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Da Sen Holdings Group Limited
大森控股集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1580)

**ANNOUNCEMENT OF ANNUAL RESULTS
FOR THE YEAR ENDED 31 MARCH 2025**

The board (the “**Board**”) of directors (the “**Directors**”) of Da Sen Holdings Group Limited (the “**Company**”) hereby announces the audited consolidated results of the Company and its subsidiaries (the “**Group**”) for the year ended 31 March 2025 (“**2025 Year**”).

SUMMARY

- Consolidated revenue increased by 87.1 per cent to approximately RMB21.7 million
- Consolidated loss before tax decreased by 89.7 per cent to approximately RMB7.0 million
- Loss attributable to owners of the Company amounted to approximately RMB6.4 million
- Basic loss per share: RMB0.59 cents
- The Board did not recommend the payment of a final dividend

OPERATIONS REVIEW

Plywood Operations

The plywood products operations and its related referral services is the principal business of the Group. The Group's main production base is strategically located in Heze City, Shandong Province in the People's Republic of China (the "PRC") where there are abundant resources of poplars, the major raw materials for plywood products. To horizontally expand the wood operations of the Group so as to broaden the revenue source, the Group formed a strategic alliance with a factory in Jiangmen, Guangdong Province, the PRC (the "**Alliance Factory**"), which is principally engaged in the manufacture of interior decorative materials and furniture. Under the strategic alliance arrangement, the Group would earn service revenue for referring customers such as property developers to the Alliance Factory for the purchase of their products, and the Alliance Factory will also purchase plywood products from the Group for its manufacture of interior decorative materials and furniture in accordance with their requirements. Such business carries higher margin than the existing plywood products business and the Board considers the business would be the focus of the Group in the future.

To improve the overall financial performance of the Group, during the 2025 Year, the Group has successfully entered into two referral arrangements with the projects in Rayong Thailand project and Dongguan, China and generated referral income by referring these project owners to the Alliance Factory for the purchase of their products. In respect of the interior design and project management services business, the Group had entered into the design and project management contract with the Rayong Thailand project with the contract sum which amounted to approximately RMB10.8 million. The revenue of plywood and related services segment for the 2025 Year has increased from RMB8.5 million to RMB12.2 million. The results of this segment have turned around from loss of RMB32.5 million to profit of RMB3.2 million. Due to unforeseen issues such as the China/US Trade War and Thailand earthquake, the construction progress of the projects have been delayed. Nevertheless, the Company expects that the construction progress would resume once the negative effects of the temporary issues gradually cease and the market confidence recovers. The Board considers that the business development trend will continue and the financial performance of the Group would gradually improve.

The plywood and related services segment accounted for approximately 56.2% of total revenue of the Group for the 2025 Year.

Leasing Activities

Since 1 July 2020, the Group has entered into lease agreements to partially lease out the plants and lands to various tenants engaging in different industries as well as other factories and land which are surplus to the Group's needs in order to generate a stable and recurring rental income, and at the same time reducing the costs in managing these assets. The rental income of the Group accounted for approximately 11.0% of the total revenue for the 2025 Year.

Trading of agricultural products

During the 2025 Year, the Group expanded the business in trading of agricultural products for seeking business opportunities to generate better gross profit margins and maximisation of using our factories. However, as the cost of agricultural products increased significantly during the year which significantly reduced the gross profit on this business, as a result, the business has been scaled down during the year. The Company will continue to monitor the business environment for resumption of this business. The trading of agricultural products segment accounted for approximately 32.8% of the total revenue of the Group for the 2025 Year.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2025

	Notes	2025 RMB'000	2024 RMB'000 (restated)
Revenue	5	21,724	11,611
Cost of sales		<u>(7,574)</u>	<u>(1,102)</u>
Gross profit		14,150	10,509
Selling and distribution expenses		(240)	(609)
Administrative expenses		(7,384)	(16,501)
Allowance for expected credit losses, net		(12,200)	(31,747)
Loss on extinguishment of financial liabilities by issue of ordinary shares		—	(2,297)
Fair value loss on investment properties		(3,800)	(17,182)
Other income, gains or (losses)	6	5,467	(5,525)
Finance costs	7	<u>(2,952)</u>	<u>(3,935)</u>
Loss before tax		(6,959)	(67,287)
Income tax expense	8	<u>—</u>	<u>—</u>
Loss and total comprehensive expenses for the year	9	<u>(6,959)</u>	<u>(67,287)</u>
Loss and total comprehensive expenses attributable to:			
Owners of the Company		(6,421)	(65,908)
Non-controlling interests		<u>(538)</u>	<u>(1,379)</u>
		<u>(6,959)</u>	<u>(67,287)</u>
Loss per share attributable to owners of the Company			
— Basic and diluted (expressed in RMB cents per share)	11	<u>(0.59)</u>	<u>(7.17)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2025

