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E-House (China) Enterprise Holdings Limited

易居(中國)企業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2048 and Debt Stock Code: 40507)

(1) UPDATE ON THE ANNUAL RESULTS FOR THE 2021 FINANCIAL YEAR (2) UPDATE ON PUBLICATION OF THE ANNUAL REPORT FOR THE 2021 FINANCIAL YEAR, THE 2022 INTERIM RESULTS AND THE 2022 INTERIM REPORT (3) CONTINUED SUSPENSION OF TRADING

Reference is made to the announcements of E-House (China) Enterprise Holdings Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) dated 31 March 2022 (the “**Preliminary Results Announcement**”), 1 April 2022, 29 April 2022, 19 May 2022, 15 July 2022, 20 July 2022, 29 July 2022, 19 August 2022, 31 August 2022 (the “**August Announcement**”) and 19 October 2022 in relation to, among other matters, the unaudited consolidated results of the Group for the 2021 Financial Year (the “**Unaudited FY2021 Results**”), the delay in publication of the audited consolidated results of the Group for the 2021 Financial Year (the “**Audited FY2021 Results**”), the change of auditor of the Company and this update announcement. Terms used in this announcement shall have the same meaning as those defined in the August Announcement unless otherwise defined.

UPDATE ON THE FY2021 RESULTS

The Board would like to update the Shareholders that Zhonghui Anda CPA Limited (“**Zhonghui Anda**”), the Company’s auditor appointed with effect from 29 July 2022, has completed the audit of the Group’s results for the 2021 Financial Year. The Audited FY2021 Results have also been reviewed by the Audit Committee and approved by the Board on 21 November 2022.

MATERIAL DIFFERENCES BETWEEN UNAUDITED AND AUDITED ANNUAL RESULTS

Since the financial information contained in the Unaudited Results Announcement was neither audited nor agreed by Zhonghui Anda as at the date of its publication and subsequent adjustments have been made to such financial information, Shareholders and potential investors of the Company are advised to pay attention to certain differences between the Unaudited FY2021 Results and the Audited FY2021 Results. Set forth below are the particulars of and reasons for the material differences in accordance with Rule 13.49(3)(ii)(b) of the Listing Rules.

Changes in the consolidated statement of profit or loss and other comprehensive income

	2021 Unaudited Annual Results <i>RMB'000</i>	2021 Audited Annual Results <i>RMB'000</i>	Differences <i>RMB'000</i>	Notes
Revenue	8,844,400	8,865,987	21,587	8
Other income	388,036	198,396	(189,640)	8
Other gains and losses	(250,796)	(214,741)	36,055	6
Impairment losses recognised on non-current assets	(591,029)	(858,534)	(267,505)	1
Loss allowance on financial assets subject to expected credit loss (“ECL”), net of reversal	(6,668,351)	(8,963,718)	(2,295,367)	4,8
Income tax expense	(165,634)	(360,902)	(195,268)	2
Loss for the year	(9,374,521)	(12,264,659)	(2,890,138)	9

Changes in the consolidated statement of financial position

	2021 Unaudited Annual Results <i>RMB'000</i>	2021 Audited Annual Results <i>RMB'000</i>	Differences <i>RMB'000</i>	Notes
Property and equipment	1,147,145	1,109,694	(37,451)	1
Intangible assets	2,166,770	1,907,583	(259,187)	1
Deferred tax assets	643,062	402,987	(240,075)	2
Other non-current assets	690,439	83,020	(607,419)	3
Right-of-use assets	401,581	350,755	(50,826)	1
Receivables at FVTOCI – accounts receivables and bills receivables	2,145,380	1,985,190	(160,190)	4
Receivables at FVTOCI – amounts due from related parties – accounts receivables	266,320	266,306	(14)	4
Other receivables	2,287,853	621,624	(1,666,229)	5
Amounts due from related parties	34,027	33,540	(487)	6
Other payables	686,367	715,449	29,082	6
Deferred tax liabilities	207,018	162,210	(44,808)	1
Reserves	(4,687,291)	(7,312,918)	(2,625,627)	7
Non-controlling interests	1,535,059	1,154,534	(380,525)	7

Notes:

1. The difference is due to the provision of impairment losses on property and equipment, intangible assets and right-of-use assets.
2. The difference of RMB195,268,000 is due to the recognition on tax losses.
3. The difference is mainly due to the provision of impairment loss on other non-current assets.
4. The difference is mainly due to the provision of expected credit loss on receivables at FVTOCI.
5. The difference is mainly due to the provision of impairment loss on other receivables.
6. The difference is due to reclassification of accounts.
7. The difference is due to the cumulative effect of (1) to (5), (8) and (9) on reserve.
8. The difference is due to reclassification of revenue, other income and loss allowance on financial assets subject to ECL.
9. The abovementioned differences lead to an increase in loss for the year of approximately RMB2,890,138,000.

Save for the adjustments disclosed above, there is no material difference between the Audited FY2021 Results and the Unaudited FY2021 Results as disclosed in the Preliminary Results Announcement.

The Board announces the Audited FY2021 Results, together with the comparative figures for the year ended 31 December 2020, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2021

	Notes	2021 RMB'000	2020 RMB'000
Revenue	4	8,865,987	8,051,509
Staff costs		(3,243,221)	(2,734,263)
Advertising and promotion expenses		(3,048,306)	(946,816)
Rental expenses for short-term leases, low-value assets leases and variable leases		(111,398)	(33,628)
Depreciation and amortisation expenses		(435,347)	(210,570)
Loss allowance on financial assets subject to expected credit loss ("ECL"), net of reversal		(8,963,718)	(172,548)
Loss on derecognition of receivables at fair value through other comprehensive income ("FVTOCI")		(5,651)	(14,651)
Impairment losses recognised on non-current assets		(858,534)	–
Consultancy expenses		(305,714)	(228,357)
Distribution expenses		(2,462,261)	(2,395,799)
Other operating costs		(717,743)	(359,388)
Other income		198,396	140,199
Other gains and losses		(214,741)	72,345
Other expenses		(29,667)	(15,583)
Share of results of associates		(33,039)	21,056
Finance costs	6	(538,800)	(481,913)
(Loss)/profit before taxation		(11,903,757)	691,593
Income tax expense	7	(360,902)	(252,371)
(Loss)/profit for the year		(12,264,659)	439,222
Other comprehensive (expense)/income for the year			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Fair value changes on receivables measured at FVTOCI		(4,671,979)	(119,196)
Net changes in ECL of receivables measured at FVTOCI		4,671,979	119,196
Exchange differences arising on translation of foreign operations		3,780	19,465
Other comprehensive income for the year, net of income tax		3,780	19,465
Total comprehensive (expense)/income for the year	8	(12,260,879)	458,687

