HUSCOKE HOLDINGS LIMITED
和嘉控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock code: 704)

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

RESULTS HIGHLIGHTS

- Loss for the year ended 31 March 2025 was HK$29,487,000.
- Loss attributable to owners of the Company was HK$29,484,000.
- Basic loss per share was HK$0.10.
- As at 31 March 2025, the net assets amounted to HK$1,041,190,000.
- The net assets per share was HK$3.59.

The board (the "**Board**") of directors (the "**Directors**") of Huscoke Holdings Limited (the "**Company**") is pleased to announce the audited consolidated results of the Company and its subsidiaries (collectively, the "**Group**") for the year ended 31 March 2025 (the "**Reporting Period**") together with the relevant audited comparative figures for the last financial year ended 31 March 2024 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND COMPREHENSIVE INCOME

For the year ended 31 March 2025

	Notes	**Year ended 31 March 2025** ***HK$'000***	Year ended 31 March 2024 *HK$'000*
REVENUE	*4*	**34,230**	2,403
Cost of sales		**(34,185)**	(2,400)
Gross profit		**45**	3
Compensation income	*4*	**19,554**	22,416
Other income and gains, net	*4*	**1**	274
Administrative expenses		**(17,943)**	(27,327)
Finance costs	*5*	**(31,144)**	(31,105)
LOSS BEFORE TAX	*6*	**(29,487)**	(35,739)
Income tax expense	*7*	**–**	–
LOSS FOR THE YEAR		**(29,487)**	(35,739)
Other comprehensive expenses			
Items that may be reclassified subsequently to profit or loss, net of tax:			
Exchange differences on translation of foreign operations		**(14,386)**	(68,880)
Other comprehensive expenses for the year, net of tax		**(14,386)**	(68,880)
TOTAL COMPREHENSIVE EXPENSES FOR THE YEAR		**(43,873)**	(104,619)

	Notes	Year ended 31 March 2025 HK$'000	Year ended 31 March 2024 HK$'000
LOSS FOR THE YEAR ATTRIBUTABLE TO:			
Owners of the Company		**(29,484)**	(35,732)
Non-controlling interests		**(3)**	(7)
		(29,487)	(35,739)
TOTAL COMPREHENSIVE EXPENSES FOR THE YEAR ATTRIBUTABLE TO			
Owners of the Company		**(41,949)**	(95,454)
Non-controlling interests		**(1,924)**	(9,165)
		(43,873)	(104,619)
LOSS PER SHARE			
Basic	*8*	**(HK$0.10)**	(HK$0.12)
Diluted	*8*	**(HK$0.10)**	(HK$0.12)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2025

	Notes	31 March 2025 HK$'000	31 March 2024 HK$'000
Non-Current Assets			
Property, plant and equipments	*10*	**1,666,634**	1,687,336
Financial assets at fair value through profit or loss		**1,508**	1,508
Total non-current assets		**1,668,142**	1,688,844
Current Assets			
Trade receivables	*11*	**54**	1,719
Prepayments, deposits and other receivables	*12*	**141,028**	134,174
Cash and bank balances		**1,675**	2,448
Total current assets		**142,757**	138,341
Current Liabilities			
Trade payables	*14*	**–**	1,715
Other payables, accruals and deposit received	*15*	**152,513**	109,017
Other borrowings		**218,188**	218,188
Lease liabilities		**1,370**	1,402
Tax payable		**215,182**	145,110
Total current liabilities		**587,253**	475,432
Net current liabilities		**(444,496)**	(337,091)
Total assets less current liabilities		**1,223,646**	1,351,753

	Notes	31 March 2025 HK$'000	31 March 2024 HK$'000
Non-Current Liabilities			
Other payables, accruals and deposit received	*15*	**39,002**	47,656
Lease liabilities		**–**	1,370
Tax payable		**143,454**	217,664
Total non-current liabilities		**182,456**	266,690
Net assets		**1,041,190**	1,085,063
Equity			
Equity attributable to owners of the Company			
Share capital		**29,037**	29,037
Reserves		**845,627**	887,576
		874,664	916,613
Non-controlling interests		**166,526**	168,450
Total equity		**1,041,190**	1,085,063

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2025

1. CORPORATE INFORMATION

Huscoke Holdings Limited was incorporated in Bermuda as an exempted company with limited liability and its shares are listed on the Stock Exchange. The registered office at the end of the reporting year is located at Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda and the principal office at the end of the reporting year is located at Room 3604-05, 36/F., Tower One, Lippo Centre, 89 Queensway, Admiralty, Hong Kong.

At 31 March 2025, the directors consider that the immediate and ultimate controlling party of the Group to be Shun Wang Investments Limited, a company incorporated in the British Virgin Islands and Mr. Zhao Xu Guang, a director of the Company, respectively.

During the year, the Company and its subsidiaries (collectively, the "**Group**") were involved in the following activities: (i) coke trading business; (ii) coal-related ancillary business; and (iii) coke production business.

The consolidated financial statements are presented in Hong Kong dollars ("**HK$**") and all values are rounded to the nearest thousand ("**HK$'000**"), unless otherwise stated.

2.1 BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards (which include all Hong Kong Financial Reporting Standards ("**HKFRS**"), Hong Kong Accounting Standards ("**HKAS**") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for financial assets at fair value through profit or loss which have been measured at fair value.

