HASHKEY

HashKey Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 3887

2025

ANNUAL REPORT

Contents

Corporate Information

DIRECTORS

Executive Director

Dr. Xiao Feng (肖風)
(Chairman and Chief Executive Officer)

Non-executive Director

Mr. Lu Weiding (魯偉鼎)

Independent Non-executive Directors

Mr. Chan Jessey Ting (陳汀)
Ms. Lin Lynn Zhihong (林志紅)
Mr. Huang Sidney Xuande (黃宣德)

AUDIT COMMITTEE

Mr. Huang Sidney Xuande *(Chairman)*
Mr. Chan Jessey Ting
Ms. Lin Lynn Zhihong

REMUNERATION COMMITTEE

Mr. Chan Jessey Ting *(Chairman)*
Ms. Lin Lynn Zhihong
Mr. Huang Sidney Xuande

NOMINATION COMMITTEE

Ms. Lin Lynn Zhihong *(Chairwoman)*
Mr. Chan Jessey Ting
Mr. Huang Sidney Xuande

COMPANY SECRETARY

Ms. Tang King Yin (鄧景賢)

AUTHORIZED REPRESENTATIVES

Dr. Xiao Feng
Ms. Tang King Yin

AUDITOR

KPMG
Certified Public Accountants
Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance
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LEGAL ADVISER

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HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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PRINCIPAL SHARE REGISTRAR

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HONG KONG SHARE REGISTRAR

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COMPLIANCE ADVISER

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PRINCIPAL BANK

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18/F, Standard Chartered Tower
388 Kwun Tong Road
Hong Kong

STOCK CODE

3887

COMPANY WEBSITE

https://group.hashkey.com

Chairman's Statement

CHAIRMAN'S LETTER TO SHAREHOLDERS

Dear Shareholders,

In December 2025, HashKey Holdings Limited ("**HashKey**", 3887.HK) was successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited, becoming Asia's first publicly-listed company with digital assets as its core business to go public via an IPO in Hong Kong. This marks a significant recognition from Hong Kong, one of the world's top three financial centers, for the entry of digital assets into its mainstream capital markets. It is also an affirmation of HashKey's operational philosophy since our inception in 2018: to prioritize compliance and secure licensing before commencing business operations, a journey from "zero to one." This achievement would not have been possible without the relentless efforts of our colleagues, the support of the Hong Kong government's policy-making and regulation, and the confidence and trust of our shareholders and users.

Where does this confidence and trust stem from? Through my exchanges with various financial institutions at home and abroad over the past year, as well as my reflections on market and policy developments and our corporate strategy, I have identified the following three major trends:

1. A Paradigm Shift in Operating Models: Trading activity migrating from offshore to onshore venues

An "onshore" operation refers to conducting business within the regulatory scope of a held license, serving users recognized by the jurisdiction of that license. In contrast, "offshore" operations have their historical roots. From the birth of Bitcoin in 2009 to 2024, the industry can be seen as a global "grand social experiment" that validated the potential of Bitcoin, Ethereum, and the underlying blockchain and distributed ledger technologies to enter mainstream financial markets and become the foundation for a new generation of financial infrastructure. As a nascent field, clear legal frameworks for compliant operations were largely absent in any jurisdiction before 2024, leaving many exchanges with no choice but to operate offshore, a process that inevitably accumulated legacy issues.

In January 2025, the U.S. President signed an executive order appointing a "White House Head of Artificial Intelligence and Cryptocurrency" to strengthen America's leadership in digital assets. This was followed by the promotion of the *Guidance and Establishment of National Innovation with U.S. Stablecoins Act* (the GENIUS Act) and the *Clarity for Digital Assets Market Structure Act* (the CLARITY Act). These legislative efforts clarified which businesses can operate onshore and which cannot operate offshore within the United States. As a key participant in the global financial and technology sectors, the clarity of U.S. law provides significant guidance. We are now seeing markets in Europe, the Middle East, and Asia begin to formulate their own digital asset laws. According to forecasts by Frost & Sullivan, the compound annual growth rate (CAGR) of onshore trading volume is expected to reach 49% from 2024 to 2029, far exceeding the 20% CAGR of offshore volume. The market share of onshore trading is projected to grow from 16% to 37% of the total trading volume by 2029.

Over the past few years, HashKey has successively obtained digital asset business licenses in jurisdictions including Japan, Hong Kong, Singapore, Dubai, and Bermuda, laying a solid global compliance foundation for the vigorous development of our onshore operations.

2. An Expansion in Asset Classes: From "Digital Native" to "Digital Twin"

If "digital native" assets（數字原生資產）, exemplified by Bitcoin, have already demonstrated their immense potential as an alternative asset class, then "digital twins" assets（數字孿生資產）real-world assets (RWA) are set to unlock an even broader future.

As of the end of 2025, the total market capitalization of digital native assets stood at just under US$3 trillion, an impressive performance for an alternative asset class. In comparison, the total size of global financial assets reached US$270 trillion. Spearheaded by events such as BlackRock's launch of its first institutional digital liquidity fund (BUIDL) and proposals for stock tokenisation trading submitted to the U.S. SEC by Nasdaq and the NYSE, if just 10% of global assets become tokenised digital twins over the next 5-10 years, it would create an incremental market of at least US$27 trillion – nine times the size of the current digital native market. Critically, RWAs are financial assets bound by jurisdictional regulations, creating a natural moat for onshore exchanges.

3. A Migration in Financial Infrastructure: From "Off-chain" to "On-chain"

We are witnessing a profound transformation from "off-chain" to "on-chain," the essence of which is the comprehensive upgrade of a new generation of financial infrastructure. Whether through stablecoins, central bank digital currencies (CBDCs), or RWA products, the underlying driver is the recognition of the real-time, efficient, and programmable capabilities of blockchain technology. This is no longer a distant vision but a transformation happening now.

On the capital side, three models are emerging in parallel, collectively building an on-chain value network: 1) commercial stablecoins, 2) CBDCs, and 3) tokenised bank deposits. With a global circulation exceeding US$300 billion, stablecoins have validated the immense market demand, while national CBDCs and tokenised bank deposits gained significant momentum in 2025. While their commercial attributes and use cases may differ, they are all built on blockchain architecture and utilize smart contracts to create programmable money, representing an evolution of currency itself.

On the asset side, the path for assets to move on-chain is clear: starting with highly standardized financial products and gradually extending to the broader real world. Standardized assets, exemplified by money market funds and ETFs, have been the first to be tokenised due to their ease of verification. For non-standard financial products, commodities, and real estate, large-scale tokenisation may require the maturation of other supporting technologies due to their lower degree of standardization and the higher difficulty in value verification and tracking. Even more exciting for the market, in 2025, Nasdaq, the NYSE, and Coinbase submitted business proposals for stock tokenisation to the U.S. SEC, signaling that the door for core equity assets to move on-chain is about to open.

This ultimately converges into a grand vision: the upgrade of an entire new financial infrastructure. As former U.S. SEC Chairman Paul Atkins stated when launching "Project Crypto": "We are on the threshold of a new epoch in market history... 'Project Crypto' is designed to modernize our U.S. securities rules and regulations, enabling U.S. financial markets to transact on-chain." We believe this historic opportunity also belongs to Hong Kong, to Asia, and to every participant who embraces this change.

OUTLOOK FOR 2026

Similar trends are also unfolding in Hong Kong and across the Asia-Pacific region. Hong Kong's advantages in developing stablecoins and RWA are unparalleled, with few regions globally able to compare. This unique position stems from its access to the resources of mainland China, the world's second-largest economy, combined with its ability to align with the global digital economy under the "One Country, Two Systems" framework.

Against this backdrop, within two years of launching our exchange business, HashKey has become the largest onshore trading platform in Hong Kong by trading volume, liquidity, and assets under custody, establishing a solid foundation in Asia. In 2026, HashKey will execute its "Core Business with Two Growth Engines" strategy. We will continue to deepen our core business in compliant transaction facilitation services as the "Core" extending our platform's trading, compliance, risk management, and security capabilities to more partners across Asia. Simultaneously, we will expand the scope of our services and the clients we serve through the development of on-chain infrastructure and the enhancement of the Group's AI capabilities as the "Two Growth Engines."

Strengthening the "Core": We will deepen the core capabilities of our compliant trading platform. We will continue to enhance liquidity by exploring shared order books with overseas compliant platforms and expanding our Omnibus business, which serves brokerage firms.

Regarding our product offerings, considering that HashKey currently focuses on providing spot trading of virtual assets, there is significant room for expansion into services common in mature financial markets, such as margin trading, derivatives, staking, and lending. The SFC's "Roadmap for the Regulation of Virtual Asset Markets" published in 2025 also provides positive and open guidance for the launch of these products. HashKey is actively communicating with regulators and hopes to gradually build and launch these product categories in 2026. The introduction of these products will provide professional institutions with more financial tools and accelerate the entry of mainstream financial institutions into the virtual asset market.

In terms of enriching tradable assets, HashKey's Earn Channel has already listed tokenised gold assets, money market funds, and other fixed-income assets. HashKey RWA will continue to focus on the tokenisation of financial assets to offer more asset classes to our clients, while HashKey Capital's asset management services provide a compliant framework for listing different assets. Meanwhile, HashKey is closely monitoring the active exploration of stock tokenisation in the U.S. and European markets, and we will explore the business possibilities with regulators in different regions.

Regarding the development of on-chain infrastructure, centered on HashKey Chain, a public Layer-2 chain based on Ethereum, HashKey is focused on developing and operating public infrastructure that meets the needs of financial institutions. This includes features such as on-chain KYC, anti-money laundering, and prevention of malicious attacks. Furthermore, the development of RWAs holds great promise for the future. As a bridge connecting traditional finance and the digital world, HashKey is fully prepared. From our technological reserves to one-stop compliant solutions, we have a first-mover advantage. HashKey has now launched a one-stop RWA solution, covering the entire process from asset screening, structural design, and post-issuance monitoring to secondary market trading, providing institutional clients with efficient and compliant tokenisation solutions. Lastly, HashKey is also focused on the frontiers of technology, such as privacy computing and fully homomorphic encryption, whose development will expand the application scenarios for blockchain, digital assets, and data assets.

On another front, in our exploration of Artificial Intelligence, AI is currently upgrading from a personal productivity tool to a foundational capability at the corporate group level. In 2026, HashKey will continue to deepen its efforts on three levels:

I. Cost Reduction and Efficiency Improvement: We will centralize the procurement of enterprise-level AI products across the Group, encouraging employees to integrate AI into their daily work to improve efficiency and reduce operational costs. This will be reflected in the administrative expenses of our IT, marketing, HR, and finance departments.

II. Organizational Evolution: We will establish a Group Technology Committee to systematically review our operational systems and business processes, enabling a gradual organizational restructuring to adapt to the relationships of the AI era.

III. Exploration of New Asset Classes and the Agent Economy: We are closely monitoring the potential for new asset classes created by AI (such as AI Tokens). When AI Agents form an independent economy, the existing bank account-based payment systems will be unable to support their micro-API calls and payments, giving rise to entirely new financial services and economic forms. By joining cutting-edge technology organizations like Google's AP2, the Group is building a technological reserve for the agent economy.

We firmly believe that AI atomizes information, while Web3 atomizes value. The explosive growth of AI will inevitably usher in the era of the "agent economy," and blockchain is the best network to carry the value distribution created by these agents. AI and Web3, seemingly on different paths, are two sides of the same coin, destined to converge in the near future. HashKey is steadily advancing toward this goal, committed to contributing our strength to building a more transparent, trustworthy, and inclusive digital future.

Finally, I would like to once again thank all our shareholders for your trust and support. We look forward to witnessing and creating this exciting future together with you.

Dr. Xiao Feng
Executive Director, Chairman of the Board, and Chief Executive Officer

Business Review and Outlook

BUSINESS REVIEW FOR THE REPORTING PERIOD

Business Highlights

The regulatory framework for digital assets evolved significantly in 2025: Major jurisdictions around the world, including the United States, Europe, the Middle East and Hong Kong, made notable progress in establishing regulatory clarity for digital assets. With regulatory framework such as the Stablecoins Ordinance introduced by the Hong Kong Monetary Authority (HKMA) and the expansion of the virtual asset trading platform (VATP) regulatory regime introduced by the Securities and Futures Commission (SFC), Hong Kong has further strengthened its position as Asia's leading hub for regulated digital assets.

Meanwhile, the digital asset market experienced turbulence. Macroeconomic uncertainty, liquidity tightening in global markets, and shifting investor sentiment contributed to market instability. In particular, the industry experienced a large-scale liquidation event in October 2025, which amplified a series of market volatility and highlighted the structural risks associated with highly leveraged trading environments. Against this backdrop, the advantages of regulated and onshore digital asset trading platforms became increasingly evident.

Notwithstanding the short-term volatility observed during the Year, the Group remains confident in the long-term development of the digital asset market. The current downturn is largely part of the cyclical nature of the Bitcoin market and the broader digital asset ecosystem. Periods of market correction have historically facilitated a transition from speculative trading activity toward a more mature market structure, characterized by increased participation from institutional investors and long-term asset allocators. Such market conditions also provide opportunities for existing users to rebalance their portfolios and for the industry to strengthen its underlying infrastructure and regulatory framework. Looking ahead, the Group continues to firmly believe in several long-term structural trends underpinning the development of the digital asset market.

Navigating both the opportunities and the challenges, the Group continued to optimize its resource allocation during the Year, strengthening its flagship onshore platform, and deepened its engagement with institutional investors in Hong Kong. At the same time, the Group continued to expand its business across multiple jurisdictions, including Bermuda, Singapore, Japan, the Middle East and Europe. The Group further developed its multi-business ecosystem, integrating transaction facilitation services, on-chain services, and asset management services to meet the evolving needs of institutional and professional investors. As a result of these initiatives, the Group achieved significant milestones in 2025 as below:

- During the Year, the Group successfully completed its initial public offering and was listed on the Stock Exchange, marking an important milestone in the Group's development and strengthening its capital base to support future growth.

- In terms of trading volume of its transaction facilitation services, during the Year, the Group remained the largest regional onshore digital asset trading platform in Asia and the largest in Hong Kong with a trading volume of HK$590.8 billion, of which HK$376.7 billion was generated in the second half, representing a year-on-year growth of 29.6%, maintaining a dominant market position. Trading volume from Hong Kong operations reached HK$530.0 billion in FY2025, representing a year-on-year increase of 72.3%. During the Year, the Group's transaction facilitation services generated revenue of HK$522.8 million.

- As at December 31, 2025, the Group's assets on platforms reached HK$18.4 billion, representing a year-on-year increase of 60.5%, with peak levels exceeding HK$20.0 billion during the Year. The Group's assets on platforms maintained an overall increasing trend, reflecting the steady expansion of its customer base and increasing user engagement on the platform.

- During the year, the Group's Hong Kong platform entered a period of accelerated growth; leveraging the Omnibus model to partner with the licensed financial institutions. Transactions by Omnibus customers increased significantly to HK$86.4 billion in FY2025 (HK$11.7 billion in FY2024).

- The Group expanded its institutional staking services and became Hong Kong's first provider to offer ETH ETF staking and ETH DAT Staking for clients such as MicroBit and Quantum Solutions. Average assets under staking reached approximately HK$22.4 billion during the Year.

- The Group significantly advanced its RWA tokenisation ecosystem by launching the world's first tokenised money market ETF and deploying 11 tokenised products on HashKey Chain, reaching a total RWA value of HK$2.0 billion. This growth was further supported by strategic collaboration and investment in Asseto, supporting the development of institutional-grade on-chain asset infrastructure and accelerating the adoption of tokenised financial assets.

- In the asset management segment, the Group continued to expand its fund platform. Fund IV completed its first close of HK$1.9 billion; Fund II achieved approximately two times return. As at December 31, 2025, its AUM for asset management services reached HK$7.2 billion.

- The Group was recognized by Bloomberg Businessweek as the "FinTech Platform Provider of the Year (Cryptocurrency)" in 2025, and named as one of the world's leading exchanges in Forbes' "The World's Most Trustworthy Crypto Exchanges" in 2025 for the second consecutive year.

Amid the rapid evolution of the digital asset industry, the Group has established a broad network of leading banks, payment networks, asset management firms, securities companies, insurance companies, overseas compliant digital asset trading institutions, fintech enterprises and Web3 projects. Such collaborations have expanded distribution channels, enhanced platform liquidity, accelerated the widespread adoption of digital assets, and supported the sustained growth of our diversified, institutional-grade client base.

In addition, the Group has partnered with top universities, including Hong Kong University of Science and Technology and China University of Political Science and Law, to conduct joint research, talent development programs, and academic-industry collaboration initiatives. Such partnerships support innovation in digital finance and strengthen the Group's long-term industry capabilities.

Solutions and Services

Transaction facilitation services

Trading activity continued to expand across both exchange platforms and OTC channels. For the year ended December 31, 2025, the Group's trading volume of transaction facilitation services reached HK$590.8 billion, with trading volume from institutional customers maintaining an upward trend, increasing to HK$431.0 billion in FY2025 (compared to HK$273.7 billion in FY2024), and trading volume from omnibus customers increasing significantly to HK$86.4 billion in FY2025 (compared to HK$11.7 billion in FY2024). While trading volume from retail customers decreased to HK$73.4 billion in FY2025 (compared to HK$353.0 billion in FY2024), primarily due to the overall market slowdown in the first half of 2025. By region, trading volume from Hong Kong operations reached HK$530.0 billion in FY2025, representing a year-on-year increase of 72.3%. Driven by the gradually improved market penetration and operating efficiency, its transaction facilitation services generated revenue of approximately HK$522.8 million for the year ended December 31, 2025. Specifically, assets on platforms continued to grow steadily, reaching approximately HK$18.4 billion as at December 31, 2025, with peak levels exceeding HK$20.0 billion during the Year, representing a year-on-year increase of 60.5%.

Growth was primarily driven by the expansion of coin-denominated assets and the increasing adoption of digital asset trading among institutional and professional investors. As at December 31, 2025, the Hong Kong exchange platform supported 27 spot trading pairs, with three newly launched in 2025, while the Bermuda platform supported 65 spot trading pairs, including 49 newly added pairs during the Year, further broadening the range of tradable digital assets available on the platform.

On-chain services

In 2025, the Group's on-chain services achieved meaningful progress across tokenisation, chain infrastructure and institutional DeFi. The Group's average assets under staking reached HK$22.4 billion during the Year. The monetization rate for staking services decreased to 0.2% compared to 0.3% in FY2024, primarily due to lower on-chain reward rates across networks, resulting from the market downturn.

Moreover, the Group continued to expand its tokenisation ecosystem and project pipeline. During the Year, the Group completed multiple collaborative projects covering financial institutions, real estate and cross-border assets, and deployed 11 tokenised products on-chain, achieving a total RWA value of approximately HK$2.0 billion. Acting as the tokenisation service provider, distributed ledger technology provider and fund share distributor, the Group supported launching the world's first tokenised ETFs: namely, the Bosera HKD Money Market ETF (Unlisted Tokenised Class) and the Bosera USD Money Market ETF (Unlisted Tokenised Class). This momentum was further extended through a strategic service agreement with GF International, resulting in the successful rollout of the GF USD Money Market Fund. Together, these initiatives significantly expanded the Group's pipeline of compliant RWA products, offering investors a broader range of sophisticated, on-chain asset options.

Asset management services

The Group further advanced its asset management strategy beyond its venture capital roots, transitioning toward a multi-asset, primary-secondary integrated, and institutional-grade investment model within regulatory frameworks in Hong Kong and Singapore. In 2025, the Group completed the first close of Fund IV with committed capital of HK$1.9 billion and continued to advance subsequent closings. During the Year, the Group achieved partial exits from Fund II, delivering cumulative returns of approximately two times, while the remaining portfolio continues to progress through monetization, supporting ongoing cash distributions and demonstrating its execution capability in exits and liquidity management. Fund III invested in a series of outstanding digital asset-related projects. The Group's asset management platform also continued to support the broader development of tokenised financial products by identifying and incubating projects across the digital asset and Web3 ecosystem. As of December 31, 2025, its AUM for asset management services reached HK$7.2 billion.

License

For the year ended December 31, 2025, the Group expanded its regulatory coverage through the acquisition of key licences and completing registrations in major jurisdictions. In the Middle East, the Group obtained a Virtual Asset Service Provider licence from the Dubai Virtual Assets Regulatory Authority through its subsidiary in the United Arab Emirates, enabling the Group to conduct virtual asset trading and brokerage services in Dubai. In Europe, our subsidiary was successfully registered as a Virtual Asset Service Provider (VASP) with the Central Bank of Ireland at the end of 2024, demonstrating that the Group's Anti-Money Laundering and Counter-Terrorist Financing policies, systems and controls met the highest regulatory standards. With the introduction of the Markets in Crypto-Assets Regulation (MiCA) and the expiry of Ireland's transitional (grandfathering) period, the subsidiary surrendered its VASP registration at the end of 2025, as national registrations were no longer available under the harmonised MiCA framework.

RECENT DEVELOPMENTS AFTER THE REPORTING PERIOD

Regulatory Progress and the Group's Strategic Layout for RWA

Subsequent to the Reporting Period, regulatory developments in the PRC have continued to evolve regarding the offshore issuance of tokenised real-world assets. On February 6, 2026, several PRC regulators jointly issued a circular addressing virtual currencies and RWA, clarifying the inherent nature of real-world asset tokenisation and related business activities. For RWA-related businesses, the principle of "same business, same risk, same regulation" has been formally adopted, and domestic entities conducting such activities overseas will be regulated by different competent authorities in accordance with the specific form of their business. In particular, with respect to RWA structured as asset-backed securities (ABS), the China Securities Regulatory Commission (CSRC) has published the Guidelines on the Offshore Issuance of Asset-Backed Securities Tokens Based on Onshore Assets, which clarifies the potential securities nature of asset-backed tokens and specifies that certain categories of tokenised assets – including equity-based and asset securitisation-based products – shall be subject to filing or registration requirements with the relevant competent authorities. These regulatory developments are expected to foster the emergence of a more defined compliance framework, under which onshore assets may be structured and approved for offshore tokenisation in line with the "same business, same risk, same regulation" principle and the applicable supervisory regime for comparable traditional offshore financing arrangements.

Against this evolving policy backdrop, the Group has continued to advance its digital asset ecosystem and RWA-related product capabilities. In particular, the Group supported the tokenisation deployment and issuance of Hong Kong's first real estate RWA project on HashKey Chain, marking an important milestone in establishing compliant and innovative on-chain financial infrastructure. The Group has also launched a one-stop solution for RWA, providing end-to-end services that encompass asset screening and due diligence, architectural design, on-chain technology, issuance and liquidity management, and post-issuance risk monitoring. Collectively, these developments reflect the Group's continued alignment with emerging regulatory expectations and its efforts to facilitate compliant institutional access to tokenised representations of real-world assets within a regulated digital asset framework.

Diversified Expansion of Trading Platform Assets and Services

Subsequent to the Reporting Period, the Group continued to expand the range of digital assets for trading on HashKey Exchange. Newly listed digital assets include Ripple USD (RLUSD), Conflux (CFX), Sui (SUI), XDC Network (XDC), and HashKey Platform Token (HSK). Notably, the Group completed the integration of Tether (USDT) on the Aptos network to enhance settlement efficiency. The addition of these new digital assets broadened the range of tradable assets on the Group's trading platform, enhancing market liquidity and improving execution efficiency for both institutional and professional investors.

The Group also launched ETH Staking on the trading platform, enabling clients to conveniently stake their ETH held on the Hong Kong exchange platform through a one-click staking function within the HashKey Earn Channel. These initiatives further support the Group's efforts to facilitate compliant access to tokenised representations of real-world assets and blockchain-based financial applications, while strengthening the overall depth and resilience of its trading ecosystem.

Enhancing HSK Listings on Multiple Exchanges

Subsequent to the Reporting Period, HSK has been listed on leading exchanges, such as Kraken and HashKey Exchange. Building on its successful listings across several major digital asset trading platforms, this development further integrated HSK into the global mainstream liquidity system denominated in USD and EUR. It enabled the Group to provide a more direct and transparent trading channel for global users, particularly those in the regulated markets across Hong Kong and Europe, and drive the optimization of HSK's global liquidity structure. Furthermore, an expanding global user base would continue to enrich HSK's global community ecosystem.

BUSINESS OUTLOOK

The digital asset industry is currently undergoing three major structural transformations: (i) migration of trading activity from offshore platforms to onshore platforms; (ii) expansion of asset categories from digital-native assets to include tokenised digital twin assets; and (iii) the gradual shift of financial activities from off-chain systems to on-chain ecosystems. Building on these trends, the Group will adhere to its compliance-first, technology-driven and ecosystem synergetic core development strategy, take the Hong Kong International Financial Centre as the core hub, and continue to build a compliant, scalable and institutional-grade digital asset ecosystem across key global markets. We are committed to becoming the core bridge linking traditional finance and the Web3 sector, and driving the industry towards the mainstream development trend of compliance and institutionalisation. Key strategic priorities include:

- In transaction facilitation services, the Group will expand digital asset products, such as perpetual contracts, margin financing, futures products and payment services, improve platform liquidity and execution, strengthen technology, risk management, and compliance to support sustainable growth, pursue selective market expansion to tap into new regional opportunities. Specifically, stablecoin-related services represent a key strategic priority of the Group, leveraging its exchange platform to facilitate efficient conversion between fiat currencies and digital assets. This strategic focus is supported by a significant increase in fiat trading volume to HK$276.3 billion compared to HK$153.9 billion in FY2024, primarily attributable to the shift in market participants' preference towards fiat channels amid the market slowdown. The Group is actively strengthening its fiat on- and off-ramp channels across multiple jurisdictions. Stablecoins have become an integral component of the Group's ecosystem, contributing to 48.0% of its digital assets trading volume in FY2025. The Group has supported the trading and settlement of major stablecoins on its platform. Going forward, the Group will actively collaborate with licensed stablecoin institutions in Hong Kong to provide comprehensive support including stablecoin on-chain deployment, addition of trading pairs, payment services and exploration of the RWA ecosystem, thereby enhancing the market penetration of stablecoins.

- In on-chain services, the Group will continue to develop HashKey Chain for institutional use, advance real-world asset tokenisation, staking, and on-chain settlement, and promote adoption of its Crypto-as-a-Service solutions by financial institutions and enterprises.

- In RWA initiatives, the Group will continue to develop its one-stop solution for RWA tokenisation. With the recent regulatory guidance in PRC, clear regulatory pathways for both equity- and asset-backed RWA have emerged, highlighting strong market potential for compliant institutional participation in tokenised real-world assets.

- In asset management services, the Group will broaden investment strategies, including treasury-focused and multi-asset products, while enhancing investment, risk, and operational capabilities to support long-term platform growth. In light of recent policy developments by the SFC, the Group is also closely monitoring potential opportunities relating to proprietary market making.

- As at December 31, 2025, the Group had 1,505,040 registered customers and 148,715 funded customers, demonstrating its strengthened market presence. Building on this growing user base, the Group will continue to develop platform capabilities to support the trading and circulation of multiple regulated stablecoins, thereby enhancing liquidity, settlement efficiency and institutional adoption within its digital asset ecosystem.

- Currently, AI is evolving from a personal productivity tool to an institutional-grade core capability, becoming a fundamental part of our future product ecosystem. The convergence of Web3 and AI has emerged as a primary driver of industry innovation. The decentralized nature of digital assets and Web3 ecosystem are naturally aligned with the requirements of AI Agents, collectively catalyzing a new growth cycle for the sector.

  To enhance organizational performance, the Group is integrating AI across all workflows to drive efficiency and cost optimization. We have established a Group Technology Committee to oversee AI strategy and cross-functional coordination. Currently, AI is already embedded within our risk management and security frameworks. Moving forward, the Group will transition toward an AI-driven R&D lifecycle and introduce autonomous agent processing for daily scenarios within corporate functions.

  In terms of strategic positioning, the Group is prioritizing AI Agent payment infrastructure as the intersection of AI and Web3. The Group has joined the Agent Payment Protocol (AP2) alliance initiated by Google. Digital assets offer distinct advantages within the AI Agent ecosystem: as native value carriers with decentralized trust mechanisms and on-chain programmability, they are uniquely suited to the value-exchange requirements of AI Agents as independent digital entities. Furthermore, Web3 infrastructure – including decentralized identity (DID), smart contract automation, and native wallet accounts – provides the framework for AI Agents to achieve autonomous identity management, secure settlement, and verifiable economic activity.

  With the development of Generative AI and the emergence of enterprise-grade applications, the Group's internal readiness – both in terms of organization and talent – combined with the expansion of the digital asset industry, positions the Group to leverage the integration of AI and Web3 to drive scalable growth in a compliant manner.

- In light of recent developments, the Group remains confident that the United Arab Emirates (the "**UAE**") and other jurisdictions will continue to pursue policies aimed at attracting foreign investment and establishing international financial centres. Within this framework, digital assets are expected to remain an important component of the region's financial innovation strategy, providing opportunities for regulated platforms like the Group to expand their offerings and deepen market engagement.

- The Group will continue to advance its exchange alliance, establishing strategic partnerships with leading licensed exchanges in key countries to deepen its market presence and collaboration. Through these initiatives, the Group aims to integrate liquidity across Southeast Asia, strengthen its regional footprint, and build a pan-Asian liquidity network.

Looking ahead, the Group will continue to build upon the cornerstones of regulatory compliance, technological innovation, and risk management. We will persistently expand our global compliance licensing footprint, leveraging economies of scale to enhance operating leverage and optimize our cost structure. In addressing market challenges, we will be driven by deepening ecosystem synergies and innovation to ultimately create long-term value for our clients and shareholders, solidifying our leading position in Asia's compliant digital asset services sector.

Dr. Xiao Feng
Executive Director, Chairman of the Board, and
Chief Executive Officer

Management Discussion and Analysis

The Board presents the audited consolidated financial results of the Group for the Year.

REVIEW OF RESULTS

Overall performance

The Group's revenue for the Year remained relatively stable at HK$723.1 million (FY2024: HK$720.7 million).

Net loss for the Year was HK$1,084.3 million (FY2024: HK$1,189.6 million). Adjusted loss for the year (Non-IFRS measure) was HK$736.6 million for the Year (FY2024: HK$545.2 million).

Non-IFRS Measures

To supplement the Group's consolidated statement of profit or loss, which is presented in accordance with IFRS Accounting Standards, it uses adjusted loss (Non-IFRS measure) as an additional financial measure, which is not required by, or presented in accordance with, IFRS Accounting Standards. The Group defines adjusted loss (Non-IFRS measure) as loss for the year adjusted by adding back: (i) equity-settled share-based payment expenses, (ii) interest expense arising from preferred shares – HashKey Series A, which were converted into equity upon the listing, all of which are non-cash in nature as well as (iii) listing expenses, which are non-recurring in nature.

The Group believes that this Non-IFRS measure facilitates comparisons of operating performance and provides useful information to investors and others in understanding and evaluating its operating performance in the same manner as it helps its management. However, the Group's presentation of this Non-IFRS measure may not be comparable to similarly titled measures presented by other companies. The use of this Non-IFRS measure has limitations as an analytical tool, and investors should not consider it in isolation from, or as a substitute for, analysis of the Group's results of operations or financial condition as reported under IFRS Accounting Standards.

The Group's adjusted loss for the year (Non-IFRS measure) increased by HK$191.4 million, from HK$545.2 million in FY2024 to HK$736.6 million in FY2025. This was primarily driven by a fair value loss on digital assets of HK$95.3 million in FY2025 as compared to a fair value gain on digital assets of HK$31.2 million in FY2024 due to the market downturn.

The following table sets forth a reconciliation of the Group's adjusted loss for the year (Non-IFRS measure) for the years ended December 31, 2025 and 2024.

	Year ended December 31,	
	2025	2024
	(in thousands of HK$)	
Loss for the year	**(1,084,333)**	(1,189,607)
Add back:		
Equity-settled share-based payment expenses	**131,521**	566,208
Interest expense arising from preferred shares – HashKey Series A	**150,367**	78,215
Listing expenses	**65,801**	–
Adjusted loss for the year (Non-IFRS measure)	**(736,644)**	(545,184)

FINANCIAL REVIEW

Year Ended December 31, 2025 Compared to Year Ended December 31, 2024

The following table sets forth the comparative figures for the years ended December 31, 2025 and 2024.

	Year ended December 31,	
	2025	2024
	(in thousands of HK$)	
Revenue	**723,092**	720,731
Cost of revenue	**(314,627)**	(188,218)
Gross profit	**408,465**	532,513
Other (losses)/gains, net	**(61,321)**	39,908
Research and development expenses	**(503,930)**	(556,661)
Sales and marketing expenses	**(374,831)**	(390,099)
General and administrative expenses	**(376,603)**	(632,960)
Loss from operations	**(908,220)**	(1,007,299)
Finance costs	**(197,062)**	(169,278)
Share of net profit/(loss) from an associate	**25,064**	(6,893)
Loss before taxation	**(1,080,218)**	(1,183,470)
Income tax	**(4,115)**	(6,137)
Loss for the year	**(1,084,333)**	(1,189,607)
Attributable to:		
Equity shareholders of the Company	**(1,086,872)**	(1,188,993)
Non-controlling interests	**2,539**	(614)
Loss for the year	**(1,084,333)**	(1,189,607)
Loss per share		
Basic and diluted (HK$)	**HK$(0.74)**	HK$(0.88)

Revenues

Revenues remained relatively stable at HK$723.1 million for the year ended December 31, 2025. The following table sets forth the Group's revenues by revenue source for the years ended December 31, 2025 and 2024.

	Year ended December 31,			
	2025		2024	
	Amount	**% of total revenues**	Amount	% of total revenues
	(in thousands of HK$, except for percentages)			
Transaction facilitation services	**522,796**	**72.3**	517,773	71.9
On-chain services	**83,205**	**11.5**	124,802	17.3
Asset management services	**117,091**	**16.2**	78,156	10.8
Total revenues	**723,092**	**100.0**	720,731	100.0

Transaction facilitation services

Revenue from transaction facilitation services increased by 1.0% year-on-year to HK$522.8 million compared to HK$517.8 million in FY2024. The challenging market environment and market downturn resulted in a decrease in the Group's trading volume to HK$590.8 billion compared to HK$638.4 billion in FY2024, primarily because of the reduced trading activities by retail customers. Against this backdrop, the increase in revenue was primarily attributable to the Group's strategic focus on the Hong Kong platform and optimization of operations amid the challenging market environment, which enhanced monetization and transaction activity through expanded institutional partnerships, compliant on– and off-ramp capabilities and a broader product offering, as well as increased assets on platforms driven by the expansion of our omnibus account solutions for securities firms and financial institutions and the launch of our OTC Marketplace, which provides block trading and settlement services to institutional customers, thereby attracting institutional participation and facilitating large-volume transactions. As a result, the trading volume from Hong Kong increased significantly to HK$530.0 billion compared to HK$307.6 billion in FY2024, while the trading volume from Bermuda decreased to HK$14.7 billion compared to HK$304.1 billion in FY2024.

On-chain services

Revenue from on-chain services decreased by 33.3% year-on-year to HK$83.2 million compared to HK$124.8 million in FY2024. This decline was primarily driven by the market downturn, which also caused the prices of tokens associated with the proof-of-stake consensus mechanism to fluctuate. Such challenging market conditions led to a decrease in the Group's average assets under staking to HK$22.4 billion compared to HK$25.7 billion in FY2024. In response, the Group undertook a strategic repositioning of its staking services, including the exit from certain low-return projects. While these measures improved overall yield, they resulted in a reduction in the average assets under staking as well as total revenue.

Asset management services

Revenue from asset management services increased by 49.8% year-on-year to HK$117.1 million compared to HK$78.2 million in FY2024, primarily due to the recognition of carry interest in FY2025, supplemented by growth in assets under management and the successful implementation of the Group's integrated asset management strategy.

Cost of Revenue

Cost of revenue was HK$314.6 million for the year ended December 31, 2025, increased by 67.2% year-on-year, primarily attributable to a higher level of liquidity costs compared to FY2024, as the exchange platform continues its steady expansion.

Gross Profit and Gross Profit Margin

As a result of the foregoing, gross profit was HK$408.5 million for the year ended December 31, 2025, decreased by 23.3% year-on-year. Gross profit margin decreased to 56.5% for the year ended December 31, 2025, from 73.9% in FY2024. This margin decline was primarily due to the decline in the gross profit margin of the transaction facilitation services.

The following table sets forth the Group's gross profit and gross profit margin by line of business of its digital asset platform for the years ended December 31, 2025 and 2024.

	Year ended December 31,			
	2025		2024	
	Gross profit	**Gross profit margin**	Gross profit	Gross profit margin
	(in thousands of HK$, except for percentages)			
Transaction facilitation services	**214,551**	**41.0**	338,637	65.4
On-chain services	**77,012**	**92.6**	115,992	92.9
Asset management services	**116,902**	**99.8**	77,884	99.7
Overall	**408,465**	**56.5**	532,513	73.9

Transaction facilitation services

The Group's gross profit margin of transaction facilitation services decreased to 41.0% from 65.4% in FY2024, primarily attributable to increased liquidity costs incurred to maintain the exchange order book during the downward trend of the digital asset market. In addition, fair value changes on digital assets recorded a loss of HK$11.9 million in FY2025 compared with a gain of HK$15.1 million in FY2024, further exerting pressure on gross profit and margin.

On-chain services

The Group's gross profit margin of on-chain services remained relatively stable at 92.6% for the year ended December 31, 2025 and 92.9% in FY2024.

Asset management services

The Group's gross profit margin of asset management services remained relatively stable at 99.8% for the year ended December 31, 2025 and 99.7% in FY2024.

