option period will be determined by the Board in its absolute discretion, save that no option may be exercised later than 10 years from the date of grant. Any option not exercised within the option period shall lapse and determine.

At 1 January 2025, there were 20,050,000 options available for grant under the Option Scheme. During the year, 9,450,000 options were granted, of which 4,300,000 to six Directors and 5,150,000 to the employees of the Group, and 837,500 options were lapsed. No options were exercised or cancelled. Accordingly, the number of shares that has been issued in respect of options granted during the year is nil. As at 31 December 2025, there were 11,437,500 options available for grant under the Option Scheme.

As at 31 December 2025, options exercisable into a total of 32,144,500 shares of the Company (including fully-vested options exercisable into 13,732,000 shares of the Company) remained outstanding. The number of shares that may be issued in respect of the options granted under the Option Scheme during the financial year ended 31 December 2025 divided by the weighted average number of ordinary shares of the Company in issue (excluding treasury shares, if any) for the year was approximately 6.88%.

As at the date of this Annual Report, the total number of shares available for issue in respect of the options granted but not yet exercised and may be granted under the Option Scheme were 29,994,500 and 13,587,500 respectively, totalling 43,582,000, representing approximately 9.33% of the issued shares of the Company (excluding treasury shares, if any) on the date of this Annual Report.

Details of movement in the options during 2025 are set out below:

		Number of options held							Closing price per share	
Name of grantee	Date of grant	Outstanding at 1 January 2025	Granted during the year	Exercised during the year	Cancelled during the year	Lapsed during the year	Outstanding at 31 December 2025	Exercise price per share	immediately before the date of grant	Exercise period
Directors										
Thomas Hui To	25 May 2022	4,000,000	–	–	–	–	4,000,000	HK\$4.65	HK\$4.50	Note (a)
	3 July 2024	2,000,000	–	–	–	–	2,000,000	HK\$3.41	HK\$3.34	Note (b)
	2 April 2025	–	2,500,000	–	–	–	2,500,000	HK\$3.17	HK\$3.11	Note (c)
Catherina Tsang Lai Chun	25 May 2022	750,000	–	–	–	–	750,000	HK\$4.65	HK\$4.50	Note (a)
	3 July 2024	150,000	–	–	–	–	150,000	HK\$3.41	HK\$3.34	Note (b)
	2 April 2025	–	200,000	–	–	–	200,000	HK\$3.17	HK\$3.11	Note (c)
Anthony Lee Hsien Pin	2 April 2025	–	400,000	–	–	–	400,000	HK\$3.17	HK\$3.11	Note (c)
William Lo Wing Yan	2 April 2025	–	400,000	–	–	–	400,000	HK\$3.17	HK\$3.11	Note (c)
Allan Zeman	2 April 2025	–	400,000	–	–	–	400,000	HK\$3.17	HK\$3.11	Note (c)
Felix Fong Wo	2 April 2025	–	400,000	–	–	–	400,000	HK\$3.17	HK\$3.11	Note (c)
Employees										
(In aggregate)	25 May 2022	11,882,000	–	–	–	437,500	11,444,500	HK\$4.65	HK\$4.50	Note (a)
	3 July 2024	4,750,000	–	–	–	400,000	4,350,000	HK\$3.41	HK\$3.34	Note (b)
	2 April 2025	–	5,150,000	–	–	–	5,150,000	HK\$3.17	HK\$3.11	Note (c)
Total		23,532,000	9,450,000	–	–	837,500	32,144,500			

DIRECTORS' REPORT

Notes:

- (a) The validity period of the options granted on 25 May 2022 ("2022 Options") is 10 years, from 25 May 2022 to 24 May 2032 (both dates inclusive). The vesting dates and exercise periods of the 2022 Options are set out below:
- (i) 25% of the 2022 Options shall be exercisable from 25 May 2023 to 24 May 2032 (both dates inclusive);
 - (ii) 25% of the 2022 Options shall be exercisable from 25 May 2024 to 24 May 2032 (both dates inclusive);
 - (iii) 25% of the 2022 Options shall be exercisable from 25 May 2025 to 24 May 2032 (both dates inclusive); and
 - (iv) 25% of the 2022 Options shall be exercisable from 25 May 2026 to 24 May 2032 (both dates inclusive).
- (b) The validity period of the options granted on 3 July 2024 ("2024 Options") is 10 years, from 3 July 2024 to 2 July 2034 (both dates inclusive). The vesting dates and exercise periods of the 2024 Options are set out below:
- (i) 25% of the 2024 Options shall be exercisable from 3 July 2025 to 2 July 2034 (both dates inclusive);
 - (ii) 25% of the 2024 Options shall be exercisable from 3 July 2026 to 2 July 2034 (both dates inclusive);
 - (iii) 25% of the 2024 Options shall be exercisable from 3 July 2027 to 2 July 2034 (both dates inclusive); and
 - (iv) 25% of the 2024 Options shall be exercisable from 3 July 2028 to 2 July 2034 (both dates inclusive).
- (c) The validity period of the options granted on 2 April 2025 ("2025 Options") is 10 years, from 2 April 2025 to 1 April 2035 (both dates inclusive). The vesting dates and exercise periods of the 2025 Options are set out below:
- (i) 25% of the 2025 Options shall be exercisable from 2 April 2026 to 1 April 2035 (both dates inclusive);
 - (ii) 25% of the 2025 Options shall be exercisable from 2 April 2027 to 1 April 2035 (both dates inclusive);
 - (iii) 25% of the 2025 Options shall be exercisable from 2 April 2028 to 1 April 2035 (both dates inclusive); and
 - (iv) 25% of the 2025 Options shall be exercisable from 2 April 2029 to 1 April 2035 (both dates inclusive).
- (d) The 2022 Options, the 2024 Options and the 2025 Options granted to the Directors had been approved by the Board of Directors (including all Independent Non-executive Directors). Each of the Directors had abstained from voting on the resolution approving the grant of options to him/her.
- (e) There is no performance target which must be satisfied or achieved before an option can be exercised for the 2022 Options, 2024 Options and 2025 Options.

The fair value of 2025 Options at the grant date is HK\$11.4 million, calculated using the binomial option pricing model. The significant assumptions used in the calculation of the values of the 2025 Options were as follows:

Date of grant	: 2 April 2025
Contractual option life (years)	: 10
Exercise price (HK\$)	: 3.17
Risk-free interest rate (%)	: 2.968
Expected dividend yield (%)	: –
Expected volatility (%)	: 37.73

The risk-free rate is the rate of safety investment, which is based on the market yield rates of Hong Kong government bond as of the valuation date. The expected dividend yield is derived from the dividend payment history of the Company. The expected volatility is based on the historical share price movement of the Company prior to the valuation date for a period over the option life.

Save as disclosed above, no options were granted, exercised, cancelled or lapsed in accordance with the terms of the Option Scheme during the year. Further details of the Option Scheme is set out in Note 32 to the consolidated financial statements.

Save as the information disclosed above in relation to the Option Scheme and the share option scheme of the Company's subsidiary, TVB e-Commerce Group Limited, adopted by the Company on 29 June 2017, at no time during 2025 or at the year-end date was the Company, its parent company or any of its subsidiaries or fellow subsidiaries a party to any arrangements to enable the Directors of the Company to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN TRANSACTION, ARRANGEMENT OR CONTRACT

During the year and up to the date of this report, the Company did not have any connected transactions which were subject to the reporting requirements under Chapter 14A of the Listing Rules. No other transactions, arrangements or contracts of significance in relation to the Group's business to which the Company or any of its subsidiaries was a party, and in which a Director of the Company or his/her connected entity had a material interest, whether directly or indirectly, subsisted at the year-end or at any time during 2025.

PERMITTED INDEMNITY

Subject to the applicable laws, the Directors of the Company shall be indemnified and secured harmless out of the assets of the Company from and against all actions, costs, charges, liabilities, losses, damages and expenses which they or any of them shall or may incur or sustain in the execution of their duties or in relation thereto pursuant to the Articles. The Company has also arranged directors' liability insurance, to insure against any losses and liabilities incurred by the Directors of the Company and its subsidiaries in their capacity as such. Such provisions in the Articles and the directors' liability insurance were in force during the financial year ended 31 December 2025 and remained in force as of the date of this report.

EQUITY-LINKED AGREEMENTS

Save for the Option Scheme as set out under the sub-heading "Share Option Scheme" and the subscription agreement as detailed under the sub-heading "Convertible Bonds due 2028" in this report, no equity-linked agreements were entered into by the Company during or subsisted at the end of the financial year.

MANAGEMENT CONTRACTS

No contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year.

RELATED PARTY TRANSACTIONS

Details of the significant related party transactions undertaken in the normal course of business are provided under Note 41 to the consolidated financial statements. None constitutes a discloseable connected transaction as defined under the Listing Rules.

DIRECTORS' EMOLUMENTS

Details of the remuneration of Directors for the year are set out in Note 30 to the consolidated financial statements.

PROPOSED CHANGE OF COMPANY NAME

The Company announced on 25 March 2026 that the Board proposed to change the English name of the Company from "Television Broadcasts Limited" to "TVB Limited" and the Chinese name of the Company from "電視廣播有限公司" to "無綫集團有限公司" (the "Proposed Change of Company Name").

The Group today operates a diversified media and entertainment business in Hong Kong and Macau, the Chinese Mainland and overseas. We operate both terrestrial TV and digital streaming platforms in Hong Kong and internationally, engage in content creation and production including TV and musical content, develop and manage artistes, and license our intellectual property (IP) to commercial third parties for income. In the six decades since we were founded in 1965, we have thus grown and evolved well beyond our roots as a pure TV broadcaster. Hence, the Board believes the proposed name better reflects the business identity, market position and future direction of the Group, and the Proposed Change of Company Name is in the best interests of the Company and its shareholders as a whole.

The Proposed Change of Company Name is subject to: (1) the passing of a special resolution by the shareholders of the Company at the 2026 AGM to approve the Proposed Change of Company Name; and (2) the Companies Registry in Hong Kong granting the approval for the Proposed Change of Company Name.

Please refer to the Company's announcement dated 25 March 2026 for details.

DIRECTORS' REPORT

DISCLOSURES PURSUANT TO RULES 13.20 AND 13.22 OF THE LISTING RULES

SMI Holdings Group Limited

The Group had provided the following financial assistance to SMI Holdings Group Limited ("SMI"), a company previously listed on the Stock Exchange (stock code: 00198) and the listing of its shares was cancelled on 14 December 2020 and an independent third party of the Group, which in aggregate exceeded 8% under the assets ratio (as defined under Chapter 14 of the Listing Rules) and hence constituted an advance to an entity under Rule 13.13 of the Listing Rules:

- **US\$23,000,000 9.5% unsecured redeemable fixed coupon bonds issued by SMI ("Bonds")**

In April 2018, the Company subscribed for the Bonds which are unsecured and bear an interest rate of 9.5% per annum payable semi-annually. The Bonds would mature in 2020 (extendable to 2021 by mutual agreement). Unless early redeemed with the consent of the Company, the Bonds would be redeemed on the maturity date at the aggregate amount of (i) the principal amount of the outstanding Bonds and (ii) all accrued and unpaid interest on or prior to the maturity date.

- **US\$83,000,000 7.5% secured redeemable convertible bonds issued by SMI ("Convertible Bonds")**

In May 2018, the Company subscribed for the Convertible Bonds which are secured by a share charge in respect of the entire share capital of SMI International Cinemas Limited, a wholly-owned subsidiary of SMI, and bear an interest rate of 7.5% per annum payable semi-annually. The Convertible Bonds would mature in 2020 (extendable to 2021 by mutual agreement).

Unless otherwise redeemed, converted or cancelled, the Convertible Bonds would be redeemed on the maturity date at the aggregate amount of (i) the principal amount of the outstanding Convertible Bonds and (ii) the remainder of (a) an amount equal to an annual return of 11% per annum (calculated on the principal amount of the outstanding Convertible Bonds for the period from and including the issue date up to but excluding the maturity date) minus (b) all interest paid on or prior to the maturity date. Without prejudice to the foregoing, SMI may at any time after expiry of 6 months from the issue date but not less than 14 business days prior to the maturity date, by giving not less than 10 days' or more than 30 days' notice to the bondholder(s), redeem all or part of the Convertible Bonds, at the redemption price in the aggregate amount of (i) the principal amount of the outstanding Convertible Bonds and (ii) the remainder of (a) an amount equal to an annual return of 11% per annum (calculated on the principal amount of the outstanding Convertible Bonds for the period from and including the issue date up to but excluding the redemption date) minus (b) all interest paid on or prior to the redemption date. For details and the latest development of the above advances to SMI, please refer to the Company's announcement dated 2 May 2018 and Note 13 to the condensed consolidated financial information. As at 31 December 2025, the principal amount of the above advances was US\$106,000,000. A full impairment provision of US\$106,000,000 has been provided.

CONVERTIBLE BONDS DUE 2028

On 16 August 2023, the Company entered into a subscription agreement with Cardy Oval Limited, a company controlled by Mr. Goodwin Gaw (such company, "Investor"), pursuant to which the Company has conditionally agreed to issue and the Investor has conditionally agreed to subscribe for the convertible bonds ("Convertible Bonds due 2028") in an aggregate principal amount of HK\$156 million at an initial conversion price of HK\$4.45 per conversion share. Completion of the subscription agreement took place on 6 September 2023.

As at 31 December 2025, the net proceeds from the issuance of the Convertible Bonds due 2028, being approximately HK\$155 million, had been fully utilized for general corporate purposes. No conversion of the Convertible Bonds due 2028 had been exercised by the holder of the Convertible Bonds due 2028, and no Convertible Bonds due 2028 were redeemed, repurchased or cancelled during the year. Based on the initial conversion price, a total of 35,056,164 ordinary shares will be allotted and issued upon exercise in full of the conversion right attached to the Convertible Bonds due 2028, which represent approximately 7.51% of the total number of shares in issue as at 31 December 2025 and approximately 6.98% of the total number of shares in issue as enlarged by the number of new shares issued upon full conversion of the outstanding Convertible Bonds due 2028. Set out below is the dilution effect on equity interest of the substantial shareholders:

Major Shareholder	As at 31 December 2025		Immediately upon conversion of the Convertible Bonds due 2028 at the initial conversion price	
	Number of shares held	Approximate Percentage of issued shares ^(a)	Number of shares held	Approximate Percentage of issued shares ^(b)
Shaw Brothers Limited ^(c)	116,817,527 ^{(d)(f)}	25.02%	116,817,527	23.27%
Young Lion Acquisition Co. Limited	116,817,527 ^{(d)(f)}	25.02%	116,817,527	23.27%
Young Lion Holdings Limited	116,817,527 ^{(d)(f)}	25.02%	116,817,527	23.27%
Vanilla Sky Limited	116,817,527 ^{(d)(f)}	25.02%	116,817,527	23.27%
Brilliant Spark Holdings Limited	116,817,527 ^(e)	25.02%	116,817,527	23.27%
CMC Group Corporation	116,817,527 ^(e)	25.02%	116,817,527	23.27%
CMC M&E Holdings Limited	116,817,527 ^(e)	25.02%	116,817,527	23.27%
CMC M&E Acquisition Co. Ltd.	116,817,527 ^{(e)(f)}	25.02%	116,817,527	23.27%
Silchester International Investors LLP	27,564,200 ^(g)	5.90%	27,564,200	5.49%
The Investor	–	–	35,056,164	6.98%

Notes:

- (a) Based on 466,961,836 ordinary shares of the Company in issue as at 31 December 2025. The Company did not hold any treasury shares as at 31 December 2025.
- (b) Percentage of issued shares was based on 502,018,000 ordinary shares of the Company in issue (excluding treasury shares, if any), as enlarged by the number of new shares to be issued upon full conversion.
- (c) SBL was the registered shareholder of 116,817,527 shares of the Company.
- (d) SBL was a wholly-owned subsidiary of YLA, which was in turn a wholly-owned subsidiary of YLH. YLH was controlled by VSL, which was in turn wholly-owned by Mr. Thomas Hui To. Therefore YLA, YLH and VSL were deemed to be interested in the same 116,817,527 shares held by SBL.
- (e) CMC M&E Acquisition was deemed to be interested in the same 116,817,527 shares held by SBL. Such interests were held through its interest in YLH. CMC M&E Acquisition was a wholly-owned subsidiary of CMC M&E Holdings Limited, which was in turn a wholly-owned subsidiary of CMC Group Corporation. CMC Group Corporation was wholly-owned by Brilliant Spark Holdings Limited, which was in turn wholly-owned and controlled by Mr. Li Ruigang.
- (f) Mr. Thomas Hui To, VSL, CMC M&E Acquisition, YLH, YLA and SBL were the parties of an agreement (the "Agreement") to hold the interest in these 116,817,527 shares of the Company. The Agreement was an agreement to which Section 317 of the SFO applies.
- (g) Silchester International Investors LLP was deemed to be interested in the shares held by certain commingled funds, in the capacity of investment manager.

DIRECTORS' REPORT

On 31 December 2025, the Group recorded total net assets of approximately HK\$2,232 million and cash reserve of approximately HK\$794 million. Based on the financial positions of the Group, the Company was able to meet its redemption obligations under the Convertible Bonds due 2028.

Please refer to the Company's announcements dated 16 August 2023 and 8 September 2023 and Note 24 to the consolidated financial statements for further details of the Convertible Bonds due 2028.

BOARD COMMITTEES

The responsibilities of the Executive Committee, the Audit Committee, the Remuneration Committee, the Nomination Committee, the Investment Committee and the Regulatory Committee of the Board and their work done during the year are set out in the Corporate Governance Report on pages 96 to 103.

CORPORATE GOVERNANCE

The Corporate Governance Report for the year are set out on pages 85 to 109 of this Annual Report.

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

The Company had not redeemed, and neither had the Company nor any of its subsidiaries purchased or sold any of the Company's listed securities during the year.

During the year and as at 31 December 2025, the Company did not have any treasury shares (as defined in the Listing Rules).

PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this report, at least 25% of the Company's total number of issued shares (excluding treasury shares, if any) is held by the public at all times. At 25 March 2026, there were 340 shareholders on the Company's register of members.

MAJOR CUSTOMERS AND SUPPLIERS

During the year, the percentages of the Group's purchases and sales attributable to its five largest suppliers and five largest customers were both less than 30%.

AUDITOR

The consolidated financial statements for the year ended 31 December 2025 have been audited by PricewaterhouseCoopers who will retire and, being eligible, offer itself for re-appointment at the 2026 AGM.

By order of the Board

Thomas Hui To
Executive Chairman

Hong Kong, 25 March 2026

CORPORATE GOVERNANCE REPORT

TVB's key corporate governance practices and activities during the year ended 31 December 2025 are set out in this Corporate Governance Report ("CG Report"), which has been prepared in accordance with the requirements of Appendix C1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules").

CORPORATE GOVERNANCE PRACTICES

Maintaining high standards of business ethics and corporate governance practices has always been one of the Company's core objectives. The Company believes that conducting business in an open and a responsible manner serves its long-term interests and those of the stakeholders.

The Company was in compliance with the code provisions in Part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules ("CG Code") throughout 2025.

CULTURE AND VALUES

The Company's vision is to become a world-class media organisation with extensive digital and direct-to-customer capabilities, amplifying its long tradition to entertain, inform and enrich audiences. This vision guides the Group to pursue its mission to bring the best Chinese-language entertainment to our audiences in Hong Kong and around the world.

The Company is committed to developing a positive culture to achieve its vision and mission toward sustainable growth.

Strategic Planning

The Company has an ongoing strategic planning process to identify and assess opportunities and challenges that the Group may face and to develop a planned course of action for the Group to generate sustainable long-term value for the Company's shareholders ("Shareholders"). Details about the Company's strategic planning are provided in the "Chairman's Statement" of this Annual Report.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE STRATEGY AND REPORT

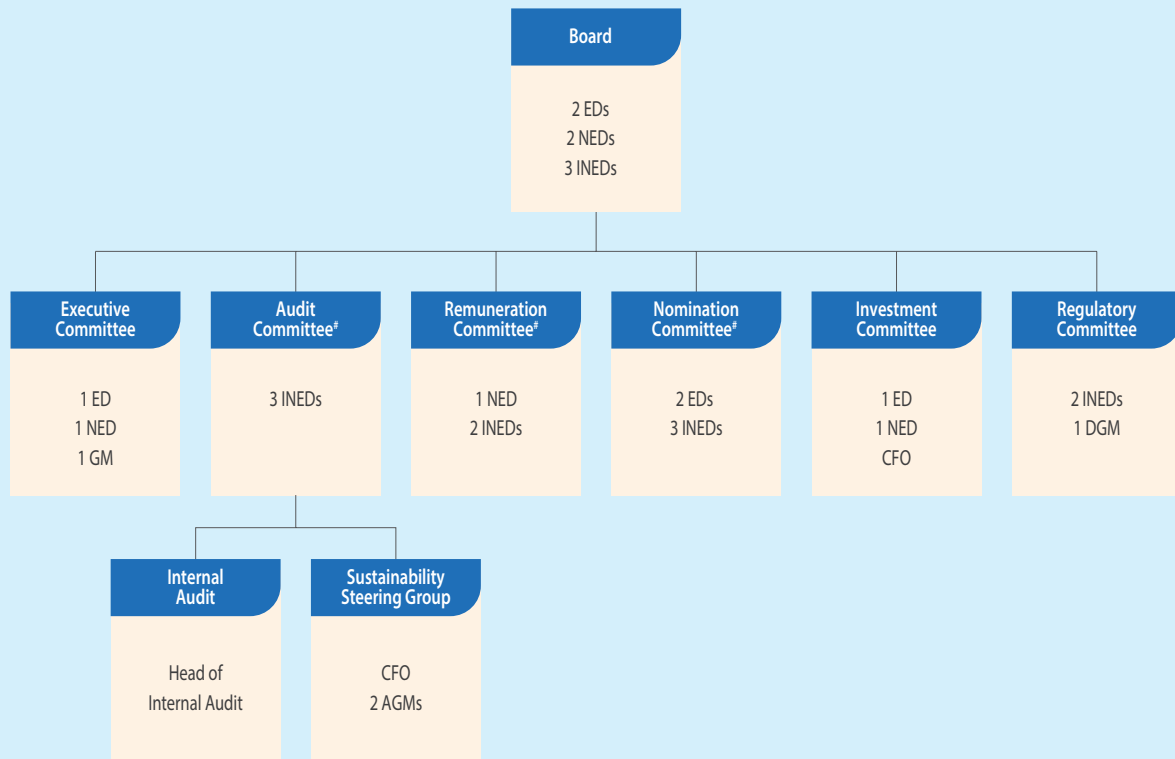
The Board has overall responsibility for the Company's environmental, social and governance ("ESG") strategy and reporting. In line with the CG Code, the Board is responsible for evaluating and determining the Company's ESG and climate related risks, and ensuring that appropriate and effective ESG risk management and internal control systems are in place.

The 2025 ESG Report will be published on the website of The Stock Exchange of Hong Kong Limited ("Stock Exchange") (www.hkexnews.hk) and the Company's corporate website (<https://corporate.tvb.com>) together with this Annual Report.

CORPORATE GOVERNANCE REPORT

COMPOSITION OF THE BOARD AND ITS COMMITTEES

The corporate governance structure of the Company at the date of this CG Report is as follows:



: mandatory committee under the Listing Rules

Director

ED : Executive Director
NED : Non-executive Director
INED : Independent Non-executive Director

Management

GM : General Manager
DGM : Deputy General Manager
AGM : Assistant General Manager
CFO : Chief Financial Officer

BOARD OF DIRECTORS

The Company is headed by an effective Board which is charged with the duty of promoting the success of the Company by directing and supervising its affairs in a responsible manner.

The Board is the highest governing body of the Company and is supported by six Board Committees, namely the Executive Committee, the Audit Committee, the Remuneration Committee, the Nomination Committee, the Investment Committee and the Regulatory Committee. All of the Board Committees report to the Board of Directors.

The Board is responsible for development and review of the Company's policies and practices on corporate governance, review and monitoring of training and continuous professional development of Directors and Senior Management; the Company's policies and practices on compliance with legal and regulatory requirements; the code of conduct and compliance manuals applicable to employees and Directors; and the Company's compliance with the CG Code and disclosure in the CG Report.

At the date of this CG Report, the composition of the Board comprises two Executive Directors and five Non-executive Directors (including three Independent Non-executive Directors ("INEDs")).

Category	Directors	Length of Tenure	Current Period of Appointment*
Executive Director	Thomas Hui To	10.9 years	2 years
	Catherina Tsang Lai Chun	1.3 years	1 year
Non-executive Director	Li Ruigang	9.4 years	3 years
	Anthony Lee Hsien Pin	14.1 years	2 years
Independent Non-executive Director	William Lo Wing Yan	11.1 years	2 years
	Allan Zeman	10.9 years	2 years
	Felix Fong Wo	6.3 years	3 years

* The current period of appointment refers to the period of appointment since appointment/last re-appointment of such Director.

This composition gives the Board a balance of skills and experience necessary for the fulfilment of the Company's business objectives. The representation of INEDs on the Board helps provide independent views and judgement when they are called for.

The biographical information of Directors are set out on pages 64 to 67 of this Annual Report.

CORPORATE GOVERNANCE REPORT

COMPOSITION OF THE BOARD AND MEMBERSHIPS OF ITS COMMITTEES

Board of Directors	also serving:	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee	Investment Committee	Regulatory Committee
Executive Directors							
Thomas Hui To (Executive Chairman)		C	—	—	M	M	—
Catherina Tsang Lai Chun		—	—	—	M	—	—
Non-executive Directors							
Li Ruigang		M	—	M	—	—	—
Anthony Lee Hsien Pin		—	—	—	—	C	—
Independent Non-executive Directors							
William Lo Wing Yan		—	C	—	M	—	M
Allan Zeman		—	M	C	M	—	—
Felix Fong Wo		—	M	M	C	—	C
Senior Management							
Siu Sai Wo		M	—	—	—	—	—
Desmond Chan Shu Hung		—	—	—	—	—	M
Ian Lee Hock Lye		—	—	—	—	M	—

C: Chairman of the committee

M: Member of the committee

BOARD CHANGES

During the year and up to the date of this CG Report, the following changes to the composition of the Board and its Committees took place:

On 9 May 2025	
• Board	The late Mr. Kenneth Hsu Kin resigned as a Non-executive Director.
On 29 May 2025	
• Nomination Committee	Ms. Catherina Tsang Lai Chun was appointed as a member of the committee and Mr. Anthony Lee Hsien Pin ceased to be a member of the committee.
On 21 January 2026	
• Executive Committee	Mr. Eric Tsang Chi Wai ceased to be a member of the committee.