The Group incurred a loss attributable to owners of the Company of HK$29,484,000 for the year ended 31 March 2025 and had net current liabilities of approximately HK$444,496,000 as at 31 March 2025. Statutory demands from the major creditor for certain alleged outstanding borrowing and interest were received on 11 December 2023 and 17 June 2024. Also, the Company has received a winding-up petition filed against the Company by the major creditor. Further, no revenue was generated from the new operating assets up to date, which bring significant impacts on the Group's operations. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. The consolidated financial statements have been prepared on a going concern basis, the validity of which depends upon the Group's ability to make the new operating assets in full operation on schedule, the success in collecting debts from a debtor, the success in delaying the payments by persuading its creditors of the Group not to insist on demanding repayment before the full operation of the Group's new operating assets and the success in seeking the dismissal of the winding-up petition. The consolidated financial statements do not include any adjustments that would result from the failure to make the new operating assets in full operation on schedule, to collect the debts, to delay the repayments and to seek the dismissal of the winding-up petition.

The directors of the Company ("**Directors**") have given careful consideration to the future liquidity of the Group and are of the opinion that the Group will be able to meet its financial obligations as they fall due for the foreseeable future, and accordingly, are satisfied that it is appropriate to prepare these consolidated financial statements on a going concern basis.

For details of the winding-up petition, please refer to the Company's announcements dated 2 August 2024, 8 August 2024, 9 April 2025, 8 May 2025, 30 May 2025 and 9 June 2025.

2.2 ADOPTION OF NEW AND REVISED HKFRS ACCOUNTING STANDARDS

In the current year, the Group has adopted all the new and revised HKFRS Accounting Standards issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2024. HKFRS Accounting Standards, comprise HKFRS, HKAS, and Interpretation. The adoption of these new and revised HKFRS Accounting Standards did not result in significant changes to the Group's accounting policies, presentation of the Group's consolidated financial statements and amounts reported for the current year and prior period/ years.

The Group has not applied the new HKFRS Accounting Standards that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new HKFRS Accounting Standards but is not yet in a position to state whether these new HKFRS Accounting Standards would have a material impact on its results of operations and financial position.

3. OPERATING SEGMENTS INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has the following reportable operating segments:

(a) the coke trading segment – purchases and sales of coke and coal;

(b) the coal-related ancillary segment – washing of raw coal into refined coal for sale and for further processing, and sale of electricity and heat which are generated as the by-products during the washing of raw coal; and

(c) the coke production segment – processing of refined coal into coke for sales, and sale of coke by-products that are generated during coke production.

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

Segment assets exclude cash and bank balances, restricted bank deposits, financial assets at fair value through profit or loss, other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude other borrowings, lease liabilities, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted at cost plus a certain percentage of mark-up.

Segment revenue and results

For the year ended 31 March 2025

	Coke trading HK$'000	Coal-related ancillary HK$'000	Coke Production HK$'000	Eliminations HK$'000	Total HK$'000
Segment revenue:					
– external sale	34,230	–	–	–	34,230
Total	34,230	–	–	–	34,230
Segment results	45	–	–	–	45
Unallocated other income					1
Compensation income					19,554
Corporate administrative expenses *(Note)*					(17,943)
Finance costs					(31,144)
Loss before tax					(29,487)
Income tax expense					–
Loss for the year					(29,487)

	Coke trading HK$'000	Coal-related ancillary HK$'000	Coke Production HK$'000	Corporate and unallocated HK$'000	Total HK$'000
Segment assets	54	–	1,665,374	145,471	1,810,899
Segment liabilities	–	–	–	769,709	769,709
Other segment information:					
Additions of property, plant and equipment	–	–	–	5	5
Depreciation	–	–	–	1,497	1,497

For the year ended 31 March 2024

	Coke trading HK$'000	Coal-related ancillary HK$'000	Coke Production HK$'000	Eliminations HK$'000	Total HK$'000
Segment revenue:					
– external sale	2,403	–	–	–	2,403
Total	2,403	–	–	–	2,403
Segment results	3	–	–	–	3
Unallocated other income					274
Compensation income					22,416
Corporate administrative expenses *(Note)*					(27,327)
Finance costs					(31,105)
Loss before tax					(35,739)
Income tax expense					–
Loss for the year					(35,739)

	Coke trading HK$'000	Coal-related ancillary HK$'000	Coke Production HK$'000	Corporate and unallocated HK$'000	Total HK$'000
Segment assets	1,719	–	1,684,584	140,882	1,827,185
Segment liabilities	–	–	–	742,122	742,122
Other segment information:					
Additions of property, plant and equipment	–	–	–	2,959	2,959
Depreciation	–	–	–	2,953	2,953

Note: Unallocated corporate administrative expenses mainly include corporate's staff cost and Directors' remuneration, legal and professional fee, PRC local tax and depreciation of unallocated property, plant and equipment.

Geographical information

(a) Revenue from external customers

In presenting the geographical information, revenue is all derived from the PRC. The revenue information is based on the locations of the customers.

(b) Non-current assets

	2025	2024
	HK$'000	*HK$'000*
Hong Kong	**1,260**	2,752
The PRC	**1,665,374**	1,684,584
	1,666,634	1,687,336

The non-current asset information is based on the locations of the assets and excludes financial instruments and deferred tax assets.