	<i>Notes</i>	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
(Loss)/profit for the year attributable to:			
– Owners of the Company		(11,642,687)	304,413
– Non-controlling interests		(621,972)	134,809
		<u>(12,264,659)</u>	<u>439,222</u>
Total comprehensive (expense)/income for the year attribute to:			
– Owners of the Company		(11,640,065)	315,255
– Non-controlling interests		(620,814)	143,432
		<u>(12,260,879)</u>	<u>458,687</u>
(Loss)/earnings per share			
– Basic (RMB cents)	<i>10</i>	<u>(665.65)</u>	<u>21.11</u>
– Diluted (RMB cents)		<u>(665.65)</u>	<u>17.70</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2021

		2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Non-current assets			
Property and equipment		1,109,694	1,077,120
Investment properties		648,992	700,996
Goodwill		–	549,223
Intangible assets		1,907,583	699,474
Interests in associates		71,635	300,694
Amounts due from related parties		492	11,135
Deferred tax assets		402,987	845,467
Other non-current assets		83,020	594,366
Right-of-use assets		350,755	542,331
		<u>4,575,158</u>	<u>5,320,806</u>
Current assets			
Accounts receivables and bills receivables	11	223,639	1,066,285
Receivables at FVTOCI	12		
– accounts receivables and bills receivables		1,985,190	4,813,186
– amounts due from related parties – accounts receivables		266,306	2,152,393
Contract assets		8,936	8,628
Other receivables		621,624	2,322,991
Amounts due from related parties		33,540	293,945
Financial assets at fair value through profit or loss (“FVTPL”)		212,848	1,388,027
Restricted bank balances		132,198	284,943
Pledged bank deposits		755,136	605,902
Cash and cash equivalents		3,314,741	7,515,836
		<u>7,554,158</u>	<u>20,452,136</u>
Current liabilities			
Accounts payables	13	1,193,091	1,374,616
Contract liabilities		181,394	156,368
Advance from customers		652,744	721,827
Accrued payroll and welfare expenses		522,921	752,392
Other payables		715,449	976,912
Tax payables		1,370,183	1,396,756
Amounts due to related parties		185,664	155,662
Lease liabilities		95,334	101,842
Other borrowings		1,894,405	1,952,623
Bank borrowings		1,774,946	1,641,115
		<u>8,586,131</u>	<u>9,230,113</u>

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Net current (liabilities)/assets	<u>(1,031,973)</u>	<u>11,222,023</u>
Total assets less current liabilities	<u>3,543,185</u>	<u>16,542,829</u>
Non-current liabilities		
Other borrowings	1,889,462	3,195,350
Bank borrowings	546,519	580,188
Convertible note	756,912	840,372
Deferred tax liabilities	162,210	201,058
Lease liabilities	198,077	232,210
	<u>3,553,180</u>	<u>5,049,178</u>
Net (liabilities)/assets	<u><u>(9,995)</u></u>	<u><u>11,493,651</u></u>
Equity		
Share capital	116	116
Share premium	6,148,273	6,239,597
Reserves	(7,312,918)	4,024,462
	<u>(1,164,529)</u>	<u>10,264,175</u>
Equity attributable to owners of the Company	<u>1,154,534</u>	<u>1,229,476</u>
Non-controlling interests		
Total equity	<u><u>(9,995)</u></u>	<u><u>11,493,651</u></u>

1. GENERAL INFORMATION

E-House (China) Enterprise Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Act of the Cayman Islands on 22 February 2010. The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 20 July 2018. The addresses of the Company’s registered office and the principal place of business are PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands and 11/F, Qiushi Building, 383 Guangyan Road, Jing’an District, Shanghai 200072, the People’s Republic of China (the “**PRC**”), respectively.

The Company and its subsidiaries, and upon the acquisition of Leju, its subsidiaries and consolidated variable interest entities (the “**Leju Group**”) completed on 4 November 2020 (collectively referred to as the “**Group**”) offers a wide range of services to the real estate industry, including real estate agency services in the primary market, real estate data and consulting services, real estate brokerage network services and digital marketing services in the PRC.

These consolidated financial statements are presented in Renminbi (“**RMB**”), which is also the functional currency of the Company.

2. GOING CONCERN BASIS

The Group incurred a loss of approximately RMB12,264,659,000 and net cash outflow from operating activities of approximately RMB2,370,896,000 for the year ended 31 December 2021 and, as of that date, the Group had net current liabilities and net liabilities approximately RMB1,031,973,000 and approximately RMB9,995,000, respectively. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group’s ability to continue as a going concern. Therefore, the Group may be unable to realize its assets and discharge its liabilities in the normal course of business.

The management of the Company are of the opinion that the Group will actively improve working capital to meet its financial liabilities as and when they fall due given that (i) the Group will be able to raise fund to finance the working capital requirements of the Group; (ii) the Group will continue to take active measures to control administrative costs and maintain capital expenditure; and (iii) the Group will continue to implement measures to accelerate the collection of outstanding receivables.

Accordingly, the management of the Company are of the opinion that it is appropriate to prepare the consolidated financial statements on the going concern basis. Should the Group be unable to continue as a going concern, adjustments would have to be made to the consolidated financial statements, to write down the value of assets to their recoverable amounts, to provide for further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effect of these adjustments has not been reflected in the consolidated financial statements.

3. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

In the current year, the Group has adopted all the new and revised International Financial Reporting Standards (“IFRSs”) issued by International Accounting Standards Board (the “IASB”) that are relevant to its operations and effective for its accounting year beginning on 1 January 2021. IFRSs comprise International Financial Reporting Standards (“IFRS”); International Accounting Standards (“IAS”); and Interpretations. The adoption of these new and revised IFRSs did not result in significant changes to the Group’s accounting policies, presentation of the Group’s consolidated financial statements and amounts reported for the current year and prior years.

The Group has not early applied any new or revised IFRSs that is not yet effective for the current accounting period, except for the amendment to IFRS 16 “COVID-19 Related Rent Concessions”. Impact on the application of the amendment to IFRS 16 is summarised below.

