The following is the text of a report set out on pages I–1 to I–[•], received from the Company's reporting accountants, KPMG, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this document.

KPMG

ACCOUNTANTS' REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF 南京硅基智能科技集團股份有限公司 NANJING SILICON INTELLIGENCE TECHNOLOGY GROUP CO., LTD., CMB INTERNATIONAL CAPITAL LIMITED AND DBS ASIA CAPITAL LIMITED

Introduction

We report on the historical financial information of 南京硅基智能科技集團股份有限公司Nanjing Silicon Intelligence Technology Group Co., Ltd. (the "**Company**") and its subsidiaries (together, the "**Group**") set out on pages I–3 to I–[•], which comprises the consolidated statements of financial position of the Group and the statements of financial position of the Company as at December 31, 2023, 2024 and 2025, and the consolidated statements of profit or loss, the consolidated statements of profit or loss and other comprehensive income, the consolidated statements of changes in equity and the consolidated cash flow statements, for each of the years ended December 31, 2023, 2024 and 2025 (the "**Track Record Period**"), 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–[•] 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 initial **[REDACTED]** of shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited.

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 and presentation set out in Note 1 to the Historical Financial Information, and for such internal control as the directors of the Company 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 (the "**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' judgment, 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 and presentation set out in Note 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 purpose of the accountants' report, a true and fair view of the Company's and the Group's financial position as at December 31, 2023, 2024 and 2025 of the Group's financial performance and cash flows for the Track Record Period in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information.

Report on matters under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited 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–4 have been made.

Dividends

We refer to Note 28(b) to the Historical Financial Information which states that no dividends have been paid by the Company in respect of the Track Record Period.

KPMG
Certified Public Accountants

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

[REDACTED]

HISTORICAL FINANCIAL INFORMATION

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

The consolidated financial statements of the Group for the Track Record Period, on which the Historical Financial Information is based, were audited by KPMG under separate terms of engagement with the Company in accordance with Hong Kong Standards on Auditing issued by the HKICPA (the "**Underlying Financial Statements**").

Consolidated statements of profit or loss
(Expressed in RMB)

	Note	Year ended December 31		
		2023	**2024**	**2025**
		RMB'000	*RMB'000*	*RMB'000*
Revenue	*4*	530,806	655,438	788,818
Cost of sales		(287,645)	(430,359)	(516,747)
Gross profit		**243,161**	**225,079**	**272,071**
Other income	*5(a)*	15,976	10,846	2,554
Other net gain/(loss)	*5(b)*	38	(678)	717
Selling and marketing expenses		(110,263)	(82,570)	(55,235)
Administrative and other operating expenses		(47,967)	(41,211)	(55,634)
Research and development expenses		(129,569)	(150,129)	(163,342)
Impairment loss on trade and other receivables and contract assets	*29(a)*	(11,750)	(21,170)	(27,595)
Loss from operations		**(40,374)**	**(59,833)**	**(26,464)**
Finance income	*6(a)*	4,606	2,239	857
Finance costs	*6(a)*	(435)	(240)	(144)
Share of loss of associates	*15*	(1,104)	(27)	(164)
Accretion of redemption liabilities	*25*	(58,660)	(53,838)	—
Loss before taxation	*6*	**(95,967)**	**(111,699)**	**(25,915)**
Income tax	*7*	60	—	—
Loss for the year		**(95,907)**	**(111,699)**	**(25,915)**
Attributable to:				
Equity shareholders of the Company		(95,907)	(111,699)	(25,915)
Loss per share				
Basic and diluted (RMB)	*10*	(5.99)	(6.98)	(1.56)

The accompanying notes form part of the Historical Financial Information.

Consolidated statements of profit or loss and other comprehensive income
(Expressed in RMB)

	Year ended December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Loss for the year	(95,907)	(111,699)	(25,915)
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of financial statements of a foreign subsidiary, net of nil tax	—	—	(475)
Total comprehensive income for the year	**(95,907)**	**(111,699)**	**(26,390)**
Attributable to:			
Equity shareholders of the Company	(95,907)	(111,699)	(26,390)
Total comprehensive income for the year	**(95,907)**	**(111,699)**	**(26,390)**

The accompanying notes form part of the Historical Financial Information.

Consolidated statements of financial position
(Expressed in RMB)

	Note	As at December 31 2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Non-current assets				
Property, plant and equipment	*11*	13,965	9,842	4,746
Right-of-use assets	*12*	6,704	3,466	4,887
Intangible assets	*13*	713	493	418
Contract assets	*22(a)*	1,358	7,137	5,463
Interests in associates	*15*	—	173	—
		22,740	21,111	15,514
Current assets				
Inventories	*16*	14,994	42,368	79,208
Trade receivables	*17*	146,717	232,475	281,637
Contract assets	*22(a)*	4,017	674	14,792
Prepayments, deposits and other receivables	*18*	72,327	40,825	81,874
Restricted bank deposits	*19*	—	1,412	—
Cash and cash equivalents	*19*	256,107	168,838	217,756
		494,162	486,592	675,267
Current liabilities				
Trade payables	*20*	96,413	115,689	102,487
Other payables and accruals	*21*	15,567	23,527	16,374
Contract liabilities	*22(b)*	46,497	50,237	75,574
Lease liabilities	*23*	5,802	1,220	3,107
Redemption liabilities	*25*	912,999	—	—
		1,077,278	190,673	197,542
Net current (liabilities)/assets		(583,116)	295,919	477,725
Total assets less current liabilities		(560,376)	317,030	493,239
Non-current liabilities				
Lease liabilities	*23*	306	1,271	1,961
Deferred income	*24*	176	—	—
		482	1,271	1,961
NET (LIABILITIES)/ASSETS		(560,858)	315,759	491,278
CAPITAL AND RESERVES				
Paid-in capital	*28(c)*	15,788	15,788	—
Share capital	*28(d)*	—	—	17,085
Reserves		(576,646)	299,971	474,193
(TOTAL DEFICIT)/TOTAL EQUITY		(560,858)	315,759	491,278

The accompanying notes form part of the Historical Financial Information.

Statements of financial position of the Company
(Expressed in RMB)

	Note	As at December 31		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Non-current assets				
Property, plant and equipment	*11*	3,190	1,557	989
Right-of-use assets	*12*	5,204	1,024	3,666
Intangible assets	*13*	568	393	333
Contract assets	*22*	1,358	7,137	5,463
Investments in subsidiaries	*14*	14,000	102,000	302,000
Amounts due from subsidiaries, non-current	*18*	92,055	37,662	38,172
		116,375	149,773	350,623
Current assets				
Inventories	*16*	14,772	38,608	33,045
Trade receivables	*17*	103,128	185,878	169,983
Contract assets	*22*	4,017	674	1,249
Prepayments, deposits and other receivables	*18*	47,526	7,333	16,347
Restricted bank deposits	*19(a)*	—	1,412	—
Cash and cash equivalents	*19(a)*	217,771	125,287	53,672
		387,214	359,192	274,296
Current liabilities				
Trade payables	*20*	47,891	60,907	29,554
Other payables and accruals	*21*	15,002	33,493	43,874
Contract liabilities	*22*	41,577	42,299	16,683
Lease liabilities	*23*	5,088	—	1,836
Redemption liabilities	*25*	912,999	—	—
		1,022,557	136,699	91,947
Net current (liabilities)/assets		(635,343)	222,493	182,349
Total assets less current liabilities		(518,968)	372,266	532,972
Non-current liability				
Lease liabilities	*23*	—	—	1,961
NET (LIABILITIES)/ASSETS		(518,968)	372,266	531,011
CAPITAL AND RESERVES				
Paid-in capital	*28(c)*	15,788	15,788	—
Share capital	*28(d)*	—	—	17,085
Reserves		(534,756)	356,478	513,926
(TOTAL DEFICIT)/TOTAL EQUITY		(518,968)	372,266	531,011

The accompanying notes form part of the Historical Financial Information.

Consolidated statements of changes in equity
(Expressed in RMB)

		Attributable to equity shareholders of the Company				
	Note	**Paid-in capital**	**Capital reserve**	**Share-based payments reserve**	**Accumulated losses**	**Total**
		RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Balance at January 1, 2023		15,788	(15,664)	20,681	(493,591)	(472,786)
Changes in equity for 2023:						
Total comprehensive income for the year		—	—	—	(95,907)	(95,907)
Equity settled share-based payments		—	—	7,835	—	7,835
Balance at December 31, 2023 and January 1, 2024		15,788	(15,664)	28,516	(589,498)	(560,858)
Changes in equity for 2024:						
Loss and total comprehensive income for the year		—	—	—	(111,699)	(111,699)
Equity settled share-based payments		—	—	21,479	—	21,479
Termination of redemption liabilities		—	966,837	—	—	966,837
Balance at December 31, 2024		15,788	951,173	49,995	(701,197)	315,759

The accompanying notes form part of the Historical Financial Information.

		Attributable to equity shareholders of the Company							
	Note	Paid-in capital	Share capital	Share premium	Capital reserve	Share-based payments reserve	Exchange reserve	Accumulated losses	Total
		RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Balance at December 31, 2024 and January 1, 2025		15,788	—	—	951,173	49,995	—	(701,197)	315,759
Changes in equity for 2025:									
Loss for the year		—	—	—	—	—	—	(25,915)	(25,915)
Other comprehensive income for the year		—	—	—	—	—	(475)	—	(475)
Total comprehensive income for the year		—	—	—	—	—	(475)	(25,915)	(26,390)
Equity settled share-based payments	*27*	—	—	—	—	21,437	—	—	21,437
Issue of ordinary shares	*28(d)*	—	1,085	179,387	—	—	—	—	180,472
Conversion into a joint stock company	*28(d)*	(15,788)	16,000	294,159	(951,173)	—	—	656,802	—
Balance at December 31, 2025		—	17,085	473,546	—	71,432	(475)	(70,310)	491,278

The accompanying notes form part of the Historical Financial Information.

Consolidated cash flow statements
(Expressed in RMB)

	Note	Year ended December 31,		
		2023	2024	2025
		RMB'000	RMB'000	RMB'000
Operating activities				
Cash used in operations	19(b)	(50,868)	(82,216)	(122,387)
Tax refunded	27(a)	60	—	—
Net cash used in operating activities		(50,808)	(82,216)	(122,387)
Investing activities				
Payment for the acquisition of property, plant and equipment		(7,451)	(3,201)	(135)
Proceeds from disposal of property, plant and equipment		66	48	—
Payment for capital contribution to associates		(1,500)	(200)	(190)
Proceeds from deregistration of associates		396	—	—
Proceeds from certificate of deposits		110,000	—	—
Interest income received		4,606	2,239	857
Net cash generated from/(used in) investing activities		106,117	(1,114)	532
Financing activities				
Capital element of lease rental paid	19(c)	(5,808)	(3,699)	(2,498)
Interest element of lease rental paid	19(c)	(435)	(240)	(144)
Issue of ordinary shares	28(d)	—	—	180,472
Payment of **[REDACTED]** expenses to be capitalised		**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Net cash (used in)/generated from financing activities		(6,243)	(3,939)	171,248
Net increase/(decrease) in cash and cash equivalents		49,066	(87,269)	49,393
Cash and cash equivalents at the beginning of the year		207,041	256,107	168,838
Effect of foreign exchange rate changes		—	—	(475)
Cash and cash equivalents at the end of the year	19(a)	256,107	168,838	217,756

The accompanying notes form part of the Historical Financial Information.