Information about major customers

Revenues from external customers individually contributing 10% or more of the total revenue from the Group are as follows:

	2025	2024
	HK$'000	*HK$'000*
Customer A	**14,967**	–
Customer B	**14,765**	1,533
Customer C	**4,498**	870

4. REVENUE, COMPENSATION INCOME AND OTHER INCOME AND GAINS, NET

Revenue represents the net invoiced value of goods sold, after allowances for returns and trade discounts, and the value of services rendered during the year. An analysis of revenue, compensation income and other income and gains, net are as follows:

	2025	2024
	HK$'000	*HK$'000*
Revenue		
Sales of medium coal and coke	**34,230**	2,403
	34,230	2,403
The revenue is recognised at a point in time.		
Compensation income *(Note a)*	**19,554**	22,416
Other income and gains, net		
Interest income from bank deposits	**1**	1
Gain on disposal of property, plant and equipment	**–**	270
Sundry income	**–**	3
	1	274

Note:

(a) In 2019, the Group paid a trade deposit of US$22,000,000 to Shanxi Jinyan Energy Technology Company Limited*（山西金岩能源科技有限公司）(“**Energy Technology**”) for the coke trading business. However, due to the downtrend of international coke price, both parties agreed to terminate the plan and Energy Technology agreed to refund such trade deposit by instalment with compensation to the Group. Upon the completion of the acquisition of a new subsidiary, Shanxi Jinyan Energy Jiarun Co., Ltd*（山西金岩能源嘉潤有限責任公司）(“**Energy Jiarun**”), on 18 January 2023, Energy Technology became a non-controlling shareholder of a subsidiary of the Group.

* *For identification purpose only*

5. FINANCE COSTS

	2025	2024
	HK$'000	*HK$'000*
Interest expenses on other borrowings	**28,275**	28,352
Interest expenses on lease liabilities	**116**	95
Imputed interest expenses on amount due to a former subsidiary	**2,753**	2,658
	31,144	31,105

6. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/(crediting):

	2025	2024
	HK$'000	*HK$'000*
Auditor's remuneration	**950**	950
Cost of inventories	**34,185**	2,400
Depreciation		
– Owned	**17**	60
– Right-of-use assets	**1,480**	2,893
Employee benefit expense (including Director's remuneration):		
– Wages and salaries	**9,553**	10,036
– Pension scheme contributions *(Note a)*	**158**	189
Total employee benefit expenses	**9,711**	10,225
Gain on disposal of property, plant and equipment	**–**	(270)

Note:

(a) As at 31 March 2025 and 31 March 2024, the Group had no forfeited contributions available to reduce its contributions to the pension schemes in future years.

7. INCOME TAX EXPENSE

No provision for Hong Kong profits tax was made as there were no assessable profits arising in Hong Kong during the years ended 31 March 2025 and 2024.

The income tax provision in respect of operations in the PRC is calculated at the applicable tax rates of 25% on the estimated assessable profits for the year based on existing legislation, interpretations and practices. No provision was made as there were no assessable profit arising in PRC during the years ended 31 March 2025 and 2024.

8. LOSS PER SHARE

Basic loss per share

The calculation of basic loss per share attributable to owners of the Company is based on the loss for the year attributable to owners of the Company of approximately HK$29,484,000 (2024: loss for the year of HK$35,732,000) and the weighted average number of ordinary shares of 290,373,235 (2024: 289,895,093) in issue during the year.

Diluted loss per share

The Company has no dilutive potential ordinary shares in issue during the years ended 31 March 2025 and 2024 and, therefore, the diluted loss per share is the same as basic loss per share for the year.

9. DIVIDEND

The board of Directors does not recommend the payment of any dividend for the year ended 31 March 2025 (2024: Nil).

10. PROPERTY, PLANT AND EQUIPMENT

	Other properties leased for own use carried at cost	Leasehold improvement	Computer equipment	Furniture and fixtures	Motor vehicles	Construction in progress	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
Cost							
At 31 March 2023 and 1 April 2023	5,773	1,653	63	410	3,739	1,776,167	1,787,805
Additions	2,959	–	–	–	–	–	2,959
Disposal	–	–	–	–	(644)	–	(644)
Transfer	(5,773)	–	–	–	–	–	(5,773)
Exchange realignment	–	–	–	–	–	(91,583)	(91,583)
At 31 March 2024 and 1 April 2024	2,959	1,653	63	410	3,095	1,684,584	1,692,764
Additions	–	–	5	–	–	–	5
Exchange realignment	–	–	–	–	–	(19,210)	(19,210)
At 31 March 2025	2,959	1,653	68	410	3,095	1,665,374	1,673,559
Accumulated depreciation and impairment							
At 31 March 2023 and 1 April 2023	3,127	1,653	6	406	3,700	–	8,892
Charge for the year	2,893	–	19	2	39	–	2,953
Disposal	–	–	–	–	(644)	–	(644)
Transfer	(5,773)	–	–	–	–	–	(5,773)
At 31 March 2024 and 1 April 2024	247	1,653	25	408	3,095	–	5,428
Charge for the year	1,480	–	15	2	–	–	1,497
At 31 March 2025	1,727	1,653	40	410	3,095	–	6,925
Carrying amount							
At 31 March 2025	1,232	–	28	–	–	1,665,374	1,666,634
At 31 March 2024	2,712	–	38	2	–	1,684,584	1,687,336

