The following is the text of a report received from the independent reporting accountants, Ernst & Young, Certified Public Accountants, Hong Kong, prepared for the purpose of incorporation in this Document.

[To insert the firm's letterhead]

ACCOUNTANTS' REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF NANJING LINGXING TECHNOLOGY CO., LTD., CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED AND CHINA SECURITIES (INTERNATIONAL) CORPORATE FINANCE COMPANY LIMITED

Introduction

We report on the historical financial information of Nanjing Lingxing Technology Co., Ltd. (the "Company") and its subsidiaries (together, the "Group") set out on pages [I-[3]] to [I-[71]], which comprises the consolidated statements of profit or loss, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group for each of the years ended 31 December 2023, 2024 and 2025 (the "Relevant Periods"), and the consolidated statements of financial position of the Group and the statements of financial position of the Company as at 31 December 2023, 2024 and 2025 and material accounting policy information and other explanatory information (together, the "Historical Financial Information"). The Historical Financial Information set out on pages [I-[3]] to [I-[71]] forms an integral part of this report, which has been prepared for inclusion in the document of the Company dated [**REDACTED**] (the "Document") in connection with the [**REDACTED**] of the shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Directors' responsibility for the Historical Financial Information

The directors of the Company are responsible for the preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information, and for such internal control as the directors determine is necessary to enable the preparation of the Historical Financial Information that is free from material misstatement, whether due to fraud or error.

Reporting accountants' responsibility

Our responsibility is to express an opinion on the Historical Financial Information and to report our opinion to you. We conducted our work in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 200 *Accountants' Reports on Historical Financial Information in Investment Circulars* issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). This standard requires that we comply with ethical standards and plan and perform our work to obtain reasonable assurance about whether the Historical Financial Information is free from material misstatement.

Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants' judgement, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity's preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information, in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Our work also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the Historical Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Historical Financial Information gives, for the purposes of the accountants' report, a true and fair view of the financial position of the Group and the Company as at 31 December 2023, 2024 and 2025 and of the financial performance and cash flows of the Group for each of the Relevant Periods in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information.

Report on matters under the Rules Governing the Listing of Securities on the Stock Exchange and the Companies (Winding Up and Miscellaneous Provisions) Ordinance

Adjustments

In preparing the Historical Financial Information, no adjustments to the Underlying Financial Statements as defined on page [I-[3]] have been made.

Dividends

We refer to note 12 to the Historical Financial Information which states that no dividends have been paid by the Company in respect of the Relevant Periods.

[●]
Certified Public Accountants
Hong Kong
[**REDACTED**]

I HISTORICAL FINANCIAL INFORMATION

Preparation of Historical Financial Information

Set out below is the Historical Financial Information which forms an integral part of this accountants' report.

The financial statements of the Group for the Relevant Periods, on which the Historical Financial Information is based, were audited by Ernst & Young in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") (the "Underlying Financial Statements").

The Historical Financial Information is presented in Renminbi ("RMB") and all values are rounded to the nearest thousand (RMB'000) except when otherwise indicated.

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS

		Year ended 31 December		
	Notes	**2023**	**2024**	**2025**
		RMB'000	*RMB'000*	*RMB'000*
REVENUE	*5(a)*	14,896,251	16,106,401	17,109,311
Cost of sales		(14,835,866)	(14,491,001)	(14,889,025)
Gross profit		60,385	1,615,400	2,220,286
Other income and gains	*5(b)*	71,345	120,757	108,029
Selling and distribution expenses		(1,183,628)	(1,270,881)	(1,529,883)
Administrative expenses		(432,143)	(472,146)	(470,996)
Research and development expenses		(233,669)	(201,351)	(165,430)
Impairment losses on financial assets, net		(23,495)	(35,340)	(27,027)
Other expenses	*6*	(89,565)	(341,684)	(30,593)
Finance costs	*7*	(132,236)	(102,381)	(83,819)
Share of profits and losses of:				
Joint ventures		(467)	(3,448)	(2)
Associates		(3,621)	(3,953)	(3,014)
(LOSS)/PROFIT BEFORE TAX	*8*	(1,967,094)	(695,027)	17,551
Income tax (expense)/credit	*11*	(537)	4,684	(10,111)
(LOSS)/PROFIT FOR THE YEAR		(1,967,631)	(690,343)	7,440
Attributable to:				
Owners of the parent		(1,966,964)	(546,418)	4,853
Non-controlling interests		(667)	(143,925)	2,587
		(1,967,631)	(690,343)	7,440
(LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT				
Basic and diluted (RMB)	*13*	(0.25)	(0.07)	0.00

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Year ended 31 December		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
(LOSS)/PROFIT FOR THE YEAR	(1,967,631)	(690,343)	7,440
OTHER COMPREHENSIVE INCOME			
Other comprehensive income that will not be reclassified to profit or loss in subsequent periods:			
Share of other comprehensive income/(loss) of joint ventures	851	(557)	–
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR, NET OF TAX	851	(557)	–
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR	(1,966,780)	(690,900)	7,440
Attributable to:			
Owners of the parent	(1,966,113)	(546,975)	4,853
Non-controlling interests	(667)	(143,925)	2,587
	(1,966,780)	(690,900)	7,440

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Notes	As at 31 December		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
NON-CURRENT ASSETS				
Property, plant and equipment	*14*	1,412,744	945,028	879,453
Right-of-use assets	*15(a)*	369,278	113,827	28,753
Goodwill	*16*	45,685	45,685	45,685
Other intangible assets	*17*	210,212	206,472	205,448
Prepayments, other receivables and other assets	*18*	96,958	111,838	173,043
Deferred tax assets	*19*	8,920	19,842	10,903
Investments in associates	*21*	25,238	22,985	15,388
Investments in joint ventures	*22*	73,982	70,075	70,225
Amounts due from related parties	*33*	14,150	3,000	48,385
Total non-current assets		2,257,167	1,538,752	1,477,283
CURRENT ASSETS				
Inventories		2,749	–	–
Trade and bills receivables	*23*	319,455	214,118	222,963
Financial assets at fair value through profit or loss	*24*	–	–	50,000
Prepayments, other receivables and other assets	*18*	351,304	316,477	381,455
Amounts due from related parties	*33*	35,177	34,405	72,865
Restricted cash	*25*	3,333	50,131	312
Cash and cash equivalents	*25*	441,842	1,272,800	1,250,810
Assets classified as held for sale	*26*	8,940	17,133	27,927
Total current assets		1,162,800	1,905,064	2,006,332
CURRENT LIABILITIES				
Trade and bills payables	*27*	673,523	685,332	633,272
Other payables and accruals	*28*	839,452	920,423	666,397
Interest-bearing bank and other borrowings	*29*	1,289,289	1,222,611	1,608,615
Lease liabilities	*15(b)*	351,734	184,170	22,660
Tax payable		14	9,512	169
Amounts due to related parties	*33*	204,832	179,228	51,006
Total current liabilities		3,358,844	3,201,276	2,982,119
NET CURRENT LIABILITIES		(2,196,044)	(1,296,212)	(975,787)
TOTAL ASSETS LESS CURRENT LIABILITIES		61,123	242,540	501,496
NON-CURRENT LIABILITIES				
Other payables and accruals	*28*	116,792	122,383	137,285
Interest-bearing bank and other borrowings	*29*	520,498	292,678	793,363
Deferred income		–	316	–
Lease liabilities	*15(b)*	205,304	28,401	3,851
Deferred tax liabilities	*19*	18,510	15,043	15,133
Amounts due to related parties	*33*	10,595	22,049	214
Total non-current liabilities		871,699	480,870	949,846
Net liabilities		(810,576)	(238,330)	(448,350)
EQUITY				
Equity attributable to owners of the parent				
Share capital	*30*	8,257,845	8,779,916	8,854,728
Deficits	*31*	(9,364,291)	(9,119,314)	(9,303,078)
		(1,106,446)	(339,398)	(448,350)
Non-controlling interests		295,870	101,068	–
Total equity		(810,576)	(238,330)	(448,350)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Year ended 31 December 2023

	Attributable to owners of the parent							
	Share capital	Share premium*	Share-based payment reserve*	Other reserves*	Accumulated losses*	Total	Non-controlling interests	Total equity
	RMB'000 (note 30)	RMB'000 (note 31)	RMB'000 (note 31)	RMB'000 (note 31)	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	7,805,795	3,820,610	24,269	–	(11,903,999)	(253,325)	296,537	43,212
Loss for the year	–	–	–	–	(1,966,964)	(1,966,964)	(667)	(1,967,631)
Other comprehensive income for the year:								
Share of other comprehensive income of joint ventures	–	–	–	851	–	851	–	851
Total comprehensive loss for the year	–	–	–	851	(1,966,964)	(1,966,113)	(667)	(1,966,780)
Capital contributions from shareholders	452,050	654,377	–	–	–	1,106,427	–	1,106,427
Equity-settled share-based payment arrangements	–	–	6,535	–	–	6,535	–	6,535
Other surplus	–	–	–	30	–	30	–	30
At 31 December 2023	8,257,845	4,474,987	30,804	881	(13,870,963)	(1,106,446)	295,870	(810,576)

Year ended 31 December 2024

	Attributable to owners of the parent							
	Share capital	Share premium*	Share-based payment reserve*	Other reserves*	Accumulated losses*	Total	Non-controlling interests	Total equity
	RMB'000 (note 30)	RMB'000 (note 31)	RMB'000 (note 31)	RMB'000 (note 31)	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2024	8,257,845	4,474,987	30,804	881	(13,870,963)	(1,106,446)	295,870	(810,576)
Loss for the year	–	–	–	–	(546,418)	(546,418)	(143,925)	(690,343)
Other comprehensive loss for the year:								
Share of other comprehensive loss of joint ventures	–	–	–	(557)	–	(557)	–	(557)
Total comprehensive loss for the year	–	–	–	(557)	(546,418)	(546,975)	(143,925)	(690,900)
Capital contributions from shareholders	522,071	857,379	–	–	–	1,379,450	–	1,379,450
Acquisition of non-controlling interests	–	–	–	(76,123)	–	(76,123)	(50,877)	(127,000)
Equity-settled share-based payment arrangements	–	–	10,597	–	–	10,597	–	10,597
Other surplus	–	–	–	99	–	99	–	99
At 31 December 2024	8,779,916	5,332,366	41,401	(75,700)	(14,417,381)	(339,398)	101,068	(238,330)

Year ended 31 December 2025

	Attributable to owners of the parent							
	Share capital	**Share premium***	**Share-based payment reserve***	**Other reserves***	**Accumulated losses***	**Total**	**Non-controlling interests**	**Total equity**
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
	(note 30)	*(note 31)*	*(note 31)*	*(note 31)*				
At 1 January 2025	8,779,916	5,332,366	41,401	(75,700)	(14,417,381)	(339,398)	101,068	(238,330)
Profit and total comprehensive income for the year	–	–	–	–	4,853	4,853	2,587	7,440
Capital contributions from shareholders	74,812	125,296	–	–	–	200,108	–	200,108
Acquisition of non-controlling interests	–	–	–	(351,599)	–	(351,599)	(103,655)	(455,254)
Equity-settled share-based payment arrangements	–	–	37,534	–	–	37,534	–	37,534
Other surplus	–	–	–	152	–	152	–	152
At 31 December 2025	8,854,728	5,457,662	78,935	(427,147)	(14,412,528)	(448,350)	–	(448,350)

* These reserve accounts comprise the consolidated deficits of RMB9,364,291,000, RMB9,119,314,000 and RMB9,303,078,000 in the consolidated statements of financial position as at 31 December 2023, 2024 and 2025, respectively.

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Notes	2023	2024	2025
		Year ended 31 December		
		RMB'000	RMB'000	RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES				
(Loss)/profit before tax		(1,967,094)	(695,027)	17,551
Adjustments for:				
Finance costs	7	132,236	102,381	83,819
Interest income		(7,344)	(6,820)	(6,398)
Investment income from financial assets at fair value through profit or loss	5	(73)	(35)	–
Share of profits and losses of joint ventures	8	467	3,448	2
Share of profits and losses of associates	8	3,621	3,953	3,014
Equity-settled share-based payment expense	8	6,535	10,597	37,534
Deferred income recognised in profit or loss		–	(221)	(316)
Depreciation of property, plant and equipment	14	278,449	357,628	212,372
Depreciation of right-of-use assets	15	324,700	130,560	56,097
Amortisation of intangible assets	17	11,911	9,913	3,353
Loss/(gain) on disposal of items of property, plant and equipment	8	1,716	(54,249)	(21,048)
Loss on disposal of items of other intangible assets	8	–	3,109	65
Loss/(gain) on early termination of leases, net	8	36,355	4,078	(546)
Impairment of trade and bills receivables	8	21,607	32,480	26,396
Impairment of prepayments, other receivables and other assets	8	2,036	1,156	2,607
Impairment/(reversal of impairment) of amounts due from related parties	8	(148)	1,704	(1,976)
Write-down of inventories to net realisable value		–	1,949	–
Impairment of property, plant and equipment	14	8,628	273,844	–
Impairment of right-of-use assets	8	15,353	5,014	–
		(1,131,045)	185,462	412,526
Decrease/(increase) in trade and bills receivables		131,949	72,858	(35,242)
Decrease/(increase) in prepayments, other receivables and other assets		79,855	49,587	(37,810)
Decrease/(increase) in restricted cash		7,392	3,128	(181)
Decrease in inventories		68	800	–
Decrease/(increase) in amounts due from related parties		151,600	(932)	(36,484)
Increase/(decrease) in trade and bills payables		100,018	11,808	(56,559)
(Decrease)/increase in other payables and accruals		(20,615)	36,179	(251,209)
Increase/(decrease) in amounts due to related parties		3,992	(46,445)	(109,296)
Cash (used in)/generated from operations		(676,786)	312,445	(114,255)
Income tax paid		(21,961)	(1,054)	(10,156)
Income tax return received		514	5,696	–
Net cash flows (used in)/from operating activities		(698,233)	317,087	(124,411)

	Notes	Year ended 31 December		
		2023	2024	2025
		RMB'000	RMB'000	RMB'000
CASH FLOWS FROM INVESTING ACTIVITIES				
Interest received		2,533	1,357	2,221
Dividends received		–	300	1,083
Purchases of items of property, plant and equipment		(244,473)	(307,096)	(515,543)
Proceeds from disposal of items of property, plant and equipment		196,125	212,282	225,817
Purchases of items of other intangible assets		(12,271)	(10,060)	(2,705)
Proceeds from disposal of associates		–	–	1,500
Purchases of items of financial assets at fair value through profit or loss		–	–	(50,000)
Net cash flows used in investing activities		(58,086)	(103,217)	(337,627)
CASH FLOWS FROM FINANCING ACTIVITIES				
Net proceeds from issue of shares		1,106,427	1,379,450	203,263
Advance payment for subscription under Employee Investment Platforms		–	22,130	–
Withdrawal of advance payment of issue of shares		–	(5,000)	(17,000)
Acquisition of non-controlling interests		–	(127,000)	(425,254)
Advance payment of acquisition of non-controlling shareholders		–	(30,000)	–
Payments of [**REDACTED**]		[**REDACTED**]	[**REDACTED**]	[**REDACTED**]
Principal portion of lease payments		(183,972)	(223,201)	(152,037)
Interest portion of lease payments		(28,194)	(8,859)	(4,042)
Interest paid		(100,277)	(86,742)	(73,674)
New bank and other borrowings		1,660,018	1,322,693	1,979,719
Repayment of bank and other borrowings		(1,684,108)	(1,586,084)	(1,133,994)
Placement of lease-back deposits		(50,516)	(5,872)	(11,620)
Withdrawal of lease-back deposits		53,194	15,766	28,141
Placement of restricted cash		(74)	(50,000)	–
Withdrawal of restricted cash		5,910	74	50,000
Net cash flows from financing activities		777,028	617,088	440,048
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		20,709	830,958	(21,990)
Cash and cash equivalents at beginning of year		421,133	441,842	1,272,800
Effect of foreign exchange rate changes, net		–	–	–
CASH AND CASH EQUIVALENTS AT END OF YEAR	25	441,842	1,272,800	1,250,810
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS				
Cash and bank balances		445,175	1,322,931	1,251,122
Restricted cash		(3,333)	(50,131)	(312)
Cash and cash equivalents as stated in the consolidated statements of cash flows		441,842	1,272,800	1,250,810

STATEMENTS OF FINANCIAL POSITION OF THE COMPANY

		As at 31 December		
	Notes	**2023**	**2024**	**2025**
		RMB'000	*RMB'000*	*RMB'000*
NON-CURRENT ASSETS				
Property, plant and equipment	*14*	7,336	3,234	14,206
Right-of-use assets	*15(a)*	224,390	88,629	9,374
Other intangible assets	*17*	15,035	3,565	1,303
Prepayments, other receivables and other assets	*18*	645	472	3,946
Investments in subsidiaries	*20*	442,042	442,042	442,042
Amounts due from related parties	*33*	3,000	3,000	3,000
Total non-current assets		692,448	540,942	473,871
CURRENT ASSETS				
Inventories		2,749	–	–
Trade and bills receivables	*23*	72,131	52,151	46,382
Financial assets at fair value through profit or loss	*24*	–	–	50,000
Prepayments, other receivables and other assets	*18*	47,047	58,660	83,949
Amounts due from related parties		29,753	26,193	14,342
Amounts due from subsidiaries	*33*	445,480	268,189	1,245,291
Restricted cash	*25*	3,219	50,108	300
Cash and cash equivalents	*25*	296,270	1,201,820	1,146,798
Total current assets		896,649	1,657,121	2,587,062
CURRENT LIABILITIES				
Trade and bills payables	*27*	88,242	137,538	124,544
Other payables and accruals	*28*	557,472	481,923	316,591
Interest-bearing bank and other borrowings	*29*	274,000	336,988	1,001,727
Lease liabilities	*15(b)*	292,212	164,944	8,509
Amounts due to related parties	*33*	166,812	121,086	32,028
Total current liabilities		1,378,738	1,242,479	1,483,399
NET CURRENT (LIABILITIES)/ASSETS		(482,089)	414,642	1,103,663
TOTAL ASSETS LESS CURRENT LIABILITIES		210,359	955,584	1,577,534
NON-CURRENT LIABILITIES				
Other payables and accruals	*28*	116,792	122,383	137,285
Interest-bearing bank and other borrowings	*29*	–	–	450,122
Lease liabilities	*15(b)*	118,766	19,437	665
Total non-current liabilities		235,558	141,820	588,072
Net (liabilities)/assets		(25,199)	813,764	989,462
EQUITY				
Equity attributable to owners of the parent				
Share capital	*30*	8,257,845	8,779,916	8,854,728
Deficits	*31*	(8,283,044)	(7,966,152)	(7,865,266)
Total equity		(25,199)	813,764	989,462

II NOTES TO THE HISTORICAL FINANCIAL INFORMATION

1. CORPORATE INFORMATION

Nanjing Lingxing Technology Co., Ltd. (the "Company") is a joint stock company with limited liability established in the People's Republic of China ("PRC"). The registered office of the Company is located at 2/F, Building B4, Jiulonghu International Enterprise Headquarters Park, No.19 Suyuan Avenue, Jiangning District, Nanjing, PRC.