Other (losses)/gains, net

The Group recorded other losses of HK$61.3 million for the year ended December 31, 2025 and other gains of HK$39.9 million in FY2024, primarily attributable to (i) a net loss on digital assets of HK$83.4 million during the Year, compared to a net gain of HK$16.2 million in FY2024, reflecting the downturn in cryptocurrency market prices; and (ii) a foreign exchange loss of HK$11.2 million during the Year, compared to a gain of HK$14.3 million in FY2024, mainly due to fluctuations in exchange rates arising from changes in global market conditions.

Research and development expenses

Research and development expenses for the year ended December 31, 2025 were HK$503.9 million, showing a decrease of HK$52.8 million compared to HK$556.7 million in FY2024. The decrease was mainly due to the decline in staff costs by HK$32.6 million as the Group implemented an employee incentive plan in FY2024 and decrease in IT expenses of HK$22.8 million.

Sales and marketing expenses

Sales and marketing expenses were HK$374.8 million for the year ended December 31, 2025, representing a decrease of HK$15.3 million from HK$390.1 million in FY2024. The decrease was mainly due to the decline in staff costs by HK$20.0 million as the Group implemented an employee incentive plan in FY2024.

General and administrative expenses

General and administrative expenses were HK$376.6 million for the year ended December 31, 2025, showing a significant decrease of HK$256.4 million compared to HK$633.0 million in FY2024. The decrease was mainly due to the decline in share-based payment expenses by HK$338.6 million as the Group implemented an employee incentive plan in FY2024, partially offset by the listing expenses of HK$65.8 million.

Finance costs

Finance costs increased by HK$27.8 million from HK$169.3 million in FY2024 to HK$197.1 million for the year ended December 31, 2025. This increase was driven by interest expenses arising from redemption liabilities.

Share of net profit/(loss) from an associate

The Group recorded share of net profit from an associate of HK$25.1 million for the year ended December 31, 2025, compared to share of net loss from an associate of HK$6.9 million in FY2024, primarily attributable to a deemed disposal gain arising from the dilution of the Group's equity interest in RD International Holdings Limited following a capital injection by other shareholders in FY2025.

Loss for the Year

Loss for the year was HK$1,084.3 million for the year ended December 31, 2025, as compared to HK$1,189.6 million in FY2024.

Liquidity and financial resources

As at December 31, 2025, the Group recorded total assets of HK$4,181.9 million (December 31, 2024: HK$1,613.8 million), total liabilities of HK$1,334.5 million (December 31, 2024: HK$2,666.3 million) and total equity of HK$2,847.3 million (December 31, 2024: total deficit of HK$1,052.5 million). As at December 31, 2025, the gross gearing ratio (defined as total liabilities over total assets) was approximately 31.9% (December 31, 2024: 165.2%).

During the year ended December 31, 2025, the Group funded its cash requirements principally through cash and cash equivalents, loans from related parties and external financing from preferred shares. The Group's cash and cash equivalents increased by 814.8%, from HK$306.8 million as at December 31, 2024 to HK$2,806.5 million as at December 31, 2025.

Interest-bearing bank and other borrowings

As at December 31, 2025, the Group had no interest-bearing bank and other borrowings.

Significant investments

As of December 31, 2025, the Group's financial assets measured at fair value through profit or loss amounted to approximately HK$417.3 million. Details of the significant investments are as follows:

	Fair value change *HK$'000*	Fair value as at December 31, 2025 *HK$'000*	Approximate percentage to the Group's total assets as at December 31, 2025 *%*
Prometheum Inc.	2,337	390,751	9%
Other financial assets measured at fair value through profit or loss	(3,793)	26,531	1%
Total	(1,456)	417,282	10%

As of December 31, 2025, investment in Prometheum, Inc. ("**Prometheum**") was regarded as a significant investment of the Group as the fair value of the Group's investment in Prometheum amounted to HK$390,751,000, which comprised approximately 9% of the Group's total assets. Prometheum is a Delaware corporation principally engaged in developing and commercialising an integrated network for the issuance, trading, clearing, settlement and custody of blockchain protocol-based Digital Asset Securities in the United States. The Group manages its investment portfolio with the primary objective of seeking financial returns through long-term investments in innovative enterprises. As of December 31, 2025, we held 11,479,167 shares of common stock in Prometheum, which represented approximately 20% of the equity interests in Prometheum, with our initial investment cost being approximately US$6.9 million. During the year ended December 31, 2025, the fair value change on our investment in Prometheum amounted to a gain of HK$2,337,000. No dividends were received from Prometheum for the year ended December 31, 2025.

Save as disclosed above, there were no other significant investments held by the Group as of December 31, 2025.

Material acquisitions and disposals

The Group did not have any material acquisitions or disposals of subsidiaries, associates and joint ventures during the year ended December 31, 2025.

Charge on the assets

As at December 31, 2025, the Group did not have any charge or pledge on assets (December 31, 2024: Nil).

Future plans for material investments or capital assets

The Group did not have detailed future plans for material investments or capital assets as at December 31, 2025.

Gearing ratio

As at December 31, 2025, the Group's gearing ratio (equals total liabilities divided by total assets, in percentage) was 31.9% (December 31, 2024: 165.2%).

Exposure to fluctuations in exchange rates

The Group operates across the globe, including Hong Kong, Bermuda, Singapore, Japan, and the UAE. Foreign exchange risk arises from recognized assets and liabilities denominated in a currency that is not the Group's functional currency, and from net investments in foreign operations. As at December 31, 2025, most of the financial assets and liabilities of the Group's subsidiaries are denominated in their respective functional currencies.

There are certain U.S. dollar financial assets and liabilities held by the Group with HK$ as the functional currency. Since HK$ is pegged to the U.S. dollar, the Group's management considers the foreign exchange risk arising from such financial assets and liabilities to be not significant. Hence, the Directors do not have any material foreign exchange risk exposure, and no sensitivity analysis is presented.

The Group manages its foreign exchange risk by performing regular reviews of its net foreign exchange exposures and seeking to minimize these exposures through natural hedges wherever possible.

Commitments

The Group did not have any material capital commitment as at December 31, 2025.

Contingent liabilities

The Group did not have any significant contingent liabilities as at December 31, 2025.

Employees and Remuneration

As at December 31, 2025, the Group had 340 full-time employees (December 31, 2024: 362) based across global locations, including Hong Kong, Singapore, Japan, Malaysia, Middle East, and Europe. The total employee remuneration expenses for the year ended December 31, 2025, including share-based payments, were HK$581.3 million, as compared to HK$969.2 million for the year ended December 31, 2024, due to the decrease in share-based payments.

The Group's employees' remuneration mainly comprises salaries, bonuses, pension contributions and other employee benefits. The Group is committed to adhering to local legislation regarding retirement schemes. The Group complies with the Mandatory Provident Fund Schemes Ordinance (Cap. 485 of the Laws of Hong Kong) by enrolling and making statutory contributions for eligible Hong Kong employees. Similarly, the Group follows Singapore legislation to ensure that it makes the necessary contributions to the Central Provident Fund ("**CPF**") for eligible Singapore employees. These compliance measures are intended to safeguard the retirement benefits and financial well-being of the Group's employees.

The Group continuously invests in the training and career development of its talents. It strives to provide all employees, including engineers, with comprehensive social benefits, a diverse working environment, and extensive opportunities for professional growth. The Group also places strong emphasis on building a robust talent pipeline and fostering a cohesive organizational culture. To enhance employees' skills, strengthen regulatory awareness, and support personal and career development, the Group has established a holistic training and development system, including New Employee Orientation, Annual Mandatory Training such as AML, and ongoing professional programs designed to upgrade knowledge, obtain qualifications, and develop skills that keep pace with industry changes. These initiatives are intended to improve both employees' job performance and their long-term employability.

Principal Risks and Uncertainties

The Group is principally engaged in the digital asset platform business, which carries distinct risks related to its business model and is correlated with the macroeconomic environment.

Business development and associated risks

The Group is principally engaged in the provision of digital asset trading, custody, asset management, and related blockchain infrastructure services. The Group's business includes licensed digital asset trading platforms, brokerage services, custody solutions, asset management products, and technology services provided to institutional and professional clients. The Group considers the principal risks associated with its business to include regulatory compliance, digital asset price volatility, technology and information security, safekeeping of client assets, operational resilience, and the evolving nature of the digital asset market. As the digital asset industry continues to develop under increasing regulatory oversight, the Group has continued to invest in operational infrastructure, including licensed entities, technology systems, internal controls, compliance, risk management, financial reporting, and governance functions, to support sustainable growth.

Regulatory risk in relevant jurisdictions

The Group operates digital asset-related businesses in multiple jurisdictions and holds, through its subsidiaries, regulatory licences and approvals in jurisdictions including Hong Kong, Bermuda, Japan, Singapore. The Group's licensed entities are subject to ongoing supervision by relevant regulatory authorities and must comply with applicable laws and regulatory requirements relating to digital asset trading, custody, asset management, anti-money laundering, client asset protection, capital adequacy, and reporting obligations. The regulatory framework for digital assets remains evolving and differs across jurisdictions. Changes in laws, regulations, or regulatory interpretations, or delays or failures in obtaining, maintaining, or renewing licences, may restrict the Group's ability to operate or expand its business and could result in increased compliance costs, enforcement actions, penalties, licence conditions, or reputational damage. The Group continues to monitor regulatory developments and engages professional legal and compliance resources to manage regulatory risks.

Digital asset price volatility risk

Digital assets are characterized by significant price volatility. The Group may hold digital assets to facilitate trading, settlement, liquidity management, or other operational purposes. Fluctuations in digital asset prices may affect the Group's financial performance, particularly in relation to proprietary holdings, transaction facilitation activities, and asset management services. To manage such risks, the Group maintains policies governing the admission, review, and ongoing assessment of supported digital assets, taking into account factors such as liquidity, market capitalization, volatility, technology risks, and regulatory considerations. Client digital assets held in custody are generally segregated or held on trust in accordance with applicable regulatory requirements and do not expose the Group to direct price risk.

Safekeeping and custody risk

The Group provides digital asset custody services and maintains digital assets using a combination of online and offline storage solutions. Digital asset custody involves inherent risks, including cybersecurity threats, theft, loss of private keys, and operational failures. To mitigate these risks, the Group has implemented security controls, internal procedures, and technological safeguards covering wallet management, access controls, transaction authorization, and monitoring. The Group also maintains insurance coverage for certain digital asset custody risks, where available on commercially reasonable terms.

Anti-money laundering and source of funds risk

Digital asset transactions may involve heightened risks related to money laundering, terrorist financing, and other illicit activities due to the pseudonymous nature of blockchain networks. Failure to comply with applicable anti-money laundering, counter-terrorist financing, and sanctions requirements could result in regulatory sanctions, reputational damage, and loss of licences. The Group has implemented AML, KYC, and KYT policies and procedures in line with applicable regulatory requirements and international standards, including ongoing monitoring, transaction screening, and risk assessments, to mitigate these risks.

Technology and information security risk

The Group relies on proprietary technology systems and third-party infrastructure to support its trading platforms, custody services, and asset management operations. These systems are exposed to risks including cyberattacks, data breaches, system failures, and service disruptions. The Group employs technical and organizational security measures, including encryption, access controls, system monitoring, penetration testing, and employee training, to protect its systems and data. However, no system can be completely secure, and any significant security breach could adversely affect the Group's operations and reputation.

New product and business risk

The digital asset industry is characterized by rapid innovation. The introduction of new products, services, or business models may expose the Group to operational, legal, regulatory, market, and reputational risks. The Group subjects new products and initiatives to internal review and approval processes, assessing associated risks, regulatory implications, and operational readiness before launch. There can be no assurance that new products will achieve expected commercial outcomes or will not give rise to unforeseen risks.

Credit and counterparty risk

The Group may be exposed to credit risk arising from counterparties, including clients, financial institutions, and service providers. Such risks include non-performance, settlement failures, or insolvency of counterparties. The Group manages credit risk through counterparty assessments, internal limits, settlement controls, and ongoing monitoring, in accordance with its risk management policies.

Business continuity and operational risk

The Group's operations depend on the continuous availability of its technology systems, personnel, and third-party service providers. Disruptions caused by system failures, cyber incidents, natural disasters, or other events could adversely affect the Group's ability to conduct business. The Group has implemented business continuity and disaster recovery plans and regularly reviews and tests these arrangements to enhance its operational resilience.

Biographical Details of Directors and Senior Management

The biographical details of the Directors and senior management as at the date of this annual report are set out as follows:

DIRECTORS

Executive Director

Dr. Xiao Feng (肖風), aged 64, has served as a Director and the Chairman of the Board of the Company since January 2019 and was appointed the chief executive officer of our Company since May 2023. Dr. Xiao was re-designated as an executive Director in September 2025. Dr. Xiao is our founder and has been primarily responsible for the overall management of business operation, strategy and corporate development of the Company since the commencement of our Group's business in March 2018.

Dr. Xiao has over 30 years of significant work and management experience in the finance, asset management and securities management industry and is a pioneer in blockchain technologies in China. Dr. Xiao has served as the vice chairman of the board of directors and an executive director of China Wanxiang Holding Co., Ltd. (中國萬向控股有限公司) ("**Wanxiang Holding**") since January 2012. Wanxiang Holding system principally engages in equity investments in insurance, internet finance and other finance businesses. Dr. Xiao oversees the finance sector business of the group since January 2012. He has also served in various key positions in the other members of the Wanxiang Holding system. From April 1998 to December 2011, Dr. Xiao served as the president of Bosera Asset Management Co., Limited (博時基金管理有限公司). He had served key positions in other finance, asset management and securities management institutions including the Securities Management Office of Shenzhen from 1993 to 1998 and the securities management office of the People's Bank of China, Shenzhen Branch from 1992 to 1993.

Dr. Xiao has been appointed as an independent non-executive director and a member of the audit committee and the remuneration committee of Yunfeng Financial Group Limited (a company listed on the Stock Exchange, stock code: 376) since March 2019.

Dr. Xiao obtained his bachelor's degree of arts in Chinese from Jiangxi Normal University (江西師範大學) in July 1983 and his doctoral degree in economics from Nankai University (南開大學) in July 2003.

Non-executive Director

Mr. Lu Weiding (魯偉鼎), aged 54, has served as a Director of the Company since May 2023. He was re-designated as a non-executive Director in September 2025.

Mr. Lu has served as the executive director, president and chief executive officer of Wanxiang Group (萬向集團) since July 1994 and June 2005, respectively. Mr. Lu is also currently the Chairman of the board of directors of Wanxiang Group. Mr. Lu has served as the Chairman of the board of directors of China Wanxiang Holding since March 2007; the Chairman of the board of directors of Minsheng Life Insurance Co., Ltd. (民生人壽保險股份公司) since May 2010; and the Chairman of Lu Guanqiu San Nong Fu Zhi Fund (魯冠球三農扶志基金) since October 2018.

Mr. Lu obtained his master's degree in business administration from California Science and Technology University in the United States. Mr. Lu was qualified as a Senior Economist with the Ministry of Human Resources and Social Security of the PRC. Mr. Lu participated in the CEO Programme from China Europe International Business School.

Independent non-executive Directors

Mr. Chan Jessey Ting (陳汀), aged 62, has served as an independent non-executive Director since the Listing Date.

Mr. Chan has over 30 years of experience in corporate management, including over 14 years extensive experience restructuring and turnaround strategies. Mr. Chan has been the chief transformation officer at Wolford A.G. since January 2025. Prior to that, from November 2022 to December 2023, Mr. Chan served as the chief operations officer at JEAN Lanvin S.A. Mr. Chan served as the chief restructuring officer from September 2020 to October 2022 and the executive director from January 2021 to December 2023 at St John Knits Inc. From September 2019 to September 2020, Mr. Chan worked as a consultant at Fosun Fashion Group. From September 2017 to September 2019, Mr. Chan worked as the senior vice president of the procurement department at DJO Global Inc. From July 2014 to August 2017, Mr. Chan served as the executive chairman at both Milton Industries Inc. and Ameda Inc. He was also previously a senior vice president at TPG Capital.

Mr. Chan has extensive work and management experience in the finance industry. From January 2010 to June 2011, Mr. Chan served as the chief financial officer and the finance director of Dell China. From January 2004 to January 2010, Mr. Chan served as the managing director and executive director of Dell Worldwide Procurement.

Mr. Chan obtained his master's degree in computer science from Santa Clara University in California in June 1989.

Ms. Lin Lynn Zhihong (林志紅), aged 60, has served as an independent non-executive Director since the Listing Date.

Ms. Lin has over 11 years of experience in post-investment value-added service management and more than 20 years of experience in global information technology service management. Ms. Lin has been the founder and general manager of ZhiFuDa (Beijing) Management Consulting Services Co., Ltd since May 2024. Prior to that, from December 2012 to April 2024, Ms. Lin served as the senior vice president of value creation at Warburg Pincus, North Asia branch, a global private equity firm. From April 2011 to October 2012, Ms. Lin served as a general manager of Nexda (Beijing) Consulting and IT Service Co., Limited. From March 2006 to March 2011, Ms. Lin served as the senior director of global infrastructure services at Lenovo, managing global infrastructure construction and operations. From April 2000 to March 2006, Ms. Lin worked for Motorola and served different positions including as director of Growth Enablement, director of IT and global GTM account operations, director of IT, PCS China and director of IT, NMG Chicago.

Ms. Lin obtained her bachelor's degree of science in applied physics from Tsinghua University in July 1988 and her master's degree of science in electrical and computer science engineering from the University of Notre Dame in January 1993.

Mr. Huang Sidney Xuande (黃宣德), aged 60, has served as an independent non-executive Director since the Listing Date.

Mr. Huang has over 25 years of experience through various positions in a wide range of industries including finance, technology and internet. He is currently a senior advisor of JD.com, Inc. (a company listed on the Nasdaq (stock ticker: JD) and the Stock Exchange (stock code: 9618)) and was its chief financial officer from September 2013 until his retirement in September 2020.

Prior to joining JD.com, Inc., Mr. Huang had served as the chief financial officer of VanceInfo Technologies Inc. and its successor company, Pactera Technology International Ltd., from July 2006 to September 2013. He was also the co-president of VanceInfo Technologies Inc. from 2011 to 2012, and its chief operating officer from 2008 to 2010. Mr. Huang was an investment banker at Citigroup Global Markets Inc. in New York from August 2002 to July 2004. Mr. Huang held various positions including audit manager at KPMG LLP from January 1997 to August 2000. Mr. Huang has been an independent non-executive director of MIXUE Group (a company listed on the Stock Exchange, stock code: 2097) since December 2023, an independent non-executive director of Kuaishou Technology (a company listed on the Stock Exchange, stock code: 1024) since February 2021, an independent non-executive director of Tuya Inc. (a company listed on the New York Stock Exchange (stock ticker: TUYA) and the Stock Exchange (stock code: 2391)) since July 2022 and an independent director of Yatsen Holding Limited (a company listed on the New York Stock Exchange (stock ticker: YSG)) from November 2020 to February 2026.

Mr. Huang is currently a Foundation Fellow at St Antony's College of the University of Oxford where he was an Academic Visitor focusing on geoeconomics from October 2021 to September 2022. Mr. Huang obtained a bachelor's degree in accounting from Bernard M. Baruch College of The City University of New York in the United States in February 1997 and a master's degree in business administration from the J.L. Kellogg School of Management at Northwestern University in the United States in June 2002. Mr. Huang was qualified as a certified public accountant in the State of New York in the United States in October 1999.

SENIOR MANAGEMENT

Dr. Xiao Feng (肖風), aged 64, is our executive Director, Chairman of the Board and the chief executive officer of our Company. See "—Executive Director" in this section for his biography.

Mr. Zhu Minghua (朱明華), aged 45, first joined our Group as chief financial officer of our Company in November 2022 and has been serving in this role since then.

Mr. Zhu has over 15 years of significant experience in financial management. Prior to joining our Group, Mr. Zhu served as a vice president of finance in Meituan (a company listed on the Stock Exchange, stock code: 3690) from July 2016 to November 2022; he was primarily responsible for overseeing its financial operations and financial analytics. Mr. Zhu has also served in key financial positions in various other leading Internet and technology companies, including as a senior financial director in Baidu Inc. (a company listed on the Stock Exchange, stock code: 9888) from May 2014 to July 2016; as a financial director in Amazon, China from December 2012 to May 2014; as a senior financial manager of Dell, China from December 2009 to December 2012; and began his career in finance after graduation working at Motorola from July 2004 to December 2009.

Mr. Zhu has been an independent non-executive director of Anji Foodstuff Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 603696) since November 2023.

Mr. Zhu obtained his master's degree in accounting from Nankai University in June 2004, and his Executive Master of Business Administration degree from Tsinghua University in June 2024. Mr. Zhu was qualified as a Certified Public Accountant in the PRC.

Mr. Ru Haiyang (茹海陽), aged 41, has been the chief executive officer of HashKey Exchange since March 2025. Mr. Ru first joined our Group as its head of strategy in April 2023 and served in this role until October 2023. From October 2023 to March 2025, Mr. Ru served as the chief risk and compliance officer of the Group.

Mr. Ru has over 10 years of extensive experience in financial technology and operations. Prior to joining our Group, Mr. Ru served as the deputy general manager of Ant Group from November 2020 to April 2023, primarily responsible for leading strategic partnerships with global payment networks and managing customer balance operations and payment tool optimization. From July 2018 to November 2020, Mr. Ru served as the general manager of the rental business center at KE Holdings Inc. (a company listed on the Stock Exchange (stock code: 2423) and the New York Stock Exchange (stock ticker: BEKE)), driving nationwide operations in rentals and commercial real estate. From April 2015 to July 2018, Mr. Ru served as the senior director of operations and finance at Meituan (a company listed on the Stock Exchange, stock code: 3690) and was responsible for managing its delivery operations.

Mr. Ru obtained his bachelor's degree in economics from Fudan University in July 2007 and his Master of Business Administration degree from Stanford University in June 2012.

Ms. Liu Jia Anna (劉佳), aged 38, has been the chief executive officer of HashKey Tokenisation, the tokenisation division of the Group, since May 2023. Ms. Liu first joined the Group as the general counsel of the Group in July 2018 and served in this role until April 2023.

Prior to joining the Group, Ms. Liu served as the senior legal counsel at Tencent Technology (Shenzhen) Company Limited, a subsidiary of Tencent Holdings Limited (a company listed on the Stock Exchange, stock code: 0700), from June 2016 to May 2018, overseeing a broad range of M&A, investment and capital markets transactions. From May 2014 to May 2016, Ms. Liu worked as a legal assistant at Skadden, Arps, Slate, Meagher & Flom in its Hong Kong office. From February 2013 to April 2014, she worked as a paralegal at Greka Gas China Limited. From March 2026, Ms. Liu appointed as an Independent Non-executive Director of Meige Intelligent Technology Company Limited.

Ms. Liu obtained her Bachelor of Laws degree from Shenzhen University School of Law in June 2009 and her Master of Laws (Intellectual Property and Technology Law) from the University of San Francisco School of Law in May 2010. Ms. Liu currently holds a Legal Professional Qualification Certificate in China obtained in March 2016.

Mr. Jamie Allan, aged 43, has been the senior representative of HashKey Bermuda Limited since June 2025. Mr. Allan first joined the Group as a compliance officer of the Group in July 2024 and served in this role until April 2025.

Prior to joining the Group, Mr. Allan served as the chief compliance officer at Orbital, a global payment platform, from October 2023 to July 2024. Prior to joining Orbital, Mr. Allan served as the head of compliance and risk management at Binance Exchange Gibraltar Limited from October 2022 to October 2023. From January 2018 to October 2022, Mr. Allan worked at ISOLAS LLP, a law firm in Gibraltar, and Fiduciary Management Limited as the director of risk and compliance. Between 2008 and 2015, Mr. Allan served in the Royal AirForce and later the British Army, leaving at the rank of Major.

Mr. Allan obtained his bachelor's degree in physics and computing from the Nottingham Trent University in July 2004. Mr. Allan obtained his Graduate Diploma in Law from BPP Law School in July 2018 and completed his Bar Professional Training course at The University of Law in October 2021. Mr. Allan undertook his training contract at ISOLAS LLP between October 2021 and October 2022. Mr. Allan was called to the Utter Bar in England and Wales in November 2021 and is a Chartered Member with Chartered Management Institute. He holds an Advanced Certificate in Managing Virtual Currency and Financial Crime Risks from the University of Gloucestershire obtained in 2019 and an Advanced Certificate in Compliance from International Compliance Association obtained in 2016.

Mr. Ben Hazim El-Baz, aged 41, has been the managing director of HashKey MENA FZE, a licensed exchange entity, since August 2024. Mr. El-Baz has been the managing director of Global Licensing/Global Expansion of the Group since July 2023 and the executive director of HashKey Europe Limited, a licensed exchange entity, since December 2023. Mr. El-Baz first joined the Group as the head of ecosystems of the Group in June 2018 and served in this role until June 2023. Mr. El-Baz served as the non-executive director of HashKey Token Limited, a token-related entity, from November 2022 to March 2024 and executive director of HashKey Bermuda Limited, a licensed exchange entity, from January 2024 to April 2025.

Mr. El-Baz has a strong track record in product and business development in the technology sector. From September 2015 to July 2017, Mr. El-Baz served as the executive vice president of product strategy at Next Thing Co, an open-source software developer platform based in the United States. Between February 2013 to July 2015, Mr. El-Baz served as the director of global business development at Allwinner Technology Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 300458), a chipset company based in China. From July 2009 to December 2012, Mr. El-Baz served as the product development lead at Hatch, an electronics supply chain management company based in China.

Mr. El-Baz obtained his bachelor's degree of science from Tulane University in May 2007 and his master's degree of science in management from the Graduate School of Business of the Stanford University in June 2018.

Mr. Cheng Tan Feng (鄭丹楓), aged 52, first joined our Group in January 2019, and is the director of HashKey Technology Services Pte. Ltd.

Mr. Cheng has over 18 years of significant work and management experience in the finance and asset management industry. From April 2010 to September 2017, Mr. Cheng served as the managing director, head of Greater China business and a member of the Asia Pacific Management Committee of the BNP Paribas Investment Partners Asia, primarily responsible for the expansion of business interests in the Greater China region. From March 2001 to March 2010, Mr. Cheng served as the managing director, head of Southeast Asia business and the executive director of BNP Paribas Asset Management Singapore, overseeing the firm's asset management operations.

Mr. Cheng obtained bachelor's degree of arts in letter and science from the University of California, Berkeley in May 1998.

COMPANY SECRETARY

Ms. Tang King Yin (鄧景賢) has been appointed as the company secretary of the Company on September 16, 2025. Ms. Tang currently serves as a senior manager of Company Secretarial Services of Tricor Services Limited, a member of Vistra Group.

Ms. Tang has over 10 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Tang is a Chartered Secretary, a Chartered Governance Professional and an Associate of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. Ms. Tang obtained her bachelor's degree in business administration from Hong Kong Shue Yan University in July 2011 and her master's degree of corporate governance and compliance from the Hong Kong Baptist University in November 2021.

Report of Directors

The Board hereby presents this report of Directors together with the audited consolidated financial statements of the Group for the year ended December 31, 2025.

PRINCIPAL ACTIVITIES

We offer a licensed digital asset platform to provide (i) transaction facilitation services, (ii) on-chain services, and (iii) asset management services. Our platform has the capability to issue and circulate tokenised RWAs, and has launched HashKey Chain, a scalable and interoperable Layer 2 infrastructure designed to support on-chain migration.

Today, we are an established comprehensive digital asset company in Asia with a global footprint, providing end-to-end financial infrastructure, technology and investment management to create a digital assets ecosystem. Beyond trading, we are also the largest on-chain services provider in terms of assets under staking and the largest digital asset manager by AUM in Asia, underscoring our leadership across all our businesses.

There have been no significant changes in the nature of the Group's principal business during the Reporting Period to the date of this annual report. Details of the subsidiaries of the Group as of December 31, 2025 are set out in Note 34 to the consolidated financial statements in this annual report.

BUSINESS REVIEW

A fair review of the business of the Group as required by Schedule 5 to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), including a fair review of the Group's business, an analysis of the Group's financial performance, a discussion of the principal risks and uncertainties facing the Group, particulars of important events affecting the Group and an indication of likely future development in the Group's business are set out in the sections headed "Business Review and Outlook" and "Management Discussion and Analysis" of this annual report. These discussions form part of this report.

PERFORMANCE OF THE YEAR OF 2025

The results of the Group for the year ended December 31, 2025 are set out in the audited consolidated statement of profit or loss and consolidated statement of profit or loss and other comprehensive income of this annual report.

PRINCIPAL RISKS AND UNCERTAINTIES

Principal risks and uncertainties facing the company are set out in the section headed "Principal Risks and Uncertainties" on pages 18 to 20 of this annual report.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group was committed to fulfilling its social responsibilities, improving employee welfare, promoting development, protecting the environment, giving back to the community and achieving sustainable growth.

Details of the environmental policies and performance are set out in the section headed "Environmental, Social and Governance report" (the "**ESG Report**") of this annual report.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

Save as may be disclosed in this annual report, the Group has complied with the relevant laws and regulations that have a significant impact on the operations of the Group, including the applicable requirements under the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong), the Hong Kong Listing Rules, the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and the Corporate Governance Code for, among other things, the disclosure of information and corporate governance.

The Group may from time to time become a party to various legal proceedings arising in the ordinary course of business. Directors confirm that, during the year ended December 31, 2025, the Group had not involved in any litigation, arbitration or administrative proceeding against us or any of our Directors that could have a material and adverse effect on our business, financial conditions or results of operations.

KEY RELATIONSHIP WITH STAKEHOLDERS

The Group recognises that its various stakeholders, including employees, customers, suppliers and other business partners, are key to its success. The Group strives to maintain employment, cooperation and solid relationships with them in order to achieve sustainable development.

Details of the Group's key relationships with employees, customers and suppliers and other persons who have significant influence on the Company are set out in the ESG Report.

EVENTS AFTER THE REPORTING PERIOD

The Company is not aware of any material subsequent events from December 31, 2025 to the date of this annual report.

FINANCIAL SUMMARY

The Shares were listed on the Stock Exchange on December 17, 2025.

A summary of the results and of the assets, liabilities and equity of the Group for the last four financial years ended December 31, 2025 is set out on page 177 of this annual report. This summary does not form part of the audited consolidated financial statements.

DIVIDENDS

The Board did not recommend a final dividend for the year ended December 31, 2025 to the holders of the ordinary shares of the Company (2024: Nil).

The Board is not aware of any Shareholders who have waived or agreed to waive any dividend.

TAX RELIEF AND EXEMPTION

The Directors are not aware of any tax relief and exemption available to the Shareholders by reason of their respective holding of the Company's securities.

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended December 31, 2025, the revenue of the five largest customers of the Group accounted for less than 30% of the total revenue of the Group.

For the year ended December 31, 2025, the purchase of the five largest suppliers of the Group accounted for less than 30% of the total purchases of the Group.

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the property, plant and equipment of the Group during the year ended December 31, 2025 are set out in Note 12 to the consolidated financial statements in this annual report.

None of the Company's properties are held for development and/or sale or for investment purposes.

SHARE CAPITAL

Details of the movements in share capital of the Company during the year ended December 31, 2025 are set out in Note 31 to the consolidated financial statements in this annual report.

DEBENTURES ISSUED

The Company did not have any debentures issued during the year ended December 31, 2025.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Articles of Association or the laws of the Cayman Islands which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

SUFFICIENCY OF PUBLIC FLOAT

From the Listing Date and up to the date of this annual report, based on the information available to the Company and to the knowledge of the Directors, the Company has maintained the minimum public float requirements of the Listing Rules.

MATERIAL LITIGATION

The Company was not involved in any material litigation or arbitration during the Reporting Period which could have a material and adverse effect on our financial condition or results of operations. The Directors are also not aware of any material litigation or claims that are pending or threatened against the Group during the Reporting Period and up to the date of this annual report which could have a material and adverse effect on our financial condition or results of operations.

PRE-IPO SHARE INCENTIVE PLAN

For the purposes of encouraging and facilitating the equity participation of our eligible employees, the Company adopted the Pre-IPO Equity Incentive Plan on August 27, 2019, which was further amended and approved on August 17, 2023 (the "**Adoption Date**").

The terms of the Pre-IPO Equity Incentive Plan are not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve any further grant of options by the Company after the Listing.

Given all underlying Shares of the options granted under the Pre-IPO Equity Incentive Plan have been issued to the ESOP Platform, the vesting and exercise of all outstanding share options granted under the Pre-IPO Equity Incentive Plan will not have any dilutive effect on the shareholding of our Shareholders or our earnings per Share.

The following is a summary of the principal terms of the Pre-IPO Equity Incentive Plan:

Eligible Participants

Options may be granted only to those persons that our Board determines to be eligible employees (the "**Eligible Employees**"), meaning (i) any key full time employee of our Company or its affiliate, as determined by our Board in view of the service period, expertise, capability, contributions and substitutability of such employee, (ii) any officer of our Company or its affiliate, and (iii) any other persons who make substantial contributions to the business of our Group (including external experts or consultants of our Group), as determined by the Board.

Maximum Number of Shares

The maximum number of Shares in respect of which options may be granted under the Pre-IPO Equity Incentive Plan shall not exceed 57,857,142 Ordinary Shares (or 578,571,420 Ordinary Shares as adjusted after the Share Subdivision), respectively.

Validity

The Pre-IPO Equity Incentive Plan shall be valid and effective for the period of 10 years commencing on the Adoption Date. As of the date of this annual report, the remaining life of the Pre-IPO Equity Incentive Plan was approximately 8 years.

Vesting Schedules

The Board may determine a schedule for the vesting of Shares comprised in any option granted, which provisions will be set forth in the Letter of Offer.

Exercise Period

The options granted under the Pre-IPO Equity Incentive Plan can be exercised after vesting and before they lapse or are canceled in accordance with the terms of the plan.

Exercise Price

The exercise price of the options under the Pre-IPO Equity Incentive Plan shall be determined by the Board.

Outstanding Share Options Granted under the Pre-IPO Equity Incentive Plan

Participant	Date of grant	Vesting period	Exercise price per Share	Number of Shares underlying the outstanding options as of January 1, 2025	Granted during the year ended December 31, 2025	Exercised during the year ended December 31, 2025	Cancelled during the year ended December 31, 2025	Lapsed during the year ended December 31, 2025	Number of Shares underlying the outstanding options as of December 31, 2025
Directors									
Xiao Feng	November 19, 2025	4 years	USD0.00001	0	158,448,065	0	0	0	158,448,065
Other employee participants									
Other grantees	January 1, 2023 to October 8, 2025	0 – 4 years	USD0.00001	260,477,658	197,038,384	106,762,916	43,093,844	0	307,659,282

For further details on the Pre-IPO Equity Incentive Plan, please refer to "Appendix IV Statutory and General Information – Pre-IPO Equity Incentive Plan" in the Prospectus.

EQUITY-LINKED AGREEMENT

Save as disclosed in the section headed "Pre-IPO Share Incentive Plan" in this annual report, there was no other equity-linked agreement entered into by the Company since the Listing Date or subsisted as at December 31, 2025.

BOARD OF DIRECTORS

The Directors who held office during the year ended December 31, 2025 and up to the date of this annual report were:

Executive Director

Dr. Xiao Feng (肖風) *(Chairman and Chief Executive Officer)*

Non-executive Director

Mr. Lu Weiding (魯偉鼎)

Independent Non-executive Directors

Mr. Chan Jessey Ting (陳汀) *(with effect from the Listing Date)*
Ms. Lin Lynn Zhihong (林志紅) *(with effect from the Listing Date)*
Mr. Huang Sidney Xuande (黃宣德) *(with effect from the Listing Date)*

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the Directors and senior management of the Company are set out in the section headed "Biographical Details of Directors and Senior Management" of this annual report.

CHANGES IN INFORMATION OF DIRECTORS AND CHIEF EXECUTIVES

Save as disclosed in this annual report, there has been no change in the information of Directors and chief executives required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules since the issue of the Prospectus.

DIRECTORS' SERVICE CONTRACTS

The executive Director has entered into a service contract with our Company under which he agreed to act as executive Director for an initial term of three years commencing from the Listing Date, which may be terminated by not less than three months' notice in writing served by either the executive Director or our Company. The appointment of the executive Director is subject to the provisions of retirement and rotation of Directors under the Listing Rules.

Each of the non-executive Director and independent non-executive Directors has signed an appointment letter with our Company for a term of three years with effect from the Listing Date. The appointments are subject to the provisions of retirement and rotation of Directors under the Articles or the Listing Rules.

None of the Directors has entered into a service contract with the Company which is not determinable by the Company or any of its subsidiaries within one year without payment of compensation (other than statutory compensation).

CONFIRMATION OF INDEPENDENCE BY INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each of the independent non-executive Directors an annual confirmation of his or her independence. The Company considers all of the independent non-executive Directors to be independent during the year ended December 31, 2025 and remain so as of the date of this annual report.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

Each of our Directors confirms that he or she did not have any interest in a business which competes or is likely to compete, either directly or indirectly, with our Company's business which would require disclosure under Rule 8.10 of the Listing Rules.

INTERESTS AND SHORT POSITIONS OF DIRECTORS AND CHIEF EXECUTIVE IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at December 31, 2025, the interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which had to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange were as follows:

Interests in Shares of our Company

Name of Director or Chief Executive	Capacity/Nature of Interest[1]	Number of Shares Held	Approximate percentage of interest in the total issued Shares[2]
Mr. Lu	Interest in controlled corporation[3]	1,090,422,175	39.43%
	Other[4]	578,571,420	20.92%
Dr. Xiao	Beneficial owner	158,448,065	5.73%
	Interest in controlled corporation[5]	410,289,839	14.84%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 2,765,176,002 Shares in issue as of December 31, 2025.

(3) To the best of our Directors' knowledge, GDZ International Limited is wholly-owned by Mr. Lu; partnership interest in HashKey Fintech III is held as to 43.22% by GDZ International Limited as a limited partner; and Puxing Energy Limited is ultimately controlled by Mr. Lu as to over one third of its voting rights. Therefore, Mr. Lu is deemed to be interested in the 1,072,203,049 Shares, 17,632,797 Shares and 586,329 Shares held by GDZ International Limited, HashKey Fintech III and Puxing Energy Limited, respectively.

