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Guoen Holdings Limited

國恩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8121)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2026

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

*This announcement, for which the directors (collectively the “**Directors**” and each a “**Director**”) of Guoen Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”, “**we**”, “**our**” or “**us**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

FINANCIAL HIGHLIGHTS

Revenue and gross profit

The Group's total revenue increased by approximately 17.82% from approximately HK\$161.35 million for the year ended 31 March 2025 to approximately HK\$190.10 million for the year ended 31 March 2026. Such increase was driven by the increase in revenue generated from creative and technology services, partially offset by the decrease in revenue from social media management services and digital advertisement placement services for the year ended 31 March 2026. Besides, due to the increase in operation costs incurred in cost of services, the Group's gross profit decreased from approximately HK\$25.12 million for the year ended 31 March 2025 to approximately HK\$23.53 million for the year ended 31 March 2026.

Loss for the year attributable to owners of the Company

The Group recorded a loss of approximately HK\$5.00 million for the year ended 31 March 2026, as compared to that of a loss of approximately HK\$1.09 million for the year ended 31 March 2025. Such increase was mainly due to the following reasons:

- (1) decrease in gross profit due to an increase in operation costs incurred in cost of services;
- (2) increase in staff costs and sales commission incurred in selling expenses; and
- (3) increase in operation costs incurred in administrative expenses.

Final dividend

The Board has resolved not to recommend a final dividend for the year ended 31 March 2026 (2025: Nil).

ANNUAL RESULTS

The board (the “**Board**”) of Directors is pleased to announce the audited consolidated annual results of the Group for the year ended 31 March 2026 (the “**Year**”), together with the comparative audited figures for the year ended 31 March 2025 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2026

	NOTES	2026 HK\$'000	2025 HK\$'000
Revenue	3	190,098	161,345
Cost of services		(166,564)	(136,224)
Gross profit		23,534	25,121
Other income or gains, net	5	2,166	565
Selling expenses		(6,652)	(5,484)
Administrative expenses		(23,286)	(21,285)
Finance costs	6	(254)	(248)
Impairment loss on amounts due from associates		(14)	(29)
Provision of impairment loss on trade receivables, net		(669)	(1,072)
Change in fair value of financial assets at fair value through profit or loss (“FVTPL”)		241	1,407
Loss before tax		(4,934)	(1,025)
Income tax expense	7	(70)	(68)
Loss for the year attributable to owners of the Company	8	(5,004)	(1,093)
Other comprehensive expense			
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translating foreign operations		(252)	(49)
Other comprehensive expense for the year		(252)	(49)
Total comprehensive expense for the year attributable to owners of the Company		(5,256)	(1,142)
Loss per share			
Basic and diluted (<i>HK cent</i>)	10	(0.18)	(0.06)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2026

	<i>NOTES</i>	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Non-current assets			
Plant and equipment		652	997
Right-of-use assets		375	1,296
Investment property	11	1,078	1,113
Interests in associates		–	–
Deposits		–	460
		2,105	3,866
Current assets			
Inventories	12	–	829
Trade receivables	13	42,991	44,031
Deposits, prepayments and other receivables		7,460	6,970
Amount due from a related company		569	–
Amounts due from associates		200	200
Financial assets at fair value through profit or loss	14	2,448	2,207
Bank balances and cash		19,260	29,391
		72,928	83,628
Current liabilities			
Trade and other payables	15	22,529	24,438
Accrued expenses		1,835	3,759
Amount due to a related company		–	619
Tax payable		226	174
Lease liabilities		395	1,395
Contract liabilities		8,543	13,232
		33,528	43,617
Net current assets		39,400	40,011
Total assets less current liabilities		41,505	43,877

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Non-current liabilities		
Amount due to a shareholder	2,295	2,090
Lease liabilities	<u>–</u>	<u>19</u>
	<u>2,295</u>	<u>2,109</u>
	<u>39,210</u>	<u>41,768</u>
Capital and reserves		
Share capital	300	250
Reserves	<u>38,910</u>	<u>41,518</u>
Total equity	<u>39,210</u>	<u>41,768</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2026

1. GENERAL

Guoen Holdings Limited (the “**Company**”) was incorporated on 10 January 2014 in the Cayman Islands as an exempted company with limited liability under the Companies Law (as revised) of the Cayman Islands. The addresses of the registered office and principal place of business of the Company are Winward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands and Unit 1201 & 16, 12/F, Two Harbour square, No. 180 Wai Yip Street, Kwun Tong, Hong Kong, respectively.

The Company is principally engaged in investment holding. The principal activities of its subsidiaries include investment holding, provision of digital media services, provision of marketing services, engagement in internet marketing platform and trading of health supplement powder.

Other than those subsidiaries of the Company established in the People’s Republic of China (the “**PRC**”), Taiwan, Singapore and Macau whose functional currencies are Renminbi (“**RMB**”), New Taiwan dollar (“**NTD**”), Singapore dollar (“**SGD**”) and the Macanese Pataca (“**MOP**”), respectively, the functional currency of the remaining subsidiaries of the Company is Hong Kong dollar (“**HK\$**”).

The consolidated financial statements of the Group and its subsidiaries (hereinafter collectively referred to as the “**Group**”) are presented in HK\$, which is also the functional currency of the Company.

2. APPLICATION OF AMENDMENTS TO A HKFRS ACCOUNTING STANDARD

Application of amendments to a HKFRS Accounting Standard

In the current year, the Group has applied, for the first time, the following amendments to a HKFRS Accounting Standard issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) which are effective for the Group’s financial year beginning on 1 April 2025:

Amendments to HKAS 21

Lack of Exchangeability

The application of the amendments to HKAS 21 in the current year has had no material impact on the Group’s financial performance and positions for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

New and amendments to HKFRS Accounting Standards issued but not yet effective

The Group has not early applied the following new and amendments to HKFRS Accounting Standards that have been issued but are not yet effective:

HKFRS 18	Presentation and Disclosure in Financial Statements ²
Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ¹
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity ¹
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ¹
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³
Amendments to HKAS 21	Translation to a Hyperinflationary Presentation Currency ²

¹ Effective for annual periods beginning on or after 1 January 2026

² Effective for annual periods beginning on or after 1 January 2027

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

The directors of the Company anticipate that except below, the application of the new and amendments to HKFRS Accounting Standards will have no material impact on the results and financial position of the Group.