11. TRADE RECEIVABLES

	2025	2024
	HK$'000	*HK$'000*
Trade receivables:		
– third parties	**–**	975
– non-controlling shareholder of a subsidiary *(Note 13)*	**54**	744
	54	1,719
Less: Loss allowance	**–**	–
	54	1,719
Less: Current portion	**(54)**	(1,719)
Non-current portion	**–**	–

The ageing analysis of the trade receivables (net of loss allowance) by invoice date at the end of the reporting year is as follows:

	2025	2024
	HK$'000	*HK$'000*
Within 3 months	**–**	1,719
3 to 4 months	**–**	–
Over 4 months	**54**	–
	54	1,719

12. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2025	2024
	HK$'000	*HK$'000*
Prepayments, deposits and other receivables due from third parties	**25,206**	26,090
Trade deposits and other receivables from Energy Technology *(Note 13)*	**174,136**	166,398
Less: Loss allowance	**(58,314)**	(58,314)
	141,028	134,174
Less: Current portion	**(141,028)**	(134,174)
Non-current portion	**–**	–

13. AMOUNT DUE FROM THE NON-CONTROLLING SHAREHOLDER OF A SUBSIDIARY

	2025	2024
	HK$'000	*HK$'000*
Trade receivables *(Note 11) (Note a)*	**54**	744
Trade deposits and other receivables from Energy Technology *(Note 12)*	**139,820**	132,082
	139,874	132,826
Less: Current portion	**(139,874)**	(132,826)
Non-current portion	**–**	–

Note:

(a) The balances are trade in nature and non-interest-bearing.

14. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting year, based on the invoice date, is as follows:

	2025	2024
	HK$'000	*HK$'000*
Within 3 months	**–**	1,715

15. OTHER PAYABLES, ACCRUALS AND DEPOSITS RECEIVED AND DEFERRED INCOME

	2025	2024
	HK$'000	*HK$'000*
Other payables and accrued charges	**27,847**	23,347
Interest payable	**103,478**	75,203
Amount due to a former subsidiary	**60,190**	58,123
	191,515	156,673
Less: Current portion	**(152,513)**	(109,017)
Non-current portion	**39,002**	47,656

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The core downstream customers of the coke industry in which the Company operates are steel enterprises. During the Reporting Period, the real estate sector continued to undergo significant adjustments, leading to a substantial decline in new construction starts. The scale of infrastructure investment did not increase significantly, while steel demand from the manufacturing sector remained stable with a slight increase. However, overall steel consumption showed a downward trend. Faced with insufficient market demand for steel, steel enterprises generally adopted production restriction and reduction measures, resulting in persistently weak demand for coke, one of the raw materials.

Meanwhile, although the price of coking coal, the primary raw material, was in a downward trend, the extent of the decline was insufficient to offset the reduction in profit margin in general in the coke industry. This led to a severe compression of profit margins for the coking sector. As an intermediate link in the industrial chain, our industry faced immense challenges to profitability under dual pressures from both upstream and downstream sectors.

Notably, the industry is now undergoing positive structural changes. Against the backdrop of the state's continuous policy to eliminate outdated coking capacity, outdated production facility is being phased out at an accelerated pace. The Company possesses 7.1-meter large coking ovens, which feature significant economies of scale, lower energy consumption, excellent environmental compliance capabilities, and stable product quality. These represent the significant advantages of advanced production capacity in the industry. We anticipate that as the supply landscape rebalances due to the elimination of outdated capacity, the Company will effectively consolidate and increase its market share by leveraging these advantages.

Furthermore, the Chinese government has introduced a series of economic stimulus policies and is expected to continue improving support, aiming to promote stability and recovery in the real estate and infrastructure sectors. The Company expects to benefit from the macroeconomic recovery trend and seize growth opportunities through its core competitive strengths.

During the Reporting Period, our partner Shanxi Jinyan Energy Technology Co., Ltd. *（山西金岩能源科技有限公司）(“**Energy Technology**”) faced challenges. While needing to meet its own operational requirements in a sluggish market environment, it also had to fund the construction of coke production supporting facilities. Relying solely on its own profitability, it struggled to sustain its rolling development. Also, the slow progress in supporting facility construction has severely impacted the commissioning timeline of the Company’s coking oven assets. Energy Technology consistently engaged in financing arrangements with major financial institutions, hoping to complete all supporting facility construction using financing funds. However, due to persistent weakness in the coke market and the sluggish industry that increases the difficulty of securing financing during the Reporting Period, Energy Technology’s financing had not yet been finalized. As a result, the Company’s coking ovens have not yet officially commenced operation.

The Company has maintained communication and actively urged progress with Energy Technology. According to the latest communication with Energy Technology’s management, 90% of the infrastructure for the supporting facility has been completed. The remaining tasks mainly involve securing the final equipment payment to acquire the equipment, followed by installation, integration, and commissioning on-site.

According to Energy Technology’s management, its group has signed a legally binding financing framework agreement with a subsidiary of a national-level financial institution. All preparatory work is now complete, and the first tranche of funding is expected to be released in the middle of July. The funding amount is sufficient to cover the required equipment payment mentioned above. Therefore, Energy Technology’s management anticipates completing the supporting facilities for the operation of the Company’s coking ovens by February next year.

During the Reporting Period, positive progress was also made in the loan settlement between the Company and China Cinda (HK) Asset Management Co., Limited (“**Cinda HK**”). The Company has now reached a consensus with Cinda HK on the term of settlement agreement text. However, at Cinda HK’s request, the Company is awaiting its completion of adjustments and renegotiations at the controlling shareholder level of the Company. Once this is done, the Company would be in a better position to execute the settlement agreement with Cinda HK.