(4) Mr. Lu is entitled to exercise, in accordance with the Pre-IPO Equity Incentive Plan, the voting rights attached to the 578,571,420 ESOP Shares underlying the options granted under the Pre-IPO Equity Incentive Plan.

(5) To the best of our Directors' knowledge, XChainX Limited is wholly-owned by Dr. Xiao. Therefore, Dr. Xiao is deemed to be interested in the 410,289,839 Shares held by XChainX Limited.

Save as disclosed above, as at December 31, 2025, none of the Directors or chief executives of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they have taken or are deemed to have taken under such provisions of the SFO); or which were required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein; or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at December 31, 2025, so far as was known to the Directors, the following persons/entities (other than the Directors or chief executive of the Company) had, or were deemed to have, interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

Substantial shareholder	Capacity/Nature of Interest(1)	Number of Shares Held	Approximate percentage of interest in the total issued Shares
Mr. Lu	Interest in controlled corporation(3)	1,090,422,175	39.43%
	Other(4)	578,571,420	20.92%
GDZ International Limited	Beneficial owner	1,072,203,049	38.78%
	Interest in controlled corporation	17,632,797	0.64%
Golden Future Prosperity Ltd.	Other(5)	578,571,420	20.92%
TCT (BVI) LIMITED	Other(5)	578,571,420	20.92%
THE CORE TRUST COMPANY LIMITED	Trustee(5)	578,571,420	20.92%
Dr. Xiao	Beneficial owner	158,448,065	5.73%
	Interest in controlled corporation(6)	410,289,839	14.84%
XChainX Limited(6)	Beneficial owner	410,289,839	14.84%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 2,765,176,002 Shares in issue as of December 31, 2025.

(3) To the best of our Directors' knowledge, GDZ International Limited is wholly-owned by Mr. Lu; partnership interest in HashKey Fintech III is held as to 43.22% by GDZ International Limited as a limited partner; and Puxing Energy Limited is ultimately controlled by Mr. Lu as to over one third of its voting rights. Therefore, Mr. Lu is deemed to be interested in the 1,072,203,049 Shares, 17,632,797 Shares and 586,329 Shares held by GDZ International Limited, HashKey Fintech III and Puxing Energy Limited, respectively.

(4) Mr. Lu is entitled to exercise, in accordance with the Pre-IPO Equity Incentive Plan, the voting rights attached to the 578,571,420 ESOP Shares underlying the options granted under the Pre-IPO Equity Incentive Plan.

(5) THE CORE TRUST COMPANY LIMITED, as a trustee of a Pre-IPO Equity Incentive Plan, indirectly holds 578,571,420 Shares through Golden Future Prosperity Ltd. Golden Future Prosperity Ltd. is wholly-owned by TCT (BVI) Limited, which, in turn, is wholly-owned by THE CORE TRUST COMPANY LIMITED.

(6) To the best of our Directors' knowledge, XChainX Limited is wholly-owned by Dr. Xiao. Therefore, Dr. Xiao is deemed to be interested in the 410,289,839 Shares held by XChainX Limited.

Save as disclosed above, as of December 31, 2025, no person, other than the Directors whose interests are set out in the section headed "Interests and Short Positions of Directors and Chief Executive in the Shares, Underlying Shares and Debentures of the Company and its Associated Corporations" had an interest or short position in the shares and underlying shares which would fall to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this annual report, at no time during the year ended December 31, 2025 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate; and none of the Directors, or any of their spouse or children under the age of 18, had any right to subscribe for equity or debt securities of the Company or any other body corporate, or had exercised any such right.

DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save for the continuing connected transactions as disclosed in the section headed "Related Party Transaction, Connected Transaction and Continuing Connected Transaction" in this annual report, no Director or an entity connected with a Director was materially interested, either directly or indirectly, in any transaction, arrangement or contract of significance in relation to the business of the Group to which the Company, or any of its subsidiaries was a party subsisting for the year ended December 31, 2025 or as of December 31, 2025.

CONTRACTS WITH CONTROLLING SHAREHOLDERS

Save as disclosed in this annual report, no contract of significance (including for the provision of services) has been entered into among the Company or any of its subsidiaries and the Controlling Shareholders or any of their subsidiaries during the year ended December 31, 2025.

PERMITTED INDEMNITY

The Company had appropriate liability insurance in place for its Directors during the year ended December 31, 2025 and up to the date of this annual report.

MANAGEMENT CONTRACTS

No contract, concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year ended December 31, 2025.

RELATED PARTY TRANSACTION, CONNECTED TRANSACTION AND CONTINUING CONNECTED TRANSACTION

Details of related party transactions carried out in the normal course of business are set out in Note 33 to the consolidated financial statements.

Save as disclosed in this section, no related party transactions disclosed in the consolidated financial statements constitutes a connected transaction or a continuing connected transaction as defined under Chapter 14A of the Listing Rules for which disclosure is required.

Save as disclosed in this annual report, the Group had not entered into any connected transaction or continuing connected transaction during the year ended December 31, 2025 which is subject to disclosure requirement pursuant to the Rules 14A.49 and 14A.71 of the Listing Rules, and the Company has fully complied with the disclosure requirements under Chapter 14A of the Listing Rules.

Non-exempt Continuing Connected Transaction

Technical Development Services Agreements

Scope of Services and Term of Agreements

On December 4, 2025, we entered into agreements (the "**Technical Development Services Agreements**") with Wanxiang Blockchain entities relating to the provision of technology development and consultancy services to our Group (the "**Technical Development Services**"), including but not limited to: (i) software development, maintenance and update; (ii) IT infrastructure development, operation, maintenance and security; (iii) mobile app and website development; and (iv) network system, hardware and database design, installation, management, maintenance and update. The engagements under the Technical Development Services Agreements are typically project based, and the parties would enter into sub-agreements for new projects to set out the deliverables, pricing and other terms specific to each project. The key terms of the Technical Development Services Agreements (including types of services required, pricing terms and contract terms) are substantially similar. Each of the Technical Development Services Agreements will terminate upon the expiry of three years from the Listing Date.

Connected Relationship

As 90% of the equity interests in Wanxiang Blockchain were held by China Wanxiang Holdings Co., Ltd. (中國萬向控股有限公司), which is owned as to 70.95% by Mr. Lu, our non-executive Director and a Controlling Shareholder. Shanghai Buqin is a subsidiary of Wanxiang Blockchain, Wanxiang Blockchain and Shanghai Buqin are therefore associates of Mr. Lu and connected persons of the Company under the Listing Rules.

Reasons for the Transaction

Since 2018, we have been purchasing the Technical Development Services from Wanxiang Blockchain entities. The business of Wanxiang Blockchain entities (including their predecessors) commenced in 2015 and they are one of the earliest blockchain technology developers in the PRC. As Wanxiang Blockchain entities are a leading developer of blockchain and trading technologies with a variety of commercial utility and functionality, it is mutually beneficial for our Group and Wanxiang Blockchain entities to cooperate with each other on the purchase and provision of the Technical Development Services as each of our Group and Wanxiang Blockchain entities has competitive advantages in its respective business segment. Similarly, the continued development and maintenance of our hardware and software infrastructure is necessary for the business development of the Group, which is conducive to the health and stability of the Group.

Pricing

The amounts paid and to be paid to Wanxiang Blockchain entities by our Company under the Technical Development Services Agreements are determined based on the following factors: (i) the complexity and difficulty of the requested service; (ii) title of and time consumed by the personnels of Wanxiang Blockchain entities providing the service; (iii) the content and value of the services; (iv) market price of similar services; (v) our Group's operating conditions; and (vi) the reasonable costs and expenses of Wanxiang Blockchain entities in providing the requested service.

Annual Caps and Actual Amount

Our proposed aggregate annual caps of the transactions under the Technical Development Services Agreements for the years ending December 31, 2025, 2026, 2027 and the period from January 1 to December 16, 2028 are HK$351.57 million, HK$421.89 million, HK$464.07 million and HK$489.56 million, respectively.

For the year ended December 31, 2025, the actual transaction amount was HK$220 million.

Partially-exempt Continuing Connected Transactions

1. *Staking Services Agreement*

Scope of Services and Term of Agreement

On December 4, 2025, our subsidiary Wancloud Limited entered into an agreement with GDZ International Limited for a term of not more than three years from Listing Date pursuant to which Wancloud Limited provided GDZ International Limited direct access to network staking services (the "**Staking Services Agreement**").

Connected Relationship

GDZ International Limited is wholly-owned by Mr. Lu and therefore an associate of Mr. Lu. It is also a Controlling Shareholder. It is therefore a connected person of the Company under the Listing Rules.

Reasons for the Transaction

Since 2021, GDZ International Limited has staked a portion of its Ether on an Ethereum node operated and maintained by Wancloud Limited. Provision of staking services forms part of our ordinary business. In particular, as the largest staking services provider in Asia and the eighth largest globally, according to Frost & Sullivan, we are the natural choice for GDZ International Limited for staking services. As our infrastructure is designed with adequate backup redundancy, high-availability failover mechanisms and active slashing protection, GDZ International Limited has found our staking services reliable and secure and continue to be our valued customer. GDZ International Limited owns a certain amount of Ether. As our revenue scales non-linearly with activity growth since each incremental increase in client activity translates into higher staking commissions, it is mutually beneficial for us to continue to provide Ethereum staking services to GDZ International Limited.

Pricing

Pursuant to the Staking Services Agreement, Wancloud will receive as fees 10% (up to December 31, 2025) and 5% (starting from January 1, 2026) of the total staking rewards from the nodes hosting GDZ International Limited's digital assets each month.

Annual Caps and Actual Amount

Our proposed annual caps for the transactions under the Staking Services Agreement for the years ending December 31, 2025, 2026, 2027 and the period from January 1 to December 16, 2028 are HK$4.19 million, HK$3.15 million, HK$4.72 million and HK$6.78 million, respectively.

For the year ended December 31, 2025, the actual transaction amount was HK$3.41 million.

2. *Fund Management Services Agreement*

Scope of Services and Term of Agreement

On June 21, 2019 (last amended on December 31, 2019) and October 22, 2020 (last amended on January 15, 2023), we entered into partnership agreements with the limited partners of HashKey Fintech II (the "**HashKey Fintech II Agreement**") and HashKey Fintech III (the "**HashKey Fintech III Agreement**", collectively the "**HashKey Fintech Fund Agreements**"), respectively, pursuant to which our subsidiaries, as general partners of the funds, will manage and conduct the business and investment decisions of HashKey Fintech II and HashKey Fintech III. In return, the limited partners will pay the Group management fees.

As required by Rule 14A.52 of the Listing Rules, the period for the agreement must not exceed three years except in special circumstances where the nature of the transaction requires a longer period. The durations of the HashKey Fintech II Agreement and the HashKey Fintech III Agreement are for a term of seven years from initial closing on December 31, 2019 ending December 31, 2026 and eight years from initial closing on December 30, 2021 ending December 30, 2029, respectively. The term of the HashKey Fintech II Agreement may be extended one year at the sole discretion of the general partner; the term of the HashKey Fintech III Agreement may be extended one year at the sole discretion of the general partner and thereafter one further year by the general partner with the approval of limited partners holding a majority of the limited partnership interests of HashKey Fintech III. It is currently expected that HashKey Fintech II Agreement and HashKey Fintech III Agreement will be extended to December 30, 2027 and December 29, 2030, respectively. The duration of the HashKey Fintech Fund Agreements is determined based on the planned exit timing of HashKey Fintech II and HashKey Fintech III to realize their value and growth in investment, and are in line with the typical life cycle of investment funds in the market. According to Frost & Sullivan, it is not uncommon for the terms of partnership agreements for investment funds to be in the range of seven to ten years. For further details, please refer to the section "Connected Transactions — Fund Management Services — Scope of Services and Term of Agreement" in the Prospectus.

Connected Relationship

Wanxiang (Hong Kong) Limited is a limited partner of HashKey Fintech II, holding 36.87% partnership interests therein. GDZ International Limited is a limited partner of HashKey Fintech III, holding 43.22% partnership interests therein. The transactions contemplated under the HashKey Fintech Fund Agreements are therefore connected transactions of the Company under the Listing Rules.

Reasons for the Transaction

As part of the Group's asset management services business, the Group manages a number of funds, including HashKey Fintech II and HashKey Fintech III. Please refer to the section "Business — Our Solutions — Asset Management Services" in the Prospectus for detail. Investing in institutions and talents in the blockchain and digital asset spaces advances the industry in which our Group operates, which is consistent with the business and commercial objectives of the Group and facilitates the growth and development of our business generally. The terms of the management fees received from Mr. Lu's LP entities as the limited partners of HashKey Fintech II and HashKey Fintech III were determined between the parties after arm's length negotiations, taking into account prevailing market practices. Our Directors are of the view that the terms of the HashKey Fintech Fund Agreements are on normal commercial terms, are fair and reasonable, and are in the interest of our Company and our Shareholders as a whole. Mr. Lu has no involvement in the management or the investment decisions of HashKey Fintech II and HashKey Fintech III. He is not a member of the investment committee of either fund. His role in the said funds is that of a passive investor as his associates are only limited partners in the funds.

Pricing

In exchange for the administrative and investment management services provided, the Group will receive a management fee from Mr. Lu's LP entities proportional to the size of their commitments as the limited partners of each of HashKey Fintech II and HashKey Fintech III. The Group will receive annual management fees (i) from Wanxiang (Hong Kong) Limited as the limited partner of HashKey Fintech II equal to 2% of the total amount committed or advanced to the fund by the limited partners; and (ii) from GDZ International Limited as the limited partner of HashKey Fintech III equal to 2% of the total amount committed to the fund by the limited partners until the end of the commitment period, and 1% of the total amount committed to the fund thereafter. The management fees payable to the Group in respect of HashKey Fintech III is subject to the deduction of any fees (such as break-up fee, consulting fee, director's fee or other similar fees) received by the general partner of HashKey Fintech III or its employees from portfolio companies in direct relation to the investment activities of HashKey Fintech III (such fees shall constitute income of the fund and the aforesaid set-off arrangement is to ensure the general partner and the relevant employee returns any such fees to the fund), and GDZ International Limited enjoys such set-off arrangement together with the other limited partners proportional to the size of their respective commitment in the said fund. The management fees will accrue on a quarterly basis.

Annual Caps and Actual Amount

Our proposed annual caps of the management services provided to Mr. Lu's LP entities under the HashKey Fintech Fund Agreements for the years ending December 31, 2025, 2026, and 2027 are HK$33.39 million, HK$33.39 million and HK$17.48 million, respectively, and our proposed annual caps of the management services provided to Mr. Lu's LP entities under the HashKey Fintech III Agreement for the years ending 2028, 2029 and 2030 are HK$15.91 million, HK$15.91 million and HK$15.91 million, respectively.

For the year ended December 31, 2025, the actual transaction amount was HK$31.96 million.

Review of the Continuing Connected Transactions

The independent non-executive Directors have reviewed the above continuing connected transactions and confirmed that these transactions have been entered into:

(i) in the ordinary and usual course of business of our Group;

(ii) on normal commercial terms or better; and

(iii) according to the agreement governing them on terms that are fair and reasonable and in the interests of the listed issuer's shareholders as a whole.

The Company's auditor was engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 (Revised) "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued his unqualified letter containing his findings and conclusions in respect of the continuing connected transactions disclosed by the Group in accordance with Rule 14A.56 of the Listing Rules.

During the year ended December 31, 2025, the Company has followed the pricing policies and guidelines for the transactions disclosed above when determining the price and terms of such transactions conducted. The Directors are of the view that the Company's internal control procedures are adequate and effective to ensure that transactions are so conducted.

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

The Shares were listed on the Main Board of the Stock Exchange on December 17, 2025. During the period from the Listing Date to December 31, 2025, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any securities of the Company (including sale or transfer of treasury shares as defined under the Listing Rules).

As of December 31, 2025, the Company did not hold any treasury shares.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

On December 17, 2025, 240,570,000 Shares of US$0.00001 each were issued at a price of HK$6.68 per share in connection with the Company's listing on the Main Board of the Stock Exchange. The net proceeds received by the Company from the Global Offering were approximately HK$1,474.6 million, which is slightly lower than the estimated net proceeds as disclosed in the allotment results announcement of the Company dated December 16, 2025 due to the higher actual listing expenses incurred of approximately HK$132.4 million.

As of the date of this annual report, there had been no change in the intended use of net proceeds as previously disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus.

As of December 31, 2025, the Group had not utilized the net proceeds from the Global Offering. The details of intended use of net proceeds are set out in the table below:

Intended use of Net Proceeds	Net Proceeds from the Global Offering *(HK$ million)*	Approximate % of total Net Proceeds	Utilized Net Proceeds during the Relevant Period *(HK$ million)*	Unutilized Net Proceeds from the Global Offering as of December 31, 2025 *(HK$ million)*	Expected timeline of full utilization of the unutilized Net Proceeds[1]
Technology and Infrastructure Iteration					
(1) Driving Product Innovation and New Offerings	324.4	22.0%	0	324.4	by December 31, 2028
(2) Enhancing Infrastructure Through Procuring Quality Cloud Services	147.5	10.0%	0	147.5	by December 31, 2028
(3) Strengthening R&D Capacity	88.5	6.0%	0	88.5	by December 31, 2030
(4) Upgrading Cybersecurity Defense Scheme	29.5	2.0%	0	29.5	by December 31, 2030

Intended use of Net Proceeds	Net Proceeds from the Global Offering *(HK$ million)*	Approximate % of total Net Proceeds	Utilized Net Proceeds during the Relevant Period *(HK$ million)*	Unutilized Net Proceeds from the Global Offering as of December 31, 2025 *(HK$ million)*	Expected timeline of full utilization of the unutilized Net Proceeds(1)
Market Expansion and Ecosystem Partnerships					
(1) Maintaining Business Development and Operation Teams to Support Growth	235.9	16.0%	0	235.9	by December 31, 2030
(2) Promoting Awareness and Adoption of Digital Assets	177.0	12.0%	0	177.0	by December 31, 2030
(3) Deepening Collaboration with Stakeholders	177.0	12.0%	0	177.0	by December 31, 2030
Operational and Risk Management					
(1) Strengthening Legal, Risk and Compliance Functions	59.0	4.0%	0	59.0	by December 31, 2030
(2) Engaging Professional Vendors to Enhance Operations, Compliance and Security	59.0	4.0%	0	59.0	by December 31, 2030
(3) Broader Enhancement of Middle – and Back-Office Capabilities	29.5	2.0%	0	29.5	by December 31, 2030
Working Capital and General Corporate Purposes	147.5	10.0%	0	147.5	by December 31, 2030
Total(2)	1,474.6	100%	0	1,474.6	

Notes:

(1) The expected timeline is based on the best estimation made by the Group on future market condition and may change with the future market condition and future development.

(2) Any discrepancies between totals and sums of amounts listed in this table are due to rounding.

Subsequent to December 31, 2025, the Company received additional net proceeds of approximately HK$5.78 million following the partial exercise of the over-allotment option in respect of an aggregate of 892,400 Shares on January 9, 2026. The Company intends to apply the net proceeds from the over-allotment option, on a pro rata basis, for the same purposes as those set out in the table above for the net proceeds from the Global Offering. For details, please refer to the announcement of the Company dated January 12, 2026.

REMUNERATION POLICY AND REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

The Company has established the Remuneration Committee to make recommendations to the Board on the policy and structure for the remuneration of directors and senior management including fixed pay, annual bonuses, shares or other incentive awards, benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment, with reference to remuneration paid by comparable companies, the time commitment and responsibilities of directors and senior management, and the employment conditions of the Company and its subsidiaries.

Details of the remuneration of the Directors and the five highest paid individuals are set out in Note 9 and Note 10 to the consolidated financial statements of the Group in this annual report.

During the year ended December 31, 2025, (i) no emoluments were paid by the Group to any Directors, former directors of the Company or five highest paid individuals as an inducement to join, or upon joining the Group, or as compensation for loss of office; (ii) none of the Directors waived or agreed to waive any remuneration; (iii) save as disclosed in this annual report, there were no loans, quasi-loans and other dealings in favor of Directors, their controlled bodies corporate and connected entities; and (iv) no consideration provided to or receivable by third parties for making available Directors' services.

RETIREMENT SCHEMES

The Group is committed to adhering to local legislation regarding retirement schemes. The Group complies with the Mandatory Provident Fund Schemes Ordinance (Cap. 485 of the Laws of Hong Kong) by enrolling and making statutory contributions for eligible Hong Kong employees. Similarly, the Group follows Singapore legislation to ensure that it makes the necessary contributions to the CPF for eligible Singapore employees. These compliance measures are intended to safeguard the retirement benefits and financial well-being of the employees.

During the year ended December 31, 2025, (i) there were no contributions forfeited by the Group on behalf of its employees who leave the plan prior to vesting fully in such contribution, (ii) there had been no utilization of such forfeited contributions to reduce future contributions, and (iii) no forfeited contributions had been used by the Group to reduce the existing level of contributions.

RESERVES

Details of movements in reserves of the Group and the Company for the year ended December 31, 2025 are set out in the consolidated statement of changes in equity and Note 31 to the consolidated financial statements in this annual report, respectively.

DISTRIBUTABLE RESERVES

As of December 31, 2025, the Group has no distributable reserves.

DONATIONS

During the year ended December 31, 2025, the Group made a charitable contribution of approximately HK$14 million.

CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

To the best knowledge of the Company, none of the Controlling Shareholders pledged their shares or entered into any loan agreement with covenants relating to specific performance pursuant to Rule 13.21 of the Listing Rules. The Company does not have any disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

AUDIT COMMITTEE

The Audit Committee have reviewed the accounting standards and practices adopted by the Group and discussed auditing, internal controls and financial reporting matters in connection with the preparation of the audited consolidated financial statements of the Group for the year ended December 31, 2025.

AUDITOR

The consolidated financial statements have been audited by KPMG, who will retire at the forthcoming annual general meeting of the Company. A resolution for the re-appointment of KPMG as auditor of the Company is to be proposed at the forthcoming Annual General Meeting.

There has been no change in the auditor of the Company since the Listing Date.

APPROVAL OF ANNUAL REPORT

The annual report and the consolidated financial statements of the Group for the year ended December 31, 2025 were approved and authorized for issue by the Board on March 27, 2026.

On behalf of the Board
HashKey Holdings Limited
Dr. Xiao Feng
Chairman of the Board, Executive Director and Chief Executive Officer

Hong Kong, March 27, 2026

Corporate Governance Report

The Board is pleased to report to the Shareholders the corporate governance of the Company for the year ended December 31, 2025.

CORPORATE GOVERNANCE CULTURE AND VALUE

The Company is committed to ensuring that its affairs are conducted in accordance with high ethical standards. This reflects its belief that, in the achievement of its long-term objectives, it is imperative to act with probity, transparency and accountability. By so acting, the Company believes that Shareholder wealth will be maximised in the long term and that its employees, those with whom it does business and the communities in which it operates will all benefit.

Corporate governance is the process by which the Board instructs management of the Group to conduct its affairs with a view to ensuring that its objectives are met. The Board is committed to maintaining and developing robust corporate governance practices that are intended to ensure:

- satisfactory and sustainable returns to Shareholders;
- that the interests of those who deal with the Company are safeguarded;
- that overall business risk is understood and managed appropriately;
- the delivery of high-quality products and services to the satisfaction of customers; and
- that high standards of ethics are maintained.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to achieving high corporate governance standards. The Board believes that high corporate governance standards are essential in providing a framework for the Company to safeguard the interests of the Shareholders, enhance corporate value, formulate its business strategies and policies, and improve its transparency and accountability.

The Company has adopted the principles and code provisions of the Corporate Governance Code as the basis for the corporate governance practices of the Company.

As the Shares were listed on the Stock Exchange on December 17, 2025, during the Relevant Period and up to the date of this annual report, the Company has complied with all the applicable code provisions of the Corporate Governance Code as set forth in Appendix C1 to the Listing Rules, save for the deviation from code provision C.2.1 of Part 2 of the CG Code which is explained in the section headed "Chairman and Chief Executive Officer".

The Company is committed to enhancing its corporate governance practices used to regulate conduct and promote growth of its business and to reviewing such practices from time to time to ensure that we comply with the CG Code and align with the latest developments of the Company.

COMPLIANCE WITH MODEL CODE

As the Shares were listed on the Stock Exchange on the Listing Date, the provisions regarding compliance with the Model Code is applicable to the Company since the Listing Date.

The Company has adopted the Insider Dealing Policy, with terms no less exacting than the Model Code as its own securities dealing code to regulate all dealings by Directors and relevant employees of securities in the Company and other matters covered by the Code.

All Directors and relevant employees, having made specific enquiries, confirmed that they have been in compliance with the Model Code during the period from the Listing Date up to December 31, 2025.

BOARD OF DIRECTORS

The Company is headed by an effective Board which assumes responsibility for its leadership and control and be collectively responsible for promoting the Company's success by directing and supervising the Company's affairs. Directors take decisions objectively in the best interests of the Company.

The Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business and regularly reviews the contribution required from a Director to perform his responsibilities to the Company and whether the Director is spending sufficient time performing them that are commensurate with their role and the Board responsibilities. The Board includes a balanced composition of executive Director and non-executive Directors (including independent non-executive Directors) so that there is a strong independent element on the Board, which can effectively exercise independent judgement.

Board Composition

The Board currently comprises the following Directors:

Executive Director

Dr. Xiao Feng *(Chairman and Chief Executive Officer)*

Non-executive Director

Mr. Lu Weiding

Independent non-executive Directors

Mr. Chan Jessey Ting
Ms. Lin Lynn Zhihong
Mr. Huang Sidney Xuande

Each of our Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules in September 2025, and (ii) understands his or her obligations as a director of a listed issuer under the Listing Rules.

The biographical details of the Directors are set out in the section headed "Biographical Details of Directors and Senior Management" in this annual report. Save as disclosed above, there were no relationships (including financial, business, family or other material or relevant relationships) among members of the Board.

Board Meetings

Regular Board meetings should be held at least four times a year involving active participation, either in person or through electronic means of communication, of a majority of Directors. Notices of not less than fourteen days are given for all regular Board meetings to provide all Directors with an opportunity to attend and include matters in the agenda for regular Board meetings.

For other Board meetings, reasonable notice has to be given generally. For other committee meetings, a notice shall be given 7 days prior to the meeting. Minutes of meetings are kept by the company secretary of the Company with copies circulated to all Directors for information and records.

As the Shares were listed on the Stock Exchange on December 17, 2025, no Board meetings or general meetings were held during the Relevant Period.

Responsibilities, Accountabilities and Contributions of the Board and Management

The Board should assume responsibility for leadership and control of the Company; and is collectively responsible for directing and supervising the Company's affairs.

The Board directly, and indirectly through its committees, leads and provides direction to management by laying down strategies and overseeing their implementation, monitors the Group's operational and financial performance, and ensures that sound internal control and risk management systems are in place.

All Directors, including one non-executive Director and three independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning. The independent non-executive Directors are responsible for ensuring a high standard of regulatory reporting of the Company and providing a balance in the Board for bringing effective independent judgement on corporate actions and operations.

All Directors have full and timely access to all the information of the Company and may, upon request, seek independent professional advice in appropriate circumstances, at the Company's expenses for discharging their duties to the Company.

The Directors shall disclose to the Company details of other offices held by them.

The Board reserves for its decision all major matters relating to policy matters, strategies and budgets, internal control and risk management, material transactions (in particular those that may involve conflict of interests), financial information, appointment of Directors and other significant operational matters of the Company. Responsibilities relating to implementing decisions of the Board, directing and co-ordinating the daily operation and management of the Company are delegated to the management.

Chairman and Chief Executive Officer

Pursuant to Code Provision C.2.1 of part 2 of the CG Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the responsibilities between the chairman and the chief executive officer should be separate and should not be performed by the same individual.

Currently, both roles in the Company are held by Dr. Xiao Feng. In view of Dr. Xiao's experience, personal profile and substantial contribution to our Group since his appointment to his roles, we consider it to be beneficial to the management and business development of our Group to have Dr. Xiao act as the Chairman of the Board and continue his role as the chief executive officer of our Company. Our Board believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. In particular, Dr. Xiao has over 30 years of significant work and management experience in the finance, asset management and securities management industry, and is a pioneering investor who has been at the forefront of the digital asset movement since its earliest days. Dr. Xiao founded our business in 2018 and the Group expanded rapidly under his leadership. His deep industry insight as well as extensive corporate management experience are invaluable to the Group's strategic planning and effective internal management, therefore Dr. Xiao performs the roles of both chairman and chief executive officer.

While this would constitute a deviation from code provision C.2.1 of the CG Code, our Board believes that this structure will not impair the balance of power and authority between our Board and the management of our Company, given that: (i) there are sufficient checks and balances on our Board, as decisions to be made by our Board requires the approval of at least a majority of our Directors, and our Board comprises three independent non-executive Directors as required under the Listing Rules; (ii) Dr. Xiao and our other Directors are aware of and undertake to fulfil their fiduciary duties as Directors, which require, among others, that they act for the benefit and in the best interests of our Company and will make decisions for our Group accordingly; and (iii) the balance of power and authority is ensured by the operations of our Board which comprises experienced and high caliber individuals who meet regularly to discuss issues affecting the operations of our Company. Furthermore, the key business, financial, and operational policies of our Group as well as the overall strategic development goals of our Group are made collectively by our Board and senior management after thorough discussions.

Our Board will continue to evaluate and consider if dividing the roles of the chairman of our Board and the chief executive of our Company at an appropriate time is necessary, taking into account the circumstances of our Group as a whole.

Independent non-executive Directors

From the Listing Date to the date of this annual report, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing no less than one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received written annual confirmation from each of the independent non-executive Directors in respect of his/her independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

Board Independence Evaluation

The Board has implemented mechanism to ensure independent views and input are available to the Board. The implementation and effectiveness of such mechanism was reviewed on an annual basis. The Board considers that such mechanism has been implemented properly and effectively from the Listing Date to the date of this annual report. The mechanism is summarized as below:

- The Board ensures the appointment of at least three independent non-executive Directors and at least one-third of its members being independent non-executive Directors (or such higher threshold as may be required by the Listing Rules from time to time. In assessing independence, the Board also takes into account its diversity objectives, including the mix of skills, gender balance, and international experience.

- The Nomination Committee shall strictly comply with the nomination policy and the independence assessment criteria for the nomination and appointment of independent non-executive Directors set out in the Listing Rules, and shall assess the independence of all independent non-executive Directors on an annual basis.

- Directors (including independent non-executive directors) may seek further information and documents from management in respect of matters to be discussed at Board meetings, and may, upon reasonable request and where appropriate, obtain independent professional advice at the expense of the Company.

- Where a Director or any of his or her close associates has a material interest, the director shall comply with the relevant provisions of the Listing Rules and the Company's memorandum and articles of association regarding attending and voting on the resolutions.

Pursuant to the Board Independence Evaluation Mechanism, the Board will conduct annual review on its independence. The Board Independence Evaluation Report will be presented to the Board which will collectively discuss the results and the action plan for improvement, if appropriate.

From the Listing Date to the date of this annual report, all Directors has completed the independence evaluation evaluation in the form of a questionnaire individually and supplemented by individual interviews. The Board Independence Evaluation Report was presented to the Board and the evaluation results were satisfactory.

Appointment and Re-election of Directors

According to the Articles of Association, at every annual general meeting of the Company, one third of the Directors for the time being (or, if their number is not three or multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation, provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. Any Director appointed by the Board to fill a casual vacancy or as an addition to the Board shall hold office until the first annual general meeting of the Company after such appointment.

The executive Director has entered into a service contract with our Company for an initial term of three years commencing from the Listing Date. Each of the non-executive Director and independent non-executive Directors has signed an appointment letter with our Company for a term of three years with effect from the Listing Date. The appointments are subject to the provisions of retirement and rotation of Directors under the Articles of Association.

Continuous Professional Development of Directors

Directors shall keep abreast of regulatory developments and changes in order to effectively perform their responsibilities and to ensure that their contribution to the Board remains informed and relevant.

Every newly appointed Director has received a formal and comprehensive induction on the first occasion of his/her appointment to ensure appropriate understanding of the business and operations of the Company and full awareness of Director's responsibilities and obligations under the Listing Rules and relevant statutory requirements.

Directors should participate in appropriate continuous professional development to develop and refresh their knowledge and skills.

Prior to the Listing, all Directors have been given the training regarding the directors' duties and responsibilities, corporate governance and regulatory updates and relevant reading materials including compliance manual/legal and regulatory updates/seminar handouts have been provided to the Directors for their reference and studying.

All Directors are required to provide the Company with details of continuous professional development training undertaken by them from time to time.

Based on the information provided by the Directors, during the year ended December 31, 2025, the Directors received the following trainings and updates:

Name of Director	Attending seminars and/or conferences and/or forums (provided by external providers) relating to rules and regulations or duties of the directors
Executive Director	
Dr. Xiao Feng	✓
Non-Executive Director	
Mr. Lu Weiding	✓
Independent Non-Executive Directors	
Mr. Chan Jessey Ting	✓
Ms. Lin Lynn Zhihong	✓
Mr. Huang Sidney Xuande	✓

BOARD COMMITTEES

The Board has established three committees, namely, the Audit Committee, the Remuneration Committee and the Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with specific written terms of reference which deal clearly with their authority and duties. The terms of reference of the Board committees are posted on the Company's website and the Stock Exchange's website and are available to Shareholders upon request.

Audit Committee

The Audit Committee consists of three independent non-executive Directors, namely Mr. Chan Jessey Ting, Ms. Lin Lynn Zhihong and Mr. Huang Sidney Xuande. Mr. Huang Sidney Xuande is the chairman of the Audit Committee (being the independent non-executive Director with the appropriate professional qualifications under Rules 3.10(2) and 3.21 of the Listing Rules).

The terms of reference of the Audit Committee are of no less exacting terms than those set out in the CG Code. The main duties of the Audit Committee are to assist the Board in reviewing the financial information and reporting process, risk management and internal control systems, effectiveness of the internal audit function, scope of audit and appointment of external auditors, and arrangements to enable employees of the Company to raise concerns about possible improprieties in financial reporting, internal control or other matters of the Company.

As the Shares were listed on the Stock Exchange on December 17, 2025, no meetings of the Audit Committee were held during the Relevant Period.

Remuneration Committee

The Remuneration Committee consists of three independent non-executive Directors, namely Mr. Chan Jessey Ting, Ms. Lin Lynn Zhihong and Mr. Huang Sidney Xuande. Mr. Chan Jessey Ting is the chairman of the Remuneration Committee.

The terms of reference of the Remuneration Committee are of no less exacting terms than those set out in the CG Code. The primary functions of the Remuneration Committee include determining and making recommendations to the Board on the remuneration packages of individual executive Directors and senior management, the remuneration policy and structure for all Directors and senior management; and establishing transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his/her associates will participate in deciding his/her own remuneration.

As the Shares were listed on the Stock Exchange on December 17, 2025, no meetings of the Remuneration Committee were held during the Relevant Period.

The Company's remuneration policy is to ensure that the remuneration offered to employees, including Directors and senior management, is based on skill, knowledge, responsibilities and involvement in the Company's affairs. The remuneration package of Executive Director is also determined with reference to the Company's performance and profitability, the prevailing market conditions and the performance or contribution of the Director. The remuneration for the Executive Director comprises basic salary, pensions and bonus. Executive Director shall receive options to be granted under the Company's share option scheme. The remuneration policy for non-executive Director and independent non-executive Director is to ensure that non-executive Director and independent non-executive Directors are adequately compensated for their efforts and time dedicated to the Company's affairs, including their participation in Board committees. The remuneration for the non-executive Director and independent non-executive Directors mainly comprises Director's fee which is determined with reference to their duties and responsibilities by the Board. Non-executive Directors and independent non-executive Directors shall not receive options to be granted under the Company's share option scheme. Individual Directors and senior management have not been involved in deciding their own remuneration.

Details of the remuneration of the Directors and those of the five highest paid individuals of the Group for the year ended December 31, 2025 are set out in Note 9 and Note 10 to the consolidated financial statements of the Group in this annual report. The remuneration (including salaries, other emoluments, discretionary bonuses, retirement scheme contributions and share-based payment) of the senior management of the Company by band during the Reporting Period is shown in the following table:

Band of remuneration	Number of individuals
HK0 to HK10,000,000	3
HK10,000,001 to HK15,000,000	1
HK15,000,001 to HK20,000,000	0
HK20,000,001 to HK25,000,000	2
HK25,000,001 to HK30,000,000	1

Nomination Committee

The Nomination Committee consists of three independent non-executive Directors, namely Mr. Chan Jessey Ting, Ms. Lin Lynn Zhihong and Mr. Huang Sidney Xuande. Ms. Lin Lynn Zhihong is the chairwoman of the Nomination Committee.

The terms of reference of the Nomination Committee are of no less exacting terms than those set out in the CG Code.

The principal duties of the Nomination Committee include reviewing the Board composition, developing and formulating relevant procedures for the nomination and appointment of Directors, making recommendations to the Board on the appointment and succession planning of Directors, reviewing the Board Diversity Policy and assessing the independence of independent non-executive Directors.

In assessing the Board composition, the Nomination Committee would take into account various aspects as well as factors concerning Board diversity as set out in the Company's Board Diversity Policy. The Nomination Committee would discuss and agree on measurable objectives for achieving diversity on the Board, where necessary, and recommend them to the Board for adoption.

In identifying and selecting suitable candidates for directorships, the Nomination Committee would consider the candidate's relevant criteria as set out in the Director Nomination Policy that are necessary to complement the corporate strategy and achieve Board diversity, where appropriate, before making recommendation to the Board.