NOTES TO THE HISTORICAL FINANCIAL INFORMATION

(Expressed in RMB unless otherwise indicated)

1 Basis of preparation and presentation of Historical Financial Information

南京硅基智能科技集團股份有限公司 Nanjing Silicon Intelligence Technology Group Co., Ltd. (the "**Company**") was established in the People's Republic of China (the "**PRC**") on August 8, 2017, as a limited liability company. On February 18, 2025, the Company was converted into a joint stock company with limited liability under the Company Law of the PRC.

The principal activities of the Company and its subsidiaries (together, "the **Group**") are mainly engaged in rendering of various Artificial Intelligence ("**AI**") workforce solutions to customers.

The financial statements of the Company and the subsidiaries of the Group for which there are statutory requirements were prepared in accordance with the relevant accounting rules and regulations applicable to entities in the countries in which they were incorporated and/or established. The statutory financial statements of the Company for the years ended December 31, 2023, 2024 were prepared in accordance with the Accounting Standards for Business Enterprises issued by the Ministry of Finance of the PRC (the "**PRC GAAP**") and audited by Rongcheng Certified Public Accountants LLP (容誠會計師事務所(特殊普通合夥)). At the date of this report, the statutory financial statements of the Company for the year ended December 31, 2025 was not issued yet. The information of the Group's principal subsidiaries is set out in Note 14.

The Historical Financial Information has been prepared in accordance with all applicable IFRS Accounting Standards as issued by the International Accounting Standards Board ("**IASB**"). Further details of the material accounting policy information are set out in Note 2.

The IASB has issued a number of new and revised IFRS Accounting Standards. For the purpose of preparing this Historical Financial Information, the Group has adopted all applicable new and revised IFRS Accounting Standards to the Track Record Period, except for any new standards or interpretations that are not yet effective for the Track Record Period. The revised and new accounting standards and interpretations issued but not yet effective for the Track Record Period are set out in Note 32.

The Historical Financial Information also complies with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The accounting policies set out below have been applied consistently to all periods presented in the Historical Financial Information.

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

2 Material accounting policy information

(a) Basis of measurement

The measurement basis used in the preparation of the Historical Financial Information is the historical cost basis.

(b) Use of estimates and judgments

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

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

Judgments made by management in the application of IFRS Accounting Standards that have significant effect on the Historical Financial Information and major sources of estimation uncertainty are discussed in Note 3.

(c) Subsidiaries and non-controlling interests

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the Historical Financial Information from the date on which control commences until the date on which control ceases.

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

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

When the Group loses control of a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognized in profit or loss. Any interest retained in that former subsidiary is measured at fair value when control is lost.

In the statements of financial position of the Company, an investment in a subsidiary is stated at cost less impairment losses (see Note 2(h)(ii)), unless it is classified as held for sale (or included in a disposal group that is classified as held for sale).

(d) Associates

An associate is an entity in which the Group or the Company has significant influence, but not control or joint control, over the financial and operating policies.

An investment in an associate or a joint venture is accounted for under the equity method, unless it is classified as held for sale (or included in a disposal group that is classified as held for sale). Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). The cost of the investment includes purchase price, other costs directly attributable to the acquisition of the investment, and any direct investment into the associate or a joint venture that forms part of the Group's equity investment. Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (see Note 2(h)(ii)). Any acquisition date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year are recognized in the consolidated statement of profit or loss, whereas the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognized in the consolidated statement of profit or loss and other comprehensive income.

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

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

In the Group's statement of financial position, an investment in an associate or a joint venture is stated at cost less impairment losses (see Note 2(h)(ii)), unless it is classified as held for sale (or included in a disposal Group classified as held for sale).

(e) Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses (see Note 2(h)(ii)).

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components).

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Depreciation is calculated to write-off the cost of property, plant and equipment, less their estimated residual values, if any, using the straight-line method over their estimated useful lives, and is generally recognized in profit or loss.

The estimated useful lives for the current and comparative periods are as follows:

Electronic equipment	3–5 years
Furniture and vehicles	4–5 years
Leasehold improvements	Shorter of estimated useful life and remaining lease terms

Depreciation methods, useful lives and residual values are reviewed annually and adjusted if appropriate.

(f) Intangible assets

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortization and any impairment losses (see Note 2(h)(ii)).

Amortization of intangible assets is calculated to write-off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, if any, and is generally recognized in profit or loss.

The estimated useful lives for the current and comparative periods are as follows:

Software	3 years
Patents	10 years

The estimated useful life for software and patent were decided with reference to the shortest period among the expected service life, the expected beneficial life and the effective life stipulated by the applicable law.

Amortization methods, useful lives and residual values are reviewed annually and adjusted if appropriate.

(g) Leased assets

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

As a lessee

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

At the lease commencement date, the Group recognizes a right-of-use asset and a lease liability, except for leases that have a short lease term of 12 months or less, and leases of low-value items. When the Group enters into a lease in respect of a low-value item, the Group decides whether to capitalize the lease on a lease-by-lease basis. If not capitalized, the associated lease payments are recognized in profit or loss on a systematic basis over the lease term.

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

The right-of-use asset recognized when a lease is capitalized is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses (see Note 2(h)(ii)).

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

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

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

(h) Credit losses and impairment of assets

(i) Credit losses from financial instruments and contract assets

The Group recognizes a loss allowance for expected credit losses ("**ECLs**") on financial assets measured at amortized cost (including cash and cash equivalents, trade receivables, other receivables and contract assets).

Measurement of ECLs

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

For undrawn loan commitments, expected cash shortfalls are measured as the difference between (i) the contractual cash flows that would be due to the Group if the holder of the loan commitment draws down on the loan and (ii) the cash flows that the Group expects to receive if the loan is drawn down.

The expected cash shortfalls are discounted using the following rates if the effect is material:

— fixed-rate financial assets, trade and other receivables and contract assets: effective interest rate determined at initial recognition or an approximation thereof;

— variable-rate financial assets: current effective interest rate;

— loan commitments: current risk-free rate adjusted for risks specific to the cash flows.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

In measuring ECLs, the Group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

ECLs are measured on either of the following bases:

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

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

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

— financial instruments that are determined to have low credit risk at the reporting date; and

— other financial instruments for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

Significant increases in credit risk

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

For loan commitments, the date of initial recognition for the purpose of assessing ECLs is considered to be the date that the Group becomes a party to the irrevocable commitment. In assessing whether there has been a significant increase in credit risk since initial recognition of a loan commitment, the Group considers changes in the risk of default occurring on the loan to which the loan commitment relates.

The Group considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realizing security (if any is held).

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognized as an impairment gain or loss in profit or loss. The Group recognizes an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Credit-impaired financial assets

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

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

— significant financial difficulties of the debtor;

— a breach of contract, such as a default;

— the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;

— it is probable that the debtor will enter bankruptcy or other financial reorganization; or

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

Write-off policy

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

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

(ii) Impairment of other non-current assets

Internal and external sources of information are reviewed at the end of reporting period to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognized no longer exists or may have decreased:

— Property, plant and equipment;

— Intangible assets;

— Right-of-use assets;

— Investments in subsidiaries in the Company's statement of financial position; and

— Interests in associates.

If any such indication exists, the asset's recoverable amount is estimated. In addition, for intangible assets that are not yet available for use and intangible assets that have indefinite useful lives, the recoverable amount is estimated annually whether or not there is any indication of impairment.

— Calculation of recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal and value in use. 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. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit). A portion of the carrying amount of a corporate asset is allocated to an individual cash-generating unit if the allocation can be done on a reasonable and consistent basis, or to the smallest group of cash-generating units if otherwise.

— Recognition of impairment losses

An impairment loss is recognized in profit or loss if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs of disposal (if measurable) or value in use (if determinable).

— Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favorable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognized in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognized.

(i) Inventories and other contract costs

Inventories are assets which are held for sale in the ordinary course of business, in the process of production for such sale or in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Inventories are measured at the lower of cost and net realizable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(j) Contract assets and contract liabilities

A contract asset is recognized when the Group recognizes revenue (see Note 2(s)(i)) before being unconditionally entitled to the consideration under the terms in the contract. Contract assets are assessed for ECLs (see Note 2(h)(i)) and are reclassified to receivables when the right to the consideration becomes unconditional (see Note 2(k)).

A contract liability is recognized when the customer pays non-refundable consideration before the Group recognizes the related revenue (see Note 2(s)(i)). A contract liability is also recognized if the Group has an unconditional right to receive non-refundable consideration before the Group recognizes the related revenue. In such latter cases, a corresponding receivable is also recognized (see Note 2(k)).

When the contract includes a significant financing component, the contract balance includes interest accrued under the effective interest method.

(k) Trade and other receivables

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

Trade receivables that do not contain a significant financing component are initially measured at their transaction price. Trade receivables that contain a significant financing component and other receivables are initially measured at fair value plus transaction costs. All receivables are subsequently stated at amortized cost (see Note 2(h)(i)).

(l) Cash and cash equivalents

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

(m) Trade and other payables

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

(n) Redemption liabilities

A contract that contains an obligation to purchase the Company's equity instruments for cash or another financial asset gives rise to a financial liability for the redemption amount, even if the Company's obligation to purchase is conditional on the counterparty exercising a right to redeem. The redemption liability is measured at the highest redemption amount (on a present value basis) the Company could be required to pay from time to time. Any change in the carrying amount of the redemption liability arising from the remeasurement of the redemption amount is recognised in profit or loss. The then carrying amount of the redemption liability is reclassified to equity upon a termination of the counterparty's redemption right.

The redemption liability is classified as current as the Company does not have an unconditional right to defer payments beyond 12 months from the reporting date.

(o) Research and development expense

Research and development expense comprise all expenses that are directly attributable to research and development activities or that can be allocated on a reasonable basis to such activities. Research and development expenses are recognized as expenses in the period in which they are incurred.

(p) Employee benefits

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

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

Contributions to local retirement schemes pursuant to the relevant labor rules and regulations in the jurisdictions in which the Group's subsidiaries located are recognized as an expense in profit or loss as incurred.

(ii) Share-based payments

The fair value of share options granted to employee is recognized as an employee cost with a corresponding increase in a capital reserve within equity. The fair value is measured at grant date using the binomial lattice model, taking into account the terms and conditions upon which the options were granted. Where the employees have to meet vesting conditions before becoming unconditionally entitled to the options, the total estimated fair value of the options is spread over the vesting period, taking into account the probability that the options will vest.

During the vesting period, the number of share options that is expected to vest is reviewed. Any resulting adjustment to the cumulative fair value recognized in prior years is charged/credited to the profit or loss for the year of the review, unless the original employee expenses qualify for recognition as an asset, with a corresponding adjustment to the capital reserve. On vesting date, the amount recognized as an expense is adjusted to reflect the actual number of options that vested (with a corresponding adjustment to the capital reserve) except for forfeitures due to failures to meet vesting conditions relating to the market price of the Company's shares. The equity amount is recognized in the capital reserve until either the option is exercised (when it is included in the amount recognized in paid-in capital for the shares issued) or the option expires (when it is released directly to retained profits).

(iii) Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring.