* *For identification purpose only*

FINANCIAL REVIEW

Consolidated operating performance

Total revenue of the Group for the Reporting Period was approximately HK$34,230,000 as compared to approximately HK$2,403,000 for the year ended 31 March 2024 (the "**Previous Reporting Period**"). The gross profit for the Reporting Period amounted to approximately HK$45,000 (the Previous Reporting Period: approximately HK$3,000), and the Group recorded a gross profit margin of approximately 0.1% for the Reporting Period as compared to approximately 0.1% in the Previous Reporting Period. Loss after tax for the Reporting Period was approximately HK$29,487,000 (the Previous Reporting Period: loss after tax was approximately HK$35,739,000), and loss attributable to owners of the Company amounted to approximately HK$29,484,000 (the Previous Reporting Period: loss attributable to owners of the Company amounted to approximately HK$35,732,000). Basic loss per share for the Reporting Period was HK$0.10, as compared to the basic loss per share of HK$0.12 in the Previous Reporting Period.

The Group is principally engaged in three business segments, namely: (i) trading of coke (the "**Coke Trading Segment**"); (ii) washing of raw coal into refined coal for sale and for further processing and the sale of electricity and heat generated as by-products produced during the washing of raw coal (the "**Coal-related Ancillary Segment**"); and (iii) processing of refined coal into coke for sale, and sale of coke by-products of coke production (the "**Coke Production Segment**").

Coke Trading Segment

During the Reporting Period, revenue from the Coke Trading Segment amounted to approximately HK$34,230,000, and the Group's segment results of coke trading was approximately HK$45,000. The Group has not generated revenue and has no segment result from the Coke Trading Segment in the Previous Reporting Period. The revenue for the Reporting Period mainly came from part of the processing trade that the Company started before the end of the Reporting Period.

Coal-related Ancillary Segment

The Group has not generated revenue and reported no segment result from the Coal-related Ancillary Segment, for two consecutive reporting periods, which was mainly attributed from the suspension of the Coal-related Ancillary business since 2021.

Coke Production Segment

The Group did not generate revenue from the Coke Production Segment for the Reporting Period (2024: Nil). The Group had no segment results for the Reporting Period from the coke production (2024: Nil). This was due to the shutdown of all 4.3-meter coking furnaces of the Group on 15 October 2021.

Administrative Expenses

The Group's administrative expenses were approximately HK$17,943,000 (Previous Reporting Period: HK$27,327,000) during the Reporting Period. The decrease in such expenses was attributed to the reduction of exchange losses and the reduction in professional fees during the Reporting Period.

Finance Costs

For the Reporting Period, the finance costs of the Group were approximately HK$31,144,000 (Previous Reporting Period: HK$31,105,000).

Loss Before Tax

For the Reporting Period, the Group recorded a loss before tax of approximately HK$29,487,000 (Previous Reporting Period: HK$35,739,000). The decrease in loss before tax was mainly due to the decrease in administrative expenses.

CHARGES OVER ASSETS

The Group had neither pledged assets nor pledged deposit during the Reporting Period (including charges over deposits) (2024: Nil).

MATERIAL INVESTMENT, ACQUISITION AND DISPOSAL, AND SIGNIFICANT INVESTMENTS

During the Reporting Period, the Group did not have any significant acquisitions or disposals of subsidiaries, associates or joint ventures and did not hold any significant investment with a value of 5% or more of the Company's total assets as at 31 March 2025.

CAPITAL STRUCTURE AND CAPITAL MANAGEMENT

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximize the shareholders' value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of underlying assets. To maintain the most optimum capital structure, the Group may adjust dividend policy, capital distribution to shareholders or issuance of new shares. No changes were made in the objectives, policies or procedures for capital management during the Reporting Period.

The Group's principal financial instruments comprise other borrowings. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables, prepayment, deposits and other receivables, amounts due from non-controlling shareholder, cash and bank balances, trade payables, and other payables and accruals, which arise directly from its operations.

The main risks arising from the Group's financial instruments are foreign currency risk, credit risk and liquidity risk. The Board reviews and agrees upon the various policies for managing these risks.

The Group regularly adopts gearing ratios as a tool for monitoring capital structure. The gearing ratio as of 31 March 2025 was 47% (2024: 45%).

As of 31 March 2025, the equity attributable to owners of the Company amounted to approximately HK$874,664,000 (2024: approximately HK$916,613,000).

The net assets per share of the Company as at 31 March 2025 was HK$3.59 (2024: HK$3.74).

LIQUIDITY AND FINANCIAL RESOURCES

Net current liabilities and current ratio were approximately HK$444,496,000 (2024: approximately HK$337,091,000) and 0.24 (2024: 0.29) respectively as at 31 March 2025.

As at 31 March 2025, the Group's cash and bank balances amounted to approximately HK$1,675,000 (2024: approximately HK$2,448,000), other borrowings were approximately HK$218,188,000 (2024: approximately HK$218,188,000).

As of 31 March 2024 and 2025, the Group had no bills payable.

OPERATING LEASE AND CAPITAL COMMITMENTS

As at 31 March 2024 and 2025, according to the disclosure requirements under HKFRS Accounting Standards, the Group had no operating lease commitments.

RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS

The Board recognizes its responsibility to ensure the Company maintains a sound and effective risk management and internal control system. The Group's internal control system is designed and established to ensure that assets are safeguarded against improper use or disposal; relevant rules and regulations are adhered to and complied with; reliable financial and accounting records are maintained in accordance with applicable accounting standards and regulatory reporting requirements; and key risks that may impact the Group's performance are appropriately identified and managed. The review of the Group's internal controls covers major financial, operational and compliance controls, as well as risk management functions. The internal control system can only provide reasonable, not absolute, assurance against material misstatement or loss, as it is designed to manage, rather than eliminate the risk of failure in achieving business objectives.

The Group's risk management framework includes risk identification, risk assessment, risk treatment and monitoring and reviewing of the effectiveness of the measures. This risk management framework is guided by a three-tier risk management approach. At the first line of defense, business units are responsible for identifying, assessing and monitoring risks associated with all business or transactions. Management, as the second line of defense, defines rule sets and models, provides technical support, develops new systems and oversees portfolio management. It ensures that risks are within the acceptable range and that the first line of defense is effective. As the final line of defense, the Audit Committee, with the professional advice and opinions from external professional consultants, who conduct annual audit work for the Group, continually inspects and monitors the first and second lines of defense to ensure that they are effective.

INTEREST RATE RISK

The Group's interest rate risk mainly comprises fair value interest risk and cash flow interest rate risk. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate due to the changes in market interest rates. Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate due to the changes in market interest rates. The Group is also exposed to cash flow interest rate risk through the impact of interest rate changes on deposits. To minimize the fair value interest rate risk, the Group maintains its borrowings at a fixed rate of interest. Management monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arises.

FOREIGN CURRENCY RISK

The Group's monetary assets, liabilities and transactions are principally denominated in Renminbi ("**RMB**"), United States dollars ("**USD**") and Hong Kong dollars ("**HK$**"). The Group is exposed to foreign currency risk arising from the monetary assets and liabilities that are denominated in currencies other than the functional currencies of the respective group entities. The Group does not have any outstanding hedging instruments. The Group will continually review the economic situation and its foreign currency risk profile and will consider appropriate hedging measures in the future as necessary.

CONTINGENT LIABILITIES

As at 31 March 2025, the Group did not have any significant contingent liabilities that have not been provided for in the financial statements (2024: Nil).

TREASURY POLICIES

The Group adopts a prudent approach with respect to treasury and funding policies, with a focus on risk management and transactions that are directly related to the underlying business of the Group.

EMPLOYEES AND REMUNERATION

For the Reporting Period, the Group's staff costs amounted to approximately HK$9,711,000, as compared to approximately HK$10,225,000 for the Previous Reporting Period. As at 31 March 2025, the Group had 15 employees with 14 employees stationed in Hong Kong. Upon the full operation of the new coking furnace asset, the labor relationship of the management and workers in Mainland China will be officially transferred to Energy Jiarun.

Employees are remunerated according to the nature of the job and market trends, performance evaluation mechanism, annual increment and year-end performance bonus measures to reward and motivate individual performance. As at the date of this announcement, the Group has no share options outstanding under the share option scheme.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31 March 2025 (2024: Nil).

PROSPECTS

Looking ahead to the next reporting period, the Company's key priorities are as follows:

1. Upon the successful securing of financing by Energy Technology, the Company will make every effort to expedite the progress of its supporting construction, striving for the early commissioning of our coke ovens and the generation of stable cash flow and hoping to achieve profitability.

2. The Company will actively invest in the fine deep-processing for by-product tail gas generated during coke production, aiming to enhance the value-added products. This initiative seeks to open up new profit growth points beyond the core coke business, strengthening the Company's overall profitability and risk resilience.

3. Responding proactively to the national "dual-carbon" strategy, we will actively seek promising investment opportunities in the new energy and green energy sectors to secure greater economic benefits and profit returns for shareholders.

CORPORATE GOVERNANCE CODE

Save and except as disclosed below, the Company has complied with the code provisions stipulated in the Corporate Governance Code (the "**CG Code**") as set out in Part 2 of Appendix C1 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") throughout the Reporting Period.

Code Provision C.1.6

Code Provision C.1.6 of the CG Code stipulates independent non-executive Directors and other non-executive Directors, as equal Board members, should attend general meetings of the Company to gain and develop a balanced understanding of the views of the Shareholders. During the Reporting Period, one general meeting of the Company was held. Mr. Jiang Jiansheng, a non-executive Director, was absent from the annual general meeting held on 30 September 2024 due to his other prior work commitments.

Code Provision C.2.1

Code provision C.2.1 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. Zhao Xu Guang ("**Mr. Zhao**") is the chairman of the Board (the "**Chairman**") and also serves as chief executive officer of the Company (the "**Chief Executive Officer**"). The Board believes that, despite the deviation of the CG Code, vesting the roles of both Chairman and Chief Executive Officer in Mr. Zhao has the benefit of ensuring the consistent leadership within the Group and enabling more effective and efficient overall strategic planning of the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of Chairman and Chief Executive Officer at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 of the Listing Rules (the "**Model Code**") as its own code of conduct regarding securities transaction by the Directors of the Company.

Having made specific enquiry of the Directors of the Company, all Directors of the Company confirmed that they had complied with the required standard as set out in the Model Code during the Reporting Period.