As the Shares were listed on the Stock Exchange on December 17, 2025, no meetings of the Nomination Committee were held during the Relevant Period.

BOARD DIVERSITY POLICY

The Company has adopted the Board Diversity Policy and stipulated the means to achieve Board diversity. The Company recognises and embraces the benefits of having a diverse Board and sees enhanced diversity at the Board level as an essential element in maintaining the Company's competitive advantages.

Pursuant to the Board Diversity Policy, the Nomination Committee reviews regularly the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company's corporate strategy and to ensure that the Board maintains a balanced diverse profile. In relation to reviewing and assessing the Board composition, the Nomination Committee is committed to diversity at all levels and will consider a number of aspects, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and regional and industry experience.

The Company strives to maintain an appropriate balance of diverse perspectives that are relevant to the Company's business growth and is also committed to ensuring that recruitment and selection practices at all levels (from the Board downwards) are appropriately structured so that a diverse range of candidates are considered.

The Nomination Committee is responsible for reviewing the Board Diversity Policy, setting and reviewing measurable objectives to implement the policy and ascertain the progress made towards achieving those objectives.

The current Board composition is analysed as follows based on the measurable objectives:

Gender	Age group
Male: 4 directors	51-60: 3 directors
Female: 1 director	61-70: 2 directors

Position	Educational background
Executive Director: 1 director	Business administration: 1 director
	Economics: 1 director
Non-Executive Director: 1 director	Accounting and finance: 1 director
Independent non-executive Directors: 3 directors	Computer Science: 2 directors

Nationality	Business experience
PRC: 2 directors	Accounting and finance: 1 director
USA: 3 directors	Corporate management: 1 director
	Experience relevant to the Company's business: 3 directors

The Nomination Committee and the Board consider that the current Board composition has reached the objectives set out in the Board Diversity Policy.

The Nomination Committee will review at least on a yearly basis the Board Diversity Policy and measurable objectives to ensure the sustained function and effectiveness of the Board.

GENDER DIVERSITY

The Company values gender diversity at all levels of the Group. The table below sets forth the gender ratio of the Group's employees (including the Board and senior management) as at the date of this annual report:

	Female	Male
Board	1	4
Senior management (excluding Board)	1	5
Other employees	137	196
All staff (including Board, senior management and other employees)	139	205

The Board aims to be composed of at least 20% female Directors, 16.67% female senior management and 41.14% female employees and has achieved this goal, and considers such gender diversity is satisfactory at the current stage. We will also continue to put effort into maintaining a pipeline of potential successors of the Board to maintain or achieve gender diversity via different channels, such as by engaging human resources agencies to identify potential successors for the Board. In order to continue to achieve gender diversity among our employees, we are committed to creating favourable conditions in our working environment to continuously attract employees of different genders to the Group, thereby maintaining our position as a gender-balanced company. In this process, we may face challenges in matching the availability of gender-specific personnel in the human resources market with the education, experience and skills required for positions of the Group. Despite these challenges, we are committed to maintaining a gender-balanced workforce.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control mechanisms.

The Audit Committee assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems.

The Company has developed and adopted various risk management procedures and guidelines with defined authority for implementation by key business processes and office functions, including project management, sales and leasing, financial reporting, human resources and information technology.

The Board is responsible for evaluating and determining the nature and extent of the risks the Company is willing to take in achieving the Company's strategic objectives, and ensuring that the Company establishes and maintains appropriate and effective risk management and internal control systems. The Board oversees management in the design, implementation and monitoring of the risk management and internal control systems and is responsible for reviewing the effectiveness of the systems. The Board acknowledges that it is responsible for the risk management and internal control systems and reviewing their effectiveness. Such risk management and internal control systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and the systems can only provide reasonable but not absolute assurance against material misstatement or loss.

The Audit Committee has been established to assist the Board to develop, oversee, and maintain an effective risk management framework and systems of the Group with a view to identifying and managing the risks faced by the Group, including financial, model, operational (including people, process and third party risks), fraud, business continuity, legal, regulatory, technology, reputational, ESG, information security and cyber risks, and risks associated with the strategic direction, new products and change initiatives of the Group

The Company has established an internal audit function, which mainly analyzes and independently evaluates the adequacy and effectiveness of risk management and internal control systems, and reports its findings to the Audit Committee for approval.

The Company has implemented a risk management framework that combines group-level supervision with the risk awareness of all employees, with both top-down and bottom-up characteristics. The framework operates on a "four lines of defence" model, covering market and credit risks, technology and cybersecurity risks, operational risks, environmental, social and governance risks, as well as legal, regulatory, fraud and reputational risks. Through this framework, the Company is able to effectively identify, measure, monitor and control risks.

The Board has developed its disclosure policy which provides a general guide to the Directors, senior management, and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries. Control procedures have been implemented to ensure that unauthorized access and use of inside information are strictly prohibited.

The Board has adopted the Anti-Corruption Policy which the Group and the Group's staff members are committed to integrity and the highest standards of ethics in all activities. It is the goal of the Group to prevent bribery and to ensure compliance with applicable anti-corruption laws. This policy is to help staff members, including all employees and directors avoid potential violations of such laws. Third parties that interact with others on behalf of the Group, including but not limited to agents, consultants, distributors, resellers, tax advisors, subcontractors, lobbyists, customs agents and other intermediaries are also required to comply with this policy when they are performing services for or on behalf of the Group.

The Audit Committee has adopted the Whistleblower Policy to establish procedures for the receipt and handling of complaints, including those submitted by employees and third parties who deal with the Company (such as customers, distributors or suppliers) to raise concerns, in confidence, about possible improprieties in financial reporting, internal control or other matters related to the Company. This policy also includes means for employees to raise concerns with respect to violations of the code of ethics of the Company, its subsidiaries and consolidated affiliated entities.

The Board has conducted an annual review of the effectiveness of the Company's and its subsidiaries' risk management and internal control systems and confirmed these systems are adequate and effective.

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities for preparing the financial statements with the support from the accounting and finance team.

The Directors have prepared the financial statements in accordance with the IFRS Accounting Standards issued by the International Accounting Standards Board ("**IASB**"). Appropriate accounting policies have also been used and applied consistently except the adoption of revised standards, amendments to standards and interpretation.

The Company's financial statements have been prepared on a going concern basis, and the Directors believe that the financial statements give a true and fair view of the financial condition, results and cash flows of the Group for the year ended December 31, 2025, and that the disclosure and reporting of other financial information have complied with relevant laws.

A statement from the external auditors of the Company about their reporting responsibilities for the financial statements is set forth in the Independent Auditor's Report in this annual report.

AUDITOR'S REMUNERATION

The remuneration paid and payable to the external auditor of the Company in respect of audit services and non-audit services for the year ended December 31, 2025 are set forth below.

Type of services	Remuneration paid/payable *HKD'000*
Audit services relating to annual audit	9,435
Audit services relating to listing	12,105
Non-audit services relating to listing	2,250
Other non-audit services: Fee for assurance and other advisory services	2,230
Total	26,020

COMPANY SECRETARY

Ms. Tang King Yin is the company secretary of the Company. Ms. Tang is a senior manager of corporate services of Tricor Services Limited, a member of Vistra Group. Ms. Tang has over 10 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Tang's major contact person in the Company is Chief Financial Officer of our Company, Mr. Zhu Minghua.

For the year ended December 31, 2025, Ms. Tang confirmed that she has received no less than 15 hours of relevant professional training annually pursuant to the requirements of Rule 3.29 of the Listing Rules.

All Directors may have access to the advice and services of the company secretary on corporate governance and routine Board matters.

SHAREHOLDERS' RIGHTS

Convening an Extraordinary General Meeting and Putting Forward Proposals by Shareholders

In accordance with Article 64 of the Articles of Association, extraordinary general meetings shall also be convened on the requisition of one or more Members holding, at the date of deposit of the requisition, not less than one-tenth of the paid up capital of the Company having the right of voting at general meetings, on a one vote per Share basis in the share capital of the Company (excluding treasury shares) and the foregoing Shareholders shall be able to add resolutions to the meeting agenda. Such requisition shall be made in writing to the Board or the Secretary for the purpose of requiring an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition. Such meeting shall be held within two Months after the deposit of such requisition. If within 21 days of such deposit, the Board fails to proceed to convene such meeting, the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

Making Enquiries to the Board

Shareholders may send written enquiries to the Company for any enquiries put forward by the Board. The Company will normally not deal with verbal or anonymous enquiries.

Contact Details

Shareholders may send such enquiries or requisitions to the following address:

Address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong

Email: is-enquiries@vistra.com

For the avoidance of doubt, Shareholders should direct their enquiries about their shareholdings to the Company's Hong Kong share registrar, Tricor Investor Services Limited, by sending an email to is-enquiries@vistra.com or call its hotline at 2980 1333, or go in person to its public counter at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

The Company will not normally deal with verbal or anonymous enquiries unless it is any report or concerns raised about any possible improprieties in any matter related to the Company. The Shareholders may send written enquiries to the Company, for the attention of the Board of Directors by mail to 14th Floor, Three Exchange Square, 8 Connaught Place, Central, Hong Kong.

COMMUNICATION WITH SHAREHOLDERS AND INVESTORS

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and investor's understanding of the Group's business performance and strategies. The Company endeavors to maintain an on-going dialogue with Shareholders and in particular, through annual general meetings and other general meetings. At the annual general meeting, the Directors (or their delegates as appropriate) are available to meet Shareholders and answer their enquiries.

To safeguard the interests and rights of the Shareholders, a separate resolution should be proposed for each substantial issue at general meetings, including the election of individual Director. All resolutions put forward at general meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of the Company and of the Stock Exchange after each general meeting.

The Board has reviewed the implementation of the shareholders' communication policy and considers its implementation as effective, as it has provided various communication channels available to the Shareholders to communicate their views on the matters affecting the Company and direct their views to the Company.

AMENDMENTS TO THE CONSTITUTIONAL DOCUMENTS

Pursuant to a special resolution of the Shareholders passed on December 4, 2025, the fourth amended and restated Memorandum and Articles of Association of the Company was adopted with effect from the Listing Date.

The current effective Memorandum and Articles of Association is available on the Company's website and the Stock Exchange's website.

DIVIDEND POLICY

The Company has adopted a dividend policy (the "**Dividend Policy**") on payment of dividends. The Company does not have any predetermined dividend payout ratio. Depending on the financial conditions of the Company and the Group, current economic environment and the conditions and factors as set out in the Dividend Policy, dividends may be proposed and/or declared by the Board during a financial year, subject to any requirements under applicable laws, rules and regulations and the Articles of Association.

Environmental, Social and Governance Report

CHAPTER 1 INTRODUCTION TO HASHKEY

I. About the Company

HashKey is committed to deeply implementing sustainable development. With the mission of "making digital assets accessible", the Company integrates its culture of "focus, innovation, win-win cooperation and growth" into its development. It proactively strengthens the management of corporate social responsibility, fully and actively fulfils its ESG responsibilities, and embeds ESG principles into its daily operations and long-term strategies.

As a leading comprehensive digital asset company in Asia, the Company's business spans globally, providing end-to-end financial infrastructure, technology, and investment management to jointly build a complete digital asset ecosystem. The Company's vision is to build a more empowering and inclusive financial ecosystem for billions of users worldwide by providing compliant, secure and trusted services and infrastructure, bridging traditional finance and the emerging digital finance landscape.

II. About this Report

This report is the first annual Environmental, Social and Governance (ESG) report published by HashKey, disclosing to all stakeholders the Company's policies, actions, and performance in environmental, social, and corporate governance aspects. HashKey adheres to the "comply or explain" provisions, and has adopted the four basic reporting principles of "materiality, quantitative, balance and consistency" in the "Environmental, Social and Governance Reporting Guide" of the Stock Exchange.

(1) Materiality: When the Board of Directors determines that Environmental, Social and Governance (ESG) issues will have a material impact on investors and other stakeholders, the issuer should report on them.

(2) Quantitative: Key performance indicators in respect of historical data need to be measurable. The issuer should set targets (which may be actual numerical figures or directional, forward-looking statements) to reduce a particular impact. In this way, the effectiveness of ESG policies and management systems can be evaluated and validated. Quantitative information should be accompanied by a narrative, explaining its purpose and impacts, and providing comparative data where appropriate.

(3) Balance: The ESG report should provide an unbiased picture of the issuer's performance, avoiding selections, omissions, or presentation formats that may inappropriately influence decisions or judgments by the report reader.

(4) Consistency: The issuer should use consistent disclosure methodologies to allow for meaningful comparisons of ESG data over time.

Basis of Preparation

- Appendix C2 "Environmental, Social and Governance Reporting Guide" to the "Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited"
- "United Nations Sustainable Development Goals (SDGs)"
- "Global Reporting Initiative (GRI) Standards"
- Other industry-related international and domestic sustainable development disclosure standards

Content of the Report

This report focuses on disclosing the Company's performance in economic development, environmental protection, social responsibility, and corporate governance, objectively reflecting the main initiatives and effectiveness of the Company in fulfilling social responsibilities and advancing sustainable development in 2025, assisting investors, partners, and other stakeholders to comprehensively understand HashKey's concepts and practices in ESG management.

Report Scope

The time scope of this report is from January 1, 2025 to December 31, 2025 (hereinafter referred to as the "Reporting Period"). To enhance the comparability and forward-looking nature of the report, some content moderately extends to previous and subsequent years. The organizational scope of the report covers the Company and its subordinate subsidiaries.

Data Description

The data and cases in the report are derived from the original records of the Company's actual operations or financial reports.

III. Awards and Honors

In 2025, HashKey continued to deepen its efforts in fields such as commercial brand building, innovative development and the fulfillment of social responsibility, and has successively received numerous awards and recognition from government authorities, authoritative media and industry associations.

No.	Name and content of the award	Awarding institutions
1	World's Most Trusted Cryptocurrency Exchanges 2025	Forbes
2	Best Companies to Work for in Asia 2025	HR Asia
3	Best Exchange of the Year	PANews
4	FinTech Platform Provider of the Year (Crypto Currency) 2025	Bloomberg Businessweek Chinese Edition
5	Annual Web3 Service Excellence Award	GBA Financial Association, CCXGFI
6	Best Digital Assets Solution 2024	Asian Private Banker
7	Crypto Projects Top 100	RootData
8	Crypto VCs Top 50	RootData
9	Excellence in Digital Asset Service Award	Eddid Financial

CHAPTER 2 CORPORATE GOVERNANCE

I. ESG Management

Based on the planning of its sustainable development strategy, HashKey has established a comprehensive ESG governance architecture, strictly implementing the "HashKey Holdings Sustainable Development ESG Management System" to strengthen the standardization of corporate governance at the institutional level, ensure the transparency and compliance of corporate operations, and continuously enhance corporate governance levels and management efficiency.

- The Board of Directors, as the highest decision-making body and supervisory organization for ESG work, is responsible for reviewing and approving the Company's ESG management system, and verifying the Company's ESG report and major ESG matters, etc.

- The Finance and Investor Relations Office, as the research and guiding body for ESG work, is responsible for overall coordination of internal and external work, researching ESG-related laws and regulations, policies, and material issues, identifying and managing ESG risks and opportunities, and guiding daily ESG work and report preparation; its Strategic Finance and PMO Department is responsible for understanding stakeholder demands, analyzing material issues, and executing the information collection, compilation, and disclosure of the ESG report.

- All departments and subsidiaries, as the execution units for ESG work, implement ESG tasks within their scope of responsibilities according to the Company's overall planning and regularly report on the implementation status.

Adhering to the principle of actively fulfilling its corporate social responsibilities, the Company takes full account of ESG factors in its operation and management to achieve coordinated development of the economy, environment and society, and ensures sound and transparent governance, offering a solid foundation for the Company's long-term sustainable development.

Leveraging its established management system, the Company systematically assesses and manages ESG-related risks and opportunities, with a particular focus on those specific to the digital asset industry. Supported by the finance and investor relations functions, the Board regularly deliberates on material ESG issues through a comprehensive evaluation process, including close monitoring of regulatory changes and technological innovation in the digital asset sector. The Company prioritizes ESG topics according to their importance to the Group's business operations and potential impact on stakeholders, continuously improving ESG governance effectiveness. The Board reviews and guides the development and implementation of the Group's ESG strategy to ensure alignment with the business objectives and stakeholder expectations of the Company. The Company's ESG policy covers environmental impact assessment, corporate social responsibility practices, and adherence to the highest standards of corporate governance.

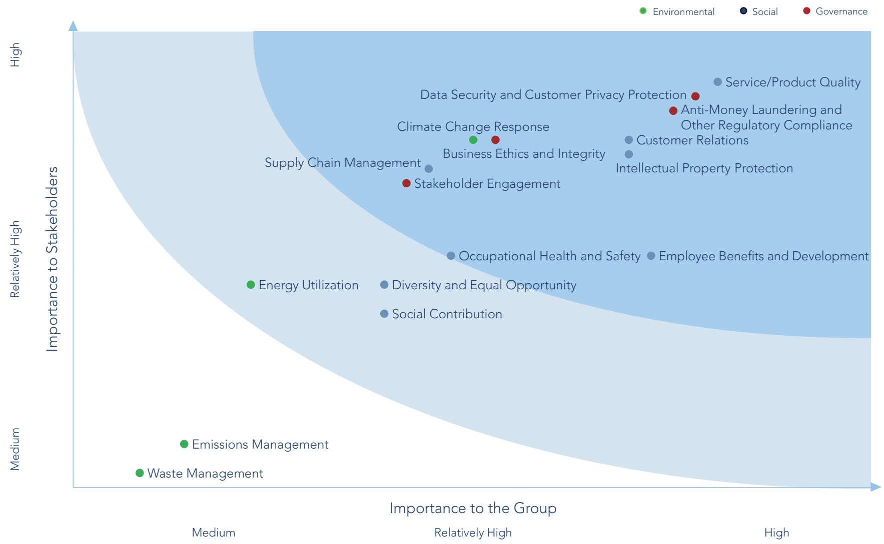
II. Stakeholder Communication

HashKey has established a regular stakeholder engagement mechanism to extensively collect the demands and expectations of internal and external stakeholders through diversified channels. It systematically identifies material sustainability topics and integrates them into its ESG strategic planning and daily operational management, ensuring that sustainability initiatives precisely address the concerns of all parties.

Stakeholders	Issues of Concern	Communication Methods
Government and Regulatory Authorities	Compliance with laws and regulations; Compliant operations; Product assurance; Intellectual property protection	Construction and management of compliance systems; Quality management system; Intellectual property protection; Public welfare projects
Shareholders and Investors	Compliant operations; Business ethics; Return on investment; Corporate governance; Information disclosure	Annual reports, announcements, and circulars; General meetings; Investor meetings; Roadshows; Listed company information disclosure
Customers	Service quality assurance Customer data privacy Cybersecurity	Corporate Official Website Customer communication channels
Employees	Employee remuneration and benefits Employee training and development Occupational Health and Safety	Employee activities Employee training Employee performance appraisal Employee feedback group
Suppliers	Supply chain management Fair procurement Win-win cooperation	Supplier vetting Performance evaluation Regular communication

III. Materiality Issues

HashKey proactively identifies material issues that are important to its own sustainable development, inviting stakeholders to evaluate the Company's material issues through online questionnaire surveys, and seeking their suggestions and opinions on important issues and sustainable development work. The materiality evaluation results obtained by the Company are as follows:



IV. Anti-corruption

The Company strictly abides by national laws and regulations related to anti-corruption, strictly observes business ethics and honest operation guidelines, and continuously improves the internal compliance governance system. The compliance department formulates the "Anti-Bribery and Anti-Corruption Policy" to ensure that relevant systems are effectively implemented and strictly executed. If violations occur, the relevant personnel should promptly report to their department heads and the compliance department, and the compliance department, in conjunction with the anti-money laundering specialist, shall conduct an investigation and report to the Board of Directors and senior management. Any violations, suspicious activities, or transactions must be disclosed to the relevant regulatory authorities in accordance with regulations.

In addition, the Company established an employee registration mechanism; for gifts and other items obtained from third parties, employees should promptly fill out a form and report to their department heads and the compliance department. The Company records all violations involving bribery and corruption and reviews them regularly as required, earnestly strengthening the compliance awareness and integrity and self-discipline capabilities of all employees. During the reporting period, the Group did not discover any incidents related to financial crimes, including bribery, extortion, fraud, or money laundering.

V. Risk and Internal Control Management

In terms of overall risk management, we have established a "Three Lines of Defense" risk governance framework that balances top-down and bottom-up dual management. This framework covers department members (risk owners), the risk management committee, and the Board of Directors, clarifying the full-process risk management mechanism from identifying the risk environment, conducting risk assessments (identification, analysis, and evaluation), to implementing risk treatments, and risk reporting and monitoring. We have also formulated clear definitions and classification standards for risk events, dividing them into different tiers according to the risk severity, and clarified corresponding reporting, management, and response requirements. These specialized task forces focusing on information management and security, climate risks, technological risks, compensation, and auditing have constructed a robust and comprehensive internal control management system by promoting cross-departmental collaboration, risk information sharing, and the synergy of internal control measures.

VI. Privacy and Data Security

The Company attaches great importance to data security and customer privacy, and actively safeguards and implements measures relating to data security and customer privacy protection to ensure legal and compliant information management. During the Reporting Period, no information security incidents, customer privacy breaches or financial losses arising from cybersecurity incidents occurred in the Company.

- **Data Security Management:** The Company places data security management as a primary priority, establishing a comprehensive data security management system covering physical protection, technical protection, and process protection; utilizing data transmission encryption/security software; implementing authorized personnel (role-based) access control; and setting contractual obligations for data processors to prevent unauthorized or accidental access, processing, deletion, loss, or use, avoiding retention beyond the necessary period, and ensuring data security and compliance throughout the entire process.

- **Customer Privacy Protection:** The Company complies with Singapore's Personal Data Protection Act (PDPA), Hong Kong's Personal Data (Privacy) Ordinance (PDPO), the European Union's General Data Protection Regulation (GDPR), the United Kingdom's General Data Protection Regulation (UK GDPR), and Victoria's Data Protection Regulation (VARA), implementing rigorous data protection measures throughout the entire process of data storage, transmission, and processing. Through the execution of the personal information protection system, it effectively safeguards the security and privacy of customer information and continuously enhances customer trust. As a data controller, the Company only collects personal data based on legitimate relevant purposes, adopts accuracy measures, and implements purpose limitations and retention controls to ensure that personal data is not retained beyond time limits.

CHAPTER 3 GREEN OPERATIONS

The Company is committed to promoting sustainable development, implementing internal policies in daily operations to carry out energy-saving and environmental protection concepts, and reducing the Company's overall impact on the environment.

I. Emissions and Resource Consumption

HashKey is committed to advancing the long-term sustainability of the environment, actively promoting community building and development, and strictly complying with applicable laws, regulations and relevant standards such as the Waste Disposal Ordinance in all regions where it operates, so as to ensure compliant operations. The Company's water consumption is mainly supplied by the municipal water supply system. Its water intake and usage are stable and orderly, with no issues related to water source access. The Company's main business is virtual assets, and it will not directly cause the generation of a large amount of industrial waste, wastewater, and exhaust gas. Waste is mainly composed of employees' daily domestic garbage; wastewater mainly comes from employees' daily domestic water use, the overall water resource consumption level is relatively low, and the pollution risk to the water environment is controllable. The Company actively advocates for the concept of office energy conservation, reminding employees to turn off lights, electronic devices, and air conditioners when not in use to eliminate energy waste. At the same time, the Company encourages employees to adopt a paperless office environment to reduce paper waste, effectively embedding environmental protection principles into the daily details of its operations.

During the period covered by this report, there were no exhaust gas emissions resulting from vehicle fuel consumption as the Company did not purchase any vehicle equipment. Meanwhile, the Company's operations did not generate any hazardous waste. The specific situation of the Company's resource consumption is as follows:

Resource Category	Unit	2025
Electricity	MWh	233.9
Water Resources	Metric Tons	61.2

Based on current business operation conditions and industry practices, in order to actively promote the sustainable transformation of the industry, the Company aims to control per capita office electricity and water resource consumption within current levels, while simultaneously striving to reduce per capita water consumption. The Company will continue to conduct relevant audits on suppliers and will also continue to actively reduce internal energy consumption and environmental pollution within the Company, thereby comprehensively enhancing resource utilization efficiency.

II. Addressing Climate Change

Faced with the growing global climate crisis, enterprises and investors are increasingly recognizing the importance of sustainable development and environmental management. As a leading digital asset company, we deeply understand that effectively addressing climate change is not only an inevitable requirement to fulfill environmental responsibilities, but also a key to building long-term resilience and core competitiveness for winning the future market. Based on the actual operating environment and regional characteristics of the places where it operates, the Company has identified and categorized risks into physical risks and transition risks through systematic risk assessment.

Physical Risks:

– Short-term impact: Extreme high temperature weather may have negative impact on employee work efficiency, health and commuting, thereby affecting production efficiency. The Company has achieved a dynamic balance between energy conservation and consumption reduction and comfortable office environment through energy-efficient air conditioners while actively promoting the conservation of water and electricity resources, and standardizing the management of water and electricity resources.

– Short-term impact: Extreme weather events such as typhoons, rainstorms and floods may have negative impact on business continuity and server resilience. The Company has established targeted emergency response plans for climate risks and natural disasters, utilizing systematic response mechanisms to ensure stable business operations and infrastructure security.

Transition Risks:

– Short-term impact: With continuous enhancement of policy and regulatory inspection and review requirements for carbon emissions, non-compliance may trigger corresponding legal and compliance risks. The Company closely monitors policy developments and updates, promptly conducts specialized employee training based on new regulations, and ensures that the entire operation process is legal and compliant.

– Mid-term impact: Growing consumer awareness of green preferences and low-carbon demand presents new development opportunities for the industry's green transformation; however, a delayed response to market demand shifts could weaken the Company's market position, lead to loss of customers, and damage its brand reputation. We will strengthen energy conservation and emission reduction, establish a carbon management system and actively encourage employees to adopt low-carbon travel.

Climate Opportunities:

– Mid-term impact: Integrating with the Company's existing business layout, we can rely on blockchain technology to issue green financial products such as tokenised carbon credits and green bonds. Through tokenisation and green finance innovation, we can precisely match customers' sustainable development needs, which also helps to maintain the enterprise's good market reputation, establish an image as an industry pioneer, and continuously consolidate and enhance core market competitiveness.

– Medium- and long-term impacts: By transitioning to an operational model centered on renewable energy, the enterprise can further build a good brand image, establish an industry pioneer position, and continuously maintain its market competitive advantage.

The Company has established addressing climate change as a strategic priority at the Board of Directors level. Under the guidance of the Finance and Investor Relations Office, the Company's corporate governance work encompasses on a regular basis (usually annually) conducting scenario analysis, establishing climate risk identification, assessment, and response mechanisms, systematically sorting out the impact of physical and transition risks on the business, incorporating climate scenario analysis into the enterprise's comprehensive risk management system, and formulating risk mitigation plans. During the Reporting Period, due to the Company's business model, there were no operational costs associated with increased carbon taxes or asset impairment losses resulting from extreme weather events; therefore, there was no financial impact attributable to climate-related factors.

We are committed to achieving net zero emissions by 2050 through measures such as reducing operational emissions and improving energy efficiency. The Company's carbon emissions are mainly generated from electricity and water consumption. It does not own any production facilities, nor has it purchased any motor vehicles, and therefore is not associated with carbon emissions from employee use of company vehicles. However, the Company still reduces carbon emissions generated by operations through actively promoting ESG concepts.

During the period covered by this report, the specific situation of the Company's carbon emissions is as follows:

Category	Unit	2025
Scope 1	Metric tons of CO_2 equivalent	The Company's main business is virtual assets. It does not consume fuel or own any motor vehicles, and therefore has no direct emissions
Scope 2	Metric tons of CO_2 equivalent	159.0

CHAPTER 4 PEOPLE-ORIENTED

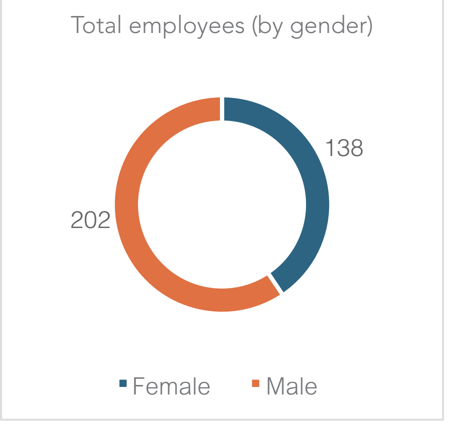
The Company strictly complies with the Hong Kong Employment Ordinance and relevant labor laws and regulations, legally employs in accordance with institutional requirements, advocates equal employment, safeguards various fundamental rights and interests of employees, and implements relevant national policy regulations. It actively focuses on employee welfare and employee development, strives to provide fair compensation plans and career development paths, and enhances employee cohesion and sense of belonging.

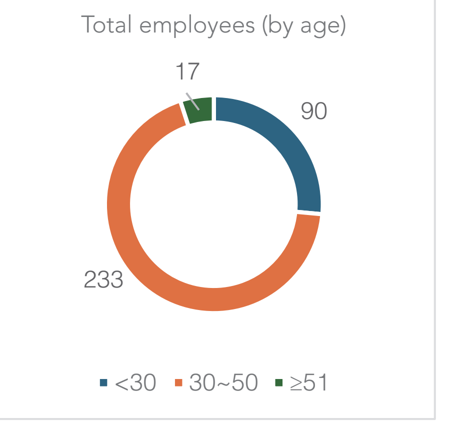
I. Employment

The Company is committed to creating a mutually respectful working environment. It explicitly prohibits all forms of harassment or discrimination based on race, gender, disability, family status, ethnicity, religion, or other protected characteristics. To effectively protect the legitimate rights and interests of employees, the Company encourages employees who experience such conduct to report to their supervisors or the human resources department. All relevant matters are handled impartially and efficiently in accordance with applicable laws and regulations.

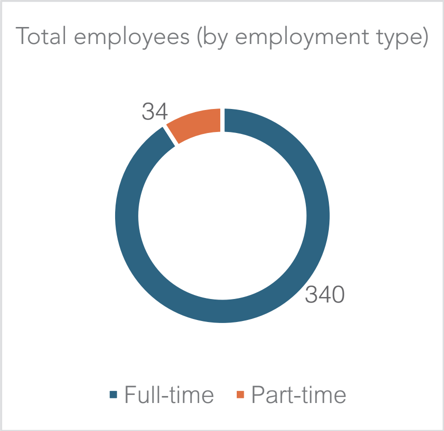
In strict compliance with laws, the Company does not employ child labor and prohibits the use of child labor. By verifying the identification documents of all candidates during the recruitment process, we ensure that employees meet the legal working age requirement. In case of any instances of child labor, the Company will immediately take action to terminate the employment relationship and conduct an investigation. During the Reporting Period, the Company strictly complied with relevant laws and regulations and did not employ any minors under the legal minimum working age to perform labor activities.

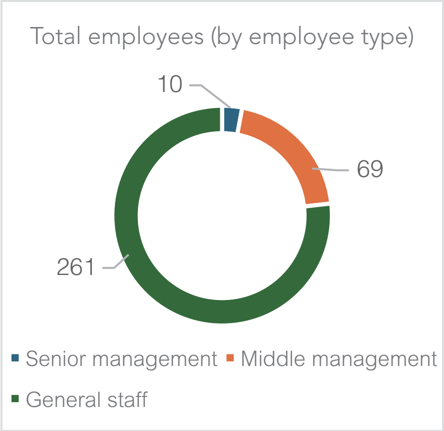
During the reporting period, the employment status of the Company is as follows[1]:

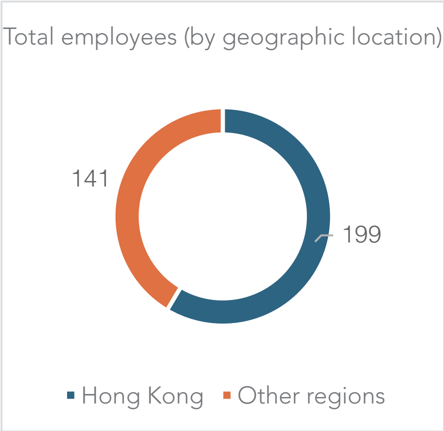




1 All statistical data are based on full-time employees, except for those distributed by employment type.







II. Employee Rights and Interests

The Company strictly safeguards employees' fundamental rights and interests in terms of human rights protection, employment and recruitment, remuneration and benefits, as well as occupational health and safety, while rejecting all forms of forced labor. The Company prohibits forced labor and ensures that no employee is subjected to coercive or punitive working conditions. In case of any instance of forced labor, the Company will take immediate action and conduct an investigation. During the Reporting Period, the Company strictly complied with relevant laws and regulations to ensure that no instances of forced labor occurred.

The Company offers employee benefits including annual leave, paid sick leave and other additional leave entitlements, and provides compensatory time off for employees who work on weekends, thereby ensuring the protection of employees' welfare. During the Reporting Period, there were no work-related fatalities or injuries, nor were there any lost workdays due to work-related injuries.

The Company encourages employees to maintain regular exercise and a positive lifestyle. From November 2025 to February 2026, in the three-month "Cyberport CHAMPIONS Pickleball Doubles Competition", a team formed by the Company's employees stood out among 27 participating teams and won the third runner-up award. Through various activities, the Company has enhanced teamwork and employee cohesion, with a focus on the holistic development of its employees.

III. Employee Development and Training

The Company attaches great importance to and fully supports employees in planning their career development and continuously enhancing their professional capabilities, ensuring that employees at all levels acquire the necessary knowledge and skills for their respective roles and providing them with a clear career development path.

During the Reporting Period, the Company achieved 100% participation in employee career development and vocational skills training, the details of which are as follows:

Category	Unit	2025
Number of participants in training	Person-times	6,668
Average number of training hours	Hours	10

The Company has developed a series of employee career development systems and established comprehensive and standardized mechanisms for recruitment, promotion and performance appraisal, so as to ensure fairness and efficiency throughout the talent management process. It provides a yearly promotion opportunity to offer employees clear career paths and scientific incentive support.

To continuously enhance employees' professional knowledge and capabilities, the Company offers a range of training programs annually, covering ethics, compliance, product codes, and various professional courses. It provides orientation for new employees, in-service training, and training funding to support self-directed learning. The Group has also established an online learning platform to facilitate employee development through diversified approaches.

To systematically promote employee growth and organizational capability development, the Company has established and implemented a comprehensive training and development system covering the entire employee career cycle with reference to the GRI 404 standards and relevant requirements of the Hong Kong Stock Exchange. The system aims to help all employees enhance their skills and effectively adapt to industry and technological changes.

- **New Employee Orientation:** All new employees are required to attend training on corporate values, compliance requirements and basic Web3 knowledge to ensure smooth integration into the corporate culture.

- **Continuing Education for In-Service Employees:** The Company regularly organizes internal technical sharing sessions, industry trend seminars and compliance update training. Training may be provided by means of formal courses and informal internal sharing, covering the improvement of both soft and hard skills.

- **Specialized Development for High-Potential Talent:** The NextGen Program, as the flagship initiative for internal talent development, provides leadership training and senior mentorship for high-potential employees. The program not only enhances employees' career development prospects but also builds a future management pipeline for the Company.

- **Youth Talent Development:** The Company actively fulfills its social responsibilities by creating development opportunities for young talents in Hong Kong and the region through systematic youth talent programs to support a seamless transition from campus to workplace.

- **Internship Program:** The Company has established partnerships with various universities in Hong Kong to provide systematic internship training for undergraduate students. Interns are given the opportunity to participate in real Web3 business operations, and the Company provides competitive internship remuneration in adherence to the fair employment principle of "equal pay for equal work".

- **Management Trainee Program:** The program focuses on recruiting and developing young external talents. Through rotation and mentorship, management trainees can deeply participate in the actual operation of Web3 projects and achieve rapid career growth. The Company is committed to providing the same training resources and development opportunities for management trainees as full-time employees.

To actively embrace technological innovation and empower employees' career development, the Company has officially introduced Google's enterprise-grade AI assistant, Gemini Enterprise, as a critical infrastructure for driving its "AI organizational transformation" and "AI Agent development". Through phased account allocation, detailed user guidelines and dedicated support channels, the Company ensures that all eligible employees can access and use the tool effectively. This initiative aims to free employees from routine tasks and allow them to focus on high-value creative work, representing a systematic effort to enhance employee capabilities and embrace digital transformation. Meanwhile, the Company has formulated a clear roadmap from individual AI tool empowerment to the future implementation of a group-level intelligent agent (AI Agent) system, encouraging employees to deepen their understanding of AI capabilities and master human-machine collaboration during this transition, laying a solid foundation for building a future intelligent operation system.

IV. Occupational Safety and Health

HashKey is committed to creating a safe, healthy, and efficient working environment for all employees, and integrates this commitment into its daily operations and corporate governance practices. In terms of occupational health and safety management, the Company strictly complies with the requirements of relevant laws and regulations such as the Hong Kong Smoking (Public Health) Ordinance. It implements a comprehensive smoke-free policy in all indoor office areas, explicitly prohibiting all forms of smoking behaviors, including cigarettes, e-cigarettes, and heated tobacco products, and strictly forbids the storage of any flammable and explosive materials in office areas to eliminate fire hazards, safeguard indoor air quality, and protect employees' physical and mental health. The Company ensures the effective implementation of relevant policies by displaying clear warning signs, conducting internal campaigns, and carrying out regular inspections. Violations will be handled in accordance with laws, regulations, and the Company's disciplinary procedures.

The Company's system explicitly stipulates that every employee has the responsibility to maintain fire safety. Employees are encouraged to proactively report safety hazards, look after fire-fighting facilities, and keep fire exits unobstructed. The administrative department conducts regular safety inspections to ensure compliant operations and promptly prevent various risks, jointly fostering a positive and proactive safety culture. The above comprehensive measures are aimed at systematically managing potential health and safety risks in the workplace, effectively ensuring employee well-being, while maintaining the continuity and stability of the Company's operations.