(q) Income tax

Income tax expense comprises current tax and deferred tax. It is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income ("**OCI**").

Current tax comprises the estimated tax payable or receivable on the taxable income or loss for the year and any adjustments to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects any uncertainty related to income taxes. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for:

— temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and

— temporary differences related to investment in subsidiaries and associates to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

The Group recognized deferred tax assets and deferred tax liabilities separately in relation to its lease liabilities and right-of-use assets.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognize a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if certain criteria are met.

(r) Provisions and contingent liabilities

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

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

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, a separate asset is recognized for any expected reimbursement that would be virtually certain. The amount recognized for the reimbursement is limited to the carrying amount of the provision.

(s) Revenue and other income

Income is classified by the Group as revenue when it arises from the sale of goods, the provision of services in the ordinary course of the Group's business.

Revenue is recognized when control over a product or service is transferred to the customer. For each performance obligation satisfied over time, the Group recognizes revenue over time by measuring the progress toward complete satisfaction of that performance obligation. If the Group does not satisfy a performance obligation over time, the performance obligation is satisfied at a point in time, at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

Revenue is allocated to each performance obligation based on its standalone selling price. The Group generally determines standalone selling prices based on observable prices. If the standalone selling price is not observable through past transactions, the Group estimates the standalone selling price based on multiple factors, including, but not limited to management approved price list or cost-plus margin analysis.

Revenue is generally recognized on a gross basis as the Group is the principal and obtains control of the products or services before they are transferred to the customers. In addition, the Group is primarily responsible for fulfilling the contract, assumes inventory risk and has discretion in establishing the price when selling to the customer.

Further details of the Group's revenue and other income recognition policies are as follows.

(i) Revenue from contracts with customers

The principal activities of the Group are provision of AI workforce solutions to large-scale enterprises, such as telecom operators and commercial banks, which are predominantly delivered through on-premises project deployment and to a lesser extent, the Group also provides AI workforce solutions to small or medium size enterprises, which are offered via cloud-based services.

Depend on different nature of products and contract terms, the revenue of AI workforce solutions is recognized at a point of time when the customers accept the deliverables or when the customers obtain the control of solutions, or is recognized over time as the Group provides continuing services to the customers during the service period or the member subscription period. A contract liability is recognized when the customer pays non-refundable consideration before the Group recognizes the related revenue.

(ii) Revenue from other sources and other income

(a) Interest income

Interest income is recognized using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortized cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(b) Government grants

Government grants are recognized in the statement of financial position initially when there is reasonable assurance that they will be received and that the Group will comply with the conditions attaching to them. Grants that compensate the Group for expenses incurred are recognized as income in profit or loss on a systematic basis in the same periods in which the expenses are incurred. Grants that compensate the Group for the cost of an asset are presented in the consolidated statements of financial position by setting up the grant as deferred income and consequently are effectively recognized in profit or loss on a systematic basis over the useful life of the asset.

(t) Translation of foreign currencies

Transactions in foreign currencies are translated into the respective functional currencies of group companies at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognized in profit or loss.

The results of foreign operations are translated into RMB at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Statement of financial position items are translated into RMB at the closing foreign exchange rates at the end of the reporting period. The resulting exchange differences are recognized in other comprehensive income and accumulated separately in equity in the exchange reserve.

(u) Related parties

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

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

(ii) has significant influence over the Group; or

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

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

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

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

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

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

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

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

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

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

(v) Segment reporting

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

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

3 Accounting judgments and estimates

Note 26 contains information about the assumptions and their risk factors relating to equity-settled share-based payments. Other significant sources of estimation uncertainty are as follows:

(i) Loss allowance for expected credit losses

The Group estimates the amount of loss allowance for ECLs on trade and other receivables and contract assets that are measured at amortized cost based on the credit risk of the respective financial instruments. The loss allowance amount is measured as the asset's carrying amount and the present value of estimated future cash flows with the consideration of expected future credit loss of the respective financial instrument. The assessment of the credit risk of the respective financial instrument involves high degree of estimation and uncertainty. When the actual future cash flows are less than expected or more than expected, a material impairment loss or a material reversal of impairment loss may arise, accordingly.

(ii) Recognition of deferred tax assets

Deferred tax assets are recognized for unused tax losses and deductible temporary difference to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

(iii) Control assessment over other entities through Contractual Arrangements

On December 6, 2018, the Group entered into a series of contractual arrangements with Nanjing Wanruyi Network Technology Co., Ltd. and its registered shareholders (the "**Contractual Arrangements**").

The Group considers that it controls Nanjing Wanruyi Network Technology Co., Ltd. through Contractual Arrangements, notwithstanding the fact that it does not hold any direct interest in Nanjing Wanruyi Network Technology Co., Ltd. , as it has power over the financial and operating policies of the entity and receive substantially all of the benefits from the business activities of Nanjing Wanruyi Network Technology Co., Ltd. through Contractual Arrangements. Accordingly, Nanjing Wanruyi Network Technology Co., Ltd. has been accounted as subsidiary during the years ended December 31, 2022, 2023 and was deconsolidated on November 29, 2024 as disclosed in Note 14. However, uncertainties in the present legal system in the PRC could limit the Group's ability to enforce the PRC Contractual Arrangements. Significant judgment is involved in determining whether the Group can exercise control over these entities. Nevertheless, the directors of the Company, after receiving advice from the PRC Legal Advisor, considered that the PRC Contractual Arrangements are in compliance with the applicable laws and regulations and are legal and valid.

4 Revenue and segment reporting

(a) Revenue

The principal activities of the Group are mainly engaged in rendering various AI workforce solutions to customers.

(i) Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products or service lines is as follows:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Revenue from contracts with customers within the scope of IFRS 15			
AI workforce solutions	530,806	655,438	788,818

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is as follows:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Disaggregated by timing of revenue recognition			
Point in time	516,828	654,320	787,546
Over time	13,978	1,118	1,272
	530,806	655,438	788,818

During the Track Record Period, the Group's customers with whom transactions have exceeded 10% of the Group's revenue in the respective years are as follows. Details of concentrations of credit risk of the Group are set out in Note 29(a).

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Customer A	195,094	422,152	325,548
Customer B	56,642	N/A*	N/A*

* Less than 10% of the Group's revenue in the respective year.

(ii) Revenue expected to be recognized in the future arising from contracts with customers in existence at the reporting date

The Group has applied the practical expedient in paragraph 121 of IFRS 15 to its sales contracts for goods and services such that information about revenue expected to be recognized in the future is not disclosed in respect of revenue that the Group will be entitled to when it satisfies the remaining performance obligations under these contracts that had an expected duration of one year or less.

(b) Segment reporting

Operating segments are identified on the basis of internal reports that the Group's most senior executive management reviews regularly in allocating resources to segments and in assessing their performances.

The Group's most senior executive management makes resources allocation decisions based on internal management functions and assess the Group's business performance as one integrated business. Accordingly, the Group has only one operating segment and therefore, no segment information is presented.

As substantially all of the Group's operations and assets are in the PRC, no geographic information is presented.

5 Other income and other net gain/(loss)

(a) Other income

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Government grants *(Note i)*	13,763	10,185	2,422
Value-added tax ("**VAT**") refund and deduction *(Note ii)*	2,082	524	35
Others	131	137	97
	15,976	10,846	2,554

Notes:

(i) During the years ended December 31, 2023, 2024 and 2025, the Group received unconditional government grants of RMB10,280,000, RMB7,457,000, and RMB2,422,000, respectively, as incentives for the Group's contribution to technology research and development and regional economic development and unconditional government grants as subsidies for the leased properties of RMB2,430,000, RMB2,552,000, and RMB nil, respectively.

During the years ended December 31, 2023, 2024 and 2025, the Group recognized conditional government grants as subsidies for the leased properties of RMB1,053,000, RMB176,000 and RMB nil, respectively, in the consolidated statements of profit or loss when related conditions were satisfied.

(ii) Pursuant to Taxation Policy for Encouraging the Development of Software and Integrated Circuits Industry (Guofa [2011] No.4), enterprises engaged in the sales of self-developed software in the PRC are entitled to a VAT refund to the extent that the effective VAT rate of the sales of the software products in the PRC exceeds 3% of the sales amounts. During the years ended December 31, 2023, 2024 and 2025, the Group received such VAT refund of RMB268,000, RMB76,000 and RMB35,000, respectively.

Pursuant to Announcement on Policies for Deepening the VAT Reform (Announcement No. 39 of 2019), from April 1, 2019 to December 31, 2022 and in 2023, the Company and a subsidiary of the Group, will deduct the VAT payable by additional 10% and 5% of the qualified input VAT. During the years ended December 31, 2023, 2024 and 2025, the Group received such VAT deduction of RMB1,814,000, RMB448,000 and RMB nil, respectively.

(b) Other net gain/(loss)

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Net gain on disposal of property, plant and equipment	48	15	—
Net gain on disposal of associates	—	—	801
Others	(10)	(693)	(84)
	38	(678)	717

6 Loss before taxation

Loss before taxation is arrived at after charging:

(a) Net finance income

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Interest income from bank deposits	4,606	2,239	857
Finance income	4,606	2,239	857
Interest expenses on lease liabilities *(Note 19(c))*	(435)	(240)	(144)
Finance costs	(435)	(240)	(144)
Net finance income	4,171	1,999	713

(b) Staff costs

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Salaries, wages and other benefits	82,843	60,301	41,206
Contribution to defined contribution retirement plan	3,353	2,115	1,563
Equity-settled share-based payment expenses *(Note 26)*	7,835	21,479	21,437
	94,031	83,895	64,206

Note:

(i) Employees of the Group are required to participate in a defined contribution retirement scheme administered and operated by the local municipal government. The Group contributes funds which are calculated on certain percentages of the average employee salary as agreed by the local municipal government to the scheme to fund the retirement benefits of the employees.

The Group has no other material obligation for the payment of retirement benefits associated with the schemes beyond the contributions described above.

(c) Other items

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Depreciation and amortization			
— property, plant and equipment *(Note 11)*	7,446	7,276	5,231
— right-of-use assets *(Note 12)*	7,398	5,887	3,654
— intangible assets *(Note 13)*	553	220	75
Impairment loss on trade and other receivables and contract assets	11,750	21,170	27,595
Research and development expenses *(i)*	129,569	150,129	163,342
[REDACTED] expenses	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**

(i) During the years ended December 31, 2023, 2024 and 2025, research and development expenses include staff costs and depreciation charges of RMB53,021,000, RMB40,861,000 and RMB24,078,000, respectively, which amounts are also included in the respective total amounts disclosed separately above.

7 Income tax in the consolidated statements of profit or loss

(a) Income tax in the consolidated statements of profit or loss represents:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Current tax:			
Provision for PRC Corporate Income Tax for the year	—	—	—
Over-provision in respect of prior year	(60)	—	—
Total	(60)	—	—

Note: According to the Corporate Income Tax Law of China (the "**Tax Law**"), the Group's subsidiaries in the PRC are subject to statutory income tax rate of 25%, except for those which are entitled to a preferential tax rate applicable to high-technology enterprises of 15%. The Company obtained the certificate of high-technology enterprise in 2022 and renewed in 2025 and was entitled to a preferential income tax rate of 15% from the years from 2023 to 2025.