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

For the Reporting Period, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed securities of the Company (including the sale of treasury shares).

As at 31 March 2025, there were no treasury shares (as defined under the Listing Rules) held by the Company.

EVENTS AFTER THE REPORTING PERIOD

Update on the Winding-Up Petition Hearing

As disclosed in the Company's announcements dated 30 May 2025 and 9 June 2025, the Company actively engaged in communication and negotiation with the Petitioner, China Cinda (Hong Kong) Asset Management Company Limited, and has reached a consensus on the terms of a settlement agreement which is pending execution by the parties. However, the Petitioner has informed the Company that, as a holder of preference shares in Whole Advance Limited ("**Whole Advance**"), the controlling shareholder of the Company, it is currently adjusting and renegotiating the terms of the preference shares with Whole Advance (the "**Adjustment**"). While this Adjustment will not affect the terms of the settlement agreement between the Petitioner and the Company, nor is it a condition precedent for the effectiveness of the settlement agreement, the Petitioner has requested that the formal signing of the settlement agreement with the Company take place after the completion of this Adjustment.

Currently, the winding-up petition hearing has been adjourned to 25 August 2025. Further announcement(s) will be made by the Company to inform the Shareholders and potential investors of the Company of any significant developments in relation to the Petition as and when appropriate.

AUDIT COMMITTEE

The audited annual results of the Group for the year ended 31 March 2025 have been reviewed by the audit committee (the "**Audit Committee**") of the Company. The Audit Committee comprises three independent non-executive Directors, namely, Mr. Yau Pak Yue who also acts as Chairman of the Audit Committee, Dr. Chang Sun Bun, Benson and Mr. Choi Wai Hong, Clifford.

SCOPE OF WORK OF ZHONGHUI ANDA CPA LIMITED

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income, and the related notes thereto for the year ended 31 March 2025 as set out in the preliminary announcement have been agreed by the Group's auditors, ZHONGHUI ANDA CPA Limited, to the amounts set out in the Group's audited consolidated financial statements for the year ended 31 March 2025. The work performed by ZHONGHUI ANDA CPA Limited in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by ZHONGHUI ANDA CPA Limited on the preliminary announcement.

EXTRACT OF THE INDEPENDENT AUDITOR'S REPORT

The following is an extract of the independent auditor's report on the Group's consolidated financial statements for the year ended 31 March 2025 which has included a disclaimer of opinion relating to the issue of going concern only and not any other issues:

“**Disclaimer of Opinion**

We do not express an opinion on the consolidated financial statements of the Group. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial statements. In all other respects, in our opinion, the consolidated financial statements have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Basis for disclaimer of opinion

Material uncertainty related to going concern

We draw attention to note 2 to the consolidated financial statements which mentions that the Group incurred a loss attributable to owners of the Company of HK$29,484,000 for the year ended 31 March 2025 and had net current liabilities of approximately HK$444,496,000 as at 31 March 2025. Statutory demands from the major creditor for the outstanding borrowing and interest were received on 11 December 2023 and 17 June 2024. Also, the Company has received a winding-up petition filed against the Company by the major creditor. Further, no revenue was generated from the new operating assets up to date, which bring significant impacts on the Group’s operations. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group’s ability to continue as a going concern.

The consolidated financial statements have been prepared on a going concern basis, the validity of which depends upon the Group’s ability to make the new operating assets in full operation on schedule, the success in collecting debts from a debtor, the success in delaying the payments by persuading its creditors of the Group not to insist on demanding repayment before the full operation of the Group’s new operating assets and the success in dismissing the winding-up petition. The consolidated financial statements do not include any adjustments that would result from the failure to make the new operating assets in full operation on schedule, to collect the debts, to delay the repayments and to dismiss the winding-up petition.

Given the execution of the plans and measures by the Group are in progress, there is no feasible operation schedule for the new operating assets of the Group, written contractual agreements with its creditors to delay payment, concrete audit evidence that winding-up petition will be dismissed, or other relevant documentary supporting evidence are available to the Group as at the date of approval of the consolidated financial statements of the Group for extending the going concern assessment. Further, as described in the Other matters section of our report, we were unable to obtain sufficient appropriate audit evidence to satisfy ourselves as to the recoverability of the debts from a debtor. Accordingly, we were unable to obtain sufficient appropriate audit evidence we considered necessary to assess the likelihood of success of the plans and measures currently undertaken by the Group as described above.

There were no other satisfactory audit procedures that we could adopt to satisfy ourselves that the appropriateness of the Company's directors' use of the going concern basis of accounting and adequacy of the related disclosures in the consolidated financial statements of the Group. Because of the significance of the matters above, we disclaim our opinion as to whether the use of the going concern assumption in the preparation of the consolidated financial statements is appropriate.

Other matters

Had we not disclaimed our opinion in respect of the matters described in the Basis of Disclaimer of Opinion section above, we would otherwise have qualified our opinion in respect of the scope limitations on our audit relating to the matters detailed below.

Prepayments, deposits and other receivables

Included in the consolidated statement of financial position were prepayments, deposits and other receivables of approximately HK$137,588,000 and HK$119,709,000 as at 31 March 2025 and 31 March 2024, respectively.

