中國基建投資有限公司
China Infrastructure Investment Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 600)

ANNOUNCEMENT OF AUDITED ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2023

The board (the "**Board**") of directors (the "**Directors**") of China Infrastructure Investment Limited (the "**Company**") is pleased to announce the audited consolidated results of the Company and its subsidiaries (collectively the "**Group**") for the year ended 31 December 2023 together with the audited comparative figures for the year ended 31 December 2022, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2023

	Notes	**2023** ***HK$'000***	2022 *HK$'000*
Revenue	*4*	**12,112**	2,715
Cost of sales		**(9,360)**	(176)
Gross profit		**2,752**	2,539
Other income, gains and losses, net	*5*	**(100)**	36,064
Loss from changes in fair value of investment properties		**(544)**	(3,393)
Impairment losses under expected credit loss model, net of reversal		**(43,196)**	(177,609)
Administrative expenses		**(8,918)**	(9,802)
Share of results of associates		**–**	(766)
Loss on disposal of subsidiaries		**(10,629)**	–
Finance costs	*6*	**(91,589)**	(76,442)
Loss before tax	*8*	**(152,224)**	(229,409)
Income tax expense	*7*	**(41)**	–
Loss for the year		**(152,265)**	(229,409)
Attributable to:			
– Owners of the Company		**(152,345)**	(227,735)
– Non-controlling interests		**80**	(1,674)
Loss for the year		**(152,265)**	(229,409)
Loss per share	*10*		
Basic		**(35.68) cents**	(53.33) cents
Diluted		**N/A**	N/A

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2023

	2023	2022
	HK$'000	*HK$'000*
Loss for the year	**(152,265)**	(229,409)
Other comprehensive income (expense) for the year:		
Items that may be reclassified subsequently to profit or loss:		
Exchange differences arising on translation of foreign operations	**1,129**	(6,202)
Share of other comprehensive expense of associates, net of related income tax	**–**	(65)
Reclassification of cumulative exchange reserve upon disposal of foreign operations	**(8,954)**	(73)
Other comprehensive expense for the year, net of tax	**(7,825)**	(6,340)
Total comprehensive expense for the year	**(160,090)**	(235,749)
Total comprehensive (expense) income attributable to:		
– Owners of the Company	**(160,371)**	(234,766)
– Non-controlling interests	**281**	(983)
Total comprehensive expense	**(160,090)**	(235,749)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
At 31 December 2023

	Notes	2023 HK$'000	2022 HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment		**–**	–
Right-of-use assets		**–**	527
Investment properties		**23,034**	24,175
Goodwill		**–**	–
Interests in associates		**–**	–
		23,034	24,702
CURRENT ASSETS			
Inventories		**1,314**	–
Trade receivables	*11*	**10,451**	505
Other receivables and deposits		**2,717**	52,282
Cash and cash equivalents		**3,565**	2,347
		18,047	55,134
CURRENT LIABILITIES			
Trade payables	*12*	**22,315**	13,463
Accruals and other payables		**405,865**	323,213
Interest-bearing borrowing		**115,000**	115,000
Lease liabilities		**–**	296
Tax payables		**5,575**	5,717
		548,755	457,689
NET CURRENT LIABILITIES		**(530,708)**	(402,555)
TOTAL ASSETS LESS CURRENT LIABILITIES		**(507,674)**	(377,853)
NON-CURRENT LIABILITIES			
Lease liabilities		**–**	236
NET LIABILITIES		**(507,674)**	(378,089)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION *(CONTINUED)*
At 31 December 2023

	2023	2022
	HK$'000	*HK$'000*
CAPITAL AND RESERVES		
Share capital	**213,496**	213,496
Reserves	**(689,550)**	(529,179)
Equity attributable to owners of the Company	**(476,054)**	(315,683)
Non-controlling interests	**(31,620)**	(62,406)
TOTAL DEFICIT	**(507,674)**	(378,089)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2023

1. GENERAL INFORMATION

China Infrastructure Investment Limited (the "**Company**") was incorporated in the Cayman Islands on 16 June 1992 as an exempted company with limited liability under the Companies Law of the Cayman Islands. The shares of the Company are listed on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). The address of the registered office of the Company in the Cayman Islands is The R&H Trust Co. Ltd., Windward 1, Regatta Office Park, West Bay Road, Grand Cayman, Cayman Islands. The address of the registered office and the principal place of business of the Company in Hong Kong was Room 705A, 7/F., New East Ocean Centre, 9 Science Museum Road, Tsim Sha Tsui East, Kowloon, Hong Kong.

The Company is an investment holding company. The principal activities of its subsidiaries (together with the Company, the "**Group**") are property investment and natural gas business.

The consolidated financial statements are presented in Hong Kong dollars ("**HK$**"), which is also the functional currency of the Company.

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") AND CHANGES IN OTHER ACCOUNTING POLICIES

New and amendments to HKFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following new and amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2023 for the preparation of the consolidated financial statements:

HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)	Insurance Contracts
Amendments to Hong Kong Accounting Standards ("**HKAS**") 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to HKAS 12	International Tax Reform-Pillar Two model Rules
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies

Except as described below, the application of the new and amendments to HKFRSs in the current year has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in the consolidated financial statements.

Impacts on application of *Amendments to HKAS 8 Definition of Accounting Estimates*

The Group has applied the amendments for the first time in the current year. The amendments define accounting estimates as "monetary amounts in financial statements that are subject to measurement uncertainty". An accounting policy may require items in financial statements to be measured in a way that involves measurement uncertainty. In such a case, an entity develops an accounting estimate to achieve the objective set out by the accounting policy. The amendments to HKAS 8 clarify the distinction between changes in accounting estimates, and changes in accounting policies and the correction of errors.