Amendment to IFRS 16 “COVID-19-Related Rent Concessions”

Amendments to IFRS 16 only apply to lessee accounting and have no effect on lessor accounting. The amendments provide a practical expedient that allows a lessee to by-pass the need to evaluate whether certain qualifying rent concessions occurring as a direct consequence of the COVID-19 (“**COVID-19-Related Rent Concessions**”) are lease modification and, instead, account for those rent concessions as if they were not lease modifications.

The practical expedient is only applicable to COVID-19-Related Rent Concessions and only if all of the following conditions are met:

- a) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- b) any reduction in lease payments affects only payments originally due on or before 30 June 2021 (for example, a rent concession would meet this condition if it results in reduced lease payments on or before 30 June 2021 and increased lease payments that extend beyond 30 June 2021); and
- c) there is no substantive change to other terms and conditions of the lease.

The Group has elected to early adopt the amendments and applies the practical expedient to all qualifying COVID-19-Related Rent Concessions granted to the Group during the year.

Consequently, rent concessions received have been recognised in “other income” in profit or loss in the period in which the event or condition that triggers those payments occurred. There is no impact on the opening balance of equity at 1 January 2021.

The application of the new or revised IFRS that have been issued but are not yet effective and have not been early adopted by the Group will not have material impact on the consolidated financial statements of the Group.

4. REVENUE

The Group derives its revenue from (1) real estate agency services in the primary market, (2) real estate data and consulting services, (3) real estate brokerage network services and (4) digital marketing services. This is consistent with the revenue information that is disclosed for each operating and reportable segment under IFRS 8:

	2021	2020
	<i>RMB'000</i>	<i>RMB'000</i>
Real estate agency services in the primary market, recognised at a point in time	1,989,121	3,203,543
Real estate data and consulting services		
– consulting services, recognised at a point in time	704,561	789,839
– data services, recognised over time	212,121	197,183
	916,682	987,022
Real estate brokerage network services		
– distribution business in the primary market, recognised at a point in time	2,465,704	2,707,310
– other services, recognised at a point in time	51,329	24,957
	2,517,033	2,732,267
Digital marketing services		
– E-commerce, recognised at a point in time	2,649,367	782,051
– Online advertising services, recognised over time on a gross basis	785,967	343,870
– Online advertising services, recognised over time on a net basis	4,587	1,746
– Listing services, recognised over time	3,230	1,010
	3,443,151	1,128,677
	8,865,987	8,051,509

5. SEGMENT INFORMATION

The Group’s operating segments are determined based on information reported to the Chief Executive Officer, being the chief operating decision maker (“**CODM**”) of the Group, for the purposes of resource allocation and assessment of segment performance focusing on types of goods or services delivered or provided. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

The Group's operating and reportable segments are as follows:

(i) Real estate agency services in the primary market

The Group provides real estate agency services in the primary market, primarily consisting of formulating and executing marketing and sales strategies for real estate projects developed by real estate developers, promoting the projects to prospective purchasers, and facilitating sales transactions.

(ii) Real estate data and consulting services

The Group mainly provides the following services:

- providing customers with a wide range of data services by leveraging the powerful CRIC system;
- offering real estate rating and ranking services; and
- providing real estate consulting services that are tailored to meet the needs of property developer clients throughout the design, development and sales stages and address specific issues encountered by them.

The Group receives consulting services fee income and subscription-based fee income in relation to its proprietary CRIC system, which is a series of proprietary real estate database and analysis system developed by the Group, for a fixed amount upon entering into the subscription contract, normally for a one year subscription period contract.

(iii) Real estate brokerage network services

The Group provides real estate brokerage network services under the Fangyou brand of integrating small and medium-sized secondary real estate brokerage stores in the PRC, and empowering them with rich resources in their business operations. In addition, the Group can help their property developer customers expand their sales channels by sourcing buyers of new properties through Fangyou-branded stores and other real estate brokerage firms that the Group cooperates with.

(iv) Digital Marketing services

Leju is primarily engaged in the business of E-commerce, online advertising services and listing services (collectively referred to as "**Digital Marketing Services**"). Leju operates and manages its business as a single Digital Marketing segment. The Digital Marketing segment mainly provides the following services:

a) E-commerce services

The Group offers individual property buyers discount coupons that enable them to purchase specified properties from property developers at discounts greater than the face value of the fees charged by the Group. Discount coupons are collected initially upfront from the property buyers and are refundable at any time before they are used to purchase the specified properties.

b) Online advertising services

Revenue from online advertising services is principally from online advertising services, and also rebates from certain media publishers from the rendering of advertising placement services of its advertisers (i.e. property developers). Online advertising services allow customers to place advertisements on particular areas of the online media and platforms (including those owned by the Leju Group and other independent publishers) in particular formats and over a specified period of time.

c) Listing service

Listing services entitle real estate brokers to post and make changes to information for properties in a particular area on Leju's website for a specified period of time, in exchange for a fixed fee.

Segment revenue and results

The following is an analysis of the Group's revenue and results by operating and reportable segment:

For the year ended 31 December 2021

	Real estate agency services in the primary market <i>RMB'000</i>	Real estate data and consulting services <i>RMB'000</i>	Real estate brokerage network services <i>RMB'000</i>	Digital Marketing services <i>RMB'000</i>	Elimination <i>RMB'000</i>	Total <i>RMB'000</i>
Revenue						
External sales	1,989,121	916,682	2,517,033	3,443,151	–	8,865,987
Inter-segment sales	68,209	35,689	145,541	16,292	(265,731)	–
Total	<u>2,057,330</u>	<u>952,371</u>	<u>2,662,574</u>	<u>3,459,443</u>	<u>(265,731)</u>	<u>8,865,987</u>
SEGMENT (LOSS)/PROFIT	<u>(6,371,180)</u>	<u>(1,955,196)</u>	<u>(635,021)</u>	<u>(2,057,922)</u>	<u>3,219</u>	(11,016,100)
Unallocated expenses						(125,729)
Unallocated net exchange gain						4,516
Unallocated net fair value loss on financial assets at FVTPL						(332,433)
Fair value gain on convertible note						109,730
Share of results of associates						(33,039)
Bank interest income						42,407
Finance costs						(538,800)
Equity-settled share-based payment expenses						<u>(14,309)</u>
Loss before taxation						<u>(11,903,757)</u>