CHAPTER 5 INDUSTRY SUSTAINABILITY

I. Sustainable Supply Chain

The Company consistently integrates sustainable development concepts into supply chain management, establishing evaluation mechanisms based on environmental, social, and ethical standards to ensure the compliance and resilience of the supply chain. It strengthens management in aspects such as supplier onboarding, supplier evaluation, and monitoring mechanisms, creating a green, highly efficient, and responsibility-sharing supply chain ecosystem. Due to confidentiality agreements signed with suppliers, this report is temporarily unable to disclose the specific number of suppliers and their regional distribution.

➢ **Supplier Selection**

The Company has established a full-process comprehensive supplier management system, implementing systematized and standardized control over key links such as onboarding audits, dynamic evaluations, and compliance supervision. During cooperation, grading management is conducted based on supplier performance and capabilities, and due diligence and qualification assessments are carried out prior to cooperation to control quality from the source.

The Company comprehensively identifies environmental and social risks in the supply chain, setting dual requirements for suppliers: in the environmental dimension, priority is given to partners with environmental protection certifications, who advance carbon management, improve resource efficiency, and practice sustainable materials and circular economies; in the social dimension, suppliers are required to pass occupational health management system certifications, guarantee reasonable compensation and compliant working hours, strictly prohibit child labor and forced labor, build diverse and inclusive environments, and create positive value for the community.

➢ **Supply Chain Sustainability Management**

The Company actively supervises the sustainability of the supply chain, engaging independent third-party organizations to conduct unannounced inspections on suppliers, and regularly evaluating the suppliers' ESG performance, with the evaluation results linked to order volume or partnership eligibility.

Evaluation standards focus on three major dimensions: environment, social, and governance, with particular attention paid to compliance and certification systems:

- **Compliance:** Focuses on reviewing whether suppliers comply with laws and regulations (such as labor laws, environmental protection laws), verifying past violation records, and incident response speed;
- **Certification Systems:** Focuses on whether suppliers hold certifications such as ISO 14001, ISO 45001, SA8000, etc.

In addition, the Company also considers regional and industry risks, evaluating whether suppliers are located in high-risk regions or high-risk industries. Regarding evaluation results, they are divided into Green light, Yellow light, and Red light tiers: for Green light, normal cooperation is maintained and periodically spot-checked; for Yellow light, a rectification plan is required to be formulated and re-examined within six months; for Red light, cooperation is suspended or terminated until rectification meets the standards.

The Company maintains regular communication with suppliers, establishing an annual all-staff policy dissemination, conducting quarterly compliance progress reviews for key suppliers, and pushing policy changes or reminders monthly to ensure the stability and sustainability of the supply chain.

II. Intellectual Property Protection

The Company established a complete intellectual property management system. As of December 31, 2025, the Company has applied to register 152 trademarks, of which 32 have completed registration at the Hong Kong Trade Marks Registry. In addition, the Company applied to register 120 overseas trademarks, all of which have been approved for registration by the regulatory authorities of the relevant jurisdictions.

III. Technological Collaboration

In June 2023, the Hong Kong SAR Government announced the establishment of the Task Force on Web3 Development. Chaired by the Financial Secretary, the Task Force includes Dr. Xiao Feng, Chairman of HashKey Group, as a member. Dr. Xiao Feng has been providing sustained policy advice on Web3.0 to the Hong Kong SAR Government, committed to helping Hong Kong develop into a Web3.0 hub.

In April 2025, at ETHAsia 2025 (Hong Kong Web3 Festival), Dr. Xiao Feng held an in-depth dialogue with Vitalik Buterin, founder of Ethereum, on technological evolution, ecosystem development and China's role. Dr. Xiao Feng suggested that the Ethereum Foundation set up an office in Hong Kong and resume hackathons and workshops in Mainland China to better connect developers across Asia.

In October 2025, to drive the innovative blockchain technology ecosystem and industry development, Dr. Xiao Feng and Vitalik Buterin jointly initiated the Ethereum Applications Guild (EAG) initiative. Building on the three-year practice of "Shanhaiwu" initiated by Dr. Xiao Feng in 2023, this open initiative fosters a global collaboration network with Shanhaiwu as its incubation base. Currently, the EAG initiative is at the early consensus-building stage. The guild sincerely invites ETH treasury organizations, technology companies, Layer-2 teams, developer communities, protocol foundations, and research institutions worldwide to join. By bringing together diverse stakeholders in the Ethereum ecosystem, EAG aims to accelerate the construction and deployment of impactful native Ethereum applications, and drive the shift from infrastructure-oriented to application-driven growth.

By building an open and collaborative platform and committing deeply to industry innovation, open-source technology and ecosystem cooperation, HashKey supports global developers and researchers in exploring cutting-edge technologies. The Company will continue to promote the sustainable development of Web3.0 and contribute to building a more transparent, trustworthy and inclusive digital future.

IV. Product Responsibility

HashKey has a customer service portal within the App, where customer service provides real-time resolution to users' feedback regarding account issues and reward distribution. For formal complaints other than real-time issues within the App, customers can submit complaints containing detailed information and proof via email. The Company will have independent staff or compliance personnel handle them, and complete the preliminary processing or notify whether an investigation will be launched within 1 week. If an in-depth investigation is required, the Company will issue a confirmation notice, and is committed to providing a written reply within 4 weeks and a final response within 2 months; meanwhile, the processing time may be extended depending on the complexity of the situation, and an interim report will be provided. If the customer is dissatisfied with the result, they can request the Company to review it or appeal to regulatory authorities, and ultimately, it can also be referred to the Hong Kong Financial Dispute Resolution Centre (FDRC) for resolution. The entire process follows the Company's privacy policy. During the Reporting Period, the Company received a total of 28 formal complaints from customers, emails, etc, and there have been no significant customer complaints regarding our products or services.

CHAPTER 6 PHILANTHROPY FOR LONG-TERM IMPACT

I. Public Charity

The Company actively fulfills its corporate social responsibility to drive positive social impact. Attaching great importance to community well-being and responding promptly to social emergencies are key practices for the Company in fulfilling its social responsibilities and building resilient communities.

In November 2025, following the fire that occurred in Tai Po, Hong Kong, HashKey rapidly responded by donating HK$10 million, specifically allocated to support emergency fire assistance and the resettlement work of affected residents. The Company extends its highest respect to frontline rescue personnel, closely monitors the disaster situation, and fully supports the affected compatriots in overcoming difficulties.

In December 2025, HashKey upheld its long-standing philanthropic tradition by supporting the successful holding of the Heep Hong Charity Sports Day. The Company formed a "Team Challenge" team consisting of at least 10 participating employees and encouraged them to participate together with their families, aiming to provide substantive support for children with special educational needs (SEN) through a variety of team activities such as team spirit collaboration, tug-of-war, obstacle courses, and balloon passing.

Outside Hong Kong, HashKey Capital (Singapore) also participated in various social initiatives. In December 2023, as a corporate sponsor, HashKey Capital actively took part in the Walk for Hope charity walkathon organized by the Macpherson Youth Network and led by Ms. Tin Pei Ling, a Member of Parliament. The event was not only a community-driven public welfare activity but also a demonstration of the Company's commitment to fulfilling corporate social responsibility by rooting in the local community and giving back to society.

The Company is also actively engaged in wildlife conservation. In 2024, HashKey Capital officially adopted an Asian lion at Mandai Wildlife Reserve. Through concrete actions, the Company supports local wildlife conservation initiatives, demonstrating its long-term commitment to environmental sustainability.

In addition, HashKey Capital made donations to Yayasan MENDAKI, an educational trust fund in Singapore, to support the educational development of the Malay and Muslim communities. The funding helps marginalised and disadvantaged groups overcome educational barriers and advances the core values of social inclusion and equality.

II. University-Enterprise Collaboration

In promoting industry innovation and talent development, HashKey continuously deepens industry-academia-research collaboration, actively fulfilling its social responsibilities in knowledge sharing, ecosystem development, and nurturing future talent. The Company contributes its professional expertise to foster the sustainable development of the digital finance industry.

HashKey Capital supported the NUS Fintech Summit 2024 organized by the NUS FinTech Society at the National University of Singapore (NUS). The summit is a significant annual event in Singapore's fintech ecosystem. The Company's participation not only demonstrates its emphasis on cultivating local fintech talent but also deepens the strategic cooperation between the enterprise and top academic institutions.

In September 2024, HashKey Capital provided full support for the NTU Blockchain Symposium 2024 hosted by Nanyang Technological University (NTU). The symposium gathered top scholars and industry leaders in the global blockchain field to jointly explore cutting-edge issues such as decentralized finance, cryptography, and distributed systems, demonstrating the Company's firm determination to promote the collaborative development of academia and industry.

In April 2025, the Company signed a cooperation memorandum with the HKUST Institute for Financial Research. The two parties will jointly conduct research, host collaborative forums, and facilitate academic exchanges in blockchain, fintech, and artificial intelligence. This collaboration aims to integrate industrial practice with cutting-edge academic research and jointly advance the innovation and application of financial technology.

In July 2025, the Company launched a joint postgraduate legal talent development program with the China University of Political Science and Law, focusing on cutting-edge legal issues including crypto asset compliance, Web3 platform governance, and DeFi regulation. Through joint course development, practical training programs, and international exchanges, the Company is committed to nurturing interdisciplinary talents with a global vision and strong legal awareness.

APPENDIX I DATA OVERVIEW

Air Emissions[2]

Categories	Unit	2025
Nitrogen oxides (NOx)	Kilograms	–
Sulfur oxides (SOx)	Kilograms	–
Particulate matter (PM)	Kilograms	–

Greenhouse Gas Emissions[3]

Categories	Unit	2025
Scope 1	Metric tons of CO_2 equivalent	–
Scope 2	Metric tons of CO_2 equivalent	159.0
Total emissions (Scope 1 + 2)	Metric tons of CO_2 equivalent	159.0
Emission intensity (Scope 1 + 2/Revenue)	Metric tons of CO_2 equivalent/HK$ million	0.2

Waste Management[4]

Categories	Unit	2025
Hazardous waste	Metric tons	–
Non-hazardous waste	Metric tons	–
Hazardous waste intensity	Metric tons/person	–
Non-hazardous waste intensity	Metric tons/person	–

Energy Consumption[5]

Categories	Unit	2025
Direct energy consumption		
Petrol	Liters	–
Direct energy consumption intensity	MWh/person	–
Indirect energy consumption		
Electricity	MWh	233.9
Indirect energy consumption intensity	MWh/person	0.7

2 During the year, the Company did not purchase any vehicles and had no fuel consumption. Therefore, there were no air emission data related to vehicle fuels.

3 As the Company's principal business is virtual assets, it had no fuel consumption and did not purchase any vehicles during the year. Hence, there were no Scope 1 direct emissions.

4 During the year, the Company did not generate any hazardous waste, and no relevant data on non-hazardous waste was available.

5 During the year, the Company had no direct energy consumption related to petrol.

Number of Employees[6]

Categories	Unit	2025
By gender		
Female	Persons	138
Male	Persons	202
By age		
Below 30	Persons	90
30 to 50	Persons	233
Above 50	Persons	17
By employment type		
Full-time	Persons	340
Part-time	Persons	34
By geographic location		
Hong Kong	Persons	199
Elsewhere	Persons	141
By employee type		
Senior management	Persons	10
Middle management	Persons	69
General staff	Persons	261
Total	Persons	340

Employee Turnover Rate

Categories	Unit	2025
By gender		
Female	Persons	88
Male	Persons	120
Number of female voluntary resignations	Persons	59
Number of male voluntary resignations	Persons	68
Female voluntary turnover rate	%	42.8
Male voluntary turnover rate	%	33.7
By age		
Below 30	Persons	64
30 to 50	Persons	141
Above 50	Persons	3
Number of voluntary resignations below 30	Persons	43
Number of voluntary resignations aged 30 to 50	Persons	83
Number of voluntary resignations above 50	Persons	1
Voluntary turnover rate below 30	%	47.8
Voluntary turnover rate aged 30 to 50	%	35.6
Voluntary turnover rate above 50	%	5.9

6 Except for the breakdown by employment type, all other statistical data are based on full-time employees.

Categories	Unit	2025
By geographic location		
Hong Kong	Persons	135
Elsewhere	Persons	73
Number of voluntary resignations in Hong Kong	Persons	75
Number of voluntary resignations elsewhere	Persons	52
Voluntary turnover rate in Hong Kong	%	37.7
Voluntary turnover rate in elsewhere	%	36.9
Total number of resignations	Persons	208
Number of voluntary resignations	Persons	127
Voluntary turnover rate	%	37.2

Development and Training

Categories	Unit	2025
Employee training rate	%	100
By Gender		
Female employee training rate	%	100
Male employee training rate	%	100
By Employee Type		
Senior management training rate	%	100
Middle management training rate	%	100
General staff training rate	%	100
By Gender		
Average training hours for female employees	Hours	10
Average training hours for male employees	Hours	10
By Employee Type		
Average training hours for senior management	Hours	10
Average training hours for middle management	Hours	10
Average training hours for general staff	Hours	10

Improper Conduct Incidents

Categories	2025
Discrimination	–
Corruption	–
Infringement of customer privacy	–
Environmental violations	–
Unlawful employment	–
Violation of labor standards	–

Occupational Safety

Categories	Unit	2023-2025
Work-related fatalities	Persons	–

Categories	Unit	2025
Lost days due to work injury	Days	–

Suppliers[7]

Categories	Unit	2025
By geographic location		
Hong Kong	Suppliers	–
Elsewhere	Suppliers	–

APPENDIX II INDEX

With reference to the Environmental, Social and Governance Reporting Guide issued by the Hong Kong Stock Exchange

Content	Description	Disclosure sections/explanations
A. Environmental		
A1: Emissions		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste.	CHAPTER 3 GREEN OPERATIONS
KPI A1.1	The types of emissions and respective emissions data.	APPENDIX I
KPI A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change APPENDIX I
KPI A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	APPENDIX I
KPI A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	APPENDIX I
KPI A1.5	Description of emissions target(s) set and steps taken to achieve them.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
KPI A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption

7 Owing to confidentiality agreements signed with cooperating suppliers, the specific number and regional distribution of suppliers have not been disclosed for the year.

Content	Description	Disclosure sections/explanations
A2: Use of Resources		
General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption
KPI A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility).	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption APPENDIX I
KPI A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility).	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption APPENDIX I
KPI A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption
KPI A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption
KPI A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	The Company's business does not involve product packaging, hence the relevant environmental impact is not applicable
A3: The Environment and Natural Resources		
General Disclosure	Policies on minimising the issuer's significant impacts on the environment and natural resources.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption
KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	CHAPTER 3 GREEN OPERATIONS – I. Emissions and Resource Consumption
A4: Climate Change		
General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
KPI A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
B. Social **B1: Employment**		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare.	CHAPTER 4 PEOPLE-ORIENTED

Content	Description	Disclosure sections/explanations
KPI B1.1	Total workforce by gender, employment type (for example, full- or part-time), age group and geographical region.	CHAPTER 4 PEOPLE-ORIENTED – I. Employment APPENDIX I
KPI B1.2	Employee turnover rate by gender, age group and geographical region.	APPENDIX I
B2: Health and Safety		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.	CHAPTER 4 PEOPLE-ORIENTED – IV. Occupational Safety and Health
KPI B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year.	CHAPTER 4 PEOPLE-ORIENTED – II. Employee Rights and Interests APPENDIX I
KPI B2.2	Lost days due to work injury.	APPENDIX I
KPI B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored.	CHAPTER 4 PEOPLE-ORIENTED – IV. Occupational Safety and Health
B3: Development and Training		
General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities.	CHAPTER 4 PEOPLE-ORIENTED – III. Employee Development and Training
KPI B3.1	The percentage of employees trained by gender and employee category (e.g. senior management, middle management).	CHAPTER 4 PEOPLE-ORIENTED – III. Employee Development and Training APPENDIX I
KPI B3.2	The average training hours completed per employee by gender and employee category.	CHAPTER 4 PEOPLE-ORIENTED – III. Employee Development and Training APPENDIX I
B4: Labour Standards		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour.	CHAPTER 4 PEOPLE-ORIENTED

Content	Description	Disclosure sections/explanations
KPI B4.1	Description of measures to review employment practices to avoid child and forced labour.	CHAPTER 4 PEOPLE-ORIENTED – I. Employment & II. Employee Rights and Interests
KPI B4.2	Description of steps taken to eliminate such practices when discovered.	CHAPTER 4 PEOPLE-ORIENTED – I. Employment & II. Employee Rights and Interests
B5: Supply Chain Management		
General Disclosure	Policies on managing environmental and social risks of the supply chain.	CHAPTER 5 INDUSTRY SUSTAINABILITY
KPI B5.1	Number of suppliers by geographical region.	CHAPTER 5 INDUSTRY SUSTAINABILITY – I. Sustainable Supply Chain APPENDIX I
KPI B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, and how they are implemented and monitored.	CHAPTER 5 INDUSTRY SUSTAINABILITY – I. Sustainable Supply Chain
KPI B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.	CHAPTER 5 INDUSTRY SUSTAINABILITY – I. Sustainable Supply Chain
KPI B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.	CHAPTER 5 INDUSTRY SUSTAINABILITY – I. Sustainable Supply Chain
B6: Product Responsibility		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.	The Company's business does not involve physical products, hence the relevant disclosure requirements are not applicable
KPI B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons.	The Company's business does not involve physical products, hence the relevant disclosure requirements are not applicable
KPI B6.2	Number of products and service related complaints received and how they are dealt with.	CHAPTER 5 INDUSTRY SUSTAINABILITY – IV. Product Responsibility

Content	Description	Disclosure sections/explanations
KPI B6.3	Description of practices relating to observing and protecting intellectual property rights.	CHAPTER 5 INDUSTRY SUSTAINABILITY – II. Intellectual Property Protection
KPI B6.4	Description of quality assurance process and recall procedures.	The Company's business does not involve physical products, hence the relevant disclosure requirements are not applicable
KPI B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored.	CHAPTER 2 CORPORATE GOVERNANCE – VI. Privacy and Data Security
B7: Anti-corruption		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering.	CHAPTER 2 CORPORATE GOVERNANCE – IV. Anti-corruption
KPI B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases.	CHAPTER 2 CORPORATE GOVERNANCE – IV. Anti-corruption APPENDIX I
KPI B7.2	Description of preventive measures and whistle-blowing procedures, and how they are implemented and monitored.	CHAPTER 2 CORPORATE GOVERNANCE – IV. Anti-corruption
KPI B7.3	Description of anti-corruption training provided to directors and staff.	CHAPTER 2 CORPORATE GOVERNANCE – IV. Anti-corruption
B8: Community Investment		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	CHAPTER 6 PHILANTHROPY FOR LONG-TERM IMPACT
KPI B8.1	Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport).	CHAPTER 6 PHILANTHROPY FOR LONG-TERM IMPACT
KPI B8.2	Resources contributed (e.g. money or time) to the focus area.	CHAPTER 6 PHILANTHROPY FOR LONG-TERM IMPACT

APPIII CLIMATE-RELATED DISCLOSURE INDEX

Content	Description	Disclosure sections/Explanations
(I) Governance **19**		
(a)(i)	How the body or individual determines whether appropriate skills and competencies are in place or will be developed to oversee climate-related risks and opportunities;	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
(a)(ii)	How and how frequently the body or individual is informed about climate-related risks and opportunities;	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
(a)(iii)	How the body or individual considers climate-related risks and opportunities in overseeing the issuer's strategy, significant transaction decisions, risk management processes, and related policies, including whether trade-offs associated with such risks and opportunities are considered;	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
(a)(iv)	How the body or individual oversees the setting of relevant targets and monitors progress, including whether and how related performance indicators are incorporated into remuneration policies;	Not currently included in the remuneration policy
(b)	The role of management in governance processes, controls, and procedures used to monitor, manage, and oversee climate-related risks and opportunities, including: (i) Whether and how the role is delegated to specific management personnel or a committee, and how such delegation is supervised; and (ii) Whether management uses controls and procedures to assist in oversight; and if so, how these are integrated with other internal functions.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change

Content	Description	Disclosure sections/Explanations
(II) Strategy **Climate-related Risks and Opportunities**		
20	The issuer shall disclose information to enable an understanding of the climate-related risks and opportunities that could reasonably be expected to affect its cash flows, access to finance, or cost of capital in the short, medium, or long term. Specifically, the issuer shall: (a) Describe the climate-related risks and opportunities that could reasonably be expected to affect the issuer's cash flows, access to finance, or cost of capital in the short, medium, or long term; (b) For each identified climate-related risk, explain whether the issuer considers it a physical risk or a transition risk; (c) For each identified climate-related risk and opportunity, specify the anticipated timeframe (short, medium, or long term) in which it could reasonably be expected to affect the issuer; and (d) Explain how the issuer defines short, medium, and long term, and how these definitions relate to its strategic planning horizon.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change
Business Model and Value Chain		
21	The issuer shall disclose information to enable an understanding of the current and anticipated effects of climate-related risks and opportunities on its business model and value chain. Specifically, the issuer shall disclose: (a) Describe the current and anticipated effects of climate-related risks and opportunities on the issuer's business model and value chain; and (b) Describe where in the issuer's business model and value chain climate-related risks and opportunities are concentrated (e.g., geographical areas, facilities, asset types).	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change

<table>
<tr><th>Content</th><th>Description</th><th>Disclosure sections/Explanations</th></tr>
<tr><td colspan="3">Strategy and Decision-making</td></tr>
<tr><td>22</td><td>The issuer shall disclose information to enable an understanding of the effects of climate-related risks and opportunities on its strategy and decision-making. Specifically, the issuer shall disclose:

(a) The actions the issuer has taken and plans to take in its strategy and decision-making to address climate-related risks and opportunities, and including how the issuer plans to achieve any climate-related targets it has set and any targets it is required to meet by law or regulation.

(b) The current and planned resources to be allocated for the actions disclosed under paragraph 22(a).</td><td>CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change</td></tr>
<tr><td>23</td><td>The issuer shall disclose the progress of plans disclosed in previous reporting periods under paragraph 22(a).</td><td>There is currently no relevant schedule or progress update.</td></tr>
<tr><td colspan="3">Financial Position, Financial Performance, and Cash Flows

Current Financial Effects</td></tr>
<tr><td>24</td><td>The issuer shall disclose the following qualitative and quantitative information:

(a) How climate-related risks and opportunities have affected the issuer's financial position, financial performance, and cash flows during the reporting period; and

(b) Information on the climate-related risks and opportunities identified in paragraph 24(a) when there is a significant risk of a material adjustment to the carrying amounts of assets and liabilities in the financial statements for the next reporting year.</td><td>There are no significant risks, and there is currently no financial impact attributable to climate-related factors</td></tr>
</table>

Content	Description	Disclosure sections/Explanations
Anticipated Financial Effects		
25	The issuer shall disclose the following qualitative and quantitative information: (a) Based on the issuer's strategy for managing climate-related risks and opportunities, how it expects its financial position to change in the short, medium, and long term; (b) Based on the issuer's strategy for managing climate-related risks and opportunities, how it expects its financial performance and cash flows to change in the short, medium, and long term.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change There is currently no financial impact attributable to climate-related factors
Climate Resilience		
26	After considering the climate-related risks and opportunities it has identified, the issuer shall disclose information to enable an understanding of the resilience of its strategy and business model to changes, developments, or uncertainties related to climate. The issuer shall, in a manner commensurate with its circumstances, use climate-related scenario analysis to assess its climate resilience. In providing quantitative information, the issuer may disclose a single amount or a range. Specifically, the issuer shall disclose: (a) Its assessment of climate resilience as of the reporting date; (b) How and when climate-related scenario analysis is performed.	CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change

<table>
<tr><th>Content</th><th>Description</th><th>Disclosure sections/Explanations</th></tr>
<tr><td colspan="3">(III) Risk Management</td></tr>
<tr><td>27</td><td>The issuer shall disclose the following information:

(a) The processes and related policies for identifying, assessing, and prioritizing climate-related risks, and for ongoing monitoring;

(b) The processes for identifying, assessing, and prioritizing climate-related opportunities, and for ongoing monitoring (including whether and how the issuer uses climate-related scenario analysis to identify climate-related opportunities); and

(c) How, and to what extent, the processes for identifying, assessing, prioritizing, and monitoring climate-related risks and opportunities are integrated into the issuer's overall risk management processes.</td><td>CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change</td></tr>
<tr><td colspan="3">(IV) Metrics and Targets

Greenhouse Gas Emissions</td></tr>
<tr><td>28-29</td><td>An issuer shall disclose its absolute gross greenhouse gas emissions generated during the reporting period, expressed as metric tons of CO2 equivalent, classified as:

(a) Scope 1 greenhouse gas emissions;

(b) Scope 2 greenhouse gas emissions; and

(c) Scope 3 greenhouse gas emissions.</td><td>CHAPTER 3 GREEN OPERATIONS – II. Addressing Climate Change</td></tr>
<tr><td colspan="3">Climate-related Transition Risks</td></tr>
<tr><td>30</td><td>An issuer shall disclose the amount and percentage of assets or business activities vulnerable to climate-related transition risks.</td><td>There is currently no financial impact attributable to climate-related factors</td></tr>
</table>

Content	Description	Disclosure sections/Explanations
Climate-related Physical Risks		
31	An issuer shall disclose the amount and percentage of assets or business activities vulnerable to climate-related physical risks.	There is currently no financial impact attributable to climate-related factors
Climate-related Opportunities		
32	An issuer shall disclose the amount and percentage of assets or business activities aligned with climate-related opportunities.	There is currently no financial impact attributable to climate-related factors
Capital Deployment		
33	An issuer shall disclose the amount of capital expenditure, financing or investment deployed towards climate-related risks and opportunities.	There is currently no financial impact attributable to climate-related factors
Internal Carbon Prices		
34	An issuer shall disclose: (a) an explanation of whether and how the issuer is applying a carbon price in decision-making (for example, investment decisions, transfer pricing, and scenario analysis); and (b) the price of each metric tonne of greenhouse gas emissions the issuer uses to assess the costs of its greenhouse gas emissions; or an appropriate negative statement that the issuer does not apply a carbon price in decision-making.	This does not currently involve carbon pricing, and carbon pricing has not been applied in decision-making
Remuneration		
35	An issuer shall disclose whether and how climate-related considerations are factored into remuneration policy, or an appropriate negative statement.	Not currently included in the remuneration policy

Content	Description	Disclosure sections/Explanations
Industry-based Metrics		
36	An issuer is encouraged to disclose industry-based metrics that are associated with one or more particular business models, activities or other common features that characterise participation in an industry.	Not disclosed at this time
Climate-related Targets		
37	An issuer shall disclose (a) the qualitative and quantitative climate-related targets the issuer has set to monitor progress towards achieving its strategic goals; and (b) any targets the issuer is required to meet by law or regulation, including any greenhouse gas emissions targets.	Aiming to achieve net-zero emissions by 2050 No significant risks; currently, there is currently no financial impact attributable to climate-related factors
38	An issuer shall disclose information about its approach to setting and reviewing each target, and how it monitors progress against each target.	
39	An issuer shall disclose information about its performance against each climate-related target and an analysis of trends or changes in the issuer's performance.	
40	For each greenhouse gas emissions target disclosed in accordance with paragraphs 37 to 39, the issuer shall disclose (a) the base year; (b) the target year; (c) the interim targets; and (d) the methodology for calculating progress.	
Applicability of Cross-Industry and Industry-based Metrics		
41	In preparing disclosures to comply with paragraphs 21 to 26 and 37 to 38, the issuer shall refer to and consider the applicability of (i) cross-industry metrics and (ii) industry-based metrics.	Not applicable

Independent auditor's report

KPMG

Independent auditor’s report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

OPINION

We have audited the consolidated financial statements of HashKey Holdings Limited (“the Company”) and its subsidiaries (“the Group”) set out on pages 93 to 176, which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended and notes, comprising material accounting policy information and other explanatory information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2025 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with 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.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing (“HKSAs”) as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). Our responsibilities under those standards are further described in the *Auditor’s responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA’s *Code of Ethics for Professional Accountants* (“the Code”), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTER

Key audit matter is the matter that, in our professional judgement, was of most significance in our audit of the consolidated financial statements of the current period. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

Digital asset transactions and balances – accounting policy and existence and ownership

Refer to note 13(a), 19 and 20 to the consolidated financial statements and the accounting policies at note 2(j).

The Key Audit Matter	How the matter was addressed in our audit
At 31 December 2025, the Group recognised the following in its consolidated statement of financial position: – digital assets at fair value through profit or loss of HKD214.1 million, which represented 5.12% of total assets; – inventory – digital assets of HKD116.0 million, which represented 2.77% of total assets; and – intangible assets – digital assets of HKD165.9 million, which represented 3.97% of total assets. The Group acquires and holds digital assets for a variety of purposes, including staking, trading in the ordinary course of the Group's business in over-the-counter markets, and facilitating deal-matching services on the Group's digital assets exchange platforms.	Our audit procedures to assess the Group's accounting policy for digital asset transactions and balances and the existence and ownership of digital assets mainly included the following: • with the involvement of our technical accounting specialists, evaluating the accounting policies adopted by management for its digital assets based on the characteristics of the digital assets and the respective business models; • with the involvement of our information technology ("IT") specialist, evaluating the design, implementation and operating effectiveness of selected key internal controls over the existence of and ownership to the digital assets, including private key management;

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

Digital asset transactions and balances – accounting policy and existence and ownership

Refer to note 13(a), 19 and 20 to the consolidated financial statements and the accounting policies at note 2(j).

The Key Audit Matter	How the matter was addressed in our audit
The Group's digital assets are accounted for according to the relevant business models and the characteristics of the relevant digital assets: – digital assets held for trading that qualify for the broker-trader exemption are classified as inventories at fair value less costs to sell; – digital assets held for trading that do not qualify for the broker-trader exemption are classified as inventories at lower of cost or net realisable value; and – digital assets held for staking are classified as intangible assets under the revaluation model. There are also client digital assets held in the Group's digital asset wallets, which are not recognised in the Group's consolidated statements of financial position.	• comparing, on a sample basis, digital assets held in self-owned digital asset wallets and transactions from the Group's books and records to independently acquired data, and evaluating the reliability of the acquired data on a sample basis; • obtaining confirmations from custodians holding digital assets, on a sample basis, and agreeing the Group's records to those confirmations; • agreeing the additions and disposals of digital assets, on a sample basis, to relevant documentation to assess whether the Group has properly recorded the transactions; • observing the movement of selected digital assets, on a sample basis, to evaluate whether the Group has control of self-owned digital assets wallets; and

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

Digital asset transactions and balances – accounting policy and existence and ownership

Refer to note 13(a), 19 and 20 to the consolidated financial statements and the accounting policies at note 2(j).

The Key Audit Matter	How the matter was addressed in our audit
Accounting policy We identified accounting for digital assets and related transactions as a key audit matter because IFRS Accounting Standards do not specifically address accounting for such items. Accordingly, management judgement is applied in determining appropriate accounting policies based on relevant accounting frameworks and the Group's specific facts and circumstances. **Existence and ownership** We identified the existence and the ownership of the Group's digital assets, including the risk that the digital assets may not be owned by the Group or may be subject to unauthorised on-blockchain transfers to other parties, as a key audit matter. This is because of the nature of digital assets and their significance in the Group's financial statements.	• evaluating the reasonableness of the disclosures in the consolidated financial statements with reference to the requirements of the relevant accounting standards.

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon as part of our engagement to audit the consolidated financial statements. We have performed an assurance engagement on the disclosed continuing connected transactions that form part of the other information and provided a separate assurance practitioner's conclusion thereon.

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

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

RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

The directors are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

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 consolidated financial statements.

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

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

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

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

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

Independent auditor's report to the shareholders of HashKey Holdings Limited
(incorporated in Cayman Islands with limited liability)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

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

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

The engagement partner on the audit resulting in this independent auditor's report is Man, Yun Fung Benjamin (practising certificate number: P07662).

KPMG
Certified Public Accountants

8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

March 27, 2026

Consolidated Statement of Profit or Loss

(Expressed in Hong Kong dollars)

	Note	Year ended December 31 2025 HK$'000	2024 HK$'000
Revenue	4	**723,092**	720,731
Cost of revenue	5	**(314,627)**	(188,218)
Gross profit		**408,465**	532,513
Other (losses)/gains, net	6	**(61,321)**	39,908
Research and development expenses		**(503,930)**	(556,661)
Sales and marketing expenses		**(374,831)**	(390,099)
General and administrative expenses		**(376,603)**	(632,960)
Loss from operations		**(908,220)**	(1,007,299)
Finance costs	7(a)	**(197,062)**	(169,278)
Share of net profit/(loss) from an associate	14	**25,064**	(6,893)
Loss before taxation	7	**(1,080,218)**	(1,183,470)
Income tax	8	**(4,115)**	(6,137)
Loss for the year		**(1,084,333)**	(1,189,607)
Attributable to:			
Equity shareholders of the Company		**(1,086,872)**	(1,188,993)
Non-controlling interests		**2,539**	(614)
Loss for the year		**(1,084,333)**	(1,189,607)
Loss per share			
Basic and diluted (HK$)	11	**HK$(0.74)**	HK$(0.88)

The notes on pages 100 to 176 form part of these consolidated financial statements.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

(Expressed in Hong Kong dollars)

	Note	Year ended December 31	
		2025	2024
		HK$'000	HK$'000
Loss for the year		**(1,084,333)**	(1,189,607)
Other comprehensive income for the year			
Items that will not be reclassified to profit or loss:			
– (loss)/gain on revaluation of intangible assets – digital assets		**(10,974)**	54,698
Items that are or may be reclassified subsequently to profit or loss:			
– exchange differences on translation		**436**	(3,199)
Other comprehensive income for the year, net of tax		**(10,538)**	51,499
Total comprehensive income for the year		**(1,094,871)**	(1,138,108)
Attributable to:			
Equity shareholders of the Company		**(1,097,318)**	(1,137,757)
Non-controlling interests		**2,447**	(351)
Total comprehensive income for the year		**(1,094,871)**	(1,138,108)

The notes on pages 100 to 176 form part of these consolidated financial statements.

Consolidated Statement of Financial Position

(Expressed in Hong Kong dollars)

		At December 31	
	Note	**2025 HK$'000**	2024 HK$'000
Non-current assets			
Property, plant and equipment	12	**43,188**	71,832
Intangible assets – others	13(b)	**69,488**	85,985
Interest in an associate	14	**122,220**	97,100
Prepayments, deposits and other receivables	15	**11,779**	13,938
Financial assets at fair value through profit or loss ("FVTPL")	16	**390,751**	388,414
		637,426	657,269
Current assets			
Trade receivables	17	**97,792**	28,056
Digital assets receivables	18	**1,410**	2,375
Prepayments, deposits and other receivables	15	**81,829**	45,347
Amounts due from related parties	33(d)	**34,395**	24,947
Financial assets at FVTPL	16	**26,531**	28,743
Intangible assets – digital assets	13(a)	**165,928**	229,890
Inventory – digital assets	19	**115,985**	44,382
Digital assets at FVTPL	20	**214,109**	246,011
Cash and cash equivalents	21	**2,806,456**	306,796
		3,544,435	956,547
Current liabilities			
Trade payables	22	**2,729**	10,128
Digital assets payables	23	**33,589**	157,849
Accruals and other payables	24	**298,067**	340,681
Amounts due to related parties	33(d)	**108,455**	432,116
Contract liabilities	25	**366,835**	63,499
Lease liabilities	26	**13,547**	16,947
Tax payables		**24,833**	20,718
Redemption liabilities	27	**167,946**	1,284,493
		1,016,001	2,326,431
Net current assets/(liabilities)		**2,528,434**	(1,369,884)
Total assets less current liabilities		**3,165,860**	(712,615)

Consolidated Statement of Financial Position

(Expressed in Hong Kong dollars)

	Note	At December 31 **2025** **HK$'000**	 2024 HK$'000
Non-current liabilities			
Accruals and other payables	24	**5,590**	5,319
Amounts due to related parties	33(d)	**300,350**	287,194
Lease liabilities	26	**12,575**	28,907
Digital assets payables	23	**–**	18,423
		318,515	339,843
Net assets/(liabilities)		**2,847,345**	(1,052,458)
Capital and reserves			
Share capital	31(c)	**216**	106
Reserves	31	**2,825,331**	(1,071,915)
Total equity/(deficit) attributable to equity shareholders of the Company		**2,825,547**	(1,071,809)
Non-controlling interests		**21,798**	19,351
Total equity/(deficit)		**2,847,345**	(1,052,458)

The notes on pages 100 to 176 form part of these consolidated financial statements.