(b) Reconciliation between tax benefit and accounting loss at applicable tax rates:

	Year ended December 31,		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Loss before taxation	(95,967)	(111,699)	(25,915)
Notional tax on loss before taxation, calculated using the PRC statutory tax rate of 25%	(23,992)	(27,925)	(6,479)
Effect of preferential tax rate	6,167	9,708	4,172
Super-deduction of research and development expenses	(12,952)	(11,780)	(18,342)
Tax effect of accretion of redemption liabilities	8,799	8,076	—
Tax effect of tax losses and temporary differences not recognized	19,611	16,338	17,175
Tax effect of non-deductible expenses	2,367	5,583	3,474
Over provision in respect of prior year	(60)	—	—
Actual tax benefit	(60)	—	—

8 Directors' emoluments

Directors' emoluments as recorded in the Historical Financial Information are as follows:

	Year ended December 31, 2023						
	Director's fee	Salaries, allowances and benefits in kind	Discretionary bonuses	Retirement scheme contributions	Subtotal	Equity-settled share-based payment expenses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000 (Note (j))*	*RMB'000*
Executive directors							
Sima Huapeng	—	1,225	758	46	2,029	—	2,029
Sun Kai	—	747	144	18	909	1,246	2,155
Chen Liping	—	1,815	200	68	2,083	957	3,040
Tang Cuicui *(Note (d))*	—	668	—	14	682	140	822
Mao Liyan *(Note (d))*	—	905	200	48	1,153	1,939	3,092
Shao Jiahao *(Note (b))*	—	—	—	—	—	—	—
Non-executive directors							
Cheng HuaJie *(Note (f))*	—	—	—	—	—	—	—
Xiao Hongda *(Note (f))*	—	—	—	—	—	—	—
Zhang Peipeng *(Note (f))*	—	—	—	—	—	—	—
Li Yang	—	—	—	—	—	—	—
Lian Suping *(Note (d))*	—	—	—	—	—	—	—
Liu Wei *(Note (a))*	—	—	—	—	—	—	—
Zhang Dong *(Note (a))*	—	—	—	—	—	—	—
Qi Xiaoxiao *(Note (c))*	—	—	—	—	—	—	—
Supervisor							
Wang Qian *(Note (h))*	—	352	35	29	416	—	416
	—	5,712	1,337	223	7,272	4,282	11,554

	Year ended December 31, 2024						
	Director's fee	Salaries, allowances and benefits in kind	Discretionary bonuses	Retirement scheme contributions	Subtotal	Equity-settled share-based payment expenses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000 (Note (j))*	*RMB'000*
Executive directors							
Sima Huapeng	—	1,225	5	46	1,276	—	1,276
Sun Kai	—	675	126	19	820	1,249	2,069
Chen Liping	—	1,848	446	71	2,365	3,537	5,902
Tang Cuicui *(Note (d))*	—	803	30	15	848	141	989
Mao Liyan *(Note (d))*	—	1,006	144	47	1,197	1,945	3,142
Non-executive directors							
Cheng HuaJie *(Note (f))*	—	—	—	—	—	—	—
Xiao Hongda *(Note (f))*	—	—	—	—	—	—	—
Zhang Peipeng *(Note (f))*	—	—	—	—	—	—	—
Li Yang	—	—	—	—	—	—	—
Qi Xiaoxiao *(Note (c))*	—	—	—	—	—	—	—
Lian Suping *(Note (d))*	—	—	—	—	—	—	—
Zhang Hao *(Note (e))*	—	—	—	—	—	—	—
Supervisor							
Wang Qian *(Note (h))*	—	359	—	29	388	48	436
	—	5,916	751	227	6,894	6,920	13,814

	Year ended December 31, 2025						
	Director's fee	Salaries, allowances and benefits in kind	Discretionary bonuses	Retirement scheme contributions	Subtotal	Equity-settled share-based payment expenses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000 (Note(j))*	*RMB'000*
Executive directors							
Sima Huapeng	—	1,870	758	48	2,676	—	2,676
Sun Kai	—	648	5	20	673	1,246	1,919
Chen Liping	—	2,033	500	61	2,594	3,530	6,124
Tang Cuicui *(Note(d))*	—	780	—	15	795	140	935
Mao Liyan *(Note(d))*	—	1,062	—	54	1,116	1,939	3,055
Non-executive directors							
Cheng HuaJie *(Note(f))*	—	—	—	—	—	—	—
Xiao Hongda *(Note(f))*	—	—	—	—	—	—	—
Zhang Peipeng *(Note(f))*	—	—	—	—	—	—	—
Li Yang	—	—	—	—	—	—	—
Qi Xiaoxiao *(Note(c))*	—	—	—	—	—	—	—
Zhang Hao *(Note(e))*	—	—	—	—	—	—	—
Liu Zixuan *(Note(i))*	—	—	—	—	—	—	—
Independent non-executive directors							
Li Dong *(Note(g))*	54	—	—	—	54	—	54
Shen Peng *(Note(g))*	54	—	—	—	54	—	54
Dai Xianchi *(Note(g))*	54	—	—	—	54	—	54
Supervisor							
Wang Qian *(Note(h))*	—	58	—	5	63	24	87
	162	6,451	1,263	203	8,079	6,879	14,958

Notes:

(a) Mr. Liu Wei, Mr. Zhang Dong resigned from the position of a non-executive director in February 2023.

(b) Mr. Shao Jiahao resigned from the position of an executive director in February 2023.

(c) Ms. Qi Xiaoxiao was appointed as a non-executive director in February 2023.

(d) Ms. Tang Cuicui, Ms. Mao Liyan were appointed as an executive director in February 2023. Ms. Lian Suping resigned from the position of a non-executive director in August 2024 and Ms. Tang Cuicui resigned from the position of as an executive director in October 2025.

(e) Mr. Zhang Hao was appointed as a non-executive director in August 2024 and resigned from the position of a non-executive director in October 2025.

(f) Mr. Cheng Huajie, Mr. Xiao Hongda, Mr. Zhang Peipeng resigned from the position of a non-executive director in October 2025.

(g) Mr. Li Dong, Mr. Shen Peng, Mr. Dai Xianzhi were appointed as independent non-executive directors in October 2025.

(h) Ms. Wang Qian resigned from the position of supervisor in February 2026.

(i) Mr Liu Zixuan was appointed as a non-executive director in December 2025.

(j) These represent the estimated value of share options granted to the directors and supervisors under the Group's share option scheme. The value of share awards is measured according to the Group's accounting policies for share-based payments transactions as set out in Note 2(p)(ii) and in accordance with that policy. The details of these benefits in kind, including the principal terms and number of share options granted, are disclosed in Note 26.

During the Track Record Period, no director or supervisor has waived or agreed to waive any emoluments and no amounts were paid or payable by the Group to the directors and supervisors as an inducement to join or upon joining the Group or as compensation for loss of any office in connection with the management of the affairs of any member of the Group.

9 Individuals with highest emoluments

Of the five individuals with the highest emoluments, four, four and four are directors during the years ended December 31, 2023, 2024 and 2025, respectively, whose emoluments are disclosed in Note 8. The aggregate of the emoluments in respect of the remaining highest paid non-director and non-supervisor individuals are as follows:

	Year ended December 31,		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Salaries, allowances and benefits in kind	710	490	488
Discretionary bonuses	93	—	—
Equity-settled share-based payment expenses	221	10,680	10,663
Retirement scheme contributions	46	12	13
	1,070	11,182	11,164

The emoluments of the one, one and one highest paid non-director and non-supervisor individuals during the years ended December 31, 2023, 2024 and 2025, respectively, are within the following bands:

	Year ended December 31,		
	2023	2024	2025
	Number of individuals	*Number of individuals*	*Number of individuals*
Hong Kong Dollar ("**HK$**") nil to HK$1,000,000	—	—	—
HK$1,000,001 to HK$1,500,000	1	—	—
HK$4,000,001 to HK$4,500,001	—	—	—
HK$6,000,001 to HK$6,500,000	—	—	—
HK$12,000,001 to HK$12,500,000	—	1	1

10 Loss per share

(a) Basic loss per share

The calculation of the basic loss per share during the Track Record Period is based on the loss for the year attributable to ordinary equity shareholders of the Company and the weighted average number of ordinary shares in issue or deemed to be in issue.

As described in Note 1, the Company was converted into a joint stock company with limited liability and 15,999,999 shares of RMB1 each were issued on February 18, 2025. For the purpose of computing basic and diluted loss per share, the weighted average number of ordinary shares deemed to be in issue before the Company's conversion into a joint stock company was determined assuming the conversion into joint stock company had occurred since January 1, 2023, at the exchange ratio established in the conversion on February 18, 2025.

Loss for the year attributable to ordinary equity shareholders of the Company

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Loss for the year attributable to all equity shareholders of the Company	(95,907)	(111,699)	(25,915)
Allocation of loss for the year attributable to redemption liabilities *(Note25)*	54,736	58,350	—
Loss for the year attributable to ordinary equity shareholders of the Company	(41,171)	(53,349)	(25,915)

Weighted average number of ordinary shares deemed to be in issue

	At December 31,		
	2023	2024	2025
Issued ordinary shares deemed to be in issue at January 1	15,999,999	15,999,999	15,999,999
Effect of redemption liabilities *(Note 25)*	(9,131,544)	(8,358,107)	—
Effect of ordinary shares in issue	—	—	600,325
Weighted average number of ordinary shares at the end of the year deemed to be in issue	6,868,455	7,641,892	16,600,324

(b) Diluted loss per share

Redemption liabilities (Note 25) were not included in the calculation of diluted loss per share because their effect would have been anti-dilutive. Accordingly, diluted loss per share for the Track Record Period are the same as basic loss per share.