The application of the amendments in the current year had no material impact on the consolidated financial statements.

Impacts on application of *Amendments to HKAS 12 Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

The Group has applied the amendments for the first time in the current year. The amendments narrow the scope of the recognition exemption of deferred tax liabilities and deferred tax assets in paragraphs 15 and 24 of HKAS 12 *Income Taxes* so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

The application of the amendments in the current year had no material impact on the consolidated financial statements.

Impacts on application of *Amendments to HKAS 12 Income Taxes International Tax Reform-Pillar Two model Rules*

The Group has applied the amendments for the first time in the current year. HKAS 12 is amended to add the exception to recognising and disclosing information about deferred tax assets and liabilities that are related to tax law enacted or substantively enacted to implement the Pillar Two model rules published by the Organisation for Economic Co-operation and Development (the "**Pillar Two legislation**"). The amendments require that entities apply the amendments immediately upon issuance and retrospectively. The amendments also require that entities to disclose separately its current tax expense/income related to Pillar Two income taxes in periods which the Pillar Two legislation is in effect, and the qualitative and quantitative information about its exposure to Pillar Two income taxes in periods in which the Pillar Two legislation is enacted or substantially enacted but not yet in effect in annual reporting periods beginning on or after 1 January 2023.

The Group is yet to apply the temporary exception during the current year because the Group's entities are operating in jurisdictions which the Pillar Two legislation has not yet been enacted or substantially enacted. The Group will disclose known or reasonably estimable information that helps users of financial statements to understand the Group's exposure to Pillar Two income taxes in the Group's annual consolidated financial statements when the Pillar Two legislation is enacted or substantially enacted and will disclose separately current tax expense/income related to Pillar Two income taxes when it is in effect.

Impacts on application of *Amendments to HKAS 1 and HKFRS Practice Statement 2 Disclosure of Accounting Policies*

The Group has applied the amendments for the first time in the current year. HKAS 1 *Presentation of Financial Statements* is amended to replace all instances of the term "significant accounting policies" with "material accounting policy information". Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

The amendments also clarify that accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. If an entity chooses to disclose immaterial accounting policy information, such information must not obscure material accounting policy information.

HKFRS Practice Statement 2 *Making Materiality Judgements* (the "**Practice Statement**") is also amended to illustrate how an entity applies the "four-step materiality process" to accounting policy disclosures and to judge whether information about an accounting policy is material to its financial statements. Guidance and examples are added to the Practice Statement.

The application of the amendments has had no material impact on the Group's financial positions and performance but has affected the disclosure of the Group's accounting policies set out to the consolidated financial statements.

Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund ("MPF") – Long Service Payment ("LSP") offsetting mechanism in Hong Kong

The Group has several subsidiaries operating in Hong Kong which are obliged to pay LSP to employees under certain circumstances. Meanwhile, the Group makes mandatory MPF contributions to the trustee who administers the assets held in a trust solely for the retirement benefits of each individual employee. Offsetting of LSP against an employee's accrued retirement benefits derived from employers' MPF contributions was allowed under the Employment Ordinance (Cap.57). In June 2022, the Government of the Hong Kong Special Administrative Region ("**HKSAR**") gazetted the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 (the "**Amendment Ordinance**") which abolishes the use of the accrued benefits derived from employers' mandatory MPF contributions to offset severance payment and LSP (the "**Abolition**"). The Abolition will officially take effect on 1 May 2025 (the "**Transition Date**"). In addition, under the Amendment Ordinance, the last month's salary immediately preceding the Transition Date (instead of the date of termination of employment) is used to calculate the portion of LSP in respect of the employment period before the Transition Date.

In July 2023, the HKICPA published "Accounting implications of the abolition of the MPF-LSP offsetting mechanism in Hong Kong" which provides guidance for the accounting for the offsetting mechanism and the impact arising from abolition of the MPF-LSP offsetting mechanism in Hong Kong. In light of this, the Group has implemented the guidance published by the HKICPA in connection with the LSP obligation retrospectively so as to provide more reliable and more relevant information about the effects of the offsetting mechanism and the Abolition.

The Group considered the accrued benefits arising from employer MPF contributions that have been vested with the employee and which could be used to offset the employee's LSP benefits as a deemed contribution by the employee towards the LSP. Historically, the Group has been applying the practical expedient in paragraph 93(b) of HKAS 19 to account for the deemed employee contributions as a reduction of the service cost in the period in which the related service is rendered.

Based on the HKICPA's guidance, as a result of the Abolition, these contributions are no longer considered "linked solely to the employee's service in that period" since the mandatory employer MPF contributions after the Transition Date can still be used to offset the pre-transition LSP obligation. Therefore, it would not be appropriate to view the contributions as "independent of the number of years of service" and the practical expedient in paragraph 93(b) of HKAS 19 is no longer applicable. Instead, these deemed contributions should be attributed to periods of service in the same manner as the gross LSP benefit applying paragraph 93(a) of HKAS 19. Accordingly, the Group has recognised a cumulative catch-up adjustment in profit or loss for the service cost, interest expense and remeasurement effect from changes in actuarial assumptions for the year ended 31 December 2022, with corresponding adjustment to the LSP obligation. The cumulative catch-up adjustment is calculated as the difference at the enactment date (16 June 2022) between the carrying amount of the LSP liability calculated under paragraph 93(b) of HKAS 19 before the Abolition and the carrying amount of the LSP liability calculated under paragraph 93(a) of HKAS 19 after the Abolition.

The application of the amendments did not have a material impact on the Group's profit or loss for the years ended 31 December 2023 and 31 December 2022 and the Group's and the Company's financial position as at 31 December 2023 and 31 December 2022.