The consolidated financial statements on pages 93 to 176 were approved and authorised for issue by the Board of Directors on March 27, 2026 and are signed on its behalf by:

Xiao Feng
Director

Lu Weiding
Director

Consolidated Statement of Changes in Equity

(Expressed in Hong Kong dollars)

	Attributable to the equity shareholders of the Company							
	Share capital (Note 31(c)) HK$'000	Share premium (Note 31(d)(iii)) HK$'000	Other reserves (Note 31(d)(i)) HK$'000	Re-valuation reserve (Note 31(d)(ii)) HK$'000	Accumulated Losses HK$'000	Sub-total HK$'000	Non-controlling interests HK$'000	Total (deficit)/ equity HK$'000
At January 1, 2025	106	291,267	618,784	53,758	(2,035,724)	(1,071,809)	19,351	(1,052,458)
Loss for the year	–	–	–	–	(1,086,872)	(1,086,872)	2,539	(1,084,333)
Other comprehensive income	–	–	528	(10,974)	–	(10,446)	(92)	(10,538)
Total comprehensive income for the year	–	–	528	(10,974)	(1,086,872)	(1,097,318)	2,447	(1,094,871)
Equity-settled share-based payments under share option scheme (Note 29)	–	–	131,521	–	–	131,521	–	131,521
Issuance of ordinary shares	64	1,606,989	–	–	–	1,607,053	–	1,607,053
Capitalisation of listing expenses	–	(66,582)	–	–	–	(66,582)	–	(66,582)
Issuance of preferred shares (Note 27)	–	–	82,901	–	–	82,901	–	82,901
Conversion of preferred shares (Note 27)	46	3,353,854	(114,119)	–	–	3,239,781	–	3,239,781
Transfer of revaluation reserve upon disposal of intangible assets digital assets	–	–	–	(26,076)	26,076	–	–	–
	110	4,894,261	100,831	(37,050)	(1,060,796)	3,897,356	2,447	3,899,803
At December 31, 2025	216	5,185,528	719,615	16,708	(3,096,520)	2,825,547	21,798	2,847,345

Total listing expenses incurred in connection with the Company's initial public offering amounted to HK$132,383,000. Of these, HK$65,801,000 was charged to profit or loss, representing the portion attributable to the issuance of existing shares. The remaining HK$66,582,000 was recognised directly in equity as a deduction from share premium, representing the portion attributable to the listing of new shares.

Consolidated Statement of Changes in Equity

(Expressed in Hong Kong dollars)

	Attributable to the equity shareholders of the Company							
	Share capital (Note 31(c)) HK$'000	Share premium (Note 31(d)(iii)) HK$'000	Other reserves (Note 31(d)(i)) HK$'000	Re-valuation reserve (Note 31(d)(ii)) HK$'000	Accumulated losses HK$'000	Sub-total HK$'000	Non-controlling interests HK$'000	Total deficit HK$'000
At January 1, 2024	106	291,267	24,820	28,397	(876,068)	(531,478)	1,086	(530,392)
Loss for the year	–	–	–	–	(1,188,993)	(1,188,993)	(614)	(1,189,607)
Other comprehensive income	–	–	(3,462)	54,698	–	51,236	263	51,499
Total comprehensive income for the year	–	–	(3,462)	54,698	(1,188,993)	(1,137,757)	(351)	(1,138,108)
Equity-settled share-based payments under share option scheme (Note 29)	–	–	566,208	–	–	566,208	–	566,208
Acquisition of non-wholly owned subsidiary	–	–	–	–	–	–	18,616	18,616
Issuance of preferred shares (Note 27)	–	–	31,218	–	–	31,218	–	31,218
Transfer of revaluation reserve upon disposal of intangible assets – digital assets	–	–	–	(29,337)	29,337	–	–	–
	–	–	593,964	25,361	(1,159,656)	(540,331)	18,265	(522,066)
At December 31, 2024	106	291,267	618,784	53,758	(2,035,724)	(1,071,809)	19,351	(1,052,458)

The notes on pages 100 to 176 form part of these consolidated financial statements.

Consolidated Cash Flow Statement

(Expressed in Hong Kong dollars)

	Note	Year ended December 31 2025 HK$'000	2024 HK$'000
Operating activities			
Net cash used in operating activities	30(a)	**(692,324)**	(183,313)
Investing activities			
Interest received		**60,852**	21,631
Acquisition of intangible assets	13(b)	**(1,736)**	–
Acquisition of property, plant and equipment	12	**(1,772)**	(5,616)
Proceeds from disposal of property, plant and equipment		**–**	14
Capital injection to an associate		**–**	(21,627)
Purchase of financial asset at FVTPL		**–**	(3,912)
Net cash generated/(used in) from investing activities		**57,344**	(9,510)
Financing activities			
Capital element of lease rentals paid	30(b)	**(15,366)**	(17,094)
Interest element of lease rentals paid	30(b)	**(1,927)**	(2,786)
(Repayment of)/proceeds from borrowing from related parties, net	30(b)	**(38,618)**	102,646
Proceeds from issuance of preferred shares	30(b)	**1,635,783**	71,105
Proceeds from issuance of shares by initial public offering, net of share issuance expenses		**1,558,295**	–
Net cash generated from financing activities		**3,138,167**	153,871
Net increase/(decrease) in cash and cash equivalents		**2,503,187**	(38,952)
Cash and cash equivalents at the beginning of the year		**306,796**	344,490
Effects of exchange rate changes on cash and cash equivalents		**(3,527)**	1,258
Cash and cash equivalents at the end of the year	21	**2,806,456**	306,796

The notes on pages 100 to 176 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements

1 GENERAL INFORMATION

HashKey Holdings Limited (the "Company") was incorporated in the Cayman Islands on January 2, 2019 as an exempted company with limited liability under the Companies Act (As Revised) of the Cayman Islands.

The Company is an investment holding company and has not carried on any business operation since the date of its incorporation. The Company and its subsidiaries (together, "the Group") are principally engaged in digital asset exchange platforms, brokerage services, management of venture capital funds, Web 3 infrastructure services business and technology services. The principal activities of the significant subsidiaries are listed in Note 34. The shares of the Company were listed on the Main Board of The Stock Exchange of Hong Kong Limited on 17 December 2025.

The consolidated financial statements are presented in Hong Kong dollars ("HK$") and all values are rounded to the nearest thousand (HK$'000) except when otherwise indicated.

2 MATERIAL ACCOUNTING POLICY INFORMATION

(a) Statement of compliance

These financial statements have been prepared in accordance with IFRS Accounting Standards, which collective term includes all applicable individual International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs") and Interpretations issued by the International Accounting Standards Board ("IASB") and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Material accounting policies adopted by the Group are disclosed below.

The IASB has issued certain new or amended IFRS Accounting Standards that are first effective or available for early adoption for the current accounting period of the Group. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current accounting period reflected in these consolidated financial statements.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(b) Basis of measurement

The consolidated financial statements for the year ended December 31, 2025 comprise the Company and its subsidiaries and the Group's interest in an associate.

The measurement basis used in the preparation of the consolidated financial statements is the historical cost basis except that the following assets and liabilities are stated at their fair value as explained in the accounting policies set out below:

- financial assets at fair value through profit or loss (see Note 2(f));
- digital assets at fair value through profit or loss (see Note 2(j)(a)(i));
- intangible assets — digital assets (see Note 2(j)(a)(iii));
- digital assets receivables (see Note 2(j)(a)(v)); and
- digital assets payables (see Note 2(j)(a)(v)).

The preparation of the consolidated financial statements in conformity with IFRS Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of IFRS Accounting Standards that have significant effect on the consolidated financial statements and major sources of estimation uncertainty are discussed in Note 3.

(c) Changes in accounting policies

The Group has applied amendments to IAS 21, *The effects of changes in foreign exchange rates – Lack of exchangeability* issued by the IASB to these consolidated financial statements for the current accounting period. The amendments do not have a material impact on these consolidated financial statements as the Group has not entered into any foreign currency transactions in which the foreign currency is not exchangeable into another currency.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(d) Subsidiaries and non-controlling interests

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Non-controlling interests are presented in the consolidated financial statements within equity, separately from equity attributable to the equity shareholders of the Company. Non-controlling interests in the results of the Group are presented on the face of the consolidated statement of profit or loss and the consolidated statement of profit or loss and other comprehensive income as an allocation of the total profit or loss and total comprehensive income for the year between non-controlling interests and the equity shareholders of the Company.

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (see Note 2(f)) or, when appropriate, the cost on initial recognition of an interest in an associate or joint venture (see Note 2(e)).

In the Company's statement of financial position, an investment in a subsidiary is stated at cost less impairment losses (see Note 2(i)(b)).

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(e) Associates

An associate is an entity in which the Group or Company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

An interest in an associate is accounted for in the consolidated financial statements under the equity method. Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). The cost of the investment includes purchase price, other costs directly attributable to the acquisition of the investment, and any direct investment into the associate that forms part of the Group's equity investment. Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (see Note 2(i)(b)). At each reporting date, the Group assesses whether there is any objective evidence that the investment is impaired. Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year are recognised in the consolidated profit or loss, whereas the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognised in the consolidated other comprehensive income.

When the Group's share of losses exceeds its interest in the associate, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For this purpose, the Group's interest is the carrying amount of the investment under the equity method, together with any other long-term interests that in substance form part of the Group's net investment in the associate.

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the investee, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

When the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former investee at the date when significant influence is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (see Note 2(f)).

In the Company's statement of financial position, interest in associates are stated at cost less impairment losses (see Note 2(i)(b)).

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(f) Financial assets

The Group initially recognises financial instruments on trade date, which is the date on which the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is measured initially at fair value plus, for an item not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. The fair value of a financial instrument on initial recognition is generally its transaction price.

On initial recognition, a financial asset is classified as measured at: amortised cost or FVTPL.

Amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– the asset is held within a business model whose objective is to hold assets to collect contractual cash flows;

– and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest ("SPPI").

Expected credit losses (see Note 2(i)(a)), interest income calculated using the effective interest method, foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

FVTPL

All other financial assets, including derivatives, are classified as measured at FVTPL. The instruments are subsequently measured at fair value with changes therein recognised in profit or loss. In addition, on initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income ("FVOCI") as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(g) Property, plant and equipment

Property, plant and equipment, including right-of-use assets, are stated at cost less accumulated depreciation and any accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. The estimated useful lives for the current and comparative periods are as follows:

Furniture and fixtures	5 years
Computer equipment	5 years
Right-of-use assets	over the lease terms
Leasehold improvement	over the lease terms

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

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

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(h) Leases

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

Where the contract contains lease component(s) and non-lease component(s), the Group has elected not to separate non-lease components and accounts for each lease component and any associated non-lease components as a single lease component for all leases.

At the lease commencement date, the Group recognises a right-of-use asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets. When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method. Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and hence are charged to profit or loss in the accounting period in which they are incurred.

The right-of-use asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred. Where applicable, the cost of the right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses (see Note 2(i)(b)).

The initial fair value of refundable rental deposits is accounted for separately from the right-of-use assets. Any difference between the initial fair value and the nominal value of the deposits is accounted for as additional lease payments made and is included in the cost of right-of-use assets.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Group will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The lease liability is also remeasured when there is a change in the scope of a lease or the consideration for a lease that is not originally provided for in the lease contract ("lease modification") that is not accounted for as a separate lease. In this case the lease liability is remeasured based on the revised lease payments and lease term using a revised discount rate at the effective date of the modification.

In the consolidated statement of financial position, the current portion of long-term lease liabilities is determined as the present value of contractual payments that are due to be settled within twelve months after the reporting period.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(i) Credit losses and impairment of assets

(a) Credit losses from financial instruments

The Group recognises a loss allowance for expected credit losses ("ECL"s) on financial assets measured at amortised cost (including trade receivables, deposits and other receivables, amounts due from related parties and cash and cash at equivalents).

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Generally, credit losses are measured as the present value of all expected cash shortfalls between the contractual and expected amounts.

The expected cash shortfalls are discounted using the effective interest rate determined at initial recognition or an approximation thereof if the effect is material. The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are measured on either of the following bases:

– 12-month ECLs: there are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instruments is less than 12 months); and

– lifetime ECLs: these are the ECLs that result from all possible default events over the expected lives of the items to which the ECL model applies.

The Group measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-months ECLs.

– financial assets that are determined to have low credit risk at the reporting date; and

– other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the financial asset) have not increased significantly since initial recognition.

Loss allowances for trade receivables under IFRS 15 without a significant financing components are always measured at an amount equal to lifetime ECLs.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(i) Credit losses and impairment of assets (continued)

(a) Credit losses from financial instruments (continued)

Significant increases in credit risk

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when measuring ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the group's historical experience and informed credit assessment, that includes forward-looking information.

The Group considers a financial asset to be in default when: (i) the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or (ii) the financial asset is 90 days past due.

ECLs are remeasured at each reporting date with any changes recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss with a corresponding adjustment to the carrying amount of the financial assets through a loss allowance account.

Credit-impaired financial assets

At each reporting date, the Group assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable events:

– significant financial difficulties of the debtor;

– a breach of contract, such as a default or being more than 90 days past due; the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;

– it is probable that the debtor will enter bankruptcy or other financial reorganisation; or

– the disappearance of an active market for a security because of financial difficulties of the issuer.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(i) Credit losses and impairment of assets (continued)

(a) Credit losses from financial instruments (continued)

Write-off policy

The gross carrying amount of a financial asset is written-off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor/counterparties does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recover occurs.

(b) Impairment of other non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and digital assets measured at FVTPL) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Intangible assets (except digital assets) with indefinite useful lives are tested annually for impairment irrespective of any impairment indicators.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units ("CGU"s).

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated to reduce the carrying amounts of the assets in the CGU on a pro rata basis.

An impairment loss is reversed only to the extent that the resulting carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(j) Digital assets

(a) Digital assets presented in the consolidated statement of financial position

Digital assets are held mainly for the purposes of staking, trading in the ordinary course of the Group's business in over-the-counter market and facilitating the deal-matching services as part of digital assets exchange platforms.

Depending on the characteristics of the digital assets and the business model of the Group's activities, digital assets are classified and measured by the following categories:

(i) Inventory — fair value less costs to sell

Since the Group actively trades proprietary digital assets, purchasing them with a view to their resale in the near future, and generating a profit from the fluctuations in price, the Group applies the guidance in IAS 2, *Inventory* for commodity broker-traders ("commodity broker-traders exemption") and measures the digital assets at fair value less costs to sell. The Group considers there are no significant "costs to sell" digital assets and hence measurement of digital assets is based on their fair values with changes in fair values recognised in profit or loss.

Defined by paragraph 5 of IAS 2, *Inventory* under commodity broker-traders is principally acquired with the purpose of selling in the near future and generating a profit from fluctuations in price or broker-traders' margin.

Digital assets classified as inventory and measured at fair value less costs to sell are presented as "Digital assets at fair value through profit or loss" in the consolidated statement of financial position.

(ii) Inventory — lower of cost and net realisable value

Digital assets classified as inventories and measured at the lower of cost and net realisable value are assets which are held for sale in the ordinary course of business or consumed in the rendering of services that do not qualify for commodity broker-traders exemption.

Inventories are carried at the lower of cost and net realisable value as follows:

– Cost is calculated using the weighted average cost formula.

– Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

The Group considers there are no significant "costs to sell" of digital assets and hence measurement of net realisable value is based on the digital assets' fair values.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(j) Digital assets (continued)

(a) Digital assets presented in the consolidated statement of financial position (continued)

(ii) Inventory — lower of cost and net realisable value (continued)

The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs. The Group determines the net realisable value at the end of each reporting period.

Digital assets classified as inventory and measured at the lower of cost and net realisable value are presented as "Inventory — digital assets" in the consolidated statement of financial position.

(iii) Intangible assets — digital assets

Digital assets held for staking with indefinite useful lives are classified as intangible assets.

The digital assets are initially recognised at cost. After initial recognition, the digital assets are carried at a revalued amount, being their fair value at the date of revaluation. For the purpose of revaluations, fair value is measured by reference to an active market. Revaluations is made at the end of the reporting period.

For subsequent measurement, any increase in the carrying amount on the revaluation on intangible assets — digital assets is recognised in other comprehensive income ("OCI") (and accumulated in the revaluation reserve within equity) except to the extent that the increase reverses a previous revaluation decrease for the same asset recognised in profit or loss, in which case to the corresponding amount of the increase is recognised in profit or loss. Any decrease in the carrying amount on revaluation is recognised in profit or loss except to the extent of any balance in the revaluation reserve for the same asset, in which case the corresponding amount is recognised in OCI (and deducted from the revaluation reserve in equity).

The cumulative revaluation surplus included in equity is transferred directly to retained earnings when the digital asset is disposed of.

(iv) Digital assets borrowing and lending

Digital assets borrowed are recognised as assets of the Group and presented as "Digital assets at fair value through profit or loss" with a corresponding liability recognised as "Digital assets payable". The balances are measured initially and subsequently at fair value, with changes in fair value recognised in profit or loss. Upon maturity of the borrowing arrangements when the Group repays the digital assets, the related digital assets and liability are derecognised.

(v) Digital assets receivables and payable

Receivables and payable to be settled by digital assets are measured initially and subsequently at fair value, with changes in fair value recognised in profit or loss. The receivables and payables are presented as "Digital assets receivables" and "Digital assets payables" in the consolidated statement of financial position.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(j) Digital assets (continued)

(b) Digital assets not presented in the consolidated statement of financial position

Certain digital assets are received from and held on behalf of clients by certain subsidiaries of the Group for staking purposes and for the clients' trading of the digital assets on exchange platforms.

These digital assets are excluded from the consolidated statement of financial position based on the respective rights and obligations arising from the underlying terms and conditions with the clients, on the following basis:

– Those subsidiaries are not entitled to any benefit of income from the holding of these client's digital assets;

– Those subsidiaries are legally restrained from transferring or transacting with these client's digital assets other than as instructed by the clients; and

– These client's digital assets are safekept in segregated client wallets.

(k) Intangible assets (other than digital assets)

Expenditure on research activities is recognised in profit or loss as incurred.

Intangible assets acquired separately, including trademark, domain name and computer software, are initially recognised at cost. Subsequently, intangible assets with finite useful lives are carried at cost less accumulated amortisation and any accumulated impairment losses (see Note 2(i)(b)). The following type of intangible asset with a finite useful live is amortised from the date it is available for use and its estimated useful live is as follows:

Computer software	over the license terms

Both the period and method of amortisation are reviewed annually.

Intangible assets with indefinite useful lives, including trademark and domain name, are carried at cost less any accumulated impairment losses (see Note 2(i)(b)).

(l) Trade receivables

A receivable is recognised when the Group has an unconditional right to receive consideration. A right to receive consideration is unconditional if only the passage of time is required before payment of that consideration is due.

Trade receivables that do not contain a significant financing component are initially measured at their transaction price. Trade receivables that contain a significant financing component and other receivables are initially measured at fair value plus transaction costs. All receivables are subsequently stated at amortised cost, using the effective interest method and including an allowance for credit losses (see Note 2(i)(a)).

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(m) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Cash and cash equivalents are assessed for ECL in accordance with the policy set out in Note 2(i)(a).

The Group also maintains segregated trust accounts with authorised financial institutions to hold clients' money in accordance with the relevant legislations. The Group is not allowed to use the clients' money to settle the Group's own obligations. Accordingly, the Group has not recognised the money held on behalf of clients as cash in the consolidated statement of financial position and treated these amounts as off-balance sheet items.

(n) Contract assets and contract liabilities

A contract asset is recognised when the Group recognises revenue (see Note 2(v)) before being unconditionally entitled to the consideration under the terms in the contract. Contract assets are assessed for ECLs and are reclassified to receivables when the right to the consideration becomes unconditional.

A contract liability is recognised when the customer pays non-refundable consideration before the Group recognises the related revenue. A contract liability is also recognised if the Group has an unconditional right to receive non-refundable consideration before the Group recognises the related revenue. In such latter cases, a corresponding receivable is also recognised.

When the contract includes a significant financing component, the contract balance includes interest arising from the unwinding of the discount.

(o) Trade and other payables

Trade and other payables are initially recognised at fair value. Subsequent to initial recognition, trade and other payables are stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at invoice amounts.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(p) Preferred shares

Preferred shares issued by the Group are recognised as redemption liabilities and equity separately:

(i) Redemption liabilities

Redemption liabilities represent the liabilities arising from preferred shares when they are redeemable at the option of the preferred shareholders upon occurrence of events that are beyond the control of both the Group and the preferred shareholders. Such financial liabilities are measured at the highest redemption price (on a present value basis) that could be payable by the Group from time to time. Any change in the carrying amount of the financial liabilities from remeasurement is recognised in profit or loss. When the preferred shares are converted into ordinary shares, the carrying amount of the financial liabilities is transferred to equity with no gain or loss.

(ii) Equity component

The equity component of the preferred shares is initially recognised at the difference between the fair value of the preferred shares as a whole and the initial carrying amount of the redemption liabilities. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts. The equity component is not remeasured and is recognised in the other reserve until the preferred shares are converted. When the preferred shares are converted into ordinary shares, the equity component is transferred to share premium.

(q) Employee benefit

(i) Short-term employee benefits and contributions to defined contribution retirement plans

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees.

(ii) Equity-settled Share-based payments

The grant-date fair value of share options granted to employees is recognised as employee cost with a corresponding increase in other reserve within equity, over the vesting period of the awards (if any). The grant-date fair value of the awards is measured using valuation models (see Note 29), taking into account the non-vesting condition (if any).

The amount recognised as the employee cost is adjusted to reflect the number of awards for which the related service conditions are expected to be met. During the vesting period, the number of share options that is expected to vest is reviewed. Any resulting adjustment to the cumulative fair value recognised as an expense in prior years is charged/credited to the profit or loss for the year of the review, with a corresponding adjustment to the other reserve. On vesting date, the amount recognised as an expense is adjusted to reflect the actual number of options that vest (with a corresponding adjustment to the other reserve). The equity amount is recognised in the other reserve until either the option is exercised (when it is included in the amount recognised in share capital for the shares issued) or the option expires (when it is released directly to retained profits/(accumulated losses)).

When newly granted equity instruments are identified on the grant date as replacements for cancelled instruments, the Group treats the grant as a modification of the original award; the incremental fair value is measured as the fair value of the replacement instruments at grant date less the net fair value of the cancelled instruments . If the modification increases total fair value or is otherwise beneficial to employees, the incremental fair value is recognised over the remaining vesting period or recognised in profit or loss immediately if the replacement occurs after vesting period.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(r) Foreign currency translation

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates.

Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognised in profit or loss. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. The transaction date is the date on which the Group initially recognises such non-monetary assets or liabilities. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was measured.

The results of foreign operations are translated into Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Consolidated statement of financial position items are translated into Hong Kong dollars at the foreign exchange rates at the end of the reporting period. The resulting exchange differences are recognised in other comprehensive income and accumulated separately in equity in the exchange reserve.

On disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified from equity to profit or loss when the profit or loss on disposal is recognised.

(s) Income tax

The income tax expense or credit for the period is the tax payable/recoverable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to taxable temporary differences and to unused tax losses.

(i) Current income tax

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

(ii) Deferred income tax

Deferred income tax is provided in full, using the liability method, on taxable and deductible temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated statement of financial position. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted at the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(s) Income tax (continued)

(ii) Deferred income tax (continued)

Deferred tax assets are recognised to the extent that if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(t) Provisions and contingent liabilities

Provisions are recognised when the Group has a legal or constructive present 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. For possible obligations for which it has yet to be confirmed whether a present obligation exists, a provision is recognised when it is more likely than not that the obligation exists at the reporting date. 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, the existence of which will only be confirmed by the occurrence or non-occurrence of one or more future events and for which no provision was recognised, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(u) Finance costs

Finance costs are expensed in the period in which they are incurred.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(v) Revenue recognition

Revenue represents income arising in the course of the Group's ordinary activities.

The following is a description of the accounting policy for the principal revenue streams of the Group:

(a) Revenue from contracts with customers

Revenue is recognised when goods are transferred or services are rendered to the customer at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties.

Revenue arising from transaction facilitation services

Commission fee income
The Group earns commission fee income through its trading facilitation business. Commission fee income is recognised at a point in time when the relevant transactions are executed.

Listing fee income
The Group provides listing services to issuers of digital assets, enabling their tokens or coins to be listed and traded on the Group's trading platform. Generally the Group charges a fixed listing fee throughout the listing period. Listing fee is recognised as revenue on a straight-line basis over the period in which the listing service is rendered.

Trading of digital assets
Trading of digital assets represents the revenue arising from disposal of digital assets. Revenue is recognised when the control over the digital assets is transferred to customers, which is the point in time when the sale is completed. The amount recognised reflects the sales proceeds.

Service fee income
The Group provides other different types of services apart from the above-mentioned services through its trading facilitation business, including withdrawal service and custody service. If the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs, such as custody service, service fee is recognised as revenue over the period in which the service is performed. Otherwise, service fee is recognised as revenue at a point in time when the service is completed. The amount recognised reflects the fixed service charges or the contractual rate applied to the transaction value.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(v) Revenue recognition (continued)

(a) Revenue from contracts with customers (continued)

Revenue arising from on-chain services

Staking and node validation income

Staking income represents the award generated on-chain from participating in network validation to support the blockchain operation. Staking income is recognised when the award is generated, representing the Group has performed the network validation service. Node validation income is recognised when the award is generated, representing the Group has performed the node validation service. Staking and node validation income is measured at fair value of the award at the date when the award is received.

Web3 events fee income

Web3 events fee income represents the ticket sales and the sponsorship income from the organisation of Web3 events. Revenue from ticket sales and sponsorship income is recognised at the point in time when the event is held and the Group's obligation to host the event is fulfilled.

Revenue arising from asset management services

Asset management fee income

Asset management fee income includes periodic management fees calculated based on assets under management and performance-based fees. Asset management fee is recognised as revenue over time using a time-based measure of progress. Periodic management fees and performance-based fees are variable consideration for which revenue recognition is only recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Specifically, the Group recognises periodic management fees and performance-based fees as revenue at the end of the relevant period when the actual amounts are confirmed.

(b) Revenue from other sources

Revenue arising from transaction facilitation service

Fair value gain/(loss) on digital assets

Fair value gain/(loss) represent the net gain/(loss) from transactions in, and remeasurement of "Digital assets at FVTPL" that are deployed in the transaction facilitations business.

For "Digital assets at FVTPL" that are deployed in other use, e.g. in house treasury purpose, such balance is recognised under "Other (losses)/gains, net".

Interest income

Interest income is recognised using the effective interest method. The effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). For financial assets that have become credit impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost (i.e. gross carrying amount net of loss allowance) of the asset. Interest income from client trust accounts represents the interest income arising from transaction facilitation services, specifically from clients' fiat deposits held on exchange platforms. The interest rate is based on standard commercial terms applicable to a current bank account, from time to time.

2 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

(w) Related parties

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

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

(ii) has significant influence over the Group; or

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

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

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

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

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

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

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

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

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

(viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the Group's parent.

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.

(x) Segment reporting

Operating segments, and the amounts of each segment item reported in the consolidated financial statements, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

3 CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES

In the process of applying the Group's accounting policies, management has made the following accounting judgements and estimates:

(a) Accounting for digital assets transactions and balances

IFRS Accounting Standards do not specifically address accounting for digital assets. Accordingly, for the preparation of the Group's consolidated financial statements, management needs to apply judgement in determining appropriate accounting policies based on the existing accounting framework and the facts and circumstances of the Group's digital assets business.

The Group's digital assets portfolio mainly comprises cryptocurrencies and stablecoins. They are accounted for according to the business model of the Group's activities and the characteristics of each of the relevant digital assets as below:

Business model	Classification	Measurement basis
Held for trading that meets commodity broker-trader's exemptions	Inventories	Fair value less costs to sell
Held for trading that does not meet commodity broker-trader's exemptions	Inventories	Lower of cost or net realisable value
Held for staking purpose	Intangible assets	Revaluation model

In addition, the Group borrows and lends digital assets from and to counterparties to facilitate its principal operations. The Group has the obligation to repay/the right to receive the underlying digital assets accordingly to the terms and conditions of those transactions. The Group assessed these types of transactions and concluded to measure the resulting assets and liabilities at fair value through profit or loss by referencing to the price of underlying digital assets based on the Conceptual Framework for Financial Reporting.

There are also digital assets held by the Group solely for the benefits on behalf of its clients where such assets held are not recognised by the Group as its own assets.

Furthermore, in determining fair values, management applies judgement to identify the relevant available markets, and to consider accessibility to and activity within those markets in order to identify the principal digital asset markets for the Group.

3 CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES (CONTINUED)

(b) Share-based payments

For the share options granted to its employees as part of its incentive programme, IFRS 2, *Share-based Payments* requires the Group to recognise the grant-date fair value of the share options granted as expenses. In the case that market prices are not available for the share options granted, judgement is exercised in the measurement of the fair value. In making its judgement, management has considered a wide range of factors including the underlying value of the granting entities.

See Note 29 for the further information and assumptions adopted relating to the valuation of those share options at the grant date.

(c) Fair value for non-listed financial instruments at fair value through profit or loss

The Group initially recognised and subsequently measured these financial instruments at fair value in the consolidated statement of financial position. Certain financial instruments are not traded in an active market and their valuation is determined by using valuation techniques. Management uses its judgement to select methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Changes in these assumptions and estimates could materially affect the fair value of these financial instruments. See Note 32(c) for the further information and assumptions adopted relating to the valuation of those non-listed financial instruments.

4 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are the provision of transaction facilitation services, on-chain services and asset management services.

Disaggregation of revenue

	Year ended December 31	
	2025 HK$'000	2024 HK$'000
Transaction facilitation services		
Revenue from contracts with customers within the scope of IFRS 15		
Commission fee income	**202,147**	239,910
Listing fee income	**50,112**	30,908
Trading of digital assets*	**189,732**	133,972
Service fee income	**51,124**	82,805
Interest income calculated using the effective interest method		
Interest income	**41,606**	15,096
Revenue from other sources		
Fair value (loss)/gain on digital assets	**(11,925)**	15,082
	522,796	517,773
On-chain services		
Revenue from contracts with customers within the scope of IFRS 15		
Staking and node validation income	**54,020**	81,761
Web3 events fee income	**23,961**	37,136
Others	**5,224**	5,905
	83,205	124,802
Asset management services		
Revenue from contracts with customers within the scope of IFRS 15		
Asset management fee income	**117,091**	78,156
	723,092	720,731

* Trading of digital assets represents consideration arising from disposal of digital assets that are measured at the lower of cost and net realisable value in accordance with IAS2. During the year ended December 31, 2025, the cost of trading of digital assets was HK$184,484,000 (2024: HK$131,933,000).

4 REVENUE AND SEGMENT REPORTING (CONTINUED)

(a) Revenue (continued)

Disaggregation of revenue (continued)

Analysis of revenue from contracts with customers within the scope of IFRS 15:

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Recognised at		
– Point-in-time	**476,959**	497,042
– overtime	**216,452**	193,511
	693,411	690,553

The aggregated amount of the consideration allocated to the remaining performance obligations under the Group's existing contracts as at December 31, 2025 was approximately HK$366,835,000 (2024: HK$63,499,000) (see Note 25).

This aggregated amount represents revenue expected to be recognised in the future from pre-completion sales contracts for listing fee income and service fee income. The Group will recognise the expected revenue in the future when the obligations related to listing fee income and service fee income are completed, which are expected to occur over the next 1 to 6 months based on the market data and historical information.

During the current and comparative periods, the Group's customers of the transaction facilitation services, on-chain services and asset management services segments with whom transaction have exceeded 10% of the Group's revenue in the respective periods are set out below. Details of concentration of credit risk arising from largest debtor are set out in Note 32(b)(ii).

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Customer A*	**N/A***	76,595

Note* Customer A is a related party of the Group and transactions with customer A did not exceed 10% of the Group's revenue for the year ended December 31, 2025.

4 REVENUE AND SEGMENT REPORTING (CONTINUED)

(b) Segment reporting

The Group manages its businesses by divisions, which are organised by business lines. In a manner consistent with the way in which information is reported internally to the Group's Chief Executive Officer for the purposes of resource allocation and performance assessment, the Group has presented the following three reportable operating segments.

Transaction facilitation services: Transaction facilitation services cover digital asset exchange services, brokerage services and custody services. Revenue from transaction facilitation services is derived primarily from the Group's digital asset exchange services, brokerage services and custody services.

On-chain services: On-chain services cover support of infrastructure and application layers of the digital asset ecosystem, including staking services and tokenisation services. Revenue from on-chain services is derived primarily comes from staking services.

Asset management services: Asset management services cover venture capital funds management, as well as secondary market liquid funds. Revenue from asset management service is derived from venture capital solutions and secondary market fund solutions.

(i) Segment results, assets and liabilities

For the purpose of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following basis:

Segment assets include all trade receivables, digital assets receivables, intangible assets — digital assets, inventory — digital assets, digital assets at FVTPL and cash and cash equivalents. Segment liabilities include all trade payables, digital assets payables and contract liabilities.

Revenue and expense are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments of which otherwise attributable to those segments. The measure used for reporting result is adjusted gross profit, which has arrived by gross profit adjusted by impairment losses attributable to those segments. The Group has no inter-segment revenue and therefore the revenue from external customers equal to Reportable segment revenue.

4 REVENUE AND SEGMENT REPORTING (CONTINUED)

(b) Segment reporting (continued)

(i) Segment results, assets and liabilities (continued)

	Year ended December 31, 2025			
	Transaction facilitation services HK$'000	On-chain services HK$'000	Asset management services HK$'000	Total HK$'000
Reportable segment revenue	**522,796**	**83,205**	**117,091**	**723,092**
Reportable segment results	**214,551**	**77,012**	**116,902**	**408,465**
Included in segment results				
Interest income	**41,606**	**–**	**–**	**41,606**
Net fair value loss on digital assets	**(11,925)**	**–**	**–**	**(11,925)**
Reportable segment assets	**739,767**	**215,229**	**161,098**	**1,116,094**
Additions to non-current segment assets during the year	**–**	**–**	**–**	**–**
Reportable segment liabilities	**(271,894)**	**(92,542)**	**(45,319)**	**(409,755)**

	Year ended December 31, 2024			
	Transaction facilitation services HK$'000	On-chain services HK$'000	Asset management services HK$'000	Total HK$'000
Reportable segment revenue	517,773	124,802	78,156	720,731
Reportable segment results	338,637	115,992	77,884	532,513
Included in segment results				
Interest income	15,096	–	–	15,096
Net fair value gain on digital assets	15,082	–	–	15,082
Reportable segment assets	866,329	280,373	134,902	1,281,604
Additions to non-current segment assets during the year	–	–	–	–
Reportable segment liabilities	(395,568)	(58,304)	(55,529)	(509,401)

4 REVENUE AND SEGMENT REPORTING (CONTINUED)

(b) Segment reporting (continued)

(ii) Reconciliation of reportable segment result, assets and liabilities

	Year ended December 31	
	2025 **HK$'000**	2024 HK$'000
Consolidated result		
Reportable segment result	**408,465**	532,513
Other (losses)/gain	**(61,321)**	39,908
Finance costs	**(197,062)**	(169,278)
Share of profit/(loss) from an associate	**25,064**	(6,893)
Unallocated expenses	**(1,255,364)**	(1,579,720)
Consolidated loss before taxation	**(1,080,218)**	(1,183,470)
Reportable segment assets	**1,116,094**	1,281,604
Elimination of inter-segment assets	**(134,112)**	(495,731)
Property, plant and equipment	**43,188**	71,832
Intangible assets – others	**69,488**	85,985
Interest in an associate	**122,220**	97,100
Prepayments, deposits and other receivables	**93,608**	59,285
Financial assets at FVTPL	**390,751**	388,414
Unallocated assets	**2,480,624**	125,327
Consolidated total assets	**4,181,861**	1,613,816
Reportable segment liabilities	**409,755**	509,401
Elimination of inter-segment liabilities	**(367,805)**	(462,657)
Lease liabilities	**26,122**	45,854
Redemption liabilities	**167,946**	1,284,493
Tax payables	**24,833**	20,718
Unallocated liabilities	**1,073,665**	1,268,465
Consolidated total liabilities	**1,334,516**	2,666,274

(c) Geographical information

The Group's staff and senior management including the chief operation decision makers are substantially located in Hong Kong. Accordingly, no further analysis of geographical information is presented.

5 COST OF REVENUE

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Transaction facilitation services	**308,245**	179,136
On-chain services	**6,193**	8,810
Asset management services	**189**	272
	314,627	188,218

6 OTHER (LOSSES)/GAINS, NET

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Net fair value (losses)/gains on:		
– other financial instruments	**(1,456)**	(75,440)
– digital assets	**(83,358)**	16,158
Net recovery of ECL for trade receivable (Note 17)	**137**	55,759
Interest income calculated using the effective interest method:		
– interest income from banks and others	**19,246**	6,536
Foreign exchange (loss)/gain, net	**(11,200)**	14,273
Recovery from impaired account receivables (Note 17)	**–**	15,324
Others	**15,310**	7,298
	(61,321)	39,908

7 LOSS BEFORE TAXATION

Loss before taxation is arrived at after charging:

(a) Finance costs

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Interest expenses arising from		
– preferred shares – HashQuark Series B (Note 27)	**9,423**	8,517
– preferred shares – HashKey Series A (Note 27)	**150,367**	78,215
	159,790	86,732
– amounts due to related parties	**33,753**	78,800
– lease liabilities (Note 26)	**1,927**	2,786
– others	**1,592**	960
	197,062	169,278

(b) Staff costs (including directors' emoluments)

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Salaries, wages and other benefits	**442,758**	396,820
Contributions to employees' retirement plan	**7,047**	6,135
Equity-settled share-based payment expenses (Note 29)	**131,521**	566,208
	581,326	969,163
Presented under:		
– Research and development	**137,413**	170,056
– Sales and marketing	**236,826**	256,852
– General and administrative	**207,087**	542,255
	581,326	969,163

7 LOSS BEFORE TAXATION (CONTINUED)

(c) Other items

	Year ended December 31	
	2025 **HK$'000**	2024 HK$'000
Amortisation for intangible assets – others	**18,233**	2,483
Depreciation		
– for property, plant and equipment	**11,238**	11,408
– for right-of-use assets	**15,203**	16,762
Advertisement and promotion	**65,334**	73,824
IT expenses	**352,038**	374,882
Legal and professional fee	**29,701**	40,502
Listing expenses in connection with the listing	**65,801**	–
Auditor's remuneration		
– audit services	**9,435**	12,627
– other services	**2,230**	690
– audit and other services relating to listing (note)	**14,355**	–

Note: Audit and other services relating to the listing amounted to HK$14,355,000 (2024: HK$ Nil) in total, of which HK$13,106,000 was charged to profit or loss and included in the listing expenses disclosed separately above, and the remaining HK$1,249,000 was recognised directly in equity as a deduction from share premium.