	Notes	31 March 2025 RMB'000	31 March 2024 RMB'000 (restated)	1 April 2023 RMB'000 (restated)
ASSETS				
Non-current assets				
Right-of-use assets		2,616	2,684	2,753
Property, plant and equipment		4,012	4,914	5,417
Investment properties	12	51,900	55,700	101,400
Intangible assets	13	4,542	—	—
Financial assets at fair value through profit or loss		—	—	1,557
		<u>63,070</u>	<u>63,298</u>	<u>111,127</u>
Current assets				
Inventories		—	354	1,932
Trade and other receivables	14	26,849	38,853	62,579
Financial assets at fair value through profit or loss		—	368	—
Cash and cash equivalents		9,489	979	6,939
		<u>36,338</u>	<u>40,554</u>	<u>71,450</u>
Total assets		<u>99,408</u>	<u>103,852</u>	<u>182,577</u>
EQUITY				
Share capital	15	19,511	19,511	14,165
Share premium	15	252,927	252,927	233,241
Other reserves		46,534	46,534	52,942
Convertible bonds equity reserves		—	1,408	1,408
Accumulated losses		(311,137)	(306,124)	(240,216)
Equity attributable to owners of the Company		<u>7,835</u>	<u>14,256</u>	<u>61,540</u>
Non-controlling interests		<u>2,012</u>	<u>(2,350)</u>	<u>(971)</u>
Total equity		<u>9,847</u>	<u>11,906</u>	<u>60,569</u>

	<i>Note</i>	31 March 2025 RMB'000	31 March 2024 RMB'000 (restated)	1 April 2023 RMB'000 (restated)
LIABILITIES				
Non-current liabilities				
Deferred income		185	210	235
Convertible bond payables		<u>—</u>	<u>—</u>	<u>6,972</u>
		185	210	7,207
Current liabilities				
Trade and other payables	16	47,579	52,464	58,849
Deferred income		25	25	25
Receipt in advance		768	2,908	3,311
Tax payables		6,586	6,586	7,085
Amount due to related parties		—	46	7,795
Convertible bond payables		—	7,284	—
Borrowings		34,418	22,423	37,736
		89,376	91,736	114,801
Total liabilities		89,561	91,946	122,008
Total equity and liabilities		99,408	103,852	182,577

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 GENERAL INFORMATION

Da Sen Holdings Group Limited (the “**Company**”) is a limited liability company incorporated in the Cayman Islands. The addresses of its registered office and principal place of business are Cricket Square, Hutchins Drive, P.O. box 2681, Grand Cayman KY1-1111, Cayman Islands and Room 2703, 27th Floor, K. Wah Centre, No. 191 Java Road, North Point, Hong Kong, respectively. The Company’s shares have been listed on The Stock Exchange of Hong Kong Limited since 19 December 2016. The directors of the Company (the “**Directors**”) consider Mr. Wong Tseng Hon as the ultimate controlling party of the Company.

The principal activities of the Company and its subsidiaries (the “**Group**”) are plywood and wood with related services business, leasing activities and trading of agricultural products.

These consolidated financial statements are presented in Renminbi (“**RMB**”), which is also the functional currency of the Company. All values are rounded to the nearest RMB thousand (“**RMB’000**”), unless otherwise used.

2 BASIS OF PREPARATION

(a) Compliance with IFRS Accounting Standards and Hong Kong Companies Ordinance

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards, which collective term includes all applicable individual International Financial Reporting Standards (“**IFRS**”), International Accounting Standards (“**IASs**”) and related Interpretations promulgated by the International Accounting Standards Board (“**IASB**”). In addition, the consolidated financial statements include applicable disclosures required by the Hong Kong Companies Ordinance (“**HKCO**”).

(b) Going concern basis

For the year ended 31 March 2025, the Group incurred a net loss of RMB6,959,000. As at 31 March 2025, the Group recorded net current liabilities of RMB53,038,000, where the Group’s current borrowings amounted to RMB34,418,000, comprising bank borrowing of RMB17,600,000 and other loans payable of RMB16,818,000 from independent third parties in the People’s Republic of China (the “**PRC**”) and Hong Kong, while the Group’s cash and cash equivalents amounted to RMB9,489,000 only.

2 BASIS OF PREPARATION – continued

(b) Going concern basis – continued

These conditions indicate the existence of material uncertainties which may cast significant doubt about the Group's ability to continue as a going concern.

For the assessment of the going concern, the Directors are of the opinion that the Group would be able to continue as going concern as the Group has sufficient financial resources to support the operation of the Group in the foreseeable future, after taking into consideration the following:

- (a) A company controlled by the ultimate controlling party of the Company has granted a standby loan facility to the Group and undertaken to provide adequate funds to enable the Group to meet its liabilities and to pay financial obligations to third parties as and when they fall due so that the Group can continue as a going concern and carry on its business without a significant curtailment of operations for the twelve months from the date of this announcement. Up to the date of this announcement, the loan facility has not been utilised under the arrangement;
- (b) The Directors will strengthen and implement measures aimed at improving the working capital and cash flow of the Group, including closely monitoring the general administrative expenses and operating costs; and
- (c) The Group will seek to obtain additional new financial support including but not limited to borrowing loans, issuing additional equity or debt securities.

