KOJI LIMITED

DIRECTOR'S REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD FROM 7 MARCH 2025
(DATE OF INCORPORATION) TO 31 MARCH 2026

陳德龍執業會計師
CHAN TAK LUNG
Certified Public Accountant (Practising)
Hong Kong

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Director's report

The director has pleasure in submitting the first report together with the audited financial statements of Koji Limited ("the Company") for the period from 7 Mach 2025 (date of incorporation) to 31 March 2026.

Principal activity

The Company was inactive during the period.

Results and appropriations

The results of the Company for the period ended 31 March 2026 and the state of its affairs as at that date are set out on pages 6 to 13.

The director does not recommend the payment of a dividend.

Share capital and equity linked agreements

Details of the share capital of the Company are set out in note 8 to the financial statements. Issuance of share during the period was to provide initial capital to the Company.

The Company has not entered into any agreements during the period which will or may result in the Company issuing shares and no such agreements subsisted at the end of the period.

Director

The director during the financial period and up to the date of this report was:

Chiu Yun Chi (appointed on 7 March 2025)

There being no provision in the Company's articles of association in connection with the retirement of director, all existing director continues in office for the following period.

Permitted indemnity provision

At no time during the financial period and up to the date of this director's report, there was or is, any permitted indemnity provision being in force for the benefit of one or more directors of the Company.

Director's interests in transactions, arrangements or contracts

No transaction, arrangement or contract of significance to which the Company, was a party, and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the period or at any time during the period.

Business review

The Company falls within reporting exemption for the financial period. Accordingly, the Company is exempted from preparing a business review.

Auditor

Chan Tak Lung Certified Public Accountant (Practising) was appointed as the first auditor of the Company.

The financial statements for the period have been audited by Chan Tak Lung Certified Public Accountant (Practising) who retires and being eligible, offers himself for reappointment.

Chiu Yun Chi
Director

Hong Kong,

CHAN TAK LUNG
Certified Public Accountant (Practising)
陳德龍執業會計師

Room 1007, 10/F,
Sterling Centre,
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Independent auditor's report to the sole member of Koji Limited

(Incorporated in Hong Kong with limited liability)

Opinion

I have audited the financial statements of Koji Limited ("the Company") set out on pages 6 to 13, which comprise the statement of financial position as at 31 March 2026, the income statement and the statement of changes in equity for the period from 7 March 2025 (date of incorporation) to 31 March 2026, and notes to the financial statements, including a summary of significant accounting policies.

In my opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for opinion

I conducted my audit in accordance with Hong Kong Standards on Auditing ("HKSAs") and with reference to Practice Note 900 (Revised), *Audit of Financial Statements Prepared in Accordance with the Small and Medium-sized Entity Financial Reporting Standard* issued by the HKICPA. My responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of my report. I am independent of the Company in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Material uncertainty related to going concern

I draw attention to Note 1 in the financial statements, which indicates that the Company incurred a net loss of HK$47,163 during the period ended 31 March 2026 and, as of that date, the Company's current liabilities exceeded its current assets by HK$131,902. As stated in note 1 to the financial statements, these events or conditions, along with other matters as set forth in note 1 to the financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. My opinion is not modified in respect of this matter.

Information other than the financial statements and auditor's report thereon

The sole director is responsible for the other information. The other information comprises all the information included in the annual report, other than the financial statements and my auditor's report thereon.

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

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

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

CHAN TAK LUNG
Certified Public Accountant (Practising)
陳德龍執業會計師

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Independent auditor’s report to the sole member of Koji Limited (continued)

(Incorporated in Hong Kong with limited liability)

Responsibilities of the director for the financial statements

The sole director is responsible for the preparation of the financial statements in accordance with the SME-FRS issued by the HKICPA and the Hong Kong Companies Ordinance and for such internal control as the sole director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the sole director is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the sole director either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the financial statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. This report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. I do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with HKSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the sole director.

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Independent auditor's report to the sole member of Koji Limited (continued)

(Incorporated in Hong Kong with limited liability)

Auditor's responsibilities for the audit of the financial statements (continued)

- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

I communicate with the sole director regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

Chan Tak Lung
Certified Public Accountant (Practising)

Practising Certificate No.: P08223

Hong Kong,

Income statement for the period from 7 March 2025 (date of incorporation) to 31 March 2026

(Expressed in Hong Kong dollars)

	Note	*07.03.2025 to 31.03.2026* HK$
Revenue	3	-
Other income	3	290
Administrative expenses		(47,453)
Loss before tax	4	(47,163)
Income tax expense	6	-
Loss for the period		(47,163)

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

Statement of financial position at 31 March 2026

(Expressed in Hong Kong dollars)

	Note	*2026* HK$
Non-current assets		
Property, plant and equipment	7	13,272
Intangible assets	8	81,467
		94,739
Current assets		
Bank balances		485
Time deposit		50,000
		50,485
Current liabilities		
Accrued expenses		3,800
Amount due to the sole director	9	178,587
		182,387
Net current liabilities		(131,902)
Net liabilities		(37,163)
Equity		
Share capital	10	10,000
Accumulated loss		(47,163)
		(37,163)

Approved and authorised for issue by the sole director on

Chiu Yun Chi
Director

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

Statement of changes in equity for the period from 7 March 2025 (date of incorporation) to 31 March 2026

(Expressed in Hong Kong dollars)

	Share capital HK$	*Accumulated loss* HK$	*Total* HK$
Issue of shares at date of incorporation	10,000	-	10,000
Loss for the period	-	(47,163)	(47,163)
At 31 March 2026	10,000	(47,163)	(37,163)

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

Notes to the financial statements

(Expressed in Hong Kong dollars unless otherwise indicated)

Reporting entity

Koji Limited ("the Company") is a company incorporated in Hong Kong with limited liability. The Company's registered office is located at Flat H, 1/F, Block 28, Laguna City, Kwun Tong, Hong Kong.