8 TAXATION IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(a) Taxation in the consolidated statement of profit or loss represents:

	Year ended December 31	
	2025 **HK$'000**	2024 HK$'000
Current tax	**4,115**	6,137

Pursuant to the rules and regulations of the Cayman Islands, the Group is not subject to any income tax in this jurisdiction. The provision for Hong Kong Profit Tax is calculated at 16.5% (2024: 16.5%) of the estimated assessable profits, if any, for the year ended December 31, 2025. Taxes on profits assessable from other jurisdictions are charged at the appropriate current rates of taxation ruling in the relevant jurisdictions.

8 TAXATION IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS (CONTINUED)

(b) Reconciliation between tax expense and accounting loss at applicable tax rates:

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Loss before taxation	**(1,080,218)**	(1,183,470)
Tax calculated at the prevailing rate	**(175,107)**	(191,138)
Tax effect of non-deductible expenses	**96,202**	151,763
Tax effect of non-taxable income	**(18,165)**	(64,774)
Utilisation of tax loss previously not recognised	**(13,928)**	(6,633)
Tax effect of unused tax losses not recognised	**115,113**	116,919
	4,115	6,137

The Group has not recognised deferred tax assets in respect of cumulative tax losses arising from Hong Kong Profits Tax and other jurisdictions of approximately HK$2,878,005,000 (2024: HK$2,269,900,000) as at December 31, 2025. This is because management is of the opinion that it is uncertain whether there is future taxable profits against which these losses can be utilised will be available. The tax losses do not expire under the legislations of relevant jurisdictions.

(c) Pillar Two income taxes

In 2021, the Organisation for Economic Co-operation and Development published the Global Anti-Base Erosion Model Rules ("Pillar Two model rules") for a new global minimum tax reform applicable to large multinational enterprises. The Pillar Two income taxes are levied on certain subsidiaries under the local tax laws which introduced a domestic minimum top-up tax effective from January 1, 2024. The Pillar Two legislation is effective in Hong Kong from 2025 retrospectively once relevant legislation is enacted.

The Group has applied the temporary mandatory exception to recognising and disclosing information about the deferred tax assets and liabilities related to Pillar Two income taxes and accounted for the tax as current tax when incurred. This new tax policy did not have a material impact on the consolidated financial statements. The Group continues to assess the impact of the Pillar Two income tax legislation on its future financial performance.

9 DIRECTORS' EMOLUMENTS

	Year ended December 31, 2025					
	Directors' fee HK$'000	Salaries, allowances and benefits in kind HK$'000	Discretionary bonuses HK$'000	Retirement scheme contributions HK$'000	Share-based payment HK$'000	Total HK$'000
Directors						
LU Weiding[a]	–	–	–	–	–	–
XIAO Feng	–	4,864	6,675	18	18,039	29,596
CHAN Jessey Ting[b]	10	–	–	–	–	10
LIN Lynn Zhihong[b]	10	–	–	–	–	10
HUANG Sidney Xuande[b]	10	–	–	–	–	10
	30	4,864	6,675	18	18,039	29,626

	Year ended December 31, 2024					
	Directors' fee HK$'000	Salaries, allowances and benefits in kind HK$'000	Discretionary bonuses HK$'000	Retirement scheme contributions HK$'000	Share-based payment HK$'000	Total HK$'000
Directors						
LU Weiding[a]	–	–	–	–	–	–
XIAO Feng	–	4,680	8,246	18	–	12,944
	–	4,680	8,246	18	–	12,944

During the year ended December 31, 2025 and 2024, no director has waived or agreed to waive any emoluments and no amounts were paid or payable by the Group to the directors as an inducement to join or upon joining the Group or as compensation for loss of any office in connection with the management of the affairs of any member of the Group.

Note a: Mr. Lu Weiding was appointed as director of the Company on May 10, 2023 and re-designated as non-executive director with effect from September 22, 2025.

Note b: Mr. Chan Jessey Ting, Ms. Lin Lynn Zhihong and Mr. Huang Sidney Xuande were appointed as independent non-executive directors of the Company on December 17, 2025.

10 FIVE HIGHEST PAID INDIVIDUALS

One of the five individuals with the highest emoluments of the Group during the year ended December 31, 2025 (2024: None) was director whose emoluments are disclosed in Note 9.

The aggregate of the emoluments in respect of the remaining four (2024: five) individuals during the year ended December 31, 2025 are as follows:

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Salaries and other emoluments	**14,795**	17,543
Discretionary bonuses	**12,741**	19,451
Retirement scheme contributions	**72**	72
Share-based payment	**61,175**	185,239
	88,783	222,305

The emoluments of the remaining individuals with the highest emoluments are within the following bands:

	Year ended December 31	
	2025	2024
	Number of individuals	Number of individuals
HK$19,500,001-HK$20,000,000	**1**	–
HK$21,500,001-HK$22,000,000	**1**	–
HK$23,500,001-HK$24,000,000	**2**	–
HK$24,000,001-HK$24,500,000	**–**	–
HK$26,000,001-HK$26,500,000	**–**	–
HK$29,000,001-HK$29,500,000	**–**	1
HK$30,000,001-HK$30,500,000	**–**	–
HK$33,000,001-HK$33,500,000	**–**	–
HK$37,500,001-HK$38,000,000	**–**	1
HK$45,000,001-HK$45,500,000	**–**	2
HK$50,500,001-HK$51,000,000	**–**	–
HK$64,000,001-HK$64,500,000	**–**	1

During the years ended December 31, 2025 and 2024, no amounts were paid or payable by the Group to the above non-director highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of any office in connection with the management of the affairs of any member of the Group.

11 LOSS PER SHARE

(a) Basic loss per share

Basic loss per share is calculated by dividing the loss attributable to equity shareholders of the Company by the weighted average of ordinary shares in issue as follows:

	Year ended December 31	
	2025	2024
Loss attributable to equity shareholders of the Company (HK$'000)	**(1,086,872)**	(1,188,993)
Weighted average number of ordinary shares ('000)	**1,474,733**	1,350,000
Basic loss per shares (HK$ per share)	**(0.74)**	(0.88)

Weighted average number of ordinary shares:

	Year ended December 31	
	2025	2024
	'000	'000
Issued ordinary shares at 1 January	**1,350,000**	1,350,000
Effect of ordinary shares issued	**124,733**	–
Weighted average number of ordinary shares at December 31	**1,474,733**	1,350,000

(b) Diluted loss per share

Preferred shares (Note 27) and share options granted by the Company and HashQuark Limited (Note 29) were not included in the calculation of diluted loss per share because their effect would have been anti-dilutive. Accordingly, the diluted loss per share were equal to the basic loss per share for the years ended December 31, 2025 and 2024.

12 PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvement HK$'000	Furniture and fixtures HK$'000	Computer equipment HK$'000	Right-of-use assets HK$'000	Total HK$'000
Cost					
As at January 1, 2024	26,836	3,900	30,279	93,374	154,389
Additions	194	155	5,267	5,605	11,221
Expiry of lease contracts	(570)	–	–	(10,915)	(11,485)
Disposal	–	(306)	(148)	–	(454)
Exchange differences	(33)	(20)	(211)	(301)	(565)
As at December 31, 2024 and January 1, 2025	**26,427**	**3,729**	**35,187**	**87,763**	**153,106**
Additions	**–**	**24**	**1,748**	**–**	**1,772**
Modification of lease contracts	**–**	**–**	**–**	**(4,071)**	**(4,071)**
Exchange differences	**60**	**36**	**(769)**	**431**	**(242)**
As at December 31, 2025	**26,487**	**3,789**	**36,166**	**84,123**	**150,565**

	Leasehold improvement HK$'000	Furniture and fixtures HK$'000	Computer equipment HK$'000	Right-of-use assets HK$'000	Total HK$'000
Accumulated depreciation					
As at January 1, 2024	(12,203)	(1,667)	(12,523)	(39,040)	(65,433)
Charge for the year	(4,310)	(810)	(6,288)	(16,762)	(28,170)
Expiry of lease contracts	570	–	–	10,915	11,485
Disposal	–	292	148	–	440
Exchange differences	29	9	154	212	404
As at December 31, 2024 and January 1, 2025	**(15,914)**	**(2,176)**	**(18,509)**	**(44,675)**	**(81,274)**
Charge for the year	**(3,521)**	**(822)**	**(6,895)**	**(15,203)**	**(26,441)**
Exchange differences	**(52)**	**(24)**	**845**	**(431)**	**338**
As at December 31, 2025	**(19,487)**	**(3,022)**	**(24,559)**	**(60,309)**	**(107,377)**

	Leasehold improvement HK$'000	Furniture and fixtures HK$'000	Computer equipment HK$'000	Right-of-use assets HK$'000	Total HK$'000
Net book value					
As at December 31, 2025	**7,000**	**767**	**11,607**	**23,814**	**43,188**
As at December 31, 2024	10,513	1,553	16,678	43,088	71,832

13 INTANGIBLE ASSETS

(a) Intangible assets — digital assets

	As at December 31	
	2025	2024
	HK$'000	HK$'000
At 1 January	**229,890**	166,377
Addition through		
– purchase	**75,975**	76,703
– staking service and node validation service (Note 4a)	**54,020**	81,761
– settlement of digital assets receivables	**517**	187
	130,512	158,651
Less:		
– disposal	**(126,397)**	(148,524)
Fair value adjustment	**(68,077)**	53,386
At December 31	**165,928**	229,890

As at December 31, 2025 and 2024, the digital assets were held in the Group's digital asset wallets. The private keys of the relevant wallets were held by individuals employed by subsidiaries of the Company.

The determination of fair values of the digital assets held by the Group as at December 31, 2025 and 2024 is detailed in Note 32(c)(iii).

The Directors consider that there is no foreseeable limit to the period over which digital assets are expected to generate cash flows, therefore the digital assets are expected to have indefinite useful lives. As the Group expects and intends to realise or sell the digital assets in its operating cycle, the balance is classified as current assets in the consolidated financial statements.

13 INTANGIBLE ASSETS (CONTINUED)

(b) Intangible assets — others

	Trademark HK$'000	Domain name HK$'000	Computer software HK$'000	Total HK$'000
Cost				
As at January 1, 2024	588	87	12,012	12,687
Additions	–	–	77,361	77,361
As at December 31, 2024 and January 1, 2025	**588**	**87**	**89,373**	**90,048**
Additions	**–**	**–**	**1,736**	**1,736**
As at December 31, 2025	**588**	**87**	**91,109**	**91,784**
Accumulated amortisation				
As at January 1, 2024	–	–	(1,580)	(1,580)
Charge for the year	–	–	(2,483)	(2,483)
As at December 31, 2024 and January 1, 2025	**–**	**–**	**(4,063)**	**(4,063)**
Charge for the year	**–**	**–**	**(18,233)**	**(18,233)**
As at December 31, 2025	**–**	**–**	**(22,296)**	**(22,296)**
Net book value				
As at December 31, 2025	**588**	**87**	**68,813**	**69,488**
As at December 31, 2024	588	87	85,310	85,985

14 INTEREST IN AN ASSOCIATE

The Group

	As at December 31	
	2025 **HK$'000**	2024 HK$'000
Interest in an associate – unlisted shares	**122,220**	97,100

The interest in the associate represents the investment in RD International Holdings Limited (the "Associate"), a limited company incorporated in the Cayman Islands. The Associate is an investment holding company with principal subsidiary being RD InnoTech Limited, a company principally engaged in stablecoin development.

During the year ended 31 December 2024, the Associate issued additional shares and diluted the attributable portion directly held by the Group to 17.9%. Subsequent to that, the Group acquired equity interest from another shareholder of the Associate and increased its total attributable portion in the Associate to 35.8%.

During the year ended 31 December 2025, the Associate issued additional shares and diluted the attributable portion held by the Group to 28.4% (2024: 35.8%).

Particulars of the Group's associate as at December 31, 2025 and 2024 are as follows:

	As at December 31	
	2025	2024
Paid-up registered capital (in HK$'000)	**763,262**	450,108
Attributable portion of the registered capital held directly by the Company (in %)	**14.2%**	17.9%
Attributable portion of the registered capital held indirectly by the Company (in %)	**14.2%**	17.9%

Summarised financial information of the Associate, adjusted for fair value at the time of acquisition and any differences with accounting policies of the Group, and reconciled to the carrying amounts in the consolidated financial statements, are disclosed below:

	As at December 31	
	2025 **HK$'000**	2024 HK$'000
Gross amounts of the associate		
Current assets	**406,185**	478,678
Non-current assets	**112,581**	114,529
Current liabilities	**(142,252)**	(391,086)
Non-current liabilities	**(6,697)**	(7,444)
Equity	**369,817**	194,677
Revenue	**25,009**	26,290
Loss after tax	**(151,483)**	(76,083)
Reconciled to the Group's interests in an associate:		
Gross amounts of net assets of the associate	**369,817**	194,677
Group's effective interest rate	**28.4%**	35.8%
Group's share of net assets of the associate	**105,028**	69,700
Goodwill	**21,729**	27,400
Adjustment of equity-settled share-based payment	**(4,537)**	–
Carrying amount in the consolidated financial statements	**122,220**	97,100

15 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Non-current		
Deposits	**11,779**	13,938
Current		
Prepayment	**59,730**	28,569
Other receivables	**22,099**	16,778
	81,829	45,347
Analysis by maturity date/expected utilisation date		
Within 12 months	**81,829**	45,347
More than 12 months	**11,779**	13,938

As at December 31, 2025 and 2024, all other receivables are unsecured, interest-free and repayable within 12 months.

16 FINANCIAL ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Non-current		
Unlisted investment – common share	**390,751**	388,414
Current		
Exchange listed fund	**22,580**	25,660
Unlisted investments	**3,951**	3,083
	26,531	28,743

The balance represents investments held by the Group. The majority of the balance is a strategic investment in an unlisted company that participated in digital assets related business.

17 TRADE RECEIVABLES

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Trade receivables	**97,792**	28,056
Others	**3,161**	3,298
Less: expected credit loss ("ECL") allowances	**(3,161)**	(3,298)
	97,792	28,056

(i) Reconciliation of ECL allowances during the reporting period:

	Stage 1 HK$'000	Stage 2 HK$'000	Stage 3 HK$'000	Total HK$'000
At January 1, 2024	–	–	59,057	59,057
ECL allowances reversal during the year	–	–	(55,759)	(55,759)
At December 31, 2024, and January 1, 2025	**–**	**–**	**3,298**	**3,298**
ECL allowances reversal during the year	**–**	**–**	**(137)**	**(137)**
At December 31, 2025	**–**	**–**	**3,161**	**3,161**

The ECL recovery of the balance was presented as part of "Net recovery of ECL for trade receivable" under "Other (losses)/gains, net".

(ii) Ageing analysis

At the end of each of the reporting period, the ageing analysis of trade receivables, at gross basis, based on the invoice date, is as follows:

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Not yet due	**348**	2,329
Within 30 days	**82,620**	11,732
31 to 60 days	**6,623**	6,209
61 to 90 days	**6,694**	6,435
Over 90 days	**4,668**	4,649
	100,953	31,354

Trade receivables are normally due within 3 to 4 months from date of billing. Further details on the Group's credit policy and credit risk arising from trade receivables are set out in Note 32(b)(ii).

18 DIGITAL ASSETS RECEIVABLES

Digital assets receivables primarily consist of receivables from on-chain services, which are unsecured, interest-free and are normally recoverable within 30 to 60 days from the service is provided.

19 INVENTORY — DIGITAL ASSETS

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Digital assets measured at the lower of cost and net realisable value	**115,985**	44,382

The analysis of the amount of digital assets measured at the lower of cost and net realisable value recognised as cost of revenue and included in profit or loss is as follows:

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Carrying amount of digital assets sold	**184,484**	131,933
Write-down of digital assets	**19,134**	7,941
	203,618	139,874

20 DIGITAL ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Digital assets measured at fair value through profit or loss	**214,109**	246,011

Digital assets measured at fair value through profit or loss comprise of inventory measured at fair value less costs to sell and digital assets borrowed. The details of digital assets borrowed are detailed in Note 23. The determination of fair values of the digital assets held by the Group as at December 31, 2025 and 2024 is detailed in Note 32(c)(iii).

21 CASH AND CASH EQUIVALENTS

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Cash and cash equivalents	**2,806,456**	306,796

As at December 31, 2025, trust accounts for client monies that were not recognised as the Group's assets and thus not included in these consolidated financial statements amounted to approximately HK$2,264,411,000 (2024: HK$1,259,063,000).

22 TRADE PAYABLES

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Trade payables	**2,729**	10,128

As at December 31, 2025 and 2024, all major trade payables were expected to be settled within one year or were payable on demand.

(i) Ageing analysis

At the end of each of the reporting period, the ageing analysis of trade payables, based on the invoice date, is as follows:

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Within 30 days	**2,729**	10,128

23 DIGITAL ASSETS PAYABLES

	As at December 31	
	2025 **HK$'000**	2024 HK$'000
Digital assets payables to clients	**33,589**	9,397
Digital assets payables to related parties (Note 33(d))	**–**	166,875
	33,589	176,272
Analysis by maturity		
– within 12 months	**33,589**	157,849
– more than 12 months	**–**	18,423
	33,589	176,272

The settlement terms of digital assets payables to clients are normally one to two days after trade date or at specific terms agreed with clients. As at December 31, 2025 and 2024, all major digital assets payables to clients were expected to be settled within one year or were repayable on demand.

Digital assets due to the related parties represent digital assets borrowing. They were unsecured and interest-bearing. As at December 31, 2024, the balances were interest-bearing of 3% to 10% per annum, respectively on their digital assets balance. The balances were settled as at December 31, 2025.

24 ACCRUALS AND OTHER PAYABLES

	As at December 31	
	2025 **HK$'000**	2024 HK$'000
Staff cost related	**148,740**	223,721
Others	**154,917**	122,279
Accruals and other payables	**303,657**	346,000
Analysis by maturity date		
Within 12 months	**298,067**	340,681
More than 12 months	**5,590**	5,319
	303,657	346,000

As at December 31, 2025 and 2024, all accruals and other payables were unsecured and interest-free.

25 CONTRACT LIABILITIES

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Contract liabilities	**366,835**	63,499

Movement in contract liabilities

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Balance at 1 January	**63,499**	–
Increase in contract liabilities as a result of receiving listing fees in advance and token distribution	**395,537**	154,473
Decrease in contract liabilities as a result of recognising revenue during the year	**(92,201)**	(90,974)
	366,835	63,499

In 2024, the Group introduced a gas token, HashKey Platform token ("HSK"). The HSK can be used to redeem for services through the Group's trading platform and is tradable on several crypto exchanges. The HSK is issued to HashKey's business partners (which include employees, liquidity providers, customers, vendors and others who contribute to the growth of HashKey's business) from time to time. The HSK creates an obligation to provide services in the future when holders redeem their HSK, thus resulting in a performance obligation of HashKey.

The HSK issued is initially recognised as contract liabilities in the consolidated financial statements. The contract liabilities are initially recognised at the corresponding agreed consideration, which (depending on the agreement) may be a fixed monetary amount or the fair value of HSK at the recognition date.

The Group recognised revenue when the HSK is utilised. The Group estimates expected breakage on HSK by taking into consideration the expected utilisation ratio, which is assessed by management based on the latest operations data available. As at December 31, 2025, the expected utilisation ratio adopted for breakage was 5% (2024: 5%).

Contract liabilities as at the end of each reporting period (i.e., representing HSK issued but not yet redeemed) are measured at cost. After their initial recognition, the contract liabilities are not revalued to HSK's market price.

26 LEASES

The Group leases several properties for office use for an average term of 3 to 6 years. The right-of-use asset and the lease liabilities in respect of the lease were recognised at the lease commencement date. The movement of right-of-use assets is detailed in Note 12. The movements in lease liabilities during the year are as follows:

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Carrying amount as at 1 January	**45,854**	57,420
Interests charged for the year (Note 7(a))	**1,927**	2,786
Additions	**–**	5,605
Modification of lease	**(4,071)**	–
Rental paid during the year	**(17,293)**	(19,880)
Exchange differences	**(295)**	(77)
Carrying amount as at December 31	**26,122**	45,854
Represents:		
Current portion	**13,547**	16,947
Non-current portion	**12,575**	28,907
	26,122	45,854

As at December 31, 2025 and 2024, the lease liabilities were repayable as follows:

	As at December 31	
	2025	2024
	HK$'000	HK$'000
Within 1 year	**13,547**	16,947
After 1 year but within 2 years	**12,575**	15,575
After 2 years but within 5 years	**–**	13,332
	12,575	28,907
	26,122	45,854

27 REDEMPTION LIABILITIES

Redemption liabilities arise from the terms of the preferred shares issued by the Company and one of its subsidiaries. The movements in redemption liabilities during the year are as follows:

	HashQuark Series A HK$'000	HashQuark Series B HK$'000	HashKey Series A HK$'000	Total HK$'000
At December 31, 2024 and January 1, 2025	**15,527**	**142,665**	**1,126,301**	**1,284,493**
Issue through external financing	**–**	**–**	**2,061,238**	**2,061,238**
Allocation to equity component	**–**	**–**	**(82,901)**	**(82,901)**
Interest expense	**–**	**9,423**	**150,367**	**159,790**
Foreign exchange movement	**37**	**294**	**(15,224)**	**(14,893)**
Transfer to share capital and share premium upon conversion	**–**	**–**	**(3,239,781)**	**(3,239,781)**
At December 31, 2025	**15,564**	**152,382**	**–**	**167,946**
At January 1, 2024	15,620	134,148	850,434	1,000,202
Issue through external financing	–	–	235,365	235,365
Allocation to equity component	–	–	(31,218)	(31,218)
Interest expense	–	8,517	78,215	86,732
Foreign exchange movement	(93)	–	(6,495)	(6,588)
At December 31, 2024	15,527	142,665	1,126,301	1,284,493

27 REDEMPTION LIABILITIES (CONTINUED)

(a) HashQuark Series A and HashQuark Series B

On July 17, 2020, HashQuark Limited ("HashQuark"), a subsidiary of the Group, issued 4,000,000 series A redeemable preferred shares ("HashQuark Series A") for a consideration of US$2,000,000 (equivalent to approximately HK$15,501,000).

On March 9, 2022, HashQuark issued 5,200,028 series B redeemable preferred shares ("HashQuark Series B") for a consideration of US$15,000,000 (equivalent to approximately HK$117,132,000).

The key features of HashQuark Series A and HashQuark Series B are as follows:

Conversion right

HashQuark Series A and HashQuark Series B shall be convertible, at the option of the holder thereof, at any time after the issue date into HashQuark's ordinary shares or automatically be converted into HashQuark's ordinary shares upon the closing of a Qualified IPO or a Qualified Token Listing (as defined in the underlying agreement) at the Conversion Price (as defined in the underlying agreement).

Liquidation preference

Upon the occurrence of any Liquidation Event (as defined in the underlying agreement), the asset legally available for distribution shall be distributed in the following order:

1. The holders of HashQuark Series B are entitled to receive 100% of the Issue Price plus any declared but unpaid dividend;

2. After the distribution in full for (1), the holders of HashQuark Series A are entitled to receive the higher of (i) 100% of the Issue Price plus any declared but unpaid dividend or (ii) the amount that would be payable on each HashQuark Series A if such share is converted into ordinary shares immediately before such Liquidation Event; and

3. After the distribution in full for (1) and (2), the remaining assets will be distributed proportionally among the holders of HashQuark's ordinary shares.

Redemption right

The holders of HashQuark Series B shall have the right to request HashQuark to redeem all or part of the issued and outstanding HashQuark Series B upon the occurrence of certain contingent events including but not limited to the failure of a Qualified IPO or a Qualified Token Listing before March 9, 2027 and any material breaches of the agreements by the Group. The redemption price is determined as 100% of the issue price with an 8% simple interest rate per annum accrued from the Original Issue Date, plus any declared but unpaid dividends.

The redemption rights granted to the holders of HashQuark Series B shall be terminated upon the consummation of a Qualified IPO or a Qualified Token Listing.

Voting right

Holder of each HashQuark Series A or HashQuark Series B shall be entitled to such number of votes equals the whole number of HashQuark's ordinary shares into which the HashQuark Series A and HashQuark Series B are converted immediately after the close of business on the record date of the determination of the voting entitlement.

27 REDEMPTION LIABILITIES (CONTINUED)

(b) HashKey Series A

On September 26, 2023 and October 11, 2023, HashKey Holdings Limited (the "Company") issued 38,574,294 and 9,257,831 preferred shares ("HashKey Series A") for consideration of US$25,000,000 and US$6,000,000 respectively (equivalent to approximately HK$195,459,000 and HK$46,910,000).

On December 29, 2023, the Company issued 119,154,395 HashKey Series A shares, of which 88,294,959 shares were issued as a result of the conversion of convertible bonds. The remaining 30,859,436 shares were issued for consideration of US$20,000,000 (equivalent to approximately HK$156,368,000).

On March 22, 2024, May 7, 2024, June 27, 2024, July 5, 2024 and August 12, 2024, the Company issued 40,368,732 HashKey Series A shares for consideration of approximately US$30,164,000 (equivalent to approximately HK$235,365,000). The consideration is settled in cash equivalent to approximately HK$71,105,000 and the remaining amount in USDT.

On January 13, 2025, January 14, 2025, January 24, 2025, May 19, 2025, July 11, 2025, August 14, 2025, August 26 to 29, 2025, the Company issued 388,679,329 HashKey Series A shares for consideration of US$262,578,000 (equivalent to approximate HK$2,061,238,000). The consideration is settled in cash equivalent to approximately HK$1,635,783,000 and the remaining amount in Tether ("USDT") and the conversion from digital asset payables and amount due to related parties.

On December 17, 2025, all HashKey Series A shares are converted into 596,034,582 ordinary shares as a public offering occurred. As of December 31, 2025, there were no outstanding HashKey Series A. The carrying amount of HK$3,322,682,000 was transferred from redemption liabilities to share capital and share premium with no profit or loss recognised from the conversion.

The key features of HashKey Series A are as follows:

Conversion right

HashKey Series A shall be convertible, at the option of the holder thereof, at any time after the issue date into the Company's ordinary shares or automatically be converted into the Company's ordinary shares immediately prior to the consummation of a Public Offering (as defined in the underlying agreement) at the Conversion Price (as defined in the underlying agreement).

Liquidation preference

Upon the occurrence of any voluntary or involuntary liquidation, dissolution, winding of the Company, or Deemed Liquidation Event (as defined in the underlying agreement), the assets of the Company available for distribution shall be first distributed to the holders of HashKey Series A for an amount per share equal to the Original Issue Price plus any dividends declared but unpaid thereon. The remaining assets will be distributed proportionally among the holders of the Company's ordinary shares and HashKey Series A on an as-if-converted basis.

Redemption right

The holders of HashKey Series A shall have the right to request the Company to redeem all or part of the issued and outstanding HashKey Series A upon the occurrence of certain contingent events including but not limited to the failure of a Qualified Exit Event (as defined in the underlying agreement) before June 30, 2028 and any material breaches of the agreements by the Group. The redemption price is determined by the 100% of the issue price with an 8% compound interest rate per annum.

The redemption rights granted to the holders of HashKey Series A shall be terminated upon the consummation of a Public Offering.

27 REDEMPTION LIABILITIES (CONTINUED)

(b) HashKey Series A (continued)

Voting right

Holder of each HashKey Series A shall be entitled to such number of votes as equals the whole number of the Company's ordinary shares into which the HashKey Series A are converted immediately after the close of business on the record date of the determination of the voting entitlement.

The Company's obligation to redeem HashKey Series A for cash upon events that are beyond the control of both the Company and the preferred shareholders gives rise to financial liabilities. The financial liabilities are measured at the highest redemption price (on a present value basis) that could be payable by the Company from time to time. Any changes in the carrying amount of the financial liabilities arising from remeasurement of the redemption amount are recognised in profit or loss and presented in "interest expenses".

28 AMOUNTS DUE FROM RELATED PARTIES

Refer to Note 33 for details of material transactions with related parties of the Group.

29 SHARE-BASED PAYMENT

During the years ended December 31, 2025 and 2024, the Group had two share option schemes, each under HashKey Holdings Limited and HashQuark Limited.

During the years ended December 31, 2025 and 2024, the Group recognised a share-based payment expense approximately of HK$131,521,000 and HK$566,208,000, respectively.

(a) Share option scheme under HashKey Holdings Limited

The share option scheme of HashKey Holdings Limited was adopted on February 18, 2024 (the "HHL Scheme"). The HHL Scheme is designed to recognise the contributions of eligible individuals. Each option under the HHL Scheme gives the holder the right to subscribe for one ordinary share of HashKey Holdings Limited and is settled gross in shares. The HHL Scheme is recognised as equity-settled share-based payment.

Vesting condition

Options granted under the HHL Scheme have different vesting conditions as described below.

Plan I

– 100% of the granted share options shall vest on the grant date immediately.

Plan II

– 25% of the granted share options will vest on each of the first, second, third, and fourth anniversaries of the commencement date, which is mutually agreed upon by the Group and eligible individuals.

Plan III

– 50% of the granted share options shall vest on the grant date immediately;

– 25% of the granted share options shall vest on each of the first and second anniversary of the commencement date, which is mutually agreed upon by the Group and eligible individuals.

Non vesting condition

Options shall not be exercisable to convert to shares until the earlier of the consummation of an eligible public offering or trade sale of the Company.

(i) The terms and conditions of the grants are as follows:

	Number of share options granted	Vesting condition	Contractual life of options
Options granted in			
– 2024	73,671,426	Plan I	10 years
– 2024	133,167,841	Plan II	10 years
– 2024	53,999,998	Plan III	10 years
– 2025	12,607,217	Plan I	10 years
– 2025	342,879,232	Plan II	10 years
Total share options granted	616,325,714		

29 SHARE-BASED PAYMENT (CONTINUED)

(a) Share option scheme under HashKey Holdings Limited (continued)

(ii) The number and weighted average exercise prices of the share options are as follows:

	2025		2024	
	Weighted average exercise price US$	**Number of share options Shares**	Weighted average exercise price US$	Number of share options Shares
Outstanding at 1 January	**0.00001**	**260,477,658**	–	–
Granted during the year	**0.00001**	**355,486,449**	0.00001	260,839,265
Forfeited during the year	**0.00001**	**(43,093,844)**	0.00001	(361,607)
Outstanding at December 31	**0.00001**	**572,870,263***	0.00001	260,477,658
Exercisable at December 31	**0.00001**	**106,762,916**	0.00001	–

The options outstanding as at December 31, 2025 had a weighted average remaining life of 8.84 years (2024: 8.25 years).

* Excluding 106,762,916 shares, 466,107,347 share options represent share options remain outstanding at Golden Future Prosperity Ltd., the ESOP Platform.

(iii) Fair value of share options and assumptions

The fair value of the options was determined at the date of grant using Black-Scholes model together with the equity allocation method, taking into account the terms and conditions of the options granted.

The fair value of share options and assumptions were used to calculate the fair value of the share options:

	2025	2024
Fair value of share options at measurement date	**US$0.433-0.514**	US$0.311-0.440
Exercise price	**US$0.00001**	US$0.00001
Share price at grant date	**US$0.433-0.514**	US$0.311-0.440
Expected volatility	**82.88%-97.08%**	84.40%-86.05%
Option life	**10 years**	10 years
Dividend yield	**0%**	0%
Risk-free interest rate	**2.23%-3.29%**	2.94%-3.32%

The expected volatility was estimated based on the historical volatility of comparable companies. Expected dividends are based on historical dividends. Changes in the subjective input assumptions could materially affect the fair value estimate.

Certain share options were granted under a service condition which requires the counterparty to complete one to four years of service with the grant company. This condition has not been taken into account in the grant date fair value measurement of the services received. There was no market conditions associated with the share option grants.

29 SHARE-BASED PAYMENT (CONTINUED)

(b) Share option scheme under HashQuark Limited

The share option scheme of HashQuark Limited was adopted on June 1, 2021 (the "Quark Scheme"). The Quark Scheme is designed to recognise the contributions of eligible individuals. Each option under the Quark Scheme gives the holder the right to subscribe for one ordinary share of HashQuark Limited and is settled gross in shares. The Quark Scheme is recognised as equity-settled share-based payment.

Vesting condition

Options granted under the Quark Scheme have vesting conditions as described below:

– Plan I — 25% of the granted share options shall vest on each of the first, second, third and fourth anniversaries of the commencement date, which is mutually agreed upon by the Group and eligible individuals.

(i) The terms and conditions of the grants are as follows:

	Number of share options granted	Vesting condition	Contractual life of options
Options granted in			
– 2021	3,484,000	Plan I	10 years
– 2025	520,000	Plan I	10 years
Total share options granted	4,004,000		

(ii) Details of the share options vested, cancelled and modification

	2025		2024	
	Weighted average exercise price US$	**Number of share options Shares**	Weighted average exercise price US$	Number of share options Shares
Outstanding at 1 January	**0.57**	**3,484,000**	0.57	3,484,000
Granted during the year	**3.51**	**520,000**	–	–
Forfeited during the year	**3.51**	**(5,200)**	–	–
Canceled during the year	**0.95**	**(3,998,800)**	–	–
Outstanding at December 31	**–**	**–**	0.57	3,484,000
Exercisable at December 31	**–**	**–**	0.57	2,613,000

The options outstanding as at December 31, 2024 had a weighted average remaining life of 6.42 years. During 2025, 3,998,800 share options previously granted under the Quark Scheme were cancelled and replaced by 14,470,000 share options under the HHL Scheme which were granted to the same holders.

29 SHARE-BASED PAYMENT (CONTINUED)

(b) Share option scheme under HashQuark Limited (continued)

Vesting condition (continued)

(iii) Fair value of share options and assumptions

The fair value of the options was determined at the date of grant using the binomial approach, which is being a subtype of Polynomial Model, taking into account the terms and conditions upon which the options were granted.

The fair value of share options and assumptions were used to calculate the fair value of the share options:

	2025	2021
Fair value at measurement date	**US$1.30-1.61**	US$0.66-0.79
Exercise price	**US$3.51**	US$0.57
Share price	**US$2.02**	US$0.89
Expected volatility	**114.42%**	122.77%
Option life	**10 years**	10 years
Dividend yield	**0%**	0%
Risk-free interest rate	**3.73%**	1.48%

The expected volatility was estimated based on the historical volatility of comparable companies. Expected dividends are based on historical dividends. Changes in the subjective input assumptions could materially affect the fair value estimate.

Share options were granted under a service condition. This condition has not been taken into account in the grant date fair value measurement of the services received. There was no market conditions associated with the share option grants.

30 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Reconciliation of loss before tax to net cash used in operations:

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Loss before tax	**(1,080,218)**	(1,183,470)
Adjustments for:		
Depreciation and amortisation	**44,674**	30,653
Equity-settled share-based payment expenses	**131,521**	566,208
Revenue not settled in cash and cash equivalents	**(464,481)**	(448,020)
Expenses not settled in cash and cash equivalents	**192,096**	183,712
Fair value loss/(gain) on digital assets	**83,358**	(31,240)
Fair value loss on financial instruments	**1,456**	75,440
Exchange differences	**11,200**	(20,372)
Interest income	**(60,852)**	(21,631)
Write down of inventory – digital assets	**19,134**	7,941
Finance costs	**197,062**	169,278
Share of net (profit)/loss from an associate	**(25,064)**	6,893
Operating cash flow before working capital changes	**(950,114)**	(664,608)
Changes in accruals and other payables	**281,965**	174,265
Changes in amounts due from related parties	**(8,932)**	346
Changes in amounts due to related parties	**(4,002)**	23,042
Changes in digital assets	**43,900**	298,321
Changes in intangible assets – digital assets	**51,216**	36,595
Changes in prepayments and deposits	**(29,810)**	5,044
Changes in trade receivables	**(69,643)**	(21,436)
Changes in trade payables	**(7,398)**	(34,882)
Changes in contract liabilities	**494**	–
Cash used in operations	**(692,324)**	(183,313)
Tax paid	**–**	–
Net cash used in operating activities	**(692,324)**	(183,313)

30 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Reconciliation of liabilities arising from financing activities:

	Redemption liabilities Note 27 HK$'000	Lease liabilities Note 26 HK$'000	Amounts due to related parties Note 33 HK$'000	Total HK$'000
At January 1, 2025	**1,284,493**	**45,854**	**719,310**	**2,049,657**
Changes from financing cash flows:				
Capital element of lease rentals paid	–	(15,366)	–	(15,366)
Interest element of lease rentals paid	–	(1,927)	–	(1,927)
Repayment for borrowings from related parties	–	–	(23,052)	(23,052)
Proceeds from the issuance of preferred shares	1,635,783	–	–	1,635,783
Total changes from financing cash flows	**1,635,783**	**(17,293)**	**(23,052)**	**1,595,438**
Exchange adjustments	**(14,893)**	**(295)**	**14,993**	**(195)**
Other changes:				
Finance costs	159,790	1,927	25,892	187,609
Modification of lease contracts	–	(4,071)	–	(4,071)
Movement of amount due to related parties from operating activities	406,615	–	(4,002)	402,613
Non-cash proceeds/(settlement)	18,840	–	(324,336)	(305,496)
Conversion to ordinary shares	(3,322,682)	–	–	(3,322,682)
Total other changes	**(2,737,437)**	**(2,144)**	**(302,446)**	**(3,042,027)**
At December 31, 2025	**167,946**	**26,122**	**408,805**	**602,873**

30 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Reconciliation of liabilities arising from financing activities: (continued)

	Redemption liabilities Note 27 HK$'000	Lease liabilities Note 26 HK$'000	Borrowings HK$'000	Amount due to related parties Note 33 HK$'000	Total HK$'000
At January 1, 2024	1,000,202	57,420	13,861	537,568	1,609,051
Changes from financing cash flows:					
Capital element of lease rentals paid	–	(17,094)	–	–	(17,094)
Interest element of lease rentals paid	–	(2,786)	–	–	(2,786)
Proceeds from borrowing from related parties	–	–	–	116,453	116,453
Repayment for borrowings from related parties	–	–	–	(13,807)	(13,807)
Proceeds from the issuance of preferred shares	71,105	–	–	–	71,105
Total changes from financing cash flows	71,105	(19,880)	–	102,646	153,871
Exchange adjustments	(6,588)	(77)	303	(11,784)	(18,146)
Other changes:					
Increase in lease liabilities from entering into new leases during the year	–	5,605	–	–	5,605
Finance costs	86,732	2,786	379	67,838	157,735
Movement of amount due to related parties from operating activities	–	–	–	23,042	23,042
Non-cash proceeds/ (settlement)	164,260	–	(14,543)	–	149,717
Conversion of preferred shares	(31,218)	–	–	–	(31,218)
Total other changes	219,774	8,391	(14,164)	90,880	304,881
At December 31, 2024	1,284,493	45,854	–	719,310	2,049,657

30 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(c) Major non-cash transactions

During the year ended December 31, 2024,

– digital assets receivables, digital assets payables, digital assets due to related parties, digital assets due to the ultimate holding company and borrowings of approximately HK$545,000, HK$96,689,000, HK$874,000, HK$36,677,000 and HK$14,543,000, respectively, were settled using digital assets which are classified as intangible assets — digital assets, digital assets at fair value through profit or loss or inventory — digital assets in the consolidated statements of financial position.