During the Relevant Periods, the Company and its subsidiaries were involved in the following principal activities in the PRC:

- Ride hailing services
- Value-added services

As at the end of Relevant Periods, the Company had direct and indirect interests in its subsidiaries, all of which are private limited liability companies, the particulars of which are set out below:

Name	*Notes*	Place and date of incorporation/ registration and place of operations	Registered capital	Percentage of equity attributable to the Company		Principal activities
				Direct	Indirect	
Nanjing Lingxing Automobile Service Co., Ltd. (南京領行汽車服務有限公司)	*(a)*	PRC/Mainland China 26 April 2019	RMB300,000,000	100%	–	Ride hailing services and investment holding
Nanjing Lingxing Yuexiang Automobile Service Co., Ltd. (南京市領行悦享汽車服務有限公司)	*(e)*	PRC/Mainland China 29 April 2019	RMB150,000,000	–	100%	Leasing services
Chongqing Lingxing Yuexiang Automobile Service Co., Ltd. (重慶領行悦享汽車服務有限公司)	*(e)*	PRC/Mainland China 21 May 2019	RMB150,000,000	–	100%	Leasing services
Wuhan Lingxing Yuexiang Automobile Service Co., Ltd. (武漢領行悦享汽車服務有限公司)	*(e)*	PRC/Mainland China 22 May 2019	RMB80,000,000	–	100%	Leasing services
Hangzhou Lingxing Yuexiang Automobile Service Co., Ltd. (杭州領行悦享汽車服務有限公司)	*(e)*	PRC/Mainland China 5 June 2019	RMB80,000,000	–	100%	Leasing services
Shanghai Jiaxing Automobile Service Co., Ltd. (上海嘉行汽車服務有限公司)	*(b)*	PRC/Mainland China 25 August 2009	RMB349,322,762	–	100%	Leasing services
Nanjing Jiaxiang Automobile Service Co., Ltd. (南京嘉享汽車服務有限公司)	*(e)*	PRC/Mainland China 2 July 2020	RMB5,000,000	–	100%	Leasing services
Shanghai Yuexing Automobile Technology Co., Ltd. (上海悦行汽車科技有限公司)	*(e)*	PRC/Mainland China 5 November 2020	RMB5,000,000	–	100%	Technology promotion and application services
Shanghai Jiaxiang Automobile Service Co., Ltd. (上海嘉享汽車服務有限公司)	*(e)*	PRC/Mainland China 19 November 2020	RMB5,000,000	–	100%	Leasing services
Yixing Jiaxiang Automobile Service Co., Ltd. (宜興嘉享汽車服務有限公司)	*(e)*	PRC/Mainland China 29 August 2022	RMB200,000,000	–	100%	Leasing services
Dongguan Jiaxiang Automobile Service Co., Ltd. (東莞嘉享汽車服務有限公司)	*(e)*	PRC/Mainland China 20 September 2022	RMB10,000,000	–	100%	Leasing services
Nanjing Yueke Xinxiang Automobile Service Co., Ltd. (南京悦科新享汽車服務有限公司)	*(e)*	PRC/Mainland China 30 December 2022	RMB460,000,000	–	100%	Leasing services
Nanjing Lingxing Zhixiang Technology Co., Ltd. (南京領行智享科技有限公司)	*(e)*	PRC/Mainland China 24 April 2019	RMB50,000,000	100%	–	Enterprise management
Beijing Lingxing Zhixiang Technology Co., Ltd. (北京領行智享科技有限公司)	*(e)(g)*	PRC/Mainland China 15 May 2020	RMB10,000,000	100%	–	Technical service

Name	Notes	Place and date of incorporation/ registration and place of operations	Registered capital	Percentage of equity attributable to the Company Direct	Indirect	Principal activities
Fuzhou Lingxing Zhixiang Technology Co., Ltd. (福州領行智享科技有限公司)	*(e)*	PRC/Mainland China 14 May 2020	RMB30,000,000	100%	–	Ride hailing services
Haikou Lingxing Zhixiang Technology Co., Ltd. (海口領行智享科技有限公司)	*(e)*	PRC/Mainland China 25 August 2020	RMB10,000,000	100%	–	Ride hailing services
Nanjing Lingxing Digital Technology Co., Ltd. (南京領行數字科技有限公司)	*(e)*	PRC/Mainland China 26 April 2021	RMB1,000,000	100%	–	Technical service
Quanzhou Lingxing Zhixiang Technology Co., Ltd. (泉州領行智享科技有限公司)	*(e)*	PRC/Mainland China 1 July 2021	RMB10,000,000	100%	–	Ride hailing services
Jiangsu Lingxing Zhilian Technology Co., Ltd. (江蘇領行智聯科技有限公司)	*(e)*	PRC/Mainland China 7 July 2021	RMB35,000,000	100%	–	Technical service
Xiamen Lingxing Xinzhixiang Technology Co., Ltd. (廈門領行新智享科技有限公司)	*(c)*	PRC/Mainland China 17 August 2021	RMB50,000,000	100%	–	Ride hailing services
Guizhou Lingxing Zhixiang Technology Co., Ltd. (貴州領行智享科技有限公司)	*(e)*	PRC/Mainland China 10 February 2022	RMB5,000,000	100%	–	Ride hailing services
Nanjing Lingxing New Automobile Service Co., Ltd. (南京領行新汽車服務有限公司)	*(e)*	PRC/Mainland China 18 March 2022	RMB300,000,000	100%	–	Enterprise management
Dalian Lingxing Zhixiang Technology Co., Ltd. (大連領行智享科技有限公司)	*(e)*	PRC/Mainland China 18 July 2022	RMB5,000,000	100%	–	Ride hailing services
Shenzhen Lingxing Zhixiang Technology Co., Ltd. (深圳領行智享科技有限公司)	*(e)*	PRC/Mainland China 2 August 2022	RMB50,000,000	100%	–	Ride hailing services
Sichuan Lingxing Zhixiang Technology Co., Ltd. (四川領行智享科技有限公司)	*(d)(e)*	PRC/Mainland China 23 September 2022	RMB30,000,000	100%	–	Ride hailing services
Fuzhou Lingxing Xinzhixiang Technology Co., Ltd. (福州領行新智享科技有限公司)	*(e)*	PRC/Mainland China 29 September 2022	RMB30,000,000	100%	–	Ride hailing services
Sichuan Lingxing Zhijie Technology Co., Ltd. (四川領行智捷科技有限公司)	*(e)*	PRC/Mainland China 10 October 2022	RMB10,000,000	100%	–	Ride hailing services
Hainan Zhixiang Information Technology Co., Ltd. (海南智享信息科技有限公司)	*(e)*	PRC/Mainland China 3 June 2021	RMB5,000,000	–	100%	Technical service
Zhejiang Zhijie Lingxing Information Technology Co., Ltd. (浙江智捷領行信息科技有限公司)	*(e)*	PRC/Mainland China 5 August 2021	RMB50,000,000	–	100%	Ride hailing services
Jiaxing Lingxing Zhixiang Technology Co., Ltd. (嘉興領行智享科技有限公司)	*(e)*	PRC/Mainland China 3 February 2023	RMB20,000,000	–	100%	Ride hailing services
Hangzhou Lingxing Zhixiang Technology Co., Ltd. (杭州領行智享科技有限公司)	*(e)*	PRC/Mainland China 6 February 2023	RMB10,000,000	–	100%	Technology promotion and application services
Jiaxing Lingxing Zhixing Technology Co., Ltd. (嘉興領行智行科技有限公司)	*(e)*	PRC/Mainland China 2 March 2023	RMB20,000,000	–	100%	Operating services
Xianning Lingxing Zhixiang Technology Co., Ltd. (咸甯市領行智享科技有限公司)	*(e)*	PRC/Mainland China 12 April 2023	RMB5,000,000	–	100%	Technology promotion and application services
Kunming Lingxing Zhixiang Technology Co., Ltd. (昆明領行智享科技有限公司)	*(e)*	PRC/Mainland China 22 May 2023	RMB5,000,000	100%	–	Technology promotion and application services
Taian Lingxing Zhixiang Technology Co., Ltd. (泰安領行智享科技有限公司)	*(e)*	PRC/Mainland China 20 July 2023	RMB100,000,000	–	100%	Ride hailing services

Name	Notes	Place and date of incorporation/ registration and place of operations	Registered capital	Percentage of equity attributable to the Company: Direct	Indirect	Principal activities
Guangzhou Lingxing Zhijie Interconnection Technology Co., Ltd. (廣州領行智捷互聯科技有限公司)	(e)	PRC/Mainland China 8 September 2023	RMB50,000,000	–	100%	Ride hailing services
Qingdao Lingxing Zhixiang Technology Co., Ltd. (青島領行智享科技有限公司)	(e)	PRC/Mainland China 22 November 2023	RMB5,000,000	–	100%	Technology promotion and application services
Taizhou Lingxing Zhixiang Technology Co., Ltd. (台州領行智享科技有限公司)	(e)	PRC/Mainland China 20 February 2024	RMB240,000,000	–	100%	Ride hailing services
Shanghai Hangqizhi Technology Co., Ltd. (上海行其智科技有限公司)	(e)	PRC/Mainland China 23 July 2024	RMB5,000,000	–	100%	Ride hailing services
Nanjing Yueke Xiangzhi Automobile Service Co., Ltd. (南京悦科享智汽車服務有限公司)	(e)	PRC/Mainland China 13 October 2023	RMB5,000,000	–	100%	Leasing services
Nanjing Xinxiang Shengteng Automobile Service Co., Ltd. (南京新享晟騰汽車服務有限公司)	(e)(f)	PRC/Mainland China 13 October 2023	RMB5,000,000	–	51%	Leasing services
Guangzhou Lingxing Zhixiang Technology Co., Ltd. (廣州領行智享互聯科技有限公司)	(e)	PRC/Mainland China 25 December 2023	RMB10,000,000	–	100%	Technical service
Foshan Lingxing Zhixiang Technology Co., Ltd (佛山領行智享科技有限公司)	(h)	PRC/Mainland China 7 February 2025	RMB10,000,000	–	100%	Ride hailing services
Tibet Lingxing Zhilian Technology Co., Ltd (西藏領行智聯科技有限公司)	(h)	PRC/Mainland China 16 April 2025	RMB1,000,000	100%	–	Ride hailing services
Shenzhen Lingxing Zhijie Technology Co., Ltd. (深圳領行智捷科技有限公司)	(h)	PRC/Mainland China 12 August 2025	RMB10,000,000	–	100%	Ride hailing services
Dali Lingxing Zhixiang Technology Co., Ltd. (大理領行智享科技有限公司)	(h)	PRC/Mainland China 31 October 2025	RMB1,000,000	100%	–	Ride hailing services
Bijie Lingxing Zhixiang Technology Co., Ltd. (畢節領行智享科技有限公司)	(h)	PRC/Mainland China 5 November 2025	RMB1,000,000	100%	–	Ride hailing services
Shanghai Lingxing Intelligent Navigation Technology Co., Ltd. (上海領行智航科技有限公司)	(h)	PRC/Mainland China 26 November 2025	RMB50,000,000	–	100%	Autonomous driving operating development and technical services
Fuzhou Lingxing Zhijie Technology Co., Ltd. (福州領行智捷科技有限公司)	(h)	PRC/Mainland China 15 December 2025	RMB50,000,000	–	100%	Ride hailing services
Fuqing Lingxing Zhixiang Technology Co., Ltd. (福清領行智享科技有限公司)	(h)	PRC/Mainland China 24 December 2025	RMB500,000	–	100%	Ride hailing services

Notes:

(a) The statutory financial statements for the year ended 31 December 2023 and 2024 prepared in accordance with CASBEs have been audited by Ernst & Young Hua Ming LLP Shanghai Branch (安永華明會計師事務所(特殊普通合夥)上海分所), a certified public accounting firm registered in the PRC.

Historically, Shanghai Jiaxing Automobile Service Co., Ltd. ("Shanghai Jiaxing") had 4 shareholders. The Group held 57.2537% of shares of Shanghai Jiaxing, while Yixing Hao Li Chao Sheng Equity Investment Partnership (Limited Partnership) (宜興好利朝昇股權投資合夥企業(有限合夥)) held 24.2326%, Shanghai Fuying Enterprise Management Co., Ltd. (上海符英企業管理有限公司) held 14.3134% and Shanghai Jiahe Zhixing Enterprise Management Center (Limited Partnership) (上海嘉合知行企業管理中心(有限合夥)) held 4.2003%. According to the articles of association of the Company, resolutions on major matters shall be passed by shareholders representing more than two-thirds of the voting rights of all shareholders. The Group believes that although the shareholding ratio of the Company is less than two-thirds, the Group also controls Shanghai Jiaxing. This is because the Group and Shanghai Fuying Enterprise Management Co., Ltd., a shareholder holding 14.3134% of Shanghai Jiaxing, are persons acting in concert. Based on the contractual agreement between the two parties, if the two parties cannot reach an agreement on the company's operation and management matters, a resolution of concerted action shall be made in accordance with the principle of majority shareholding, and both parties shall strictly implement the agreement. Therefore, based on the concerted action agreement, the Group substantially holds 71.5670% of the voting rights of Shanghai Jiaxing, with the voting rights ratio exceeding two-thirds. During the year ended 31 December 2024 and 2025, the group acquired the non-controlling interests from other shareholders of Shanghai Jiaxing and therefore held 100% interests of Shanghai Jiaxing as at 31 December 2025.

(b) The statutory financial statements for the years ended 31 December 2023 prepared in accordance with CASBEs have been audited by Zhonghui Certified Public Accountants LLP (中匯會計師事務所(特殊普通合夥)), the statutory financial statements for the years ended 31 December 2024 prepared in accordance with CASBEs has been audited by Zhonghua Certified Public Accountants LLP (眾華會計師事務所(特殊普通合夥)), and the statutory financial statements for the years ended 31 December 2025 prepared in accordance with CASBEs has been audited by Grant Thornton Zhitong Certified Public Accountants LLP (致同會計師事務所(特殊普通合夥)), certified public accounting firms registered in the PRC.

(c) The statutory financial statements for the year ended 31 December 2023 prepared in accordance with CASBEs have been audited by Nanjing Zhonghan Tonghua Certified Public Accountants Co., Ltd. (南京中瀚通華會計師事務所有限公司), a certified public accounting firm registered in the PRC.

(d) The statutory financial statements for the year ended 31 December 2023 prepared in accordance with CASBEs have been audited by Nanjing Jiuchen Certified Public Accountants LLP (江蘇南京九辰會計師事務所(普通合夥)), a certified public accounting firm registered in the PRC.

(e) No audited financial statements have been prepared for these entities since in corporation.

(f) This entity was deregistered in 27 January 2025 and has not actually carried out any business operations since established.

(g) This entity was deregistered in 17 July 2025.

(h) These entities were established in 2025. The statutory financial statements of these entities for the year ended 31 December 2025 have not yet been issued as at the date of this report.

Notes:

* The English names of these companies represent the best effort made by the management of the Company to directly translate the Chinese names as they have not registered with any official English names.

2.1 BASIS OF PREPARATION

The Historical Financial Information has been prepared in accordance with IFRS Accounting Standards, which comprise all standards and interpretations approved by the International Accounting Standards Board ("IASB"). All IFRS Accounting Standards effective for the accounting period commencing from 1 January 2025 together with the relevant transitional provisions, have been early adopted by the Group in the preparation of the Historical Financial Information throughout the Relevant Periods.

The Historical Financial Information has been prepared under the historical cost convention, except for structured deposits, which have been measured at fair value. Available-for-sale assets are stated at the lower of their carrying amounts and fair values less costs to sell as further explained in note 2.3.

Basis of consolidation

The Historical Financial Information includes the financial information of the Company and its subsidiaries (collectively referred to as the "Group") for the Relevant Periods. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

Generally, there is a presumption that a majority of voting rights results in control. When the Company has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) the contractual arrangement with the other vote holders of the investee;

(b) rights arising from other contractual arrangements; and

(c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest and the exchange fluctuation reserve; and recognises the fair value of any investment retained and any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

Going concern

The Group recorded net liabilities and net current liabilities of approximately RMB448,350,000 and RMB975,787,000 as at 31 December 2025, respectively and incurred operating cash outflow of approximately RMB124,411,000 for the year ended 31 December 2025, which were attributable primarily to that the Group was operating in a highly competitive industry. Historically, the Group has relied principally on bank borrowings and capital contribution from shareholders to fund its operations and business development.