The management has taken legal action against the debtor on settlement of the aforesaid balances. In absence of the fulfillment on the agreed repayment schedules under the mediation of local court and the debtor is unable to provide supportive information to the Group for recoverability of the aforesaid balances, the management considered that there is uncertainty on recovering the aforesaid balances. The management has applied execution against the debtor on the balances through Intermediate People's Court and High People's Court in Shanxi Province, the legal procedure is still in process, hence no result from actions is available up to the date of this report for justifying the extent of the recoverability of the aforesaid balances. Accordingly, we were unable to obtain sufficient appropriate audit evidence to satisfy ourselves as to the recoverability of aforesaid balances as at 31 March 2025 and 31 March 2024.

In relation to the aforesaid balances, other income and gains from this debtor for compensation receivable of approximately HK$19,554,000 and HK$22,416,000 were recognised for the years ended 31 March 2025 and 31 March 2024, respectively. Such compensation income was calculated and recognized based on the aforesaid outstanding balances by the agreements between the Group and the debtor. In view of the above situation on the recoverability for such debtor, we were also unable to obtain sufficient appropriate audit evidence to satisfy ourselves whether there are correspondingly increase in economic benefit from these recorded compensation income.

There were no other satisfactory audit procedures that we could adopt to determine whether the aforesaid other income and gains for the year ended 31 March 2025 and 31 March 2024, respectively, were properly recognised and the aforesaid balances as at 31 March 2025 and 31 March 2024 were fairly stated.

Any adjustments to the figures as described above might have a consequential effect on the Group's financial performance and cash flows for the year ended 31 March 2025 and 31 March 2024 and the financial position of the Group as at 31 March 2025 and 31 March 2024, and the related disclosures thereof in the consolidated financial statements."

Management's position and basis on the going concern assumption, and its view on the Disclaimer of opinion

As detailed in Note (2.1) to the consolidated financial statements for the year ended 31 March 2025 ("**Note**"), conditions existed as at 31 March 2025 indicating the existence of material uncertainties, which may cast significant doubt regarding the Group's ability to continue as a going concern. In view of such circumstances, the management of the Group has given careful consideration to the Group's current liquidity, the schedule of full operation of the new operating assets and available sources of financing in considering the Group's ability to continue as going concern. According to Energy Technology's management, they anticipate completing the necessary support work for the operation of the Group's coking ovens by February next year. If successful, the management believes the new operating assets will be fully operational by that time. The management has also taken or will continue to implement the measures to mitigate the Group's liquidity pressure and to improve the conditions of cash flow. Taking into account the schedule of full operation of the new operating assets and the successful implementation of such measures, the management and also the Directors are satisfied that the Group will have sufficient working capital for a period of not less than 12 months from 31 March 2025, and hence it is appropriate to prepare the Group's consolidated financial statements on a going concern basis. The management is of the view that the Group will have sufficient cash resources to satisfy future working capital and other financing requirements as and when they fall due for the period of not less than twelve months from 31 March 2025.

The consolidated financial statements have been prepared on a going concern basis, the validity of which depends on the outcome of the following measures, which may encounter multiple uncertainties, including: (i) successfully reach the settlement with the creditor to dismiss the winding-up petition; (ii) the Group's ability to generate operating cash flows through the new operating assets; (iii) actual prices of coal and related by-products throughout the forecast period being in line with the assumed levels; and (iv) the successful in collecting other receivables and compensation income.

There was no disagreement between the management and the Auditor regarding the Disclaimer of opinion, considering that the consolidated financial statements have been prepared by the management on a going concern basis, the validity of which depends on the successful outcome of the measures which are subject to several uncertainties. In all other respects, the Auditor is of the view that the consolidated financial statements have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

ANNUAL GENERAL MEETING

The annual general meeting of the Company will be held on Friday, 26 September 2025 and a notice of annual general meeting will be published and despatched in due course.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 23 September 2025 (Tuesday) to 26 September 2025 (Friday), both days inclusive. In order to qualify for the attendance of the forthcoming annual general meeting of the Company to be held on 26 September 2025 (Friday), share transfer forms accompanied by relevant share certificates must be lodged with the Company's Branch Share Registrar and Transfer Office in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on 22 September 2025 (Monday).

PUBLICATION OF FINAL RESULTS AND 2024/25 ANNUAL REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This final results announcement is published on the HKExnews website of the Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.huscoke.com).

The annual report for the financial year 2024/25 will be made available on the websites of the Stock Exchange and the Company, and will be dispatched to the Shareholders selected printed copies as corporate communication.

For environmental and cost reasons, shareholders are encouraged to elect to receive shareholders documents electronically. You may at any time send written notice to the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong specifying your name, address and request to change your choice of language or means of receipt of all shareholders documents from now on.

APPRECIATION

On behalf of the Board, I would like to express my sincere appreciation to the shareholders of the Company for their continued support and sincerely thank the Directors and staffs for their dedication and diligence. I also wish to take this opportunity to express my gratitude to the Group's business partners, customers, suppliers and bankers for their ongoing support.

By Order of the Board
Huscoke Holdings Limited
Zhao Xu Guang
Chairman and Chief Executive Officer

Hong Kong, 30 June 2025

As at the date of this announcement, the Board comprises Mr. Zhao Xu Guang (Chairman), and Mr. Wang Yijun as executive Directors; Mr. Wong Siu Hung, Patrick and Ms. Fong Man, Julisa as non-executive Directors; Mr. Yau Pak Yue , Dr. Chang Sun Bun, Benson and Mr. Choi Wai Hong, Clifford as independent non-executive Directors.