HKFRS 18 – Presentation and Disclosure in Financial Statements

HKFRS 18 sets out requirements on presentation and disclosures in financial statements and will replace HKAS 1 Presentation of Financial Statements. HKFRS 18 introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. Minor amendments to HKAS 7 “Statement of Cash Flows” and HKAS 33 “Earnings per Share” are also made.

HKFRS 18, and the consequential amendments to other HKFRS Accounting Standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted.

The application of HKFRS 18 is not expected to have material impact on the financial position of the Group but is expected to affect the presentation of the statement of profit or loss and other comprehensive income and statement of cash flows and disclosures in the future financial statements.

The Group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:

- Management-defined performance measures;
- A break-down of the nature of expenses for line items presented by function in the operating category of the income statement – this break-down is only required for certain nature expenses; and
- For the first annual period of application of HKFRS 18, a reconciliation for each line item in the income statement between the restated amounts presented applying HKAS 1.

Amendments to HKFRS 9 and HKFRS 7 Amendments to the Classification and Measurement of Financial Instruments

The amendments include requirements on classification of financial assets with environmental, social or governance (ESG) targets and similar features; settlement of financial liabilities through electronic payment systems; and disclosures regarding investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent feature.

The amendments are effective for annual periods beginning on or after 1 January 2026. Early adoption is permitted, with an option to early adopt the amendments for contingent features only. The directors of the Company are currently assessing the impact of these amendments.

3. REVENUE

Revenue represents revenue arising on provision of digital advertisement placement services, social media management services and creative and technology services. The following is an analysis of the Group's revenue for the year:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Revenue from contract with customers within the scope of HKFRS 15		
Digital advertisement placement services	10,972	11,447
Social media management services	25,874	28,209
Creative and technology services	153,252	121,689
	<u>190,098</u>	<u>161,345</u>
Disaggregation of revenue from contracts with customers by timing of recognition		
	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Time of revenue recognition		
At a point in time	3,051	3,584
Over time	187,047	157,761
	<u>190,098</u>	<u>161,345</u>
Total revenue from contracts with customers	<u>190,098</u>	<u>161,345</u>

An analysis of the Group's revenue by segments is set out in note 4 below.

Transaction price allocated to the remaining performance obligations for contracts with customers

The service contracts are with an original expected duration of one year or less or contracts for which revenue is recognised at the amount to which that Group has the right to invoice for the services performed. Accordingly, the Group has elected the practical expedient and has not disclosed the amount of transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period.

4. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker (“CODM”), for the purposes of resource allocation and assessment of segment performance focuses on types of services provided. The directors of the Company have chosen to organise the Group around differences in services. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group. Specifically, the Group’s reportable segments are as follows:

1. Digital Advertisement Placement Services – Provision of advertisement placement services through digital media;
2. Social Media Management Services – Provision of set-up, maintenance and monitor services on corporate profile pages through the social media platforms; and
3. Creative and Technology Services – Provision of integrated marketing solutions services and other creative services involving design and copywriting of digital advertisements, production of corporate profile pages, website and apps, and related consultation.

The Group’s activities are mainly carried out in Hong Kong and its assets and liabilities are mainly located in Hong Kong. No analysis of segment assets and segment liabilities is presented as the CODM does not regularly review such information for the purpose of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Segment revenue and results

The following is an analysis of the Group’s revenue and results by reportable and operating segments.

For the year ended 31 March 2026

	Digital Advertisement Placement Services HK\$'000	Social Media Management Services HK\$'000	Creative and Technology Services HK\$'000	Total HK\$'000
REVENUE				
External sales and segment revenue	<u>10,972</u>	<u>25,874</u>	<u>153,252</u>	<u>190,098</u>
Segment results	<u>3,165</u>	<u>6,938</u>	<u>12,365</u>	<u>22,468</u>
Unallocated other income or gains				2,166
Unallocated selling expenses				(6,652)
Unallocated administrative expenses				(22,889)
Unallocated finance costs				(254)
Change in fair value of financial assets at FVTPL				241
Impairment loss on amounts due from associates				(14)
Loss before tax				<u>(4,934)</u>

For the year ended 31 March 2025

	Digital Advertisement Placement Services HK\$'000	Social Media Management Services HK\$'000	Creative and Technology Services HK\$'000	Total HK\$'000
REVENUE				
External sales and segment revenue	11,447	28,209	121,689	161,345
Segment results	3,564	7,674	12,321	23,559
Unallocated other income or gains				565
Unallocated selling expenses				(5,484)
Unallocated administrative expenses				(20,795)
Unallocated finance costs				(248)
Change in fair value of financial assets at FVTPL				1,407
Impairment loss on amounts due from associates				(29)
Loss before tax				(1,025)

Other segment information

For the year ended 31 March 2026

	Digital Advertisement Placement Services HK\$'000	Social Media Management Services HK\$'000	Creative and Technology Services HK\$'000	Unallocated HK\$'000	Total HK\$'000
Amounts included in the measure of segment results:					
Depreciation of plant and equipment	22	54	321	–	397
Provision of impairment loss on trade receivables, net	–	–	669	–	669
Amounts regularly provided to the CODM but not included in the measure of segment profit or loss:					
Depreciation of investment property	–	–	–	35	35
Depreciation of right-of-use assets	–	–	–	1,637	1,637
Impairment loss on amounts due from associates	–	–	–	14	14
Bank interest income	–	–	–	(132)	(132)
Dividends from financial assets at FVTPL	–	–	–	(13)	(13)
Gain on sales of trading merchandises	–	–	–	(1,205)	(1,205)
Finance costs	–	–	–	254	254