Save as disclosed in this section, there were no other changes in the composition of the Board and its Committees during the year and up to the date of this CG report.

DIVERSITY

Board Diversity

The Board has adopted a Board Diversity Policy, which follows the practice as laid down by the Stock Exchange. The Board Diversity Policy contains measurable objectives for implementation, and monitoring and reporting on achieving its objectives. The implementation and effectiveness of this policy is subject to annual review by the Board.

Pursuant to the Board Diversity Policy, the Board shall consider the benefits of diversity when it reviews the Board composition, in addition to examining whether it has an appropriate balance of skills, experience and independence.

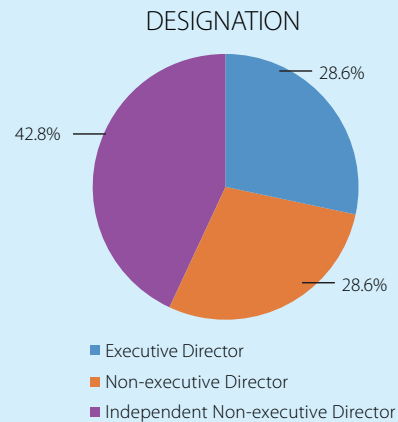
Board diversity is considered from a number of aspects, including but not limited to gender, age, cultural and educational background, professional experience and business experience. The diversity of the Board members was achieved throughout the year. As at the date of this report, the Board comprises one female Director. The Board considers that the gender diversity in respect of the Board has been achieved and will continue to maintain a diverse Board.

CORPORATE GOVERNANCE REPORT

The Board has a total of 7 Directors

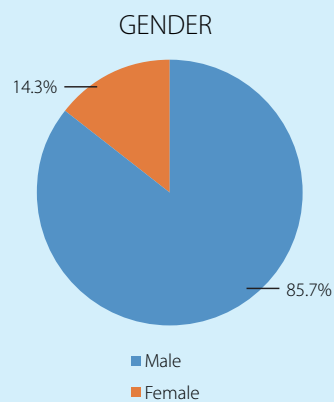
Designation

Executive Director	Non-executive Director	Independent Non-executive Director
2	2	3



Gender

Male	Female
6	1

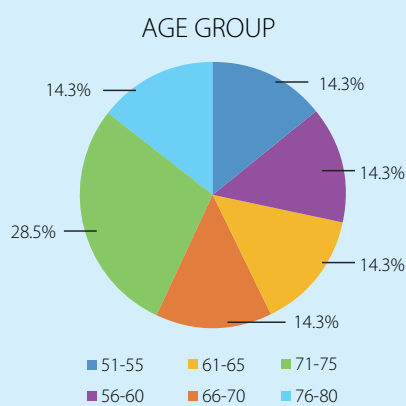


Age Group

The number of Directors falling within the following age groups are:

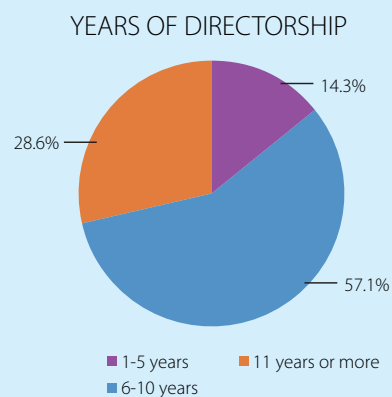
51-55	56-60	61-65	66-70	71-75	76-80
1	1	1	1	2	1

The average age of Directors is 67 years old.



Years of directorship with TVB

1-5 years	6-10 years	11 years or more
1	4	2



The background of each member of the Board is as follows:

Director	Title	Background Professional/Expertise
Thomas Hui To	Executive Chairman	Media and Entertainment, Investment
Catherina Tsang Lai Chun	Executive Director	Media and Entertainment
Li Ruigang	Non-executive Director	Media and Entertainment
Anthony Lee Hsien Pin	Non-executive Director	Finance and Investment
William Lo Wing Yan	Independent Non-executive Director	Technology, Media and Telecommunications, Finance
Allan Zeman	Independent Non-executive Director	Investment
Felix Fong Wo	Independent Non-executive Director	Legal and Regulatory

Directors have diversified backgrounds, ranging from finance and investment; legal and regulatory; media and entertainment to technology, which fits well with the Company's business objectives.

In consideration of the above aspects, the Board concluded that the Board Diversity Policy was effectively implemented throughout the year.

Diversity across Workforce

The Company has adopted a Workforce Diversity Policy, setting out guidelines that help eliminate acts which will constitute discrimination and in turn maintain a harmonious working environment. The Group provides a diversified and inclusive workplace with equal opportunities to all employees and does not discriminate on the grounds of gender, race, age, nationality, religion, sexual orientation, disability and any other aspects of diversity. As at 31 December 2025, the Group had a total of 3,044 full time staff and artistes. The ratio of women to men in the workforce (excluding Directors of the Company) was approximately 5:6. Among the ten Senior Management, three are female and seven are male, thereby the ratio of women to men of Senior Management was 3:7. As at the date of this report, the Group had nine Senior Management, three are female and six are male. In reviewing on succession planning, the Group will also put appropriate consideration and emphasis on enhancing gender diversity across the workforce. For details of gender distribution, please refer to "Valuing Our People & Operating Responsibly" in 2025 ESG Report.

DIRECTORS' RESPONSIBILITIES, ACCOUNTABILITIES AND CONTRIBUTIONS

Each Director has a duty to act in good faith and in the best interests of the Company. The Directors are collectively and individually responsible to all Shareholders for the manner in which the affairs of the Company are managed, controlled and operated. The Directors acknowledge that they are responsible for the preparation of financial statements for each financial period.

To ensure that issues relating to conflict of interest are properly handled, Directors are requested to disclose information relating to any relationships which may give rise to areas of conflict of interest so that such matters can be dealt with in the proper manner by other independent directors. The Company Secretary keeps a register of disclosure of conflict for record purposes. Additionally, Directors are requested to provide a confirmation annually to the Company Secretary as to whether or not any such conflict of interest exists.

Board's Power

The Board is empowered to set the strategic direction of the Company and monitor the performance of the Group's business and management; and, inter alia, to ensure that a risk management framework is in place to enable the Company's risks be assessed and managed.

CORPORATE GOVERNANCE REPORT

The Board exercises a number of reserved approval powers over matters which include:

- significant changes in accounting policies or capital structure;
- issuance of financial statements and public announcements;
- major acquisitions, disposals and capital projects;
- material borrowings and any issuing, or buying back, of equity securities;
- remuneration policies;
- annual group budget;
- dividend policy; and
- treasury policy.

Directors' Training

Each Director is kept abreast of his/her responsibilities as Director of the Company and of the conduct, business activities and development of the Company. Management provides monthly group management accounts, press releases and other information to Directors in a timely manner to keep them apprised

of the Company's latest developments, performance, position and prospects. In addition, Directors have independent access to members of Senior Management in respect of operational issues.

To keep Directors abreast of professional developments and to meet the requirements of the Listing Rules, the Company organises trainings from time-to-time on relevant professional topics and areas of interests. In addition, the Company provides reading materials for developing and refreshing the knowledge and skills of the Directors. Tailored induction training will also be provided to any newly appointed Director(s) to assist him/her in understanding the Company's businesses and operations, risks and challenges, corporate culture and governance and director's responsibilities.

Throughout 2025, the Company organised training sessions, conducted either by internal or external providers, and offered learning resources to Directors for self-study. In addition, each Director was asked to provide to the Company a record of the training he/she received during the year from other sources for record and completeness purposes. A summary of the record of training received by the current Directors during the year is as follows:

	Training Topics				
	Board's Role, Functions and Responsibilities/ its Effectiveness	Directors' Duties/Legal & Regulatory	Corporate Governance/ ESG matters	Risk Management and Internal Controls	Industry Updates/ Business Trends
Executive Directors					
Thomas Hui To	✓	✓	✓	✓	✓
Catherina Tsang Lai Chun	✓	✓	✓	✓	✓
Non-executive Directors					
Li Ruigang	✓	✓	✓	✓	✓
Anthony Lee Hsien Pin	✓	✓	✓	✓	✓
Independent Non-executive Directors					
William Lo Wing Yan	✓	✓	✓	✓	✓
Allan Zeman	✓	✓	✓	✓	✓
Felix Fong Wo	✓	✓	✓	✓	✓

Proceedings of the Board and Board Committee Meetings

The Board holds meetings on pre-scheduled dates and the draft timetable for meetings for the following year is circulated for comment at the end of each calendar year. Notices of Board meetings are despatched well in advance of each meeting. The agendas of Board meetings are approved by the Chairman, and all Directors are given the opportunities to propose agenda items for consideration at meetings. The Board is provided with adequate and timely information about the Company's business and developments before each meeting to enable active participation and discussions. Before each meeting, draft minutes of the

previous meeting are circulated and commented on by Directors, before they are approved by the Chairman.

Pursuant to the Articles of Association of the Company ("Articles"), a resolution-in-writing signed by all the Directors shall be regarded as valid and effectual as if it had been passed at a meeting of the Directors duly convened and held. However, if a Director has a conflict of interest in any matter to be considered by the Board which is determined to be material, such a matter will be dealt with by a physical meeting, rather than in a resolution-in-writing.

Proceedings of Board Committee meetings are governed by provisions in the Articles for regulating the proceedings of meetings of Directors.

ATTENDANCE RECORDS OF DIRECTORS

The attendance⁽¹⁾ of Directors at the Board and its Committees meetings and 2025 AGM held in the year is set out below:

Directors	Number of meeting(s) attended/eligible to attend							2025 AGM
	Board	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee	Investment Committee	Regulatory Committee	
Thomas Hui To	6/6	12/12	—	—	1/1	1/1	—	1/1
Catherina Tsang Lai Chun ⁽²⁾	6/6	—	—	—	N/A	—	—	1/1
Li Ruigang	6/6	12/12	—	2/2	—	—	—	1/1
Anthony Lee Hsien Pin ⁽³⁾	6/6	—	—	—	1/1	1/1	—	0/1
William Lo Wing Yan	5/6	—	4/4	—	1/1	—	2/2	1/1
Allan Zeman	6/6	—	4/4	2/2	1/1	—	—	1/1
Felix Fong Wo	5/6	—	4/4	1/2	1/1	—	2/2	1/1

Notes:

- Directors may attend meetings in person, by phone or through other means of electronic communication in accordance with the Articles.
- Ms. Catherina Tsang Lai Chun was appointed as a member of the Nomination Committee with effect from 29 May 2025.
- Mr. Anthony Lee Hsien Pin ceased to be a member of the Nomination Committee with effect from 29 May 2025.
- The late Mr. Kenneth Hsu Kin resigned as a Non-executive Director with effect from 9 May 2025. He was not able to attend the three Board meetings held during his tenure of service as a Director during 2025.

CORPORATE GOVERNANCE REPORT

BOARD MEETINGS AND RESOLUTIONS

During 2025, the Board dealt with the following matters through meetings and resolutions-in-writing:

Financial and Operational Performance

- approved the annual results for the year ended 31 December 2024;
- received from Management financial and business performance of the Group periodically;
- approved the interim results for the six months ended 30 June 2025;
- discussed and approved the budget of the Group for the year ending 31 December 2026;
- approved the grant of share options and the engagement of a securities broker to manage our share option scheme; and
- discussed and approved audited financial statements for projects.

Governance

- approved the changes in composition of the Board and Board Committees;
- noted the completion of the transfer of ownership interests in Young Lion Holdings Limited, an indirect holding company of Shaw Brothers Limited;
- approved the adoption of the amended TVB Corporate Governance Code and the revised terms of reference of the Nomination Committee;
- approved the adoption of Workforce Diversity Policy;
- reviewed the Shareholders' Communication Policy, Board Diversity Policy and Mechanisms for Ensuring Independent Views; and
- discussed the proposed change of Company name.

In August 2025, the Executive Chairman of the Board, as required under the CG Code, held a meeting with the INEDs without the presence of other Directors to discuss issues relevant to the Board. No matters of significance arose from this meeting between the Chairman and the INEDs.

DELEGATION TO MANAGEMENT

The Board has formalised the functions delegated to Senior Management and reviews such arrangements on a periodic basis. Senior Management is charged with the following responsibilities:

- implementing and reporting to the Board on the Company's strategies;
- overseeing the realisation by the Company of the objectives set by the Board;
- providing all such information to the Board as is necessary to enable the Board to monitor the performance of Senior Management; and
- discharging duties and authorities as may be delegated by the Board.

OTHER MATTERS

All Directors have confirmed following enquiries that they had spent sufficient time on the affairs of the Company during the year ended 31 December 2025.

All Directors have also disclosed to the Company bi-annually their other directorships held in Hong Kong or overseas listed companies and other significant commitments, together with an indication of the time involved in the Company. The following list shows the number of directorships held by our Directors in other public companies:

	Number of Companies		
	0-1	2-3	4-5
Number of Directors	4	1	2

As at 31 December 2025, none of our Directors, individually, held directorships in more than six public companies (including the Company).

The Company has, at its own cost and expense, taken out and maintained appropriate directors' liability insurance to insure against losses and liabilities, if any, incurred by the Directors of the Company in their capacity as such.

BOARD INDEPENDENCE

The Company has adopted stringent procedures for the appointment of INEDs and the continuous requirements to monitor their independence.

Before and On Appointment

- Nomination Committee will follow the Nomination of Directors Policy (including the nomination procedures and criteria for selection and recommendation of candidates for directorship) and the Board Diversity Policy, and perform an assessment of the independence of such candidates.
- The candidate for INED is required to confirm to the Company his/her independence, having regard to the criteria under Rule 3.13 of the Listing Rules upon appointment.

Ongoing Assessment

- Each of the INEDs is required to inform the Stock Exchange and the Company, as soon as practicable, if there is any change in his/her own personal particulars that may affect his/her independence.
- The INEDs are required to confirm with the Company whether he/she has any financial, business, family or other material/relevant relationship with each other on an annual basis.
- All Directors (including the INEDs) have a continuous duty to update the Company with changes to their other appointments with the objective to ensure that they continue to be independent.

Annual Assessment

- Each of the INEDs is required to confirm with the Company his/her independence having regard to the criteria under Rule 3.13 of the Listing Rules.
- Nomination Committee will assess and review the independence of the INEDs annually.

As at the date of this Annual Report, there is a total of three INEDs (out of seven Directors) on the Board, namely, Dr. William Lo Wing Yan, Dr. Allan Zeman and

Mr. Felix Fong Wo. This number fulfills the requirement of a minimum of three INEDs as prescribed under Rule 3.10(1) of the Listing Rules and represents over one-third in number of the total composition of the Board of Directors as prescribed under Rule 3.10A of the Listing Rules. Dr. William Lo Wing Yan possesses strong financial background through his services over many years as chief financial officer, director and member of audit committees of various listed companies.

Each of the INEDs has given the Company a confirmation of his independence. The Nomination Committee had reviewed the independence of each of the INEDs by reference to the guidelines set out in Rule 3.13 of the Listing Rules, and considered that all INEDs are independent.

Mechanism for Ensuring Independent Views

In order to ensure that independent views and input of the INEDs are made available to the Board, the Nomination Committee and the Board are committed to assessing the Directors' independence annually with regard to all relevant factors related to the INEDs, including the following:

- composition of the Board and Board Committees;
- remuneration of INEDs;
- commitment to their independent roles and to the Board;
- declaration of conflict of interest in their roles as INEDs; and
- the Chairman of the Board meets with the INEDs annually without the presence of the other Directors.

During the year, the Board reviewed the implementation and effectiveness of the mechanism, and considered the mechanism effective.

RELATIONSHIPS BETWEEN DIRECTORS

The Directors have no relationships (including financial, business, family or other material/relevant relationships) among themselves, save for the fact that Mr. Thomas Hui To, the Executive Chairman, and Mr. Li Ruigang, a Non-executive Director, are indirect shareholders of Shaw Brothers Limited which directly holds 25.02% of the shareholding interest of the Company.

CORPORATE GOVERNANCE REPORT

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix C3 to the Listing Rules, as amended from time-to-time, as the code for Directors and members of Senior Management in their dealings in the securities of the Company.

All Directors and members of Senior Management are subject to specific enquiries by the Company as part of their bi-annual confirmations of compliance and have confirmed that they had complied with the Model Code during 2025.

DIRECTORS' TERM OF OFFICE, ELECTION AND RE-ELECTION

All Non-executive Directors and Independent Non-executive Directors are appointed for a term of three years. Pursuant to the Articles, all Directors shall be subject to retirement and re-election. Any Director (including Non-executive Directors) appointed by the Board either to fill a casual vacancy or as an additional Director shall hold office only until the next following general meeting of the Company, and shall then be eligible for election at such meeting. Thereafter, they shall be subject to retirement and re-election at every third annual general meeting of the Company in accordance with the Articles. None of the Directors of the Company has a service contract with the Company which is not determinable within one year, without payment of compensation, other than statutory compensation.

The Company had issued a letter of appointment to document the key terms of appointment of each Director. A set of "TVB Directors' Manual" containing the Articles, the TVB Corporate Governance Code ("TVB CG Code"), the Model Code and notification procedures, terms of reference of the respective Board Committees, certain internal policies and rules and guidelines issued by the regulatory and professional bodies in respect of their duties is provided to all Directors upon joining the Board. In addition, the Company offers formal induction training to Directors upon their appointment.

Details of Mr. Li Ruigang and Mr. Felix Fong Wo, who are subject to retirement for re-election at the 2026 AGM, are set out in a circular which will be sent to Shareholders together with the notice of the 2026 AGM.

SEGREGATION OF DUTIES BETWEEN THE CHAIRMAN AND THE GROUP CHIEF EXECUTIVE OFFICER

The roles of the Chairman and the Group Chief Executive Officer of the Company are segregated and clearly defined, as set out in the TVB CG Code.

Group Chief Executive Officer is responsible for implementing and reporting to the Board on the implementation of the Company's strategies; overseeing the realisation by the Company of the objectives set by the Board; and providing the necessary information for the Board to monitor the performance of Management. The role of the Group Chief Executive Officer is being performed by the Management Committee of the Company.

BOARD COMMITTEES

As at the date of this report, the Board is supported by six Board Committees, namely:

- Executive Committee;
- Audit Committee;
- Remuneration Committee;
- Nomination Committee;
- Investment Committee; and
- Regulatory Committee.

Each of them has defined terms of reference covering its authority, duties and functions. The terms of reference of these six Committees are available on the Stock Exchange's website and the Company's corporate website. During the year, the terms of reference of the Nomination Committee was updated to the Stock Exchange's website and the Company's corporate website.

The Company fully supports the Board Committees to perform their respective duties. The Board Committees, through their respective chairmen, report to the Board on their work, decisions and recommendations.

The attendance records of Directors at all Committee meetings in 2025 are set out in the table in this CG Report on page 93.

EXECUTIVE COMMITTEE

The Executive Committee has been delegated by the Board with the powers of oversight of the management of the business and affairs of the Company. The terms of reference including the major roles and functions of the Executive Committee are provided in the Company's website.

Composition and Work Done

The Executive Committee comprises three members.

Composition	Committee Members
Directors and Senior Management	Thomas Hui To, ED (chairman) Li Ruigang, NED Siu Sai Wo, General Manager (Business Operations)

Note: Mr. Eric Tsang Chi Wai, a member during 2025, ceased to be a member on 21 January 2026.

During 2025, the Executive Committee held twelve meetings and dealt with, inter alia, the following matters:

- reviewed the Group's management accounts and budgetary information, as well as the interim and annual financial reporting packages;
- reviewed the Group's cash position;
- reviewed the investment portfolio;
- discussed and made recommendations to the Board for change of Company name;
- made recommendations to the Board for dividends, if any; and
- considered and approved other Group's routine corporate and operational matters, such as enforcement actions and general banking matters.

AUDIT COMMITTEE

The Audit Committee assists the Board in fulfilling its responsibilities over independent review and supervision of financial reporting and an assessment of the effectiveness of the financial controls of the Company and its subsidiaries; review of the objectivity and the effectiveness of the external audit process

in accordance with applicable standards; review of the appointment of external auditor ensuring its independence; evaluate and determine the nature and extent of the risks the Company is willing to take in achieving its strategic objectives; and ensure that the Company establishes and maintains sound, appropriate and effective risk management and internal controls systems.

Composition and Work Done

The Audit Committee has three members, all of whom are INEDs of the Company. Dr. William Lo Wing Yan possesses strong financial background through his services over many years as chief financial officer, director and member of audit committees of various listed companies. Therefore, the Company complies with the requirement under Rule 3.21 of the Listing Rules. Membership of the Audit Committee is set out below.

Composition	Committee Members
All INEDs	William Lo Wing Yan, INED (chairman) Allan Zeman, INED Felix Fong Wo, INED

During 2025, the Audit Committee held four meetings which dealt with, inter alia, the following matters:

- reviewed accounting principles and practices adopted by the Group;
- reviewed developments in the accounting standards and assessed their potential impacts on the financial statements of the Company;
- reviewed draft interim financial information and annual consolidated financial statements and results announcements;
- reviewed draft interim and annual reports;
- considered the proposed scope and approach of the annual audit;
- reviewed and discussed audit findings and significant issues;
- made recommendation to the Board regarding re-appointment and remuneration of the external auditor;

CORPORATE GOVERNANCE REPORT

- received a report on review of risk management and internal control systems;
- reviewed the effectiveness of the risk management and internal control systems of the Group;
- reviewed adequacy of resources;
- considered report on legal and regulatory compliance;
- discussed data protection and cyber security measures across the Group and adequacy of the current procedures; and
- reviewed the bi-annual reports from the Sustainability Steering Group of the Company on the progress on ESG matters.

The reporting responsibilities of PricewaterhouseCoopers, the external auditor of the Company, are set out in the Independent Auditor's Report on pages 113 to 116 of this Annual Report.

Whistleblowing Policy

The whistleblowing policy and procedures have been established by the Board since 2012 to allow employees of the Company to raise concerns, in confidence, with the Audit Committee about possible improprieties in financial reporting, internal control or other matters. These procedures are also available to external parties who deal with the Company to raise concerns, in confidence, with the Audit Committee about possible improprieties in any matter related to the Company. During 2025, no matters were raised by employees or external parties to the Audit Committee under the whistleblowing procedures.

Anti-Corruption Policy

The Group is committed to upholding high standards of integrity and honesty in all its business dealings and has zero tolerance for corruption and related malpractice. The Anti-Corruption Policy, adopted by the Board on 25 May 2022, provides information and guidance on how to deal with bribery and corruption and related issues that may arise in the course of business. This Policy forms an integral part of the Group's corporate governance framework and should be read in conjunction with the Whistleblowing Policy and Code of Ethics of the Company.

Auditors' Remuneration

Management performs a review of the remuneration to the Group's auditors on an annual basis. The fees for audit and non-audit services have been reviewed and approved by the Audit Committee and endorsed by the Board. The fees for audit and non-audit services charged to the consolidated income statement of the Group are set out as follows:

Fees for Audit Services

	2025 HK\$'000	2024 HK\$'000
Company	3,596	3,773
Subsidiaries	3,020	3,210
Total	6,616	6,983
Fees payable to PricewaterhouseCoopers, the principal auditor	5,573	5,807

Fees for Non-audit Services

	2025 HK\$'000	2024 HK\$'000
Company	1,151	191
Subsidiaries	1,528	1,180
Total	2,679	1,371
Fees payable to PricewaterhouseCoopers, the principal auditor (Note 1)	1,908	945

Note 1: Non-audit services rendered by PricewaterhouseCoopers (PwC) to the Group in 2025 included principally professional fees in relation to tax compliance and advisory services. These servicing teams from PwC are separate from the team responsible for the Group's audit.

The Audit Committee had reviewed the non-audit services rendered by PricewaterhouseCoopers, the principal auditor, during 2025 and considered that such non-audit services rendered to the Group did not impair its independence and objectivity.

REMUNERATION COMMITTEE

The Remuneration Committee is responsible for formulating remuneration policies for Senior Management, making recommendations on annual remuneration review and determining remuneration of Executive Director and members of Senior Management. The terms of reference including the major roles and functions of the Remuneration Committee are provided in the Company's corporate website.

Composition and Work Done

The Remuneration Committee comprises three members, the majority of whom are INEDs of the Company. Membership of the Remuneration Committee is set out below.

Composition	Committee Members
INEDs as the majority	Allan Zeman, INED (chairman) Li Ruigang, NED Felix Fong Wo, INED

During 2025, the Remuneration Committee held two meetings which dealt with, inter alia, the following matters:

- considered and made recommendation to the Board on the grant of share options;
- reviewed and approved the salary increment to senior management and general staff; and
- reviewed the fee levels for Chairman, Directors and the Board Committees, by benchmarking with other listed companies in Hong Kong.

In determining the grant of the 2025 Options to the grantees (including six Directors, members of our senior management and certain employees), the Remuneration Committee took into account factors such as the Group's performance, the grantee's performance and past contributions to the Group with a view to better aligning incentives with long-term value creation.

The 2025 Options have a vesting period of four years in equal proportions and the main purposes of the grant are to recognise the performance and contributions made by the grantees before the grant and to encourage the grantees to work towards enhancing the value of the Company and for the benefit of the Company and its shareholders as a whole. The grantees have joined the Group for periods of different durations, and they are all considered to have shown satisfactory work performance. Having considered the aforesaid factors, the Remuneration Committee was of the view that performance targets were not necessary for the grant of the 2025 Options, and such grant of the 2025 Options was in line with the purpose of the Option Scheme in providing a flexible means of giving incentive to and rewarding participants of the Option Scheme. The Remuneration Committee was also of the view that the grant of the 2025 Options aligned the interests of the grantees with those of the Company and its shareholders.

The Remuneration Policies

The key elements of the Group's remuneration policies are:

- remuneration should be set at a level which is commensurate with pay levels in the market;
- remuneration should be able to attract and retain individuals with appropriate background, skills, knowledge and experience, relevant to the industry and the business; and
- no individual should determine his/her own remuneration.