The directors have given careful consideration to the future liquidity and performance of the Group and its available sources of financing in assessing whether the Group will have sufficient funds to fulfill its financial obligations and continue as a going concern. The Group has formulated the following plans and measures to mitigate the liquidity pressure and to improve its cash flows:

(1) As of 31 December 2025, the Group had unutilised bank facilities available for future use of RMB1,060,000,000, which can be utilized by the Group to fulfil its liquidity requirements when necessary.

(2) The directors are confident that the Group will be able to renew or secure new borrowings when needed, based on the historical experience, current business scale and financial position, and good cooperative relationships with banks as and when needed.

(3) The Group will maintain profitability, generating sufficient operating cash flow to sustain core business activities and meet daily obligations. The Group will also continuously optimize the settlement policies to effectively safeguard working capital and ensure stable liquidity.

Based on the aforementioned information, the directors of the Company are of the view that the Group and the Company will have adequate working capital and funds, taking into account, inter alia, the available financial resources, to meet their financial obligations as they fall due and to sustain their operations for at least the next 12 months from 31 December 2025.

2.2 ISSUED BUT NOT YET EFFECTIVE IFRS ACCOUNTING STANDARDS

The Group has not applied the following new and amended IFRS Accounting Standards, that have been issued but are not yet effective, in the Historical Financial Information. The Group intends to apply these new and amended IFRS Accounting Standards, if applicable, when they become effective.

Amendments to IFRS 10 and IAS 28	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*[1]
IFRS 18	*Presentation and Disclosure in Financial Statements*[2]
IFRS 19 and its amendments	*Subsidiaries without Public Accountability: Disclosures*[2]
Amendments to IAS 21	*Translation to a Hyperinflationary Presentation Currency*[2]
Amendments to IFRS 9 and IFRS 7	*Amendments to the Classification and Measurement of Financial Instruments*[3]
Amendments to IFRS 9 and IFRS 7	*Contracts Referencing Nature-dependent Electricity*[3]
Annual Improvements to IFRS Accounting Standards – Volume 11	Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7[3]

1 No mandatory effective date yet determined but available for adoption

2 Effective for annual/reporting periods beginning on or after 1 January 2027

3 Effective for annual periods beginning on or after 1 January 2026

The Group is in the process of making an assessment of the impact of these new and amended standards upon initial application. IFRS 18 introduces new requirements on presentation within the statement of profit or loss, including specific totals and subtotals. It also requires disclosure of management-defined performance measures in a note and introduces new requirements for aggregation and disaggregation of financial information. The new requirements are expected to impact the Group's presentation of the statement of profit or loss and disclosures of the Group's financial performance. So far, the Group considers that the new and amended standards are unlikely to have a significant impact on the Group's results of operations and financial position.

2.3 MATERIAL ACCOUNTING POLICY INFORMATION

Investments in associates and joint ventures

An associate is an entity in which the Group has a long-term interest of generally not less than 20% of the equity voting rights and over which it has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The Group's investments in associates and joint ventures are stated in the consolidated statement of financial position at the Group's share of net assets under the equity method of accounting, less any impairment losses. Adjustments are made to bring into line any dissimilar accounting policies that may exist.

The Group's share of the post-acquisition results and other comprehensive income of associates and joint ventures is included in the consolidated statement of profit or loss and consolidated other comprehensive income, respectively. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group's investments in the associates or joint ventures, except where unrealised losses provide evidence of an impairment of the assets transferred. Goodwill arising from the acquisition of associates or joint ventures is included as part of the Group's investments in associates or joint ventures.

If an investment in an associate becomes an investment in a joint venture or vice versa, the retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method. In all other cases, upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

Fair value measurement

The Group measures certain financial assets at fair value at the end of each of the Relevant Periods. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Historical Financial Information are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the Historical Financial Information on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of the Relevant Periods.

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, deferred tax assets, financial assets and assets classified as held for sales), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, a portion of the carrying amount of a corporate asset (e.g., a headquarters building) is allocated to an individual cash-generating unit if it can be allocated on a reasonable and consistent basis or, otherwise, to the smallest group of cash-generating units.

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of the Relevant Periods as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to profit or loss in the period in which it arises.

Related parties

A party is considered to be related to the Group if:

(a) the party is a person or a close member of that person's family and that person

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

(ii) has significant influence over the Group; or

(iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

(b) the party is an entity where any of the following conditions applies:

(i) the entity and the Group are members of the same group;

(ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);

(iii) the entity and the Group are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

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

(vi) the entity is controlled or jointly controlled by a person identified in (a);

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

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

Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. When an item of property, plant and equipment is classified as held for sale or when it is part of a disposal group classified as held for sale, it is not depreciated and is accounted for in accordance with IFRS 5, as further explained in the accounting policy for "Assets classified as held for sale". The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Motor vehicles	14%-18%
Office equipment	18%-33%
Electronic equipment	20%-50%
Leasehold improvements	20%-50%

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Construction in progress is stated at cost less any impairment losses, and is not depreciated. It is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sales transaction rather than through continuing use. For this to be the case, the asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for the sale of such assets and its sale must be highly probable.

Non-current assets classified as held for sale are measured at the lower of their carrying amounts and fair values less costs to sell. Property, plant and equipment and intangible assets classified as held for sale are not depreciated or amortised.

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of acquisition. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is accounted for on a prospective basis.

Vehicle licence plate

Vehicle licence plate is considered to have an indefinite life as it can be used on a newly purchased motor vehicle and is carried at cost less any subsequent impairment loss.

Software

Software is stated at cost less any impairment losses and is amortised on the straight-line basis over its estimated useful lives of 3 to 10 years.

Research and development costs

During the Relevant Periods, all research and development costs incurred were charged to profit or loss.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is expensed when incurred.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are subject to impairment. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Motor vehicles	3 to 5 years
Office equipment	3 years
Buildings	2 to 5 years

If ownership of the leased asset transfers to the Group by the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

(b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate the lease. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

The Group's lease liabilities are presented separately in the consolidated statement of financial position.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of office premises that are considered to be of low value.

Lease payments on short-term leases are recognised as an expense on a straight-line basis over the lease term.

Group as a lessor

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. When a contract contains lease and non-lease components, the Group allocates the consideration in the contract to each component on a relative stand-alone selling price basis. Rental income is accounted for on a straight-line basis over the lease terms and is included in revenue in profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases that transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee are accounted for as finance leases.

Investments and other financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15 in accordance with the policies set out for "Revenue recognition" below.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

Purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information. The Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach as detailed below.

Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Simplified approach

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition as loans and borrowings and payables.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and bills payables, other payables and accruals, lease liabilities, interest-bearing bank and other borrowings, and amounts due to related parties.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities at amortised cost (trade and other payables, and borrowings)

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in profit or loss.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average cost basis and net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

Cash and cash equivalents

Cash and cash equivalents in the consolidated statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of each of the Relevant Periods of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the statement of profit or loss.

Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the Relevant Periods, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the Relevant Periods between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and

- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, and the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and

- in respect of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each of the Relevant Periods and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each of the Relevant Periods and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the Relevant Periods.

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed.

Where the grant relates to an asset, the fair value is credited to a deferred income account and is released to the statement of profit or loss over the expected useful life of the relevant asset by equal annual instalments or deducted from the carrying amount of the asset and released to the statement of profit or loss by way of a reduced depreciation charge.

Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenues are principally comprised of ride hailing services and others. The Group recognizes revenues when or as the control of the promised goods or services is transferred to the customers.

If the Group is acting as a principal in a transaction, the Group recognises revenue on a gross basis. If the Group is acting as an agent in a transaction, the Group reports revenue on a net basis. The determination of whether the Group is acting as a principal or an agent in a transaction involves judgement and is based on an evaluation of the terms of the arrangement.

(a) Ride hailing services

The Group provides a variety of ride hailing services under the brand "T3". According to the relevant regulations in the PRC, online ride hailing service platforms are required to obtain licences and take full responsibility of the ride services. The relevant regulations also require the licensed platforms to ensure that the drivers and cars engaged in providing ride services meet the requirements stipulated by the regulations. Accordingly, the Group as an online ride hailing service platform considers itself as the principal for its ride services because it controls the services provided to riders. The control over the services provided to riders is demonstrated through: a) the Group is able to direct registered drivers to deliver ride services on its behalf based on the ride service agreement it entered into with riders. If the assigned driver is not able to deliver the service in limited circumstances, the Group will assign another registered driver to deliver the service; b) in accordance with the agreements entered into between the Group and the drivers, the drivers are obligated to comply with service standards and implementation rules set by the Group when providing the ride services on behalf of the Group; and c) the Group evaluates drivers' performance regularly in accordance with standards set by the Group. Other indicators of the Group being the principal are demonstrated by: a) the Group is obligated to fulfil the promise to provide the ride hailing services to riders in accordance with the above service agreements and the above regulations in the PRC; and b) the Group has the discretion in setting the prices for the services.

Rider incentive programs

The Group has several rider incentive programs, including fixed amount discounts, fixed percentage discounts, etc., which are established to encourage passengers to choose the Group's service. The Group accounts for the incentives not in exchange for any distinct good or service as consideration payable to a customer and deducts the amount from revenue of ride hailing services.

The Group operates a loyalty programme where customers accumulate award points for orders made which entitle them to discounts on future orders. A contract liability for the award points is recognised at the time upon completion of related orders, based on their respective standalone selling price of the services provided and the award points, and recognised as revenue when the award points are redeemed or expire.

Rider referral programs

These referrals are earned when an existing customer ("the referring customer") refers a new customer ("the referred customer") to the Group and the referred customer uses services offered by the Group's platform. These customer referral incentives are typically paid to the referring customers in exchange for a distinct service and are accounted for as customer acquisition costs. Selling and distribution expenses are recognised when receiving referring services from existing customers.

(b) Others

Revenue from others including the sale of goods and other services.

Sales of goods

The Group sells vehicles and components to its car partners. Revenue from sales of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

Other services

The Group provides other services including information technology services and other services. Revenue from information technology services are recognised over time. Revenue from other services are recognised when the customers obtain control of the services.

Revenue from other sources

Rental income is recognised on a time proportion basis over the lease terms. Variable lease payments that do not depend on an index or a rate are recognised as income in the accounting period in which they are incurred.

Other income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Contract liabilities

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Share-based payments

The Company operates Employee Investment Platforms, a share option scheme and restricted share units ("RSUs") scheme. Employees (including directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services in exchange for equity instruments ("equity-settled transactions"). The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using a binomial model and discounted cash flow model, further details of which are given in note 32 to the Historical Financial Information.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of the Relevant Periods until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payments, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. This includes any award where non-vesting conditions within the control of either the Group or the employee are not met. However, if a new award is substituted for the cancelled award and is designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Other employee benefits

Pension scheme

The employees of the Group's subsidiaries which operate in Chinese mainland are required to participate in a central pension scheme operated by the local municipal government. The subsidiaries are required to contribute certain percentages of their payroll costs to the central pension scheme. The contributions are charged to profit or loss as they become payable in accordance with the rules of the central pension scheme.

Housing fund and other social insurances

The Group has participated in defined social security contribution schemes for its employees pursuant to the relevant laws and regulations of Chinese mainland. These include a housing fund, basic medical insurance, unemployment insurance, injury insurance and maternity insurance. The Group makes monthly contributions to the housing fund and other social insurances. The contributions are charged to profit or loss on an accrual basis. The Group has no further obligations beyond the contributions made.

Termination benefits

Termination benefits are recognised at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises restructuring costs involving the payment of termination benefits.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, i.e., assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Dividends

Final dividends are recognised as a liability when they are approved by the shareholders and declared in a general meeting.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's Historical Financial Information requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the Historical Financial Information:

Principal versus agent considerations of ride hailing services in the PRC

The determination of whether revenue should be recognised on a gross or net basis is based on an assessment of whether the Group is acting as a principal or an agent in the transaction. If the Group is acting as a principal in a transaction, the Group recognises revenue on a gross basis. If the Group is acting as an agent in a transaction, the Group reports revenue on a net basis. The determination of whether the Group is acting as a principal or an agent in a transaction involves judgement and is based on an evaluation of the terms of the arrangement. Further details are included in note 2.3 Revenue recognition to the Historical Financial Information.

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of each of the Relevant Periods, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Provision for expected credit losses on trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on aging for groupings of various customer segments that have similar loss patterns (i.e., by customer type and rating).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. As at the end of each of the Relevant Periods, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in note 23 to the Historical Financial Information.

Impairment of non-financial assets (other than goodwill)

The Group assesses whether there are any indicators of impairment for all non-financial assets (including the right-of-use assets) at the end of the Relevant Periods. Indefinite life intangible assets are tested for impairment annually and at other times when such an indicator exists. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows. Further details, including a sensitivity analysis of key assumptions.

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. As at 31 December 2023, 2024 and 2025, the carrying amounts of goodwill were RMB45,685,000, RMB45,685,000 and RMB45,685,000, respectively. Further details are included in note 16 to the Historical Financial Information.

Useful lives and residual value of motor vehicles

Useful lives of the Group's motor vehicles are defined as the period over which they are expected to be available for use by the Group. The estimation of the useful life is a matter of judgement based on the experience of the Group with similar motor vehicles.

The Group estimates the useful life of its motor vehicles by reference to the average historical useful life of same class of motor vehicles, expected usage of the motor vehicles, and technical or commercial obsolescence arising from changes or improvements in the motor vehicle market. It could change significantly as a result of the changes in these factors.

The residual value of the Group's motor vehicles is defined as the estimated amount that the Group would currently obtain from disposal of the motor vehicles, after deducting the estimated costs of disposal, as if the motor vehicles were already of the age and in the condition expected at the end of their useful life. The estimation of the residual value is a matter of judgement based on the experience of the Group with similar motor vehicles.

Leases — Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in a lease, and therefore, it uses an incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group "would have to pay", which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when it needs to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and only has one reportable operating segment.

The information reported to the directors, who are the chief operating decision makers, for the purpose of resource allocation and assessment of performance does not contain discrete operating segment financial information and the directors reviewed the financial results of the Group as a whole. Therefore, no further information about the operating segment is presented.

Geographical information

As the Group generated all of its revenues and the non-current assets were located in Chinese Mainland during the Relevant Periods, no geographical segment information is presented.

Information about major customers

The Group has a large number of customers. No revenue from a single customer accounted for more than 10% of the Group's total revenue for the Relevant Periods.

5. REVENUE, OTHER INCOME AND GAINS

(a) Revenue:

An analysis of revenue is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Revenue from contracts with customers	13,841,355	15,268,192	16,437,665
Revenue from other sources			
Rental income from leasing of vehicles	1,054,896	838,209	671,646
Total	14,896,251	16,106,401	17,109,311

Revenue from contracts with customers

(i) Disaggregated revenue information

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Timing of revenue recognition			
At a point in time:			
Ride hailing services	13,724,802	14,906,426	16,334,819
Others	80,577	327,676	83,567
Over time:			
Others	35,976	34,090	19,279
Total	13,841,355	15,268,192	16,437,665

The following table shows the amounts of revenue recognised in the Relevant Periods that were included in the contract liabilities at the beginning of each reporting period and recognised from performance obligations satisfied in previous periods:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Ride hailing services	69,467	22,059	12,862
Others	2,002	9,902	7,474
Total	71,469	31,961	20,336

(ii) Performance obligations

Information about the Group's performance obligations is summarised below:

Ride hailing services

The Group fulfils its performance obligations when the driver transports the passenger to the location specified in the order. Generally, for the majority of the ride hailing services offered to individual passengers, payment is settled when the order is completed. For the services offered subject to the order dispatched by the third party platform or the services offered to enterprise passengers, the payment is due within 30 days.

Sale of goods

The performance obligation is satisfied upon delivery and acceptance of goods and payment is generally due within 30 to 60 days from acceptance, except for vehicle sales, where payment in advance is normally required.

Other services

The performance obligation is satisfied over the contractual service period or at the point in time when the services are rendered, and payment is settled according to the time agreed in the contract. The service contracts are for periods of less than one year and are billed based on the time incurred.

(b) Other income and gains:

An analysis of other income and gains is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Other income			
Government grants*	6,650	16,244	37,598
Value-added tax additional deduction	11,123	–	–
Interest income from deposits	4,884	5,498	4,177
Bank interest income	2,460	1,322	2,221
Total other income	25,117	23,064	43,996
Gains			
Investment income from financial assets at fair value through profit or loss	73	35	–
Penalties income from leasing of vehicles	25,510	20,985	14,666
Compensation income from vehicle damage	17,551	19,227	15,316
Compensation from insurance	243	324	9,596
Gain on disposal of items of property, plant and equipment	–	54,249	21,048
Gain on early termination of leases, net	–	–	546
Others	2,851	2,873	2,861
Total gains	46,228	97,693	64,033
Total other income and gains	71,345	120,757	108,029

* Various government grants have been received from local government authorities as subsidies, which mainly represent the subsidies related to operating activities. There are no unfulfilled conditions or contingencies relating to the government grants included in other income and gains.