For the year ended 31 December 2020

	Real estate agency services in the primary market <i>RMB'000</i>	Real estate data and consulting services <i>RMB'000</i>	Real estate brokerage network services <i>RMB'000</i>	Digital Marketing services <i>RMB'000</i>	Elimination <i>RMB'000</i>	Total <i>RMB'000</i>
Revenue						
External sales	3,203,543	987,022	2,732,267	1,128,677	–	8,051,509
Inter-segment sales	58,615	46,514	159,161	9,434	(273,724)	–
Total	<u>3,262,158</u>	<u>1,033,536</u>	<u>2,891,428</u>	<u>1,138,111</u>	<u>(273,724)</u>	<u>8,051,509</u>
SEGMENT PROFIT	<u>842,340</u>	<u>68,365</u>	<u>126,880</u>	<u>123,191</u>	<u>–</u>	<u>1,160,776</u>
Unallocated expenses						(74,005)
Unallocated net exchange gain						36,327
Unallocated net fair value loss on financial assets at FVTPL						(15,491)
Fair value gain on convertible note						37,582
Share of results of associates						21,056
Bank interest income						67,193
Finance costs						(481,913)
Equity-settled share-based payment expenses						(59,932)
Profit before taxation						<u>691,593</u>

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment (loss)/profit represents the loss incurred and profit earned by each segment without allocation of unallocated expenses, unallocated net exchange gain, unallocated net fair value loss on financial assets at FVTPL, fair value gain on convertible note, share of results of associates, interest income, finance costs and equity-settled share-based payment expenses. This is the measure reported to the CODM for the purpose of resource allocation and performance assessment.

Inter-segment sales are charged at prevailing market rates.

Segment assets and liabilities

The CODM makes decisions according to operating results of each segment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Other segment information

For the year ended 31 December 2021

	Real estate agency services in the primary market <i>RMB'000</i>	Real estate data and consulting services <i>RMB'000</i>	Real estate brokerage network services <i>RMB'000</i>	Digital Marketing services <i>RMB'000</i>	Unallocated <i>RMB'000</i>	Total <i>RMB'000</i>
Amounts included in the measure of segment loss:						
Depreciation and amortisation	50,710	37,638	6,667	212,766	127,566	435,347
Net loss allowance on financial assets subject to ECL recognised	5,869,688	1,969,806	402,939	721,285	–	8,963,718
Impairment losses recognised on non-current assets	–	46,915	–	811,619	–	858,534
Net (gain)/loss on disposal of property and equipment	(2,969)	20	14	(898)	–	(3,833)
Net loss/(gain) on disposal of investment properties	1,763	–	–	(1,820)	–	(57)
	<u>1,763</u>	<u>–</u>	<u>–</u>	<u>(1,820)</u>	<u>–</u>	<u>(57)</u>

For the year ended 31 December 2020

	Real estate agency services in the primary market <i>RMB'000</i>	Real estate data and consulting services <i>RMB'000</i>	Real estate brokerage network services <i>RMB'000</i>	Digital Marketing services <i>RMB'000</i>	Unallocated <i>RMB'000</i>	Total <i>RMB'000</i>
Amounts included in the measure of segment profit:						
Depreciation and amortisation	49,527	56,042	12,080	34,285	58,636	210,570
Net loss allowance on financial assets subject to ECL recognised	27,495	52,948	74,692	17,413	–	172,548
Net (gain)/loss on disposal of property and equipment	(349)	(47)	13	1,000	699	1,316
Net loss/(gain) on disposal of investment properties	(660)	–	–	115	–	(545)
	<u>(660)</u>	<u>–</u>	<u>–</u>	<u>115</u>	<u>–</u>	<u>(545)</u>

Geographical information

For the year ended 31 December 2021, the Group's operations are located in the PRC (including Hong Kong) (2020: PRC (including Hong Kong) and Vietnam). Information about the Group's revenue from external customers is presented based on the location of the operations. Information about the Group's non-current assets is presented based on the geographical location of the assets.

	Revenue from external customers		Non-current assets (note)	
	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
The PRC (including Hong Kong)	8,865,987	8,050,244	4,134,969	4,022,554
Vietnam	–	1,265	–	–
	8,865,987	8,051,509	4,134,969	4,022,554

Note: Non-current assets excluded amounts due from related parties, deferred tax assets, and certain other non-current assets classified as financial instruments.

Information about major customers

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

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Customer A	(note)	1,332,221

Note: The Group carried out transactions with this customer for the year ended 31 December 2021 but the amount of the transaction was less than 10% of the total revenue of the Group.

6. FINANCE COSTS

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Interest on bank borrowings	115,435	94,639
Interest on other borrowings	341,421	366,577
Interest on lease liabilities	15,736	10,025
Effective interest expense on convertible note	66,208	10,672
	538,800	481,913

7. INCOME TAX EXPENSE

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
PRC Enterprise Income Tax		
Current tax	94,572	261,133
Overprovision in prior years	<u>(21,942)</u>	<u>(14,189)</u>
	72,630	246,944
Withholding tax of Leju	(31,815)	9,478
Deferred tax expense/(credit)	<u>320,087</u>	<u>(4,051)</u>
	<u>360,902</u>	<u>252,371</u>

8. TOTAL COMPREHENSIVE (EXPENSE)/INCOME FOR THE YEAR

Total comprehensive (expense)/income for the year has been arrived at after charging:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Directors' remuneration:	<u>10,208</u>	<u>29,317</u>
Other staff costs:		
– Salaries, bonus and other allowances	2,801,794	2,489,270
– Retirement benefit scheme contributions	422,776	180,126
– Equity-settled share-based payment expenses	<u>8,443</u>	<u>35,550</u>
	<u>3,233,013</u>	<u>2,704,946</u>
Total staff costs	<u>3,243,221</u>	<u>2,734,263</u>
Depreciation of property and equipment	93,287	41,124
Depreciation of right-of-use assets	133,101	114,254
Depreciation of investment properties	36,223	20,623
Amortisation of intangible assets	<u>172,736</u>	<u>34,569</u>
Total depreciation and amortisation	<u>435,347</u>	<u>210,570</u>
Auditor's remuneration	9,380	7,880
Research costs recognised as an expense and included in:		
– Staff costs	87,325	66,046
– Depreciation and amortisation expenses	2,286	6,733
– Other operating costs	<u>33,850</u>	<u>26,121</u>
	<u>123,461</u>	<u>98,900</u>

9. DIVIDENDS

A final dividend of RMB5.22 cents per ordinary share in respect of the year ended 31 December 2020 was declared and paid to the owners of the Company. The aggregate amount of the final dividend declared in the current year amounted to RMB91,324,000.