Amendments to HKFRSs in issue but not yet effective

The Group has not early applied the following amendments to HKFRSs that have been issued but are not yet effective:

Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback[2]
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)[2]
Amendments to HKAS 1	Non-current Liabilities with Covenants[2]
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements[2]
Amendments to HKAS 21	Lack of Exchangeability[3]

[1] Effective for annual periods beginning on or after a date to be determined.
[2] Effective for annual periods beginning on or after 1 January 2024.
[3] Effective for annual periods beginning on or after 1 January 2025.

Except for the amendments to HKFRSs mentioned in the consolidated financial statements, the directors of the Company (the "**Directors**") anticipate that the application of all other amendments to HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

3.1 Basic of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") and by the Hong Kong Companies Ordinance.

As stated in the consolidated financial statements, the Group reported loss attributable to the owners of the Company of approximately HK$152,345,000 for the year ended 31 December 2023 and, as of that date, the Group's current liabilities exceeded its current assets by approximately HK$530,708,000 and the Group had net liabilities of approximately HK$507,674,000, in which interest-bearing borrowing and the respective interest payable and redemption premium amounted to approximately HK$115,000,000 and HK$362,358,000 respectively, while its cash and cash equivalents only amounted to approximately HK$3,565,000. In addition, due to an array of epidemic prevention measures including lockdown measures implemented by the PRC government due to COVID-19 and downturn of the property market in the PRC in 2023, the business operation of the Group was inevitably affected. These conditions indicate the existence of material uncertainties which may cast significant doubt about the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business

The Directors have given careful consideration to future liquidity and performance of the Group and its available sources. Certain measures have been taken to manage its liquidity needs and to improve its financial position which includes but not limited to:

(i) *Developing existing business*

The Group's existing business is operating as usual and the Company is endeavoring to improve the Group's operating results and cash flows by focusing on the existing businesses of the Group and will expand the existing business internationally.

In the second to third quarter of 2023, the economy and business activities in the PRC finally recovered and became normal. The Group responded immediately and grasped this opportunity to fully resume its business. The Company has put in strenuous effort in identifying and exploring all sorts of thriving business opportunities in further expanding its natural gas business regardless of the arduous situation.

(ii) *Exploring business opportunities*

In addition to development of the existing business, the Company will also explore different business opportunities in order to increase cash inflow for the Group to improve the financial position of the Company.

(iii) *Repaying outstanding liabilities and collecting trade receivables*

The Company is actively negotiating with relevant parties and will use its best endeavors to repay the outstanding liabilities. Additionally, the Company is actively collecting its trade receivables from relevant parties to improve the financial position of the Group.

(iv) *Enforcing cost-saving measures*

The Company will use its best endeavours to minimise its expenses including but not limited to administrative expenses as well as operating costs.

(v) *Loan capitalisation*

The Company is in negotiation with the creditor(s) of the Group in relation to potential capitalisation of the debt. It will not only reduce the debt but also will increase the shareholder base for the Company.

(vi) *Potential fund-raising activities*

The Group is actively seeking opportunities for fund-raising such as rights issue, placing of new shares, issue of new shares and/or convertible bonds, depending on the prevailing market conditions and the development of the Group's businesses.

Provided that the above measures are successfully implemented and the financial position of the Group is improved, the Directors believe that the Group will have sufficient cash resources to satisfy its future working capital and other financial needs. Accordingly, the consolidated financial statements for the year ended 31 December 2023 have been prepared on a going concern basis.

The consolidated financial statements do not include any adjustments that would result from the failure of the Group to obtain sufficient future funding. Should the Group be unable to continue to operate as a going concern, adjustments would have to be made to reduce the carrying amounts of the assets of the Group to their recoverable amounts, to provide for further liabilities which might arise and to reclassify non-current assets as current assets.

The consolidated financial statements have been prepared on the historical cost basis except for the investment properties that are measured at fair value at the end of each reporting period, as explained in the accounting policies set out in the consolidated financial statements.

4. REVENUE

Disaggregation of revenue from contract with customers:

	2023	2022
	HK$'000	*HK$'000*
Type of goods or services		
Sales of construction materials	**9,348**	–
Property management service	**1,318**	1,273
Revenue from contracts with customers	**10,666**	1,273
Leases	**1,446**	1,442
Total revenue	**12,112**	2,715

5. OTHER INCOME, GAINS AND LOSSES, NET

	2023	2022
	HK'000	*HK$'000*
Interest income on bank deposits	**2**	6
Compensation income arising from profit guarantee realisation *(Note)*	**–**	36,000
Loss on early termination of a lease	**(105)**	–
Others	**3**	58
	(100)	36,064

Note:

For the years ended 31 December 2023 and 2022, as Forward Investment (PRC) Company Limited ("**Forward Investment**") suffered operating loss and no dividend have been declared, the Return Undertaking (as defined in the consolidated financial statements) was exercised and the Guarantors (as defined in the consolidated financial statements) are obliged to pay the compensation income of HK$36,000,000 and HK$36,000,000 to the Group for the years ended 31 December 2022 and 31 December 2023, respectively. As such, a compensation income from the Guarantors of HK$36,000,000 was recognised in the consolidated statement of profit or loss for the year ended 31 December 2022. For the year ended 31 December 2023, the management of the Group considered the Guarantors are in default of payment of the compensation income for the years ended 31 December 2021 and 2022, and thus, no compensation income was recognised in the consolidated statement of profit or loss for the year ended 31 December 2023.