6. OTHER EXPENSES

An analysis of other expenses is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Impairment of property, plant and equipment	8,628	273,844	–
Impairment of right-of-use assets	15,353	5,014	–
Loss on disposal of items of property, plant and equipment, net	1,716	–	–
Loss on disposal of items of other intangible assets	–	3,109	65
Loss on early termination of leases, net	36,355	4,078	–
Compensation and penalties	25,085	52,913	27,915
Others	2,428	2,726	2,613
Total	89,565	341,684	30,593

7. FINANCE COSTS

An analysis of finance costs is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Interest on interest-bearing bank and other borrowings	65,564	86,768	72,907
Interest on lease liabilities	28,194	8,859	4,042
Interest on amounts due to related parties	33,142	1,162	970
Interest on others	5,336	5,592	5,900
Total	132,236	102,381	83,819

8. LOSS BEFORE TAX

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

		Year ended 31 December		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Cost of services provided*		14,240,474	13,815,263	14,622,318
Cost of inventories sold		6,298	218,238	2,278
Depreciation of property, plant and equipment	*14*	278,449	357,628	212,372
Depreciation of right-of-use assets	*15(a)*	324,700	130,560	56,097
Amortisation of other intangible assets	*17*	11,911	9,913	3,353
Research and development expenses*		233,669	201,351	165,430
Lease payments not included in the measurement of lease liabilities	*15(c)*	24,260	26,577	22,549
Write-down of inventories to net realisable value		–	1,949	–
Impairment of property, plant and equipment	*14*	8,628	273,844	–
Impairment of right-of-use assets	*15*	15,353	5,014	–
Share of profits and losses of joint ventures	*22*	467	3,448	2
Share of profits and losses of associates	*21*	3,621	3,953	3,014
[REDACTED]		**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Employee benefit expense (including directors' and chief executive's remuneration *(note 9)*):				
Wages and salaries		363,286	343,810	340,041
Pension scheme contributions and social welfare		83,480	87,391	80,759
Equity-settled share-based payment expense		6,535	10,597	37,534
Total		453,301	441,798	458,334

		Year ended 31 December		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Impairment of financial assets, net:				
Impairment of trade and bills receivables	*23*	21,607	32,480	26,396
Impairment of financial assets included in prepayments, other receivables and other assets	*18*	2,036	1,156	2,607
Impairment/(reversal of impairment) of amounts due from related parties, net		(148)	1,704	(1,976)
Total		23,495	35,340	27,027
Loss/(gain) on disposal of items of property, plant and equipment, net		1,716	(54,249)	(21,048)
Loss on disposal of items of other intangible assets		–	3,109	65
Loss/(gain) on early termination of leases, net		36,355	4,078	(546)

* Cost of services provided and research and development costs include expenses relating to employee benefit expense, depreciation and amortisation expenses, which are also included in the respective total amounts disclosed separately above for each of these types of expenses.

9. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

The remuneration of each of the Company's directors, supervisors and chief executive is set out below:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Fees	–	–	–
Other emoluments:			
Salaries, allowances and benefits in kind*	3,210	3,168	3,140
Equity-settled share-based payment expense	3,780	6,484	10,895
Pension scheme contributions	175	174	138
Subtotal	7,165	9,826	14,173
Total	7,165	9,826	14,173

* Certain executive directors of the Company are entitled to bonus payments which are determined by key performance indicators.

During the Relevant Periods, certain directors were granted shares, in respect of their services to the Group, under the Employee Investment Platforms and Pre-[**REDACTED**] Share Incentive Plan of the Company, further details of which are set out in note 32 to the Historical Financial Information. The fair value of such shares, share options and RSUs, which has been recognised in profit or loss over the vesting period, was determined as at the date of grant and the amount included in the Historical Financial Information for the current year is included in the above directors' and chief executive's remuneration disclosures.

(a) Independent non-executive directors

There were no fees and other emoluments paid to the independent non-executive directors during the Relevant Periods.

(b) Executive directors, non-executive directors, supervisors and the chief executive

	Salaries, allowances and benefits in kind	Equity-settled share-based payment expenses	Pension scheme contributions	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Year ended 31 December 2023				
Chief executive and directors:				
Mr. Liu Yigong (Chairperson) *(note (iii))*	–	–	–	–
Mr. Cui Dayong *(note (i))*	2,746	3,780	70	6,596
Mr. Zhou Changling *(note (iii))*	–	–	–	–
Mr. Wang Zhen *(note (iii))*	–	–	–	–
Mr. Zhong Xuedan *(note (ii))*	–	–	–	–
Mr. Wang Rong *(note (iv))*	–	–	–	–

	Salaries, allowances and benefits in kind	Equity-settled share-based payment expenses	Pension scheme contributions	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Supervisors:				
Mr. Liu Weiguo *(note (vi))*	–	–	–	–
Ms. Li Jun *(note (v))*	–	–	–	–
Ms. Zhang Yunxia *(note (ix))*	244	–	59	303
Mr. Yang Liangwei *(note (ix))*	220	–	47	267
Total	3,210	3,780	176	7,166

	Salaries, allowances and benefits in kind	Equity-settled share-based payment expenses	Pension scheme contributions	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Year ended 31 December 2024				
Chief executive and directors:				
Mr. Liu Yigong (Chairperson) *(note (iii))*	–	–	–	–
Mr. Liao Xianzhi (Chairperson) *(note (vii))*	–	–	–	–
Mr. Cui Dayong *(note (i))*	2,661	6,484	70	9,215
Mr. Zhou Changling *(note (iii))*	–	–	–	–
Mr. Wang Zhen *(note (iii))*	–	–	–	–
Mr. Zhong Xuedan *(note (ii))*	–	–	–	–
Mr. Wang Rong *(note (iv))*	–	–	–	–
Mr. Shi Jianxing *(note (vii))*	–	–	–	–
Mr. Liu Changqing *(note (vii))*	–	–	–	–
Mr. Lu Zhigao *(note (vii))*	–	–	–	–
Mr. Peng Tao *(note (vii))*	–	–	–	–
Mr. Yu Dongwei *(note (vii))*	–	–	–	–
Mr. Song Jun *(note (vii))*	–	–	–	–
Ms. Huang Le *(note (vii))*	–	–	–	–
Ms. Wang Guixin *(note (vii))*	–	–	–	–
Supervisors:				
Mr. Liu Weiguo *(note (vi))*	–	–	–	–
Ms. Li Jun *(note (v))*	–	–	–	–
Mr. Xia Peng *(note (viii))*	–	–	–	–
Mr. Du Wenqiang *(note (viii))*	–	–	–	–
Ms. Zhang Yunxia *(note (ix))*	276	–	55	331
Mr. Yang Liangwei *(note (ix))*	231	–	49	280
Total	3,168	6,484	174	9,826

	Salaries, allowances and benefits in kind	Equity-settled share-based payment expenses	Pension scheme contributions	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Year ended 31 December 2025				
Chief executive and directors:				
Mr. Liao Xianzhi (Chairperson) *(note (vii))*	–	–	–	–
Mr. Cui Dayong *(note (i))*	2,689	10,874	71	13,634
Mr. Zhou Changling *(note (iii))*	–	–	–	–
Mr. Wang Zhen *(note (iii))*	–	–	–	–
Mr. Zhong Xuedan *(note (ii))*	–	–	–	–
Mr. Wang Rong *(note (iv))*	–	–	–	–
Mr. Shi Jianxing *(note (vii))*	–	–	–	–
Mr. Liu Changqing *(note (vii))*	–	–	–	–
Mr. Lu Zhigao *(note (vii))*	–	–	–	–
Mr. Peng Tao *(note (vii))*	–	–	–	–
Mr. Yu Dongwei *(note (vii))*	–	–	–	–
Mr. Song Jun *(note (vii))*	–	–	–	–
Ms. Huang Le *(note (vii))*	–	–	–	–
Ms. Wang Guixin *(note (vii))*	–	–	–	–
Supervisors:				
Mr. Liu Weiguo *(note (vi))*	–	–	–	–
Ms. Li Jun *(note (v))*	–	–	–	–
Mr. Xia Peng *(note (viii))*	–	–	–	–
Mr. Du Wenqiang *(note (viii))*	–	–	–	–
Ms. Zhang Yunxia *(note (ix))*	279	21	58	358
Mr. Yang Liangwei *(note (ix))*	172	–	9	181
Total	3,140	10,895	138	14,173

There was no arrangement under which a director, a supervisor or the chief executive waived or agreed to waive any remuneration during the Relevant Periods.

Notes:

(i) Mr. Cui Dayong was appointed as the chief executive officer and a director of the Company with effect from 22 April 2019.

(ii) Mr. Zhong Xuedan was appointed as a director of the Company with effect from 22 April 2019.

(iii) Mr. Liu Yigong was appointed as Chairperson of the Company with effect from 20 July 2021 to 25 November 2024. Mr. Zhou Changling and Mr. Wang Zhen were appointed as directors of the Company with effect from 20 July 2021 to 25 November 2024.

(iv) Mr. Wang Rong was appointed as a director of the Company with effect from 22 January 2021 to 20 June 2025.

(v) Ms. Li Jun was appointed as a supervisor of the Company with effect from 22 April 2019 to 25 November 2024.

(vi) Mr. Liu Weiguo was appointed as a supervisor of the Company with effect from 22 April 2019.

(vii) Mr. Liao Xianzhi was appointed as Chairperson of the Company with effect from 25 November 2024. Mr. Shi Jianxing, Mr. Liu Changqing, Mr. Lu Zhigao, Mr. Peng Tao, Mr. Yu Dongwei, Mr. Song Jun, Ms. Huang Le and Ms. Wang Guixin were appointed as directors of the Company with effect from 25 November 2024.

(viii) Mr. Xia Peng and Mr. Du Wenqiang were appointed as supervisors of the Company with effect from 25 November 2024.

(ix) Ms. Zhang Yunxia and Mr. Yang Liangwei were appointed as supervisors of the Company with effect from 28 December 2021.

10. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the Relevant Periods included 1 director in each year, details of whose remuneration are set out in note 9 above. Details of the remuneration for the Relevant Periods of the remaining four highest paid employees who are neither a director nor chief executive of the Company are as follows:

Details of the remaining highest paid employees during the Relevant Periods are as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Salaries, allowances and benefits in kind	9,413	9,535	8,738
Share-based payment expenses	2,292	3,904	11,311
Pension scheme contributions	246	241	289
Total	11,951	13,680	20,338

The number of non-director highest paid employees whose remuneration fell within the following bands is as follows:

	Year ended 31 December		
	2023	2024	2025
HKD2,000,001 to HKD2,500,000	1	–	–
HKD2,500,001 to HKD3,000,000	1	1	–
HKD3,000,001 to HKD3,500,000	–	2	–
HKD3,500,001 to HKD4,000,000	1	–	–
HKD4,000,001 to HKD4,500,000	1	–	1
HKD4,500,001 to HKD5,000,000	–	–	2
HKD5,000,001 to HKD5,500,000	–	–	–
HKD5,500,001 to HKD6,000,000	–	1	–
Above HKD6,000,000	–	–	1
Total	4	4	4

11. INCOME TAX

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the EIT rate of the PRC subsidiaries was 25% during the Relevant Periods except for those subject to tax concession as set out below.

The Company was accredited as a "High and New Technology Enterprise" in 2021 December and was entitled to a preferential income tax rate of 15% for the years ended 31 December 2021 to 2023. This qualification is subject to review by the relevant tax authority in the PRC for every three years. In 2024, the qualification has been renewed for another three years and was entitled to a preferential income tax rate of 15% for the years ended 31 December 2024 to 2026.

According to the normal statutory PRC corporate income tax and relevant rules, certain subsidiaries of the Company have been qualified as small and low-profit enterprises and were entitled to a preferential EIT rate of 5% for the taxable income below RMB3 million during the years ended 31 December 2023, 2024, 2025.

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Current			
Charge for the year	73	9,705	1,082
Deferred tax *(note 19)*	464	(14,389)	9,029
Total	537	(4,684)	10,111

A reconciliation of the tax expense/(credit) applicable to loss before tax at the statutory rate applicable in Chinese mainland to the tax credit at the effective tax rates is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
(Loss)/profit before tax	(1,967,094)	(695,027)	17,551
Tax at the statutory tax rate of 25%	(491,774)	(173,757)	4,388
Lower tax rates enacted by local authorities	217,028	41,372	5,217
Tax losses utilised from previous periods	(1,665)	(27,464)	(32,764)
Super deduction of research and development expenses	(33,964)	(28,869)	(23,715)
Tax losses and temporary differences not recognised, net	309,421	180,712	45,596
Expenses not deductible for tax	1,491	3,322	11,389
Tax charge/(credit) at the Group's effective rate	537	(4,684)	10,111

12. DIVIDEND

No dividend was paid or declared by the Company and its subsidiaries during the Relevant Periods.

13. (LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic (loss)/earnings per share amounts is based on the (loss)/earnings for the Relevant Periods attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares in issue during the Relevant Periods.

The Group had no potentially dilutive ordinary shares in issue during the Relevant Periods.

The calculations of basic and diluted loss per share are based on:

(Loss)/earnings per share – Basic and diluted	Year ended 31 December		
	2023	2024	2025
(Loss)/earnings			
(Loss)/earnings attributable to ordinary equity holders of the parent (RMB'000)	(1,966,964)	(546,418)	4,853
Shares			
Weighted average number of ordinary shares outstanding in the basic and diluted loss per share calculation (thousands)	7,984,597	8,351,441	8,798,082
(Loss)/earnings per share (RMB)	(0.25)	(0.07)	0.00

14. PROPERTY, PLANT AND EQUIPMENT

The Group

	Motor vehicles	Office equipment	Electronic equipment	Leasehold improvements	Construction in progress	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2023						
At 1 January 2023:						
Cost	3,129,334	20,205	115,882	21,219	286,581	3,573,221
Accumulated depreciation and impairment	(1,922,876)	(10,933)	(92,166)	(10,405)	–	(2,036,380)
Net carrying amount	1,206,458	9,272	23,716	10,814	286,581	1,536,841
At 1 January 2023, net of accumulated depreciation and impairment	1,206,458	9,272	23,716	10,814	286,581	1,536,841
Additions	307,913	1,915	9,920	590	26,853	347,191
Transfer	173,576	–	–	–	(173,576)	–
Disposals	(172,587)	(170)	(2,334)	(180)	–	(175,271)
Depreciation provided during the year	(254,068)	(4,120)	(15,205)	(5,056)	–	(278,449)
Impairment provided during the year	(8,628)	–	–	–	–	(8,628)
Assets classified as held for sale	(8,940)	–	–	–	–	(8,940)
At 31 December 2023, net of accumulated depreciation and impairment	1,243,724	6,897	16,097	6,168	139,858	1,412,744
At 31 December 2023:						
Cost	3,177,703	19,765	100,215	21,165	139,858	3,458,706
Accumulated depreciation and impairment	(1,933,979)	(12,868)	(84,118)	(14,997)	–	(2,045,962)
Net carrying amount	1,243,724	6,897	16,097	6,168	139,858	1,412,744
31 December 2024						
At 1 January 2024:						
Cost	3,177,703	19,765	100,215	21,165	139,858	3,458,706
Accumulated depreciation and impairment	(1,933,979)	(12,868)	(84,118)	(14,997)	–	(2,045,962)
Net carrying amount	1,243,724	6,897	16,097	6,168	139,858	1,412,744
At 1 January 2024, net of accumulated depreciation and impairment	1,243,724	6,897	16,097	6,168	139,858	1,412,744
Additions	96,194	721	3,353	909	171,320	272,497
Transfer	261,898	–	–	–	(261,898)	–
Disposals	(91,554)	(54)	–	–	–	(91,608)
Depreciation provided during the year	(339,503)	(2,776)	(11,629)	(3,720)	–	(357,628)
Impairment provided during the year	(263,085)	–	–	–	(10,759)	(273,844)
Assets classified as held for sale	(17,133)	–	–	–	–	(17,133)
At 31 December 2024, net of accumulated depreciation and impairment	890,541	4,788	7,821	3,357	38,521	945,028
At 31 December 2024:						
Cost	2,731,106	19,723	103,569	22,074	49,280	2,925,752
Accumulated depreciation and impairment	(1,840,565)	(14,935)	(95,748)	(18,717)	(10,759)	(1,980,724)
Net carrying amount	890,541	4,788	7,821	3,357	38,521	945,028

	Motor vehicles	Office equipment	Electronic equipment	Leasehold improvements	Construction in progress	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2025						
At 1 January 2025:						
Cost	2,731,106	19,723	103,569	22,074	49,280	2,925,752
Accumulated depreciation and impairment	(1,840,565)	(14,935)	(95,748)	(18,717)	(10,759)	(1,980,724)
Net carrying amount	890,541	4,788	7,821	3,357	38,521	945,028
At 1 January 2025, net of accumulated depreciation and impairment	890,541	4,788	7,821	3,357	38,521	945,028
Additions	96,088	487	1,924	378	178,381	277,258
Transfer	187,611	–	–	–	(187,611)	–
Disposals	(102,325)	(209)	–	–	–	(102,534)
Depreciation provided during the year	(204,016)	(1,414)	(4,397)	(2,545)	–	(212,372)
Assets classified as held for sale	(27,927)	–	–	–	–	(27,927)
At 31 December 2025, net of accumulated depreciation and impairment	839,972	3,652	5,348	1,190	29,291	879,453
At 31 December 2025:						
Cost	2,188,570	19,567	105,492	22,452	29,291	2,365,372
Accumulated depreciation and impairment	(1,348,598)	(15,915)	(100,144)	(21,262)	–	(1,485,919)
Net carrying amount	839,972	3,652	5,348	1,190	29,291	879,453

An impairment loss is recognised in profit or loss if the carrying amount of property, plant and equipment exceeds its recoverable amount. As at 31 December 2023, 2024 and 2025, the Group recognised impairment provisions of approximately RMB8,628,000, RMB273,844,000 and RMB0, respectively, on certain vehicles with relatively low utilisation rate or bad condition, based on the higher of comparable vehicle disposal price on the markets or value in use calculation using cash flow projections.