No dividend was proposed nor declared by the Company for the year ended 31 December 2021.

10. (LOSS)/EARNINGS PER SHARE

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

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
(Loss)/earnings:		
(Loss)/profit for the year attributable to owners of the Company for the purpose of basic (loss)/earnings per share	(11,642,687)	304,413
Effect of dilutive potential ordinary shares:		
Share options and restricted shares of Leju	–	(673)
Aggregate amount of interest, fair value change and exchange realignment on convertible note	–	(45,587)
	<u>–</u>	<u>(46,260)</u>
(Loss)/profit for the year attributable to owners of the Company for the purpose of diluted (loss)/earnings per share	<u>(11,642,687)</u>	<u>258,153</u>
	2021 '000	2020 '000
Number of shares:		
Weighted average number of ordinary shares for the purpose of basic (loss)/earnings per share	1,749,060	1,442,071
Effect of dilutive potential ordinary shares:		
Share options and restricted shares of the Company	–	70
Convertible note	–	16,630
	<u>–</u>	<u>16,700</u>
Weighted average number of ordinary share for the purpose of diluted (loss)/earnings per share	<u>1,749,060</u>	<u>1,458,771</u>

For the year ended 31 December 2020, the weighted average number of shares have been arrived at after eliminating the treasury shares held by the Company.

For calculation of diluted earnings per share of the Group for the year ended 31 December 2020, the potential impact of the outstanding share options and restricted shares of Leju are taken into consideration in the calculation. Subsequent to the entering of the note subscription agreement, the Company issued the Convertible Note to Alibaba Noteholder on 4 November 2020. It is taken into consideration in the calculation of diluted earnings per share since that date for the year ended 31 December 2020.

For the year ended 31 December 2021, the potential ordinary shares were not included in the calculation of diluted loss per share as their inclusion would be anti-dilutive.

11. ACCOUNTS RECEIVABLES AND BILLS RECEIVABLES

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Accounts receivables and bills receivables measured at amortised cost	746,880	1,082,096
Less: Loss allowance for accounts receivables and bills receivables measured at amortised cost	<u>(523,241)</u>	<u>(15,811)</u>
Total accounts receivables and bills receivables measured at amortised cost	<u><u>223,639</u></u>	<u><u>1,066,285</u></u>

The following is an aged analysis of accounts receivables, net of loss allowance, presented based on the dates of rendering the services for the digital marketing service at the end of the reporting period, which approximated the respective revenue recognition dates:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Within 1 year	146,317	282,083
1 – 2 years	37,429	25,114
Over 2 years	<u>39,655</u>	<u>32,624</u>
	<u><u>223,401</u></u>	<u><u>339,821</u></u>

12. RECEIVABLES AT FVTOCI

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Receivables at FVTOCI comprise:		
– Accounts receivables	1,903,452	3,266,798
– Bills receivables (<i>note</i>)	81,738	1,546,388
– Amounts due from related parties – accounts receivables	<u>266,306</u>	<u>2,152,393</u>
	<u><u>2,251,496</u></u>	<u><u>6,965,579</u></u>

Note:

As at 31 December 2021, included in the Group's bills receivables with fair value of nil (31 December 2020: RMB1,383,122,000) are commercial bills issued by related parties.

As at 31 December 2021, the gross contractual amount of the account receivables, bills receivables and amounts due from related parties – accounts receivables amounted to RMB4,547,260,000, RMB1,391,356,000 and RMB1,971,067,000 (31 December 2020: RMB4,121,568,000, RMB1,550,511,000 and RMB2,279,708,000), respectively. The difference between the fair value and the gross contractual amount mainly arose from the ECL impact. Included in the fair values of the account receivables, bills receivables and amounts due from related parties – accounts receivables were with ECL amounted to RMB2,643,808,000, RMB1,309,618,000 and RMB1,704,761,000 (31 December 2020: RMB854,770,000, RMB4,123,000 and RMB127,315,000), respectively.

The Group allows all of its customers a credit period of 30 (2020: 30) days upon satisfaction of the terms and conditions of the relevant agreements and relevant invoices have been issued.

The following is an aged analysis of the fair value of the Group's accounts receivables at FVTOCI (including both amounts due from independent third parties and related parties), presented based on the dates of rendering the services and the dates when the sales target for higher commission was achieved for the real estate agency service in the primary market at the end of the reporting period, which approximated the respective revenue recognition dates:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Within 1 year	1,151,571	3,879,474
1 – 2 years	922,201	1,372,090
Over 2 years	95,986	167,627
	<u>2,169,758</u>	<u>5,419,191</u>

13. ACCOUNTS PAYABLES

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Accounts payables	<u>1,193,091</u>	<u>1,374,616</u>

Accounts payables mainly represent consultancy fee payables to suppliers of the Group's real estate agency services in the primary market whereby no general credit terms are granted. For real estate brokerage network services, account payables mainly represent brokerage network intermediary fees. The balance as at 31 December 2020 and 2021 also included those outstanding payables for advertising fee, E-commerce service fee, and cultural media related expenses. The Group is obliged to settle the amounts due upon the completion of or pursuant to the terms and conditions of the relevant agreements. The following is an aged analysis of accounts payables presented based on the date of receipts of services by the Group at the end of each reporting period:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Within 1 year	1,140,331	1,340,224
1 – 2 years	52,760	34,392
	<u>1,193,091</u>	<u>1,374,616</u>

BUSINESS REVIEW AND OUTLOOK

In 2021, under the general principle of “houses are for living, not for speculation” there was a demand for stabilizing land premiums, housing prices and expectations. As a number of policies, including those regarding land auctions and regulatory funds, were implemented, the real estate industry has been under severe conditions, with transactions continuing to decrease and several property developers facing credit crisis. As the primary downstream service platform of China’s real estate industry, the Group was also affected by the chain reaction of the industry. Its collection of real estate sales showed a staged downward trend and its overall performance declined. During the Reporting Period, the Group recorded a loss of RMB12.265 billion. This was mainly due to (i) the decline in the Group’s business scale as a result of the overall downturn in the real estate market; (ii) the additional loss allowance recognized by the Group for the ECL on outstanding trade-related receivables from customers due to the deterioration in the credit quality of several real estate developer customers; and (iii) impairment losses on other assets resulting from the overall real estate market downturn.