6. FINANCE COSTS

	2023	2022
	HK'000	*HK$'000*
Default interest on interest-bearing borrowing	**55,551**	46,293
Redemption premium on interest-bearing borrowing	**35,510**	29,590
Interest on lease liabilities	**14**	21
Interest on litigation liabilities	**514**	538
	91,589	76,442

7. INCOME TAX EXPENSE

	2023	2022
	HK'000	*HK$'000*
Current tax	**41**	–

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK$2 million.

No provision for Hong Kong Profits Tax has been made as the Group has no estimated assessable profits arising in, nor deriving from Hong Kong for both years.

Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both years.

In 2023, 天津俊华物流有限公司 Tianjin Jun Hua Logistics Company Limited* ("**Tianjin Jun Hua Logistics**"), a non-wholly subsidiary of the Company, fulfils the requirement of small and micro enterprises and is subject to 20% preferential EIT pursuant to Cai Shui [2022] No. 13 and Cai Shui [2023] No.6 issued by Ministry of Finance of the People's Republic of China. In addition, Tianjin Jun Hua Logistics is also entitled to a tax concession for 25% of its taxable income for the annual taxable income of less than RMB3,000,000 (inclusive) for the year ended 31 December 2023.

No provision for PRC Enterprise Income Tax has been made as the Group had no assessable profit arising in or derived from PRC for the year ended 31 December 2022.

* *For identification purpose only*

8. LOSS BEFORE TAX

Loss before tax has been arrived at after charging (crediting):

	2023	2022
	HK'000	*HK$'000*
Staff costs (including directors' emoluments):		
– salaries, allowances and benefits in kind	**2,610**	3,387
– retirement benefits scheme contributions	**88**	95
Total staff costs	**2,698**	3,482
Auditor's remuneration	**800**	950
Depreciation of right-of-use assets	**125**	343
Depreciation of property, plant and equipment	**–**	9
Legal and professional fee	**262**	310
Cost of inventories recognised as expense	**9,040**	–
Gross rental income from investment properties	**(1,446)**	(1,442)
Less: Direct operating expenses from investment properties that generated rental income during the year	**320**	176
	(1,126)	(1,266)

9. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended 31 December 2023, nor has any dividend been proposed since the end of the reporting period (2022: Nil).

10. LOSS PER SHARE

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

	2023	2022
	HK'000	*HK$'000*
Loss for the year attributable to owners of the Company for the purpose of basic and diluted loss per share	**(152,345)**	(227,735)

	2023	2022
	'000	*'000*
Number of shares		
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	**426,991**	426,991

No diluted loss per share for both years ended 31 December 2023 and 31 December 2022 were presented as there were no potential ordinary shares in issue for both years ended 31 December 2023 and 31 December 2022.

11. TRADE RECEIVABLES

	2023	2022
	HK'000	*HK$'000*
Trade receivables	**10,553**	1,055
Less: Allowance for credit losses	**(102)**	(550)
Trade receivables, net	**10,451**	505

The Group generally allowed an average credit period due within 30 days to its trade debtors. The Group does not hold any collateral over these balances. The following is an aged analysis of trade receivables, net of allowance for credit losses, presented based on the invoice date (or date of revenue recognition, if earlier).

	2023	2022
	HK'000	*HK$'000*
0 to 30 days	**10,451**	188
Over 90 days	**–**	317
	10,451	505

12. TRADE PAYABLES

	2023	2022
	HK'000	*HK$'000*
Trade payables	**22,315**	13,463

The following is an aged analysis of trade payables presented based on the invoice date:

	2023	2022
	HK'000	*HK$'000*
0 to 30 days	**10,114**	–
Over 90 days	**12,201**	13,463
	22,315	13,463

The average credit period granted by suppliers is 30 days.

EXTRACT OF THE INDEPENDENT AUDITOR'S REPORT

The following is an extract of the independent auditor's report on the Group's consolidated financial statements for the year ended 31 December 2023 which has included a disclaimer of opinion:

DISCLAIMER OF OPINION

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

(A) Limitation of Scope on Accounting Books and Records of Tianjin Hui Li Yuan

During the year ended 31 December 2021, a key management of the Group has been suffering from serious health problems, which caused great hindrance to him in the management and daily works in the Group. In light of the disruptions and uncertainty surrounding the operation of 天津滙力源動力設備有限公司 (Tianjin Hui Li Yuan Power Equipment Co. Ltd.*) ("**Tianjin Hui Li Yuan**"), a principal non-wholly owned subsidiary of the Group, all of the employees of Tianjin Hui Li Yuan, including the key personnel of the management team and the responsible person for finance and accounting matters of Tianjin Hui Li Yuan, had left Tianjin Hui Li Yuan. Tianjin Hui Li Yuan has suspended its operation since the year ended 31 December 2021.

The directors of the Company had taken all reasonable steps to preserve and maintain the books and records of Tianjin Hui Li Yuan that were left behind by certain former management and key personnel of Tianjin Hui Li Yuan responsible for finance and accounting matters, including but not limited to the management accounts, ledgers and sub-ledgers account. Despite the best endeavor of the directors of the Company to (i) locate supporting documents, such as invoices, purchase orders, construction agreements (the "**Construction Agreements**") and progress reports (the "**Progress Reports**"), regarding the construction in progress, major assets of Tianjin Hui Li Yuan, and (ii) assemble the explanations on the journal entries, they were unable to fully access/recover the accounting and finance records.