The Company

	Motor vehicles	Office equipment	Electronic equipment	Leasehold improvements	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2023					
At 1 January 2023:					
Cost	2,092	15,941	93,808	16,311	128,152
Accumulated depreciation and impairment	(1,380)	(9,661)	(86,599)	(9,064)	(106,704)
Net carrying amount	712	6,280	7,209	7,247	21,448
At 1 January 2023, net of accumulated depreciation and impairment	712	6,280	7,209	7,247	21,448
Additions	–	122	–	–	122
Disposals	(89)	(43)	–	–	(132)
Depreciation provided during the year	(147)	(3,215)	(7,209)	(3,531)	(14,102)
At 31 December 2023, net of accumulated depreciation and impairment	476	3,144	–	3,716	7,336
At 31 December 2023:					
Cost	1,645	15,966	70,831	16,290	104,732
Accumulated depreciation and impairment	(1,169)	(12,822)	(70,831)	(12,574)	(97,396)
Net carrying amount	476	3,144	–	3,716	7,336

	Motor vehicles	Office equipment	Electronic equipment	Leasehold improvements	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
31 December 2024					
At 1 January 2024:					
Cost	1,645	15,966	70,831	16,290	104,732
Accumulated depreciation and impairment	(1,169)	(12,822)	(70,831)	(12,574)	(97,396)
Net carrying amount	476	3,144	–	3,716	7,336
At 1 January 2024, net of accumulated depreciation and impairment	476	3,144	–	3,716	7,336
Additions	–	152	–	–	152
Disposals	(31)	(32)	–	–	(63)
Depreciation provided during the year	(389)	(1,740)	–	(2,062)	(4,191)
At 31 December 2024, net of accumulated depreciation and impairment	56	1,524	–	1,654	3,234
At 31 December 2024:					
Cost	1,364	15,495	70,831	16,290	103,980
Accumulated depreciation and impairment	(1,308)	(13,971)	(70,831)	(14,636)	(100,746)
Net carrying amount	56	1,524	–	1,654	3,234
31 December 2025					
At 1 January 2025:					
Cost	1,364	15,495	70,831	16,290	103,980
Accumulated depreciation and impairment	(1,308)	(13,971)	(70,831)	(14,636)	(100,746)
Net carrying amount	56	1,524	–	1,654	3,234
At 1 January 2025, net of accumulated depreciation and impairment	56	1,524	–	1,654	3,234
Additions	13,033	45	–	–	13,078
Disposals	(81)	(5)	–	–	(86)
Depreciation provided during the year	(645)	(473)	–	(902)	(2,020)
At 31 December 2025, net of accumulated depreciation and impairment	12,363	1,091	–	752	14,206
At 31 December 2025:					
Cost	13,584	15,535	70,916	16,205	116,240
Accumulated depreciation and impairment	(1,221)	(14,444)	(70,916)	(15,453)	(102,034)
Net carrying amount	12,363	1,091	–	752	14,206

15. LEASES

The Group as a lessee

The Group has lease contracts for various items of motor vehicles, office equipment and buildings used in its operations. Motor vehicles generally have lease terms of 3 to 5 years, while office equipment generally has lease terms of 3 years. Buildings generally have lease terms between 2 and 5 years. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

(a) Right-of-use assets

The carrying amounts of the Group's right-of-use assets and the movements during the Relevant Periods are as follows:

	Motor vehicles	Office equipment	Buildings	Total
	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2023	684,495	9,352	33,937	727,784
Additions	7,080	–	7,287	14,367
Early termination	(25,433)	–	(7,387)	(32,820)
Depreciation charge	(299,227)	(9,352)	(16,121)	(324,700)
Impairment	(15,353)	–	–	(15,353)

	Motor vehicles	Office equipment	Buildings	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
As at 31 December 2023 and 1 January 2024	351,562	–	17,716	369,278
Additions	–	–	6,900	6,900
Early termination	(126,715)	–	(62)	(126,777)
Depreciation charge	(117,541)	–	(13,019)	(130,560)
Impairment	(5,014)	–	–	(5,014)
As at 31 December 2024 and 1 January 2025	102,292	–	11,535	113,827
Additions	–	–	19,174	19,174
Early termination	(46,378)	–	(1,773)	(48,151)
Depreciation charge	(44,183)	–	(11,914)	(56,097)
As at 31 December 2025	11,731	–	17,022	28,753

(b) Lease liabilities

The carrying amount of lease liabilities and the movements during the Relevant Periods are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Lease liabilities			
Carrying amount at the beginning of the year	760,978	557,038	212,571
New leases	14,367	6,900	19,174
Accretion of interest recognised during the year	28,194	8,859	4,042
Payments	(212,166)	(232,060)	(156,079)
Early termination	(34,335)	(128,166)	(53,197)
Carrying amount at the end of the year	557,038	212,571	26,511
Analysed into:			
Current portion	351,734	184,170	22,660
Non-current portion	205,304	28,401	3,851

The maturity analysis of lease liabilities is disclosed in note 40 to the Historical Financial Information.

(c) The amounts recognised in profit or loss in relation to leases are as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Interest on lease liabilities	28,194	8,859	4,042
Depreciation charge of right-of-use assets	324,700	130,560	56,097
Impairment of right-of-use assets	15,353	5,014	–
Expense relating to short term leases (included in administrative expenses and cost of sales)	24,260	26,577	22,549
Loss/(gain) on early termination of leases, net	36,355	4,078	(546)
Total amount recognised in profit or loss	428,862	175,088	82,142

The Company as a lessee

The Company has lease contracts for various items of motor vehicles, office equipment and buildings used in its operations. Motor vehicles generally have lease terms of 3 years, while office equipment generally has lease terms of 3 years. Buildings generally have lease terms between 2 and 5 years. For office equipment and buildings, the Company is restricted from assigning and subleasing the leased assets.

(a) Right-of-use assets

The carrying amounts of the Company's right-of-use assets and the movements during the Relevant Periods are as follows:

	Motor vehicles	Office equipment	Buildings	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
As at 1 January 2023	518,128	9,352	21,200	548,680
Additions	7,080	–	1,547	8,627
Early termination	(42,460)	–	(1,632)	(44,092)
Depreciation charge	(253,818)	(9,352)	(10,302)	(273,472)
Impairment	(15,353)	–	–	(15,353)
As at 31 December 2023 and 1 January 2024	213,577	–	10,813	224,390
Additions	–	–	2,396	2,396
Early termination	(45,242)	–	–	(45,242)
Depreciation charge	(85,898)	–	(7,017)	(92,915)
As at 31 December 2024 and 1 January 2025	82,437	–	6,192	88,629
Additions	–	–	10,660	10,660
Early termination	(46,242)	–	(797)	(47,039)
Depreciation charge	(36,195)	–	(6,681)	(42,876)
As at 31 December 2025	–	–	9,374	9,374

(b) Lease liabilities

The carrying amount of lease liabilities and the movements during the Relevant Periods are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Lease liabilities			
Carrying amount at the beginning of the year	818,592	410,978	184,381
New leases	8,627	2,396	10,660
Accretion of interest recognised during the year	19,646	8,916	2,581
Payments	(389,796)	(184,991)	(136,465)
Early termination	(46,091)	(52,918)	(51,983)
Carrying amount at the end of the year	410,978	184,381	9,174
Analysed into:			
Current portion	292,212	164,944	8,509
Non-current portion	118,766	19,437	665

(c) The amounts recognised in profit or loss in relation to leases are as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Interest on lease liabilities	19,646	8,916	2,581
Depreciation charge of right-of-use assets	273,472	92,915	42,876
Expense relating to short term leases (included in administrative expenses and cost of sales)	22,940	22,335	83,741
Gain on early termination of items of leases, net	(1,999)	(7,676)	(4,946)
Total amount recognised in profit or loss	314,059	116,490	124,252

The Group as a lessor

The Group leases its motor vehicles for rental in Chinese mainland under operating lease arrangements. The terms of the leases generally require the tenants to pay security deposits. Details of rental income recognised by the Group during the Relevant Periods are included in note 5 to the Historical Financial Information.

The undiscounted lease payments receivable by the Group in future periods under operating leases with its tenants are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Within one year	556,149	355,659	304,792
Above one year but within two years	94,021	104,834	77,688
Above two years but within three years	34,974	46,134	24,714
Above three years but within four years	6,340	12,355	7,550
Above four years but within five years	1,212	2,633	3,659
Over five years	–	242	–
Total	692,696	521,857	418,403

16. GOODWILL

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Cost	45,685	45,685	45,685
Accumulated impairment	–	–	–
Net carrying amount	45,685	45,685	45,685

Impairment testing of goodwill

At 19 January 2020, goodwill of RMB45,685,000 arose from the acquisition of Shanghai Jiaxing Automobile Service Co., Ltd. and its subsidiaries. Goodwill acquired through business combinations is allocated to the leasing of vehicles cash-generating unit.

The recoverable amount of leasing of vehicles cash-generating unit has been determined based on a value in use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management. Growth rates have been projected at 2.30%, 1.60% and 1.10% beyond the five years and the pre-tax discount rates applied to the cash flow projections were 15.36%, 14.07% and 14.04% for the year ended 31 December 2023, 2024 and 2025, respectively.

Assumptions were used in the value in use calculation of the cash-generating unit for the Relevant Periods. The following describes each key assumption on which management has based in the preparation of cash flow projections to undertake impairment testing of goodwill.

Gross profit margin — Gross profit margin is based on the average gross profit margin achieved in the year immediately before the budget year and is increased over the budget period for anticipated efficiency improvements.

Discount rate — The discount rate used is before tax and reflects specific risks relating to the relevant unit.

Sensitivity to changes in key assumptions:

The management of the Company has performed sensitivity test by decreasing 1% of gross profit margin in the budget period or increasing 1% of pre-tax discount rate, with all other assumptions held constant. The impacts on the amount by which the cash-generating units' recoverable amount above its carrying amount (headroom) are as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Headroom	345,538	135,430	236,551
Impact by decreasing gross profit margin	(117,750)	(56,933)	(68,885)
Impact by increasing pre-tax discount rate	(165,920)	(70,523)	(72,868)

17. OTHER INTANGIBLE ASSETS

The Group

	Software	Vehicle licence plate	Total
	RMB'000	*RMB'000*	*RMB'000*
31 December 2023			
Cost at 1 January 2023, net of accumulated amortisation	26,623	184,529	211,152
Additions	5,074	5,897	10,971
Amortisation provided during the year	(11,911)	–	(11,911)
At 31 December 2023	19,786	190,426	210,212
At 31 December 2023			
Cost	59,359	190,488	249,847
Accumulated amortisation and impairment	(39,573)	(62)	(39,635)
Net carrying amount	19,786	190,426	210,212
31 December 2024			
Cost at 1 January 2024, net of accumulated amortisation	19,786	190,426	210,212
Additions	3,903	5,379	9,282
Amortisation provided during the year	(9,913)	–	(9,913)
Disposal	(3,109)	–	(3,109)
At 31 December 2024	10,667	195,805	206,472
At 31 December 2024			
Cost	21,692	195,867	217,559
Accumulated amortisation and impairment	(11,025)	(62)	(11,087)
Net carrying amount	10,667	195,805	206,472
31 December 2025			
Cost at 1 January 2025, net of accumulated amortisation	10,667	195,805	206,472
Additions	1,391	1,003	2,394
Amortisation provided during the year	(3,353)	–	(3,353)
Disposal	(65)	–	(65)
At 31 December 2025	8,640	196,808	205,448
At 31 December 2025			
Cost	22,853	196,870	219,723
Accumulated amortisation and impairment	(14,213)	(62)	(14,275)
Net carrying amount	8,640	196,808	205,448

Impairment review on the vehicle licence plate has been conducted by management annually according to IAS 36 "Impairment of assets" and no impairment has been incurred. For the purpose of the impairment review, the recoverable amount of the vehicle licence plate is determined based on fair value less cost of disposal calculations.

The Company

	Software
	RMB'000
31 December 2023	
Cost at 1 January 2023, net of accumulated amortisation	21,594
Additions	4,223
Amortisation provided during the year	(10,782)
At 31 December 2023	15,035
At 31 December 2023	
Cost	53,311
Accumulated amortisation	(38,276)
Net carrying amount	15,035

	Software
	RMB'000
31 December 2024	
Cost at 1 January 2024, net of accumulated amortisation	15,035
Additions	574
Amortisation provided during the year	(8,935)
Disposal	(3,109)
At 31 December 2024	3,565
At 31 December 2024	
Cost	12,315
Accumulated amortisation	(8,750)
Net carrying amount	3,565

	Software
	RMB'000
31 December 2025	
Cost at 1 January 2025, net of accumulated amortisation	3,565
Amortisation provided during the year	(2,197)
Disposal	(65)
At 31 December 2025	1,303
At 31 December 2025	
Cost	12,085
Accumulated amortisation	(10,782)
Net carrying amount	1,303

18. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Non-current:			
Prepayments for purchase of items of property, plant and equipment	31,499	30,769	151,830
Deposits*	64,607	80,597	17,267
Others	852	472	3,946
Total	96,958	111,838	173,043
Current:			
Prepaid expenses	14,647	6,285	12,385
Deposits*	40,438	50,143	63,322
Value-added tax recoverable	125,997	127,027	171,583
Prepaid insurance	139,326	107,525	104,909
Prepaid income tax	19,105	14,257	13,987
Others	15,112	15,717	18,040
	354,625	320,954	384,226
Impairment allowance	(3,321)	(4,477)	(2,771)
Total	351,304	316,477	381,455

The movements in the loss allowance for impairment of other receivables are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
At beginning of year	1,285	3,321	4,477
Impairment losses	2,036	1,156	2,607
Amount written off as uncollectible	–	–	(4,313)
At end of year	3,321	4,477	2,771

* Deposits mainly represent rental deposits and deposits with suppliers and others for which there was no recent history of default and past due amounts. As at the end of each of the Relevant Periods, the loss allowance was assessed to be minimal.

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Non-current:			
Others	645	472	3,946
Total	645	472	3,946
Current:			
Prepaid expenses	8,627	898	8,254
Deposits	14,152	10,883	8,215
Value-added tax recoverable	20,960	41,961	56,413
Prepaid insurance	167	–	319
Others	6,181	9,114	12,115
	50,087	62,856	85,316
Impairment allowance	(3,040)	(4,196)	(1,367)
Total	47,047	58,660	83,949

The movements in the loss allowance for impairment of other receivables are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
At beginning of year	1,285	3,040	4,196
Impairment losses	1,755	1,156	366
Amount written off as uncollectible	–	–	(3,195)
At end of year	3,040	4,196	1,367

19. DEFERRED TAX

The movements in deferred tax liabilities and assets during the Relevant Periods are as follows:

Deferred tax liabilities

	Fair value adjustments arising from acquisition of subsidiaries	Amortization allowance in excess of related depreciation	Interest income	Right-of-use assets	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
At 1 January 2023	14,876	5,304	3	58,261	78,444
Deferred tax charged/(credited) to profit or loss during the year	(259)	3,009	(3)	(23,561)	(20,814)
At 31 December 2023 and 1 January 2024	14,617	8,313	–	34,700	57,630
Deferred tax charged/(credited) to profit or loss during the year	(22)	3,172	–	(27,306)	(24,156)
At 31 December 2024 and 1 January 2025	14,595	11,485	–	7,394	33,474
Deferred tax charged/(credited) to profit or loss during the year	–	3,221	–	(1,909)	1,312
At 31 December 2025	14,595	14,706	–	5,485	34,786

Deferred tax assets

	Losses available for offsetting against future taxable profits	Impairment of property, plant and equipment and other intangible assets	Impairment of financial assets	Interest expenses	Lease liabilities	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
At 1 January 2023	3,837	195	3,419	3,760	58,107	69,318
Deferred tax credited/(charged) to profit or loss during the year	2,540	(43)	(848)	(260)	(22,667)	(21,278)
At 31 December 2023 and 1 January 2024	6,377	152	2,571	3,500	35,440	48,040
Deferred tax credited/(charged) to profit or loss during the year	14,418	1,664	5,342	(2,505)	(28,686)	(9,767)
At 31 December 2024 and 1 January 2025	20,795	1,816	7,913	995	6,754	38,273
Deferred tax charged to profit or loss during the year	(2,990)	(21)	(461)	(995)	(3,250)	(7,717)
At 31 December 2025	17,805	1,795	7,452	–	3,504	30,556

For presentation purposes, certain deferred tax assets and liabilities have been offset in the statement of financial position. The following is an analysis of the deferred tax balances of the Group for financial reporting purposes:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Net deferred tax assets recognised on the consolidated statement of financial position	8,920	19,842	10,903
Net deferred tax liabilities recognised on the consolidated statement of financial position	18,510	15,043	15,133

The Group has tax losses arising in Chinese mainland of RMB14,057,784,000, RMB14,314,333,000 and RMB15,143,805,000 as at 31 December 2023, 2024 and 2025, respectively, that will expire in one to ten years for offsetting against future taxable profits of the companies in which the losses arose.

Deferred tax assets have not been recognised in respect of the following items:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Tax losses	14,057,784	14,314,333	15,143,805
Deductible temporary differences	780,974	1,635,654	932,881
Total	14,838,758	15,949,987	16,076,686

Deferred tax assets have not been recognized in respect of these losses and temporary differences due to prudence considerations, as it is not considered probable that taxable profits in foreseeable future will be available against which the tax losses can be utilized.

20. INVESTMENTS IN SUBSIDIARIES

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Investments in subsidiaries	442,042	442,042	442,042

The Company's outstanding balances with the subsidiaries are disclosed in note 33. No impairment of Investments in subsidiaries was recognized.

21. INVESTMENTS IN ASSOCIATES

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Share of net assets	25,238	22,985	15,388

The Group's trade receivable and payable balances with the associates are disclosed in note 33 to the Historical Financial Information.