In view of the above measures, the Directors are of the opinion that the Group will have adequate funds to meet its liabilities as and when they fall due for at least twelve months from the date of this announcement.

3 APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS

Amendments to IFRS Accounting Standards that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to IFRS Accounting Standards issued by IASB for the first time, which are mandatorily effective for annual periods beginning on 1 April 2024 for the preparation of the consolidated financial statements:

Amendments to IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The application of these amendments to IFRS Accounting Standards in the current year had no material impact on the Group's financial position and performance for the current year and prior financial period and/or on the disclosures set out in these consolidated financial statements.

New and amendments to IFRS Accounting Standards in issue but not yet effective

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

Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendment to IAS 21	Lack of Exchangeability ²
Amendments to IFRS 9 and IFRS 7	Classification and Measurement of Financial Instruments ³
Amendments to IFRS Accounting Standards	Annual Improvement to IFRS Accounting Standards – Volume 11 ³
IFRS 18	Presentation and Disclosure in Financial Statements ⁴
IFRS 19	Disclosures for Subsidiaries without Public Accountability ⁴

¹ Effective date to be determined.

² Effective for annual periods beginning on or after 1 January 2025.

³ Effective for annual periods beginning on or after 1 January 2026.

⁴ Effective for annual periods beginning on or after 1 January 2027.

The Directors anticipate that the application of these new and amendments to IFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

4 CHANGE OF ACCOUNTING POLICY FOR MEASUREMENT OF INVESTMENT PROPERTIES

The Group elected to change its accounting policy for the measurement of the investment properties, as the Group believes that the fair value model would align the accounting policy of the Group with those of its holding companies and industry practice, more reliable and more relevant to reflect the Group's operational performance. Under the fair value model, the investment properties are measured at their fair value. The Group applied the fair value model retrospectively and the comparative figures in the consolidated statements of financial position as at 1 April 2023 and 31 March 2024, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year ended 31 March 2024 have been restated.

Consolidated statement of profit or loss and other comprehensive income for the year ended 31 March 2024

	As previously reported RMB '000	Effect RMB '000	As restated RMB '000
Administrative expenses	(18,898)	2,397	(16,501)
Fair value loss on investment properties	–	(17,182)	(17,182)
Other income, gains or (losses)	<u>(7,380)</u>	<u>1,855</u>	<u>(5,525)</u>
Loss before tax	<u>(54,357)</u>	<u>(12,930)</u>	<u>(67,287)</u>
Loss and total comprehensive expenses for the year	<u>(54,357)</u>	<u>(12,930)</u>	<u>(67,287)</u>
Loss and total comprehensive expenses attributable to:			
– Owners of the Company	(52,978)	(12,930)	(65,908)
– Non-controlling interests	<u>(1,379)</u>	<u>–</u>	<u>(1,379)</u>
	<u>(54,357)</u>	<u>(12,930)</u>	<u>(67,287)</u>
Loss per share attributable to owners of the Company			
– Basic and diluted (expressed in RMB cents per share)	<u>(5.76)</u>	<u>(1.41)</u>	<u>(7.17)</u>

4 CHANGE OF ACCOUNTING POLICY FOR MEASUREMENT OF INVESTMENT PROPERTIES – continued

Consolidated statement of financial position as at 31 March 2024

	As previously reported <i>RMB '000</i>	Effect <i>RMB '000</i>	As restated <i>RMB '000</i>
Investment properties	34,131	21,569	55,700
Total non-current assets	<u>41,729</u>	<u>21,569</u>	<u>63,298</u>
Total assets	<u>82,283</u>	<u>21,569</u>	<u>103,852</u>
Net assets	<u>(9,663)</u>	<u>21,569</u>	<u>11,906</u>
Accumulated losses	(327,693)	21,569	(306,124)
Equity attributable to owners of the Company	(7,313)	21,569	14,256
Non-controlling interests	<u>(2,350)</u>	<u>–</u>	<u>(2,350)</u>
(Capital deficiency) total equity	<u><u>(9,663)</u></u>	<u><u>21,569</u></u>	<u><u>11,906</u></u>

Consolidated statement of financial position as at 1 April 2023

	As previously reported <i>RMB '000</i>	Effect <i>RMB '000</i>	As restated <i>RMB '000</i>
Investment properties	<u>66,901</u>	<u>34,499</u>	<u>101,400</u>
Total non-current assets	<u>76,628</u>	<u>34,499</u>	<u>111,127</u>
Total assets	<u>148,078</u>	<u>34,499</u>	<u>182,577</u>
Net assets	<u>26,070</u>	<u>34,499</u>	<u>60,569</u>
Accumulated losses	<u>(274,715)</u>	<u>34,499</u>	<u>(240,216)</u>
Equity attributable to owners of the Company	27,041	34,499	61,540
Non-controlling interests	<u>(971)</u>	<u>–</u>	<u>(971)</u>
Total equity	<u><u>26,070</u></u>	<u><u>34,499</u></u>	<u><u>60,569</u></u>

5 REVENUE

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Revenue from contract with customers		
Sales of plywood	354	—
Provision of plywood related referral service	11,864	8,511
Trading of agricultural products	7,117	—
	<u>19,335</u>	<u>8,511</u>
Revenue from leasing		
Gross rental income	<u>2,389</u>	<u>3,100</u>
	<u><u>21,724</u></u>	<u><u>11,611</u></u>

The Group's revenue from contracts with customers are derived from the transfer of goods and providing related referral services are recognised at a point in time.