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Remuneration of Directors

The Chairman of the Board is remunerated by a fixed Chairman's fee. Any other Director is remunerated by way of a fixed Director's fee and the relevant Board Committee fees, if he/she also serves on those committees. The Chairman's fee, Director's fee and Board Committee fees are made with reference to the market. With effect from 1 December 2021, only the Non-executive Directors are entitled to Chairman's fee, Vice Chairman's fee, Director's fee and the relevant Board Committee's fee except that Mr. Thomas Hui To continued to receive the aforesaid fees after he was re-designated as Executive Chairman on 10 March 2023. The exception is justified by Mr. Hui's voluntary waiver of his entitlement to executive salaries.

Any increases in Chairman's fee and/or Director's fee shall be recommended by the Remuneration Committee, proposed by the Board and approved by Shareholders at general meetings. Any increases in fees to the chairman or members of the Board Committees shall be approved by the Board.

The annual fee paid/payable to the Directors for serving on the Board and the additional annual fees paid to Directors for serving on the Board Committees for the year ended 31 December 2025 and the year ending 31 December 2026 are set out below. At the meeting of the Remuneration Committee, the Committee resolved that there would be no increase in fees of the Chairman, the Directors and the Board Committees for the year ending 31 December 2026, having taken into account of the financial performance of the Company. Therefore, the Director's fees and the Board Committee fees have been frozen for nine consecutive years i.e. from 2018 to 2026, both years inclusive.

Individual Director serving	2026	2025
	Annual fees HK\$	Annual fees HK\$
Board of Directors		
Chairman	300,000	300,000
Vice Chairman (Note)	280,000	280,000
Director	260,000	260,000
Executive Committee		
Chairman	195,000	195,000
Member	150,000	150,000
Audit Committee		
Chairman	190,000	190,000
Member	130,000	130,000
Remuneration Committee		
Chairman	70,000	70,000
Member	55,000	55,000
Nomination Committee		
Chairman	70,000	70,000
Member	55,000	55,000
Investment Committee		
Chairman	70,000	70,000
Member	55,000	55,000
Regulatory Committee		
Chairman	70,000	70,000
Member	55,000	55,000

Note: The position of Vice Chairman has been vacant.

Remuneration of Senior Management

Members of Senior Management are remunerated by way of salaries and other incentives, such as discretionary bonuses and share options. The Remuneration Committee considers their performance and contribution to the Company as well as the market environment when assessing the annual bonus amounts for the members of Senior Management. In view of the financial performance of the Company, the Remuneration Committee has determined that no discretionary bonuses be paid to the members of Senior Management for the year ended 31 December 2025. Details of the remuneration paid to the Senior Management (excluding the Directors) by band for the year ended 31 December 2025 are set out in note 31 to the consolidated financial statements.

NOMINATION COMMITTEE

The Nomination Committee is responsible for making recommendations to the Board on the appointment or re-appointment of Directors and succession planning for Directors, and for determining the policy for nomination of Directors, the nomination procedures and the process and criteria adopted by the Nomination Committee to select and recommend candidates for directorship. The terms of reference including the major roles and the functions of the Nomination Committee are provided in the Company's website.

Composition and Work Done

The Nomination Committee comprises five members, the majority of whom are INEDs of the Company. Membership of the Nomination Committee is set out below.

Composition	Committee Members
INEDs as the majority	Felix Fong Wo, INED (chairman) Thomas Hui To, ED Catherina Tsang Lai Chun, ED William Lo Wing Yan, INED Allan Zeman, INED

Notes:

1. Ms. Catherina Tsang Lai Chun was appointed as a member with effect from 29 May 2025.
2. Mr. Anthony Lee Hsien Pin ceased to be a member with effect from 29 May 2025.

During 2025, the Nomination Committee held one meeting which dealt with, inter alia, the following matters:

- reviewed the Board's composition;
- reviewed the independence of the INEDs; and
- reviewed and made recommendations to the Board on the election of Director at the 2025 AGM.

Nomination of Directors

For considering the appointment of directors, the Nomination Committee identifies individuals suitably qualified to become Board members and takes into account the Nomination of Directors Policy, including the nomination procedures and criteria for selection and the Board Diversity Policy, and makes recommendations to the Board on the selection of individuals nominated for directorship.

The Nomination Committee makes reference to criteria set out in the Nomination of Directors Policy, including, inter alia, reputation for integrity, accomplishment and experience in the industry, time commitment, relevant interest, diversity in all its aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service and independence (for Independent Non-executive Director only) in assessing the suitability of a proposed candidate.

CORPORATE GOVERNANCE REPORT

Review of the Board Composition

Pursuant to the terms of reference of the Nomination Committee, the Nomination Committee shall give adequate consideration to the following principles in carrying out its responsibilities in reviewing the Board composition:

- The Board should have a balance of skills, and experience and diversity of perspectives appropriate to the requirements of the Company's business. It should ensure that changes to its composition can be managed without undue disruption. It should include a balanced composition of Executive and Non-executive Directors (including INEDs) so that there is a strong independent element on the Board, which can effectively exercise independent judgement. Non-executive Directors should be of sufficient calibre and number in order for their views to carry weight.
- There should be a formal, considered and transparent procedure for the appointment of new Directors. There should be plans in place for orderly succession for appointments. All Directors should be subject to re-election at regular intervals. The Company must explain the reasons for the resignation or removal of any Director.

The Nomination Committee has considered the said principles when reviewing the Board composition. It has also considered the diversity of the Board and considered that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business.

INVESTMENT COMMITTEE

The Investment Committee reviews the Company's portfolio of marketable securities and monitors its performance on a regular basis. The terms of reference including the major roles and functions of the Investment Committee are provided in the Company's website.

Composition and Work Done

The Investment Committee comprises three members.

Composition	Committee Members
Directors and Senior Management	Anthony Lee Hsien Pin, NED (chairman) Thomas Hui To, ED Ian Lee Hock Lye, Chief Financial Officer

During 2025, the Investment Committee held one meeting which dealt with, inter alia, the following matters:

- reviewed the bond portfolio of the Company; and
- reviewed the report from investment manager for the Company's investment portfolio and reported to the Board.

The Investment Committee had appointed UBS AG as its investment adviser to assist in its review of the Company's investment portfolio.

REGULATORY COMMITTEE

The Regulatory Committee assists the Board on regulatory and related matters in relation to the business of the Group. The terms of reference including the major roles and functions of the Regulatory Committee are provided in the Company's website.

Composition and Work Done

The Regulatory Committee comprises three members.

Composition	Committee Members
Non-executive Directors and Senior Management	Felix Fong Wo, INED (chairman) William Lo Wing Yan, INED Desmond Chan Shu Hung, Deputy General Manager (Legal and International Operations)

During 2025, the Regulatory Committee held two meetings which dealt with, inter alia, the following matters:

- discussed the renewal of Domestic Free Television Programme Service Licence; and
- discussed the proposed amendment of Copyright Ordinance for artificial intelligence.

COMPANY SECRETARY

Ms. Lee Lai Yi is currently the Company Secretary of the Company. She joined the Company in July 2023 as Assistant Company Secretary and has extensive experience in company secretarial and corporate compliance practices. Ms. Lee is an associate of The Chartered Governance Institute and The Hong Kong Chartered Governance Institute and has been awarded with the dual designations of Chartered Secretary and Chartered Governance Professional.

All Directors have access to advice and services of the Company Secretary. The Company Secretary reports to the Chairman on board governance matters, and is tasked to ensure that Board procedures are followed, and that the Board is kept informed of developments of the Group.

Ms. Lee has confirmed that she had taken no less than 15 hours of relevant professional training for the year ended 31 December 2025.

RISK MANAGEMENT AND INTERNAL CONTROLS

RESPONSIBILITY

The Board acknowledges that it has overall responsibility for establishing an appropriate risk management and internal control systems on an ongoing basis, and for reviewing their effectiveness from time to time to enhance the Group's ability in achieving its strategic objectives, safeguarding assets, complying with applicable laws and regulations, as well as contributing to the effectiveness and efficiency of its operations. The Group's risk management and internal control systems are designed to provide reasonable, rather than absolute, assurance against material misstatement or loss, and to manage, rather than eliminate, the risks associated with operational systems and the fulfillment of its business objectives.

RISK MANAGEMENT

The Audit Committee oversees and monitors all identified major business and operational risks on an ongoing basis (including ESG and climate related risks). During 2025, the Audit Committee discussed strategic and major operational risks faced by the Group and the corresponding mitigation action plans. The major roles and functions of the Audit Committee are set out in "Audit Committee" section on pages 97 to 99 of this CG Report.

RISK MANAGEMENT PROCESS AND APPROACH

The Group's risk management process includes risk identification, analysis, evaluation, estimation, mitigation, reporting and monitoring. The methodology adopted in risk identification and assessment process comprises top-down and bottom-up approaches. The top-down approach involves identification of major strategic risks that may prevent the Group from achieving its strategic objectives. To identify such risks, a risk universe covering different types of strategic, operational, compliance and financial risks is created. Through a risk filtering process and risk assessment interviews with Senior Management and key business heads, major risks are identified for reporting and monitoring. At functional level, a bottom-up approach with the involvement of all key business units is adopted to identify operational risks arising from daily operations.

ANNUAL REVIEW OF RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS

In respect of the year ended 31 December 2025, the Board, through the Audit Committee, conducted a review of the effectiveness of the Group's risk management and internal control systems, covering all material financial, operational and compliance controls, and assessed the adequacy of resources, qualifications and experience of staff of the Group's accounting, financial reporting and internal audit functions, as well as their training programmes and budgets ("Review").

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The Review was performed through risk assessment interviews conducted by the Head of Internal Audit with Senior Management to evaluate major strategic risks faced by the Group and the corresponding mitigation actions. In addition, detailed risk and control self-assessments were completed by the heads of all key business units to assess whether the design and functioning of these control systems at operational level were sufficient to mitigate the operational risks identified.

Through discussions with Management, the following principal risks were identified and discussed at an Audit Committee meeting.

Risk Category	Description	Control Measures Undertaken
1. Business/Market	Competition from Internet-based Platforms for Viewership	- Expanded TVB's digital footprint and deepened audience engagement by strengthening digital services, content offerings and viewer experience - Launched the "TV 3.0" free streaming tier - Upgraded TVB News mobile app continuously - Actively managed TVB's official social-media channels to enhance audience reach
2. Business/Market	Shift in Advertising Budgets towards Digital	- Produced tailor-made programmes for prominent clients, public agencies and charities, thereby turning content production into a revenue opportunity - Expanded its TV advertising market to cover the Greater Bay Area (GBA) - Strengthened its advertising sales team in Hong Kong and the Chinese Mainland
3. Operations	Variability and Hit-driven Nature of Content Production	- Strengthened its content creation teams to produce a number of proven hit shows in drama, variety and news and information - Embedded AI tools across the production lifecycle
4. Business/Market	Brand Relevance and Reputational Risk	- Repositioned TVB's brand as a multi-channel media and entertainment distribution ecosystem - Proactive brand management continued through social seeding and monitoring - Strengthened TVB's public image through community and charity contributions
5. Business/Market	Erosion of Intellectual Property Rights and Streaming Piracy	- Operated an in-house anti-piracy taskforce that has tackled different forms of piracy - Worked closely with the law enforcers to combat online piracy, including taking site-blocking actions in territories with such legal recourse - Utilised software to detect and take down infringing websites promptly
6. Operations (Human Resources)	Talent Continuity and Capability Uplift	- Continued efforts towards succession planning - Broadened recruitment and staff training programmes

Risk Category	Description	Control Measures Undertaken
7. Operations (Information Technology)	Cybersecurity and Protection of Critical System	- Updated software and systems regularly to address known vulnerabilities - Maintained routine data backups and conducted regular testing to ensure systems and data can be restored - Provided ongoing awareness training to staff to reduce the risk of phishing and other common cyber threats
8. Business/Market	Regulatory Disparity Affecting Free-to-Air Broadcasting	- Engaged in ongoing dialogue with the Hong Kong Communications Authority on potential regulatory adjustments to create a more level playing field with digital platforms - Continued full compliance with all existing obligations through strengthened monitoring and pre-broadcast controls - Provided regular compliance training to ensure consistent understanding of regulatory requirements

Based on the outcome of the Review, the Board is satisfied that the Group has established and maintained appropriate and effective risk management and internal control systems. The Board further noted that, apart from the risks identified above, there were no significant changes in the Group's overall risk profile during the year. Emerging risks, including evolving digital platform competition, regulatory developments and climate related issues, continue to be monitored.

INTERNAL AUDIT AND MONITORING CONTROLS

The Group advocates the principles of maintaining good corporate governance and the importance of establishing the right tone within the organisation to strengthen employees' control awareness, with emphasis on factors such as integrity, ethical values, competence, responsibility and authority.

To assist the Board in its monitoring function, an internal audit department ("Internal Audit") was set up in 2008 to provide independent appraisal and assurance of the Group's governance processes, risk management framework and methodology, together with the effectiveness of control activities across the Group's operations. To preserve independence of the internal audit function, the Head of Internal Audit reports directly to the Audit Committee on audit matters. Other key principles, including accountability and objectivity, under which Internal Audit refrains from involvement in daily operations being audited, are firmly set out in the Group's Internal Audit Charter.

Internal Audit performs its independent reviews of various financial, business and functional operations and activities using a risk-based approach, focusing on areas of major risks identified through comprehensive risk analysis. Division or department heads and the Management concerned are notified of all control deficiencies for rectification within a set time frame.

CORPORATE GOVERNANCE REPORT

OTHER KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROLS

The other key elements and processes established by the Group to provide effective risk management and internal control systems include:

- A clear organisation structure with well-defined lines of responsibility from the Board to Board Committees, Management and the heads of operating subsidiaries/divisions.
- Policies and procedures for business operations to facilitate ongoing identification of emerging risk events, define appropriate risk responses and manage risks within the Group's risk appetite.
- Comprehensive monthly management reporting systems that provide Management with financial and operational performance data. Variances from targets are analysed, explained and addressed when necessary.
- All employees of the Group can report material risk issues, transactions or improprieties directly to the Audit Committee pursuant to the whistleblowing procedure. This whistleblowing procedure is independent of the Management.
- All employees are bound by TVB Code of Ethics to keep inside information in strict confidence and not to disclose it without authorisation. Access to inside information is restricted to a limited number of employees on a need-to-know basis. Directors, officers and all relevant employees who possess inside information are required to preserve confidentiality until such information is publicly disclosed in accordance with applicable laws and regulations. All employees are prohibited from accepting personal benefits through the power and authority associated with their positions.

DIVIDEND POLICY

The Company adopted a written dividend policy at the Board Meeting on 6 December 2018 and supports a policy to provide a steady dividend return to shareholders.

Dividend distribution to the Company's shareholders should be approved by its shareholders or Directors, where appropriate. The Directors may declare and pay such interim dividend as appears to the Directors to be justified by the profits of the Company and special dividend of such amounts out of distributable funds of the Company as they think fit. No dividend shall be payable except out of the profits of the Company available for distribution.

The Company does not have any pre-determined dividend payout ratio, the declaration of future dividends will be subject to the decision made by the Board pursuant to the Company's dividend policy, financial conditions and other factors the Directors deem appropriate.

Taking into consideration the amount of profits of the Company available for distribution and financial conditions of the Group, the Board of Directors did not recommend the payment of a dividend for the year ended 31 December 2025.

ENGAGEMENT WITH SHAREHOLDERS

RELATIONSHIPS WITH SHAREHOLDERS

The Board is committed to maintaining a high degree of corporate transparency, as well as open communication with Shareholders. The Company ensures that information is appropriately disseminated to Shareholders on a timely basis in compliance with the Listing Rules.

Shareholders' Communication Policy

The Shareholders' Communication Policy was first adopted by the Board in March 2011 and was updated in March 2015. The Shareholders' Communication Policy aims to (i) ensure the Shareholders and investing community are provided with ready, equal and timely access to balanced and understandable information about the Company and (ii) encourage Shareholders to engage actively with the Company. The Shareholders' Communication Policy is subject to annual review by the Board and is published on the Company's corporate website.

Pursuant to the Shareholders' Communication Policy, the Company has established a number of channels for maintaining on-going dialogue with Shareholders and investing community, including dissemination of corporate communications and press releases, holding of general meetings and investor/analyst briefings, and assigning designated contacts, email addresses and hotlines for enquiries.

In consideration of the following measures, the Board concluded that the Shareholders' Communication Policy was effectively implemented throughout the year:

- (i) annual report, interim report, ESG report, announcements and circulars were published in a timely manner on the Stock Exchange's website and the Company's corporate website respectively;
- (ii) a library of corporate information, including financial reports, results presentations and press releases, is maintained on the Company's corporate website;

- (iii) the annual general meeting was convened in May 2025 to provide a forum for Shareholders to communicate with Directors;
- (iv) results presentations were organised after the semi-annual results announcements to enhance communications with the financial reporters and analysts regarding the Company's performance and business strategies; and
- (v) designated staff (Head of Investor Relations) and the Share Registrar of the Company (Computershare Hong Kong Investor Services Limited) are assigned to attend to the enquiries from Shareholders and investing community.

All Shareholders are encouraged to send their enquiries and views on various matters affecting the Company by email at ir@tvb.com.hk.

The Company maintains a corporate website to deliver up-to-date information. Latest information concerning the Group, including press releases, financial reports, policies on corporate governance, media reports and announcements, is accessible on the corporate website.

Changes in Constitutional Documents

There was no change to the Company's constitutional documents during 2025.

CORPORATE GOVERNANCE REPORT

General Meetings

Proceedings of annual general meetings and other general meetings are reviewed periodically to ensure that the Company follows the Listing Rules and Articles.

Pursuant to the Articles, an annual general meeting shall be called by not less than twenty-one days' notice in writing, and a general meeting other than an annual general meeting shall be called by not less than fourteen days' notice in writing, and where applicable such other longer minimum notice period as may be specified under the Listing Rules.

Pursuant to the Listing Rules, voting by poll is mandatory at all general meetings except where the chairman of a general meeting, in good faith, decides to allow a resolution which purely relates to a procedural and administrative matter (as defined under the Listing Rules) to be voted on by a show of hand.

The chairman of a general meeting shall ensure that an explanation is provided of the detailed procedures for conducting a poll and answer any questions from Shareholders on voting by poll. Poll results are released on the Stock Exchange's website and the Company's corporate website, in accordance with the requirements under the Listing Rules.

Separate resolutions are proposed for each substantially separate issue and are voted by poll at the general meetings. The Chairman of the Board shall attend the annual general meeting and shall invite the chairman of the Board Committees to attend and they should be available to answer questions at the meeting.

Directors should attend general meetings and develop a balanced understanding of the views of Shareholders. Management shall ensure the external auditor attends the annual general meeting to answer the questions about the audit.

2025 Annual General Meeting

The 2025 AGM was held at TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong on Wednesday, 28 May 2025 at 4:00 p.m. The total number of shares entitling the holders to attend and vote on resolutions (1) to (6) at the annual general meeting of the Company was 245,695,363 shares, representing approximately 52.62% of the then total number of issued shares (excluding treasury shares, if any) of the Company.

The matters proposed and resolved at the 2025 AGM were as follows:

- received and adopted the Audited Financial Statements, the Directors' Report and the Independent Auditor's Report of the Company for the year ended 31 December 2024;
- elected the retiring Director, Ms. Catherina Tsang Lai Chun, as Director;
- re-appointed PricewaterhouseCoopers as the auditor of the Company and authorise Directors to fix its remuneration;
- granted a general mandate to Directors to allot, issue and deal with 10% additional shares, and the discount for any shares to be issued shall not exceed 10%;
- granted a general mandate to Directors to repurchase 5% issued shares; and
- extended the book close period from 30 days to 60 days.

2026 Annual General Meeting

The 2026 AGM has been scheduled to take place at TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong on Wednesday, 27 May 2026.

SHAREHOLDERS' RIGHTS

Convening General Meeting and Putting Forward Proposals at Shareholders' Meetings

Pursuant to the Companies Ordinance (Chapter 622, the Laws of Hong Kong), the procedures for Shareholders to convene a general meeting other than an annual general meeting ("EGM") and to make proposals at such meetings are set out below.

- (i) Shareholders holding at least 5% of the total voting rights of all the members having a right to vote at general meetings can send a written request to the Company Secretary to convene an EGM (5% Shareholder).
- (ii) The written request must state the objects of the meeting, and must be signed by the 5% Shareholder, and may consist of several documents in like form, each signed by one or more of those 5% Shareholder.
- (iii) The request will be verified with the Company's Share Registrars and upon their confirmation that the request is proper and in order, the Company Secretary will ask the Board of Directors to convene an EGM by serving sufficient notice in accordance with the statutory requirements to all the registered Shareholders. On the contrary, if the request has been verified as not in order, the 5% Shareholder will be advised of this outcome and accordingly, no EGM will be convened as requested.

- (iv) The notice period to be given to all the registered Shareholders for consideration of the proposal raised by the Shareholders concerned at an EGM varies according to the nature of the proposal, as follows:

- 14 days' notice in writing if the proposal constitutes an ordinary resolution or a special resolution of the Company; and
- 28 days' notice in writing if the proposal requires the serving of a special notice under the Companies Ordinance.

Proposals from 5% Shareholder for convening an EGM and to make proposals at Shareholders' meetings should be sent to the Company (for the attention of Company Secretary) at its registered address or email to companysecretary@tvb.com.hk.

Shareholders may send any comments or inquiries to the Board by email to companysecretary@tvb.com.hk or in writing to the Company Secretary at the Company's registered address.

By order of the Board

Thomas Hui To
Executive Chairman

Hong Kong, 25 March 2026

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FINANCIAL INFORMATION

FIVE-YEAR FINANCIAL REVIEW

	2025 HK\$mil	2024 HK\$mil	2023 HK\$mil	2022 HK\$mil	2021 HK\$mil
Revenue	3,192	3,258	3,323	3,586	2,899
Profit/(loss) before income tax	25	(536)	(818)	(962)	(759)
Income tax (expense)/credit	(7)	(5)	(20)	76	102
Profit/(loss) attributable to equity holders of the Company	59	(491)	(763)	(807)	(647)
Earnings/(loss) per share	HK\$0.13	HK\$(1.09)	HK\$(1.74)	HK\$(1.84)	HK\$(1.48)
Non-current					
Property, plant and equipment	805	927	1,072	1,278	1,397
Investment properties	–	1	2	2	6
Intangible assets	138	162	211	255	285
Goodwill	–	–	85	85	85
Interests in joint ventures	190	190	479	557	928
Interests in associates	34	28	34	164	178
Financial assets at fair value through other comprehensive income	55	72	150	162	17
Bond securities at amortised cost	19	24	24	30	205
Financial assets at fair value through profit or loss	–	–	–	17	17
Other non-current assets	396	399	416	428	333
Current assets	3,822	3,643	3,776	4,067	4,199
Current liabilities	(2,117)	(1,880)	(1,739)	(1,769)	(2,956)
	3,342	3,566	4,510	5,276	4,694
Share capital	772	772	665	664	664
Reserves	1,562	1,492	2,086	2,835	3,695
Shareholders' funds	2,334	2,264	2,751	3,499	4,359
Non-controlling interests	(102)	(68)	(12)	105	234
Non-current liabilities	1,110	1,370	1,771	1,672	101
	3,342	3,566	4,510	5,276	4,694

INDEPENDENT AUDITOR'S REPORT



羅兵咸永道

To the Members of Television Broadcasts Limited

(incorporated in Hong Kong with limited liability)

OPINION

What we have audited

The consolidated financial statements of Television Broadcasts Limited (the "Company") and its subsidiaries (the "Group"), which are set out on pages 117 to 206, comprise:

- the consolidated statement of financial position as at 31 December 2025;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") as issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "Code"), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code.

INDEPENDENT AUDITOR'S REPORT

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in our audit is related to expected credit loss allowance for receivables from a joint venture.

Key Audit Matter	How our audit addressed the Key Audit Matter
Expected credit loss allowance for receivables from a joint venture <i>Refer to note 2.9, 4(a) and 9 to the consolidated financial statements</i> As at 31 December 2025, the Group had loan and interest receivables from a joint venture which amounted to HK\$865 million. Such balances are measured at amortised cost using the effective interest method. After an allowance of expected credit loss of HK\$676 million, the net carrying amount of the loan and interest receivables amounted to HK\$189 million at the balance sheet date. The Group assesses whether the credit risk of loan and interest receivables from the joint venture has increased significantly since initial recognition, and applies a three-stage impairment model to calculate the expected credit loss allowance. The expected credit loss allowance is estimated using a risk parameter model that incorporates key parameters, including probability of default, loss given default and exposure at default. Because of the significant management assumptions and judgements involved, we have identified this as a key audit matter.	Our audit procedures in relation to the expected credit loss allowance for the loan and interest receivables from a joint venture: • We obtained an understanding on management's processes and methodology relevant to the assessment of expected credit loss allowance and the inherent risk of material misstatement by considering the degree of estimation uncertainty and the judgement involved in determining the assumptions to be applied. • We evaluated the appropriateness of the Group's identification of impairment triggers leading to the determination that there has been a significant increase in credit risk for the purpose of classification into stages, taking into account qualitative and quantitative criteria. • Together with our internal valuation expert, we evaluated the methodology adopted by management for estimating the expected credit loss allowance and reviewed the reasonableness of the significant assumptions and judgements made by management in determining the key parameters of the expected credit loss allowance considering relevant supporting evidence and other factors. • We tested the mathematical accuracy of calculation of the expected credit loss allowance. We found the assumptions and judgements made by the Group in respect of the expected credit loss allowance for the loan and interest receivables from a joint venture to be supportable based on the available evidence.

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THE AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRS Accounting Standards as issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

INDEPENDENT AUDITOR'S REPORT

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Chan Ka Yee (practising certificate number: P05388).