Particulars of the associates are as follows:

Company name*	*Notes*	Place of incorporation/ registration and business	Registered capital	Percentage of equity interest attributable to the Company: Direct	Percentage of equity interest attributable to the Company: Indirect	Principal activities
Nanjing Zhijie Lingxing Automobile Service Co., Ltd. (南京智捷領行汽車服務有限公司)		PRC/Chinese mainland	RMB1,500,000	–	34%	Operating services
Wuhan Changxin Zhixiang Automobile Service Co., Ltd. (武漢長信智享汽車服務有限公司)		PRC/Chinese mainland	RMB5,000,000	–	25%	Operating services
Guangzhou Qicheng New Energy Automobile Service Co., Ltd. (廣州啟程新能源汽車服務有限公司)		PRC/Chinese mainland	RMB52,500,000	–	33%	Operating services
Nanjing Runfeng Lingxing Automobile Technology Co., Ltd. (南京潤豐領行汽車科技有限公司)		PRC/Chinese mainland	RMB5,000,000	–	25%	Operating services

Company name*	*Notes*	Place of incorporation/ registration and business	Registered capital	Percentage of equity interest attributable to the Company		Principal activities
				Direct	Indirect	
Nanjing Tongyou Lingxing Automobile Service Co., Ltd. (南京通有領行汽車服務有限公司)		PRC/Chinese mainland	RMB2,000,000	–	25%	Operating services
Wuhan Youche Zhixiang Automobile Service Co., Ltd. (武漢友車智享汽車服務有限公司)		PRC/Chinese mainland	RMB5,000,000	–	25%	Operating services
Chongqing Wanrui Zhixiang Automobile Technology Co., Ltd. (重慶萬鋭智享汽車科技有限公司)	*(i)*	PRC/Chinese mainland	RMB5,000,000	–	25%	Operating services
Changchun Zhixing Zhixiang Automobile Technology Co., Ltd. (長春智行智享汽車科技有限公司)	*(ii)*	PRC/Chinese mainland	RMB5,000,000	–	11%	Operating services

Notes:

(i) This entity has been deregistered and was closed down on 22 December 2025.

(ii) The Group nominated a director to participate in the operations of Changchun Zhixing Zhixiang Automobile Technology Co., Ltd., and was involved in operational decision-making.

(iii) English translations of names for identification purposes only.

The following table illustrates the aggregate financial information of the Group's associates that are not individually material:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Share of the associates' loss for the year	(3,621)	(3,953)	(3,014)
Share of the associates' total comprehensive loss	(3,621)	(3,953)	(3,014)
Aggregate carrying amount of the Group's investments in the associates	25,238	22,985	15,388

22. INVESTMENTS IN JOINT VENTURES

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Share of net assets	64,449	60,542	60,692
Goodwill on acquisition	9,533	9,533	9,533
Total	73,982	70,075	70,225

Particulars of the Group's joint ventures are as follows:

Company name*	Place of incorporation/ registration and business	Registered capital	Percentage of equity interest attributable to the Company		Principal activities
			Direct	Indirect	
Hangzhou Blue Whale Zhixiang Automobile Technology Co., Ltd. (杭州藍鯨智享汽車科技有限公司)	PRC/Chinese mainland	RMB5,000,000	–	30%	Operating services

Company name*	Place of incorporation/ registration and business	Registered capital	Percentage of equity interest attributable to the Company		Principal activities
			Direct	Indirect	
CITIC United Automobile (Beijing) Co., Ltd. (中信聯合汽車(北京)有限公司)	PRC/Chinese mainland	RMB15,384,615	–	35%	Taxi operation service
Jiangsu Dayun Tongxiang Travel Service Co., Ltd. (江蘇大運通享出行服務有限公司)	PRC/Chinese mainland	RMB100,000,000	–	34%	Operating services

* English translations of names for identification purposes only

The following table illustrates the aggregate financial information of the Group's joint ventures that are not individually material:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Share of the joint ventures' loss for the year	(467)	(3,448)	(2)
Share of other comprehensive income/(loss) of joint ventures	851	(557)	–
Share of the joint ventures' total comprehensive income/(loss)	384	(4,005)	(2)
Aggregate carrying amount of the Group's investments in the joint ventures	73,982	70,075	70,225

23. TRADE AND BILLS RECEIVABLES

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Trade receivables	454,661	381,804	297,445
Bill receivables	–	–	97
Impairment	(135,206)	(167,686)	(74,579)
Net carrying amount	319,455	214,118	222,963

The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed regularly by senior management. Trade receivables are non-interest-bearing. The credit terms granted by the Group are generally within 0 to 60 days for corporate customers and immediate collection for individual customers. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk.

An ageing analysis of the Group's trade and bills receivables, based on the transaction date and net of impairment, as at the end of each of the Relevant Periods is as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 6 months	297,541	191,487	211,619
6 months to 1 year	17,886	7,306	5,649
1 to 2 years	3,998	13,937	4,275
2 to 3 years	30	1,388	1,420
Total	319,455	214,118	222,963

The movements in the loss allowance for impairment of trade receivables are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
At beginning of year	120,806	135,206	167,686
Impairment losses	21,607	32,480	26,396
Amount written off as uncollectible	(7,207)	–	(119,503)
At end of year	135,206	167,686	74,579

An impairment analysis is performed at the end of each of the Relevant Periods using a provision matrix to measure expected credit losses. The provision rates are based on aging for groupings of various customer segments with similar loss patterns (i.e., by customer type). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Set out below is the information about the credit risk exposure on the Group's trade and bills receivables using a provision matrix:

As at 31 December 2023

Individual customers:

	Ageing				
	Within 1 month	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate	29.09%	80.97%	98.14%	100.00%	96.29%
Gross carrying amount (RMB'000)	5,992	2,081	9,765	112,164	130,002
Expected credit losses (RMB'000)	1,743	1,685	9,583	112,164	125,175

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	0.04%	9.97%	61.41%	97.93%	100.00%	3.09%
Gross carrying amount (RMB'000)	292,830	19,866	10,361	1,447	155	324,659
Expected credit losses (RMB'000)	116	1,980	6,363	1,417	155	10,031

As at 31 December 2024

Individual customers:

	Ageing				
	Within 1 month	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate	27.89%	80.87%	97.85%	100.00%	97.32%
Gross carrying amount (RMB'000)	4,191	1,579	5,383	117,095	128,248
Expected credit losses (RMB'000)	1,169	1,277	5,267	117,095	124,808

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	2.71%	43.10%	64.78%	78.01%	100.00%	16.91%
Gross carrying amount (RMB'000)	193,289	12,839	39,572	6,312	1,544	253,556
Expected credit losses (RMB'000)	5,242	5,533	25,635	4,924	1,544	42,878

As at 31 December 2025

Individual customers:

	Ageing				
	Within 1 month	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate	25.73%	66.03%	87.15%	99.15%	89.22%
Gross carrying amount (RMB'000)	3,198	1,263	5,345	24,518	34,324
Expected credit losses (RMB'000)	823	834	4,658	24,310	30,625

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	0.49%	15.46%	72.66%	94.52%	100.00%	16.70%
Gross carrying amount (RMB'000)	209,156	6,436	15,634	25,932	6,060	263,218
Expected credit losses (RMB'000)	1,028	995	11,359	24,512	6,060	43,954

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Trade receivables	171,749	140,461	55,274
Impairment	(99,618)	(88,310)	(8,892)
Net carrying amount	72,131	52,151	46,382

An ageing analysis of the Company's trade and bills receivables, based on the transaction date and net of impairment, as at the end of each of the Relevant Periods is as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 6 months	63,351	40,014	41,185
6 months to 1 year	6,383	4,123	2,100
1 to 2 years	2,392	7,603	2,388
2 to 3 years	5	411	709
Total	72,131	52,151	46,382

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on aging for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

The movements in the loss allowance for impairment of trade receivables are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
At beginning of year	114,107	99,618	88,310
Impairment losses, net	(9,213)	(11,308)	18,327
Amount written off as uncollectible	(5,276)	–	(97,745)
At end of year	99,618	88,310	8,892

Set out below is the information about the credit risk exposure on the Company's trade receivables using a provision matrix:

As at 31 December 2023

Individual customers:

	Ageing			
	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate *(Note)*	80.48%	98.81%	100.00%	100.00%
Gross carrying amount (RMB'000)	4	47	96,626	96,677
Expected credit losses (RMB'000)	3	47	96,626	96,676

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	0.03%	12.25%	22.15%	99.62%	0.00%	3.92%
Gross carrying amount (RMB'000)	63,350	7,133	3,259	1,330	–	75,072
Expected credit losses (RMB'000)	21	874	722	1,325	–	2,942

As at 31 December 2024

Individual customers:

	Ageing				
	Within 1 month	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate *(Note)*	25.83%	65.58%	90.49%	100.00%	100.00%
Gross carrying amount (RMB'000)	2	1	5	83,892	83,900
Expected credit losses (RMB'000)	1	1	5	83,892	83,899

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	0.39%	8.67%	18.96%	63.92%	100.00%	7.80%
Gross carrying amount (RMB'000)	40,013	4,580	9,503	1,139	1,326	56,561
Expected credit losses (RMB'000)	158	397	1,802	728	1,326	4,411

As at 31 December 2025

Individual customers:

	Ageing				
	Within 1 month	1 to 2 months	2 to 6 months	More than 6 months	Total
Expected credit loss rate *(Note)*	26.39%	65.68%	86.67%	95.79%	62.50%
Gross carrying amount (RMB'000)	504	169	600	95	1,368
Expected credit losses (RMB'000)	133	111	520	91	855

Enterprise customers:

	Ageing					
	Within 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Expected credit loss rate	0.24%	9.70%	16.92%	87.94%	100.00%	14.91%
Gross carrying amount (RMB'000)	40,676	2,329	2,985	5,878	2,038	53,906
Expected credit losses (RMB'000)	99	226	505	5,169	2,038	8,037

Note: The expected credit loss rate for individual customers is calculated based on RMB units digit.

24. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

The Group and the Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Structured deposits	–	–	50,000

Financial assets as fair value through profit or loss as at 31 December 2025 represented investment in structured deposit which was issued by bank. The return of the structured deposits was determined by reference to the return of their underlying investments. Since the contractual cash flows of the structured deposit do not represent solely the payments of principal and interest on the principal amount outstanding, the structured deposit is measured at fair value through profit or loss.

25. CASH AND CASH EQUIVALENTS AND RESTRICTED CASH

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Cash and bank balances	445,175	1,322,931	1,251,122
Less: Restricted cash	(3,333)	(50,131)	(312)
Cash and cash equivalents	441,842	1,272,800	1,250,810
Denominated in:			
RMB	441,842	1,272,800	1,250,810

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group and earn interest at the respective short term time deposit rates. The bank balances and restricted cash are deposited with creditworthy banks with no recent history of default.

Restricted cash represents mainly cash and bank balances pledged for judicial freeze, bank bills and bank borrowings.

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Cash and bank balances	299,489	1,251,928	1,147,098
Less: Restricted cash	(3,219)	(50,108)	(300)
Cash and cash equivalents	296,270	1,201,820	1,146,798
Denominated in:			
RMB	296,270	1,201,820	1,146,798

26. ASSETS CLASSIFIED AS HELD FOR SALE

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Non-current assets held for sale			
Self-owned vehicles	8,940	17,133	27,927

As at December 31, 2023, 2024 and 2025, the carrying value of self-owned vehicles to be disposed after the year ends were approximately RMB8,940,000, RMB17,133,000 and RMB27,927,000, respectively. The disposal gains for used vehicles were recorded in note 5.

27. TRADE AND BILLS PAYABLES

The Group

An ageing analysis of the trade and bills payables as at the end of each of the Relevant Periods, based on the invoice date, is as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 1 year	673,453	631,149	631,568
Over 1 year	70	54,183	1,704
Total	673,523	685,332	633,272

The trade and bills payables are non-interest-bearing and are normally settled on 30-day terms.

The Company

An ageing analysis of the trade and bills payables as at the end of each of the Relevant Periods, based on the invoice date, is as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 1 year	88,242	116,125	123,469
Over 1 year	–	21,413	1,075
Total	88,242	137,538	124,544

28. OTHER PAYABLES AND ACCRUALS

The Group

	Notes	As at 31 December		
		2023	**2024**	**2025**
		RMB'000	*RMB'000*	*RMB'000*
Non-current:				
Government grants	*(i)*	116,792	122,383	137,285
Current:				
Payroll payables		64,549	74,626	79,979
Other tax payable		60,547	185,692	72,938
Contract liabilities		41,524	23,806	23,548
Deposits from drivers and other suppliers		269,756	236,616	178,655
Payables to business partners	*(ii)*	113,210	66,899	21,927
Advanced proceeds from the disposal of property, plant and equipment		–	37,362	104,139
Provision for litigation and disputes	*(iii)*	43,253	65,687	39,810
Accrued promotion and incentives		107,851	74,182	16,495
Payables related to research and development expenses		38,378	31,710	19,190
Payables for subscription under Employee Investment Platforms	*(iv)*	–	22,130	22,130
Others		100,384	101,713	87,586
Total		839,452	920,423	666,397

(i) The amount represents grants received from local government authorities in connection with certain financial subsidies to support local business. There are certain unfulfilled conditions attached to these government grants.

(ii) Payables to car partners represent the balance of rental of leasing vehicles collected on behalf of the business partners from the drivers, which are non-interest-bearing and repayable on demand.

(iii) Provision for litigation and disputes represents the Group's estimate of indemnification and litigation costs related to incidents and supplier litigation disputes. The amounts are based on the management's best estimation according to the claimed amount.

(iv) Others mainly include professional service fee payables, customer service fee payables and others.

(v) Other payables and accruals in the current portion are non-interest-bearing and repayable on demand.

Details of contract liabilities are as follows:

	As at 31 December		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Short-term advances received from customers			
Ride hailing services	27,262	18,069	11,686
Others	14,262	5,737	11,862
Total	41,524	23,806	23,548

The Company

	As at 31 December		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Non-current:			
Government grants	116,792	122,383	137,285
Current:			
Payroll payables	50,035	59,506	60,592

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Other tax payable	3,715	3,783	9,098
Contract liabilities	29,537	22,610	23,000
Deposits from drivers and other suppliers	78,157	81,472	44,959
Payables to business partners	113,210	66,899	21,927
Accrued promotion and incentives for customer referrals	100,781	66,799	17,651
Provision for litigation and disputes	43,253	52,301	39,810
Payables related to research and development expenses	38,366	31,658	19,190
Payables for subscription under Employee Investment Platforms	–	22,130	22,130
Others	100,418	74,765	58,234
Total	557,472	481,923	316,591

Details of contract liabilities are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Short-term advances received from customers			
Ride hailing related income	26,754	17,653	11,621
Others	2,783	4,957	11,379
Total	29,537	22,610	23,000

29. INTEREST-BEARING BANK AND OTHER BORROWINGS

The Group

	Notes	As at 31 December 2023		
		Effective interest rate	Maturity	RMB'000
		(%)		
Current				
Bank loans – unsecured		3.30-4.00	2024	318,922
Other borrowings – unsecured		9.14-9.89	2024	45,342
Current portion of long-term				
– bank loans – unsecured		4.25-4.30	2024	264,312
– other borrowings – secured	*(i)*	4.30-7.65	2024	660,713
Total – current				1,289,289
Non-current				
Bank loans – unsecured		4.30	2026	16,625
Other borrowings – secured	*(i)*	5.54-7.65	2025-2027	503,873
Total – non-current				520,498
Total				1,809,787

	Notes	As at 31 December 2024		
		Effective interest rate	Maturity	RMB'000
		(%)		
Current				
Bank loans – unsecured		2.98-5.50	2025	624,016
Other borrowings – unsecured		5.50	2025	18,667
Current portion of long-term				
– bank loans – unsecured		4.30-4.45	2025	16,968
– other borrowings – secured	*(i)*	4.30-8.33	2025	562,960
Total – current				1,222,611

		As at 31 December 2024		
	Notes	Effective interest rate	Maturity	RMB'000
		(%)		
Non-current				
Other borrowings – secured	*(i)*	4.30-8.99	2026-2029	292,678
Total – non-current				292,678
Total				1,515,289

		As at 31 December 2025		
	Notes	Effective interest rate	Maturity	RMB'000
		(%)		
Current				
Bank loans – unsecured		2.25-3.20	2026	1,287,419
Other borrowings – unsecured		5.50	2026	10,455
Current portion of long-term				
– bank loans – unsecured		2.50-3.50	2026	18,874
– other borrowings – secured	*(i)*	3.70-6.45	2026	291,867
Total – current				1,608,615
Non-current				
Bank loans – unsecured		2.50-3.50	2027-2035	454,412
Other borrowings – secured	*(i)*	4.10-5.20	2027-2030	338,951
Total – non-current				793,363
Total				2,401,978

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Analysed into:			
Bank loans repayable:			
Within one year	583,234	640,984	1,306,293
In the second year	16,625	–	145,748
In the third to fifth years, inclusive	–	–	51,444
Over five years	–	–	257,220
Subtotal	599,859	640,984	1,760,705
Other borrowings repayable:			
Within one year	706,055	581,627	302,322
In the second year	439,286	162,347	194,983
In the third to fifth years, inclusive	61,476	129,783	143,968
Over five years	3,111	548	–
Subtotal	1,209,928	874,305	641,273
Total	1,809,787	1,515,289	2,401,978

Notes:

Certain of the Group's bank loans and other borrowings are secured by:

(i) mortgages over certain of the Group's motor vehicles with net carrying amounts of approximately RMB1,235,516,000, RMB232,465,000 and RMB552,191,000 as at 31 December 2023, 2024, 2025, respectively.