The Group leases out its investment properties. The Group has classified these leases as operating leases because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

6 OTHER INCOME, GAINS OR (LOSSES)

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (restated)
Interest income	5	5
Amortisation of deferred income related to government grants	25	25
Write-off of trade and other receivables	(1,334)	(665)
Write-off of other payables	—	153
Gain on disposal of property, plant and equipment	762	—
Other gains or (losses)	2,130	131
Impairment loss on inventories, net of reversal	—	(1,469)
Fair value change on financial assets at fair value through profit or loss	—	(1,240)
Loss from de-recognition on financial assets at fair value through profit or loss	(373)	—
Gain on disposal of a subsidiary	—	1,787
Reversal (provision) for legal case	<u>4,252</u>	<u>(4,252)</u>
	<u><u>5,467</u></u>	<u><u>(5,525)</u></u>

7 FINANCE COSTS

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Interest expense on bank borrowings	756	757
Interest expense on other loans	1,575	2,529
Effective interest charged on convertible bond payables	621	649
	<u>2,952</u>	<u>3,935</u>

8 INCOME TAX EXPENSE

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Income tax expense		
– Current tax	–	–
– Deferred income tax	–	–
	<u>–</u>	<u>–</u>

(i) Hong Kong profits tax

No Hong Kong profits tax has been provided, as the Group has no assessable profit derived in Hong Kong. The applicable Hong Kong profits tax rate is 16.5% for the year ended 31 March 2025 (2024: 16.5%).

(ii) PRC Enterprise Income Tax (“EIT”)

Under the Law of the PRC on Enterprise Income Tax (the “**EIT Law**”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for the year ended 31 March 2025 (2024: 25%).

(iii) PRC withholding income tax

According to the new EIT Law, a 10% withholding tax will be levied on the immediate holding companies established outside of the PRC. A lower withholding tax rate may be applied if there is a tax treaty arrangement between the PRC and the jurisdiction of the foreign immediate holding companies. No withholding tax has been provided as the Group does not expect the PRC subsidiaries to distribute the retained earnings as at 31 March 2025 and 2024 in the foreseeable future.

8 INCOME TAX EXPENSE – continued

The income tax expense for the year can be reconciled to the loss before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (restated)
Loss before tax	<u>(6,959)</u>	<u>(67,287)</u>
Tax calculated at PRC EIT 25% (2024: 25%)	(1,740)	(16,822)
Tax effects of:		
–Expenses not deductible for tax purpose	4,557	10,723
–Income not taxable for tax purpose	(6,485)	(1,768)
–Deductible temporary differences not recognised	1,124	2,857
–Different tax rates of subsidiaries operating in other jurisdiction	(526)	582
–Tax losses not recognised (<i>Notes (i) & (ii)</i>)	3,075	4,428
–Utilisation of tax losses previously not recognised	<u>(5)</u>	<u>–</u>
Income tax expense	<u>–</u>	<u>–</u>

Notes:

- (i) As at 31 March 2025, the Group's entities in the PRC had estimated tax losses of RMB115,119,000 (2024: RMB123,813,000). The expiration dates of those tax losses for which no deferred tax assets have been recognised are as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Year of expiration		
2025	–	21,420
2026	71,620	71,690
2027	12,316	12,330
2028	14,972	14,925
2029	8,933	3,448
2030	<u>7,278</u>	<u>–</u>
Total	<u>115,119</u>	<u>123,813</u>

8 INCOME TAX EXPENSE – continued

- (ii) The remaining tax losses were incurred by the Company and subsidiaries in Hong Kong that are not likely to generate assessable profits in the foreseeable future, which can be carried forward perpetually. No deferred tax asset has been recognised in respect of the estimated tax losses due to the unpredictability of future profits streams.
- (iii) As at 31 March 2025, the Group's entities in the PRC had deductible temporary difference in investment properties between its taxable value and accounting value of RMB7,258,000 (2024: RMB6,308,000). The Group has not recognised deferred tax assets in respect of the deductible temporary difference as it is not probable that future taxable profits against which the temporary differences can be utilised will be available in the relevant tax jurisdiction of the entities. The deductible temporary difference for which no deferred tax assets have been recognised as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Taxable value	80,932	80,932
Fair value in accounting value	<u>(51,900)</u>	<u>(55,700)</u>
	29,032	25,232
Deductible temporary difference EIT 25% (2024: 25%)	<u><u>7,258</u></u>	<u><u>6,308</u></u>