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 25 March 2026

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

	Note	2025 HK\$'000	2024 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment	6	805,206	926,994
Investment properties	7	–	1,415
Goodwill and intangible assets	8	138,002	162,458
Interests in joint ventures	9	190,143	189,792
Interests in associates	10	33,501	28,054
Financial assets at fair value through other comprehensive income ("FVOCI")	11	55,373	71,822
Bond securities at amortised cost	12	19,191	23,515
Deferred income tax assets	27	381,902	381,208
Prepayments	16	13,673	17,166
Total non-current assets		1,636,991	1,802,424
Current assets			
Programmes and film rights		1,479,912	1,578,819
Stocks	14	13,996	16,287
Trade receivables	15	901,888	751,605
Other receivables, prepayments and deposits	16	621,849	582,308
Movie investments	17	10,280	11,038
Tax recoverable		193	2,685
Bank deposits maturing after three months	18	–	53,058
Cash and cash equivalents	18	794,070	647,324
Total current assets		3,822,188	3,643,124
Total assets		5,459,179	5,445,548
EQUITY			
Equity attributable to equity holders of the Company			
Share capital	19	771,829	771,829
Other reserves	20	(101,268)	(112,426)
Retained earnings		1,663,794	1,604,652
Non-controlling interests		(102,207)	(68,341)
Total equity		2,232,148	2,195,714

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

	Note	2025 HK\$'000	2024 HK\$'000
LIABILITIES			
Non-current liabilities			
Borrowings	23	1,059,660	1,175,400
Convertible bonds	24	–	102,846
Financial liability at fair value through profit or loss	24	–	29,492
Lease liabilities	25	5,939	16,601
Derivative financial instrument	26	2,738	–
Deferred income tax liabilities	27	42,143	45,183
Total non-current liabilities		1,110,480	1,369,522
Current liabilities			
Trade and other payables and accruals	21	873,832	868,539
Convertible bonds	24	114,414	–
Financial liability at fair value through profit or loss	24	34,739	–
Written put option liabilities	22	140,000	140,000
Current income tax liabilities		2,592	2,198
Borrowings	23	936,275	851,285
Lease liabilities	25	14,699	18,290
Total current liabilities		2,116,551	1,880,312
Total liabilities		3,227,031	3,249,834
Total equity and liabilities		5,459,179	5,445,548

The consolidated financial statements on pages 117 to 206 were approved by the Board of Directors on 25 March 2026 and were signed on its behalf.

Thomas Hui To
Director

Li Ruigang
Director

The notes on pages 124 to 206 are an integral part of these consolidated financial statements.

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2025

	Note	2025 HK\$'000	2024 HK\$'000
Revenue	5	3,192,434	3,258,089
Cost of sales		(1,824,331)	(1,929,842)
Gross profit		1,368,103	1,328,247
Other revenues	5	10,539	29,634
Interest income	5	4,888	105,815
Selling, distribution and transmission costs		(493,842)	(539,098)
General and administrative expenses		(750,263)	(809,873)
Other gains/(losses), net	33	5,664	(69,961)
Finance costs	34	(112,472)	(147,388)
(Provision for)/reversal of impairment loss on trade and other receivables		(1,348)	5,308
Impairment loss on bond securities at amortised cost	12	(4,597)	–
Impairment loss on receivables from a joint venture	9	–	(344,815)
Impairment loss on goodwill, intangible and other assets	8	–	(93,856)
Share of losses of associates	10	(2,010)	(295)
Share of (losses)/profits of joint ventures	9	(98)	48
Profit/(loss) before income tax	29	24,564	(536,234)
Income tax expense	35	(6,905)	(5,062)
Profit/(loss) for the year		17,659	(541,296)
Profit/(loss) attributable to:			
Equity holders of the Company		59,289	(491,049)
Non-controlling interests		(41,630)	(50,247)
		17,659	(541,296)
Earnings/(loss) per share (basic and diluted) for profit/(loss) attributable to equity holders of the Company during the year	36	HK\$0.13	HK\$(1.09)

The notes on pages 124 to 206 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2025

	2025 HK\$'000	2024 HK\$'000
Profit/(loss) for the year	17,659	(541,296)
Other comprehensive income/(loss):		
Items that may be reclassified to profit or loss:		
Exchange differences on translation of foreign operations		
– Subsidiaries	19,381	(24,400)
– Joint ventures	(489)	1,492
Share of other comprehensive income/(loss) of an associate	7,439	(5,242)
Cash flow hedges	(2,738)	–
Items that may not be reclassified to profit or loss:		
Change in fair value of equity instruments at FVOCI	(16,607)	(78,058)
Actuarial loss on provision for long service payment	(4,197)	(1,503)
Exchange differences on translation of foreign operations attributable to non-controlling interests	7,764	(5,740)
Other comprehensive income/(loss) for the year, net of tax	10,553	(113,451)
Total comprehensive income/(loss) for the year	28,212	(654,747)
Total comprehensive income/(loss) attributable to:		
Equity holders of the Company	62,078	(598,760)
Non-controlling interests	(33,866)	(55,987)
Total comprehensive income/(loss) for the year	28,212	(654,747)

The notes on pages 124 to 206 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	Attributable to equity holders of the Company				Non-controlling interests HK\$'000	Total equity HK\$'000
	Share capital HK\$'000	Other reserves HK\$'000 (Note 20)	Retained earnings HK\$'000	Total HK\$'000		
Balance at 1 January 2024	665,227	(11,886)	2,098,193	2,751,534	(12,354)	2,739,180
Loss for the year	–	–	(491,049)	(491,049)	(50,247)	(541,296)
Other comprehensive loss:						
Exchange differences on translation of foreign operations						
– Subsidiaries	–	(24,400)	–	(24,400)	(5,740)	(30,140)
– Joint ventures	–	1,492	–	1,492	–	1,492
Share of other comprehensive loss of an associate	–	(5,242)	–	(5,242)	–	(5,242)
Change in fair value of equity instruments at FVOCI	–	(78,058)	–	(78,058)	–	(78,058)
Actuarial loss on provision for long service payment	–	(1,503)	–	(1,503)	–	(1,503)
Total comprehensive loss, net of tax	–	(107,711)	(491,049)	(598,760)	(55,987)	(654,747)
Transactions with owners:						
Share-based payments	–	4,679	–	4,679	–	4,679
Transferred to legal reserve	–	2,492	(2,492)	–	–	–
Issue of shares, net of transaction costs (note 19)	106,602	–	–	106,602	–	106,602
Total transactions with owners	106,602	7,171	(2,492)	111,281	–	111,281
Balance at 31 December 2024	771,829	(112,426)	1,604,652	2,264,055	(68,341)	2,195,714

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	Attributable to equity holders of the Company				Non-controlling interests HK\$'000	Total equity HK\$'000
	Share capital HK\$'000	Other reserves HK\$'000 (Note 20)	Retained earnings HK\$'000	Total HK\$'000		
Balance at 1 January 2025	771,829	(112,426)	1,604,652	2,264,055	(68,341)	2,195,714
Profit for the year	–	–	59,289	59,289	(41,630)	17,659
Other comprehensive income/(loss):						
Exchange differences on translation of foreign operations						
– Subsidiaries	–	19,381	–	19,381	7,764	27,145
– Joint ventures	–	(489)	–	(489)	–	(489)
Share of other comprehensive income of an associate	–	7,439	–	7,439	–	7,439
Cash flow hedges	–	(2,738)	–	(2,738)	–	(2,738)
Change in fair value of equity instruments at FVOCI	–	(16,607)	–	(16,607)	–	(16,607)
Actuarial loss on provision for long service payment	–	(4,197)	–	(4,197)	–	(4,197)
Total comprehensive income, net of tax	–	2,789	59,289	62,078	(33,866)	28,212
Transactions with owners:						
Share-based payments	–	8,222	–	8,222	–	8,222
Transferred to legal reserve	–	147	(147)	–	–	–
Total transactions with owners	–	8,369	(147)	8,222	–	8,222
Balance at 31 December 2025	771,829	(101,268)	1,663,794	2,334,355	(102,207)	2,232,148

The notes on pages 124 to 206 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	Note	2025 HK\$'000	2024 HK\$'000
Cash flows from operating activities			
Cash generated from operations	38(a)	295,781	265,404
Tax paid		(6,807)	(14,507)
Tax refunded		2,633	887
Net cash generated from operating activities		291,607	251,784
Cash flows from investing activities			
Purchases of property, plant and equipment		(43,864)	(41,963)
Additions of intangible assets		(28,174)	(22,969)
Repayment of promissory note from a joint venture		–	37,537
Decrease in bank deposits maturing after three months		53,058	1,805
Decrease in movie investments		758	–
Proceeds from disposal of property, plant and equipment		1,951	720
Proceeds from disposal of other financial assets		6	–
Interest received		9,835	7,329
Net cash used in investing activities		(6,430)	(17,541)
Cash flows from financing activities			
Repayment of bank and other borrowings		(559,766)	(319,111)
Proceeds from bank and other borrowings		319,802	154,671
Interest paid		(96,230)	(146,242)
Principal elements of lease payments		(19,592)	(29,184)
Net proceeds from issue of shares		–	106,602
Net cash used in financing activities		(355,786)	(233,264)
Net (decrease)/increase in cash and cash equivalents including bank overdrafts		(70,609)	979
Cash and cash equivalents at 1 January		647,324	658,832
Effect of foreign exchange rate changes		17,877	(12,487)
Cash and cash equivalents including bank overdrafts at 31 December		594,592	647,324
Analysis of cash and cash equivalents:			
Short-term bank deposits maturing within three months		184,926	34,712
Cash at bank and on hand		609,144	612,612
Bank overdrafts		(199,478)	–
		594,592	647,324

The notes on pages 124 to 206 are an integral part of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 GENERAL INFORMATION

Television Broadcasts Limited (the “Company”) and its subsidiaries are collectively referred to as the Group in the consolidated financial statements. The principal activities of the Company are terrestrial TV broadcasting, content production and distribution, artiste management and other related activities. The principal activities of the principal subsidiaries are detailed in Note 45.

The Company is a limited liability company incorporated and listed in Hong Kong. Its registered office is at TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong.

These consolidated financial statements are presented in Hong Kong dollars, unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors on 25 March 2026.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES

The basis and material accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the Hong Kong Companies Ordinance Cap. 622. They have been prepared under the historical cost convention, except that some financial assets and liabilities are stated at their fair values.

The preparation of consolidated financial statements in conformity with HKFRS Accounting Standards as issued by the HKICPA requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in Note 4.

(a) New and amended standards adopted by the Group:

The following amended standard is applied for the first time to current reporting period commencing on or after 1 January 2025:

Amendments to HKAS 21

Lack of Exchangeability

The adoption of this amended standard did not result in any significant impact on the consolidated financial statements of the Group.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.1 Basis of preparation (continued)

(b) New and amended standards and interpretations not yet adopted

Certain new accounting standards, amendments to accounting standards and interpretations have been published that are not mandatory for 31 December 2025 reporting period and have not been early adopted by the Group.

Amendments to HKFRS 9 and HKFRS 7	Classification and Measurement of Financial Instruments ⁽¹⁾
Amendments to HKFRS 1, HKFRS 7, HKFRS 9, HKFRS 10 and HKAS 7	Annual Improvements to HKFRS Accounting Standards – Volume 11 ⁽¹⁾
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity ⁽¹⁾
HKFRS 18	Presentation and Disclosure in Financial Statements ⁽²⁾
HKFRS 19	Subsidiaries without Public Accountability: Disclosures ⁽²⁾
Amendment to HKAS 21	Translation to Hyperinflationary Presentation Currency ⁽²⁾
Amendment to Hong Kong Interpretation 5	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause ⁽²⁾
Amendment to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁽³⁾

⁽¹⁾ Effective for annual periods beginning on 1 January 2026

⁽²⁾ Effective for annual periods beginning on 1 January 2027

⁽³⁾ Effective for annual periods beginning on or after a date to be determined

Except for the new HKFRS Accounting Standards mentioned below, the application of all other new and amendments to accounting standards and interpretations will have no material impact on the consolidated financial statements in the foreseeable future.

HKFRS 18 will replace HKAS 1 Presentation of Financial Statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though HKFRS 18 will not impact the recognition or measurement of items in the consolidated financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance and providing management-defined performance measures within the consolidated financial statements.

Management is currently assessing the detailed implications of applying this new standard on the Group's consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.2 Consolidation

The consolidated financial statements include the financial statements of the Company and all of its subsidiaries made up to 31 December.

(a) Subsidiaries

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquired business and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition-date fair value, unless another measurement basis is required by HKFRSs.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in the consolidated income statement.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill (Note 2.6(a)). If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated income statement.

All inter-company transactions and balances within the Group are eliminated on consolidation. The financial statements of subsidiaries have been changed where necessary to ensure consistency with the accounting policies adopted by the Group.

In the Company's statement of financial position, investments in subsidiaries are accounted for at cost less impairment (Note 2.7). Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.2 Consolidation (continued)

(b) Transactions with non-controlling interests

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group that do not result in loss of control. For purchases or disposals of interests from non-controlling interests, the difference between any consideration paid/received and the relevant share acquired/disposed of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(c) Associates

An associate is an entity over which the Group has significant influence but not control, generally accompanying a holding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to the consolidated income statement where appropriate.

The Group's share of post-acquisition profits or losses is recognised in the consolidated income statement, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interests in the associate, including any unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Profits and losses resulting from upstream and downstream transactions between the Group and its associates are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the accounting policies adopted by the Group.

Gains or losses on dilution of equity interests in associates are recognised in the consolidated income statement.

In the Company's statement of financial position, the interests in associates are stated at cost less provision for impairment losses (Note 2.7). The results of the associates are accounted for by the Company on the basis of dividends received and receivable.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.2 Consolidation (continued)

(d) Disposal of subsidiaries, associates and joint ventures

When the Group ceases to have control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in the consolidated income statement. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset, as appropriate. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to the consolidated income statement.

(e) Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the Group's share of losses in a joint venture equal or exceed its interests in joint ventures (which includes any long-term interests that, in substance, form part of the Group's net investments in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's statement of financial position, the interests in joint ventures are stated at cost less provision for impairment losses (Note 2.7). The results of the joint ventures are accounted for by the Company on the basis of dividends received and receivable.

Investment in joint operations are accounted for such that each joint operator recognises its assets (including its share of any assets jointly held), its liabilities (including its share of any liabilities incurred jointly), its revenue (including its share of revenue from the sale of the output by the joint operation) and its expenses (including its share of any expenses incurred jointly).

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Hong Kong dollars, which is the Company's functional currency and the Group's presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated income statement.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- (ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (iii) all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings, are taken to other comprehensive income. When a foreign operation is partially disposed of which results in loss of control or sold, exchange differences that were recorded in equity are recognised in the consolidated income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

(d) Disposal of foreign operation

On the disposal of a foreign operation (that is, a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, a disposal involving loss of joint control over a joint venture that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the currency translation differences accumulated in equity in respect of that operation attributable to the owners of the company are reclassified to the consolidated income statement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.4 Property, plant and equipment

Property, plant and equipment, comprising freehold land and buildings, leasehold improvements, studio, broadcasting and transmitting equipment, furniture, fixtures and equipment and motor vehicles, are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged in the consolidated income statement during the financial period in which they are incurred.

Depreciation on property, plant and equipment are calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives. The principal annual rates used for these purposes are as follows:

Buildings	2.27%–5%
Leasehold improvements	Shorter of remaining lease term or useful life
Studio, broadcasting and transmitting equipment	10%–20%
Furniture, fixtures and equipment	5%–50%
Motor vehicles	25%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.7).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated income statement.

2.5 Investment properties

Investment properties are defined as properties held to earn rentals or for capital appreciation or both. The Group has applied the cost model to its investment property. The investment properties are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses (Note 2.7). The cost of investment property comprises its purchase price and any directly attributable expenditure. Depreciation is calculated using a straight-line method to allocate the depreciable amounts over the estimated useful lives of 20 to 25 years, or remaining lease term, whichever is shorter. The residual values and useful lives of investment properties are reviewed, and adjusted as appropriate, at the end of each reporting period. The effects of any revision are included in the consolidated income statement when the changes arise.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.6 Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of an acquisition of a subsidiary, an associate or a joint venture over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary, associate or joint venture at the date of acquisition. Goodwill on acquisitions of subsidiaries is recognised separately in the consolidated statement of financial position. Goodwill on acquisitions of associates and joint ventures is included in interests in associates and interests in joint ventures, respectively. Goodwill is tested annually, or more frequently if events or changes in circumstances indicate that it might be impaired, for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are recognised immediately as expenses and are not subsequently reversed. The determination of gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose identified according to the operating segment.

(b) Tradenames

Tradenames acquired in a business combination are recognised at fair value at the acquisition date. The fair value is based on the discounted estimated royalty payments that are expected to be avoided as a result of the tradenames being owned. They have an estimated useful lives of 5 years and are subsequently carried at cost less accumulated amortisation and impairment losses, if any.

(c) Software development costs

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.6 Intangible assets (continued)

(c) Software development costs (continued)

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs recognised as assets are amortised over their estimated useful lives of 5–15 years.

2.7 Impairment of investments in subsidiaries, associates, joint ventures and other non-financial assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The Group determines at each reporting date whether there is any objective evidence that these investments and other non-financial assets are impaired. An impairment loss is recognised in the consolidated income statement for the amount by which an asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffer impairment are reviewed for possible reversal of the impairment at each reporting date.

2.8 Financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income ("OCI") or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at financial assets at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.8 Financial assets (continued)

(b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt investments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses), net, together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the consolidated income statement.
- **FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses), net. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses), net and impairment expenses are presented as a separate line item in the consolidated income statement.
- **FVPL:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss in the period in which it arises.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.8 Financial assets (continued)

(c) Measurement (continued)

Debt investments (continued)

The Group has certain investments in movie projects which entitles the Group to receive a variable income based on the Group's investment amount as specified in respective agreements. Based on both internal and external market information available on movie investments, management reviews and revises the projected revenues and related future cash flows of movie investments, as appropriate, to assess their fair value at least at the end of each reporting period.

Movie investments are measured at their fair values with reference to the expected future net income arising from distribution and licensing of the movies.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other revenues when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in the consolidated income statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

2.9 Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses ("ECL") associated with its debt instruments carried at amortised cost.

ECL is the weighted average credit losses with the probability of default as the weight. The amount of ECL is reassessed at each reporting date to reflect changes in credit risk since initial recognition. Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events that are possible within twelve months after the reporting date. Assessments are performed based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions. The debt instruments carried at amortised cost classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.9 Impairment of financial assets (continued)

- | | |
|---------|--|
| Stage 1 | – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs |
| Stage 2 | – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs |
| Stage 3 | – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs |

For trade receivables, the Group applies the simplified approach permitted by HKFRS 9, which requires lifetime ECL to be recognised from initial recognition of the receivables. See Notes 3.1(b) and 15 for further details. Trade receivables have been grouped based on shared credit risk characteristics and the invoice date. The expected loss rates are based on the payment profiles of sales over a period of 12-24 months before the end of reporting period and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

For all other instruments, the Group measures the loss allowance equal to 12-month ECL under stage 1, unless when there has been a significant increase in credit risk since initial recognition or a financial asset is credit impaired, the Group recognises lifetime ECL under stage 2 or 3. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(i) Significant increase in credit risk

The Group considers the probability of default upon initial recognition of an asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread for the bond securities;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations; and
- an actual or expected significant deterioration in the operating results of the debtors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.9 Impairment of financial assets (continued)

(ii) Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purpose as historical experience indicates that the Company may not receive the outstanding contractual amounts in full if the financial instrument that meets any of the following criteria.

- (a) Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group); or
- (b) There is a breach of financial covenants by the counterparty.

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event;
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- (e) the disappearance of an active market for that financial asset because of financial difficulties; or
- (f) the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

(iv) Write-off policy

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises a loan or receivable for write off when the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.10 Programmes and film rights

Programmes and film rights are stated at cost less amounts expensed and any provision considered necessary by management.

(a) Programme cost

Programme cost comprises direct expenditure and an appropriate proportion of production overheads.

The cost of programmes is apportioned between the domestic terrestrial TV/over-the-top ("OTT") markets and the overseas licensing and distribution market. In the case of the former, the cost is expensed based on the number of planned transmission, and in the latter, the cost is expensed based on the expected distribution to licensees. The cost of programmes are generally expensed in both domestic and overseas markets based on the estimated consumption/viewership pattern of the programmes, which may be on an accelerated or straight-line basis, as appropriate.

For the co-produced programmes under co-production agreements, the related programme cost is apportioned according to the expected economic benefits generated from domestic terrestrial TV/OTT markets, and the co-production of drama with the sale of exclusive programme exploitation right in defined geographical areas to co-producers. The Group expenses co-production costs as incurred.

(b) Film rights

Film rights are expensed in accordance with a formula computed to amortise the cost over the contracted number of transmissions or contracted licensing periods, which is more relevant and prevailing.

2.11 Stocks

Stocks, comprising e-Commerce inventories, decoders, tapes, computer hard discs, OTT set-top boxes and consumable supplies, are stated at the lower of cost and net realisable value. The cost of stocks is calculated on a first in first out basis. Net realisable value is determined on the basis of anticipated sale proceeds less estimated selling expenses.

2.12 Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.13 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents includes cash at bank and on hand, deposits held at call with banks, cash investments with a maturity of three months or less from the date of investment, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated statement of financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.14 Trade and other payables

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.15 Borrowings and borrowing costs

The Group's borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

All borrowing costs are recognised in the consolidated income statement in the period in which they are incurred.

2.16 Convertible bonds

The component of convertible bonds that exhibits characteristics of a liability is recognised as a liability in the consolidated statement of financial position, net of transaction costs. On issuance of convertible bonds, the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond; and this amount is carried as a long term liability on the amortised cost basis until extinguished on conversion or redemption. The remainder of the proceeds is allocated to the conversion option that is recognised and included in shareholders' equity, net of transaction costs. The carrying amount of the conversion option is not remeasured in subsequent years. Transaction costs are apportioned between the liability and equity components of the convertible bonds based on the allocation of proceeds to the liability and equity components when the instruments are first recognised.

If the early redemption option of convertible bonds exhibits characteristics of an embedded derivative, it is separated from its liability component. On initial recognition, the derivative component of the convertible bonds is measured at fair value and presented as part of derivative financial instruments. Any excess of proceeds over the amount initially recognised as the derivative component is recognised as the liability component. Transaction costs are apportioned between the liability and derivative components of the convertible bonds based on the allocation of proceeds to the liability and derivative components when the instruments are initially recognised. The portion of the transaction costs relating to the liability component is recognised initially as part of the liability. The portion relating to the derivative component is recognised immediately in the consolidated income statement.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.17 Written put option liabilities

The potential cash payments related to put options issued by the Group over the equity of a subsidiary are accounted for as financial liabilities. The amount that may become payable under the option on exercise is initially recognised at present value of redemption amount as a written put option liability with a corresponding charge directly to equity.

A written put option liability is subsequently re-measured as a result of the change in the expected performance at each balance sheet date, with any resulting gain or loss recognised in the consolidated income statement. In the event that the option expires unexercised, the written put option liability is derecognised with a corresponding adjustment to equity.

2.18 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company and its subsidiaries, associates and joint ventures operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Tax rates enacted or substantively enacted by the end of the reporting period are used to determine deferred income tax.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on interests in subsidiaries, associates and joint ventures, except for deferred income tax liabilities where the timing of the reversal of the temporary differences is controlled by the Group and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.19 Share-based payments

Share-based compensation benefits are provided to employees via share option schemes of the Company and TVB e-Commerce Group Limited ("TVBECGL").

Employee options

The fair value of options granted under the share option schemes is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g. the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to save or hold shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

When the options are exercised, the Group transfers the appropriate amount of shares of the Company/TVBECGL to the employee. The proceeds received net of any directly attributable transaction costs are credited directly to equity.

2.20 Employee benefits

(a) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

Employee entitlements to sick leave and maternity or paternity leave are not recognised until the time of leave.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.20 Employee benefits (continued)

(b) Pension obligations

The Group operates a number of defined contribution plans throughout the world, the assets of which are generally held in separate trustee – administered funds.

All permanent staff, temporary staff and full time artistes signed in individual names (excluding singers and serial artistes), whose employment period reaches 60 days or more (collectively referred to as “eligible members”) and who are located in Hong Kong are entitled to participate in the Mandatory Provident Fund Scheme (“MPF Scheme”). The contributions to the MPF Scheme made by the Group for permanent staff who joined prior to 1 June 2003 comprise mandatory contributions and voluntary contributions. The mandatory contribution is calculated at 5% of the individual’s “relevant income” with a maximum amount of HK\$1,500 per month and the voluntary contribution is calculated at 10% of individual’s basic salary less the mandatory contribution. The Group’s contribution for permanent staff who joined after 1 June 2003, full time artistes and temporary staff is 5% of individual’s “relevant income” with a maximum amount of HK\$1,500 per month. “Relevant income” includes salaries, wages, paid leave, fees, commissions, bonuses, gratuities, and allowances (excluding housing allowance/benefits, any redeemed payment and long service payment).

The retirement schemes which cover employees located in overseas locations are defined contribution schemes at various funding rates that are in accordance with the local practice and regulations.

The contributions to defined contribution schemes are recognised as employee benefit expense when they are due.

(c) Bonus plans

The Group recognises a liability and an expense for bonuses when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of such obligation can be made.

2.21 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as an interest expense.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.22 Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately, unless the derivative is designated and qualifies as a hedging instrument in a hedge relationship. In such cases, the timing of recognition in profit or loss depends on the nature of the hedge.

Hedge Accounting

The Group designates certain derivatives as hedging instruments in fair value hedges and cash flow hedges. At the inception of the hedge relationship, the Group formally documents the relationship between the hedging instrument and the hedged item, the risk management objectives, and the strategy for undertaking the hedge. The Group also documents, both at inception and on an ongoing basis, whether the hedging instrument is expected to be highly effective in offsetting changes in fair value or cash flows of the hedged item attributable to the hedged risk.

(a) Fair value hedges

Changes in the fair value of derivatives designated and qualifying as fair value hedges are recognised immediately in profit or loss, together with any changes in the fair value of the hedged asset or liability attributable to the hedged risk. These amounts are recorded in the same line item in the consolidated income statement and consolidated statement of comprehensive income as the hedged item.

Hedge accounting is discontinued when the Group revokes the hedging relationship, the hedging instrument expires, is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Any fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is then recognised in profit or loss.

(b) Cash flow hedges

The effective portion of changes in the fair value of derivatives designated and qualifying as cash flow hedges is recognised in other comprehensive income and accumulated in the hedging reserve within equity. The ineffective portion of the gain or loss is recognised immediately in profit or loss.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss, and are presented in the same line item in the consolidated income statement and consolidated statement of comprehensive income as the hedged item.