11 Property, plant and equipment

The Group	Electronic equipment	Furniture and vehicles	Leasehold improvements	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Cost:				
At January 1, 2023	23,570	3,417	5,225	32,212
Additions	7,300	—	151	7,451
Disposals	(129)	—	—	(129)
At December 31, 2023 and January 1, 2024	30,741	3,417	5,376	39,534
Additions	1,586	—	1,615	3,201
Disposals	(144)	(7)	—	(151)
At December 31, 2024 and January 1, 2025	32,183	3,410	6,991	42,584
Additions	98	37	—	135
At December 31, 2025	32,281	3,447	6,991	42,719

The Group	Electronic equipment	Furniture and vehicles	Leasehold improvements	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Accumulated depreciation:				
At January 1, 2023	(14,280)	(1,224)	(2,730)	(18,234)
Charge for the year	(5,214)	(626)	(1,606)	(7,446)
Written back on disposals	111	—	—	111
At December 31, 2023 and January 1, 2024	(19,383)	(1,850)	(4,336)	(25,569)
Charge for the year	(5,307)	(571)	(1,398)	(7,276)
Written back on disposals	100	3	—	103
At December 31, 2024 and January 1, 2025	(24,590)	(2,418)	(5,734)	(32,742)
Charge for the year	(4,206)	(487)	(538)	(5,231)
At December 31, 2025	(28,796)	(2,905)	(6,272)	(37,973)
Net book value:				
At December 31, 2023	**11,358**	**1,567**	**1,040**	**13,965**
At December 31, 2024	**7,593**	**992**	**1,257**	**9,842**
At December 31, 2025	**3,485**	**542**	**719**	**4,746**

The Company	Electronic equipment	Furniture and vehicles	Leasehold improvements	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Cost:				
At January 1, 2023	17,131	1,086	535	18,752
Additions	225	—	—	225
Disposals	(129)	—	—	(129)
At December 31, 2023 and January 1, 2024	17,227	1,086	535	18,848
Additions	42	—	—	42
At December 31, 2024 and January 1, 2025	17,269	1,086	535	18,890
Additions	53	37	—	90
At December 31, 2025	17,322	1,123	535	18,980
Accumulated depreciation:				
At January 1, 2023	(11,462)	(775)	(520)	(12,757)
Charge for the year	(2,905)	(92)	(15)	(3,012)
Written back on disposals	111	—	—	111
At December 31, 2023 and January 1, 2024	(14,256)	(867)	(535)	(15,658)
Charge for the year	(1,579)	(96)	—	(1,675)
At December 31, 2024 and January 1, 2025	(15,835)	(963)	(535)	(17,333)
Charge for the year	(586)	(72)	—	(658)
At December 31, 2025	(16,421)	(1,035)	(535)	(17,991)
Net book value:				
At December 31, 2023	**2,971**	**219**	**—**	**3,190**
At December 31, 2024	**1,434**	**123**	**—**	**1,557**
At December 31, 2025	**901**	**88**	**—**	**989**

12 Right-of-use assets

The Group	Leased properties
	RMB'000
Cost:	
At January 1, 2023	29,884
Additions	1,432
Modification	(443)
Disposals	(567)
At December 31, 2023 and January 1, 2024	30,306
Additions	3,663
Disposals	(9,487)
At December 31, 2024 and January 1, 2025	24,482
Additions	5,075
Disposals	(20,819)
At December 31, 2025	8,738
Accumulated depreciation:	
At January 1, 2023	(16,772)
Charge for the year	(7,398)
Written back on disposals	568
At December 31, 2023 and January 1, 2024	(23,602)
Charge for the year	(5,887)
Written back on disposals	8,473
At December 31, 2024 and January 1, 2025	(21,016)
Charge for the year	(3,654)
Written back on disposals	20,819
At December 31, 2025	(3,851)
Net book value:	
At December 31, 2023	6,704
At December 31, 2024	3,466
At December 31, 2025	4,887

The Company	Leased properties
	RMB'000
Cost:	
At January 1, 2023	22,718
Modification	(443)
At December 31, 2023 and January 1, 2024	22,275
Disposals	(1,456)
At December 31, 2024 and January 1, 2025	20,819
Additions	5,076
Disposals	(20,819)
At December 31, 2025	5,076
Accumulated depreciation:	
At January 1, 2023	(12,395)
Charge for the year	(4,676)
At December 31, 2023 and January 1, 2024	(17,071)
Charge for the year	(4,180)
Written back on disposals	1,456
At December 31, 2024 and January 1, 2025	(19,795)
Charge for the year	(2,434)
Written back on disposals	20,819
At December 31, 2025	(1,410)
Net book value:	
At December 31, 2023	5,204
At December 31, 2024	1,024
At December 31, 2025	3,666

The analysis of expense items in relation to leases recognized in the Group's consolidated statements of profit or loss is as follows:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Depreciation charge of right-of-use assets by class of underlying asset:			
Properties held for own use leased properties *(Note i)*	7,398	5,887	3,654
Interest expenses on lease liabilities *(Note 6(a))*	435	240	144
Expense relating to short-term leases	1,403	1,378	1,505

Note:

(i) During the Track Record Period, the Group leased certain office properties and dormitories through tenancy agreements, which do not contain variable lease payment terms. The leases typically run for a period of 2 years.

Details of total cash outflow for leases, the maturity analysis of lease liabilities and the future cash outflows arising from leases are set out in Notes 19(d), 23 and 29(b), respectively.

13 Intangible assets

The Group	Software	Patents	Total
	RMB'000	*RMB'000*	*RMB'000*
Cost:			
At January 1, 2023, January 1, 2024, January 1, 2025 and December 31, 2025. . .	3,800	752	4,552
Accumulated depreciation:			
At January 1, 2023	(3,177)	(109)	(3,286)
Charge for the year	(478)	(75)	(553)
At December 31, 2023 and January 1, 2024	(3,655)	(184)	(3,839)
Charge for the year	(145)	(75)	(220)
At December 31, 2024 and January 1, 2025	(3,800)	(259)	(4,059)
Charge for the year	—	(75)	(75)
At December 31, 2025	(3,800)	(334)	(4,134)
Net book value:			
At December 31, 2023	145	568	713
At December 31, 2024	—	493	493
At December 31, 2025	—	418	418

The Company	Software	Patent	Total
	RMB'000	*RMB'000*	*RMB'000*
Cost:			
At January 1, 2023, January 1, 2024, January 1, 2025 and December 31, 2025. . .	3,677	606	4,283
Accumulated depreciation:			
At January 1, 2023	(3,127)	(91)	(3,218)
Charge for the year	(436)	(61)	(497)
At December 31, 2023 and January 1, 2024	(3,563)	(152)	(3,715)
Charge for the year	(114)	(61)	(175)
At December 31, 2024 and January 1, 2025	(3,677)	(213)	(3,890)
Charge for the year	—	(60)	(60)
At December 31, 2025	(3,677)	(273)	(3,950)
Net book value:			
At December 31, 2023	114	454	568
At December 31, 2024	—	393	393
At December 31, 2025	—	333	333

The amortization charge for the year is included in "Administrative and other operating expenses" in the consolidated statement of profit or loss and other comprehensive income.

14 Investments in subsidiaries

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Unlisted shares, at cost	14,000	102,000	302,000

During the Track Record Period and as at the date of this report, the Company has direct or indirect interests in the following subsidiaries.

Name of company	Place of incorporation and business/ establishment	Particulars of Registered capital	Particulars of paid-up capital	Proportion of ownership interest: Group's effective interest as at December 31			Held by the Company as at December 31			Held by subsidiaries as at December 31			Principal activity
				2023	2024	2025	2023	2024	2025	2023	2024	2025	
Shanghai Guishou Intelligence Technology Co., Ltd. (上海硅壽智能科技有限公司) *(Notes (i) (ii)(iii))*	PRC August 10, 2015	RMB50,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Nanjing Wanruyi Network Technology Co., Ltd. (南京琬如藝網絡科技有限公司) *(Notes (i) (ii)(iii)(iv))*	PRC August 4, 2017 (deconsolidated on November 29, 2024)	RMB10,000,000	RMBNil	100%	–	–	100%	–	–	–	–	–	AI workforce solutions
Nanjing Guixin Intelligence Technology Co., Ltd. (南京硅信智能科技有限公司) *(Notes (i) (ii)(iii))*	PRC July 27, 2018	RMB10,000,000	RMB2,000,000	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Nanjing Guimeng Intelligence Technology Co., Ltd. (南京硅夢智能科技有限公司) *(Notes (i) (ii)(iii))*	PRC August 13, 2018	RMB100,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Nanjing Mengma Intelligent Technology Co., Ltd. (南京夢馬智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC August 22, 2018	RMB2,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Suqian Silicon Intelligence Technology Co., Ltd. (宿遷硅基智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC May 20, 2020	RMB20,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Mianyang Silicon Intelligence Technology Co., Ltd. (綿陽硅基智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC August 12, 2020	RMB10,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Wuhu Guiyu Intelligence Technology Co., Ltd. (蕪湖硅語智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC November 19, 2020 (deregistration on July 25, 2024)	RMB20,000,000	RMBNil	100%	–	–	100%	–	–	–	–	–	AI workforce solutions
Nanjing Guiyu Intelligence Technology Co., Ltd. (南京硅語智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC December 18, 2020	RMB10,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Beijing Silicon Intelligence Technology Co., Ltd. (北京硅基智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC April 14, 2021 (deregistration on July 3, 2024)	RMB30,000,000	RMBNil	100%	–	–	100%	–	–	–	–	–	AI workforce solutions
Shenzhen Guiji Intelligence Technology Co., Ltd. (深圳硅姬智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC June 8, 2022	RMB10,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions

Name of company	Place of incorporation and business/ establishment	Particulars of Registered capital	Particulars of paid-up capital	Proportion of ownership interest									Principal activity
				Group's effective interest as at December 31			Held by the Company as at December 31			Held by subsidiaries as at December 31			
				2023	2024	2025	2023	2024	2025	2023	2024	2025	
Zhejiang Guimeng Intelligence Technology Co., Ltd. (浙江硅夢智能科技有限公司) *(Notes (i)(ii)(iii))*	PRC November 14, 2022	RMB10,000,000	RMBNil	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Guiji (Kunshan) Intelligence Technology Co., Ltd. (硅基 (昆山) 智能科技有限公司) *(Notes (i)(ii)(iii)(v))*	PRC June 8, 2023	RMB100,000,000	RMB100,000,000	100%	100%	100%	100%	100%	100%	–	–	–	AI workforce solutions
Kunshan Silicon Media & Communication Co., Ltd. (昆山硅基傳媒有限公司) *(Notes ((i)(ii)(iii))*	PRC October 12, 2024	RMB16,000,000	RMBNil	–	70%	70%	–	–	–	–	70%	70%	AI workforce solutions
Jiaxing Intelligence Technology Co., Ltd. (嘉興硅基智能科技有限公司) *(Notes ((i)(ii)(iii))*	PRC April 18, 2025	RMB200,000,000	RMB200,000,000	–	–	100%	–	–	100%	–	–	–	AI workforce solutions
SILICON-BASED INTELLIGENT TECHNOLOGY PTE. LTD. *(Notes (ii)(iii))*	Singapore November 20, 2024	SGD1,000	SGDNil	–	100%	100%	–	–	–	–	100%	100%	AI workforce solutions
Silicon Based Intelligent Technology Limited (硅基智能科技有限公司) *(Notes (i)((ii)(iii))*	Hong Kong July 18, 2025	HKD10,000	HKDNil	–	–	100%	–	–	–	–	–	100%	AI workforce solutions
Jiaxing Guiyu Culture Technology Co., Ltd. (嘉興硅語文化科技有限公司) *(Notes (i)((ii)(iii))*	PRC December 12,2025	RMB10,000,000	RMBNil	–	–	100%	–	–	–	–	–	100%	AI workforce solutions
Guiji (Yuxi) Intelligence Technology Co., Ltd. (硅基(玉溪)智能科技有限公司) *(Notes (i)((ii)(iii))*	PRC December 30,2025	RMB5,000,000	RMBNil	–	–	100%	–	–	100%	–	–	–	AI workforce solutions

Notes:

(i) The official names of these entities are in Chinese. The English translation of the names is for identification only. They have adopted December 31 as their financial year end date.

(ii) No audited statutory financial statements were prepared by this entity during the Track Record Period.

(iii) These entities are limited liability companies.

(iv) This entity became a subsidiary of the Company since 2018. The Company does not have direct or indirect legal ownership in the equity of this entity. Nevertheless, the Company and its other legally owned subsidiaries control this entity by way of entering into the Contractual Arrangements with this entity and its registered owners. In November 2024, the Company terminated the aforesaid contractual arrangements with this entity. This entity was then deconsolidated from our Group. The details of Contractual Agreements are set out in the section headed "Termination of Contractual Arrangements" in the document.