The Company

		As at 31 December 2023		
	Notes	Effective interest rate	Maturity	RMB'000
		(%)		
Current				
Bank loans – unsecured		3.50-4.00	2024	274,000
Total				274,000

	As at 31 December 2024		
	Effective interest rate	Maturity	RMB'000
	(%)		
Current			
Bank loans – unsecured	3.00-3.60	2025	336,988
Total			336,988

	As at 31 December 2025		
	Effective interest rate	Maturity	RMB'000
	(%)		
Current			
Bank loans – unsecured	2.25-3.20	2026	980,578
Current portion of long-term			
– bank loans – unsecured	2.50-3.50	2026	18,148
– other borrowings – secured	3.70-6.45	2026	3,001
Total – current			1,001,727
Non-current			
Bank loans – unsecured	2.50-3.50	2027-2035	444,812
Other borrowings – secured	4.10-5.20	2027-2030	5,310
Total – non-current			450,122
Total			1,451,849

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Analysed into:			
Bank loans repayable:			
Within one year	274,000	336,988	998,726
In the second year	–	–	136,148
In the third to fifth years, inclusive	–	–	51,444
Over five years	–	–	257,220
Subtotal	274,000	336,988	1,443,538
Other borrowings repayable:			
Within one year	–	–	3,001
In the second year	–	–	3,139
In the third to fifth years, inclusive	–	–	2,171
Subtotal	–	–	8,311
Total	274,000	336,988	1,451,849

30. SHARE CAPITAL

The Group and the Company

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Issued:			
Ordinary shares of RMB1 each	8,414,086	8,779,916	8,854,728
Fully paid:			
Ordinary shares of RMB1 each	8,257,845	8,779,916	8,854,728

Note: As of 31 December 2023, the Company has issued 8,414,086,000 ordinary shares to shareholder, of which 156,241,000 ordinary shares with an aggregate amount of RMB156,241,000 remained unpaid. Such amounts were fully paid in 2024.

A summary of movements in the Company's share capital is as follows:

	Number of shares in issue	Share capital
		RMB'000
At 1 January 2023	8,414,086,154	7,805,795
Capital contribution from shareholders	–	452,050
At 31 December 2023 and 1 January 2024	8,414,086,154	8,257,845
Capital contribution from shareholders	365,829,833	522,071
At 31 December 2024 and 1 January 2025	8,779,915,987	8,779,916
Capital contribution from shareholders	74,812,201	74,812
At 31 December 2025	8,854,728,188	8,854,728

31. DEFICITS

The Group

The amounts of the Group's share premium, share-based payment reserve, other reserve and the movements therein for the Relevant Periods are presented in the consolidated statements of changes in equity.

Share premium

The share premium of the Group represents the difference between the par value of the shares issued and the consideration received and the premium in acquisition of non-controlling interests.

Share-based payment reserve

The share-based payment reserve represents the equity-settled share-based payment arrangements as set out in note 32 to the Historical Financial Information.

Other reserve

Other reserve represents share of other comprehensive income and other reserves of joint ventures and premium paid for acquiring non-controlling interests.

The Company

The amounts of the Company's deficits and the movements therein for the Relevant Periods are presented as follows:

	Share premium	Share-based payment reserve	Accumulated losses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
As at 1 January 2023	3,693,018	24,269	(11,572,169)	(7,854,882)
Total comprehensive loss for the year	–	–	(1,089,074)	(1,089,074)
Capital contributions from shareholders	654,377	–	–	654,377
Equity-settled share-based payment arrangements	–	6,535	–	6,535

	Share premium	Share-based payment reserve	Accumulated losses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
As at 31 December 2023 and 1 January 2024	4,347,395	30,804	(12,661,243)	(8,283,044)
Total comprehensive loss for the year	–	–	(551,084)	(551,084)
Capital contributions from shareholders	857,379	–	–	857,379
Equity-settled share-based payment arrangements	–	10,597	–	10,597
As at 31 December 2024 and 1 January 2025	5,204,774	41,401	(13,212,327)	(7,966,152)
Total comprehensive loss for the year	–	–	(61,944)	(61,944)
Capital contributions from shareholders	125,296	–	–	125,296
Equity-settled share-based payment arrangements	–	37,534	–	37,534
As at 31 December 2025	5,330,070	78,935	(13,274,271)	(7,865,266)

32. SHARE-BASED PAYMENTS

The equity-settled share-based payment expenses of the Group during the Relevant Periods came from the Employee Investment Platforms with a total of 48,000,000 shares and the Pre-[**REDACTED**] Share Incentive Plan with total 18,516,386 shares of RSUs and 227,768,160 share options.

The Employee Investment Platforms were established in 2019 for certain employee to participate in employee investment to promote the growth and development of the Group. Certain shares were subscribed by eligible employees on 2 May 2020 for a consideration of RMB48,000,000.

The fair value of the shares subscribed was estimated as at the date of subscription using recent transaction price. The shares shall not be released from lock-up restrictions and beneficial to the employee until the successful [**REDACTED**] of the Company's shares on a recognized stock exchange and the expiration of the statutory lock-up period.

The Pre-[**REDACTED**] Share Incentive Plan was adopted on 31 March 2021 to eligible employees with 12,163,539 RSUs and 7,325,862 share options granted on 22 April 2021 and 6,352,847 RSUs and 220,442,298 share options granted on 22 September 2025. All the share options have a contractual term of seven to ten years.

The fair value of RSUs granted in the year of 2021 was determined based on discounted cash flow model as at the date of grant with assistance of an independent appraisal party and the fair value of RSUs granted in the year of 2025 was determined as at the date of grant using recent transaction price. The vesting conditions for these RSUs include the following: (i) certain performance conditions set for individuals are satisfied, and (ii) the shares of the Company are successfully [**REDACTED**] on a recognised stock exchange and the expiration of statutory lock-up period (the "[**REDACTED**] Condition").

The fair values of the share options granted in the year of 2021 and 2025 were determined as at the date of grant by using the Binomial model with assistance of an independent appraisal party. The vesting condition for these share options included certain performance conditions set for individuals and [**REDACTED**] conditions.

Key valuation assumptions used to determine the fair value of the share options granted in 2025 are as follows:

	Year ended 31 December
	2025
Dividend yield (%)	–
Expected volatility (%)	39.12
Risk-free interest rate (%)	1.68-1.80
Expected life of options (year)	6-9
Exercise multiples	2.2-2.8

The following Employee Investment Platforms shares and RSUs were outstanding during the Relevant periods:

	Weighted average subscription price	Number of shares
	RMB per share	
At 1 January 2023	1.39	60,163,539
Forfeited during the year	1.00	(1,000,000)
Granted during the year	2.28	1,000,000
At 31 December 2023 and 1 January 2024	1.41	60,163,539

	Weighted average subscription price	Number of shares
	RMB per share	
Forfeited during the year	1.03	(300,000)
Granted during the year	2.73	300,000
At 31 December 2024 and 1 January 2025	1.42	60,163,539
Forfeited during the year	1.39	(800,000)
Granted during the year	0.31	7,152,847
At 31 December 2025	1.30	66,516,386

The following share options were outstanding during the Relevant Periods:

	Weighted average exercise price	Number of options
	RMB per share	
Share options:		
At 1 January 2023	1.00	6,275,663
Forfeited during the year	1.00	(945,000)
At 31 December 2023 and 1 January 2024	1.00	5,330,663
Forfeited during the year	1.00	(363,207)
At 31 December 2024 and 1 January 2025	1.00	4,967,456
Granted during the year	2.65	220,442,298
At 31 December 2025	2.61	225,409,754

During the years ended 31 December 2023, 2024 and 2025, equity-settled share-based payment expense of RMB6,535,000, RMB10,597,000 and RMB37,534,000 were charged to profit or loss, respectively.

33. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are under control or joint control by the same party. Members of key management of the Group and their close family members are also considered as related parties.

Full name	Abbreviation	Related party relationship
Nanjing Tongyou Lingxing Automobile Service Co., Ltd.	Nanjing Tongyou	Associate
Wuhan Youche Zhixiang Automobile Service Co., Ltd.	Wuhan Youche	Associate
Chongqing Wanrui Zhixiang Automobile Technology Co., Ltd.	Chongqing Wanrui	Associate
Wuhan Changxin Zhixiang Automobile Service Co., Ltd.	Wuhan Changxin	Associate
Nanjing Runfeng Lingxing Automobile Technology Co., Ltd.	Nanjing Runfeng	Associate
Nanjing Zhijie Lingxing Automobile Service Co., Ltd.	Nanjing Zhijie	Associate
Foshan Lingcheng New Energy Vehicle Co., Ltd.	Foshan Lingcheng	Subsidiary of an associate
Guangzhou Qicheng New Energy Vehicle Service Co., Ltd.	Guangzhou Qicheng	Associate
Jiangsu Dayun Tongxiang Travel Service Co., Ltd.	Jiangsu Dayun	Joint venture
Changchun Zhixing Zhixiang Automobile Technology Co., Ltd.	Changchun Zhixing	Associate
Hangzhou Blue Whale Zhixiang Automobile Technology Co., Ltd.	Hangzhou Blue Whale	Joint venture
Xiamen Wanrui Zhixiang Automobile Technology Co., Ltd.	Xiamen Wanrui	Subsidiary of an associate
Hangzhou Wanrui Zhixiang Automobile Technology Co., Ltd.	Hangzhou Wanrui	Subsidiary of an associate
Hefei Wanrui Zhixiang Automobile Technology Co., Ltd.	Hefei Wanrui	Subsidiary of an associate
Wuhan Dongfeng Electric Chuangyue Industry and Trade Co., Ltd.	Wuhan Dongfeng	Entity controlled by a key member of management personnel of the Group
Dongfeng Hongtai Wuhan Guanshan Automobile Sales Service Co., Ltd.	Dongfeng Hongtai	Subsidiary of shareholders who have significant influence over the Company

Full name	Abbreviation	Related party relationship
Dongfeng Motor Group Co., Ltd. Passenger Car Company	Dongfeng Motor	Subsidiary of shareholders who have significant influence over the Company
Chongqing Changan New Energy Vehicle Technology Co., Ltd.	Chongqing Changan	Subsidiary of shareholders who have significant influence over the Company
Chongqing Changan Automobile International Sales Service Co., Ltd.	Chongqing Changan Automobile Sales	Subsidiary of shareholders who have significant influence over the Company
Shijiazhuang Wanrui Zhixiang Automobile Technology Co., Ltd.	Shijiazhuang Wanri	Subsidiary of an associate
Tianjin Wanrui Zhixiang Automobile Technology Co., Ltd.	Tianjin Wanri	Subsidiary of an associate
Changchun FAW Automobile Trading Service Co., Ltd.	Changchun FAW Automobile	Subsidiary of shareholders who have significant influence over the Company
Tianjin Jiashengxing Car Rental Co., Ltd.	Tianjin Jiashengxing	Subsidiary of shareholders who have significant influence over the Company
Chongqing Changan Special Vehicle Co., Ltd.	Chongqing Changan Special	Subsidiary of shareholders who have significant influence over the Company
FAW Mobility Technology (Guangzhou) Co., Ltd.	FAW Travel Guangzhou	Subsidiary of shareholders who have significant influence over the Company
FAW Zhixing Technology (Changchun) Co., Ltd.	FAW Zhixing Changchun	Subsidiary of shareholders who have significant influence over the Company
Lianyou Travel Technology Service Co., Ltd.	Lianyou travel	Subsidiary of shareholders who have significant influence over the Company
Hangzhou Changan Yixing Technology Co., Ltd.	Hangzhou Changan Yixing	Subsidiary of shareholders who have significant influence over the Company
Hefei Changan Yixing Technology Co., Ltd.	Hefei Changan Yixing	Subsidiary of shareholders who have significant influence over the Company
Hongqi Zhixing Technology (Beijing) Co., Ltd.	Hongqi Zhixing	Subsidiary of shareholders who have significant influence over the Company
FAW Bestune Car Co., Ltd.	FAW Bestune	Subsidiary of shareholders who have significant influence over the Company
FAW Car Sales Co., Ltd.	FAW Car Sales	Subsidiary of shareholders who have significant influence over the Company
FAW Zhixing Technology (Tianjin) Co., Ltd.	FAW Zhixing Tianjin	Subsidiary of shareholders who have significant influence over the Company
FAW Zhixing Technology (Nanjing) Co., Ltd.	FAW Zhixing Nanjing	Subsidiary of shareholders who have significant influence over the Company
FAW Mobility Technology (Chengdu) Co., Ltd.	FAW Travel Chengdu	Subsidiary of shareholders who have significant influence over the Company
Zhengzhou Lianyou Travel Technology Co., Ltd.	Zhengzhou Lianyou	Subsidiary of shareholders who have significant influence over the Company
FAW Travel Technology Co., Ltd.	FAW Travel	Subsidiary of shareholders who have significant influence over the Company
FAW Huameng Technology Co., Ltd.	FAW Huameng	Subsidiary of shareholders who have significant influence over the Company
Chongqing Changan Automobile Technology Co., Ltd.	Chongqing Changan Automobile	Subsidiary of shareholders who have significant influence over the Company
China FAW Co., Ltd. Tianjin Passenger Vehicle Powertrain Components Company	China FAW	Subsidiary of shareholders who have significant influence over the Company
Dongfeng Changxing Technology Co., Ltd.	Dongfeng Changxing	Subsidiary of shareholders who have significant influence over the Company
Hainan Dongfeng South Automobile Sales Service Co., Ltd.	Hainan Dongfeng	Subsidiary of shareholders who have significant influence over the Company
Nanjing Changan New Energy Vehicle Sales Service Co., Ltd.	Nanjing Changan	Subsidiary of shareholders who have significant influence over the Company
Tianjin FAW Auto Parts Co., Ltd.	Tianjin FAW	Subsidiary of shareholders who have significant influence over the Company
FAW Hongqi Automobile Sales Co., Ltd.	FAW Hongqi	Subsidiary of shareholders who have significant influence over the Company
FAW Zhixing International Leasing Co., Ltd.	FAW Zhixing International	Subsidiary of shareholders who have significant influence over the Company
FAW Fuhua Ecological Co., Ltd.	FAW Fuhua	Subsidiary of shareholders who have significant influence over the Company
Chuangge (Wuhan) Auto Service Co., Ltd.	Chuangge (Wuhan) Auto	Subsidiary of shareholders who have significant influence over the Company
Guangxi Liuqi Auto Parts Co., Ltd.	Guangxi Liuqi Auto	Subsidiary of shareholders who have significant influence over the Company
Wuhan Shenlong Hongtai Automobile Sales Service Co., Ltd.	Wuhan Shenlong Hongtai	Subsidiary of shareholders who have significant influence over the Company
Jiangsu Wanyou Automobile Sales Service Co., Ltd	Jiangsu Wanyou	Subsidiary of shareholders who have significant influence over the Company
Liantong Property Leasing Co., Ltd. Tianjin Leasing Branch	Liantong Property	Subsidiary of shareholders who have significant influence over the Company

Full name	Abbreviation	Related party relationship
Zixiang Zhitong (Wuhan) New Energy Vehicle Sales Co., Ltd	Zixiang Zhitong (Wuhan)	Subsidiary of shareholders who have significant influence over the Company
Harmony Health Insurance Co., Ltd	Harmony Health Insurance	Shareholders of the Company
CITIC United Automobile (Beijing) Co., Ltd	CITIC United Automobile (Beijing)	Joint venture

(a) The Group had the following major transactions with related parties during the Relevant Periods:

	Notes	Year ended 31 December		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Purchases of goods	*(i)*			
FAW Zhixing Nanjing		19,773	–	–
Chongqing Changan Automobile		2,603	4,112	55,265
FAW Hongqi		294	–	8,496
Jiangsu Wanyou		–	–	7,490
Tianjin Jiashengxing		–	–	5,752
Zixiang Zhitong (Wuhan)		–	–	3,693
Others		1,882	547	–
Finance lease arrangements – as a lessee	*(i)*			
FAW Zhixing Changchun		7,660	–	–
Services received	*(i)*			
Lianyou travel		11,801	102	–
Nanjing Runfeng		8,837	3,303	534
Nanjing Tongyou		5,801	3,358	1,642
Harmony Health Insurance		5,739	937	3,217
Wuhan Changxin		5,123	2,486	1,771
Nanjing Zhijie		5,110	3,141	2,049
Chongqing Wanrui		4,843	–	183
Changchun Zhixing		3,730	3,172	1,449
Jiangsu Dayun		3,423	1,025	712
Liantong Property		2,389	2,403	2,547
Hangzhou Wanrui		1,704	113	–
FAW Travel Guangzhou		1,444	633	83
Wuhan Youche		1,303	638	343
FAW Zhixing Nanjing		1,137	68	70
Chongqing Changan Automobile		707	1,549	10
CITIC United Automobile (Beijing)		–	2,478	–
FAW Travel		–	2,173	267
Others		5,584	4,807	3,999
Sales of goods	*(ii)*			
Dongfeng Motor		3,748	–	–
Guangxi Liuqi Auto		2,259	–	–
FAW Zhixing Changchun		2,181	–	–
Lianyou travel		1,428	–	–
Chongqing Changan Automobile		712	–	–
Others		2,456	64	13
Ride hailing services	*(ii)*			
Hongqi Zhixing		85,163	28,750	2,494
Others		36	979	688
Services provided	*(ii)*			
Dongfeng Motor		–	3,306	996
Guangxi Liuqi Auto		–	1,845	214
Chongqing Changan Automobile		–	699	8,016
Others		676	2,947	679

		Year ended 31 December		
	Notes	2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Operating Leasing services	*(ii)*			
Changchun Zhixing		60,508	29,358	10,598
Nanjing Runfeng		22,446	8,927	2,902
Nanjing Zhijie		18,380	8,400	4,841
Nanjing Tongyou		16,876	7,206	3,540
Wuhan Changxin		11,761	3,162	757
Wuhan Youche		8,909	–	–
Chongqing Wanrui		8,235	30	6
Hangzhou Wanrui		3,109	–	–
Guangzhou Qicheng		2,320	–	–
Others		6,425	2,195	1,645

Notes:

(i) Agreements on purchases of goods from related parties, finance lease arrangements with related parties and services received from related parties were made according to the published prices and conditions offered by the related parties to their major customers.