Hedge accounting is discontinued when the Group revokes the hedging relationship, the hedging instrument expires, is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Gains or losses accumulated in equity at that time remain in equity and are recognised in profit or loss when the forecast transaction occurs. If the forecast transaction is no longer expected to occur, the accumulated gain or loss is recognised immediately in profit or loss.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.23 Revenue recognition

Income from advertisers includes advertising income, sponsorship income and commercial production income. Advertising income net of agency deductions is recognised over time (i) when the advertisements are telecasted on television, delivered through internet and mobile platforms or published in a media platform; or (ii) ratably over the contractual display period of the contract when the advertisements are placed on the Group's website and mobile platforms. Sponsorship income is recognised over time when the programmes are telecasted. Commercial production income is recognised over time when the commercials are delivered to advertisers.

Co-production income includes programme production income received from co-producers. Its exclusive programme exploitation right in defined geographical areas is granted to co-producer. The co-production income would be recognised over time if the programme-in-progress created by the Group does not have an alternative use due to the contract restrictions and the Group has an enforceable right to payment for performance completed to date.

Income from licensing of programme rights is recognised evenly over the contract period when a customer is granted with a right to access the programme rights as it exists throughout the licence period. Alternatively, Income from licensing programme rights is recognised at a single point in time upon delivery of the programmes when a customer is provided with a right to use the programme rights as it exists at the point in time at which the licence is granted. Income from licensing of content to mobile devices and website portals is recognised over time when the services are rendered. Distribution income from video sell-through is recognised at a point in time when the control is transferred to customers upon delivery of the video.

Subscription income from the operation of pay television networks and OTT services are recognised on a straight-line basis over time which generally coincides with when the services are rendered over the contract period. The incremental set-top box costs for obtaining OTT service contracts are required to be capitalised as contract acquisition and fulfilment costs under trade and other receivables in the consolidated statement of financial position. Unearned subscription fees received from subscribers are recorded as contract liabilities under trade and other payables and accruals in the consolidated statement of financial position.

e-Commerce income primarily comprised of revenue from concessionaire sales and merchandise sales. Revenue from concessionaire sales are recognised for transactions where the Group is not the primary obligor, is not subject to inventory risk, and does not have latitude in establishing prices. Concessionaire sales are recognised on a net basis which is based on a fixed percentage of the sales amount. Revenue from merchandise sales and related costs are recognised on a gross basis when the Group acts as a principal. Revenue from concessionaire sales and merchandise sales are recognised at a point in time when the control of products are transferred to a customer.

Income from sales of decoders is recognised at a point in time upon delivery of products. Income from other services, which includes management fee income, facility rental income and other service fee income, is recognised over time when the customer simultaneously receives and consumes the benefits provided by the Group's performance.

2.24 Dividend and interest income

Dividend income received from financial assets at FVOCI is recognised as other revenues in the consolidated income statement when the right to receive payment is established.

Interest income on bond securities at amortised cost calculated using the effective interest method is recognised in the consolidated income statement except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.25 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions. Government grants relating to costs are deferred and recognised in the other revenue over the period necessary to match them with the costs that they are intended to compensate.

2.26 Leases

Leases are recognised as a right-of-use asset. Right-of-use asset are included within the same line item as that within which the corresponding underlying assets would be presented if they were owned and a corresponding liability at the date at which the leased asset is available for use by the Group.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate will be used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received;
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing; and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.26 Leases (continued)

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the group entities use that rate as a starting point to determine the incremental borrowing rate.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to consolidated income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis (unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or if the cost of the right-of-use asset reflects that the Group will exercise a purchase option – in which case depreciation is provided over the estimated useful life of the underlying asset) as follows:

Leasehold land/land use rights	37–45 years
Office premises	3 years
Warehouse	2 years

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in the consolidated income statement. Short-term leases are leases with a lease term of 12 months or less without a purchase option. Low-value assets comprise small items of equipment.

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the consolidated statement of financial position based on their nature.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 BASIS OF PREPARATION AND SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

2.27 Related parties

A related party is a person or entity that is related to the Group.

- (a) A person or a close member of that person's family is related to the Group if that person:
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group.
- (b) An entity is related to the Group if any of the following conditions applies:
 - (i) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group. If the Group is itself such a plan, the sponsoring employers are also related to the Group.
 - (vi) The entity is controlled or jointly controlled by a person identified in (a).
 - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
 - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity and include:

- that person's children and spouse or domestic partner;
- children of that person's spouse or domestic partner; and
- dependants of that person or that person's spouse or domestic partner.

2.28 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's consolidated financial statements in the period in which the dividends are approved by the Company's shareholders or Directors, where appropriate.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

(a) Market risk

(i) Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities and net investments in foreign operations that are in a currency that is not the entity's functional currency.

The Group has certain investments in foreign operations, the net assets of which are exposed to foreign currency risk.

The Group manages this risk by seeking contracts effectively denominated in HK dollars and/or US dollars where possible and economically favourable. The Group currently does not have a foreign currency hedging policy but manages its exposure through closely monitoring the movement of the foreign currency rates and will consider entering into foreign exchange forward contracts to reduce the exposure if required. The Group does not conduct any speculative foreign currency activities.

The following table summarises the change in the Group's profit or loss after taxation in response to reasonably possible changes in foreign exchange rates on currencies to which the Group has exposure at the end of the reporting period and assuming all other variables remain constant. Such exposure relates to the portion of loan, trade receivables, bank deposits, cash and bank balances and trade payables.

	2025		2024	
	Changes in foreign exchange rates %	Increase/ (decrease) in profit after taxation HK\$'000	Changes in foreign exchange rates %	Decrease/ (increase) in loss after taxation HK\$'000
Foreign currency against Hong Kong dollars				
Renminbi	5% (5%)	204 (204)	3% (3%)	186 (186)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(a) Market risk (continued)

(ii) Interest rate risk

The Group's principal floating interest bearing assets and liabilities are cash balances, bank deposits, bank overdrafts, bank borrowings and other borrowings. The tenor of the bank deposits is usually less than one year. The Group actively manages cash balances and deposits by comparing quotations from banks, with a view to selecting terms which are most favourable to the Group. Where appropriate, the Group has applied hedge accounting to certain financial instruments to mitigate exposure to fluctuations in interest rates.

Sensitivity analysis in 2025 and 2024 has been conducted on bank deposits, bank overdraft, bank borrowings and other borrowings. If interest rates had been 100 basis-points higher/lower with all other variables held constant, the Group's profit after taxation for the year would have decreased/increased by HK\$10,678,000 (2024: loss after taxation would have increased/decreased by HK\$17,861,000) in respect of bank deposits and bank borrowings.

(b) Credit risk

The Group's credit risk is primarily attributable to its financial assets at amortised cost (including trade and other receivables, bond securities at amortised cost and receivables from a joint venture), financial assets at FVPL and bank balances. The Group has implemented policies to assess the credit worthiness of the counterparties (including customers and investees), and to conduct credit reviews and monitoring procedures that include a formal collection process. The credit risk on bank balances is limited as the banks are of acceptable credit ratings. The credit risk on trade receivables is not considered significant given the majority of credit sales relate to reputable advertising agencies with no recent history of default. In addition, the Group reviews the recoverable amount of each individual trade debtor, associate and joint venture at the end of each reporting period to ensure that impairment has been adequately provided at the expected loss rates, which are adjusted from the historical loss rates to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The loss allowance of receivables from a joint venture and trade receivables were determined and disclosed in Notes 9 and 15 respectively. The Group also assessed the loss allowance on other receivables and deposits by individual assessment on 12 months' expected loss basis as there had been no significant increase in credit risk since initial recognition.

In calculating the credit loss allowance for bond securities at amortised costs, the scenario analysis of discounted cash flow model and loss rates, which involve key estimates from the management, are estimated based on a function of comparable probability of default, recovery rate quoted from international credit-rating agencies after adjustments to specific conditions and exposure at default and adjusted for forward-looking information that is available without undue cost or effort.

For the financial assets at amortised cost considered as credit-impaired as a result of default events as at 31 December 2024 and 2025, a lifetime ECL loss allowance has been assessed. For other bond securities not credit-impaired, the Group would measure the loss allowance equal to 12-month ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises a lifetime ECL.

No significant changes to estimation techniques or assumptions were made during the year.

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(b) Credit risk (continued)

The movement of the loss allowance for financial assets at amortised cost is as follows:

	12-month ECLs		Lifetime ECLs		Total HK\$'000
	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Simplified approach HK\$'000	
At 1 January 2024:	–	311,600	473,063	39,501	824,164
Transferred to Stage 3 in lifetime ECLs	–	(311,600)	311,600	–	–
Increase in the allowance recognised in profit or loss during the year	–	–	344,815	–	344,815
Decrease in the allowance recognised in profit or loss during the year	–	–	–	(5,308)	(5,308)
Write-off	–	–	–	(1,258)	(1,258)
Exchange differences	–	–	–	(204)	(204)
At 31 December 2024 and 1 January 2025:	–	–	1,129,478	32,731	1,162,209
Increase in the allowance recognised in profit or loss during the year	–	–	27,927	690	28,617
Write-off	–	–	–	(4,430)	(4,430)
Exchange differences	–	–	(2,900)	190	(2,710)
At 31 December 2025	–	–	1,154,505	29,181	1,183,686

As at 31 December 2025, the Group's loss allowances comprised the following components. Under Stage 3 of the ECL model, the Group had a provision for loss allowance on receivables from a joint venture of HK\$676,317,000 (2024: HK\$656,415,000), loss allowances on bond securities of HK\$477,530,000 (2024: HK\$473,063,000), and an impairment provision on other receivables of HK\$658,000 (2024: Nil). In addition, a provision for impairment loss on trade debtors of HK\$29,181,000 (2024: HK\$32,731,000) was made under the simplified approach of the ECL model.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(b) Credit risk (continued)

Maximum exposure and year-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification. The amounts presented are gross carrying amounts for financial assets at amortised costs as at 31 December 2025 and 2024.

	12-month ECLs		Lifetime ECLs		Total HK\$'000
	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Simplified approach HK\$'000	
As at 31 December 2025:					
Receivables from a joint venture	–	–	865,418	–	865,418
Bond securities at amortised cost	–	–	496,721	–	496,721
Trade receivables	–	–	–	931,069	931,069
Financial assets included in other receivables, prepayments and deposits	455,996	–	658	–	456,654
Bank and cash balances	794,070	–	–	–	794,070
	1,250,066	–	1,362,797	931,069	3,543,932
As at 31 December 2024:					
Receivables from a joint venture	–	–	845,066	–	845,066
Bond securities at amortised cost	–	–	496,578	–	496,578
Trade receivables	–	–	–	784,336	784,336
Financial assets included in other receivables, prepayments and deposits	599,474	–	–	–	599,474
Bank and cash balances	700,382	–	–	–	700,382
	1,299,856	–	1,341,644	784,336	3,425,836

The Group is also exposed to credit risk in relation to debt investments that are measured at fair value through profit or loss. Please refer the details to Note 13.

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(c) Liquidity risk

The Group employs cash flow forecasting to manage liquidity risk by forecasting the amount of cash required (including working capital, loan repayments, dividend payments and potential new investments) and by maintaining sufficient cash and adequate undrawn banking/other loan facilities and capital raising as and when necessary to ensure the Group's funding requirements are met.

The Group's financial liabilities include trade payables, other payables, accruals, borrowings and lease liabilities. The trade payables and other payables are generally on credit terms of one to three months after the invoice date. For accruals, there are generally no specified contractual maturities and amounts owing are paid upon the counterparty's formal notification, of which should be within 12 months from the end of the reporting period.

The table below analyses the Group's financial liabilities based on the remaining period at the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows (including future interest payments).

	2025					
	Borrowings HK\$'000	Convertible bonds HK\$'000	Written put options liabilities HK\$'000	Trade and other payables and accruals HK\$'000	Lease liabilities HK\$'000	Total HK\$'000
Within 1 year	1,045,783	186,311	140,000	675,914	15,441	2,063,449
Between 1 and 2 years	1,060,515	–	–	–	5,830	1,066,345
Between 2 and 5 years	–	–	–	–	242	242
	2,106,298	186,311	140,000	675,914	21,513	3,130,036

	2024					
	Borrowings HK\$'000	Convertible bonds HK\$'000	Written put options liabilities HK\$'000	Trade and other payables and accruals HK\$'000	Lease liabilities HK\$'000	Total HK\$'000
Within 1 year	944,643	5,505	140,000	622,253	19,805	1,732,206
Between 1 and 2 years	192,438	5,505	–	–	16,986	214,929
Between 2 and 5 years	1,059,586	165,208	–	–	317	1,225,111
	2,196,667	176,218	140,000	622,253	37,108	3,172,246

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 FINANCIAL RISK MANAGEMENT (continued)

3.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratios. This ratios are calculated as net debt divided by total equity. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the consolidated statement of financial position) less cash and cash equivalents and bank deposits maturing after three months. Total equity as shown in the consolidated statement of financial position is total capital.

The gearing ratio at 31 December 2025 and 2024 was as follows:

	2025 HK\$'000	2024 HK\$'000
Net debt (Note 38(c))	1,336,917	1,464,040
Total equity	2,232,148	2,195,714
Gearing ratio		
– Net debt to total equity ratio	59.9%	66.7%

(i) Loan covenants

Under the terms of the major bank loan, which has a carrying amount of HK\$1,177,200,000 (2024: HK\$1,567,200,000), the Group is required to comply with the following financial covenants:

- The ratio of consolidated net debt to consolidated total net worth would not exceed 1.5:1 during the annual reporting period, and
- the ratio of consolidated net debt to consolidated EBITDA would not exceed 5:1 at the end of the reporting period, and
- the ratio of consolidated total pledged assets to consolidated total assets would not exceed 0.25:1 during the annual reporting period.

The Group has complied with these covenants throughout the reporting period.

There are no indications that the Group would have difficulties complying with the covenants.

3 FINANCIAL RISK MANAGEMENT (continued)

3.3 Fair value estimation

Financial instruments that are measured in the consolidated statement of financial position at fair value are analysed by below valuation method. The different methods have been defined as follows:

- (a) Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- (b) Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2); and
- (c) Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

As at 31 December 2025 and 2024, the fair value measurements of the Group's financial assets at FVOCI and FVPL are classified in level 3.

Financial assets at FVOCI comprise unlisted equity investment without an active market. The Group establishes the fair value of the unlisted equity investments by using valuation techniques including market comparison method by comparison to the prices at which other similar business nature companies, and the adjusted net assets value method.

The major methods and assumptions used in estimating the fair values of financial assets at FVPL and financial liability at FVPL are detailed in Note 13 and Note 24 respectively.

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as at the end of the reporting period. There was no transfer between categories during the year.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually re-evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, rarely equal the related actual results. The estimates and assumptions that may have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(a) Loss allowance for financial assets at amortised cost

The loss allowances for financial assets at amortised cost (including trade receivables, bond securities at amortised cost and receivables from a joint venture) are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used for receivables from a joint venture, bond securities at amortised cost and trade receivables are disclosed in Notes 3.1(b), 9, 12 and 15 respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

(b) Useful lives of property, plant and equipment

In accordance with HKAS 16, the Group estimates the useful lives of property, plant and equipment in order to determine the amount of depreciation expenses to be recorded. The useful lives are estimated at the time the asset is acquired based on historical experience, the expected usage, wear and tear of the assets, as well as technical obsolescence arising from changes in the market demands or service output of the assets. The Group also performs annual reviews on whether the assumptions made on useful lives continue to be valid. Such reviews take into account the technological changes, prospective economic utilisation and physical condition of the assets concerned.

(c) Recognition of deferred income tax assets

Deferred income tax assets are recognised for all temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available in the future against which the temporary differences, the carry forward of unused tax credits and unused tax losses could be utilised. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and which are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Where the actual or expected tax positions in future are different from the original estimate, such difference will impact the recognition of deferred income tax assets and income tax charge in the period in which such estimate has been changed.

(d) Programme costs and film rights

The Group allocates and amortises the programme costs and film rights to each of the terrestrial TV platform, digital new media platform and licensing and distribution market based on their potential benefits brought to the Group and the expected consumption pattern, number of planned transmissions or duration of the license period, whichever is more relevant and prevailing. Management regularly reviews the basis of the allocation and amortisation and will adjust the allocation and amortisation method when the expected changes in respective economic benefit, consumption pattern or consumption rate arise. Impairment loss is recognised when there is an indication that the estimated recoverable amount of individual programme is less than its carrying value.

(e) Goodwill

The Group tested whether goodwill has suffered any impairment on an annual basis. The recoverable amount of cash-generating units was determined based on value-in-use calculations which required the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period were extrapolated using the estimated growth rates.

(f) Impairment assessment of interests in associates

The value in use calculation requires the management of the Group to estimate the present value of the estimated cash flows expected to arise from dividends to be received from the associates and the proceeds from the ultimate disposal of the investment. In cases where the actual cash flows are less or more than expected, or change in facts and circumstances which result in revision of future cash flows estimation or discount rate, a material reversal or further recognition of impairment may arise, which would be recognised in profit or loss for the period in which such a reversal or further recognition takes place. Details of key assumptions and impact of possible changes in key assumptions are disclosed in Note 10.

5 REVENUE, INTEREST INCOME, OTHER REVENUES AND SEGMENT INFORMATION

Revenue comprises advertising income net of agency deductions, licensing income, subscription income, as well as other income such as digital marketing and event income, co-production income, e-Commerce income, music entertainment income, management fee income, facility rental income and other service fee income.

The amount of each significant category of revenue recognised during the year is as follows:

	2025 HK\$'000	2024 HK\$'000
Revenue		
Advertising income, net of agency deductions	1,928,057	1,729,129
Licensing income	192,948	319,774
Subscription income	339,690	326,912
Others	731,739	882,274
	3,192,434	3,258,089
Interest income	4,888	105,815
Other revenues	10,539	29,634
	3,207,861	3,393,538

The Group is principally engaged in terrestrial television broadcasting, digital media services, Chinese Mainland operations (formerly known as Chinese Mainland operations), and international operations.

For management purposes and in a manner consistent with the way in which information is reported internally to the Group's Senior Management and Board of Directors for resource allocation and performance assessment, the Group presents its reportable segment information based on these core businesses. During the year, the Group made changes to its segment structure to better reflect its operations. The e-Commerce business has been combined into the TV Broadcasting segment (formerly "Hong Kong TV Broadcasting"), reflecting its close integration with TV channels and programmes. A new segment, Digital Media, has been established to encompass myTV SUPER and all digital-related businesses in Hong Kong, including the Group's social media accounts, mobile apps and websites in Hong Kong, which have been separated from the TV Broadcasting segment and combined into this new segment as the Group continues to drive its digital product offerings. Comparative figures have been reclassified to conform with the current year's presentation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 REVENUE, INTEREST INCOME, OTHER REVENUES AND SEGMENT INFORMATION (continued)

Accordingly, the Group's reportable segments for the current year are as follows:

- | | |
|---------------------------------|---|
| (a) TV Broadcasting | – broadcasting of television programmes and commercials on terrestrial TV platforms, production of programmes, music entertainment, and operation of e-Commerce business |
| (b) Digital Media | – operation of myTV SUPER OTT service, online social media platform, digital marketing, and other digital-related businesses in Hong Kong |
| (c) Chinese Mainland Operations | – co-produced dramas, distribution of television programmes and channels to telecast, video and new media operators in the Chinese Mainland |
| (d) International Operations | – distribution of television programmes and channels to telecast, video and new media operators and provision of pay television and OTT services to subscribers in Malaysia, Singapore and other countries of the world targeting Chinese and other Asian audiences |

The segments are managed separately according to the nature of products and services provided. Segment performance is evaluated based on a measure of adjusted earnings before interest income, finance costs, income tax, depreciation and amortisation, gain on modification of borrowings from third parties, impairment losses on receivables from a joint venture, goodwill, intangible and other assets, bond securities at amortised cost, changes in fair value of a financial asset and a financial liability at fair value through profit or loss, change in fair value of movie investments, share of profits/losses of joint ventures and associates (EBITDA, see below) to assess the performance of the reportable segments which in certain respects, as explained in the table below, is measured differently from the results before income tax in the consolidated financial statements.

The Group's inter-segment transactions mainly consist of provision of services. The services provided are charged on a cost plus basis or at similar terms as that contracted with third parties.

5 REVENUE, INTEREST INCOME, OTHER REVENUES AND SEGMENT INFORMATION (continued)

An analysis of the Group's revenue and EBITDA for the year by reportable segments is as follows:

	TV Broadcasting		Digital Media		Chinese Mainland Operations		International Operations		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue										
Timing of revenue recognition:										
At a point in time	66,169	152,992	3,931	1,522	82,547	123,485	1,328	244	153,975	278,243
Over time	1,830,136	1,581,585	384,035	373,732	538,130	727,995	286,158	296,534	3,038,459	2,979,846
External customers	1,896,305	1,734,577	387,966	375,254	620,677	851,480	287,486	296,778	3,192,434	3,258,089
Reportable segment EBITDA	215,116	66,375	43,271	101,462	74,187	126,209	32,739	936	365,313	294,982
Additions to non-current assets (note (a))	31,564	73,960	29,865	28,665	3,433	1,618	9,712	3,203	74,574	107,446

Notes:

- (a) Non-current assets comprise property, plant and equipment, investment properties, goodwill and intangible assets (including prepayments related to capital expenditure, if any).
- (b) Cost of programmes and film right, as disclosed in Note 29, is mainly arising from TV Broadcasting and Chinese Mainland Operations segments.

A reconciliation of reportable segment EBITDA to profit/(loss) before income tax is provided as follows:

	2025 HK\$'000	2024 HK\$'000
Reportable segment EBITDA	365,313	294,982
Depreciation and amortisation	(224,251)	(289,367)
Finance costs	(112,472)	(147,388)
Interest income	4,888	105,815
Gain on modification of borrowings from third parties	3,038	–
Changes in fair value of		
– movie investments	–	(62,544)
– a financial asset at fair value through profit or loss	–	(28)
– a financial liability at fair value through profit or loss	(5,247)	1,214
Impairment losses on		
– bond securities at amortised cost	(4,597)	–
– receivables from a joint venture	–	(344,815)
– goodwill, intangible and other assets	–	(93,856)
Share of losses of associates	(2,010)	(295)
Share of (losses)/profits of joint ventures	(98)	48
Profit/(loss) before income tax	24,564	(536,234)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 REVENUE, INTEREST INCOME, OTHER REVENUES AND SEGMENT INFORMATION (continued)

For the years ended 31 December 2025 and 2024, no revenue generated from a single customer of the Group is over 10% of the total revenue.

An analysis of the Group's revenue from external customers for the year by geographical location is as follows:

	2025 HK\$'000	2024 HK\$'000
Hong Kong	2,286,975	2,111,431
Chinese Mainland	626,053	855,348
Malaysia and Singapore	116,466	115,897
USA and Canada	98,525	105,526
Vietnam	15,463	19,692
Australia	13,518	15,451
Europe	12,193	3,873
Other territories	23,241	30,871
	3,192,434	3,258,089

An analysis of the Group's non-current assets, other than financial instruments, goodwill and deferred income tax assets, by geographical location is as follows:

	2025 HK\$'000	2024 HK\$'000
Hong Kong	952,657	1,084,644
USA and Canada	200,423	198,506
Chinese Mainland	25,819	40,834
Taiwan	1,416	1,741
Other territories	210	154
	1,180,525	1,325,879

6 PROPERTY, PLANT AND EQUIPMENT

	Land and buildings HK\$'000	Leasehold improvements HK\$'000	Studio, broadcasting and transmitting equipment HK\$'000	Furniture, fixtures and equipment HK\$'000	Motor vehicles HK\$'000	Total HK\$'000
Cost						
At 1 January 2024	1,330,884	62,179	2,722,491	1,852,343	48,179	6,016,076
Exchange differences	(2,468)	(167)	(400)	(640)	–	(3,675)
Additions	28,427	178	41,807	14,729	1,495	86,636
Lease modification	(7,123)	–	–	–	–	(7,123)
Disposals	(69,504)	–	(30,430)	(21,826)	(2,272)	(124,032)
At 31 December 2024	1,280,216	62,190	2,733,468	1,844,606	47,402	5,967,882
At 1 January 2025	1,280,216	62,190	2,733,468	1,844,606	47,402	5,967,882
Exchange differences	3,417	176	171	860	6	4,630
Additions	653	1,193	27,189	20,621	236	49,892
Lease modification	(564)	–	–	(1,764)	–	(2,328)
Transfer (out)/in	–	–	(411)	411	–	–
Transferred from investment properties (Note 7)	3,893	–	–	–	–	3,893
Disposals	(5,067)	(10,290)	(57,051)	(18,803)	(1,554)	(92,765)
At 31 December 2025	1,282,548	53,269	2,703,366	1,845,931	46,090	5,931,204
Accumulated depreciation and impairment						
At 1 January 2024	873,690	60,481	2,424,399	1,539,769	45,956	4,944,295
Exchange differences	(1,608)	(160)	(390)	(258)	–	(2,416)
Charge for the year (Note 29)	45,497	1,196	95,677	77,898	1,378	221,646
Written back on disposals	(69,504)	–	(30,400)	(20,461)	(2,272)	(122,637)
At 31 December 2024	848,075	61,517	2,489,286	1,596,948	45,062	5,040,888
At 1 January 2025	848,075	61,517	2,489,286	1,596,948	45,062	5,040,888
Exchange differences	2,294	169	157	665	–	3,285
Charge for the year (Note 29)	33,857	791	77,293	58,558	961	171,460
Transfer (out)/in	–	–	(390)	390	–	–
Transferred from investment properties (Note 7)	2,539	–	–	–	–	2,539
Written back on disposals	(5,067)	(10,290)	(56,842)	(18,608)	(1,367)	(92,174)
At 31 December 2025	881,698	52,187	2,509,504	1,637,953	44,656	5,125,998
Net book value						
At 31 December 2025	400,850	1,082	193,862	207,978	1,434	805,206
At 31 December 2024	432,141	673	244,182	247,658	2,340	926,994

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

6 PROPERTY, PLANT AND EQUIPMENT (continued)

Notes:

(a) Leases

The consolidated statement of financial position shows the following amounts relating to leases:

(i) Amounts recognised in the property, plant and equipment relating to leases

	2025 HK\$'000	2024 HK\$'000
Right-of-use assets		
Properties	13,514	26,779
Equipment	6,589	7,529
Leasehold land and land use right	125,288	131,976
	145,391	166,284

Additions to the right-of-use assets during the year were HK\$6,022,000 (2024: HK\$32,163,000).