During this unprecedented difficult period for the industry, the Group proactively responded to the risks and challenges arising from industry reform and corporate development. We strictly limited expenditures and reorganized cost structure. In order to follow the development trend of the upstream real estate development industry, we disposed of problematic projects in the existing real estate agency services in the primary market sector and adjusted the staffing in this business sector to optimize the direction and pace of resource investment. We actively recovered receivables and optimized the projects’ credit periods. For the accounts receivables where impairment provision was made, the Group actively followed up through formulating a recovery plan, stepping up efforts in collection, prudently evaluating the cooperating developer customers, giving priority to high-quality projects with guaranteed collection and strictly controlling the credit period of collection. Over the years, the Group has built certain development resilience from its entire industry chain layout in respect of the real estate marketing and data consulting services industry. With the gradual rebound of the real estate industry and the further recovery of the liquidity of upstream real estate developers, the Group believes that gradual business recovery will be achieved through synergies among various business sectors.

The Group adheres to the two major strategic focuses of digital marketing and digital services, leveraging business synergies to optimize asset value.

- 1) **With the digital marketing strategy centered on “Tmall Haofang (天貓好房)”, the Group built a full-chain platform for online and offline real estate digital marketing:** On the offline end, based on years of long-term close cooperation with domestic real estate developers, traditional real estate agency services in the primary market and real estate brokerage network services will continue to ensure the offline supply of high-quality properties. The Group’s Fangyou brand integrated small and medium-sized real estate brokerage companies across the country, building strong customer acquisition capabilities through multiple channels. On the online end, the Group’s Leju brand further developed its online real estate marketing business. In September 2021, the Group formed a new strategic cooperation with Alibaba and officially completed the acquisition of Tmall Haofang through an equity swap in November 2021. The exclusive right Alibaba granted the Group to operate online real estate marketing and transactions promotes the Company’s digital transformation, while Tmall’s massive user base will bring in huge traffic to traditional business sectors, creating incremental income in all aspects. The Group will spare no effort to build a closed loop of online and offline full-chain transactions, and develop Tmall Haofang into a new open digital transaction platform that converges, serves and empowers the entire industry.

- 2) **Adhering to the digital service strategy centered on “CRIC Big Data”, the Group built a real estate digital solution platform ecosystem:** Through giving full play to the advantages of real estate big data and digitalization, the Group will develop CRIC into a leading real estate digital solution provider in China. The Group created better big data products through expanding and extending its advantages of big data to the application scenarios of the whole real estate field from traditional residences to existing asset management sectors, such as properties, commercial offices, cultural tourism, apartments, health care and others, and actively explored the application of digitalization to create a digital system that provides high-quality real estate data and consulting services for industry participants and helps customers reduce costs and increase efficiency. In addition, CRIC will adapt to the challenging times faced by the real estate industry and carry out digital innovation and exploration of real estate business models, including but not limited to digital asset management innovation in the field of existing real estate and non-performing assets. CRIC’s continuous upgrade, innovation and enhanced defence will help the Group provide better services to real estate developers and house buyers, and achieve a customer-centric full closed-loop ecosystem that spans from strategy to execution, online to offline and customer acquisition to transformation. With sufficient synergy with the digital marketing sector, CRIC helps the Group achieve strong capabilities in customer acquisition, strategy, transaction and brand marketing.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management and Discussion Analysis section set out below replaces in entirety the Management and Discussion Analysis section set out in the Preliminary Results Announcement.

Revenue

Our revenue increased by 10.1% from RMB8,051.5 million in 2020 to RMB8,866.0 million in 2021. The increase was primarily due to revenue derived from digital marketing services upon the acquisition of Leju Holdings Limited (“**Leju**”, a company listed on the New York Stock Exchange with stock sticker LEJU) which amounted to RMB3,443.2 million.

Revenue derived from real estate agency services in the primary market decreased by 37.9% from RMB3,203.5 million in 2020 to RMB1,989.1 million in 2021, primarily due to the decline of GTV caused by the overall downturn in the real estate market.

Revenue derived from real estate brokerage network services decreased by 7.9% from RMB2,732.3 million in 2020 to RMB2,517.0 million in 2021. The decrease was primarily due to the decline of GTV caused by the overall downturn in the real estate market.

Revenue derived from real estate data and consulting services decreased by 7.1% from RMB987.0 million in 2020 to RMB916.7 million in 2021 primarily due to the decrease of consulting services.

Revenue derived from digital marketing services increased by 205.1% from RMB1,128.7 million in 2020 to RMB3,443.2 million in 2021 primarily due to the acquisition of Leju in November 2020.

Staff costs

Our staff costs increased by 18.6% from RMB2,734.3 million in 2020 to RMB3,243.2 million in 2021. Staff costs as a percentage of our revenue increased from 34.0% in 2020 to 36.6% in 2021, primarily due to the decrease in revenue.

Advertising and promotion expenses

Our advertising and promotion expenses increased by 222.0% from RMB946.8 million in 2020 to RMB3,048.3 million in 2021, primarily due to advertising and promotion expenses amounting to RMB2,742.6 million incurred by Leju in 2021 upon the acquisition of Leju in November 2020. The advertising and promotion expenses of Leju primarily consist of targeted online and offline marketing costs for business expansion.

Rental expenses for short-term leases, low-value assets leases and variable leases

We recorded rental expenses for short-term leases, low-value assets leases and variable leases of RMB111.4 million in 2021, and RMB33.6 million in 2020. The increase was primarily due to the increase of expenses relating to variable leases.

Depreciation and amortisation expenses

Our depreciation and amortisation expenses increased by 106.7% from RMB210.6 million in 2020 to RMB435.3 million in 2021, primarily due to the increase in amortisation of intangible assets arising from acquisition and the increased balance of property and equipment.

Loss allowance on financial assets subject to expected credit loss (“ECL”), net of reversal

Our loss allowance on financial assets subject to ECL, net of reversal increased by 5,094.9% from RMB172.5 million in 2020 to RMB8,963.7 million in 2021, primarily due to the recognition of additional loss allowance on ECL of the Group’s outstanding trade related receivables from certain of the Group’s customers engaged in property development whose credit qualities have worsened.