– the Group acquired intangible assets — other, which was settled in USDT equivalent to HK$77,360,629.

– 40,368,732 preferred shares for consideration of approximately US$30,164,000. (equivalent to approximately HK$236,111,000) were issued, of which approximately HK$164,260,000 was settled in USDT.

During the year ended December 31, 2025,

– 596,034,582 HashKey Series A shares with a carrying amount of approximately HK$3,239,781,000 were converted into 596,034,582 ordinary shares of the Company upon completion of the Listing.

– digital assets receivables, digital assets payables, digital assets due to related parties and digital assets due to the ultimate holding company of approximately HK$2,579,000, HK$24,524,000, HK$60,655,000 and HK$1,607,000 respectively, were settled using digital assets which are classified as intangible assets — digital assets, digital assets at fair value through profit or loss or inventory — digital assets in the consolidated statements of financial position.

– 388,679,329 preferred shares for consideration of approximately US$262,578,000 (equivalent to approximately HK$2,061,238,000) were issued, comprising approximately HK$18,840,000 settled in USDT, approximately HK$82,279,000 settled through the transfer of digital assets due to related parties, and approximately HK$324,336,000 settled through the transfer of amounts due to related parties.

31 CAPITAL, RESERVES AND DIVIDENDS

(a) Movements in components of equity

The reconciliation between the opening and closing balances of each component of the Group's consolidated equity is set out in the consolidated statements of changes in equity. Details of the changes in the Company's individual components of equity are set out below:

	Share capital HK$'000	Share premium HK$'000	Other reserve HK$'000	Accumulated losses HK$'000	Total equity HK$'000
At January 1, 2025	**106**	**291,267**	**595,369**	**(748,142)**	**138,600**
Equity-settled share-based payments under share option scheme	**–**	**–**	**131,521**	**–**	**131,521**
Issuance of ordinary shares	**64**	**1,606,989**	**–**	**–**	**1,607,053**
Capitalisation of listing expenses	**–**	**(66,582)**	**–**	**–**	**(66,582)**
Issuance of preferred shares	**–**	**–**	**82,901**	**–**	**82,901**
Conversion of preferred shares	**46**	**3,353,854**	**(114,119)**	**–**	**3,239,781**
Replacement of equity-settled shares-based payment	**–**	**–**	**19,324**	**–**	**19,324**
Loss and total comprehensive income for the year	**–**	**–**	**–**	**(375,117)**	**(375,117)**
At December 31, 2025	**216**	**5,185,528**	**714,996**	**(1,123,259)**	**4,777,481**

	Share capital HK$'000	Share premium HK$'000	Other reserve HK$'000	Accumulated losses HK$'000	Total equity HK$'000
At January 1, 2024	106	291,267	–	(90,188)	201,185
Equity-settled share-based payments under share option scheme	–	–	564,151	–	564,151
Issuance of preferred shares	–	–	31,218	–	31,218
Loss and total comprehensive income for the year	–	–	–	(657,954)	(657,954)
At December 31, 2024	106	291,267	595,369	(748,142)	138,600

(b) Dividend

No dividend was paid or proposed for the year ended December 31, 2025 (2024: Nil), nor has dividend been proposed since the end of the reporting period.

31 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(c) Share capital

	Number of shares '000	Amount HK$'000
Authorised:		
Ordinary shares of US$0.00001 each at January 1, 2024, December 31, 2024, January 1, 2025 and December 31, 2025	5,000,000	391
Issued and fully paid:		
At January 1, 2024, December 31, 2024, January 1, 2025	1,350,000	106
Issuance of new shares	1,415,176	110
At December 31, 2025	**2,765,176**	**216**

On November 5, 2025, 578,571,420 new shares were issued for total consideration of approximately HK$45,000.

On December 17, 2025, 836,604,582 new shares were issued during the initial public offering of the Group and the conversion from HashKey Series A. Consequently, approximately HK$65,000 and approximately HK$4,960,843,000 were credited to share capital and share premium respectively.

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

(d) Nature and purposes of reserves

(i) Other reserves

Other reserves comprise all foreign currency translation differences arising from the translation of the financial statements of foreign operations, the cumulative change for equity-settled share-based payments and the equity components of preferred shares issued (see Note 29).

(ii) Revaluation reserve

Revaluation reserve comprises the cumulative fair value surplus arising from the revaluation of intangible assets — digital assets, which are accounted for using revaluation model.

(iii) Share premium

Share premium represents amount subscribed for share capital in excess of par value.

31 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(e) Capital management

The Group's objectives when managing capital are to maximize shareholder value, ensure long-term financial sustainability as a going concern, and maintain an optimal capital structure that balances risk and return.

The business plans of the Group mainly depend on maintaining sufficient funding to meet its expenditure requirements and capital requirements of new jurisdiction.

The principal subsidiaries of the Group, which are licensed under (i) the Securities and Futures Ordinance ("SFO") by the Securities and Futures Commission in Hong Kong, (ii) the Digital Asset Business Act 2018 ("the Act") by the Bermuda Monetary Authority, (iii) the Securities and Futures Act 2001 ("SFA") and Payment Services Act 2019 ("PS Act") by the Monetary Authority of Singapore, and (iv) the Virtual Assets and Related Activities Regulations 2023 (the "Regulations") by the Dubai Virtual Assets Regulatory Authority, are required to maintain adequate financial resources to support their businesses. The Securities and Futures (Financial Resources) Rules require a licensed corporation to maintain liquid capital which is not less than its required liquid capital. The Act requires a licensed corporation to maintain minimum net assets in the amount of US$3,200,000 or its value equivalents and minimum capital ratio of 1.25:1 at all times. Under the Securities and Futures (Financial and Margin Requirements for Holders of Capital Markets Services Licences) Regulations, a holder of a Capital Markets Services ("CMS") licence must at all times maintain financial resources not less than its total risk requirements, and ensure that its adjusted net head office funds are not less than the prescribed minimum base capital. The minimum base capital is S$250,000 for fund management companies carrying on fund management for accredited and institutional investors. For entities licensed as a Major Payment Institution ("MPI") under the PS Act, the Monetary Authority of Singapore requires the licensee to maintain base capital of at least S$250,000, and there is regulatory guidance that the licensed entity's base capital must be sufficient to cover 6-12 months of operating expenses, together with other safeguarding requirements under the PS Act and the Payment Services Regulations, on an ongoing basis. The Regulations requires a licensed corporation to maintain net liquid assets worth at least 1.2 times its monthly operating expenses. During the years ended December 31, 2025, the Group's licensed subsidiaries have maintained adequate liquid capital to meet their respective requirement. As at December 31, 2025, certain Group's licensed subsidiaries were regulated by the Securities and Futures Commission, the Bermuda Monetary Authority, the Monetary Authority of Singapore and the Dubai Virtual Assets Regulatory Authority, and complied with the relevant statutory capital requirements in those jurisdictions.

In response to the above, the Group regularly reviews major funding positions of regulated subsidiaries to ensure that they have adequate financial resources in meeting their financial obligations and relevant regulatory requirements of the Group entities and seek to diversify its funding sources as appropriate.

32 RISK DISCLOSURE

The Group's core business comprises digital asset exchange platforms, brokerage services, management of venture capital funds, Web3 infrastructure services business and technology services.

(a) Risk management of the digital assets and blockchain platform business

(i) Price risk of digital assets

The Group holds digital assets in order to facilitate and support the settlement process of the digital asset trading business. Price volatility of digital assets may have a significant impact on the Group's performance. To manage these risks, the level of digital asset holdings is controlled by limits based on volatility, position size and liquidity, as approved by the management.

Sensitivity

The following table indicates the instantaneous change in the Group's loss before tax (and retained profits/(accumulated losses)) and other equity component that would arise if the price of digital assets held by the Group had increase/decreased by 10% at the end of each reporting period, assuming all other risk variables remained constant. Considering the strong positive correlation in the prices of different digital assets, the sensitivity analysis is performed on the basis that all digital assets held by the Group were increased/decreased in same direction and percentage.

	As at December 31, 2025		As at December 31, 2024	
	Loss before taxation HK$'000	**Other equity HK$'000**	Loss before taxation HK$'000	Other equity HK$'000
10%	**23,679 Improve**	**12,821 Improve**	10,048 Improve	20,152 Improve
(10%)	**27,917 Worsen**	**6,148 Worsen**	13,203 Worsen	16,997 Worsen

The Group also holds digital assets that are not yet withdrawn by customers out of their accounts under the terms of its contracts with such customers. These digital assets are held in the Group's wallets which support rapid settlement of transactions, thereby minimising settlement risk for the Group. According to the respective rights and obligations arising from the underlying terms and conditions with such customers, digital assets held on behalf of clients are not recognised in the consolidated statement of financial position as explained in Note 2(j)(b). Therefore, the Group has no price volatility exposure from these holdings.

(ii) Risk related to safekeeping of assets

The Group maintains digital assets in both "hot" (connected to the Internet) and "cold" (not connected to the Internet) wallets. "Hot" wallets are more susceptible to cyber-attacks or potential theft due to the fact they are connected to the public internet. To mitigate such risks, the Group has implemented guidelines and risk control protocols to adjust the level of digital assets maintained in "hot" wallets required to facilitate settlement.

32 RISK DISCLOSURE (CONTINUED)

(a) Risk management of the digital assets and blockchain platform business (continued)

(iii) Credit risk of digital assets

In connection with the operation of the Group's digital asset trading business, the Group may enter into pre-funding arrangements, extended settlement arrangements or digital asset lending arrangements with trading clients and counterparties (including third party digital asset trading platforms and exchanges), which may expose the Group to credit risk. Credit risk in this context is the risk of non-repayment, non-performance or default by a counterparty in respect of its obligations to the Group in relation to the relevant digital asset transactions.

Management is responsible for managing the Group's credit risk exposure associated with its digital asset trading businesses. To mitigate or reduce such credit risks, trading limits, settlements limits, collateral requirements and other counterparty limits are set and monitored by the management in accordance with policies and procedures.

(b) Financial risk management

Financial risk factors

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

Risk management is carried out by the executive directors of the Group. The executive directors identify and evaluate financial risks in close cooperation with the operating units of the Group.

(i) Market risk

(1) Foreign exchange risk

The Group operates across the globe including Hong Kong, Bermuda, Singapore, Japan and the United Arab Emirates. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the individual group companies and net investments in foreign operations.

As at December 31, 2025 and 2024, most of the financial assets and liabilities of the Group's subsidiaries are denominated in their respective functional currencies.

There are certain United States dollar ("US$") financial assets and liabilities held by the Company and its subsidiaries with HK$ as functional currency. Since HK$ is pegged to the US$, management considers the foreign exchange risk arising from such financial assets and liabilities to the Group is not significant. Given the Group's operations in foreign jurisdictions, some subsidiaries have functional currencies other than HK$; however, their transactions are mainly denominated in US$ or HK$. Accordingly, the Group's foreign exchange exposure to other foreign currency is minimal.

Hence, the Directors consider the Group does not have any material foreign exchange risk exposure, hence no sensitivity analysis is presented.

32 RISK DISCLOSURE (CONTINUED)

(b) Financial risk management (Continued)

Financial risk factors (Continued)

(i) Market risk (Continued)

(2) Interest rate risk

The Group is exposed to interest rate risk through the impact of rate changes on interest-bearing assets and liabilities. Borrowings obtained at fixed rates expose the Group to fair value interest rate risk. In the opinion of the management, the expected change in fair values as a result of change in market interest rates will not be significant, thus no sensitivity analysis is presented.

Cash flow interest rate risk is the risk that changes in market interest rates will impact cash flows arising from variable rate financial instruments. The Group's assets and liabilities, which bear variable interest rates mainly include bank deposits. Accordingly, there is no significant cash flow interest rate risk arising from financial instruments. Management manages the interest rate risk exposure through regular review to determine the treasury and investment strategy as appropriate to its current business profile.

(ii) Credit risk

The Group's credit risk is primarily attributable to trade receivables (including accounts receivable), deposits and other receivables, amounts due from related parties and cash and cash equivalents included in the consolidated statement of financial position, which represent the Group's maximum exposure to credit risk in relation to its financial assets. Management has credit policies in place to monitor the exposures to these credit risks on an ongoing basis.

Trade receivables

As discussed in Note 17, trade receivables mainly comprise of receivables from fund management and service fee, management considers the credit risk from remaining balances were not material.

The expected credit losses recognised for trade receivables as at December 31, 2025 and 2024 are presented in Note 17.

Deposits and other receivables

For deposits and other receivables, management considers the credit risk is not significant as the counterparties are with high credit-quality ratings and the balance is with a short maturity date. The expected credit loss for deposits and other receivables is not material and the Group did not recognise any expected credit loss as at December 31, 2025 and 2024.

Amounts due from related parties

Management considers the credit risk for amounts due from related parties is not significant as the counterparties are with strong financial strength and the balance is with a short maturity date. The expected credit loss is not material as at December 31, 2025 and 2024. Accordingly, no expected credit loss was recognised.

Cash and cash equivalents

To manage the risk arising from cash and cash equivalents, the Group transacts with reputable financial institutions, which are high credit-quality banks or other financial institutions where a certain level of deposits is insured by the relevant regulators. The expected credit loss is not material as at December 31, 2025 and 2024. Accordingly, no expected credit loss was recognised.

32 RISK DISCLOSURE (CONTINUED)

(b) Financial risk management (Continued)

Financial risk factors (Continued)

(iii) Price risk

In addition to the price risk that arises from digital assets, the Group is exposed to price risk arising from investments held, including unlisted investment – common shares, unlisted investments and an exchange listed fund.

Sensitivity

At December 31, 2025 and 2024, if the prices of the investments held by the Group had increased/decreased by 10% in the principal markets with other variables held constant, the Group's loss before taxation and equity would have been higher or lower as follow:

	As at December 31, 2025		As at December 31, 2024	
	Loss before taxation HK$'000	**Other equity HK$'000**	Loss before taxation HK$'000	Other equity HK$'000
10%	**41,728 Improve**	**–**	41,716 Improve	–
(10%)	**41,728 Worsen**	**–**	41,716 Worsen	–

(c) Fair value measurement and fair value hierarchy

The following tables present the fair value of the Group's certain assets and liabilities measured at fair value at the end of each reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in IFRS 13, *Fair value measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and the significance of the inputs used in the valuation technique as follows:

Level 1 valuations: Fair value measured using only Level 1 inputs, i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.

Level 2 valuations: Fair value measured using Level 2 inputs, i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.

Level 3 valuations: Fair value measured using significant unobservable inputs.

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(i) Fair value hierarchy for financial instruments measured at fair value

	As at December 31, 2025			
	Level 1	**Level 2**	**Level 3**	**Total**
	HK$'000	**HK$'000**	**HK$'000**	**HK$'000**
Financial assets measured at fair value through profit or loss				
– Unlisted investment – common shares	**–**	**–**	**390,751**	**390,751**
– Exchange listed fund	**22,580**	**–**	**–**	**22,580**
– Unlisted investments	**–**	**–**	**3,951**	**3,951**
	22,580	**–**	**394,702**	**417,282**

	As at December 31, 2024			
	Level 1	Level 2	Level 3	Total
	HK$'000	HK$'000	HK$'000	HK$'000
Financial assets measured at fair value through profit or loss				
– Unlisted investment – common shares	–	–	388,414	388,414
– Exchange listed fund	25,660	–	–	25,660
– Unlisted investments	–	–	3,083	3,083
	25,660	–	391,497	417,157

During the year ended December 31, 2025 and 2024, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group's policy is to recognise transfer between levels of fair value hierarchy as at the end of the reporting period in which they occur.

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(i) Fair value hierarchy for financial instruments measured at fair value (continued)

The movements of Level 3 financial assets during the year ended December 31, 2025 and 2024 are as follows:

	Unlisted investment – common shares HK$'000	Derivative HK$'000	Unlisted investments HK$'000	Total equity HK$'000
At January 1, 2024	447,603	37,889	–	485,492
Addition	–	–	3,943	3,943
Settlement	–	(21,577)	–	(21,577)
Fair value changes	(59,189)	(16,312)	(860)	(76,361)
At December 31, 2024 and January 1, 2025	**388,414**	**–**	**3,083**	**391,497**
Addition	**–**	**–**	**1,578**	**1,578**
Fair value changes	**2,337**	**–**	**(710)**	**1,627**
At December 31, 2025	**390,751**	**–**	**3,951**	**394,702**

Information about Level 3 fair value measurements:

	As at December 31	
	2025	2024
Unlisted investment – common shares		
– Valuation techniques	**Recent Transaction**	Recent Transaction
– Significant unobservable inputs	**Transaction price**	Transaction price
– Range	**N/A**	N/A
– Relationship of unobservable input to fair value	**Positive**	Positive
Unlisted investments		
– Valuation techniques	**Net asset value**	Net asset value
– Significant unobservable inputs	**Net asset value**	Net asset value
– Range	**N/A**	N/A
– Relationship of unobservable input to fair value	**Positive**	Positive
Derivative – unlisted option		
– Valuation techniques	**N/A**	N/A
– Significant unobservable inputs	**N/A**	N/A
– Amount	**N/A**	N/A
– Relationship of unobservable input to fair value	**N/A**	N/A

The fair value of unlisted common shares and unlisted investments has been determined using the individual inputs as disclosed above. As such, sensitivity analysis does not provide meaningful analysis.

The significant unobservable input used in the fair value measurement for unlisted option was the fair value of the underlying financial instrument.

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(ii) Fair value for financial instruments carried at other than fair value

The carrying amounts for the Group's financial instruments at amortised cost were not materially different from their fair values as at December 31, 2025 and 2024.

(iii) Fair value hierarchy for digital assets and related liabilities measured at fair value

The fair value of intangible assets – digital assets and digital assets measured at fair value through profit or loss are referenced to the quoted price in the principal market. Certain types of digital assets are not traded in an active market for fiat currency but with another type of digital assets only. In such case, the fair value is determined by referencing to the quoted price of the other digital assets and measured at Level 2.

Fair value of digital assets receivables and related liabilities are referenced to the quoted price of the underlying digital assets to be received or repaid.

The following table presents the fair value and the corresponding hierarchy for digital assets and related liabilities measured at fair value:

	As at December 31, 2025			
	Level 1	Level 2	Level 3	Total
	HK$'000	HK$'000	HK$'000	HK$'000
Asset				
Intangible assets – digital assets	134,270	31,658	–	165,928
Digital assets measured at FVTPL	213,378	731	–	214,109
Digital assets receivable	–	1,410*	–	1,410
	347,648	33,799	–	381,447
Liabilities				
Digital assets payables	–	33,589*	–	33,589

* As at December 31, 2025, digital assets receivable of approximately HK$303,000 and related liabilities of approximately HK$32,334,000 are referenced to underlying quoted price of digital assets with active markets.

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(iii) Fair value hierarchy for digital assets and related liabilities measured at fair value (continued)

	As at December 31, 2024			
	Level 1	Level 2	Level 3	Total
	HK$'000	HK$'000	HK$'000	HK$'000
Asset				
Intangible assets – digital assets	219,792	10,098	–	229,890
Digital assets measured at FVTPL	244,687	1,324	–	246,011
Digital assets receivable	–	2,375*	–	2,375
	464,479	13,797	–	478,276
Liabilities				
Digital assets payables	–	176,272*	–	176,272

* As at December 31, 2024, digital assets receivable of approximately HK$1,255,000 and related liabilities of approximately HK$176,054,000 are referenced to underlying quoted price of digital assets with active markets.

During the year ended December 31, 2025 and 2024, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3.

(iv) Fair value for digital assets and related liabilities carried at other than fair value

As at December 31, 2025 and 2024, "inventory — digital assets" were measured at the lower of cost and net realisable value. The carrying amounts, fair value and the level of fair value hierarchy are disclosed below:

	As at December 31, 2025				
			Fair value level		
	Carrying amounts HK$'000	**Fair value HK$'000**	**Level 1 HK$'000**	**Level 2 HK$'000**	**Level 3 HK$'000**
Inventory – digital assets	**115,985**	**126,101**	**126,101**	**–**	**–**

	As at December 31, 2024				
			Fair value level		
	Carrying amounts HK$'000	Fair value HK$'000	Level 1 HK$'000	Level 2 HK$'000	Level 3 HK$'000
Inventory – digital assets	44,382	88,250	88,250	–	–

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(v) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with liabilities. The Group's strategy is to minimise its exposure to liquidity risk by monitoring the Group's liquid capital from time to time by performing cash flow forecast with reference to the monthly operating expenses, recoverability of assets items and outstanding liabilities as of each month end. The Group also holds digital assets that are not yet withdrawn by customers out of their accounts under the terms of its contracts with such customers. The Group closely monitors the exposure of digital assets payables to identify any mismatch with digital assets held by the Group, thereby minimising liquidity risk for the Group.

The table below analyses the remaining contractual maturities at the end of each reporting period of the Group's liabilities which are based on contractual maturities and the earliest date the Group may be required to pay.

	At December 31, 2025					
	Contractual undiscounted cash outflow					
	With 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000	More than 5 years HK$'000	Total HK$'000	Carrying amount HK$'000
Financial liabilities						
Trade payables	2,729	–	–	–	2,729	2,729
Accruals and other payables	298,067	5,590	–	–	303,657	303,657
Lease liabilities	14,501	12,911	–	–	27,412	26,122
Redemption liabilities	167,946	–	–	–	167,946	167,946
Amounts due to related parties	108,455	300,350	–	–	408,805	408,805
	591,698	318,851	–	–	910,549	909,259
Digital assets related liabilities						
Digital assets payables	33,589	–	–	–	33,589	33,589
	625,287	318,851	–	–	944,138	942,848

32 RISK DISCLOSURE (CONTINUED)

(c) Fair value measurement and fair value hierarchy (continued)

(v) Liquidity risk (continued)

	At December 31, 2024					
	Contractual undiscounted cash outflow					
	With 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000	More than 5 years HK$'000	Total HK$'000	Carrying amount at 31 Dec HK$'000
Financial liabilities						
Trade payables	10,128	–	–	–	10,128	10,128
Accruals and other payables	340,681	–	5,319	–	346,000	346,000
Lease liabilities	18,808	15,968	14,372	–	49,148	45,854
Redemption liabilities	1,284,493	–	–	–	1,284,493	1,284,493
Amounts due to related parties	432,116	287,194	–	–	719,310	719,310
	2,086,226	303,162	19,691	–	2,409,079	2,405,785
Digital assets related liabilities						
Digital assets payables	157,849	18,423	–	–	176,272	176,272
	2,244,075	321,585	19,691	–	2,585,351	2,582,057

33 MATERIAL RELATED PARTY TRANSACTIONS

(a) Names and relationships of the related parties that had material transactions with the Group for the year ended December 31, 2025 and 2024

Name of parties	Relationship with the Group
GDZ International Limited	Ultimate holding party
Shanghai Buqin Network Technology Limited*	Under common control of ultimate holding party
Shanghai Wanxiang Blockchain Inc*	Under common control of ultimate holding party
Wanxiang (Hong Kong) Limited	Under common control of ultimate holding party
HashKey FinTech Investment Fund LP	Fund managed by a subsidiary
HashKey Digital Investment Fund SPC	Fund managed by a subsidiary
HashKey FinTech Investment Fund III (Cayman Master) LP	Fund managed by a subsidiary
HashKey Fintech Opportunities Limited	Fund managed by a subsidiary
HashKey FTSE 20 Crypto Index Fund	Fund managed by a subsidiary
HashKey FTSE Crypto Application Index Fund	Fund managed by a subsidiary
HashKey FTSE Crypto Infrastructure Index Fund	Fund managed by a subsidiary
Lu Weiding	Director and sole shareholder of GDZ International Limited

* The official names of these entities are in Chinese. The English names are for identification purpose only.

33 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Key management personnel remuneration

Remuneration for key management personnel of the Group, including amounts paid to the Company's directors as disclosed in Note 9 and certain of the highest paid employees as disclosed in Note 10, is as follows.

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
Salaries, wages and other benefits	**36,472**	33,774
Equity-settled share-based payment	**61,786**	103,694
	98,258	137,468

Total remuneration is included in "staff costs" (see Note 7(b)).

(c) Material transactions with related parties

	Year ended December 31	
	2025	2024
	HK$'000	HK$'000
IT expenses		
– under common control of ultimate holding party	**220,005**	199,803
Finance cost		
– to the ultimate holding company	**12,220**	9,325
– under common control of ultimate holding party	**18,033**	61,732
– funds managed by a subsidiary	**3,500**	7,637
– director and sole shareholder of GDZ International Limited	**–**	106
Asset management fee income		
– funds managed by a subsidiary	**117,091**	78,156

33 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(d) Material balance with related parties

	As at December 31	
	2025 **HK$'000**	2024 HK$'000
Trade receivables from		
– funds managed by subsidiaries (Note ii)	**58,557**	21,298
Amounts due from		
– under common control of ultimate holding party (Note i)	**34,395**	24,817
– funds managed by a subsidiary (Note ii)	**–**	130
	34,395	24,947
Amounts due to		
– the ultimate holding company (Note iii)	**–**	117,455
– under common control of ultimate holding party (Note iv)	**408,805**	391,270
– under common control of ultimate holding party (Note v)	**–**	202,860
– funds managed by a subsidiary (Note v)	**–**	7,725
	408,805	719,310
Digital assets payables		
– ultimate holding company (Note vi)	**–**	78,923
– funds managed by a subsidiary (Note vi)	**–**	87,952
	–	166,875

	As at December 31	
	2025 **Shares** **'000**	2024 Shares '000
Preferred shares – HashKey Series A		
– ultimate holding company	**–**	50,917
– shareholder	**–**	5,290
– fund managed by a subsidiary	**–**	17,633
	–	73,840

33 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(d) Material balance with related parties (continued)

Notes:

(i) The outstanding balances with these related parties are unsecured, interest-free and repayable on demand. Except balance with companies under common control of ultimate controlling party, all balances are non-trade nature.

(ii) The outstanding balances with these related parties are trade in nature, unsecured, interest-free and repayable within 12 months.

(iii) The outstanding balance with these related parties is non-trade nature, unsecured and charged at fixed interest rate at 10% per annum as at December 31, 2024.

(iv) The outstanding balance represents IT services payable rendered by related parties. They are unsecured and charged at fixed interest rate at 5.87% per annum. As at December 31, 2025, approximately HK$300,350,000 were repayable after 1 year (2024: HK$295,258,000).

(v) The outstanding balance with these related parties is non-trade nature, unsecured and charged at fixed interest rate at 6% per annum as at December 31, 2024.

(vi) The outstanding balances with these related parties are non-trade in nature, denominated in digital assets, unsecured and charged at fixed interest rate range from 3% to 10% per annum as at December 31, 2024.

34 INVESTMENT IN SUBSIDIARIES

During the years ended December 31, 2025 and 2024 and as at the date of this report, the Company has direct or indirect interests in the following principal subsidiaries:

Company name	Place and date of incorporation/ establishment	Particulars of issued and paid-up capital	Effective interest held by the Group			Principal activities
			As at December 31		At the date of this report	
			2025	2024		
Directly held by the Company						
HashKey Digital Asset Group Limited	Hong Kong/ March 20, 2018	HK$10,000,000	**100%**	100%	100%	Investment holding
Indirectly held by the Company						
Hash Blockchain Limited	Hong Kong/ March 21, 2018	HK$381,500,000	**100%**	100%	100%	Provision of digital assets exchange platform
Wancloud Limited	Hong Kong/ April 30, 2018	HK$1,000,000 Ordinary shares	**100%**	100%	100%	Provision of enterprise-level technology services and solutions and staking services relating to digital assets
HashKey FinTech Investment	Cayman Islands/ June 13, 2019	US$0.01	**100%**	100%	100%	Provision asset management services
HashKey Bermuda Limited	Bermuda/ October 10, 2023	US$1	**100%**	100%	100%	Provision of digital assets exchange platform
HashKey Technology Services Pte. Ltd.	Singapore/ October 25, 2019	US$8,300,227	**100%**	100%	100%	Provision of financial services activities and to perform transaction and payment processing service

34 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Company name	Place and date of incorporation/ establishment	Particulars of issued and paid-up capital	Effective interest held by the Group			Principal activities
			As at December 31		At the date of this report	
			2025	2024		
HashKey MENA FZE	United Arab Emirates/ August 15, 2024	United Arab Emirates dirham ("AED") 7,350,000	**100%**	100%	100%	Provision of digital assets exchange platform
HBS (Hong Kong) Limited	Hong Kong/ September 27, 2019	HK$10,000,000	**100%**	100%	100%	Provision of tokenisation advisory service.

All principal subsidiaries comprising the Group have adopted December 31 as their financial year end date.

In the opinion of directors of the Company, there is no material non-controlling interest as at December 31, 2025 and 2024.

35 STATEMENT OF FINANCIAL POSITION OF THE COMPANY

		At December 31	
	Note	**2025** **HK$'000**	2024 HK$'000
Non-current assets			
Investment in subsidiaries		**44,465**	44,465
Interest in an associate		**77,823**	77,823
		122,288	122,288
Current assets			
Other receivables		**311**	–
Amounts due from related parties		**4,152,620**	1,142,597
Cash and cash equivalents		**537,059**	101
		4,689,990	1,142,698
Current liabilities			
Accruals and other payables		**34,797**	85
Redemption liabilities		**–**	1,126,301
		34,797	1,126,386
Net current assets		**4,655,193**	16,312
Total assets less current liabilities		**4,777,481**	138,600
Net assets		**4,777,481**	138,600
Capital and reserves			
Share capital	31(c)	**216**	106
Reserves	31(a)	**4,777,265**	138,494
Total equity		**4,777,481**	138,600

36 IMMEDIATE AND ULTIMATE CONTROLLING PARTY

At December 31, 2025, the Directors consider the immediate parent and ultimate holding party of the Group to be GDZ International Limited, a British Virgin Islands incorporated limited company. This entity does not produce financial statements available for public use.

37 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED DECEMBER 31, 2025

Up to the date of issue of these consolidated financial statements, the IASB has issued a number of new or amended standards, which are not yet effective for the year ended December 31, 2025 and which have not been adopted in these consolidated financial statements. These developments include the following which may be relevant to the Group.

	Effective for accounting periods beginning on or after
Amendments to IFRS 9, *Financial instruments and IFRS 7, Financial instruments: disclosures – Contracts referencing nature-dependent electricity*	January 1, 2026
Amendments to IFRS 9, *Financial instruments and IFRS 7, Financial instruments: disclosures – Amendments to the classification and measurement of financial instruments*	January 1, 2026
Annual improvements to IFRS Accounting Standards – Volume 11	January 1, 2026
IFRS 18, *Presentation and disclosure in financial statements*	January 1, 2027
IFRS 19, *Subsidiaries without public accountability: disclosures*	January 1, 2027

The Group is in the process of making an assessment of what the impact of these developments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the consolidated financial statements except for the following:

IFRS 18, *Presentation and disclosure in financial statements*

IFRS 18 will replace IAS 1 *Presentation of financial statements* and aims to improve the transparency and comparability of information about an entity's financial statements. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027 and is to be applied retrospectively.

Among other changes, under IFRS 18, entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to provide specific disclosures about management-defined performance measures in a single note in the financial statements.

The Group does not plan to early adopt IFRS 18 and is still in the process of assessing the impact of the adoption.

Four-Year Financial Summary

SUMMARY OF RESULTS

Results

	2025	2024	2023	2022
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
Revenue	**723,092**	720,731	207,792	129,064
Loss before taxation	**(1,080,218)**	(1,183,470)	(575,967)	(583,989)
Income tax	**(4,115)**	(6,137)	(3,985)	(1,205)
Loss for the year	**(1,084,333)**	(1,189,607)	(579,952)	(585,194)
Total comprehensive income for the year	**(1,094,871)**	(1,138,108)	(547,445)	(775,739)
Loss for the year attributable to:				
Equity shareholders of the Company	**(1,086,872)**	(1,188,993)	(580,412)	(584,706)
Non-controlling interests	**2,539**	(614)	460	(488)
	(1,084,333)	(1,189,607)	(579,952)	(585,194)
Total comprehensive income for the year attributable to:				
Equity shareholders of the Company	**(1,097,318)**	(1,137,757)	(548,129)	(775,245)
Non-controlling interests	**2,447**	(351)	684	(494)
	(1,094,871)	(1,138,108)	(547,445)	(775,739)

SUMMARY OF ASSETS AND LIABILITIES

	2025	2024	2023	2022
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
Total non-current assets	**637,426**	657,269	603,180	599,582
Total current assets	**3,544,435**	956,547	936,096	478,568
Total current liabilities	**1,016,001**	2,326,431	1,725,702	676,891
Net current assets/(liabilities)	**2,528,434**	(1,369,884)	(789,606)	(198,323)
Non-current liabilities	**318,515**	339,843	343,966	394,636
Net assets/(liabilities)	**2,847,345**	(1,052,458)	(530,392)	6,623
Capital and reserves				
Total equity/(deficit) attributable to equity shareholders of the Company	**2,825,547**	(1,071,809)	(531,478)	6,509
Non-controlling interests	**21,798**	19,351	1,086	114
Total equity/(deficit)	**2,847,345**	(1,052,458)	(530,392)	6,623

Note: The Company was listed on the Main Board of The Stock Exchange of Hong Kong Limited on December 17, 2025. Accordingly, the financial summary above covers four financial years only, from the year ended December 31, 2022 to the year ended December 31, 2025.

Definitions

In this annual report, unless the context otherwise requires, the following expressions shall have the following respective meanings:

"affiliate(s)"	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
"Articles" or "Articles of Association"	the fourth amended and restated articles of association of our Company conditionally adopted on December 4, 2025 with effect from the Listing Date (as amended from time to time)
"Audit Committee"	the audit committee of the Board
"Board", "Board of Directors" or "our Board"	the board of Directors
"China" or "the PRC"	the People's Republic of China, which, for the purpose of this annual report and for geographical reference only, excludes the regions of Hong Kong, Macau and Taiwan
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Company", "our Company", or "the Company"	HashKey Holdings Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands on January 2, 2019
"Controlling Shareholder(s)"	Mr. Lu, GDZ International Limited, HashKey Fintech III and Puxing Energy Limited
"Corporate Governance Code", or "CG Code"	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
"Director(s)"	the director(s) of our Company
"ESG"	Environmental, Social and Governance
"ESOP Platform"	Golden Future Prosperity Ltd., a limited liability company incorporated under the laws of BVI and wholly held by the trustee of the ESOP trust, being the employee incentive platform for the purpose of administrating and holding Shares for the Pre-IPO Equity Incentive Plan
"Global Offering"	the global offering of the Company
"Group", "our Group", "our", "we" or "us"	our Company and its subsidiaries from time to time

"HashKey Fintech II"	HashKey FinTech Investment Fund LP, an exempted limited partnership registered under the laws of Cayman Islands. Its general partner is HashKey Capital Investment, an exempted company incorporated in the Cayman Islands and a subsidiary of the Company
"HashKey Fintech III"	HashKey FinTech Investment Fund III (Cayman Master) LP, an exempted limited partnership registered under the laws of Cayman Islands. Its general partner is HashKey FinTech Investment, an exempted company incorporated in the Cayman Islands and a subsidiary of the Company
"HK$" or "HKD" or "Hong Kong Dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
"IFRS"	International Financial Reporting Standards
"Listing"	the listing of our Shares on the Main Board
"Listing Date"	December 17, 2025
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)
"Main Board"	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Hong Kong Stock Exchange
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
"Nomination Committee"	the nomination committee of the Board
"Pre-IPO Equity Incentive Plan"	the employee share option plan adopted by the Company on August 27, 2019 and further amended on August 17, 2023
"Prospectus"	the prospectus of the Company dated December 17, 2025
"Remuneration Committee"	the remuneration committee of the Board
"Renminbi" or "RMB"	the lawful currency of the PRC
"Relevant Period"	the period commencing from the Listing Date to December 31, 2025
"Reporting Period"	the year ended December 31, 2025
"SFC"	the Securities and Futures Commission of Hong Kong

"SFO" or "Securities and Futures Ordinance"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time
"Share(s)"	the ordinary share(s) with a par value of US$0.00001 each in the share capital of our Company
"Shareholder(s)"	holder(s) of our Share(s)
"United States", "USA" or "U.S."	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
"USD", "US$" or "U.S. dollars"	United States dollar, the lawful currency of the United States
"%"	per cent

In this annual report, unless otherwise indicated, the terms "associate(s)", "associated corporation(s)", "close associate(s)", "connected person(s)", "connected transaction(s)", "subsidiary(ies)", "substantial shareholder(s)" and "treasury shares" shall have the meanings given to such terms under the Listing Rules.