For the year ended 31 March 2025

	Digital Advertisement Placement Services <i>HK\$'000</i>	Social Media Management Services <i>HK\$'000</i>	Creative and Technology Services <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Total <i>HK\$'000</i>
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Amounts included in the measure of segment results:

Depreciation of plant and equipment	35	86	369	–	490
(Reversal of) provision of impairment loss on trade receivables, net	–	(59)	1,131	–	1,072

Amounts regularly provided to the CODM but not included in the measure of segment profit or loss:

Depreciation of investment property	–	–	–	35	35
Depreciation of right-of-use assets	–	–	–	1,628	1,628
Impairment loss on amounts due from associates	–	–	–	29	29
Bank interest income	–	–	–	(228)	(228)
Dividends from financial assets at FVTPL	–	–	–	(20)	(20)
Gain on sales of trading merchandises	–	–	–	(250)	(250)
Finance costs	–	–	–	248	248
	<u>–</u>	<u>–</u>	<u>–</u>	<u>248</u>	<u>248</u>

Geographic information

The Group's operations are located in Hong Kong (place of domicile), the PRC and Taiwan.

The Group's revenue from external customers based on location of customers and information about the Group's non-current assets other than financial instruments by geographical location are detailed as below:

	Revenue from external customers		Non-current assets (excluding financial instruments)	
	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
The PRC	11,811	10,338	403	124
Taiwan	3,148	2,043	31	30
Hong Kong (place of domicile)	175,139	148,964	1,671	3,252
	<u>190,098</u>	<u>161,345</u>	<u>2,105</u>	<u>3,406</u>

Information about major customers

Revenue from customers of the corresponding year contributing over 10% of the total revenue of the Group is as follows:

	2026 HK\$'000	2025 HK\$'000
Customer A ¹	39,127	39,296
Customer B ¹	19,773	N/A ²

¹ Revenue from creative and technology segment

² The corresponding revenue did not contribute over 10% of the total revenue of the Group

5. OTHER INCOME OR GAINS, NET

	2026 HK\$'000	2025 HK\$'000
Dividends from financial assets at FVTPL	13	20
Bank interest income	132	228
Net exchange gains	774	–
Gain on sales of trading merchandises	1,205	250
Sundry income	42	67
	<u>2,166</u>	<u>565</u>

6. FINANCE COSTS

	2026 HK\$'000	2025 HK\$'000
Interests on:		
Imputed interest expense on non-current interest-free loan from a shareholder	205	165
Interest on lease liabilities	49	83
	<u>254</u>	<u>248</u>

7. INCOME TAX EXPENSE

	2026 HK\$'000	2025 HK\$'000
Current tax:		
PRC Enterprise Income Tax	28	68
Macau Corporate Income Tax	42	–
	<u>70</u>	<u>68</u>

No provision for Hong Kong Profits Tax has been made for the years ended 31 March 2026 and 2025 as assessable profits were absorbed by tax losses.

8. LOSS FOR THE YEAR

Loss for the year has been arrived at after charging/(crediting):

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Directors' and chief executive's emoluments	4,909	5,002
Employee benefit expenses (excluding directors' and chief executive's emoluments)		
– Wages and salaries	25,646	28,216
– Retirement benefits scheme contribution	1,831	1,852
– Other benefits	363	506
	<u>32,749</u>	<u>35,576</u>
Auditor's remuneration	518	505
Depreciation of right-of-use assets	1,637	1,628
Depreciation of plant and equipment	397	490
Depreciation of investment property	35	35
Amount of inventories recognised as an expense	871	1,244
Net foreign exchange (gain) loss	<u>(774)</u>	<u>433</u>

9. DIVIDEND

No dividend was paid or proposed during the years ended 31 March 2026 and 2025, nor has any dividend been proposed since the end of the reporting period.

10. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to owners of the Company is based on the following data:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Loss for the purpose of basic and diluted loss per share, representing loss for the year attributable to owners of the Company	<u>(5,004)</u>	<u>(1,093)</u>
Number of shares	2026	2025
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	<u>27,802,521</u>	<u>18,950,393</u>

The diluted loss per share is the same as the basic loss per share as there were no dilutive potential ordinary shares outstanding for the years ended 31 March 2026 and 2025.

11. INVESTMENT PROPERTY

HK\$'000

COST

At 1 April 2024, 31 March 2025 and at 31 March 2026 1,391

ACCUMULATED DEPRECIATION

At 1 April 2024 243

Provided for the year 35

At 31 March 2025 278

Provided for the year 35

At 31 March 2026 313

CARRYING AMOUNTS

At 31 March 2026 1,078

At 31 March 2025 1,113

The above investment property is depreciated on a straight-line basis over 40 years.

The fair value of the Group's investment property as at 31 March 2026 was approximately HK\$1,350,000 (2025: HK\$1,369,000), which was determined by the directors of the Company. The valuation performed by the directors of the Company was made by reference to recent market price for property in the similar location and condition. There has been no change from the valuation technique used in the prior year. In estimating the fair value of the property, the highest and best use of the property is its current use.

The following table gives information about how the fair value of the investment property as at 31 March 2026 and 2025 is determined.

		Fair value at 31 March 2026	Fair value at 31 March 2025	Valuation technique and key inputs	Significant unobservable inputs	Range	Relationship of key inputs and significant unobservable inputs to fair value
Fair value hierarchy		HK\$'000	HK\$'000				
Investment property	Level 2	1,350	1,369	Market comparison approach – By reference to recent sales price of comparable properties on a price per square foot basis using market data which is publicly available.	N/A	N/A	N/A

12. INVENTORIES

	2026 HK\$'000	2025 HK\$'000
Trading merchandises – health supplement powder	–	829

13. TRADE RECEIVABLES

The Group allows an average credit period of 30 to 60 days (2025: 30 to 60 days) to its trade customers.