(v) The statutory financial statements of the entity for the years ended December 31, 2023 and 2024 were prepared in accordance with the relevant accounting principles and regulations in the PRC and audited by Rongcheng Certified Public Accountants LLP (容誠會計師事務所(特殊普通合夥)).

All companies comprising the Group have adopted December 31 as their financial year end date.

15 Interests in associates

The following list contains all of associates, all of which are unlisted corporate entities whose quoted market price is not available:

Name of Company	Place of incorporation and business/ establishment	Particulars of issued and paid-up capital	Proportion of ownership interest									Principal activity
			Group's effective interest As at December 31			Held by the company As at December 31			Held by a subsidiary As at December 31			
			2023	2024	2025	2023	2024	2025	2023	2024	2025	
Associates												
Hangzhou Qianyu Intelligent Technology Co., Ltd. ("**Hangzhou Qianyu**") (杭州謙語智能科技有限公司*) *(Note(i))*	PRC May 10, 2023 (disposed on December 31, 2025)	RMB3,000,000/ RMB1,000,000	50%	50%	N/A	50%	50%	N/A	—	—	N/A	Software and Information Technology Services
Siyu (Kunshan) Intelligent Technology Co., Ltd. ("**Siyu (Kunshan)**") (硅語 (昆山) 智能科技有限公司*) *(Note(ii))*	PRC April 29, 2024 (deregistration on December 26, 2025)	RMB1,000,000/ RMB390,000	N/A	49%	N/A	N/A	—	—	N/A	49%	N/A	Software and Information Technology Services
Hangzhou Siyu Intelligent Technology Co., Ltd. ("**Hangzhou Siyu**") (杭州硅羽智能科技有限公司*) *(Note(iii))*	PRC March 21, 2023 (deregistration on August 1, 2024)	RMB5,000,000/ RMB500,000	50%	N/A	N/A	5%	N/A	N/A	45%	N/A	N/A	Software and Information Technology Services
Beijing Leyu Intelligent Technology Co., Ltd. ("**Beijing Leyu**") (北京樂嶼智能科技有限公司*) *(Note (iv))*	PRC May 29, 2023 (deregistration on July 31, 2024)	RMB3,000,000/ RMB Nil	50%	N/A	N/A	50%	N/A	N/A	—	N/A	N/A	Software and Information Technology Services

* The English translation of the associates' names is for reference only. The official names of these companies are in Chinese.

Notes:

(i) In May 2023, the Group invested 50% of the equity interest in Hangzhou Qianyu Intelligent Technology Co., Ltd. with contributed registered capital of RMB1,500,000. In 2023, the Group made the capital injection of RMB1,000,000. In December 2025, the Group dispose its 50% of the equity interest in Hangzhou Qianyu Intelligent Technology Co., Ltd. to a third party at a consideration of RMB1,000,000 in cash. The Group received the consideration in January 2026. The gain on the disposal amounted to RMB1,000,000 was recorded in the other net income of the consolidated statements of profit or loss.

(ii) In April 2024, the Group invested 49% of the equity interest in Siyu (Kunshan) Intelligent Technology Co., Ltd. with contributed registered capital of RMB490,000. In 2024 and 2025, the Group made the capital injection of RMB200,000 and RMB190,000 respectively. As at December 31, 2025, Siyu (Kunshan) Intelligent Technology Co., Ltd. has been deregistered.

(iii) In May 2023, the Group invested 50% of the equity interest in Hangzhou Siyu Intelligent Technology Co., Ltd. with contributed registered capital of RMB2,500,000. In 2023, the Group made the capital injection of RMB500,000. As at December 31, 2023, Hangzhou Siyu has been deregistered and the Group received the reimbursement of capital of RMB396,000 upon deregistration.

(iv) In May 2023, the Group invested 50% of the equity interest in Beijing Leyu Intelligent Technology Co., Ltd. with contributed registered capital of RMB1,500,000. In 2023, the Group made the capital injection in RMB nil. As at December 31, 2024, Beijing Leyu has been deregistered.

Aggregate information of associates that are not individually material:

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Aggregate carrying amount of individually immaterial associates in the consolidated financial statements	—	173	—

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Loss and total comprehensive income	(1,104)	(27)	(164)

Movement of investments in associates is disclosed below:

The Group	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Associate			
As at the beginning of the year	—	—	173
Capital injection of interests in associates	1,500	200	190
Deregistration of associates	(396)	—	—
Disposal of interests in an associate	—	—	(1,000)
Net gain on disposal of associates	—	—	801
Share of loss of associates	(1,104)	(27)	(164)
As at the end of the year	—	173	—

16 Inventories

(a) Inventories in the statements of financial position comprise:

The Group	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Contract fulfilment cost	14,994	42,368	79,208
Write-down of inventories	—	—	—
	14,994	42,368	79,208

The Company	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Contract fulfilment cost	14,772	38,608	33,045
Write-down of inventories	—	—	—
	14,772	38,608	33,045

(b) The analysis of the amount of inventories recognized as cost and included in profit or loss is as follows:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Carrying amount of inventories sold	287,645	430,359	516,747
Provision for write-down of inventories	—	—	—
	287,645	430,359	516,747

All inventories are expected to be recovered within one year.

17 Trade receivables

The Group

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Amounts due from third parties	160,933	269,747	345,971
Amounts due from related parties *(note 31(d))*	2,306	316	316
Less: loss allowance	(16,522)	(37,588)	(64,650)
Trade receivables, net	146,717	232,475	281,637

The Company

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Amounts due from third parties	107,721	215,975	226,064
Amounts due from related parties *(note 31(d))*	2,306	316	316
Less: loss allowance	(6,899)	(30,413)	(56,397)
Trade receivables, net	103,128	185,878	169,983

All of the trade receivables are expected to be recovered within one year.

Aging analysis

As of the end of each reporting period, the aging analysis of the Group's trade receivables, based on the invoice date and net of loss allowance, is as follows:

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 6 months	116,700	141,902	172,613
Over 6 months but within 1 year	23,599	57,991	70,436
Over 1 year but within 18 months	6,418	21,317	21,127
Over 18 months but within 2 years	—	11,265	17,461
Trade receivables, net	146,717	232,475	281,637

Trade receivables are generally due from the date of billing. Further details on the Group's credit policy and credit risk arising for trade receivables are set out in Note 29(a).

18 Prepayments, deposits and other receivables, and amounts due from subsidiaries

The Group

	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Prepayments	39,470	2,897	6,032
Value added tax ("**VAT**") recoverable	2,557	11,531	13,388
Deferred cloud services	24,649	25,485	53,920
Prepayments for **[REDACTED]** expenses	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Other deposits and receivables	5,633	712	1,952
Amounts due from related parties *(Note 31(d))*	18	200	—
	72,327	40,825	81,874
Less: loss allowance	—	—	—
	72,327	40,825	81,874

The Company

	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Current:			
Prepayments	21,168	900	794
Value added tax ("**VAT**") recoverable	1,182	4,300	4,438
Deferred cloud services	21,472	1,416	3,109
Prepayments for **[REDACTED]** expenses	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Other deposits and receivables	3,686	517	1,424
Amounts due from related parties *(Note 31(d))*	18	200	—
	47,526	7,333	16,347
Non-current:			
Amounts due from subsidiaries, net of loss allowance	92,055	37,662	38,172

Note:

The amounts due from subsidiaries are unsecured, interest-free and are expected to be recovered after more than one year. Except for this, all of prepayments, deposits and other receivables under current assets are expected to be recovered or recognized as expense within one year.

19 Cash and cash equivalents and other cash flow information

(a) Cash and cash equivalents comprise:

The Group

	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Cash at bank	256,107	170,250	217,756
Less: restricted bank deposits *(Note i)*	—	(1,412)	—
Cash and cash equivalents	256,107	168,838	217,756

The Company	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Cash at bank	217,771	126,699	53,672
Less: restricted bank deposits *(Note i)*	—	(1,412)	—
Cash and cash equivalents	217,771	125,287	53,672

Note:

(i) The restricted bank deposits were in relation to the disputes in which the Company was defendant.

(b) Reconciliation of loss before taxation to cash used in operations:

	Note	Year ended December 31		
		2023	2024	2025
		RMB'000	*RMB'000*	*RMB'000*
Loss before taxation		(95,967)	(111,699)	(25,915)
Adjustments for:				
Depreciation of property, plant and equipment	*6(c)*	7,446	7,276	5,231
Depreciation of right-of-use assets	*6(c)*	7,398	5,887	3,654
Amortization of intangible assets	*6(c)*	553	220	75
Impairment loss on trade and other receivables and contract assets	*6(c)*	11,750	21,170	27,595
Government grants		(2,430)	(2,552)	—
Finance income	*6(a)*	(4,606)	(2,239)	(857)
Finance costs	*6(a)*	435	240	144
Accretion of redemption liabilities		58,660	53,838	—
Equity-settled share-based payment expenses	*6(b)*	7,835	21,479	21,437
Net gain on disposal of property, plant and equipment	*5(b)*	(48)	(15)	—
Share of loss of associates		1,104	27	164
Net gain on disposal of an associate		—	—	(801)
Changes in working capital:				
Increase in inventories		(14,696)	(27,374)	(36,840)
Increase in trade receivables		(101,153)	(106,824)	(76,224)
Increase in contract assets		(5,095)	(2,540)	(12,977)
(Increase)/decrease in prepayments, deposits and other receivables		(12,736)	31,502	(33,467)
Decrease/(Increase) in restricted bank deposits		3	(1,412)	1,412
Increase/(decrease) in trade payables		58,921	19,276	(13,202)
(Decrease)/increase in other payables and accruals		(6,881)	7,960	(7,153)
Increase in deferred income		(1,053)	(176)	—
Increase in contract liabilities		39,692	3,740	25,337
Cash used in operations		(50,868)	(82,216)	(122,387)

(c) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flows will be, classified in the Group's consolidated cash flow statements as cash flows from financing activities.