(ii) Amounts recognised in the consolidated income statement

The consolidated income statement shows the following amounts relating to leases:

	2025 HK\$'000	2024 HK\$'000
Depreciation charge of right-of-use assets		
Properties	13,439	25,191
Equipment	4,544	5,907
Leasehold land and land use right	7,437	7,430
	25,420	38,528
Interest expenses (included in finance cost)	1,586	1,720
Expense relating to short-term leases (included in general and administrative expenses)	4,806	5,004
Expense relating to low-value assets that are not shown above as short-term leases (included in general and administrative expenses)	8	8

The total cash outflow for lease (included short-term leases and low-value assets) during the year was HK\$24,406,000 (2024: HK\$34,196,000).

(iii) The Group's leasing activities and how these are accounted for

The Group leases various offices and equipment. Rental contracts are typically made for fixed periods of 1 to 5 years with no defined extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

7 INVESTMENT PROPERTIES

	HK\$'000
Cost	
At 1 January 2024	3,930
Exchange differences	(128)
At 31 December 2024	3,802
At 1 January 2025	3,802
Transferred to property plant and equipment (Note 6)	(3,893)
Exchange differences	91
At 31 December 2025	–
Accumulated depreciation	
At 1 January 2024	2,277
Charge for the year (Note 29)	188
Exchange differences	(78)
At 31 December 2024	2,387
At 1 January 2025	2,387
Charge for the year (Note 29)	94
Transferred to property plant and equipment (Note 6)	(2,539)
Exchange differences	58
At 31 December 2025	–
Net book value	
At 31 December 2025	–
At 31 December 2024	1,415
Fair values (note)	
At 31 December 2025	–
At 31 December 2024	3,569

Note:

During the year ended 31 December 2025, the Group changed the use of all its investment properties from holding for rental to owner-occupied use. Accordingly, these properties were transferred to property, plant and equipment at their carrying amounts on the date of change in use. No gain or loss was recognised on the transfer.

The Group's investment properties as at 31 December 2024 were valued by independent valuers who held recognised relevant professional qualifications and had recent relevant experience of the investment properties valued. The valuations were determined using the direct comparison approach with reference to the comparable properties in close proximity and investment approach with reference to current market rentals, where appropriate. The most significant inputs into these valuation approaches were unit price and unit rent per square foot or square metre. The current use of investment properties equated to the highest and best use. As at 31 December 2024, the fair value measurement of the investment properties was included in level 3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8 GOODWILL AND INTANGIBLE ASSETS

	Goodwill HK\$'000	Tradenames HK\$'000	Software development cost HK\$'000	Total HK\$'000
Year ended 31 December 2024				
Opening net book amount	85,131	6,907	204,541	296,579
Exchange adjustments	–	–	(109)	(109)
Additions	–	–	22,969	22,969
Amortisation charge (Note 29)	–	(2,590)	(64,943)	(67,533)
Impairment loss	(85,131)	(4,317)	–	(89,448)
Closing net book amount	–	–	162,458	162,458
At 31 December 2024				
Cost	85,131	44,000	530,324	659,455
Accumulated amortisation and impairment	(85,131)	(44,000)	(367,866)	(496,997)
Net book amount	–	–	162,458	162,458
Year ended 31 December 2025				
Opening net book amount	–	–	162,458	162,458
Exchange adjustments	–	–	67	67
Additions	–	–	28,174	28,174
Amortisation charge (Note 29)	–	–	(52,697)	(52,697)
Closing net book amount	–	–	138,002	138,002
At 31 December 2025				
Cost	85,131	44,000	558,623	687,754
Accumulated amortisation and impairment	(85,131)	(44,000)	(420,621)	(549,752)
Net book amount	–	–	138,002	138,002

Goodwill and tradenames on the Group's consolidated statement of financial position arose from the Group's acquisition in 2021 of the Ztore Group and its operating subsidiaries (the "e-Commerce CGU"). These are allocated to and monitored by management within the e-Commerce business unit, which comprises groups of CGUs expected to benefit from synergies with the acquired businesses.

8 GOODWILL AND INTANGIBLE ASSETS (continued)

In 2024, Hong Kong's retail environment remained challenging. While the downsizing of the e-Commerce business generated cost savings, revenue continued to face downward pressure. Goodwill and related intangible assets arising from the e-Commerce acquisition were fully impaired in 2024 due to challenging retail conditions and limited recovery prospects.

The carrying amounts of the goodwill and tradenames remain nil as at 31 December 2025.

9 INTERESTS IN JOINT VENTURES

	2025 HK\$'000	2024 HK\$'000
Non-current		
Investment costs (note)	205,753	205,264
Funds advanced to joint ventures	17,731	17,731
Less: accumulated share of losses	(222,442)	(221,854)
	1,042	1,141
Loan and interest receivable from a joint venture (note)	865,418	845,066
Less: impairment loss on receivables from a joint venture (note)	(676,317)	(656,415)
	189,101	188,651
	190,143	189,792
	2025 HK\$'000	2024 HK\$'000
At 1 January	189,792	479,289
Add: interest receivables from a joint venture	22,672	93,680
Less: impairment loss provided	(22,672)	(344,815)
Less: repayment of promissory note from a joint venture	–	(37,537)
Share of (losses)/profits for the year	(98)	48
Exchange differences	449	(873)
At 31 December	190,143	189,792

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9 INTERESTS IN JOINT VENTURES (continued)

Note:

In July 2017, the Group had entered into the agreement with Imagine Holding Company LLC ("Imagine") in relation to the formation of a joint venture company, namely Imagine Tiger Television, LLC ("ITT"), on a 50:50 basis between both parties. The purpose of ITT is to finance the development and production of a slate of television projects whether developed and/or produced by Imagine alone or with third-party co-financiers/co-production partners. The Group has contributed to the capital of ITT in an amount of US\$33,333,000 as to 50% of the equity interests in ITT and has provided a loan to ITT in an amount of US\$66,667,000 in the form of the Promissory Note. The Promissory Note is unsecured and bears an interest rate of 12% per annum and will mature in July 2032. Interest and principal of the Promissory Note will not become payable unless ITT has distributable cash as defined in the agreement. Imagine shall not be making any capital contribution to ITT but shall contribute in-kind in the form of production expertise as it has the duty to manage and control the business and affairs of ITT and all creative and production decisions with respect to the television projects financed by ITT. With reference to this capital contribution arrangement, the Group would share 100% of ITT's result until ITT has accumulated a positive balance of retained earnings. When the Group's equity interests in ITT has reduced to zero, the Group would not recognise further losses. With effect from 1 July 2019, a conversion of the Group's equity contribution of US\$7,742,000 into a loan to ITT was executed, hence the principal value of Promissory Note increased to US\$74,409,000.

In December 2022, ITT completed a partial repayment of the Promissory Note to TVB in the amount of US\$35,000,000, which had the effect of reducing the outstanding principal amount and accrued and unpaid interest, thereon, of the ITT debt obligation owing to TVB. Of this US\$35,000,000 repayment, the Group reinvested US\$20,000,000 by subscribing for 2,621,148 non-voting Class C Units in Imagine, thereby gaining a minority stake of less than 5% in Imagine. The payment was made directly by ITT to Imagine on the Group's behalf therefore there was no cash outlay in respect of the US\$20,000,000 investment. The investment in Imagine provides the Group with a shareholding of a successful player in the US film and TV industry. The Imagine investment has been recognised as financial assets at FVOCI. In August 2023, the Group disposed of 10% of the promissory note to CMC, Inc. ("CMC").

In determining the impairment assessment of the Promissory Note from ITT in 2022 and 2023, the Group has observed that the US market for premium TV content has been increasingly dominated by streaming platforms, resulting in a reduced number of opportunities for ITT which is based in the US to pursue independent non-deficit-financing productions, which was its primary focus. As such, the Company measured the outstanding balance under a stage 2 ECL model and certain forward looking assumptions to estimate a probability of default. The ECL model involves assessing key measuring parameters and inputs, such as the probability of default ("PD") and the loss given default ("LGD"). The Group considered various factors in determining the PD and LGD of the Promissory Note, including the scale of the business, business model, financial performance, financial position, market share trend, and financial policy of ITT. The Group also adjusted for forward-looking information, such as the future development plan of ITT. The impairment provision of HK\$211,800,000 and HK\$86,300,000 were recognised in the consolidated income statement in 2022 and 2023 respectively.

9 INTERESTS IN JOINT VENTURES (continued)

Note: (continued)

In 2024, due to continued slowness in the US market for traditional TV drama production, ITT did not see any meaningful recovery in production activity. Consequently, it suffered a net loss of approximately HK\$116,000,000 for the year ended 31 December 2024, and its cash position declined further to a low level. With no immediate catalysts on the horizon to drive a large improvement in ITT's performance, the Group considered there were significant further risks regarding ITT's ability to repay the Promissory Note, which has already been considered as credit-impaired. Hence, in assessing the value of the Promissory Note, the Group switched from a Stage 2 to Stage 3 ECL model, which led to an increase in the ECL rate on the gross amount of the Promissory Note to 77.6%. This resulted in an additional provision of HK\$344,815,000 for the year ended 2024 and a corresponding increase in the accumulated lifetime ECL provision on the carrying value of the Promissory Note to HK\$656,415,000.

In 2025, the Group recognised the interest income of approximately HK\$22,672,000 from the Promissory Note on the net carrying amount, following the Group's transition from a Stage 2 to a Stage 3 ECL model at the end of 2024. As at 31 December 2025, there were no material changes in the business operations or the operating environment of the joint venture. The Group continued to apply the stage 3 ECL model, consistent with the approach adopted as at 31 December 2024. The ECL rate applied to the Promissory Note was 78.1% (31 December 2024: 77.6%) as at 31 December 2025, reflecting the Group's ongoing assessment of ITT's financial position, prevailing market conditions, and forward-looking information. The ECL allowance increased by HK\$22,672,000 during the year, primarily arising from the recognition of the interest income, which increased the carrying amount of the Promissory Note. The additional ECL allowance was fully offset against the interest income recognised, resulting in no impact on the profit or loss for the year ended 31 December 2025. Accordingly, the accumulated lifetime ECL provision on the carrying value of the Promissory Note amounted to HK\$676,317,000 as at 31 December 2025 (31 December 2024: HK\$656,415,000). The Group will maintain close monitoring of developments and update its impairment assessment as necessary.

Details of the principal joint venture of the Group are listed below:

Name	Place of incorporation and operation	Principal activities	Particulars of issued shares held	Percentage of ownership interest
[#] Imagine Tiger Television, LLC	United States	Provision of finance for the development and production of television programmes	Class A units of US\$25,591,000	[§] 100%

[#] Joint venture held indirectly by the Company

[§] The Group does not hold class B units and has 50% equity interest in ITT

All joint ventures are private companies and there are no quoted market prices available for their shares. Their investment costs and funds advanced are accounted for using the equity method while the loan to and interest receivable from a joint venture are classified as financial assets at amortised cost.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9 INTERESTS IN JOINT VENTURES (continued)

There are no commitments or contingent liabilities relating to the Group's interest in the joint ventures.

The joint ventures are strategic for the Group's investments in the Hong Kong retail sales and movie market and the United States TV market.

The Group has no material joint venture. The aggregate amount of the Group share of losses for the year ended 31 December 2025 was HK\$98,000 (2024: share of profit of HK\$48,000).

The unrecognised share of losses of the joint ventures amounted to HK\$864,484,000 (2024: HK\$757,856,000) and the unrecognised share of losses for the year ended 31 December 2025 amounted to HK\$105,508,000 (2024: HK\$116,022,000).

10 INTERESTS IN ASSOCIATES

	2025 HK\$'000	2024 HK\$'000
Investment costs	174,000	174,000
Less: accumulated share of losses	(3,523)	(1,513)
Less: accumulated share of other comprehensive income	(10,976)	(18,433)
Less: accumulated impairment loss	(126,000)	(126,000)
	33,501	28,054
	2025 HK\$'000	2024 HK\$'000
At 1 January	28,054	33,591
Share of losses for the year	(2,010)	(295)
Share of other comprehensive income	7,457	(5,242)
At 31 December	33,501	28,054

10 INTERESTS IN ASSOCIATES (continued)

Details of the material associate are as follows:

Name	Place of incorporation and operation	Principal activity	Particulars of issued shares held	Percentage of ownership interest
#Shine Investment Limited ("Shine")	Cayman Islands	Investment holding	Voting Class A Shares of US\$1 each	§ 15%
			Non-voting Class B Shares of US\$1 each	§ 100%

an associate held directly by the Company

§ The Group holds 40% economic interest in Shine

Shine is a private company and there is no quoted market price available for its shares.

There are no contingent liabilities relating to the Group's interest in the associates.

The associate is strategic for the Group's investment in the movie industry.

Shine, in which the Group holds a 40% interest, is an investment holding company that in turn holds a 29.94% stake in Shaw Brothers Holdings Limited ("SBHL"), a company which produces and distributes TV and film content, and manages artistes. SBHL is listed on The Stock Exchange of Hong Kong Limited under the stock code 0953.

The Group regularly monitors the operational and financial performance of its associates.

In 2023, SBHL's declining financial performance and net losses triggered an impairment assessment of the Group's interest in Shine (an associate), resulting in an impairment loss of HK\$126,000,000 recognised in the consolidated income statement.

In 2025, the Group performed an updated impairment assessment. The recoverable amount, determined using the discounted cash flow method under the income approach, exceeded the carrying amount. Key assumptions included a discount rate of 10.0% (2024: 10.0%), reflecting current market assessments of the time value of money, and a terminal growth rate of 2.0% (2024: 2.5%) for cash flows beyond the five-year forecast period. The budget and projections were based on SBHL's historical performance and relevant industry economic data. Based on the assessment conducted, no additional impairment loss or reversal of impairment losses was considered necessary for the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10 INTERESTS IN ASSOCIATES (continued)

Summarised statement of financial position of Shine that is material to the Group and reconciliation to the carrying amount of the Group's share of net assets of the associate:

	As at 31 December 2025 HK\$'000	As at 31 December 2024 HK\$'000
Assets		
Current financial assets	1,138	1,138
Interest in an associate	398,223	384,602
	399,361	385,740
Liabilities		
Current financial liabilities	(350)	(350)
Net assets	399,011	385,390
Interests in associates (40%) and carrying value	159,604	154,156

Summarised consolidated statement of comprehensive income:

	For the year ended 31 December 2025 HK\$'000	For the year ended 31 December 2024 HK\$'000
Revenue	–	–
Share of losses of an associate	(5,026)	(738)
Post-tax losses for the year	(5,026)	(738)
Other comprehensive income/(loss)	18,647	(13,109)
Total comprehensive income/(loss)	13,621	(13,847)
Dividends received from an associate	–	–

11 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2025 HK\$'000	2024 HK\$'000
At 1 January	71,822	150,364
Changes in fair value	(16,607)	(78,058)
Exchange difference	158	(484)
At 31 December	55,373	71,822

Details of material financial assets at fair value through other comprehensive income are as follows:

Name	Place of incorporation	Place of operation	Principal activities	Particular of issued shares held	Percentage of ownership interest
CMC Flagship Limited	Cayman Islands	Cayman Islands	Investment holding	Ordinary shares of US\$1 each	10%
Fairchild Television Limited	Canada	Canada	Operation of specialty television channels	Ordinary shares of C\$1 each	20%
HomePlus Holding Limited	Hong Kong	Hong Kong	e-Commerce business	Ordinary shares of HK\$1 each	5%
Imagine Holding Company, LLC	United States	United States	Investment holding	Class C Units of US\$20,000,000	<5%

As the above equity instruments are not held for trading, the Group has irrecoverably elected to measure these financial assets at FVOCI. These financial assets at FVOCI are denominated in Hong Kong dollars, US dollars and Canadian dollars and their fair values are included in level 3 fair value hierarchy.

As at 31 December 2025, the fair value of the Group's investment in Imagine Holding Company, LLC was HK\$49,929,000 (2024: HK\$66,378,000), based on a valuation report conducted by an independent valuer. The valuation report used the market approach, combining the calibration method and the guideline company method. Under the calibration method, the fair value as at the valuation date was calibrated from the latest completed transaction to derive the implied market multiple. This multiple was adjusted for market movements of comparable companies and applied to the latest financial parameter of Imagine Holding Company, LLC (the "Target Company") to determine the fair value. Under the guideline company method, market multiples of comparable companies as at the valuation date were reviewed. An appropriate multiple was selected after comparing the recent financial performance of the Target Company with that of the comparables, and applied to the Target Company's latest financial parameter. The results from both methods were combined to arrive at the final fair value as at the valuation date. The weighting reflects management's judgement, considering the time proximity between the latest transaction and the valuation date. The fair value loss of HK\$16,607,000 (2024: HK\$78,058,000) was recorded in the other comprehensive income during the year. The unfavorable change was primarily due to the continuing difficult market conditions for film and TV content production in the United States, which significantly impacted the financial performance of companies involved in the industry.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12 BOND SECURITIES AT AMORTISED COST

	2025 HK\$'000	2024 HK\$'000
Non-current		
Bond securities at amortised cost:		
Unlisted	426,816	426,706
Listed in other countries	69,905	69,872
Less: provision for impairment loss on bond securities (notes (a), (b) and (c))	(477,530)	(473,063)
	19,191	23,515

Notes:

- (a) As at 31 December 2025, the Company's portfolio of fixed income securities, net of ECLs amounted to HK\$19,191,000 (2024: HK\$23,515,000), which were classified under "Bond securities at amortised cost". Issuers of these securities include listed or unlisted companies in Hong Kong and overseas.

As at 31 December 2025, the investment portfolio consisted of fixed income securities of four (2024: four) separate issuers, of which the bonds issued by Master Glory Group Limited and SMI Holding Group Limited had been fully impaired in prior years.

In 2025, a non-cash impairment loss of HK\$4,597,000 (2024: Nil) was recognised in the consolidated income statement. The additional impairment loss was made after considering the credit risk of the bond portfolio and the latest development of certain credit impaired bond securities.

- (b) CERC Bonds

The Group had purchased the CERC Bonds totalling US\$12,000,000 nominal amount (2018 Bond US\$6,000,000 and 2019 Bond US\$6,000,000). On 11 May 2018, CERC had defaulted the principal payment of the 2018 CERC Bond due in May 2018 and as a result, this triggered a cross default for the 2019 CERC Bond.

CERC is a state-owned oil and gas trading, logistics and distribution and supply services provider in the Chinese Mainland. According to CERC's announcement dated 25 May 2018, CERC plans to divest certain of its assets in order to resolve its current cash flow difficulties. Management has reviewed a report ("Report") dated 17 August 2018 and prepared by the financial adviser appointed by CERC ("CERC's financial adviser"), in relation to, among other things, a review of the financial condition of CERC. CERC has prepared a plan for the repayment of the principal and the interest over an eight-year period.

On 24 December 2018, the Group had received coupon interests from CERC Bonds. Based on the review of the Report and the receipt of the bond interests, management believes that CERC has both the intention and ability to settle the outstanding balances in an extended schedule. The Group has approached the impairment assessment under the ECL model by way of discounting of the expected cashflow to be recovered over an eight-year period for calculation of the net present value of the CERC Bonds, taking into consideration comparable probability of default, recovery rate quoted from international credit-rating agencies after adjustments to specific conditions/financial conditions and current creditworthiness of CERC and its restructuring progress. On this basis, an impairment loss of HK\$26,000,000 was made during the year ended 31 December 2018.

12 BOND SECURITIES AT AMORTISED COST (continued)

Notes: (continued)

(b) CERC Bonds (continued)

In 2019, CERC released a revised restructuring proposal for the CERC Bonds, focusing on increasing the principal repayments and suspending interest payments. Negotiations were ongoing between the management and CERC. Due to the weakened oil and gas industry and lack of progress on the repayment plan in 2020, the Group considered the CERC bonds as credit-impaired and made a provision of HK\$30,000,000 for ECLs.

On 30 April 2022, the bond issuer announced a revised restructuring proposal involving partial settlement and a ten-year extension for the principal amount. An impairment loss of HK\$10,000,000 was made during the year ended 31 December 2022.

As at 31 December 2025, the Group continued to closely monitor the situation and performed impairment assessment under the ECL model, after taking reference to the valuation performed by an independent valuer, an additional ECL provision of HK\$4,597,000 (2024: Nil) has been provided during the year, which concluded the accumulated lifetime ECL provision of HK\$74,997,000 (2024: HK\$70,400,000) as at year end.

(c) Other bonds

Other than SMI's Fixed Coupon Bonds and CERC Bonds, the net carrying amount of the bond securities at amortised costs after provision for impairment loss as at 1 January 2025 was HK\$753,000. For the unlisted bond securities at amortised cost considered as credit-impaired as at 31 December 2025 and 31 December 2024, as a result of default events pursuant to the bond agreements, a lifetime ECL allowance has been assessed. The management performed an analysis of the recovery rate of bond securities by adopting its independently selected parameters which contain credit rating profile similar to each of bond securities and no additional ECL provision on such bond securities was provided (2024: Nil) during the year. As at 31 December 2025, the net carrying amount of other securities at amortised costs after provision for impairment loss was HK\$803,000 (31 December 2024: HK\$753,000).

The details of ECL provision under three-stage model is set out in Note 3.1(b).

13 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2025 HK\$'000	2024 HK\$'000
At 1 January	–	28
Changes in fair value	–	(28)
At 31 December	–	–

The financial assets at FVPL represent a call option granted to the Group by the Ztore Group in conjunction with its acquisition in 2021, as well as US\$83,000,000 7.5% secured redeemable convertible bonds issued by SMI on 7 May 2018 (originally due 2020, extendable to 2021 by mutual agreement).

As at 31 December 2025, after considering the challenging operating environment and the limited recovery prospects of these assets, management remains of the view that any recovery is unlikely, and accordingly the carrying amounts remain at nil (2024: Nil).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 STOCKS

At 31 December 2025 and 2024, all stocks were stated at the lower of cost and net realisable value.

15 TRADE RECEIVABLES

	2025 HK\$'000	2024 HK\$'000
Trade receivables from third parties (note)	931,069	784,336
Less: provision for impairment loss on receivables from third parties	(29,181)	(32,731)
	901,888	751,605

Note:

Except the e-Commerce business, the Group operates a controlled credit policy to the majority of the Group's customers who satisfy the credit evaluation. The Group generally allows an average credit period of 40-60 days to advertisers, 14-180 days to subscribers and 60 days in respect of programme licensees in the Chinese Mainland. Cash on delivery, advance payments or bank guarantees are required from other customers of the Group.

The e-Commerce business trade with its customers on terms of pay in advance. The trade receivables represented proceeds received by service providers of electronic payment platforms. The trade receivables are not past due and the Group does not hold any collateral over these balances.

At 31 December 2025, the ageing of trade receivables, net of provision for impairment based on invoice dates was as follows:

	2025 HK\$'000	2024 HK\$'000
Up to 1 month	435,508	337,064
1-2 months	120,981	124,492
2-3 months	77,856	89,523
3-4 months	69,076	48,760
4-5 months	42,123	38,010
Over 5 months	156,344	113,756
	901,888	751,605

15 TRADE RECEIVABLES (continued)

The percentages of amounts of trade receivables (before impairment loss) are denominated in the following currencies:

	2025 %	2024 %
Hong Kong dollars	77	67
Renminbi	17	25
US dollars	2	4
Malaysian Ringgit	1	1
Other currencies	3	3
	100	100

Movements on the provision for impairment of trade receivables are as follows:

	2025 HK\$'000	2024 HK\$'000
At 1 January	32,731	39,501
Provision for impairment loss – third parties	2,033	3,844
Reversal of provision for impairment loss – third parties	(1,343)	(9,152)
Receivables written off as uncollectible	(4,430)	(1,258)
Exchange differences	190	(204)
At 31 December	29,181	32,731

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

15 TRADE RECEIVABLES (continued)

The Group applies the HKFRS 9 simplified approach to measuring ECLs which uses a lifetime expected loss allowance for all trade receivables. To measure the ECLs using a provision matrix, trade receivables have been grouped based on shared credit risk characteristics and the invoice dates. As at 31 December 2025, the gross carrying amount of the trade receivables and the loss allowance provision analysed by ageing band are set out below.

	2025			2024		
	Gross carrying amount HK\$'000	Loss allowance provision HK\$'000	Weighted average expected loss rate	Gross carrying amount HK\$'000	Loss allowance provision HK\$'000	Weighted average expected loss rate
Up to 5 months	755,318	9,774	1%	648,468	10,619	2%
Over 5 months to 1 year	112,923	6,440	6%	114,329	11,284	10%
Over 1 year	62,828	12,967	21%	21,539	10,828	50%
	931,069	29,181		784,336	32,731	

The carrying amounts of trade receivables approximate their fair values. The maximum exposure to credit risk at the reporting date is the carrying value of the trade receivable mentioned above. The Group does not hold any collateral as security.

16 OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

	2025 HK\$'000	2024 HK\$'000
Non-current		
Prepayments related to capital expenditure	13,673	17,166
Current		
Other receivables, prepayments and deposits	612,630	570,167
Contract acquisition and fulfilment costs	9,219	12,141
	621,849	582,308
	635,522	599,474

The carrying amounts of other receivables, prepayments and deposits approximate their fair values.

The other receivables mainly represent interest receivables, advance of programme production, prepayment of movie investment, license fee and insurance fee. Provision for impairment on other receivables of HK\$658,000 (2024: Nil) was recognised during the year.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral as security.

17 MOVIE INVESTMENTS

	2025 HK\$'000	2024 HK\$'000
At 1 January	11,038	73,582
Fair value loss on movie investments	–	(62,544)
Return of investments	(758)	–
At 31 December	10,280	11,038

In 2018 and 2019, the Group invested in a number of movie titles to be made by a third party film production company. In subsequent years, the film production company produced a number of movie titles pursuant to the investment, and in relation to most of these titles, the Group has received settlement statements from the film production company and hence made appropriate recognition in the consolidated financial statements in the relevant years. The remaining unsettled balance relates to two movie titles with a net carrying amount of HK\$71,544,000 (2024: HK\$71,544,000) due from the film production company. In 2024, the management wrote down the remaining investment balance of the movie portfolio by HK\$62,544,000, and recognised this as a fair value loss in the consolidated income statement. The Group continues to monitor the recoverability of this balance. Management considers that no additional write-down is required for the year ended 31 December 2025.