	2026 HK\$'000	2025 HK\$'000
Trade receivables	52,069	52,572
Less: allowance for impairment of trade receivables	(9,587)	(8,844)
	42,482	43,728
Unbilled receivables	509	303
	42,991	44,031

The Group does not hold any collateral over these receivables.

The following is an ageing analysis of trade receivables, net of impairment, presented based on the date of rendering services, which approximates the respective revenue recognition dates, at the end of the reporting period.

	2026 HK\$'000	2025 HK\$'000
– 0 to 60 days	31,652	26,860
– 61 to 90 days	1,361	5,784
– Over 90 days	9,978	11,387
	42,991	44,031

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit loss (“ECL”).

Except for debtors with significant outstanding balances or credit-impaired balances on which the ECL are assessed individually, the Group determines the ECL on these items by using a provision matrix based on similar characteristics including industry specific factors to the debtors and aging of receivables.

As at 31 March 2026, the directors of the Company considered the ECL rate is insignificant for not credit-impaired debtors (including unbilled receivables) with gross carrying amount of approximately HK\$42,991,000 (2025: HK\$44,031,000) and thus do not recognise the ECL allowance as the amount involved is not significant.

As at 31 March 2026, the directors of the Company considered the ECL rate is 100% (2025: 100%) for trade receivables from credit-impaired customers with gross carrying amount of approximately HK\$9,587,000 (2025: HK\$8,844,000) and allowance for impairment of trade receivables of HK\$9,587,000 (2025: HK\$8,844,000) was recognised.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The movement in the allowance for impairment on trade receivables is set out below:

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
At the beginning of the financial year	8,844	7,789
Provision of impairment loss	669	1,236
Impairment losses reversed	–	(164)
Exchange realignment	74	(17)
	<u>9,587</u>	<u>8,844</u>
At the end of the financial year	<u><u>9,587</u></u>	<u><u>8,844</u></u>

14. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Listed securities held for trading, at fair value:		
Equity securities listed in Hong Kong (<i>Note (a, b)</i>)	2,448	2,207
	<u><u>2,448</u></u>	<u><u>2,207</u></u>

Notes:

- (a) The investments above include investments in quoted equity securities that offer the Group the opportunity for return through dividend income and fair value gains. The fair values of these securities are based on closing quoted market prices on the last market day of the financial year.
- (b) During the year ended 31 March 2026, the net fair value gain in respect of the investments in quoted equity securities recognised in profit or loss amounted to approximately HK\$241,000 (2025: HK\$1,407,000).

15. TRADE AND OTHER PAYABLES

	2026 <i>HK\$'000</i>	2025 <i>HK\$'000</i>
Trade payables	19,759	22,101
Other payables	2,770	2,337
	<u>22,529</u>	<u>24,438</u>
	<u><u>22,529</u></u>	<u><u>24,438</u></u>

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period.

	2026 HK\$'000	2025 HK\$'000
Within 30 days	11,281	11,738
31 to 60 days	2,192	2,872
Over 60 days	6,286	7,491
	19,759	22,101

The trade payables were due according to the terms stated in the relevant contracts. The average credit period on purchase of services is 30 to 60 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

As at 31 March 2026, included in the balances of the trade payables were aggregate balances of approximately HK\$16,000 (2025: HK\$16,000) which were payables to the associates of the Group, arising from acquisition of services in general trade credit term.

MANAGEMENT DISCUSSION AND ANALYSIS

INTRODUCTION

The Group is principally engaged in the provision of integrated digital marketing services in Hong Kong. To formulate and implement marketing strategies and launch marketing campaigns for its customers, the Group mainly utilises digital media such as social media platforms, apps, mobile sites and websites. The goal of the Group is to become a sizeable and influential Internet enterprise and to enable our customers to promote their businesses in different areas of the world through the power and reach of the Internet.

BUSINESS REVIEW

The Group offers a range of integrated digital marketing services, including (i) social media management services; (ii) digital advertisement placement services; and (iii) creative and technology services.

The Group has maintained a balanced portfolio and diversified revenue stream, and the performance of creative and technology services recovered mainly attributable to the reopening of the border. However, it can be foreseeable that the demand for Hong Kong clients will decrease due to the reallocation of advertising investment and budgets. This is primarily driven by shifts in consumer behavior, in which the pattern of mainland Chinese tourists spending in Hong Kong has transformed, with Hong Kong tourists now venturing north to mainland cities like Shenzhen for their consumption needs.

At the same time, the Group is encountering increasing competition as barriers to in-house advertising creation and brand image marketing have decreased with the adoption of AI tools. This trend has led to cost reductions, with a growing number of clients opting to employ internal staff for their advertising and social media management needs. Furthermore, we foresee a continuous rise in labor costs and wages in the foreseeable future, adding to the operational challenges faced by businesses in our sector.

In conclusion, while we have experienced some positive trends in our business this year, we are mindful of the evolving landscape shaped by technological advancements, changing consumer preferences, and competitive pressures. Our focus remains on adapting to these changes, enhancing our service offerings, and maintaining operational efficiency to navigate through these challenges successfully.

FINANCIAL REVIEW

Revenue and gross profit

The Group's revenue was generated from the integrated digital marketing business which is divided into provision of (i) social media management services; (ii) digital advertisement placement services; and (iii) creative and technology services. For the Year, our total revenue amounted to approximately HK\$190.10 million (2025: approximately HK\$161.35 million).