	Lease liabilities	Redemption liabilities	Total
	RMB'000 *(Note 23)*	*RMB'000* *(Note 25)*	*RMB'000*
At January 1, 2023	13,423	854,339	867,762
Changes from financing cash flows:			
Capital element of lease rentals paid	(5,808)	—	(5,808)
Interest element of lease rentals paid	(435)	—	(435)
Total changes from financing cash flows	(6,243)	—	(6,243)
Other changes:			
Increase in lease liabilities from entering into new leases during the year	1,432	—	1,432
Interest expenses *(Note 6(a))*	435	—	435
Netted-off by government grants *(Note 5(a))*	(2,430)	—	(2,430)
Modification	(509)	—	(509)
Accretion of redemption liabilities	—	58,660	58,660
Total other changes	(1,072)	58,660	57,588
At December 31, 2023 and January 1, 2024	6,108	912,999	919,107

	Lease liabilities	Redemption liabilities	Total
	RMB'000 *(Note 23)*	*RMB'000* *(Note 25)*	*RMB'000*
At January 1, 2024	6,108	912,999	919,107
Changes from financing cash flows:			
Capital element of lease rentals paid	(3,699)	—	(3,699)
Interest element of lease rentals paid	(240)	—	(240)
Total changes from financing cash flows	(3,939)	—	(3,939)
Other changes:			
Increase in lease liabilities from entering into new leases during the year	3,663	—	3,663
Interest expenses *(Note 6(a))*	240	—	240
Disposal	(1,029)	—	(1,029)
Netted-off by government grants *(Note 5(a))*	(2,552)	—	(2,552)
Accretion of redemption liabilities	—	53,838	53,838
Termination of redemption liabilities	—	(966,837)	(966,837)
Total other changes	322	(912,999)	(912,677)
At December 31, 2024 and January 1, 2025	2,491	—	2,491

	Lease liabilities
	RMB'000 *(Note 23)*
At January 1, 2025	2,491
Changes from financing cash flows:	
Capital element of lease rentals paid	(2,498)
Interest element of lease rentals paid	(144)
Total changes from financing cash flows	(2,642)
Other changes:	
Increase in lease liabilities from entering into new leases during the year	5,075
Interest expenses *(Note 6(a))*	144
Total other changes	5,219
At December 31, 2025	5,068

(d) Total cash outflow for leases

Amounts included in the consolidated cash flow statements for leases comprise the following:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within operating cash flows	1,403	1,378	1,505
Within financing cash flows	6,243	3,939	2,642
	7,646	5,317	4,147

These amounts relate to the following:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Lease rentals paid	7,646	5,317	4,147

20 Trade payables

The Group	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Amounts due to third parties	96,368	115,681	102,453
Amounts due to related parties *(Note 31(d))*	45	8	34
	96,413	115,689	102,487

The Company	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Amounts due to third parties	47,445	60,903	29,540
Amounts due to subsidiaries	401	—	—
Amounts due to related parties *(Note 31(d))*	45	4	14
Trade payables	47,891	60,907	29,554

All of the trade payables are expected to be settled within one year or repayable on demand.

As at the end of each reporting period, the aging analysis of the Group's trade payables based on the invoice date, is as follows:

	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Within 1 year	94,861	107,928	79,136
Over 1 year but within 2 years	1,447	7,407	18,290
Over 2 years but within 3 years	105	354	5,000
Over 3 years but within 4 years	—	—	61
	96,413	115,689	102,487

21 Other payables and accruals

The Group	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Accrued expenses	2,246	10,805	6,507
Accrued staff costs	8,529	6,597	5,958
Other tax payables	2,372	993	1,392
Others	2,420	5,132	2,517
	15,567	23,527	16,374

The Company	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Accrued expenses	2,191	9,916	5,713
Accrued staff costs	5,525	3,776	3,331
Other tax payables	1,104	630	575
Amounts due to subsidiaries	4,222	14,728	31,963
Others	1,960	4,443	2,292
	15,002	33,493	43,874

All of the other payables and accruals are expected to be settled within one year or repayable on demand.

22 Contract assets and contract liabilities

(a) Contract assets

The Group	As at December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Gross carrying amount			
Current	4,017	674	15,285
Non-current	1,586	7,469	5,835
	5,603	8,143	21,120
Less: loss allowance	(228)	(332)	(865)
Balance at the end of the year	5,375	7,811	20,255

The Company	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Gross carrying amount			
Current	4,017	674	1,350
Non-current	1,586	7,469	5,835
	5,603	8,143	7,185
Less: loss allowance	(228)	(332)	(473)
Balance at the end of the year	5,375	7,811	6,712

(b) Contract liabilities

Movements in contract liabilities

The Group	As at 31 December		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Balance at the beginning of the year	6,805	46,497	50,237
Decrease in contract liabilities as a result of recognizing revenue during the year that was included in the contract liabilities at the beginning of the year	(3,244)	(33,497)	(34,453)
Increase in contract liabilities as a result of receiving advance payments during the year	135,102	149,313	202,770
Decrease in contract liabilities as a result of recognizing revenue during the same year	(92,166)	(112,076)	(142,980)
Balance at the end of the year	46,497	50,237	75,574

The Company	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Balance at the beginning of the year	6,805	41,577	42,299
Decrease in contract liabilities as a result of recognizing revenue during the year that was included in the contract liabilities at the beginning of the year	(3,244)	(30,860)	(32,740)
Increase in contract liabilities as a result of receiving advance payments during the year	124,106	134,784	62,158
Decrease in contract liabilities as a result of recognizing revenue during the same year	(86,090)	(103,202)	(55,034)
Balance at the end of the year	41,577	42,299	16,683

Contract liabilities of the Group mainly arise from the non-refundable advance payments made by customers while the underlying services are yet to be provided.

23 Lease liabilities

At the end of each reporting period, the lease liabilities were repayable as follows:

The Group	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 1 year	5,802	1,220	3,107
After 1 year but within 2 years	306	1,271	1,961
	6,108	2,491	5,068

The Company	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Within 1 year	5,088	—	1,836
After 1 year but within 2 years	—	—	1,961
	5,088	—	3,797

24 Deferred income

As at December 31, 2023, 2024 and 2025, deferred income represented unamortized conditional government grants amounting to RMB176,000, RMB nil, and RMB nil, respectively, as subsidies for the leased properties.

25 Redemption liabilities

From December 2017 to November 2020, the Company conducted seven rounds of financings by issuing registered capital to investors and granting them a right to put back to the Company the registered capital acquired upon the occurrence of certain events, such as:

(i) a qualified **[REDACTED]** (the "**Qualified [REDACTED]**") does not occur prior to December 31, 2024;

(ii) the founding shareholder of the Company resign;

(iii) the registered capital amount of original equity of shares held by the founding shareholder is less than 50%;

(iv) any breach of contractual terms or misconducts by the Company or the founding shareholders of the Company.

The redemption price for Series Pre-A, Series A, Series A+, A++, Series B+ and Series C is as follow:

The higher of: (i) the aggregate of the original issue price for the respective series plus an annual interest rate at 8% and (ii) the audited net assets value of the shares of relevant series on the date of redemption.

The redemption price for Series B is as follow:

The higher of: (i) the aggregate of the original issue price for the respective series plus an annual interest rate at 12% and (ii) the audited net assets value of the shares of relevant series on the date of redemption.

Presentation and classification

The redemption liability is measured at the highest redemption amount (on a present value basis) the Company could be required to pay from time to time. Any change in the carrying amount of the redemption liability arising from the remeasurement of the redemption amount is recognized in profit or loss. The then carrying amount of the redemption liability is reclassified to equity upon a termination of the counterparty's redemption right.

On November 29, 2024, the Company unconditionally terminated the Company's redemption obligations under the shareholder agreement based on a supplemental agreement with the investors. Accordingly, then carrying amount of the redemption liability of RMB966,837,000 was terminated and reclassified to equity on November 29, 2024.

Special rights granted by Mr. Sima Huapeng and Jiaxing Silicon Language Investment Partnership (Limited Partnership) ("the Jiaxing Silicon Language")

In connection with the **[REDACTED]** investments, certain **[REDACTED]** investors had been granted certain customary special rights against Mr. Sima Huapeng and Jiaxing Silicon Language including, among others, such as redemption rights.

The directors of the Company have confirmed that (i) the Company does not have any obligation to fulfil the abovementioned special rights granted by Mr. Sima Huapeng and Jiaxing Silicon Language, including the redemption rights; and (ii) the Company has not provided any guarantee for the abovementioned special rights granted by Mr. Sima Huapeng and Jiaxing Silicon Language in the event of a default by Mr. Sima Huapeng and Jiaxing Silicon Language. Accordingly, no financial liability has been recorded in the Historical Financial Information with respect to these special rights granted to the **[REDACTED]** investors by Mr. Sima Huapeng and Jiaxing Silicon Language.

26 Equity-settled share-based payments

The Company has a share option scheme which was adopted in 2019 whereby the directors of the Company are authorized, at their discretion, to invite employees of the Group, including directors of any company in the Group, to subscribe for shares of the Company. The options vest at the later of four years from the date of grant and a Qualified **[REDACTED]** and share sale has been consummated. Each option gives the holder the right to subscribe for one ordinary share in the Company. Mr. Sima Huapeng of the Company transferred to the share incentive platform certain equity interest in the Company that will be used to settle this **[REDACTED]** Share Option Plan. After a Qualified **[REDACTED]**, no share option will be granted under this **[REDACTED]** Share Option Plan.

(a) The terms and conditions of the grants are as follows:

	Number of instruments	Vesting conditions	Contractual life of options
	(Note (i))		
— Prior to December 31, 2022	1,115,168	Later of four years from the date of grant and a Qualified **[REDACTED]** or Share Sale has been consummated	7 years
— In 2023	357,323	Later of four years from the date of grant and a Qualified **[REDACTED]** or Share Sale has been consummated	7 years
Options granted.	1,472,491		

Note:

(i) The number of instruments granted represented the number granted without taking the effect of the joint stock limited company conversion.

(b) The number of share options are as follows:

	Year ended December 31		
	2023	2024	2025
	'000	*'000*	*'000*
Outstanding at the beginning of the year	1,115,168	1,472,491	1,472,491
Granted during the year	357,323	—	—
Outstanding at the end of the year	1,472,491	1,472,491	1,472,491
Exercisable at the end of the year	—	—	—

(c) Fair value of share options and assumptions

The fair value of services received in return for share options granted is measured by reference to the fair value of share options granted. The estimate of the fair value of the share options granted is measured based on a Binomial Model. The contractual life of the share option is used as an input into this model. Expectations of early exercise are incorporated into the Binomial Model.

	Granted during Year ended December 31		
	2023	2024	2025
Fair value of share options and assumptions			
Fair value at measurement date	RMB110	N/A	N/A
Share price	RMB1	N/A	N/A
Exercise price	RMB1	N/A	N/A
Expected volatility (expressed as weighted average volatility used in the modeling under Binomial Model)	68.4%	N/A	N/A
Option life (expressed as weighted average life used in the modeling under Binomial Model)	7 years	N/A	N/A
Expected dividends	0.0%	N/A	N/A
Risk-free interest rate (based on Exchange Fund Notes)	2.5%	N/A	N/A

27 Income tax in the consolidated statement of financial position

(a) Current taxation in the consolidated statement of financial position represents:

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
At the beginning of the year	—	—	—
Over-provision in respect of prior year	(60)	—	—
Tax refunded	60	—	—
At the end of the year	—	—	—

(b) Deferred tax assets and liabilities recognized:

The components of deferred tax assets and liabilities recognized in the consolidated statements of financial position and the movements during the Track Record Period are as follows:

	Deductible tax losses	Lease liabilities	Right-of-use assets	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
At January 1, 2023	—	2,246	(2,246)	—
Credited/(charged) to profit or loss	138	(1,228)	1,090	—
At December 31, 2023 and January 1, 2024	138	1,018	(1,156)	—
Credited/(charged) to profit or loss	3	(395)	392	—
At December 31, 2024 and January 1, 2025	141	623	(764)	—
(Charged)/credited to profit or loss	(141)	(623)	764	—
At December 31, 2025	—	—	—	—

(c) Deferred tax assets not recognized

In accordance with the accounting policy set out in Note 2(r), the Group did not recognize deferred tax assets in respect of cumulative tax losses of RMB398,816,000, RMB478,681,000 and RMB571,724,000 as at December 31, 2023, 2024 and 2025, respectively and deductible temporary differences of RMB70,118,000, RMB75,962,000, and RMB85,832,000 as at December 31, 2023, 2024 and 2025, respectively as it is not probable that future taxable profits against which the losses can be utilized will be available in the relevant tax jurisdiction and entities. Cumulative tax losses incurred by PRC subsidiaries will generally expire within five years, while those incurred by PRC subsidiaries qualified as high and new technology enterprises will expire within ten years under the current tax legislation.