(ii) Agreements on sales to related parties, ride hailing services, operating Leasing services and other services provided to related parties were made according to the published prices and conditions offered to the major customers of the Group.

(b) Major outstanding balances with related parties

		As at 31 December		
	Note	2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Due from related parties:				
Trade related				
Current				
Changchun Zhixing		21,044	4,119	5
Nanjing Zhijie		4,277	10,795	1,347
Wuhan Youche		2,093	1,190	856
Hongqi Zhixing		1,462	1,373	12
Nanjing Runfeng		1,351	4,645	1,040
FAW Travel		1,152	283	–
Nanjing Tongyou		1,072	7,154	1,137
Chongqing Changan Automobile		661	2,239	3,918
Wuhan Changxin		454	680	413
Chongqing Wanrui		494	311	–
Hangzhou Wanrui		36	37	–
FAW Zhixing International		–	2,556	2,738
Harmony Health Insurance		–	–	8,994
Liantong Property		–	–	36,016
Zixiang Zhitong (Wuhan)		–	–	16,049
Others		1,709	1,354	694
		35,805	36,736	73,219
Impairment allowance		(628)	(2,331)	(354)
Total		35,177	34,405	72,865
Non-current				
Chongqing Changan Automobile		8,764	–	–
Tianjin Jiashengxing		3,000	3,000	3,000
FAW Zhixing International		2,386	–	–
Jiangsu Wanyou		–	–	29,336
Zixiang Zhitong (Wuhan)		–	–	16,049
Total		14,150	3,000	48,385

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Due to related parties:			
Trade related			
Current			
Changchun Zhixing	30,120	10,976	1,008
FAW Travel Guangzhou	18,854	5,389	115
FAW Zhixing Tianjin	16,194	6,110	491
Lianyou travel	14,937	14,287	13,564
Nanjing Runfeng	14,759	9,645	2,452
Nanjing Zhijie	14,523	15,385	3,428
FAW Travel Chengdu	12,952	8,903	123
Wuhan Dongfeng	11,107	2,107	1,153
Nanjing Tongyou	10,865	10,878	2,485
FAW Zhixing Nanjing	9,800	1,354	609
FAW Zhixing International	9,742	10,498	–
Chuangge (Wuhan) Auto	7,700	8,804	–
Chongqing Wanrui	5,938	2,443	–
Jiangsu Dayun	3,809	3,614	847
Wuhan Changxin	2,943	3,363	1,680
Wuhan Youche	2,115	2,284	1,560
Zhengzhou Lianyou	1,811	1,461	–
Guangzhou Qicheng	1,439	1,671	387
Chongqing Changan Automobile	1,280	154	5
Hangzhou Wanrui	1,216	1,075	–
FAW Zhixing Changchun	1,060	14,572	3,697
Chuangge Financial Leasing	–	20,085	11,657
Tianjin Jiashengxing	–	13,386	–
Others	11,668	10,784	5,745
Total	204,832	179,228	51,006

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Due to related parties:			
Non-current			
FAW Zhixing International	10,595	–	–
Chuangge Financial Leasing	–	22,049	214
Total	10,595	22,049	214

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Lease liabilities:			
Current			
FAW Zhixing Changchun	206,032	131,070	–
Chongqing Changan Automobile	39,611	–	–
Zhengzhou Lianyou	28,525	–	–
Tianjin Jiashengxing	16,489	22,337	–
FAW Zhixing International	15,339	18,419	–
FAW Travel Guangzhou	11,443	1,074	–
Lianyou travel	8,224	–	–
Wuhan Dongfeng	3,050	–	–
	328,713	172,900	–
Non-current			
FAW Zhixing Changchun	86,774	510	–
Chongqing Changan Automobile	60,047	–	–
Tianjin Jiashengxing	27,741	16,261	–
FAW Zhixing International	15,324	5,571	–
	189,886	22,342	–
Total	518,599	195,242	–

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Subsidiaries:			
Trade related:			
Amounts due from subsidiaries	447,719	269,537	1,251,549
Impairment	(2,239)	(1,348)	(6,258)
Net carrying amount	445,480	268,189	1,245,291

(c) Compensation of key management personnel of the Group:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Salaries, allowances and benefits in kind	2,746	2,661	2,689
Share-based payment expenses	3,780	6,484	10,874
Pension scheme contributions	70	70	71
Total	6,596	9,215	13,634

Further details of emoluments of directors, supervisors and chief executive are included in note 9 to the Historical Financial Information.

34. PARTLY-OWNED SUBSIDIARY WITH MATERIAL NON-CONTROLLING INTERESTS

Details of the Group's subsidiary that has material non-controlling interests are set out below:

	As at 31 December		
	2023	2024	2025
Percentage of equity interest held by non-controlling interests:			
Shanghai Jiaxing Automobile Service Co., Ltd. ("Shanghai Jiaxing")	42.74%	28.43%	0.00%

On 31 December 2024, the Group acquired an additional 14.3134% of equity interests of Shanghai Jiaxing from Shanghai Fuying Enterprise Management Co., Ltd. (上海符英企業管理有限公司).

On 18 November 2025, the Group acquired an additional 24.2326% of equity interests of Shanghai Jiaxing from Yixing Haoli Chaosheng Equity Investment Partnership Enterprise (Limited Partnership) (宜興好利朝昇股權投資合夥企業(有限合夥)).

On 29 December 2025, the Group acquired an additional 4.2003% of equity interests of Shanghai Jiaxing from Shanghai Jiahe Zhixing Enterprise Management Center (Limited Partnership) (上海嘉合知行企業管理中心(有限合夥)). As of 29 December 2025, the Group held 100% of shares of Shanghai Jiaxing.

	Year ended 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
(Loss)/profit for the year allocated to non-controlling interests:			
Shanghai Jiaxing	(667)	(143,925)	2,587
Accumulated balances of non-controlling interests at the end of each year:			
Shanghai Jiaxing	295,870	101,068	–

The following tables illustrate the summarised financial information of Shanghai Jiaxing. The amounts disclosed are before any inter-company eliminations:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Current assets	618,421	443,958	400,074
Non-current assets	1,628,780	1,157,352	1,041,107
Current liabilities	(1,038,262)	(922,479)	(854,385)
Non-current liabilities	(516,786)	(323,369)	(230,975)

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Revenue	940,961	816,894	648,066
(Loss)/profit for the year	(1,560)	(336,692)	1,447
Total comprehensive (loss)/income for the year	(1,560)	(336,692)	1,447
Net cash flows from operating activities	393,200	417,497	331,359
Net cash flows used in investing activities	(141,489)	(80,674)	(171,675)
Net cash flows used in financing activities	(283,257)	(399,844)	(157,457)
Net (decrease)/increase in cash and cash equivalents	(31,546)	(63,021)	2,227

35. NOTES TO THE CONSOLIDATED STATEMENTS OF CASH FLOWS

(a) Major non-cash transactions

The Group had non-cash additions to right-of-use assets, lease liabilities and amounts due to related parties of RMB14,367,000, RMB6,900,000 and RMB19,174,000 as at 31 December 2023, 2024 and 2025, respectively in respect of lease arrangements.

(b) Changes in liabilities arising from financing activities

	Interest-bearing bank and other borrowings	Lease liabilities	Other borrowings included in amounts due to related parties	Total
	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	1,547,812	760,978	307,973	2,616,763
Changes from financing cash flows	196,411	(212,166)	(320,778)	(336,533)
New leases	–	14,367	–	14,367
Interest expense	65,564	28,194	33,142	126,900
Termination of leases	–	(34,335)	–	(34,335)
At 31 December 2023 and 1 January 2024	1,809,787	557,038	20,337	2,387,162
Changes from financing cash flows	(381,266)	(232,060)	31,133	(582,193)
New leases	–	6,900	–	6,900
Interest expense	86,768	8,859	1,162	96,789
Termination of leases	–	(128,166)	–	(128,166)
At 31 December 2024 and 1 January 2025	1,515,289	212,571	52,632	1,780,492
Changes from financing cash flows	813,782	(156,079)	(41,731)	615,972
New leases	–	19,174	–	19,174
Interest expense	72,907	4,042	970	77,919
Termination of leases	–	(53,197)	–	(53,197)
At 31 December 2025	2,401,978	26,511	11,871	2,440,360

(c) Total cash outflow for leases

The total cash outflow for leases included in the statements of cash flows is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Within operating activities	24,260	26,577	22,549
Within financing activities	212,166	232,060	156,079
Total	236,426	258,637	178,628

36. PLEDGE OF ASSETS

Details of the Group's assets pledged for the Group's bank and other borrowings are included in notes 25 and 29 to the Historical Financial Information.

37. COMMITMENTS

(a) The Group had the following capital commitments at the end of each of the Relevant Periods:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Contracted, but not provided for:			
Motor vehicles	–	857	2,901
Total	–	857	2,901

(b) The future lease payments for these non-cancellable lease contracts:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Within 1 year	1,113	6,928	1,390
1 to 2 years	3	9	2
Total	1,116	6,937	1,392

38. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of each of the Relevant Periods are as follows:

Financial assets

31 December 2023

	Financial assets at fair value through profit or loss	Financial assets at amortised cost	Total
	RMB'000	RMB'000	RMB'000
Trade and bills receivables	–	319,455	319,455
Due from related parties	–	49,327	49,327
Financial assets included in prepayments, other receivables and other assets	–	112,745	112,745
Restricted cash	–	3,333	3,333
Cash and cash equivalents	–	441,842	441,842
Total	–	926,702	926,702

31 December 2024

	Financial assets at fair value through profit or loss	Financial assets at amortised cost	Total
	RMB'000	*RMB'000*	*RMB'000*
Trade and bills receivables	–	214,118	214,118
Due from related parties	–	37,405	37,405
Financial assets included in prepayments, other receivables and other assets	–	135,219	135,219
Restricted cash	–	50,131	50,131
Cash and cash equivalents	–	1,272,800	1,272,800
Total	–	1,709,673	1,709,673

31 December 2025

	Financial assets at fair value through profit or loss	Financial assets at amortised cost	Total
	RMB'000	*RMB'000*	*RMB'000*
Trade and bills receivables	–	222,963	222,963
Due from related parties	–	121,250	121,250
Financial assets at fair value through profit or loss	50,000	–	50,000
Financial assets included in prepayments, other receivables and other assets	–	84,947	84,947
Restricted cash	–	312	312
Cash and cash equivalents	–	1,250,810	1,250,810
Total	50,000	1,680,282	1,730,282

Financial liabilities

	Financial liabilities at amortised cost		
	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Trade and bills payables	673,523	685,332	633,272
Financial liabilities included in amounts due to related parties	215,427	201,277	51,220
Financial liabilities included in other payables and accruals	770,662	703,028	502,715
Interest-bearing bank and other borrowings	1,809,787	1,515,289	2,401,978
Total	3,469,399	3,104,926	3,589,185

39. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The Group invests in unlisted investments, which represent structured deposits issued by banks in Chinese mainland. The Group has estimated the fair value of these unlisted investments by using a discounted cash flow valuation model based on the market interest rates of instruments with similar terms and risks.

The Group has assessed that the fair values of cash and cash equivalents, restricted cash, trade and bills receivables, trade and bills payables, amounts due from related parties, amounts due to related parties, financial assets included in prepayments, other receivables and other assets, and financial liabilities included in other payables and accruals approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. At the end of each of the Relevant Periods, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the general manager of finance.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair value of interest-bearing borrowings has been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk for the long-term interest-bearing borrowings as at the end of each of the Relevant Periods was assessed to be insignificant. Available-for-sale assets are stated at the lower of their carrying amounts and fair values less costs to sell as further explained in note 2.3.

The Group invests in financial investments at fair value through profit or loss, which represent structured deposits issued by banks in Chinese mainland. The Group has estimated the fair value of these structured deposits based on the net value announced by the banks as at 31 December 2025.

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

		Fair value measurement using		
	As at 31 December	Quoted prices in active markets	Significant observable inputs	Significant unobservable
	2025	Level 1	Level 2	Level 3
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Financial assets at fair value through profit and loss	50,000	–	50,000	–

40. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and cash equivalents, restricted cash, amounts due from related parties, other receivables, long-term receivables, interest-bearing loans and other borrowings, amounts due to related parties, other payables, long-term payables and lease liabilities. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

The main risks arising from the Group's financial instruments are interest rate risk, credit risk and liquidity risk. As the Group's exposure to these risks is kept to a minimum, the Group has not used any derivatives and other instruments for hedging purposes. The Group does not hold or issue derivative financial instruments for trading purposes. The board of directors reviews and agrees policies for managing these risks and they are summarised below.

Interest rate risk

The Group's interest rate risk mainly arises from long-term interest-bearing loans and other borrowings. Financial liabilities with floating interest rates expose the Group to cash flow interest rate risk and financial liabilities with fixed interest rates expose the Group to fair value interest rate risk. The Group determines the relative proportion of fixed rate and floating rate contracts based on the prevailing market environment. As at the end of each of the Relevant Periods, the Group had no liabilities with floating interest rates.

The finance department of the Group's management continuously monitors the interest rate level of the Group. The increase in interest rate will increase the cost of new interest-bearing debts and the interest expense of the Group's outstanding interest-bearing debts with floating interest rate, and will have a significant adverse impact on the Group's financial performance. Management will make timely adjustments based on the latest market conditions, which may be interest rate swap arrangements to reduce interest rate risk. The Group had no interest rate swap arrangements during the Relevant Periods.

Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

Maximum exposure and year-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at the end of each of the Relevant Periods. The amounts presented are gross carrying amounts for financial assets.

31 December 2023

	12 months ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade receivables*	–	–	–	454,661	454,661
Financial assets included in prepayments, other receivables and other assets					
– Normal**	116,066	–	–	–	116,066
Amounts due from related parties	48,343	–	–	–	48,343
Restricted cash					
– Not yet past due	3,333	–	–	–	3,333
Cash and cash equivalents					
– Not yet past due	441,842	–	–	–	441,842
Total	609,584	–	–	454,661	1,064,245

31 December 2024

	12 months ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade receivables*	–	–	–	381,804	381,804
Financial assets included in prepayments, other receivables and other assets					
– Normal**	139,696	–	–	–	139,696
Amounts due from related parties	38,983	–	–	–	38,983
Restricted cash					
– Not yet past due	50,131	–	–	–	50,131
Cash and cash equivalents					
– Not yet past due	1,272,800	–	–	–	1,272,800
Total	1,501,610	–	–	381,804	1,883,414

31 December 2025

	12 months ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade receivables*	–	–	–	297,542	297,542
Financial assets included in prepayments, other receivables and other assets					
– Normal**	87,718	–	–	–	87,718
Amounts due from related parties	15,103	–	–	–	15,103
Restricted cash					
– Not yet past due	312	–	–	–	312
Cash and cash equivalents					
– Not yet past due	1,250,810	–	–	–	1,250,810
Total	1,353,943	–	–	297,542	1,651,485

* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 23 to the Historical Financial Information.

** The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be "normal" when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, the credit quality of the financial assets is considered to be "doubtful".

Liquidity risk

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial instruments and financial assets and projected cash flows from operations.

The liquidity of the Group is primarily dependent on its ability to maintain adequate cash inflows from operations to meet its debt obligations as they fall due, and its ability to obtain external financing to meet its committed future capital expenditure.

The maturity profile of the Group's financial liabilities as at the end of each of the Relevant Periods, based on the contractual undiscounted payments, is as follows:

	Within 1 year	1 to 2 years	2 to 5 years	Over 5 years	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2023					
Trade and bills payables	673,523	–	–	–	673,523
Financial liabilities included in other payables and accruals	839,452	–	–	116,792	956,244
Lease liabilities	368,441	163,597	49,428	–	581,466
Interest-bearing bank and other borrowings	1,350,372	471,590	65,670	–	1,887,632
Amount due to related parties	206,091	11,001	–	–	217,092
Total	3,437,879	646,188	115,098	116,792	4,315,957

	Within 1 year	1 to 2 years	2 to 5 years	Over 5 years	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2024					
Trade and bills payables	685,332	–	–	–	685,332
Financial liabilities included in other payables and accruals	920,423	–	122,383	–	1,042,806
Lease liabilities	185,307	28,246	4,741	–	218,294
Interest-bearing bank and other borrowings	1,265,634	170,566	138,958	–	1,575,158
Amount due to related parties	182,800	23,154	–	–	205,954
Total	3,239,496	221,966	266,082	–	3,727,544

	Within 1 year	1 to 2 years	2 to 5 years	Over 5 years	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
31 December 2025					
Trade and bills payables	633,272	–	–	–	633,272
Financial liabilities included in other payables and accruals	666,397	–	137,285	–	803,682
Lease liabilities	23,478	2,316	2,498	–	28,292
Interest-bearing bank and other borrowings	1,670,410	359,185	232,849	287,679	2,550,123
Amount due to related parties	51,351	216	–	–	51,567
Total	3,044,908	361,717	372,632	287,679	4,066,936

Capital management

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

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the Relevant Periods.

The asset-liability ratios as at the end of each of the Relevant Periods are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Total assets	3,419,967	3,443,816	3,483,615
Total liabilities	4,230,543	3,682,146	3,931,965
Asset-liability ratio *(Note)*	124%	107%	113%

Note: Asset-liability ratio is calculated by dividing total liabilities by total assets and multiplying the product by 100%.

41. EVENT AFTER THE RELEVANT PERIODS

As of 20 April 2026, the Group has renewed or newly signed unutilised bank facilities of RMB3.2 billion, of which approximately RMB1.1 billion was beyond 31 December 2026.

42. SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements have been prepared by the Group or any of the companies now comprising the Group in respect of any period subsequent to 31 December 2025.