9 LOSS FOR THE YEAR

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

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (restated)
Staff costs, including directors' emoluments	1,904	4,230
Retirement benefits scheme contributions, including contributions for directors	82	89
	<u>1,986</u>	<u>4,319</u>
External auditor's remuneration		
– audit services	1,100	1,200
– other services	150	150
Cost of inventories recognised as cost of sales	7,267	–
Cost of inventories recognised as administrative expenses	–	109
Depreciation of property, plant and equipment	264	358
Fair value loss on investment properties	3,800	17,182
Depreciation of right-of-use assets	68	69
Amortisation of intangible assets	358	–
Impairment loss on inventories, net of reversal	–	1,469
Write-off of trade and other receivables	1,334	665
Write-off of other payables	–	(153)
Loss on extinguishment of financial liabilities by issue of ordinary shares	–	2,297
	<u>–</u>	<u>2,297</u>
Gross rental income from investment properties	(2,389)	(3,100)
Less: direct operating expenses from investment properties that generated rental income during the year	305	279
	<u>(2,084)</u>	<u>(2,821)</u>

10 DIVIDEND

The Directors do not recommend the payment of a dividend for the year ended 31 March 2025 and 2024.

11 LOSS PER SHARE

(a) Basic

Basic loss per share for the year ended 31 March 2025 and 2024 are calculated by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares for the respective year.

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (restated)
Loss attributable to owners of the Company	<u>(6,421)</u>	<u>(65,908)</u>
Weighted average number of ordinary shares (thousands)	<u>1,095,680</u>	<u>919,450</u>
Basic loss per share (RMB cents per share)	<u><u>(0.59)</u></u>	<u><u>(7.17)</u></u>

(b) Diluted

For the year ended 31 March 2024, the computation of diluted loss per share has not taken into account the conversion of the Company's outstanding convertible bonds since their exercise would result in a decrease in loss per share, and is therefore regarded as anti-dilutive.

For the year ended 31 March 2025, diluted loss per share was the same as the basic loss per share as there were no potential dilutive ordinary shares outstanding during the year.

12 INVESTMENT PROPERTIES

During the year ended 31 March 2025, the Group changes the accounting policy of investment properties, details refer to Note 4 of this announcement.

13 INTANGIBLE ASSETS

The non-controlling interests injected capital to the subsidiary of the Group by the transferral of patent. As at the date of transfer, the fair value of intangible assets were RMB4,900,000.

14 TRADE AND OTHER RECEIVABLES

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Trade receivables		
– contract with customers	182,293	179,325
– under IFRS 16 Leases	319	–
	<u>182,612</u>	<u>179,325</u>
Less: accumulated allowance for expected credit losses	<u>(165,998)</u>	<u>(154,855)</u>
	16,614	24,470
Prepayments	244	218
Other receivables	10,245	14,290
Less: accumulated allowance for expected credit losses	<u>(254)</u>	<u>(125)</u>
	<u>26,849</u>	<u>38,853</u>

As at 1 April 2023, trade receivables from contracts with customers amounted to RMB48,210,000.

14 TRADE AND OTHER RECEIVABLES – continued

The following is an ageing analysis of trade receivables (net of allowance for expected credit losses) presented based on the invoice dates.

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Up to 3 months	3,488	—
4 to 6 months	—	—
7 to 12 months	9,021	8,344
Over 1 year	4,105	16,126
	<u>16,614</u>	<u>24,470</u>

The following table shows the amounts of trade receivables which are past due but not impaired as the balances related to debtors with sound repayment history and there has not been a significant change in credit quality and the amounts are still considered recoverable.

An ageing analysis of trade receivables past due but not impaired is as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Up to 3 months	—	—
4 to 6 months	9,021	8,344
7 to 12 months	—	—
Over 1 year	4,105	16,126
	<u>13,126</u>	<u>24,470</u>

Note:

As at the date of this announcement, trade receivables amounting to RMB9,416,000 had been received.

15 SHARE CAPITAL AND SHARE PREMIUM

	Number of ordinary shares '000	Share capital RMB '000	Share premium RMB '000	Total RMB '000
At 1 April 2023	1,618,255	14,165	233,241	247,406
Issue of shares under debt capitalisation before share consolidation (<i>Note i</i>)	<u>73,104</u>	<u>675</u>	<u>5,674</u>	<u>6,349</u>
At the date before share consolidation	1,691,359	14,840	238,915	253,755
Share consolidation (<i>Note ii</i>)	(845,679)	n/a	n/a	n/a
Issue of shares under debt capitalisation (<i>Note iii</i>)	<u>250,000</u>	<u>4,671</u>	<u>14,012</u>	<u>18,683</u>
At 31 March 2024, 1 April 2024 and 31 March 2025	<u><u>1,095,680</u></u>	<u><u>19,511</u></u>	<u><u>252,927</u></u>	<u><u>272,438</u></u>

The total number of authorised share capital of the Company comprised 1,500,000,000 ordinary shares with a par value of HK\$0.02 each as at 31 March 2025 (2024: HK\$0.02 each of 1,500,000,000 ordinary shares).