For the Year, our revenue generated from (i) social media management services amounted to approximately HK\$25.87 million (2025: approximately HK\$28.21 million), representing approximately 13.61% of our total revenue (2025: approximately 17.48%); (ii) digital advertisement placement services amounted to approximately HK\$10.97 million (2025: approximately HK\$11.45 million), representing approximately 5.77% of our total revenue (2025: approximately 7.10%); and (iii) creative and technology services amounted to approximately HK\$153.26 million (2025: approximately HK\$121.69 million), representing approximately 80.62% of our total revenue (2025: approximately 75.42%).

Overall, our total revenue increased by approximately 17.82% from approximately HK\$161.35 million for the year ended 31 March 2025 to approximately HK\$190.10 million for the Year. The increase in total revenue was mainly attributable to the increase in revenue from creative and technology services, partially offset by the slight decrease in revenue from social media management services and digital advertising placement services for the Year. The gross profit decreased from approximately 15.57% for the year ended 31 March 2025 to approximately 12.38% for the Year. Besides, due to the increase in operation costs incurred in cost of services, the Group's gross profit decreased from approximately HK\$25.12 million for the year ended 31 March 2025 to approximately HK\$23.53 million for the Year.

Other income or gains, net

Our other income or gains increased by approximately HK\$1.60 million from approximately HK\$0.57 million for the year ended 31 March 2025 to approximately HK\$2.17 million for the Year, which was mainly attributable to the increase in gain on sales of trading merchandises and net exchange gains.

Selling expenses

Our selling expenses increased by approximately HK\$1.17 million from approximately HK\$5.48 million for the year ended 31 March 2025 to approximately HK\$6.65 million for the Year, which was mainly attributable to the increase in staff costs and sales commission. Our selling expenses mainly comprised staff costs, sales commission and marketing-related expenses.

Staff costs

Our staff costs mainly comprised the salaries and performance bonus payable to the Directors, service teams, executives and staff of the Group, as well as payments to the Mandatory Provident Fund Scheme.

For the year ended 31 March 2025 and the Year, our staff cost under selling expenses amounted to approximately HK\$1.78 million and HK\$2.99 million, representing approximately 1.10% and 1.57% of our revenue, respectively.

Sales commission

For the year ended 31 March 2025 and the Year, our sales commission amounted to approximately HK\$1.57 million and HK\$1.84 million, representing approximately 0.97% and 0.97% of our total revenue, respectively.

Marketing-related expenses

For the year ended 31 March 2025 and the Year, our marketing-related expenses amounted to approximately HK\$2.13 million and HK\$1.82 million, representing approximately 1.32% and 0.96% of our revenue, respectively.

Administrative expenses

Our administrative expenses increased by approximately HK\$2.00 million from approximately HK\$21.29 million for the year ended 31 March 2025 to approximately HK\$23.29 million for the Year. Our administrative expenses mainly comprised administrative staff costs, depreciation of right-of-use assets, utility expenses, building management fees, recruitment-related expenses and legal and professional fees. The increase in our administrative expenses for the Year was mainly due to the increase in administrative staff costs.

Finance costs

Our finance costs amounted to approximately HK\$0.25 million for the Year (2025: approximately HK\$0.25 million). This item comprised interest expense on lease liabilities and imputed interest expense on non-current interest-free loan from a shareholder.

Income tax expense

The income tax expense amounted to approximately HK\$0.07 million for the Year (2025: approximately HK\$0.07 million). This item was attributable to the PRC Enterprise Income Tax and Macau Corporate Income Tax for the Year.

Loss for the Year attributable to owners of the Company

For the Year, loss attributable to owners of the Company amounted to approximately HK\$5.00 million, as compared to loss attributable to owners of the Company which amounted approximately to HK\$1.09 million for the year ended 31 March 2025. The increase in loss attributable to owners of the Company was mainly due to (i) a decrease in gross profit due to an increase in operation costs incurred in cost of services; (ii) an increase in staff costs and sales commission incurred in selling expenses; and (iii) an increase in operation costs incurred in administrative expenses during the Year.

USE OF PROCEEDS FROM RIGHTS ISSUE

On 20 September 2024, the Company raised gross proceeds of approximately HK\$17.3 million by way of issue of 16,672,000 rights shares, at the subscription price of HK\$1.04 per right share on the basis of two (2) rights issues for every one (1) share of the Company held by the qualifying shareholders on the record date. Upon completion of the rights issues, the Company received net proceeds of approximately HK\$15.2 million (the “**Rights Issue Net Proceeds**”). The Company intended to apply the Rights Issue Net Proceeds as to: (i) approximately HK\$6.0 million for the development of the on-line advertisement business based in the PRC; (ii) approximately HK\$4.0 million for the development of the Group’s digital social media management services and marketing services for the Group’s potential customers; and (iii) approximately HK\$5.2 million for general working capital of the Group. For reasons for the rights issue and further details, please refer to the Company’s prospectus dated 29 August 2024 (the “**2024 Prospectus**”).

The following table sets forth the information in relation to the use of the Rights Issue Net Proceeds raised from the rights issue as at 31 March 2026:

	Intended use of Rights Issue Net Proceeds as disclosed in the 2024 Prospectus HK\$ million	Actual utilised Rights Issue Net Proceeds as at 31 March 2025 HK\$ million	Rights Issue Net Proceeds utilised during the Year HK\$ million	Actual utilised Rights Issue Net Proceeds as at 31 March 2026 HK\$ million	Unutilised Rights Issue Net Proceeds as at 31 March 2026 HK\$ million	Expected timeline for utilising the remaining Rights Issue Net Proceeds
Development of the on-line advertisement business based in the PRC	6.0	1.5	1.9	3.4	2.6	On or before 31 March 2027
Development of digital social media management services and marketing services for the potential customers	4.0	1.3	1.5	2.8	1.2	On or before 31 March 2027
General working capital	5.2	–	4.3	4.3	0.9	On or before 31 March 2027
Total	<u>15.2</u>	<u>2.8</u>	<u>7.7</u>	<u>10.5</u>	<u>4.7</u>	

USE OF PROCEEDS FROM PLACING OF NEW SHARES UNDER GENERAL MANDATE

On 8 September 2025, the Company raised gross proceeds of approximately HK\$3.0 million by way of a placing (the “**Placing**”) of 5,000,000 Shares at a placing price of HK\$0.60 per Share under general mandate. Upon completion of the Placing, the Company received net proceeds of approximately HK\$2.70 million (the “**Placing Net Proceeds**”), representing a net issue price of approximately HK\$0.54 per placing share. For reasons for the Placing and further details, please refer to the Company’s announcement dated 21 August 2025 (the “**2025 Placing**”).