Loss on derecognition of receivables at fair value through other comprehensive income (“FVTOCI”)

We recorded loss on derecognition of receivables at FVTOCI of RMB5.7 million in 2021, and RMB14.7 million in 2020. The cost incurred was primarily from the disposal of receivables at FVTOCI through certain factoring arrangement.

Impairment losses recognised on non-current assets

We recorded impairment losses recognised on non-current assets of RMB858.5 million in 2021, and nil in 2020. The cost incurred was primarily from the impairment losses recognised on goodwill.

Consultancy expenses

Our consultancy expenses increased by 33.9% from RMB228.4 million in 2020 to RMB305.7 million in 2021, primarily due to the cost incurred by real estate agency services in the primary market.

Distribution expenses

Our distribution expenses increased by 2.8% from RMB2,395.8 million in 2020 to RMB2,462.3 million in 2021, primarily due to the increase of distribution cost rate.

Other operating costs

Our other operating costs increased by 99.7% from RMB359.4 million in 2020 to RMB717.7 million in 2021, primarily due to the other operating costs of RMB294.3 million incurred by Leju in 2021 upon the acquisition of Leju in November 2020.

Other income

Our other income increased by 41.5% from RMB140.2 million in 2020 to RMB198.4 million in 2021, primarily due to the recognition of the financing component in transaction price.

Other gains and losses

We recorded net other gains of RMB72.3 million in 2020 and net other losses of RMB214.7 million in 2021. Our net other gains in 2020 were primarily attributable to the fair value gain on holding of shares of other companies listed on the Stock Exchange, and the net other loss in 2021 was primarily attributable to the fair value loss on holding of such shares.

Other expenses

Our other expenses increased from RMB15.6 million in 2020 to approximately RMB29.7 million in 2021. The increase was primarily due to the increase in donation.

Share of results of associates

We recorded share of profits of associates of RMB21.1 million in 2020 and share of losses of associates of RMB33.0 million in 2021. The share of losses in 2021 was primarily attributable to the share of losses of an associate which had just commenced its new business.

Finance costs

Our finance costs increased by 11.8% from RMB481.9 million in 2020 to RMB538.8 million in 2021, primarily due to the increase in the weighted average balances of interest bearing loans.

Income tax expense

Our income tax expense increased by 43.0% from RMB252.4 million in 2020 to RMB360.9 million in 2021, primarily due to the valuation allowance of defer tax assets.

Loss/profit for the year

As a result of the foregoing, our loss for the year amounted to RMB12,264.7 million in 2021, compared to profit for the year of RMB439.2 million in 2020.

Total comprehensive expense/income for the year

As a result of the foregoing, our total comprehensive expense for the year amounted to RMB12,260.9 million in 2021, compared to our total comprehensive income for the year of RMB458.7 million in 2020.

Non-IFRS Measures

To supplement our consolidated financial information which is presented in accordance with IFRS, we also use (i) operating loss/profit and operating loss/profit margin and (ii) EBITDA loss/EBITDA as additional measures for illustrative purposes only. We believe that these measures provide useful information to investors and others in understanding and evaluating our consolidated financial results in the same manner as our management.

We define our operating loss/profit as revenue net of operating costs, which consist of staff costs, advertising and promotion expenses, rental expenses for short-term leases, low-value assets leases and variable leases, depreciation and amortization expenses, loss allowance on financial assets subject to ECL net of reversal, loss on derecognition of financial assets measured at amortised cost, loss on derecognition of receivables at FVTOCI, consultancy expenses, distribution expenses, and other operating costs. We define operating loss/profit margin as operating loss/profit divided by revenue for the year.

Our operating loss amounted to RMB10,427.4 million in the year ended 31 December 2021 compared to an operating profit of RMB955.5 million for the year ended 31 December 2020. Our operating loss margin was 117.6% in the year ended 31 December 2021, as compared to our operating profit margin of 11.9% for the year ended 31 December 2020, primarily due to the net loss allowance on financial assets. The calculation of operating loss/profit and operating loss/profit margin is not in accordance with IFRS and may not be directly comparable with similarly named financial measures of other companies. The use of these measures has limitations as an analytical tool, and you should not consider them in isolation from other measures as reported in accordance with IFRS.

We define EBITDA loss/EBITDA as (i) loss/profit for the year, adjusted to add back (ii) finance costs (iii) depreciation and amortisation expenses and (iv) income tax expense. We use EBITDA loss/EBITDA to emphasize operating results and it more nearly approximates cash flows.

Our EBITDA loss for the year ended 31 December 2021 was RMB10,929.6 million, as compared with EBITDA of RMB1,384.1 million for the year ended 31 December 2020. The calculation of EBITDA is not in accordance with IFRS and therefore may not be directly comparable with similarly named financial measures of other companies. The use of these measures has limitations as an analytical tool, and you should not consider them in isolation from other measures as reported in accordance with IFRS.

We define core net loss/profit attributable to owners of the Company as (i) loss/profit for the year attributable to owners of the Company, adjusted to add back (ii) profit and total comprehensive income attributable to the 21 investors (the “**21 Investors**”) of E-House Enterprise (China) Group Co., Ltd. (the “**PRC Holdco**”), details and background of the 21 Investors are set out in the section headed “History, Reorganization and Corporate Structure – Our Corporate Reorganization – Reorganization of Interests in PRC Holdco” of the prospectus of the Company dated 10 July 2018 (the “**Prospectus**”), and (iii) share-based compensation expense related to the Company’s pre-IPO share option scheme.

Since the profit and total comprehensive income attributable to the 21 Investors of the PRC Holdco was nil from 2019, and the share-based compensation expense related to the Company’s pre-IPO share option scheme was immaterial in the year ended 31 December 2021, the disclosure of these measures would not be expected to influence the economic decisions of users taken on the basis of financial statements.

Liquidity, Financial Resources and Gearing

During the year ended 31 December 2021, we funded our cash requirements principally from cash generated from our operations, external borrowings, and the issue of USD-denominated senior notes due 2022 and 2023. We had cash and cash equivalents of RMB7,515.8 million and RMB3,314.7 million as of 31 December 2020 and 31 December 2021, respectively. We generally deposit our excess cash in interest bearing bank accounts and current accounts.