Notes:

- (i) On 21 April 2023, the Company issued 73,104,000 ordinary shares under general mandate. The shares were issued to settle other loan principal with related interest of HK\$3,460,000 and HK\$926,000 (equivalents to approximately RMB3,012,400 and RMB810,000) respectively.
- (ii) On 24 October 2023, the Company completed a share consolidation on the basis of every two existing shares consolidated into one consolidated share.
- (iii) On 20 December 2023, the Company issued 250,000,000 ordinary shares under specific mandate. The shares were issued to settle the amount due to a substantial shareholder, Mr. Wong Tseng Hon of HK\$20,000,000 (equivalent to approximately RMB17,841,000).

16 TRADE AND OTHER PAYABLES

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Trade payables	21	2
Other taxes payable	28,244	28,102
Accrued expenses	14,779	14,580
Interest payable	1,221	683
Provision for legal case	—	4,252
Amount due to non-controlling interest	592	719
Others	2,722	4,126
	<u>47,579</u>	<u>52,464</u>

The following is an ageing analysis of trade payables presented based on the invoice dates.

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Within 3 months	<u>21</u>	<u>2</u>

FINANCIAL REVIEW

Review of results

The consolidated revenue of the Group was approximately RMB21.7 million for the 2025 Year, representing an increase of 87.1% from approximately RMB11.6 million for the 2024 Year.

Due to the intense competition in the plywood industry, the Group only maintained minimal business scale of the plywood product business during the 2025 Year. On the other hand, to horizontally expand the plywood operations of the Group so as to broaden the revenue source, the Group formed a strategic alliance with the Alliance Factory, which is principally engaged in the manufacture of interior decorative materials and furniture. Under the strategic alliance arrangement, the Group could earn service revenue for referring customers such as property developers to the Alliance Factory for the purchase of their products, and the Alliance Factory will also purchase plywood products from the Group for its manufacture of interior decorative materials and furniture in accordance with their requirements. During the 2025 Year, the Group had successfully introduced a Thailand property project and a PRC property project to the Alliance Factory for custom made wood furniture and generated revenue of approximately RMB11.9 million as referral fee. Due to unforeseen issues such as the China/US Trade War and Thailand earthquake during the Year 2025, the construction progress of the projects have been delayed. Nevertheless, the Company expects that the construction progress would resume once the negative effects of the temporary issues gradually cease and the market confidence recovers. Currently, the Group is in negotiation with one other property project for referral to the Alliance Factory and is expected to generate further referral fee for the year ending 31 March 2026.

In respect of the interior design and project management services business, the Group had entered into the design and project management contract with the Rayong Thailand project with the contract sum which amounted to approximately RMB10.8 million. As mentioned above, due to unforeseen issues such as the China/US Trade War and Thailand earthquake, the construction progress has been delayed. Although the Group had billed approximately RMB2.2 million, being 20% deposit receivable of the total contract sum for the project, such amount is yet to be recognised in Year 2025.

The major scope of works conducted by the Company for the interior design and project management projects includes:

- (i) Interior design concepts and brand development for creating specific brand of the interior design to promote the project;
- (ii) sourcing of custom made decorative materials and furniture design and production management with alliance factory;

- (iii) sourcing of Modular Integrated Construction (MIC) and pre-fabricated building solutions, logistics and coordination with external factories;
- (iv) onsite coordination and construction management;
- (v) budgeting and quality control;
- (vi) project time management and ESG advisory; and
- (vii) sales and marketing advisory.

The consolidated gross profit of the Group for the 2025 Year was approximately RMB14.2 million, representing an increase of 34.6% from approximately RMB10.5 million for the 2024 Year. For the 2025 Year, the gross profit margin was 65.1% as compared to 90.5% for the 2024 Year. The changes was mainly due to the engagement in the trading of agricultural business during 2025 Year, which had significantly lower margin.

The total selling and administrative expenses were approximately RMB7.6 million for the 2025 Year as compared to approximately RMB17.1 million for the 2024 Year. The significant drop in overall expenses for the 2025 Year reflected that the Group has better cost control for the 2025 Year.

The allowance for expected credit losses, net was approximately RMB12.2 million for the 2025 Year as compared to approximately RMB31.7 million for the 2024 Year. The significant decrease for the 2025 Year reflected credit risk control has been better implemented.

Other income, gains or (losses) for the 2025 Year was a net gain of approximately RMB5.5 million as compared to a net loss of approximately RMB5.5 million for the 2024 Year. The net gain for the 2025 Year mainly reflected that the reversal of provision for legal case. The legal case was initiated in the PRC with the plaintiff claiming that the subsidiary of the Company should be co-responsible for his investment loss. As the subsidiary of the Company won the legal case, such provision has been reversed. The net loss for the 2024 Year mainly resulted from provision for the aforementioned legal case.

Finance costs for the 2025 Year were approximately RMB3.0 million as compared to approximately RMB3.9 million which was commensurate with the level of interest-bearing liabilities for the respective periods.

The Group's income tax expense for both the 2025 Year and the 2024 Year was nil.