The following table sets forth the information in relation to the use of the Placing Net Proceeds raised from the Placing as at 31 March 2026:

	Intended use of Placing Net Proceeds as disclosed in the 2025 Placing <i>HK\$ million</i>	Placing Net Proceeds utilised during the Year <i>HK\$ million</i>	Actual utilised Placing Net Proceeds as at 31 March 2026 <i>HK\$ million</i>	Unutilised Placing Net Proceeds as at 31 March 2026 <i>HK\$ million</i>	Expected timeline for utilising the remaining Placing Net Proceeds
Development of the health care business, including (i) recruitment of suitable talent; (ii) covering the daily overheads of Shandong; (iii) launching market campaigns; and (iv) development of sales platform	2.7	1.6	1.6	1.1	On or before 30 September 2026
Total	<u>2.7</u>	<u>1.6</u>	<u>1.6</u>	<u>1.1</u>	

LIQUIDITY AND CAPITAL RESOURCES

As at 31 March 2026, the Group’s current ratio was 2.18, compared to 1.92 as at 31 March 2025. The increase in current ratio was mainly due to decrease in trade and other payables, accrued expense, lease liabilities and contract liabilities. As at 31 March 2026, the Group’s bank balances and cash amounted to approximately HK\$19.26 million (2025: approximately HK\$29.39 million).

The total interest-bearing loans and borrowings (interest-bearing bank borrowings and bank overdrafts) of the Group as at 31 March 2026 were nil (2025: Nil).

During the Year, the Group did not experience any withdrawal of facilities, default in payment of trade and other payables, bank borrowing or breach of financial covenants. As at 31 March 2026, the Group had amount due to a shareholder of approximately HK\$2.30 million (2025: approximately HK\$2.09 million). The Group does not have a foreign currency hedging policy. However, we monitor our exposure to foreign currency risk on an ongoing basis and would consider hedging against significant foreign currency exposure as and when necessary. The Group's financial position remained solid and we have sufficient bank balances and cash denominated in RMB to meet our foreign exchange liabilities as they become due.

CAPITAL STRUCTURE

On 29 May 2015 (the “**Listing Date**”), the shares of the Company (the “**Shares**”) were successfully listed on GEM of the Stock Exchange. The Group's equity consists only of ordinary shares.

On 16 July 2021, the Company implemented the share consolidation on the basis that every ten (10) issued and unissued shares of HK\$0.01 each in the share capital of the Company were consolidated into one (1) consolidated share of HK\$0.10 each. After the share consolidation on 16 July 2021, the total number of issued shares of the Company was adjusted from 1,667,200,000 to 166,720,000, and there was no change to the amount of share capital and share premium of the Company.

On 26 April 2024, the Company implemented the share consolidation on the basis that every twenty (20) issued and unissued shares of HK\$0.10 each in the share capital of the Company were consolidated into (1) consolidated share of HK\$2.00 each. After the share consolidation on 26 April 2024, the total number of issued shares of the Company was adjusted from 166,720,000 to 8,336,000, and there was no change to the amount of share capital and share premium of the Company.

On 9 July 2024, the Company implemented the capital reduction and sub-division, pursuant to which the par value of each issued consolidated share of HK\$2.00 each was reduced from HK\$2.00 to HK\$0.01 by cancelling the paid-up share capital to the extent of HK\$1.99 per issued consolidated share. After the capital reduction and sub-division on 9 July 2024, the total number of issued shares of the Company remains to be 8,336,000, the issued and unissued shares of HK\$2.00 each in the share capital of the Company were adjusted to HK\$0.01 each, and the amount of share capital of the Company was adjusted to HK\$83,360.

On 20 September 2024, the Company completed a rights issue and issued 16,672,000 rights shares with par value of HK\$0.01 each at a subscription price of HK\$1.04 per rights share on the basis of two (2) rights shares for every one (1) share of the Company held by the qualifying shareholders on the record date.

On 8 September 2025, the Company completed to place 5,000,000 placing shares to not less than six placees at a price of HK\$0.60 per share under general mandate. For details, please refer to the Company's announcement dated 8 September 2025.

As at 31 March 2026, the Company's issued share capital amounted to HK\$300,080 and the number of issued ordinary shares was 30,008,000 with a par value of HK\$0.01 (2025: Share capital amounted to HK\$250,080 and the number of issued ordinary shares was 25,008,000 with a par value of HK\$0.01).

During the Year, the Company did not hold or sell any treasury shares.

Our contract commitments mainly involve leases of office properties.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save for the business plan as disclosed in the prospectus of the Company dated 22 May 2015 (the “**Prospectus**”), 2024 Prospectus, the 2025 Placing or otherwise disclosed in this announcement, the Group did not have any future plans for material investments or capital assets as at 31 March 2026.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

During the Year, the Group did not have any material acquisitions and disposals of subsidiaries and affiliated companies.