In addition, as disclosed in Notes 18 and 36 to the consolidated financial statements, Tianjin Hui Li Yuan had entered into an agreement (the "**Pledge Agreement**") with a PRC trust company (the "**Lender**"), to provide a pledge (the "**Pledge**") of the properties of Tianjin Hui Li Yuan ("**Tianjin Properties**"), which are major assets of Tianjin Hui Li Yuan with aggregate carrying amounts of approximately HK$Nil and HK$Nil as at 31 December 2022 and 28 December 2023 respectively, to secure a loan in the sum of RMB80,000,000 (the "**Loan**") granted by the Lender to a business partner (the "**Borrower**"), an independent third party of the Group. In order to protect the interest of the Group against the loss which might be suffered by the Group under the Pledge, the Borrower and the non-controlling interest of Tianjin Hui Li Yuan entered into a counter indemnity in favour of the Group pursuant to which they agreed to, among other matters, indemnify the Group for its liabilities and loss which may arise from the Pledge. The non-controlling interest of Tianjin Hui Li Yuan also agreed to indemnify the Group by offering a pledge of its 40% equity interest in Tianjin Hui Li Yuan to the Group upon default in loan repayments by the Borrower. On 30 March 2022, 天津市南開區人民法院 (Tianjin Nankai District People's Court*) made a judgement (the "**Judgement**") that amongst other things, the Borrower shall compensate 天津物產進出口貿易有限公司 (Tianjin Product Import & Export Trading Co., Ltd.*) ("**Tianjin Trading**"), being a party which the Lender has transferred its interest in the Loan to Tianjin Trading. If the Borrower fails to compensate Tianjin Trading, Tianjin Hui Li Yuan shall bear the shortfall amount by the proceed from sale of the Tianjin Properties. As a result, the Tianjin Properties were fully impaired and impairment loss of approximately HK$113,919,000 was recognised during the year ended 31 December 2021.

As disclosed in Note 40 to consolidated financial statements, on 28 December 2023, Nanjing Taiye Metal Material Technology Company Limited*, a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with an independent third party in relation to the disposal of its 100% equity interest in 南京曦德市政工程有限公司 (Nanjing Xide Municipal Engineering Co., Ltd.*) ("**Nanjing Xide**") at a consideration of RMB1,000,000. Nanjing Xide is an investment holding company and has 60% equity interest in Tianjin Hui Li Yuan (the "**Nanjing Xide Group**"). The disposal is completed on 28 December 2023 (the "**Disposal Date**"), and a loss on disposal of subsidiaries of approximately HK$10,629,000 has been recognised in the profit or loss for the year ended 31 December 2023.

Under the circumstances as explained above, we were not able to carry out procedures which we considered as necessary on the books and records of Tianjin Hui Li Yuan, including but not limited to the Construction Agreements, the Progress Reports, the Pledge Agreement and the indemnity documents, to satisfy ourselves as to:

(i) the existence, rights and obligations, completeness, accuracy, valuation and classification of (a) its total assets of approximately HK$6,743,000, total liabilities of approximately HK$84,458,000 and the cumulative exchange reserve of approximately HK$7,011,000 as at 31 December 2022; and (b) its total assets of approximately HK$6,576,000, total liabilities of approximately HK$82,838,000 and the cumulative exchange reserve of approximately HK$8,978,000 as at the Disposal Date;

(ii) the occurrence, completeness, accuracy, cut-off and classification of (a) its loss of approximately HK$1,154,000 and HK$514,000 for the year ended 31 December 2022 and for the period from 1 January 2023 to the Disposal Date, respectively; and (b) its total comprehensive income of approximately HK$3,850,000 for the year ended 31 December 2022 and total comprehensive income of approximately HK$1,453,000 for the period from 1 January 2023 to the Disposal Date;

(iii) the segment information of property investment segment, the contingent liabilities and other related disclosure notes in relation to Tianjin Hui Li Yuan, as included in the consolidated financial statements of the Group for the years ended 31 December 2022 and 31 December 2023, have been accurately recorded and properly accounted for in the consolidated financial statements; and

(iv) the accuracy of the loss on disposal of subsidiaries of approximately HK$10,629,000 as included in the profit or loss of the Group for the year ended 31 December 2023.

There were no other satisfactory audit procedures that we could adopt to obtain sufficient appropriate evidence in this regard.

Financial information in respect of Tianjin Hui Li Yuan is set out below:

Income and expenses of Tianjin Hui Li Yuan:

	From 1 January 2023 to 28 December 2023	Year ended 31 December 2022
	HK$'000	*HK$'000*
Finance costs	**(514)**	(538)
Administrative expenses	**–**	(616)
Loss before tax	**(514)**	(1,154)
Income tax expense	**–**	–
Loss for the year	**(514)**	(1,154)
Other comprehensive income	**1,967**	5,004
Total comprehensive income for the year	**1,453**	3,850

Assets and liabilities of Tianjin Hui Li Yuan:

	As at 28 December 2023	As at 31 December 2022
	HK$'000	*HK$'000*
Property, plant and equipment	**–**	–
Other receivables	**6,467**	6,632
Cash and cash equivalents	**109**	111
Other payables	**(16,400)**	(17,381)
Amounts due to the Group	**(66,438)**	(67,077)
Net liabilities of Tianjin Hui Li Yuan	**(76,262)**	(77,715)

Any adjustments found to be necessary to the above matters might have significant consequential effects on the consolidated financial performance and consolidated cash flows of the Group for the years ended 31 December 2022 and 31 December 2023, the consolidated financial position of the Group as at 31 December 2022 and the related disclosures thereof in the consolidated financial statements.

(B) Multiple Fundamental Uncertainties Relating to Going Concern

As stated in Note 3.1 to the consolidated financial statements, the Group reported loss attributable to the owners of the Company of approximately HK$152,345,000 for the year ended 31 December 2023 and, as of that date, the Group's current liabilities exceeded its current assets by approximately HK$530,708,000 and the Group had net liabilities of approximately HK$507,674,000, in which interest-bearing borrowing and the respective interest payable and redemption premium payable amounted to approximately HK$115,000,000 and HK$362,358,000 respectively, while its cash and cash equivalents only amounted to approximately HK$3,565,000.