The total comprehensive expenses attributable to owners of the Company for the 2025 Year was approximately RMB6.4 million, which is significantly decrease of 90.3% from approximately RMB65.9 million for 2024 Year. Basic loss per share for the 2025 Year was RMB0.6 cents compared to the basic loss per share of RMB7.2 cents for the 2024 Year.

Gearing Ratio

The gearing ratio of the Group is calculated based on the total interest-bearing debts divided by the total equity of the Group as at the respective period and multiplied by 100%. As at 31 March 2025, the Group's total borrowings amounted to approximately RMB34.4 million. As at 31 March 2025, the Group had total equity of approximately RMB9.8 million, the gearing ratio of the Group as at 31 March 2025 is 350% (2024: approximately 250%).

Foreign currency risk

As majority of our assets and liabilities are denominated in RMB, except for certain trade and other receivables, bank balances and borrowings which are denominated in HKD. The Group had not experienced any material effects on its operation or liquidity as a result of fluctuations in currency exchange rates and had not adopted any currency hedging policy or any hedging instrument during the year ended 31 March 2025. The Group will continue to monitor its foreign currency risk exposure and will consider hedging significant foreign currency risk should the need arises.

Current assets and liabilities

As at 31 March 2025, the Group held current assets of approximately RMB36.3 million (2024: RMB40.6 million), comprising trade and other receivables and cash and cash equivalents.

Cash and cash equivalents balance as at 31 March 2025 increased to approximately RMB9.5 million as compared to approximately RMB1.0 million as at 31 March 2024. The increase mainly reflected the addition fund raised from new borrowings borrowed in the PRC.

The Group has no inventory as at 31 March 2025 as all the remaining inventories were sold during the 2025 Year.

Trade and other receivables balance as at 31 March 2025 mainly represented outstanding receivables balance from customers of our plywood products and related services. There was a decrease in trade and other receivables balance of approximately RMB12.1 million, from approximately RMB38.9 million as at 31 March 2024 to approximately RMB26.8 million as at 31 March 2025. The decrease in trade receivables balance was mainly due to the increase in accumulated allowance for expected credit losses of trade receivables by approximately RMB11.1 million from approximately RMB154.9 million as at 31 March 2024 to approximately RMB166.0 million as at 31 March 2025 as such receivables became long overdue with increased difficulties for collection.

As at 31 March 2025, the Group's total current liabilities amounted to approximately RMB89.4 million, as compared to approximately RMB91.7 million as at 31 March 2024. The decrease was mainly due to the effect of the reduction in trade and other payables of approximately RMB4.9 million.

Non-current assets

Non-current assets principally include investment properties, right-of-use assets, property, plant and equipment and intangible assets.

The carrying value of investment properties was approximately RMB51.9 million as at 31 March 2025 (2024: RMB55.7 million). Investment properties are stated at fair value.

As at 31 March 2025, the carrying value of Group's right-of-use assets and property, plant and equipment were approximately RMB2.6 million and RMB4.0 million respectively (2024: RMB2.7 million and RMB4.9 million respectively). The decreases reflect depreciation charges and disposal of fixed assets, for the 2025 Year.

As at 31 March 2025, the carrying value of the Group's intangible assets was approximately RMB4.5 million which is injected by non-controlling interest for the 2025 Year. Intangible assets are stated at cost less accumulated amortisation.

Borrowings

As at 31 March 2025, the Group's borrowings amounted to approximately RMB34.4 million (2024: RMB22.4 million) in total, comprising approximately RMB17.6 million (2024: RMB8.1 million) bank borrowings, and approximately RMB16.8 million (2024: RMB14.3 million) other loans in the PRC and Hong Kong.

The Group signed a three-year revolving bank loan of RMB10 million for the 2025 Year with relatively lower interest rates for settlement of the high-interest rate loans and it is expected to repay in year ending 31 March 2028.

The increase in borrowings mainly reflected that the convertible bonds have been reclassified as other loans for the 2025 Year.

Convertible Bond

On 3 March 2023, the Company entered into a placing agreement with a placing agent in relation to the placing of convertible bonds with an aggregate principal amount of up to HK\$9,000,000. On 23 March 2023, the convertible bonds with an aggregate principal amount of HK\$7,800,000 have been issued by the Company to eight placees. The convertible bonds carries an interest of 10% per annum which is payable on a semi-annual basis in arrears from the date of issue, and will mature on 23 March 2025. The initial conversion price is HK\$0.15 per convertible bond and the conversion price has been adjusted to HK\$0.3 per convertible bond after share consolidation on 24 October 2023 and the holders are entitled to convert them into ordinary Shares on the maturity date.

The Company received net proceeds of approximately HK\$7.6 million and approximately HK\$5.8 million (equivalent to approximately RMB5.1 million) has been used for the capital injection to a 51% owned subsidiary, namely Shenzhen Vfuchong Qucheng Technology Co., Ltd. (深圳市微付充趣程科技有限公司) (the “**Shenzhen Vfuchong**”) and the remaining HK\$1.8 million has been utilised for general working capital of the Group.