18 BANK DEPOSITS MATURING AFTER THREE MONTHS AND CASH AND CASH EQUIVALENTS

	2025 HK\$'000	2024 HK\$'000
Bank deposits maturing after three months	–	53,058
Cash and cash equivalents	794,070	647,324
	794,070	700,382
Analysis of cash and cash equivalents		
Short-term bank deposits	184,926	34,712
Cash at bank and on hand	609,144	612,612
	794,070	647,324

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

18 BANK DEPOSITS MATURING AFTER THREE MONTHS AND CASH AND CASH EQUIVALENTS (continued)

Note:

The maximum exposure to credit risk on bank balances is represented by the carrying amount in the consolidated statement of financial position. The carrying amounts of the bank deposits maturing after three months and cash and cash equivalents approximate their fair values.

Bank deposits maturing after three months and cash and cash equivalents are denominated in the following currencies:

	2025 HK\$'000	2024 HK\$'000
Renminbi	339,921	344,377
Hong Kong dollars	291,838	212,518
US dollars	146,162	127,590
New Taiwan dollars	11,133	11,003
Other currencies	5,016	4,894
	794,070	700,382

19 SHARE CAPITAL

	Number of shares (thousands)	Share capital HK\$'000
Ordinary shares, issued and fully paid:		
At 1 January 2024	438,218	665,227
Issue of shares (note)	28,744	106,602
At 31 December 2024, 1 January 2025 and 31 December 2025	466,962	771,829

Note:

On 28 May 2024 and 27 September 2024, the Company allotted and issued 8,743,836 shares at the subscription price of HK\$3.36 per share to GF Global Capital Limited and 20,000,000 shares at the subscription price of HK\$4.00 per share to Shaw Brothers Limited, respectively. The net proceeds, after deducting the related expenses, amounted to HK\$106,602,000.

20 OTHER RESERVES

	General reserve HK\$'000	Capital reserve HK\$'000	Legal reserve HK\$'000	Share- based payment reserve HK\$'000	Conversion option equity reserve HK\$'000	Long service payment reserve HK\$'000	Hedging Reserve HK\$'000	Financial assets at FVOCI reserve HK\$'000	Translation reserve HK\$'000	Total HK\$'000
Balance at 1 January 2024	70,000	(160,699)	137,160	8,595	35,876	–	–	(30,661)	(72,157)	(11,886)
Transferred from retained earnings	–	–	2,492	–	–	–	–	–	–	2,492
Exchange differences on translation of foreign operations:										
– Subsidiaries	–	–	–	–	–	–	–	–	(24,400)	(24,400)
– Joint ventures	–	–	–	–	–	–	–	–	1,492	1,492
Share of other comprehensive loss of an associate	–	–	–	–	–	–	–	–	(5,242)	(5,242)
Change in fair value of equity instrument at FVOCI	–	–	–	–	–	–	–	(78,058)	–	(78,058)
Actuarial loss on provision for long service payment	–	–	–	–	–	(1,503)	–	–	–	(1,503)
Share-based payments	–	–	–	4,679	–	–	–	–	–	4,679
Balance at 31 December 2024	70,000	(160,699)	139,652	13,274	35,876	(1,503)	–	(108,719)	(100,307)	(112,426)
Balance at 1 January 2025	70,000	(160,699)	139,652	13,274	35,876	(1,503)	–	(108,719)	(100,307)	(112,426)
Transferred from retained earnings	–	–	147	–	–	–	–	–	–	147
Exchange differences on translation of foreign operations:										
– Subsidiaries	–	–	–	–	–	–	–	–	19,381	19,381
– Joint ventures	–	–	–	–	–	–	–	–	(489)	(489)
Share of other comprehensive income of an associate	–	–	–	–	–	–	–	–	7,439	7,439
Cash flow hedges	–	–	–	–	–	–	(2,738)	–	–	(2,738)
Change in fair value of equity instrument at FVOCI	–	–	–	–	–	–	–	(16,607)	–	(16,607)
Actuarial loss on provision for long service payment	–	–	–	–	–	(4,197)	–	–	–	(4,197)
Share-based payments	–	–	–	8,222	–	–	–	–	–	8,222
Balance at 31 December 2025	70,000	(160,699)	139,799	21,496	35,876	(5,700)	(2,738)	(125,326)	(73,976)	(101,268)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20 OTHER RESERVES (continued)

General reserve – the reserve set aside out of the profits of the Company that the Directors think fit for, inter-alia, meeting claims on or liabilities of the Company or contingencies or for any other purpose to which the profits of the Company may be properly applied.

Capital reserve – the capital reserve comprises the excess of consideration paid to non-controlling interests for acquisition of additional interest in subsidiaries; the effects of all transactions with non-controlling interests are dealt with in accordance with the accounting policies set out in Note 2.2(b). It also includes the present value of redemption amount of the written put options, which is a reduction of the Group's equity, as detailed in Note 22.

Legal reserve – in accordance with the local laws in Taiwan, Taiwan subsidiaries are required to set aside 10% of annual net income less any accumulated deficit as legal reserve until such reserve reaches 100% of those subsidiaries' share capital; in accordance with the local laws in the Chinese Mainland, the Chinese Mainland subsidiaries are required to set aside 10% of annual net income less any accumulated deficit as legal reserve until such reserve reaches 50% of those subsidiaries' registered capital. The application of the legal reserve is restricted to covering operating losses and conversion into share capital/registered capital.

Share-based payment reserve – the reserve is used to recognise the grant date fair value of options issued to grantees of share options but not yet exercised.

Conversion option equity reserve – the reserve represents the equity component (conversion rights) of convertible bonds issued by the Group. Items included in convertible bonds equity reserve will not be reclassified subsequently to profit or loss. This amount is net of the transaction costs.

Long service payment reserve – the reserve represents actuarial gains and losses of provision of long service payment.

Hedging reserve – the hedging reserve comprises the effective portion of the cumulative net change in fair value of derivatives designated as cash flow hedging instruments, with amounts accumulated in this reserve reclassified to profit or loss when the hedged item affects profit or loss.

Financial assets at FVOCI reserve – the Group has elected to recognise changes in the fair value of investments in equity securities through OCI, as explained in Note 11. These changes are accumulated within the FVOCI reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Translation reserve – the translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policies set out in Note 2.3.

21 TRADE AND OTHER PAYABLES AND ACCRUALS

	2025 HK\$'000	2024 HK\$'000
Trade payables to:		
Associates (Note 41(c))	594	433
Third parties	213,190	179,270
	213,784	179,703
Contract liabilities (note (a))	111,159	163,415
Provision for employee benefits and other expenses	59,658	57,936
Accruals and other payables	489,231	467,485
	873,832	868,539

Notes:

- (a) On fulfilment of its obligations, the contract liability is recognised in revenue in the period when the performance obligations are fulfilled. HK\$144,326,000 was recognised as revenue in 2025 (2024: HK\$172,293,000) that was included in the contract liabilities balance as at the beginning of the year.

- (b) Transaction price allocated to the remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at 31 December 2025. The Group does not disclose the amount of the transaction price allocated to the remaining performance obligations for contracts with an original expected duration of one year or less. In addition, contracts that include a promise to perform an undefined quantity of tasks at a fixed contractual rate per unit, with no contractual minimums that would make some or all of the consideration fixed, are not included in the following analysis as the possible transaction prices and the ultimate consideration for those contracts will depend on the occurrence or non-occurrence of future customer usage.

	2025 HK\$'000	2024 HK\$'000
Within 1 year	283,763	192,850
More than 1 year	184,831	244,973
	468,594	437,823

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21 TRADE AND OTHER PAYABLES AND ACCRUALS (continued)

At 31 December 2025, the ageing of trade payables based on invoice dates was as follows:

	2025 HK\$'000	2024 HK\$'000
Up to 1 month	95,561	90,919
1–2 months	37,188	41,662
2–3 months	19,624	20,443
3–4 months	13,021	7,100
4–5 months	11,081	2,772
Over 5 months	37,309	16,807
	213,784	179,703

The percentages of amounts of trade payables are denominated in the following currencies:

	2025 %	2024 %
Hong Kong dollars	53	68
US dollars	5	9
Renminbi	41	23
Other currencies	1	–
	100	100

The other payables mainly represent accruals for programme cost.

The carrying amounts of trade and other payables and accruals approximate their fair values.

22 WRITTEN PUT OPTION LIABILITIES

	2025 HK\$'000	2024 HK\$'000
Written put option liabilities	140,000	140,000

Pursuant to the acquisition of the Ztore Group by the Group in 2021, and provided that the call option granted to the Group has not previously been exercised, the existing shareholders shall be granted a put option to sell all of the shares held in Ztore to the Group on certain terms and conditions, where the right to exercise such put option is subject to the gross merchandise value (the “GMV”) and the contribution margin percentage of the GMV (“Contribution Margin %”) per quarter. The existing shareholders of the Ztore Group may exercise the put option at the price of HK\$140,000,000 depending on certain threshold of GMV and Contribution Margin % per quarter being met.

23 BORROWINGS

	2025 HK\$'000	2024 HK\$'000
Non-current		
Bank borrowings, unsecured (note (a))	1,059,660	1,175,400
Current		
Bank borrowings, unsecured (notes (a), (c))	428,300	543,226
Bank overdrafts, unsecured (note (e))	199,478	–
Other borrowings, unsecured (notes (b), (d))	308,497	308,059
	936,275	851,285
	1,995,935	2,026,685

At 31 December 2025 and 2024, borrowings were repayable as follows:

	2025 HK\$'000	2024 HK\$'000
On demand or within 1 year	936,275	851,285
Later than 1 year but not later than 2 years	1,059,660	117,540
Later than 2 years but not later than 5 years	–	1,057,860
	1,995,935	2,026,685

Notes:

- (a) On 30 June 2020, the Group entered into a US\$250,000,000 term loan facility with Shanghai Commercial Bank Limited ("SCBL"), and the entire facility amount was drawn down on 6 July 2020. Originally, the loan was due for repayment in full on 6 July 2023. On 22 August 2022, the Group entered into a supplementary agreement with SCBL to extend the maturity of a US\$200,000,000 portion of the loan by two years, to 6 July 2025.

In May 2023, the Group converted the denomination of the loan facility from US dollars to Hong Kong dollars. This resulted in the conversion of US\$250,000,000 outstanding loan balance into HK\$1,959,000,000. During the year ended 31 December 2023, the Group repaid an amount of HK\$391,800,000 (being the equivalent of US\$50,000,000) to SCBL.

On 10 March 2025, the Group entered into a supplemental loan agreement to revise the repayment schedule of the remaining outstanding loan facility of HK\$1,567,200,000. Pursuant to the revised terms: (i) HK\$391,800,000 portion to be repaid on the original maturity date of 6 July 2025; (ii) HK\$117,540,000 portion to be repaid on 6 July 2026, which is one year after the original maturity date; and (iii) the remaining HK\$1,057,860,000 portion to be repaid on 6 January 2027. On 6 July 2025, the Group made the repayment in accordance with the revised schedule.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

23 BORROWINGS (continued)

Notes: (continued)

(a) (continued)

Interest on the Group's term loan with SCBL normally bears a variable rate, which was approximately 5.3% as at 31 December 2025 (31 December 2024: 6.7%). On 12 June 2025, the Group entered into an interest rate swap (IRS) with SCBL pursuant to which a HK\$550,000,000 portion of the term loan was swapped into a fixed-rate obligation at an interest rate of 5.3%.

In February 2026, SCBL agreed in-principle to further revise the repayment terms of the remaining outstanding loan balance of HK\$1,177,200,000. The proposed revised repayment schedule is as follows: (i) HK\$117,540,000 is repayable on the maturity date of 6 July 2026; (ii) HK\$200,000,000 repayable on 6 January 2027, to be settled by a short-term loan newly granted by SCBL; and (iii) the remaining balance repayable in three instalments of HK\$100,000,000 on 6 January 2028, HK\$100,000,000 on 6 January 2029, and HK\$659,660,000 on 6 January 2030 respectively. The Group is in the process of finalising the formal supplemental agreement with SCBL. Upon execution, the revised repayment terms will be reflected in the loan facility.

- (b) On 13 August 2023, the Group entered into a loan facility agreement with CMC and Young Lion Holdings Limited. Pursuant to this agreement, CMC and Young Lion Holdings Limited have made available, on an unsecured basis, a term loan facility of HK\$700,000,000 (the "Facility") to the Group. The Facility, which was originally valid up to 31 December 2024, bears an interest rate of 3-month HIBOR plus 1.25%, which is lower than the Group's current market cost of borrowing in Hong Kong. Under certain circumstances whereby the Company is able to raise new equity related financing, including through issuance of new shares or instruments convertible into new shares, the size of the Facility may be correspondingly reduced. In addition, following the Company's successful issuance of HK\$156,000,000 in convertible bonds to Cardy Oval Limited on 6 September 2023 (as disclosed below in Note 24), this term loan facility made available by CMC and Young Lion Holdings Limited has been correspondingly reduced to HK\$544,000,000 and the Company drew down HK\$448,200,000 from the Facility as at 31 December 2023. In 2024, the Company repaid HK\$156,075,000 to CMC and the remaining loan balance was HK\$292,125,000 as at 31 December 2024. Pursuant to a supplemental letter dated 14 March 2025 and a subsequent supplemental letter dated 18 March 2026, the repayment date of this Facility has been extended to 31 March 2026 and further extended to 31 March 2027 respectively.

CMC is a company controlled by Mr. Li Ruigang, a non-executive director of the Company, whereas Young Lion Holdings Limited is an indirect shareholder of over 10% of the shares of the Company. As such, both CMC and Young Lion Holdings Limited are connected persons of the Company according to Hong Kong listing rules.

- (c) As at 31 December 2025, excluding the loan with SCBL, the Group had short-term bank borrowings of HK\$310,760,000 (31 December 2024: HK\$151,426,000) from various commercial banks. These borrowings bore interest at fixed interest rates ranging from 2.9% to 3.1% per annum (31 December 2024: 3.1% to 3.3% per annum) and at a variable rate of 3.7% per annum (31 December 2024: Nil).
- (d) As at 31 December 2025, the Group's other borrowings of HK\$16,372,000 (2024: HK\$15,934,000) from the third parties bear interest rate of 5% (2024: 5%) per annum.
- (e) As at 31 December 2025, bank overdraft of HK\$199,478,000 (2024: Nil) bears interest rate of 5.3% per annum.
- (f) The Group has complied with the financial covenants of its bank loans during the current year.

The carrying amounts of borrowings approximate their fair values.

24 CONVERTIBLE BONDS AND FINANCIAL LIABILITY AT FAIR VALUE THROUGH PROFIT OR LOSS

The Company completed the issuance of convertible bonds with 3.5% coupon rate at a par value of HK\$156,000,000 on 6 September 2023. The convertible bonds are denominated in Hong Kong dollars and will mature in 5 years from date of issue. Based on the initial conversion price of HK\$4.45 per conversion share, a total of 35,056,164 conversion shares will be allotted and issued upon exercise in full of the conversion right attached to the convertible bonds.

The holder of each bond will have the right at such holder's option, to require the Company to redeem all and not part of the bonds it holds at 110% of the principal amount on the date of redemption together with accrued but unpaid interest from the issue date to such date, at any time within five business days after the third anniversary of the issue date. If the convertible bonds have not been converted or redeemed, they will be redeemed on the fifth anniversary of the completion date at par. Interest of 3.5% per annum will be paid semi-annually up until the settlement date.

The convertible bonds contain three components, a debt component, a derivative component and an equity component. The derivative component is measured at fair value by using an interest rate binomial tree model. This model simulates various interest rate scenarios over the bonds term, incorporating input such as current markets rates, volatility, and credit spreads to estimate the present value of future cash flows. The change in fair value is recognised in the consolidated income statement. The convertible bonds and the put option liability at FVTPL have been reclassified from non-current to current liabilities, as the bondholders' put option becomes exercisable within 12 months from 31 December 2025.

The movement of the convertible bonds for the year is set out below:

	Debt component HK\$'000	Derivative component HK\$'000	Equity component HK\$'000	Total HK\$'000
As at 1 January 2024	92,893	30,706	35,876	159,475
Interest expense (Note 34)	15,529	–	–	15,529
Interest paid/payable	(5,576)	–	–	(5,576)
Fair value change	–	(1,214)	–	(1,214)
As at 31 December 2024	102,846	29,492	35,876	168,214
As at 1 January 2025	102,846	29,492	35,876	168,214
Interest expense (Note 34)	17,104	–	–	17,104
Interest paid/payable	(5,536)	–	–	(5,536)
Fair value change	–	5,247	–	5,247
As at 31 December 2025	114,414	34,739	35,876	185,029

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25 LEASE LIABILITIES

At 31 December 2025 and 2024, the Group's lease liabilities recognised in the consolidated statement of financial position were as follows:

	2025 HK\$'000	2024 HK\$'000
Within 1 year	14,699	18,290
Later than 1 year but not later than 5 years	5,939	16,601
	20,638	34,891

26 DERIVATIVE FINANCIAL INSTRUMENT

As at 31 December 2025, the Group holds derivative financial instrument designated as cash flow hedges of certain forecasted transactions. The notional amount of this derivative was HK\$550,000,000 with the maturity date up to January 2027. The fair value of the derivatives was HK\$2,738,000, classified as a liability.

Changes in the fair value of the effective portion of this derivative are recognised in the hedging reserve within equity. The hedging reserve balance as at 31 December 2025 was HK\$2,738,000.

27 DEFERRED INCOME TAX

Deferred income tax assets and deferred income tax liabilities on the consolidated statement of financial position are analysed as follows:

	2025 HK\$'000	2024 HK\$'000
Net deferred income tax assets recognised on the consolidated statement of financial position	(381,902)	(381,208)
Net deferred income tax liabilities recognised on the consolidated statement of financial position	42,143	45,183
	(339,759)	(336,025)

The movements in the deferred income tax (assets)/liabilities account are as follows:

	2025 HK\$'000	2024 HK\$'000
At 1 January	(336,025)	(325,733)
Exchange differences	(183)	(84)
Recognised in the consolidated income statement (Note 35)	(3,551)	(10,208)
At 31 December	(339,759)	(336,025)

27 DEFERRED INCOME TAX (continued)

Deferred income tax assets are recognised for tax losses carried forward to the extent that realisation of the related tax benefit through the future taxable profits is probable. As at 31 December 2025, the Group has unrecognised tax losses of HK\$3,523,754,000 (2024: HK\$3,059,942,000) to be carried forward against future taxable income. These tax losses will expire as follows:

	2025 HK\$'000	2024 HK\$'000
Expiring within 10 years	146,060	61,142
No expiry date	3,377,694	2,998,800
At 31 December	3,523,754	3,059,942

The movements in deferred income tax assets and liabilities (prior to offsetting of balances within the same taxation jurisdiction) during the year are as follows:

Deferred income tax liabilities

	Right-of-use Assets HK\$'000	Accelerated tax depreciation HK\$'000	Others HK\$'000	Total HK\$'000
At 1 January 2024	6,790	165,163	49,156	221,109
Recognised in the consolidated income statement	(1,056)	(462)	(9,310)	(10,828)
At 31 December 2024	5,734	164,701	39,846	210,281
Recognised in the consolidated income statement	(2,417)	(52,065)	(3,570)	(58,052)
Exchange differences	–	1	–	1
At 31 December 2025	3,317	112,637	36,276	152,230

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

27 DEFERRED INCOME TAX (continued)

Deferred income tax assets

	Lease liabilities HK\$'000	Tax losses HK\$'000	Others HK\$'000	Total HK\$'000
At 1 January 2024	6,790	529,413	10,639	546,842
Recognised in the consolidated income statement	(1,056)	605	(169)	(620)
Exchange differences	–	–	84	84
At 31 December 2024	5,734	530,018	10,554	546,306
Recognised in the consolidated income statement	(2,417)	(51,983)	(101)	(54,501)
Exchange differences	–	–	184	184
At 31 December 2025	3,317	478,035	10,637	491,989

Deferred income tax assets are recognised for tax losses carrying forwards and deductible temporary differences to the extent that realisation of the related tax benefits through the future taxable profits is probable.

28 RETIREMENT BENEFIT OBLIGATIONS

No forfeited contribution was utilised during the years 2025 and 2024.

Contributions totalling HK\$4,756,000 (2024: HK\$5,139,000) were payable to the fund at the year end and were included in other payables and accruals.

29 PROFIT/(LOSS) BEFORE INCOME TAX

The following items have been (credited)/charged to the profit/(loss) before income tax during the year:

	2025 HK\$'000	2024 HK\$'000
Net exchange (gains)/losses	(6,487)	8,603
Gain/(loss) on disposals of property, plant and equipment	1,386	(675)
Auditors' remuneration		
– Audit services	6,616	6,983
– Non-audit services	2,679	1,371
Cost of programmes and film right	1,117,848	1,312,358
Cost of other stocks	52,637	103,236
Depreciation (Notes 6 and 7)	171,554	221,834
Amortisation of intangible assets (Note 8)	52,697	67,533
Short-term leases		
– Land and buildings	4,806	5,004

30 BENEFITS AND INTERESTS OF DIRECTORS

(a) Directors' emoluments

The remunerations of all Directors and the chief executive for the years ended 31 December 2025 and 2024 are set out below:

Name of Director	2025					
	Fees	Salaries, leave pay and other benefit	Discretionary	Pension	Share-based	Total
	HK\$'000	(note (iii)) HK\$'000	bonuses HK\$'000	contributions HK\$'000	payment (note (iv)) HK\$'000	HK\$'000
Thomas Hui To	865	–	–	–	3,008	3,873
Li Ruigang	465	–	–	–	–	465
Anthony Lee Hsien Pin	352	–	–	–	220	572
William Lo Wing Yan	560	–	–	–	220	780
Allan Zeman	515	–	–	–	220	735
Felix Fong Wo	585	–	–	–	220	805
The late Kenneth Hsu Kin (note ii)	91	–	–	–	–	91
Tsang Lai Chun (note i)	–	4,658	–	466	228	5,352
	3,433	4,658	–	466	4,116	12,673

Name of Director	2024					
	Fees	Salaries, leave pay and other benefit	Discretionary	Pension	Share-based	Total
	HK\$'000	(note (iii)) HK\$'000	bonuses HK\$'000	contributions HK\$'000	payment (note (iv)) HK\$'000	HK\$'000
Thomas Hui To	869	–	–	–	1,464	2,333
Li Ruigang	465	–	–	–	–	465
Anthony Lee Hsien Pin	416	–	–	–	–	416
William Lo Wing Yan	560	–	–	–	–	560
Allan Zeman	485	–	–	–	–	485
Felix Fong Wo	582	–	–	–	–	582
The late Kenneth Hsu Kin (note ii)	260	–	–	–	–	260
Tsang Lai Chun (note i)	–	342	–	34	12	388
	3,637	342	–	34	1,476	5,489

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

30 BENEFITS AND INTERESTS OF DIRECTORS (continued)

(a) Directors' emoluments (continued)

Notes:

- (i) Ms. Tsang Lai Chun was appointed as an Executive Director on 4 December 2024.
- (ii) The late Mr. Kenneth Hsu Kin resigned as a Non-executive Director on 9 May 2025.
- (iii) Salary paid to a Director is generally an emolument paid or receivable in respect of that person's other services in connection with the management of the affairs of the Company or its subsidiary undertakings.
- (iv) As announced on 25 May 2022, 3 July 2024 and 2 April 2025 the exercise price of share option for 2022 options, 2024 options and 2025 options are HK\$4.65, HK\$3.41 and HK\$3.17 per share, respectively. Share-based payment refers to the non-cash benefits recognised as an expense during the year in accordance with HKFRS 2.

- (b) There was no compensation for loss of office and/or inducement for joining the Group paid/payable to the Directors of the Company in respect of the years ended 31 December 2025 (2024: Nil). During the year ended 31 December 2025, no retirement benefits, payments or benefits in respect of termination of directors' services were paid or made, directly or indirectly, to the directors; nor are any payable (2024: Nil). No consideration was provided to or receivable by third parties for making available directors' services (2024: Nil). There are no loans, quasi-loans or other dealings in favour of the Directors, their controlled bodies corporate and connected entities (2024: None). Save for contracts amongst group companies, no other significant transactions, arrangements and contracts to which the Company was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

31 EMPLOYEE BENEFIT EXPENSE

(a) Employee benefit expense

	2025 HK\$'000	2024 HK\$'000
Wages and salaries	1,153,056	1,217,103
Share-based payments	4,223	3,215
Pension costs – defined contribution plans	72,391	68,063
	1,229,670	1,288,381

31 EMPLOYEE BENEFIT EXPENSE (continued)

(b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include one director (2024: one) whose emolument is reflected in Note 30(a). The emoluments payable to the remaining four (2024: four) individuals during the year are as follows:

	2025 HK\$'000	2024 HK\$'000
Salaries and leave pay	18,248	16,145
Share-based payments	1,135	796
Pension contributions	36	36
	19,419	16,977

The aggregate emoluments paid to the four (2024: four) individuals are further analysed into the following bands:

Emolument bands	Number of individuals in each band	
	2025	2024
HK\$3,000,001 – HK\$3,500,000	–	2
HK\$3,500,001 – HK\$4,000,000	1	–
HK\$5,000,001 – HK\$5,500,000	2	2
HK\$5,500,001 – HK\$6,000,000	1	–
	4	4

(c) Senior management's emoluments

Details of emoluments paid to members of senior management fell within the following bands:

	2025 HK\$'000	2024 HK\$'000
Wages and salaries	33,542	32,447
Share-based payments	3,750	3,396
Pension costs – defined contribution plans	1,101	1,054
	38,393	36,897

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 EMPLOYEE SHARE-BASED PAYMENTS

The establishment of the share option scheme of the Company and Subsidiary share option scheme of its subsidiary, TVBECGL were approved by shareholders at the 2017 annual general meeting. The share option schemes are designed to provide long-term incentives for scheme participants (including a director, an employee of the Company/TVBECGL or its affiliate; a representative, manager, agent, contractor, advisor, consultant, distributor or supplier providing service or goods to the Company/TVBECGL or its affiliate; a customer or joint venture partner of the Company/TVBECGL or its affiliate; a trustee of any trust established for the benefit of employees of the Company/TVBECGL or its affiliate, any other class of participants which the board of the Company/TVBECGL or its delegated committee considers to have contributed or may contribute by way of different forms of cooperation for development and growth of the Company/TVBECGL) to deliver long-term shareholder returns. Under the share option schemes, unless otherwise determined by the board of the Company/TVBECGL at its sole discretion, there is no minimum period for which an option must be held and there is no performance target which must be satisfied or achieved before such an option can be exercised and acquire the Company's/TVBECGL's shares under the terms of the share option schemes.