The Company was inactive during the period.

1 Basis of preparation

The Company qualifies for the reporting exemption as a small private company under section 359(1)(a) of the Companies Ordinance (Cap. 622) and is therefore entitled to prepare and present its financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

These financial statements comply with the SME-FRS and have been prepared under the accrual basis of accounting.

The financial statements of the Company have been prepared under the going concern basis notwithstanding that the Company incurred a net loss of HK$47,163 during the period ended 31 March 2026, and, as of that date, the Company's current liabilities exceeded its current assets by HK$131,902. The sole director is of the opinion that the adoption of going concern assumption in preparing these financial statements is appropriate in light of the undertaking from the sole member to provide continuing financial support to the Company to meet its liabilities and commitments as and when they fall due. The sole director considered the undertakings from the sole member would render adequate fund and support to the Company for its operations and for its continuation as a going concern.

The measurement base adopted is the historical cost convention.

2 Significant accounting policies

(a) Foreign exchange

The reporting currency of the Company is Hong Kong dollars, which is the currency of the primary economic environment in which the Company operates. The financial statements are presented in Hong Kong dollars.

Foreign currency transactions are converted at the exchange rate applicable at the transaction date. Foreign currency monetary items are translated into Hong Kong dollars using exchange rates applicable at the end of the reporting period. Gains and losses on foreign exchange are recognised in the income statement.

(b) Taxation

Income tax expense represents current tax expense. The income tax payable represents the amounts expected to be paid to the taxation authority, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is not provided.

(c) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

The depreciable amount of an item of property, plant and equipment is allocated on a systematic basis over its estimated useful life using the straight-line method. The principal annual rate used for depreciation is as follows:

Office equipment	33%

(d) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses and are amortised on a systematic basis over their estimated useful lives using the straight-line method.

(e) Impairment of assets

An assessment is made at the end of each reporting period to determine whether there is any indication of impairment or reversal of previous impairment, including items of property, plant and equipment and intangible assets. In the event that an asset's carrying amount exceeds its recoverable amount, the carrying amount is reduced to recoverable amount and an impairment loss is recognised in the income statement. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the recoverable amount, however not to an amount higher than the carrying amount that would have been determined (net of amortisation or depreciation), had no impairment losses been recognised for the asset in prior years.

(f) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(g) Related parties

(a) A person or a close member of that person's family is related to the Company if that person:

(i) has control or joint control over the Company;

(ii) has significant influence over the Company; or

(iii) is a member of the key management personnel of the Company or the Company's parent.

(g) Related parties (continued)

(b) An entity is related to the Company if any of the following conditions applies:

(i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) Both entities are joint ventures of the same third party.

(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company.

(vi) The entity is controlled or jointly controlled by a person identified in (a).

(vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

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

3 Revenue and other income

The Company did not generate any revenue during the period.

An analysis of the Company's other income is as follows:

	07.03.2025 to 31.03.2026 HK$
Bank interest income	290

4 Loss before tax

Loss before tax is arrived at after charging:

	07.03.2025 to 31.03.2026 HK$
Auditor's remuneration	3,800
Amortisation	1,733
Depreciation	3,276
Preliminary expenses	4,960

5 Director's remuneration

No director received or will receive any fees or emoluments in respect of the services rendered to the Company during the period.

6 Income tax expense

No provision for Hong Kong Profits Tax has been made as the Company did not derive any assessable profits during the period ended 31 March 2026.

7 Property, plant and equipment

	Office Equipment HK$
Cost:	
At 7 March 2025	-
Additions	16,548
At 31 March 2026	16,548
Accumulated depreciation:	
At 7 March 2025	-
Charge for the year	3,276
At 31 March 2026	3,276
Net book value:	
At 31 March 2026	13,272
At 7 March 2025	-

8 Intangible assets

	Patents HK$
Cost:	
At 7 March 2025	-
Additions	83,200
At 31 March 2026	83,200
Accumulated amortisation:	
At 7 March 2025	-
Charge for the year	1,733
At 31 March 2026	1,733
Net book value:	
At 31 March 2026	81,467
At 7 March 2025	-

The patents is being amortised over 4 years.

9 Amount due to the sole director

The amount due to the sole director is unsecured, interest-free and with no fixed terms of repayment.

10 Share capital

	2026
	HK$
Issued and fully paid:	
10,000 ordinary shares	10,000

The Company was incorporated on 7 March 2025 with 10,000 ordinary shares. At the date of incorporation, 10,000 ordinary shares amounting to HK$10,000 were issued to the founder member to provide the initial share capital of the Company.

Ordinary shares of the Company do not have a par value.

The holder of ordinary shares is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

11 Approval of financial statements

These financial statements were authorised for issue by the Company's sole director on