SIGNIFICANT INVESTMENTS HELD

Investment property

As at 31 March 2026, the Group had investment property measured at cost less accumulated depreciation and impairment, and the aggregate carrying amount of which amounted to approximately HK\$1.08 million (2025: approximately HK\$1.11 million), representing approximately 1.44% of total assets (2025: approximately 1.27%). As at 31 March 2026, the Group's investment property consisted of 1 car park space (2025: 1 car park space). The fair value of the investment property as at 31 March 2026 was approximately HK\$1.35 million (2025: approximately HK\$1.37 million). The Group intends to hold the investment property for capital appreciation.

Financial assets at fair value through profit or loss

The following table sets out the particulars and movement of our financial assets at FVTPL at the end of the reporting period:

Name/fund details	Nature of business	Number of shares held as at 31 March 2026	Carrying amount as at 1 April 2025 <i>HK\$'000</i>	Acquisition during the Year <i>HK\$'000</i>	Disposal during the Year <i>HK\$'000</i>	Unrealised gain (loss) on change in fair value during the Year <i>HK\$'000</i>	Realised gain (loss) on disposal during the Year <i>HK\$'000</i>	Carrying amount as at 31 March 2026 <i>HK\$'000</i>	Percentage to the Group's total assets	Dividend received during the Year <i>HK\$'000</i>
									as at 31 March 2026	
Hong Kong Exchange and Clearing Limited	Note A	1,000	344	–	–	38	–	382	0.51%	13
Meituan	Note B	1,000	156	–	–	(71)	–	85	0.11%	–
Wuxi Biologics (Cayman) Inc.	Note C	40,000	1,082	–	–	172	–	1,254	1.67%	–
Bilibili Inc.	Note D	4,200	625	–	–	102	–	727	0.97%	–
Listed equity security			2,207	–	–	241	–	2,448	3.26%	13
Total			2,207	–	–	241	–	2,448	3.26%	13

Notes:

- A. Hong Kong Exchange and Clearing Limited (“**HKEx**”) is a recognised exchange controller under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). HKEx operates the only recognised stock and futures markets in Hong Kong through its wholly-owned subsidiaries and is the frontline regulator of listed issuers in Hong Kong.
- B. Meituan is a Chinese technology platform that provides various online services and operates in multiple business sectors.
- C. WuXi Biologics (Cayman) Inc. is a company incorporated in the Cayman Islands with limited liability. It is a global biologics organization conducting research, development, and manufacturing, offering end-to-end solutions for biologics discovery, development, and manufacturing to clients involved in the biologics industry.
- D. Bilibili Inc. is a company incorporated in the Cayman Islands with limited liability. It is an iconic brand and a leading video community for young generations, providing online entertainment services to users in China.

The investments above include investments in quoted equity securities that offer the Group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate. The fair values of these are based on closing quoted market prices on the last market day of the reporting date.

Save as disclosed above and the investments in subsidiaries and associates by the Company, the Group did not hold any significant investments during the Year.

CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 31 March 2026 (2025: Nil).

CHARGE OF ASSETS

The Group did not have any charges on its assets as at 31 March 2026 (2025: Nil).

COMMITMENTS

Save as disclosed in this announcement, as at 31 March 2026, the Group had no material commitment (2025: Nil).

FOREIGN EXCHANGE EXPOSURE

As at 31 March 2026, the Group had a portion of its bank deposits denominated in RMB. The Group does not have a foreign currency hedging policy but the management of the Group monitors the Group's exposure to foreign currency risk and would consider taking appropriate actions when necessary. The above-mentioned bank deposits denominated in RMB amounted to approximately HK\$0.80 million as at 31 March 2026 (2025: approximately HK\$0.64 million).

GEARING RATIO

As at 31 March 2026, the Group did not have any interest-bearing debt and hence gearing ratio was not applicable (2025: Nil).

DIVIDEND

The Board has resolved not to recommend a final dividend for the Year (2025: Nil).

TREASURY POLICIES

The Group has adopted a conservative approach towards its treasury policies. The credit risk facing the Group is primarily attributable to trade receivables, deposits and other receivables, amount due from an associate and bank balances. In order to minimise the credit risk, the management of the Group regularly reviews the recoverable amount of each individual trade debt at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. Through these actions, the Directors considered that the Group's credit risk on trade debts has been significantly reduced. Our concentration of credit risk by geographical locations was mainly in Hong Kong, which accounted for approximately 96% and 98% of the total trade receivables as at 31 March 2026 and 2025, respectively.

Amounts due from an associate is continuously monitored by assessing the creditworthiness of the counterparty, taking into account its financial position, payment history and other factors. Where necessary, an impairment loss is made for estimated irrecoverable amount. The credit risk on bank balances and equity investments is considered to be limited because the counterparties were banks and large corporations, respectively, with high credit ratings assigned by international credit-ratings agencies. None of the Group's financial assets were secured by collateral or other credit enhancements.

FINANCIAL KEY PERFORMANCE INDICATORS

For the Year, our total revenue amounted to approximately HK\$190.10 million (2025: approximately HK\$161.35 million). Loss attributable to owners of the Company amounted to approximately HK\$5.00 million for the Year (2025: loss attributable to owners of the Company amounted to approximately HK\$1.09 million). Loss per share attributable to owners of the Company for the Year was HK0.18 cents (2025: loss per share attributable to owners of the Company was HK0.06 cents).

During the Year, the Group recorded a loss mainly due to (i) a decrease in gross profit due to an increase in operation costs incurred in cost of services; (ii) an increase in staff costs and sales commission incurred in selling expenses; and (iii) an increase in operation costs incurred in administrative expenses during the Year.

As at 31 March 2026, the current ratio was approximately 2.18 (2025: approximately 1.92). The Group did not have any interest-bearing debt and hence gearing ratio was not applicable as at 31 March 2026 (2025: Nil). The Group's financial position remained solid.

CODE OF CONDUCT FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings concerning securities transactions by the Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the "**Model Code**") as its own code governing securities transactions of the Directors. Having made specific enquiry of all the Directors, all of them confirmed that they have fully complied with the required standard of dealings as set out in the Model Code during the Year and up to the date of this announcement.