The share option schemes commenced on the Adoption Date (i.e. 29 June 2017) and shall continue in force until the date that falls on the expiry of 10 years after the Adoption Date or the date on which the shareholders or the board of the Company/TVBECGL passing a resolution resolving to early terminate the share option schemes, whichever is earlier.

On 25 May 2022, 3 July 2024 and 2 April 2025, the Company granted options to subscribe for a total of 17,700,000 shares, 6,900,000 shares and 9,450,000 shares under the share option schemes. The share options granted to certain directors and employees will vest in equal portions each year over a period of 4 years. The first vesting date for the share options granted on 25 May 2022, 3 July 2024, 2 April 2025 was 25 May 2023, 3 July 2025 and 2 April 2026, respectively.

The following share options were offered to grantees of the Company under the share option scheme:

Date of grant	Number of share options	Exercise price (HK\$)
25 May 2022 ("2022 Options")	17,700,000	4.65
3 July 2024 ("2024 Options")	6,900,000	3.41
2 April 2025 ("2025 Options")	9,450,000	3.17

32 EMPLOYEE SHARE-BASED PAYMENTS (continued)

The validity period of the share options granted on 25 May 2022 is 10 years, from 25 May 2022 (Date of Grant) up to 24 May 2032 (both days inclusive). The vesting period of the 2022 Options is as follows:

- (i) 25% of the share options shall be vested on 25 May 2023 and exercisable from 25 May 2023 to 24 May 2032 (both days inclusive);
- (ii) 25% of the share options shall be vested on 25 May 2024 and exercisable from 25 May 2024 to 24 May 2032 (both days inclusive);
- (iii) 25% of the share options shall be vested on 25 May 2025 and exercisable from 25 May 2025 to 24 May 2032 (both days inclusive); and
- (iv) 25% of the share options shall be vested on 25 May 2026 and exercisable from 25 May 2026 to 24 May 2032 (both days inclusive).

The validity period of the share options granted on 3 July 2024 is 10 years, from 3 July 2024 (Date of Grant) up to 2 July 2034 (both days inclusive). The vesting period of the 2024 Options is as follows:

- (i) 25% of the share options shall be vested on 3 July 2025 and exercisable from 3 July 2025 to 2 July 2034 (both days inclusive);
- (ii) 25% of the share options shall be vested on 3 July 2026 and exercisable from 3 July 2026 to 2 July 2034 (both days inclusive);
- (iii) 25% of the share options shall be vested on 3 July 2027 and exercisable from 3 July 2027 to 2 July 2034 (both days inclusive); and
- (iv) 25% of the share options shall be vested on 3 July 2028 and exercisable from 3 July 2028 to 2 July 2034 (both days inclusive).

The validity period of the share options granted on 2 April 2025 is 10 years, from 2 April 2025 (Date of Grant) up to 1 April 2035 (both days inclusive). The vesting period of the 2025 Options is as follows:

- (i) 25% of the share options shall be vested on 2 April 2026 and exercisable from 2 April 2026 to 1 April 2035 (both days inclusive);
- (ii) 25% of the share options shall be vested on 2 April 2027 and exercisable from 2 April 2027 to 1 April 2035 (both days inclusive);
- (iii) 25% of the share options shall be vested on 2 April 2028 and exercisable from 2 April 2028 to 1 April 2035 (both days inclusive); and
- (iv) 25% of the share options shall be vested on 2 April 2029 and exercisable from 2 April 2029 to 1 April 2035 (both days inclusive).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 EMPLOYEE SHARE-BASED PAYMENTS (continued)

Set out below are summaries of options granted under the share option scheme:

	31 December 2025		31 December 2024	
	Average exercise price per share options	Number of options	Average exercise price per share options	Number of options
As at 1 January	HK\$4.29	23,532,000	HK\$4.65	16,632,000
Granted during the year	HK\$3.17	9,450,000	HK\$3.41	6,900,000
Forfeited during the year	HK\$4.06	(837,500)	N/A	–
As at 31 December	HK\$3.96	32,144,500	HK\$4.29	23,532,000
Vested and exercisable at 31 December	HK\$4.50	13,732,000	HK\$4.65	8,207,000

Share options outstanding at 31 December 2025 and 31 December 2024 have the following expiry date and exercise prices:

Grant date	Expiry date	Exercise price	31 December 2025	31 December 2024
25 May 2022	24 May 2032	HK\$4.65	16,194,500	16,632,000
3 July 2024	2 July 2034	HK\$3.41	6,500,000	6,900,000
2 April 2025	1 April 2035	HK\$3.17	9,450,000	–
Weighted average remaining contractual life of options outstanding at end of year			8.17 years	8.02 years

During the year, the equity-settled share-based payments relating to the share option scheme of HK\$8,222,000 was charged to the consolidated income statement (2024: HK\$4,679,000).

33 OTHER GAINS/(LOSSES), NET

	2025 HK\$'000	2024 HK\$'000
Net exchange gains/(losses)	6,487	(8,603)
Change in fair value of a financial asset at fair value through profit or loss (Note 13)	–	(28)
Fair value loss on movie investments (Note 17)	–	(62,544)
Gain on modification of borrowings from third parties	3,038	–
Gain on disposal of property, plant and equipment	1,386	–
Change in fair value of a financial liability at fair value through profit or loss (Note 24)	(5,247)	1,214
	5,664	(69,961)

34 FINANCE COSTS

	2025 HK\$'000	2024 HK\$'000
Interest on bank loans, overdrafts and other borrowings	93,782	130,139
Interest expense on convertible bonds (Note 24)	17,104	15,529
Interest expense on lease liabilities	1,586	1,720
	112,472	147,388

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

35 INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% (2024: 16.5%) on the estimated assessable profit for the year. Taxation on the Chinese Mainland and overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the Group operates.

The amount of income tax charged to the consolidated income statement represents:

	2025 HK\$'000	2024 HK\$'000
Current income tax:		
– Hong Kong	1,136	111
– Chinese Mainland and overseas	10,182	15,904
– Over-provisions in prior years	(862)	(745)
Total current income tax expense	10,456	15,270
Deferred income tax:		
– Origination and reversal of temporary differences	(3,551)	(10,208)
Total deferred income tax credit (Note 27)	(3,551)	(10,208)
	6,905	5,062

The income tax on the Group's profit/(loss) before income tax differs from the theoretical amount that would arise using the taxation rate of the place where the Company operates as follows:

	2025 HK\$'000	2024 HK\$'000
Profit/(loss) before income tax	24,564	(536,234)
Calculated at a taxation rate of 16.5% (2024: 16.5%)	4,053	(88,479)
Effect of different taxation rates in other countries	(3,150)	12,987
Income not subject to taxation	(6,905)	(31,916)
Expenses not deductible for taxation purposes	22,840	94,572
Tax losses not recognised	27,505	22,887
Utilisation of previously unrecognised tax losses	(42,237)	(5,122)
Tax credit allowance	(2,299)	–
Withholding tax on overseas dividend	2,690	5,373
Write-off of deferred tax assets	1,762	52
Others	3,508	(4,547)
Over provisions in prior years	(862)	(745)
	6,905	5,062

36 EARNINGS/(LOSS) PER SHARE

Earnings/(loss) per share is calculated based on the Group's profit/(loss) attributable to equity holders of the Company of HK\$59,289,000 (2024: loss of HK\$491,049,000). The weighted average number of ordinary shares adopted in the calculation of basic and diluted earnings/(loss) per share throughout the year ended 31 December 2025 was 466,961,836 (2024: 448,672,000).

During the year ended 31 December 2025 and 2024, no diluted earnings/(loss) per share was presented as the basic and diluted earnings/(loss) per share are the same. This is because the outstanding share options and convertible bonds do not have a dilutive effect.

37 DIVIDENDS

The Directors did not recommend a dividend for the years ended 31 December 2025 and 2024.

38 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Cash generated from operations

Reconciliation of profit/(loss) before income tax to cash generated from operations:

	2025 HK\$'000	2024 HK\$'000
Profit/(loss) before income tax	24,564	(536,234)
Adjustments for:		
Depreciation and amortisation	224,251	289,367
Interest income	(4,888)	(105,815)
Finance costs	112,472	147,388
Provision for impairment loss on trade receivables	2,033	3,844
Reversal of impairment loss on trade receivables	(1,343)	(9,152)
Provision for impairment loss on other receivables	658	–
Impairment loss on		
– bond securities at amortised cost (Note 12)	4,597	–
– receivables from a joint venture (Note 9)	–	344,815
– goodwill, intangible and other assets	–	93,856
Change in fair value of		
– movie investments	–	62,544
– a financial asset at fair value through profit or loss	–	28
– a financial liability at fair value through profit or loss	5,247	(1,214)
Share of losses/(profits) of joint ventures	98	(48)
Share of losses of associates	2,010	295
Non-cash share-based payments	8,222	4,679
(Gain)/loss on disposal of property, plant and equipment	(1,386)	675
Gain on disposal of other financial assets	(1)	–
Gain on modification of borrowings from third parties	(3,038)	–
Exchange differences	16,290	(15,687)
	389,786	279,341
Decrease in programmes, film rights and stocks	101,200	14,859
(Increase)/decrease in trade receivables	(151,162)	118,327
Increase in other receivables, prepayments and deposits	(41,651)	(70,524)
Decrease in trade and other payables and accruals	(2,392)	(76,599)
Cash generated from operations	295,781	265,404

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

(b) Non-cash investing activities

There was no significant non-cash transaction during the years ended 31 December 2025 and 2024.

(c) Net debt reconciliation

	2025 HK\$'000	2024 HK\$'000
Cash and cash equivalents	794,070	647,324
Bank deposits maturing after three months	–	53,058
Short-term bank borrowings and overdrafts (Note 23)	(627,778)	(543,226)
Long-term bank borrowings (Note 23)	(1,059,660)	(1,175,400)
Other borrowings (Note 23)	(308,497)	(308,059)
Convertible bonds (Note 24)	(114,414)	(102,846)
Lease liabilities (Note 25)	(20,638)	(34,891)
Net debt	(1,336,917)	(1,464,040)

	Liabilities from financing activities					
	Cash and cash equivalents HK\$'000	Bank deposits maturing after three months HK\$'000	Borrowings HK\$'000	Convertible bonds HK\$'000	Lease liabilities HK\$'000	Total HK\$'000
Net debt as at 1 January 2024	658,832	54,863	(2,195,417)	(92,893)	(41,289)	(1,615,904)
Addition in lease liabilities	–	–	–	–	(32,163)	(32,163)
Lease modification	–	–	–	–	7,123	7,123
Cash flows	979	(1,805)	164,440	5,551	29,184	198,349
Foreign exchange adjustments	(12,487)	–	4,292	–	43	(8,152)
Other non-cash movement	–	–	–	(15,504)	2,211	(13,293)
Net debt as at 1 January 2025	647,324	53,058	(2,026,685)	(102,846)	(34,891)	(1,464,040)
Addition in lease liabilities	–	–	–	–	(6,022)	(6,022)
Lease modification	–	–	–	–	2,354	2,354
Cash flows	128,869	(53,058)	40,486	5,536	19,592	141,425
Foreign exchange adjustments	17,877	–	(9,736)	–	(85)	8,056
Other non-cash movement	–	–	–	(17,104)	(1,586)	(18,690)
Net debt as at 31 December 2025	794,070	–	(1,995,935)	(114,414)	(20,638)	(1,336,917)

39 COMMITMENTS

(a) Capital commitments

The amounts of commitments for property, plant and equipment and intangible assets are as follows:

	2025 HK\$'000	2024 HK\$'000
Contracted for but not provided for	24,226	21,284

(b) Contractual programme rights and programme contents commitments

The amounts of commitments for programme rights and programme contents are as follows:

	2025 HK\$'000	2024 HK\$'000
Programme rights and programme contents commitments	64,553	83,936

40 OBLIGATIONS UNDER TELEVISION BROADCASTING LICENCE

The Company operates under the terms of a domestic free television programme service licence granted by the Government of the HKSAR ("Government") which runs for a period of twelve years to 30 November 2027. Under the licence conditions, the Company is required to (i) make a programming and capital investment of HK\$6,336 million in total for the six-year period from 2016 to 2021; (ii) provide at least 12,000 hours of local productions each year; (iii) provide an additional four hours per week of positive programmes (including current affairs programmes, documentaries, arts and culture programmes and programmes for young persons) on the Company's digital channels; (iv) provide independent local productions on an incremental basis from 20 hours per year in 2016 to 60 hours per year by 2020; and (v) make a programming and capital investment of HK\$6,600 million for the six-year period from 2022 to 2027. In addition, the Company is granted more flexibility to schedule the broadcast of RTHK programmes and an additional 5% non-designated language allowance for the English channel. On 4 March 2020, the direction issued by the Government on the requirement to broadcast RTHK programmes has been revoked.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

41 SIGNIFICANT RELATED PARTY TRANSACTIONS

In addition to the transactions and balances detailed elsewhere in the consolidated financial statements, the Group had the following material transactions with related parties during the year:

(a) Transactions with related parties

The following is a summary of significant related party transactions during the year carried out between the Group and the affiliated companies of an associate of Shine, which is an associate of the Group in the normal course of its business:

	2025 HK\$'000	2024 HK\$'000
Sales of services: <i>Associates (note)</i>		
Talent fees	6,472	2,084
Computer graphics service fee	–	400
	6,472	2,484
Purchases of services: <i>Associates (note)</i>		
Programme licensing fees	(6,330)	(3,011)
Talent fees	(6,653)	(7,265)
	(12,983)	(10,276)

The fees received from/(paid to) related parties are made on normal commercial terms and conditions and market rates, that would be available to third parties.

Note:

This represented the affiliated companies of an associate of Shine, which is an associate of the Group.

(b) Key management compensation

	2025 HK\$'000	2024 HK\$'000
Salaries, fees and other short-term employee benefits	38,076	37,138
Share-based payments	7,638	4,860
	45,714	41,998

41 SIGNIFICANT RELATED PARTY TRANSACTIONS (continued)

(c) Balances with related parties

	2025 HK\$'000	2024 HK\$'000
Arising from sales/purchases of services:		
Receivables from associates	75	–
Payables to associates	(594)	(433)
Arising from programme production:		
Fund advanced from an associate (note (a))	(90,000)	(50,000)
Arising from operational activities:		
Fund receivable from a related party (note (b))	30,309	29,356
Fund payable to a related party (note (b))	(59,346)	(55,136)

Notes:

- (a) During the year 2025, the Group received a fund in advance of HK\$90,000,000 (2024: HK\$50,000,000) from an associate for the programme production. The transaction was carried out in accordance with standard commercial terms and conditions between the Group and the associate.
- (b) The related party is a common ultimate shareholder of a subsidiary. The amount due from/(to) a related party is unsecured, interest-free and repayable on demand.

(d) Fund advanced/loan to joint ventures

	2025 HK\$'000	2024 HK\$'000
Fund advanced to a joint venture	17,731	17,731
Loan to a joint venture (including interest receivables, gross of ECL provisions)		
Beginning of the year	845,066	789,796
Repayment of promissory note from a joint venture	–	(37,537)
Interest accrued	22,672	93,680
Exchange differences	(2,320)	(873)
End of the year	865,418	845,066

Except for the loan and receivables from ITT with details disclosed in Note 9, the other balances due from/(to) related companies are unsecured, interest-free and have no fixed terms of repayment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

42 COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with current year's presentation. These reclassifications have no impact on the Group's total equity as at 31 December 2025 and 31 December 2024, or on the Group's results for the years ended 31 December 2025 and 2024.

43 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY

(a) Statement of financial position of the Company

	2025 HK\$'000	2024 HK\$'000
ASSETS		
Non-current assets		
Property, plant and equipment	717,904	815,428
Intangible assets	46,406	49,912
Interests in subsidiaries	936,631	941,431
Interests in joint ventures	1,141	1,141
Interests in associates	48,000	48,000
Bond securities at amortised cost	19,191	23,515
Deferred income tax assets	374,450	374,450
Prepayments	9,966	13,454
Total non-current assets	2,153,689	2,267,331
Current assets		
Programmes and film rights	1,299,059	1,375,260
Stocks	8,461	8,623
Trade receivables	569,816	378,134
Other receivables, prepayments and deposits	1,083,834	1,010,995
Movie investments	10,280	11,038
Cash and cash equivalents	164,992	102,198
Total current assets	3,136,442	2,886,248
Total assets	5,290,131	5,153,579

43 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (continued)

(a) Statement of financial position of the Company (continued)

	2025 HK\$'000	2024 HK\$'000
EQUITY		
Equity attributable to equity holders of the Company		
Share capital	771,829	771,829
Other reserves (Note 43(b))	120,045	117,885
Retained earnings (Note 43(b))	1,093,331	1,014,777
Total equity	1,985,205	1,904,491
LIABILITIES		
Non-current liabilities		
Lease liabilities	4,168	12,385
Borrowings	1,059,660	1,175,400
Convertible bonds	–	102,846
Derivative financial instrument	2,738	–
Financial liabilities at fair value through profit or loss	–	29,492
Total non-current liabilities	1,066,566	1,320,123
Current liabilities		
Trade and other payables and accruals	1,344,083	1,236,157
Convertible bonds	114,414	–
Financial liabilities at fair value through profit or loss	34,739	–
Borrowings	736,775	683,925
Lease liabilities	8,349	8,883
Total current liabilities	2,238,360	1,928,965
Total liabilities	3,304,926	3,249,088
Total equity and liabilities	5,290,131	5,153,579

The statement of financial position of the Company was approved by the Board of Directors on 25 March 2026 and was signed on its behalf.

Thomas Hui To
Director

Li Ruigang
Director

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

43 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (continued)

(b) Reserve movement of the Company

	Retained earnings HK\$'000	General reserve HK\$'000	Share-based payment reserve HK\$'000	Conversion option equity reserve HK\$'000	Long service payment reserve HK\$'000	Hedging reserve HK\$'000	Total HK\$'000
At 1 January 2024	1,765,375	70,000	8,595	35,876	–	–	1,879,846
Loss for the year	(750,598)	–	–	–	–	–	(750,598)
Actuarial loss on provision for long service payment	–	–	–	–	(1,265)	–	(1,265)
Share-based payments	–	–	4,679	–	–	–	4,679
At 31 December 2024	1,014,777	70,000	13,274	35,876	(1,265)	–	1,132,662
At 1 January 2025	1,014,777	70,000	13,274	35,876	(1,265)	–	1,132,662
Profit for the year	78,554	–	–	–	–	–	78,554
Actuarial loss on provision for long service payment	–	–	–	–	(3,324)	–	(3,324)
Cash flow hedges	–	–	–	–	–	(2,738)	(2,738)
Share-based payments	–	–	8,222	–	–	–	8,222
At 31 December 2025	1,093,331	70,000	21,496	35,876	(4,589)	(2,738)	1,213,376

44 APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Board of Directors on 25 March 2026.

45 PARTICULARS OF PRINCIPAL SUBSIDIARIES

Incorporated in Hong Kong

Name	Number of shares	Issued and fully paid up share capital note (d)	Attributable interest (%) to the Group	Attributable interest (%) to the Company	Principal activities
Shaw Brothers Pictures Limited	20	HK\$20	100	100	Production of motion pictures for theatrical release and distribution and artiste management
TVBI Company Limited	200,000	HK\$2,000,000	100	100	Investment holding and programme licensing
77 Atelier Limited	100	HK\$100	100	100	Provision of programmes and provision of marketing materials
Art Limited	10,000	HK\$10,000	100	–	Film licensing and distribution
TVB e-Commerce Group Limited	1,085,867,759	HK\$2,474,893,304	100	–	Investment holding
Big Big Channel Limited	2	HK\$1,389,025,547	100	–	Provision of online social media platform
MyTV Super Limited	2	HK\$2	100	–	Hong Kong digital new media business
TVB Music Group Limited	1	HK\$1	100	–	Production, licensing and sales of sound recordings
TVB Music Publishing Limited	1	HK\$1	100	–	Publishing and licensing of musical works
TVB Anywhere Limited	10,000	HK\$10,000	100	–	Provision of subscription television programmes in overseas markets
TVB Publications Limited	20,000,000	HK\$20,000,000	100	–	Event and digital marketing
TVB Publishing Holding Limited	90,000,000	HK\$199,710,000 (note (c))	100	–	Investment holding
Ztore HK Limited	100	HK\$100	61.875	–	Sales of groceries through online platform
Neigbuy Limited	100	HK\$100	61.875	–	Sales of groceries through online platform

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

45 PARTICULARS OF PRINCIPAL SUBSIDIARIES (continued)

Incorporated in other territories

Name	Place of incorporation/ establishment	Number of shares	Issued and fully paid up share capital/ registered capital note (d)	Attributable interest (%)		Principal activities
				to the Group	to the Company	
Television Broadcasts Airtime Sales (Guangzhou) Limited (notes (a) and (g))	The People's Republic of China	Not applicable	HK\$500,000	100	100	Provision of agency services on design, production and exhibition of advertisements
TVB Finance Limited (note (b))	Cayman Islands	1	HK\$1	100	100	Corporate finance services
TVB Investment Limited (note (b))	Bermuda	20,000	US\$20,000	100	100	Investment holding
TVB Satellite TV Holdings Limited (note (b))	Bermuda	12,000	US\$12,000	100	100	Investment holding
廣東采星坊演藝諮詢服務有限公司 (notes (a) and (g))	The People's Republic of China	Not applicable	RMB10,000,000	100	100	Provision of consultancy, management and agency services to artistes
上海翡翠東方傳播有限公司 (note (a))	The People's Republic of China	Not applicable	RMB200,000,000	70	70	Provision of agency services on advertisements, television programmes, film rights and management services
Countless Entertainment (Taiwan) Company Ltd.	Taiwan	1,000,000	NT\$10,000,000	100	–	Investment holding
Big Big Channel Media Limited	Taiwan	10,000,000	NT\$100,000,000	100	–	Investment holding and provision of subscription television programmes
Voice Entertainment Limited	Taiwan	3,000,000	NT\$30,000,000	100	–	Property investment and production, licensing and sales of sound recordings and musical works
Sunrise Investments Global Limited	British Virgin Islands	10,000	US\$10,000	82.5	–	Investment holding

45 PARTICULARS OF PRINCIPAL SUBSIDIARIES (continued)

Incorporated in other territories (continued)

Name	Place of incorporation/ establishment	Number of shares	Issued and fully paid up share capital/ registered capital note (d)	Attributable interest (%)		Principal activities
				to the Group	to the Company	
TVB Holdings (USA) Inc. (note (a))	USA	10,000	US\$6,010,000	100	–	Investment holding and programme licensing and distribution
TVB Satellite Platform, Inc. (note (a))	USA	300,000	US\$3,000,000	100	–	Inactive
TVB (USA) Inc. (note (a))	USA	1,000	US\$10,000	100	–	Provision of satellite and subscription television programmes
TVB Video (UK) Limited (note (a))	United Kingdom	1,000	GBP1,000	100	–	Programme licensing
TVB (Singapore) Pte. Ltd.	Singapore	1	S\$1	100	–	Inactive
TVB Malaysia Sdn. Bdh. (note (a))	Malaysia	10,000	MYR10,000	100	–	Event organisation and management, provision of advertising agency services and artiste management services
廣州埋堆堆科技有限公司 (notes (a) and (f))	The People's Republic of China	Not applicable	RMB10,000,000	70	–	Provision of software and IT services
上海華嬰網路科技有限公司 (notes (a) and (f))	The People's Republic of China	Not applicable	–	70	–	Provision of trading and e-commerce business
上海真識貨貿易有限公司 (notes (a) and (f))	The People's Republic of China	Not applicable	RMB1,000,000	70	–	Provision of trading and e-commerce business

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

45 PARTICULARS OF PRINCIPAL SUBSIDIARIES (continued)

Incorporated in other territories (continued)

Name	Place of incorporation/ establishment	Number of shares	Issued and fully paid up share capital/ registered capital note (d)	Attributable interest (%)		Principal activities
				to the Group	to the Company	
廣州齊齊整傳媒有限公司 (notes (a) and (f))	The People's Republic of China	Not applicable	RMB5,000,000	70	–	Provision of cultural and art development service
廣州柒柒文化傳媒有限公司 (notes (a) and (g))	The People's Republic of China	Not applicable	RMB500,000	100	–	Provision of programmes and provision of marketing materials
深圳柒柒文化傳媒有限公司 (notes (a) and (g))	The People's Republic of China	Not applicable	RMB500,000	100	–	Provision of programmes and provision of marketing materials

Notes:

None of the subsidiaries have issued any loan capital. All subsidiaries operate principally in their places of incorporation.

There is no significant contractual arrangement with the non-controlling interests.

- (a) The accounts of these subsidiaries, which do not materially affect the results of the Group, have been audited by firms other than PricewaterhouseCoopers.
- (b) The accounts of these subsidiaries are not audited.
- (c) 4,500,000 ordinary shares amounting to HK\$38,700,000 remained unpaid as at 31 December 2025.
- (d) Represented ordinary share capital, unless otherwise stated.
- (e) All principal subsidiaries are limited liability companies.
- (f) The Company does not have legal ownership in equity of these structured entities or their subsidiaries. Nevertheless, under certain contractual agreements entered into with the registered owners of these structured entities, the Company and its other legally owned subsidiaries control these companies by way of controlling the voting rights, governing their financial and operating policies, appointing or removing the majority of the members of their controlling authorities, and casting the majority of votes at meetings of such authorities. In addition, such contractual agreements also transfer the risks and rewards of these companies to the Company and/or its other legally owned subsidiaries. As a result, they are presented as controlled structured entities of the Company.
- (g) Registered as wholly foreign owned enterprise under the PRC law.



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