These conditions indicate the existence of material uncertainties which may cast significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

As explained in Note 3.1 to the consolidated financial statements, the consolidated financial statements have been prepared by the directors of the Company on a going concern basis, the validity of which is dependent on the Group's ability to obtain sufficient future funding. Due to the uncertainty of the Group's ability to maintain adequate future cash flows, we were unable to ascertain whether the assumptions made by the directors of the Company in preparing the consolidated financial statements on a going concern basis are proper and appropriate.

Should the going concern assumption be inappropriate, adjustments would be necessary to reclassify all non-current assets as current assets, to write-down the value of assets to their recoverable amounts and to provide for further liabilities which may arise. The consolidated financial statements have not incorporated any of these adjustments. However, the uncertainty surrounding the Group's future cash flows raises significant doubt about the Group's ability to continue as a going concern. We consider that appropriate disclosures have been made in the consolidated financial statements concerning this situation, but we are unable to obtain adequate evidence concerning the Group's ability to meet any financial obligations as and when they fall due and we consider that these material uncertainties relating to going concern basis.

We consider the cumulative effect of the above matters on the consolidated financial statements is so extreme that we have disclaimed our opinion.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW AND OUTLOOK

Properties Investment Business

The Company's subsidiaries, Tianjin Jun Hua Logistics Company Limited* is principally engaged in the business of property rentals and operation of storage units and Tianjin Hui Li Yuan Power Equipment Co. Ltd.* ("**Tianjin Hui Li Yuan**") is principally engaged in the business of property rentals and property development.

During the year ended 31 December 2023, the Group's Properties Investment Business has generated revenue of approximately HK$2,764,000. The Group currently owns properties at Tianjin Economic and Technological Development Zone, Tianjin City, People's Republic of China ("**PRC**"). The revenue of the Properties Investments Business mainly derives from the rental income and management fees.

On 28 December 2023, Nanjing Taiye Metal Material Technology Company Limited*, a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with an independent third party in relation to the disposal of its 100% equity interest in 南京曦德市政工程有限公司 ("**南京曦德**") at a consideration of RMB1,000,000. 南京曦德 is an investment holding company and has 60% equity interest in Tianjin Hui Li Yuan. The disposal was completed on 28 December 2023.

In light of the uncertain property market conditions brought by the downfall of large developers and the liquidity crisis in the PRC, the Company has adopted a prudent approach in property investment. Nonetheless, the Company remains vigilant in monitoring market sentiments, ensuring readiness to seize any favorable business prospects that may arise. The Group will continue to hold its existing properties and may consider to sell the properties depending on the development of the market conditions. The Company has been exploring other relevant business opportunities in the property development industry so as to continue develop its business in the sector at a lower risk and enhance its overall business performance given the challenges mentioned above.

Natural Gas Business

During the year, following the relief of epidemic prevention measures by the Hong Kong Government and the PRC government and the overall recovery from the COVID-19 pandemic, the Group has immediately continue to develop the natural gas business which were severely affected during the pandemic period. The revenue of the natural gas business amounted to approximately HK$9,348,000 for the year ended 31 December 2023. To facilitate the implementation of the Belt and Road Initiative advocated by the PRC government, the Company also expanded its customer base and developing its markets not only in the PRC but also to the Middle East.

Given the long operating history of the natural gas business, the Company has therefore been exploring opportunities to fine tune and upgrade its business strategy. The parenthetical needs of the customers in relevant products of the natural gas business then came to the Company's attention. The Company has currently established business cooperation with various well-known and sizeable state-owned enterprises in the PRC for sourcing related products to fully cater for the needs of the customers. In addition to the sales of goods, the Group also provides comprehensive after-sales services including maintenance and repairment, facilitated by a proficient team of well-trained technical staff of the Group to cater the needs of the customers. Given the uniqueness of the machinery, the loyalty of customers is extremely high and it will secure sustainable income to the Group in terms of provision of such after-sales services.

The Group is negotiating with some potential customers for further exploration of business opportunities and will continue to develop its businesses in full force in the future.

Outlook

In light of the perennial COVID-19 pandemic, disruptions and substantial adverse impacts have been observed across almost all industries. Property market in the PRC has plunged into gloom resulting from the decline of major developers and the liquidity crisis and the Group has subsequently taken a relatively prudent approach in terms of property investment. Nonetheless, the Company remains vigilant in monitoring market sentiments so as to ensure any favourable opportunity could be seized by the Group in time.

For the natural gas business, knowing full well that business opportunities do not materialise out of mere thin air, the Group has made sure to grasp the chances to develop its businesses following the overall recovery from the post-COVID-19 pandemic. With the persistent and arduous effort of the Directors and senior management of the Group, the Group will continue to develop this sector should any potential opportunities arise in the future.

HUMAN RESOURCES

At 31 December 2023, the Group had a total of approximately 23 staff in Hong Kong and the PRC. The Group remunerates employees based on their performance, experience and prevailing industry practices so as to retain the competent and talented employees.

FINANCIAL REVIEW

Results

The revenue of the Group for the year ended 31 December 2023 was approximately HK$12,112,000, as compared with approximately HK$2,715,000 for the year ended 31 December 2022. The loss attributable to owners of the Company for the year ended 31 December 2023 was approximately HK$152,345,000 as compared with the loss attributable to owners of the Company of approximately HK$227,735,000 for the year ended 31 December 2022. The decrease in loss for the year ended 31 December 2023 was primarily due to (i) the loss arising on change in fair value of investment properties amounting to approximately HK$544,000 (2022: approximately HK$3,393,000); (ii) the impairment loss recognised in respect of financial assets under expected credit losses model amounting to approximately HK$43,196,000 (2022: HK$177,609,000); and (iii) the share of losses of associates amounting to HK$Nil (2022: HK$766,000).