Pursuant to Rule 5.66 of the GEM Listing Rules, the Directors have also requested any employee of the Company or director or employee of a subsidiary of the Company who, because of his/her office or employment in the Company or a subsidiary, is likely to possess inside information in relation to the securities of the Company, not to deal in securities of the Company when he/she would be prohibited from dealing by the Model Code as if he/she were a Director.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

Neither the Company nor any of its subsidiaries have purchased, sold or redeemed any securities or any treasury shares of the Company during the Year.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board strives to uphold the principles of corporate governance as set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix C1 to the GEM Listing Rules, and adopted various measures to enhance the internal control system, the Directors’ continuous professional development and other areas of practice of the Company. While the Board strives to maintain a high level of corporate governance, it also works hard to create values and achieve a higher return for the Shareholders. The Board will continue to conduct review and improve the quality of corporate governance practices with reference to local and international standards.

For the Year, the Company has complied with the CG Code, other than Provision C.2.1 and C.1.6 of part 2 of the CG Code, which are explained in the paragraph below.

Provision C.2.1 of part 2 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Yin Di is the chairman of the Board and the chief executive officer of the Company and is responsible for managing the Group’s business and overall strategic planning. The Directors believe that the vesting of the roles of chairman of the Board and chief executive officer in Mr. Yin Di can facilitate the execution of the Group’s business strategies and boost effectiveness of its operation. Accordingly, the Company has not segregated the roles of its chairman of the Board and chief executive officer as required by Provision C.2.1 of part 2 of the CG Code. In addition, under the supervision of the Board which is comprised of four executive Directors, one non-executive Director and three independent non-executive Directors as at the date of this announcement, the Board is appropriately structured with balance of power to provide sufficient checks to protect the interests of the Company and the Shareholders.

Provision C.1.6 of part 2 of the CG Code stipulates that independent non-executive directors and other non-executive directors, as equal board members, should give the board and any committees on which they serve the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation. They should also attend general meetings and develop a balanced understanding of the views of shareholders. Mr. Ng Chi Fung, being the non-executive Director, did not attend the extraordinary general meeting of the Company held on 19 January 2026 due to his other engagements.

The Company will continue to review its corporate governance practices in order to enhance its corporate governance standard, comply with regulatory requirements and meet the growing expectations of the Shareholders and investors.

AUDIT COMMITTEE

The Board has established an audit committee (the “**Audit Committee**”) pursuant to a resolution of the Directors passed on 20 May 2015 with written terms of reference as revised on 31 December 2018 in compliance with Rules 5.28 and 5.29 of the GEM Listing Rules. The written terms of reference of the Audit Committee were adopted in compliance with Provisions D.3.3 and D.3.7 of part 2 of the CG Code.

The Audit Committee comprises three members, namely, Ms. Fu Hongzhi, Mr. Wen Zefeng and Mr. Bian Wencheng, who are independent non-executive Directors. Ms. Fu Hongzhi, who has the appropriate professional qualifications and experience in accounting matters, is the chairlady of the Audit Committee. The audited annual results of the Group for the Year have been reviewed by the Audit Committee.

SCOPE OF WORK OF SHINEWING (HK) CPA LIMITED

The financial figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss and consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2026 as set out herein have been compared by the Group’s auditor, SHINEWING (HK) CPA Limited, Certified Public Accountants, to the amounts set out in the Group’s audited consolidated financial statements for the year and the amounts were found to be in agreement. The work performed by SHINEWING (HK) CPA Limited in this respect did not constitute an audit, review or other assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by the auditor.

EVENTS AFTER THE REPORTING PERIOD

Subsequent to the end of the reporting period, on 13 April 2026, the Company granted 3,000,000 share options to 10 employees of the Group under the Company’s prevailing Share Option Scheme which was adopted on 19 January 2026, in which the share options so granted entitled the grantees to subscribe for a total of 3,000,000 Shares. For details, please refer to the Company’s announcement dated 13 April 2026. Save as disclosed above, there were no significant events occurring subsequent to 31 March 2026 and up to the date of this announcement.

ANNUAL GENERAL MEETING

It is proposed that the forthcoming annual general meeting of the Company (the “**AGM**”) will be held on Thursday, 13 August 2026. A notice convening the AGM will be published and despatched to the shareholders of the Company in the manner required by the GEM Listing Rules.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 10 August 2026 to Thursday, 13 August 2026, both days inclusive, for the purpose of determining the entitlement of the members of the Company to attend and vote at the AGM. No transfer of shares can be registered during the said period. In order to be qualified to attend and vote at the AGM, all completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 7 August 2026.

PUBLICATION OF 2026 ANNUAL RESULTS ANNOUNCEMENT AND 2026 ANNUAL REPORT FOR THE YEAR ENDED 31 MARCH 2026

This annual results announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and that of the Company (www.guruonline.com.hk). The 2026 annual report for the year ended 31 March 2026 of the Company, containing information required by the GEM Listing Rules, will be despatched to shareholders of the Company who wish to receive a printed copy of the corporate communication and will also be published on the above websites in due course in compliance with the requirements under the GEM Listing Rules.

By Order of the Board
Guoen Holdings Limited
Yin Di

*Chairman of the Board, Chief Executive Officer and
Executive Director*

Hong Kong, 17 June 2026

As at the date of this announcement, the executive Directors are Mr. Yin Di, Mr. Wang Lei, Mr. Liu Liping and Ms. Wan Wai Ting; the non-executive Director is Mr. Ng Chi Fung; and the independent non-executive Directors are Ms. Fu Hongzhi, Mr. Bian Wencheng and Mr. Wen Zefeng.

This announcement will remain on Stock Exchange's website at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.guruonline.com.hk.