The convertible bond holders agreed to sign with the Group for the extension of repayment of principal amount and reclassified as a other loans for the 2025 Year.

Security on assets

As at 31 March 2025, certain assets of the Group with an aggregated carrying value of approximately RMB58.5 million were pledged to the bank and an independent third party as security for the loan facility (2024: RMB62.6 million).

Income tax

The Group’s income tax for the 2025 Year was nil (2024: nil), as per tax assessment from local government.

CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 31 March 2025 (2024: Nil).

CAPITAL COMMITMENTS

As at 31 March 2025, the Group had no capital commitments contracted but not provided for (2024: Nil).

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

During the 2025 Year, save as disclosed elsewhere in this results announcement, the Group did not have any material acquisitions and disposals of subsidiaries and affiliated companies.

EMPLOYEES AND REMUNERATION POLICIES

The total salaries and related costs granted to employees, including Directors’ emoluments amounted to approximately RMB2.0 million for the 2025 Year (2024: RMB4.3 million).

The Group’s remuneration policy and share option scheme determine benefits of employees (including Directors) based on the duties and performance of each individual. The Group has also participated in the mandatory provident fund retirement benefit scheme in Hong Kong, and the central pension scheme operated by the local municipal government in Mainland China.

DIVIDENDS AND DISTRIBUTION

The Board did not recommend the payment of a final dividend to shareholders for the 2025 Year (2024: Nil).

The Board did not declare an interim dividend to shareholders for the six months ended 30 September 2024 (2023: Nil).

AUDIT COMMITTEE

The audit committee of the Company (the “**Audit Committee**”) has been established in compliance with Rules 3.21 and 3.22 of the Listing Rules with written terms of reference in-compliance with the CG Code. The primary responsibilities of the Audit Committee are to review and monitor the financial reporting and internal control and risk management principles of the Group and to assist the Board to fulfill its responsibilities over audit. The Audit Committee has reviewed and confirmed the accounting principles and practices adopted by the Group and discussed the auditing, internal control, risk management and financial reporting matters. The annual results of the Group for the 2025 Year have also been reviewed by the Audit Committee.

As at 31 March 2025, the Audit Committee consists of three independent non-executive Directors, namely Mr. SUN Yongtao, Mr. KWOK Yiu Tong and Ms. LO Yuk Yee.

Mr. KWOK Yiu Tong serves as the chairman of the Audit Committee. The annual results of the Company for the 2025 Year has been reviewed by the Audit Committee.

EXTRACT OF INDEPENDENT AUDITOR’S REPORT

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 March 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (“**IASB**”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

The accompanying consolidated financial statements for the year ended 31 March 2025 have been prepared assuming that the Group will continue as a going concern. We draw attention to Note 2 to the consolidated financial statements which mentions that the Group incurred a net loss of approximately RMB6,959,000 and recorded net current liabilities of approximately RMB53,038,000 as at 31 March 2025. These conditions indicate a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. The directors' arrangements to address the going concern issue are also described in Note 2 to the consolidated financial statements. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified in respect of this matter.

INVESTOR RELATIONS AND COMMUNICATION WITH SHAREHOLDERS

The Company establishes different communication channels with Shareholders and investors, including (i) corporate communications (including but not limited to annual reports, interim reports, notices of meetings, circulars and proxy forms) required under the Listing Rules; (ii) the annual general meeting provides a forum for Shareholders to raise comments and exchange views with the Board; (iii) updated and key information on the Group is available on the website of the Company; (iv) the Company's website offers a communication channel between the Company and its Shareholders and stakeholders; and (v) the branch share registrar of the Company deals with shareholders for share registration and related matters.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the 2025 Year, there was no purchase, sale or redemption by the Company or any of its subsidiaries of the listed securities of the Company.

CORPORATE GOVERNANCE CODE

The Company is committed to maintaining a high standard of corporate governance, the principles of which serve to uphold a high standard of ethics, transparency, responsibility and integrity in all aspects of business and to ensure that its affairs are conducted in accordance with applicable laws and regulations.

The Company has applied the principles and complied with all applicable code provisions of the Corporate Governance Code set out in Part 2 of Appendix C1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited during the 2025 Year.

ANNUAL GENERAL MEETING

As at the date of this results announcement, the Company has not determined the date when the Company's annual general meeting will be held and the relevant book closure arrangement. Further announcement(s) will be made by the Company as and when appropriate in accordance with the Listing Rules, which is expected to be published in July 2025.

PUBLICATION OF THE RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This results announcement is published on the website of the Stock Exchange at www.hkexnews.hk.

The annual report of the Company will be published on the above website in July 2025.

By order of the Board
Da Sen Holdings Group Limited
SUN Yongtao
Chairman and Independent non-Executive Director

Hong Kong, 30 June 2025

As at the date of this results announcement, the executive Directors are Mr. WONG Ben and Mr. ZHANG Ayang (duties suspended); the non-executive Director is Dr. LEUNG Clara Ka-wah; and the independent non-executive Directors are Mr. SUN Yongtao, Mr. KWOK Yiu Tong and Ms. LO Yuk Yee.