Capital Structure

The capital structure of the Group consisted of debt (which included borrowings), cash and bank balances, and equity attributable to owners of the Company, comprising issued share capital and reserves of the Group.

Liquidity and Financial Resources

The Group monitors its liquidity requirements on a short to medium term basis and arranges refinancing of the Group's borrowings when appropriate. At 31 December 2023, the underlying current ratio, defined as current assets over current liabilities, was approximately 0.03 (at 31 December 2022: 0.12). At 31 December 2023, the underlying gearing ratio, defined as the total borrowings over total deficit (including non-controlling interests), was approximately (23%) (at 31 December 2022: (30%)) while the current liabilities to the total assets ratio was approximately 1,336% (at 31 December 2022: 573%).

At 31 December 2023, the Group's equity attributable to owners of the Company was deficit approximately HK$476,054,000 an increase of approximately 51% over last year end which was deficit of approximately HK$315,683,000. The net current liabilities at 31 December 2023 was approximately HK$530,708,000 (2022: HK$402,555,000) while cash and bank balances at 31 December 2023 was approximately HK$3,565,000 (at 31 December 2022: HK$2,347,000).

Contingent Liabilities

On 1 August 2017, the Group acquired 60% equity interest of Tianjin Hui Li Yuan of which principal asset is a land use right for a parcel of land. Starting from year 2015, Tianjin Hui Li Yuan entered into a financial guarantee contract with a PRC trust company (the "**Lender**") to provide corporate guarantee by a pledge of certain properties to secure a loan granted by the Lender to a business partner which is an independent third party (the "**Borrower**") in the sum of approximately RMB80,000,000 (the "**Loan**").

In order to protect the interest of the Group against the loss which might be suffered by the Group under the guarantee, the Borrower and the non-controlling interest of Tianjin Hui Li Yuan entered into a counter indemnity in favour of the Group pursuant to which they agreed to, among other matters, indemnify the Group for its liabilities and loss which may arise from the guarantee. The non-controlling interest of Tianjin Hui Li Yuan also agreed to indemnify the Group by offering a pledge of its 40% equity interest in Tianjin Hui Li Yuan to the Group upon default in loan repayments by the Borrower. On 30 March 2022, 天津市南開區人民法院 (Tianjin Nankai District People's Court*) made a judgement (the "**Judgement**") that amongst other things, the Borrower shall compensate 天津物產進出口貿易有限公司 (Tianjin Product Import & Export Trading Co., Ltd.*) ("**Tianjin Trading**"), being a party which the Lender has transferred its interest in the Loan to Tianjin Trading. If the Borrower fail to compensate Tianjin Trading, Tianjin Hui Li Yuan shall bear the shortfall amount by the proceed from sale of the Tianjin Properties.

Tianjin Property has been sealed by the court and has not yet been auctioned by the court because it does not meet the conditions for court disposal.

During the year ended 31 December 2023, Tianjin Hui Li Yuan was disposed.

Save as disclosed above and elsewhere in the notes to these consolidated financial statements, the Group had no other material contingent liabilities as at 31 December 2023.

Charge on Assets

At 31 December 2023, no asset was pledged.

At 31 December 2022, property, plant and equipment of approximately HK$Nil was pledged as securities for payment obligation of an independent third party.

Foreign Exchange Risk

During the year, most of the business transactions, assets and liabilities of the Group were denominated in Hong Kong Dollar, Renminbi and United Stated Dollar. The Group had no material foreign exchange exposure risks during the year.

FINAL DIVIDEND

The Board has resolved not to propose any final dividend for the year ended 31 December 2023 (2022: Nil).

CORPORATE GOVERNANCE PRACTICES

The Company has complied with all the code provisions set out in the Corporate Governance Code (the "**CG Code**") contained in Appendix C1 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") for the year ended 31 December 2023, except for the following deviations:

Code provision C.1.8 of the CG Code requires that the company should arrange appropriate insurance cover in respect of legal action against its directors. The Company did not arrange such insurance cover during the period as Directors considered that the risk of material legal claims against Directors is minimal. Nevertheless, the Board will review this arrangement from time to time in light of the prevailing circumstances and arrange for appropriate insurance coverage when necessary.

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive officer should be clearly established and set out in writing. Mr. LU Yi was appointed as the chairman (the "**Chairman**") and the chief executive officer (the "**Chief Executive Officer**") of the Company on 1 August 2023. The 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. The Board believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by current Board which comprises experienced and high calibre individuals with sufficient number thereof being independent non-executive Directors.

Code provision D.2.5 of the CG Code stipulates that the Company should have an internal audit function. The Group does not have an internal audit function as the Board has reviewed the effectiveness of the internal control system of the Company and is currently of the view that there is no immediate need to set up an internal audit function within the Group in light of the size, nature and complexity of the Group's business. The situation will be reviewed from time to time.

Code provision C.2.7 of the CG Code provides that the chairman should at least annually hold meetings with the independent non-executive directors without the executive directors and non-executive directors present. Although the Chairman did not hold a meeting with the independent non-executive Directors, excluding the executive Directors and non-executive Directors during the year ended 31 December 2023, he delegated the company secretary of the Company to gather any concerns and/or questions that the independent non-executive Directors might have and report to him for setting up followup meetings, whenever necessary, in due course.