During the year ended 31 December 2021, our principal uses of cash have been for the funding of required working capital and other recurring expenses to support the expansion of our operations and to finance the purchases in April 2021 and May 2021 as disclosed in the section headed “Material Acquisitions and/or Disposals of Subsidiaries and Affiliated Companies” in this announcement. Going forward, we believe our liquidity requirements will be satisfied by using funds from a combination of internally generated cash, external borrowings, and the issue of United States dollar-denominated senior notes due 2022 and 2023 and other funds raised from the capital markets from time to time.

Capital Expenditure

	Year ended 31 December	
	2021	2020
	<i>RMB'000</i>	<i>RMB'000</i>
	(audited)	(audited)
Purchase of and deposits placed for property and equipment	369,185	176,564
Purchase of intangible assets	647	288
Total	<u>369,832</u>	<u>176,852</u>

Our capital expenditures primarily related to purchases of property, equipment, and intangible assets and capitalised prepayment. Leasehold improvements, mainly including capitalised decoration and maintenance costs, account for the majority of property and equipment purchases.

Off-Balance Sheet Commitments and Arrangements

As of 31 December 2021, we had not entered into any off-balance sheet transactions.

Gearing Ratio

As of 31 December 2021, the gearing ratio of the Group, which is calculated by dividing total debt (all bank and other borrowings) by total assets as of the end of the period, was 56.6%, as compared with 31.9% as of 31 December 2020. The increase was primarily due to the decrease of bank balances, accounts receivables, bills receivables and receivables at FVTOCI.

Employee and Remuneration Policy

As of 31 December 2021, we had 10,560 full-time employees, most of whom were based in China. Our employees are based in our headquarters in Shanghai and various other cities in China according to our business strategies.

Our success depends on our ability to attract, retain and motivate qualified personnel. As part of our retention strategy, we offer employees performance-based cash bonuses and other incentives in addition to base salaries. The total remuneration expenses, including share-based compensation expense, for the year ended 31 December 2021 were RMB3,243.2 million, as compared to RMB2,734.3 million for the year ended 31 December 2020, representing a year-on-year increase of 18.6%.

Foreign Exchange Risk

Our functional currency is Renminbi, but certain of our cash and cash equivalent, USD-denominated senior notes and conditional investment fund received are denominated in foreign currency and are exposed to foreign currency risk. We currently do not have a foreign currency hedging policy. We will continue to monitor foreign exchange exposure and will take actions when necessary.

Pledge of Assets

As of 31 December 2021, the Group's bank borrowings of RMB1,646.5 million were secured by a bank deposit of US\$118.4 million (equivalent to approximately RMB755.1 million), the Wanju Property (carrying amount of RMB612.9 million), Tangchao Grand Hotel (carrying amount of RMB539.8 million) and 2 units in Hangzhou PingLan business center (carrying amount of RMB18.2 million).

For further details of the Wanju Property and Tangchao Grand Hotel, please refer to the announcements of the Company published under the titles "Discloseable Transaction – Acquisition of Shanghai Wanju" and "Discloseable Transaction – Acquisition of Shanghai Juanpeng", respectively, on 22 March 2020.

Contingent Liabilities

As of 31 December 2021, we did not have any material contingent liabilities (31 December 2020: nil).

EVENTS AFTER THE REPORTING PERIOD

In March 2022, the Group announced an offshore debt restructuring (the "**Restructuring**") in respect of its series of senior notes due 2022 and 2023. The proposed scheme of arrangement between the Company and the scheme creditors under section 86 of the Companies Act (2022 Revision) relating to the Restructuring was sanctioned by the Grand Court of the Cayman Islands on 9 November 2022. The Restructuring will become effective only upon the satisfaction or waiver of the restructuring conditions in accordance with the terms of the scheme. Under the terms of the scheme, the long stop date for satisfying or waiving such conditions is currently 14 December 2022. For details, please refer to the announcements of the Company dated 31 March, 7, 11, 14, 18, and 25 April, 21 September, 5, 6, 7 and 12 October, 3, 10 and 16 November 2022.

EXTRACT FROM THE AUDITOR’S REPORT

The following is an extract of the Zhonghui Anda’s report on the Group’s consolidated financial statements for the year ended 31 December 2021.

Material uncertainties relating to going concern

We draw attention to note 2 to the consolidated financial statements which mentions that the Group incurred a loss of approximately RMB12,264,659,000 and net cash outflow from operating activities of approximately RMB2,370,896,000 for the year ended 31 December 2021 and, as of that date, the Group had net current liabilities and net liabilities approximately RMB1,031,973,000 and approximately RMB9,995,000, respectively. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

The aforesaid “note 2 to the consolidated financial statements” in the extract from the Auditor’s report is disclosed as note 2 to the notes to the consolidated financial statements in this announcement.

SCOPE OF WORK OF ZHONGHUI ANDA CPA LIMITED

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the 2021 Financial Year as set out in the Preliminary Results Announcement and as updated in this update announcement have been agreed by Zhonghui Anda, to the amounts set out in the Group’s audited consolidated financial statements for the 2021 Financial Year. The work performed by Zhonghui Anda in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Zhonghui Anda on the Preliminary Results Announcement or this update announcement.

UPDATE ON PUBLICATION OF ANNUAL REPORT FOR THE 2021 FINANCIAL YEAR, THE 2022 INTERIM RESULTS AND THE 2022 INTERIM REPORT

In light of the completion of audit of the Group’s results for the 2021 Financial Year, as disclosed in the announcement of the Company dated 19 October 2022, the 2021 Annual Report will be despatched to Shareholders on or before 30 November 2022. In addition, it is expected that the 2022 Interim Results and the 2022 Interim Report will be published and/or despatched to Shareholders on or before 30 November 2022 and 15 December 2022, respectively.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 September 2022 and is currently expected to remain suspended until the publication of the announcement in relation to the 2022 Interim Results by the Company.

The Company will publish further announcement(s) as and when necessary if there is any material update in relation to any of the above matters.

By order of the Board
E-House (China) Enterprise Holdings Limited
Zhou Xin
Chairman

Hong Kong, 21 November 2022

As at the date of this announcement, the Board comprises Mr. Zhou Xin as Chairman and executive director, Mr. Huang Canhao, Dr. Cheng Li-Lan and Dr. Ding Zuyu as executive directors, Ms. Jiang Shanshan, Mr. Yang Yong, Ms. Xie Mei and Mr. Lv Peimei as non-executive directors, and Mr. Zhang Bang, Mr. Zhu Hongchao, Mr. Wang Liqun and Mr. Li Jin as independent non-executive directors.