Code provision C.5.1 of the CG Code stipulates that the Board should meet regularly and board meetings should be held at least four times a year at approximately quarterly intervals. During the year, due to the delay in publication of financial results and suspension of trading in share of the Company, the Board has not held four board meetings. During the year, the Directors were provided with relevant information of the Company regarding the operation and financial performance of the Group. By circulation of written materials to the Directors, the Board was informed throughout the year, sufficient measures had been taken to ensure that there was efficient communication among the Directors. The Board will endeavour to comply with the code provision C.5.1 of CG Code going forward.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed shares during the year ended 31 December 2023 (31 December 2022: Nil).

EVENT AFTER THE REPORTING PERIOD

There are no material events from the year ended 31 December 2023 to the date hereof.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 of the Listing Rules (the "**Model Code**") as its own code of conduct regarding Directors' securities transactions. Following a specific enquiry made by the Company on each of the Directors, all Directors have confirmed that they had complied with the required standards as set out in the Model Code during the year ended 31 December 2023. The Model Code also applies to other specified senior management of the Group.

AUDIT COMMITTEE

The Audit Committee presently comprises three independent non-executive Directors. The Audit Committee has reviewed with the management and the Company's external auditors, the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting process including the review of the consolidated financial statements for the year ended 31 December 2023.

DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Uncertainties Relating to Going Concern

The Directors acknowledge their responsibilities for preparing the consolidated financial statements of the Group and presenting a balanced, clear and comprehensive assessment of the Group's performance and prospects. The Directors are aware of the reported loss attributable to the owners of the Company of approximately HK$152,345,000 for the year ended 31 December 2023 and, as of that date, the Group's current liabilities exceeded its current assets by approximately HK$530,708,000 and the Group had net liabilities of approximately HK$507,674,000, in which interest-bearing borrowing and the respective interest payable and redemption premium payable amounted to approximately HK$115,000,000 and HK$362,358,000 respectively, while its cash and cash equivalents only amounted to approximately HK$3,565,000.

These conditions indicate the existence of material uncertainties which may cast significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

MANAGEMENT'S AND AUDIT COMMITTEE'S VIEWS ON THE INDEPENDENT AUDITOR'S REPORT

The Directors have given careful consideration to future liquidity and performance of the Group and its available sources. The Directors have taken and are taking certain measures to manage its liquidity needs and to improve its financial position which include but are not limited to:

(i) Developing existing business

The Group's existing business is operating as usual and the Company is using its best endeavours to improve the Group's operating results and cash flow by focusing on the existing business of the Group and will expand the existing business internationally.

In the second to third quarter of 2023, the economy and business activities in the PRC finally recovered and became normal. The Group responded immediately and grasped this opportunity to fully resume its business. The Company has put in strenuous effort in identifying and exploring all sorts of thriving business opportunities in further expanding its natural gas business regardless of the arduous situation.

(ii) Exploring business opportunities

In addition to development of the existing business, the Company will also explore different business opportunities in order to increase cash inflow of the Group to improve the financial position of the Company.

(iii) Repaying outstanding liabilities and collecting account receivables

The Company is actively negotiating with relevant parties and will use its best endeavor to repay the outstanding liabilities. Additionally, the Company is actively collecting its account receivables from relevant parties to improve the financial position of the Group.

(iv) Enforcing cost-saving measures

The Company will use its best endeavours to minimise its expenses including but not limited to administrative expenses as well as operating costs.

(v) Loan capitalisation

The Company is in negotiation with the creditor(s) of the Group in relation to potential capitalisation of the debt. It will not only reduce the debt but will also increase the shareholder base of the Company.

(vi) Potential fund-raising activities

The Group is actively seeking opportunities for fund-raising such as rights issue, placing of new shares, issue of new shares and/or convertible bonds, depending on the prevailing market conditions and the development of the Group's businesses.

Provided that the above measures are successfully implemented and the financial position of the Group is improved, the Directors believe that the Group will have sufficient cash resources to satisfy its future working capital and other financial needs. Accordingly, the consolidated financial statements for the year ended 31 December 2023 have been prepared on a going concern basis.

The Audit Committee has reviewed the view of and assessment made by the management and based on the detailed plans of the Directors in addressing the going concern and liquidity issue of the Group, the Audit Committee agreed with the management's position concerning the going concern and liquidity issue.

SCOPE OF WORK OF ASIAN ALLIANCE (HK) CPA LIMITED

The figures in respect of the Group's consolidated statement of financial position as at 31 December 2023 and consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2023 as set out in the preliminary announcement have been agreed by the Group's auditors, Asian Alliance (HK) CPA Limited to the amounts set out in the Group's audited consolidated financial statements for the Reporting Period. The work performed by Asian Alliance (HK) CPA Limited in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Asian Alliance (HK) CPA Limited on the preliminary announcement.

PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT

This announcement is published on the websites of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") (www.hkex.com.hk) and the Company (www.china-infrastructure.com). The annual report of the Company for the year ended 31 December 2023 containing all the information as required by the Listing Rules will be despatched to the shareholders of the Company and made available for review on the same websites in due course.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 11 July 2022. Pending the fulfilment of the Resumption Guidance, trading in the shares of the Company on the Stock Exchange will remain suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
China Infrastructure Investment Limited
Lu Yi
Chairman

Hong Kong, 23 April 2024

As at the date of this announcement, the Board comprises Mr. Lu Yi (Chairman and Chief Executive Officer), Mr. Xu Feng and Mr. Ye De Chao as executive Directors; and Mr. He Jin Geng, Mr. Yu Hong Gao and Ms. Chen Yang as independent non-executive Directors.

* *For identification purpose only*