28 Capital, reserves and dividends

(a) Movements in components of equity

The reconciliation between the opening and closing balances of each component of the Group's consolidated equity is set out in the consolidated statements of changes in equity. Details of the changes in the Company's individual components of equity during the Track Record Period are set out below:

The Company

	Paid in capital	Share capital	Share premium	Capital reserve	Share-based payments reserve	Accumulated losses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Balance at January 1, 2023	15,788	—	—	(15,664)	20,681	(485,937)	(465,132)
Changes in equity for 2023:							
Loss and total comprehensive income for the year	—	—	—	—	—	(61,671)	(61,671)
Equity-settled share-based payments	—	—	—	—	7,835	—	7,835
Balance at December 31, 2023 and January 1, 2024	15,788	—	—	(15,664)	28,516	(547,608)	(518,968)
Changes in equity for 2024:							
Total comprehensive income for the year	—	—	—	—	—	(97,082)	(97,082)
Equity-settled share-based payments	—	—	—	—	21,479	—	21,479
Termination of redemption liabilities	—	—	—	966,837	—	—	966,837
Balance at December 31, 2024 and January 1, 2025	15,788	—	—	951,173	49,995	(644,690)	372,266

The Company

	Paid in capital	Share capital	Share premium	Capital reserve	Share-based payments reserve	Accumulated losses	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Balance at December 31, 2024 and January 1, 2025	15,788	—	—	951,173	49,995	(644,690)	372,266
Changes in equity for 2025:							
Total comprehensive income for the year	—	—	—	—	—	(43,164)	(43,164)
Equity-settled share-based payments	—	—	—	—	21,437	—	21,437
Issue of ordinary shares	—	1,085	179,387	—	—	—	180,472
Conversion into a joint stock company	(15,788)	16,000	294,159	(951,173)	—	656,802	—
Balance at December 31, 2025	—	17,085	473,546	—	71,432	(31,052)	531,011

(b) Dividends

No dividends were paid or declared by the Company during the Track Record Period.

(c) Paid-in capital

	RMB'000
Balance at January 1, 2023, December 31, 2023, 2024	15,788
Conversion into a joint stock company	(15,788)
Balance at December 31, 2025	—

(d) Share capital and share premium

Ordinary shares issued and fully paid of RMB1 each:

	Note	Numbers of ordinary shares	Share capital	Share premium	Total
			RMB'000	*RMB'000*	*RMB'000*
At January 1, 2023, December 31, 2023 and 2024		—	—	—	—
Conversion into a joint stock company	*i*	—	16,000	294,159	310,159
Issue of ordinary shares	*ii*	1,085,000	1,085	179,387	180,472
Balance at December 31, 2025		1,085,000	17,085	473,546	490,631

Notes:

(i) In February 2025, the Company was converted into a joint stock company with limited liability under the Company Law of the PRC. The carrying amount of net assets of the Company as of the conversion base date were converted into 15,999,999 ordinary shares at RMB1.00 each. The excess of net assets converted over nominal value of the ordinary shares was credited to the Company's share premium.

(ii) In June 2025, the Company entered into investment agreements with an investor, pursuant to which, the investor invested RMB200,000,000 in the Company in exchange for 1,085,000 shares of the Company.

(e) Nature and purpose of reserves

(i) Share premium

Under PRC rules and regulations, share premium is non-distributable other than in liquidation and may be utilized for business expansion or converted into ordinary shares by the issuance of new shares to shareholders in proportion to their existing shareholdings or by increasing the par value of the shares currently held by the shareholders.

(ii) Share-based payments reserve

The share-based payment reserve comprises the Group's equity-settled share-based payments (see Note 26).

(f) Capital management

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholder returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

29 Financial risk management and fair values of financial instruments

Exposure to credit, liquidity, interest rate and currency risks arises in the normal course of the Group's business.

The Group's exposure to these risks and the financial risk management policies and practices used by the Group to manage these risks are described below.

(a) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group's credit risk is primarily attributable to trade and other receivables and contract assets. The Group's exposure to credit risk arising from cash and cash equivalents, financial assets measured at amortized cost is limited because the counterparties are banks and financial institutions in the PRC with high credit standing, for which the Group considers to have low credit risk.

The Group does not provide any guarantees which would expose the Group to credit risk.

Credit risk arising from trade receivables and contract assets

The Group has established a credit risk management policy under which individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. Trade receivables are generally due from the date of billing. Normally, the Group does not obtain collateral from customers.

The Group's exposure to credit risk arising from trade receivables is influenced mainly by the individual characteristics of each customer. Significant concentrations of credit risk primarily arise when the group has significant exposure to individual customers. As at December 31, 2023, 2024 and 2025, 56.8%, 77.4% and 62.5% of the total trade receivables was due from the Group's largest customer, and 81.2%, 91.6% and 64.4% of the total trade receivables was due from the Group's five largest customers respectively.

The Group measures loss allowances for trade receivables and contract assets at an amount equal to lifetime ECLs, which is calculated using a provision matrix. As the Group's historical credit loss experience indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is further distinguished between the Group's different customer bases.

Risk Category I mainly represented the customers of large-scale enterprises such as telecom operators and financial institutions which were of lower credit risk based on the historical default data and nature of customers.

Risk Category II mainly represented the customers of small or medium-sized businesses which were of higher credit risk based on the historical default data and nature of customers.

The following table provides information about the Group's exposure to credit risk and ECLs for trade receivables and contract assets as at December 31, 2023, 2024 and 2025:

	As at December 31, 2023		
Risk Category I	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	4.1%	5,603	228
Less than 6 months past due	4.1%	59,417	2,416
More than 6 months but less than 12 months past due	11.2%	26,426	2,959
More than 12 months but less than 18 months past due	19.2%	7,942	1,524
		99,388	7,127

Risk Category II	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	—	—	—
Less than 6 months past due	4.8%	62,711	3,011
More than 6 months but less than 12 months past due	26.0%	177	46
More than 12 months past due	100.0%	6,566	6,566
		69,454	9,623

	As at December 31, 2024		
Risk Category I	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	4.1%	8,143	332
Less than 6 months past due	4.1%	92,512	3,762
More than 6 months but less than 12 months past due	11.2%	65,125	7,291
More than 12 months but less than 18 months past due	19.2%	26,378	5,061
More than 18 months but less than 24 months past due	46.5%	21,076	9,811
More than 24 months past due	100.0%	4,488	4,488
		217,722	30,745

Risk Category II	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	—	—	—
Less than 6 months past due	4.8%	55,833	2,681
More than 6 months but less than 12 months past due	26.0%	212	55
More than 12 months past due	100.0%	4,439	4,439
		60,484	7,175

	As at December 31, 2025		
Risk Category I	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	6.8%	6,926	473
Less than 6 months past due	6.8%	55,619	3,794
More than 6 months but less than 12 months past due	14.3%	81,111	11,560
More than 12 months but less than 18 months past due	27.8%	29,275	8,148
More than 18 months but less than 24 months past due	48.1%	33,631	16,170
More than 24 months past due	100.0%	16,801	16,801
		223,363	56,946

Risk Category II	**Expected loss rate**	**Gross carrying amount**	**Loss allowance**
	%	*RMB'000*	*RMB'000*
Current (not past due)	2.8%	14,194	392
Less than 6 months past due	2.8%	124,239	3,451
More than 6 months but less than 12 months past due	24.3%	1,169	284
More than 12 months past due	100.0%	4,442	4,442
		144,044	8,569

ECLs are based on actual loss experience over the past years. These rates are adjusted to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

Movements in the loss allowance in respect of trade receivables during the Track Record Period are as follows:

	As at December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Balance at the beginning of the year	5,000	16,750	37,920
Impairment recognized during the year	11,750	21,170	27,595
Balance at the end of the year	16,750	37,920	65,515

Credit risk arising from other receivables

For other receivables, the Group has assessed whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk, the Group will measure the loss allowance based on lifetime rather than 12-month ECL.

In order to minimize credit risk, the Group has tasked its operation management to develop and maintain the Group's credit risk grading to categorize exposures according to their degree of risk of default. The credit rating information is drawn from the Group's own trading records to rate its debtors. The Group's exposure and the credit ratings of its counterparties are continuously monitored.

(b) Liquidity risk

Individual operating entities within the Group are responsible for their own cash management, including the short-term investment of cash surpluses and the raising of loans to cover expected cash demands, subject to approval by the Company when the borrowings exceed certain predetermined levels of authority. The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and readily realizable marketable securities and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

The following tables show the remaining contractual maturities at the end of each reporting period of the Group's financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the reporting date) and the earliest date the Group can be required to pay:

	As at December 31, 2023					
	Contractual undiscounted cash outflow					
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total	Carrying amount
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade payables	96,413	—	—	—	96,413	96,413
Other payables and accruals	15,567	—	—	—	15,567	15,567
Lease liabilities	5,948	311	—	—	6,259	6,108
Redemption liabilities	912,999	—	—	—	912,999	912,999
	1,030,927	311	—	—	1,031,238	1,031,087

	As at December 31, 2024					
	Contractual undiscounted cash outflow					
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total	Carrying amount
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade payables	115,689	—	—	—	115,689	115,689
Other payables and accruals	23,527	—	—	—	23,527	23,527
Lease liabilities	1,289	1,289	—	—	2,578	2,491
	140,505	1,289	—	—	141,794	141,707

	As at December 31, 2025					
	Contractual undiscounted cash outflow					
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total	Carrying amount
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Trade payables	102,487	—	—	—	102,487	102,487
Other payables and accruals	16,374	—	—	—	16,374	16,374
Lease liabilities	3,469	2,179	—	—	5,648	5,068
	122,330	2,179	—	—	124,509	123,929

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's interest-bearing financial instruments at variable rates at the end of each reporting period are the cash at bank, and the cash flow interest risk arising from the change of market interest rate on these balances is not considered significant. Overall speaking, the Group's exposure to interest rate risk is not significant.

(d) Currency risk

As at December 31, 2023, 2024 and 2025, the Group is not exposed to significant foreign currency risk since financial assets and liabilities denominated in currencies other than the functional currencies of the Company and its subsidiaries are not significant.

The sensitivity analysis assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the end of each reporting period.

(e) Fair value measurement

The Group did not have financial instruments measured at fair value at the end of each reporting period. The carrying amounts of the Group's financial instruments carried at amortized cost are not materially different from their fair values at the end of each reporting period.

30 Commitments

There are no significant capital commitments outstanding at the respective year end not provided for as at December 31, 2023, 2024 and 2025.

31 Material related party transactions

(a) Key management personnel remuneration

Remuneration for key management personnel of the Group, including amounts paid to the Company's directors and supervisors as disclosed in Note 8 and certain of the highest paid employees as disclosed in Note 9, is as follows:

	Year ended December 31		
	2023	2024	2025
	RMB'000	*RMB'000*	*RMB'000*
Salaries, wages and other benefits in kind	5,448	5,635	6,519
Discretionary bonuses	1,395	751	1,269
Equity settled share-based payment expenses	4,363	6,952	6,936
Retirement scheme contributions	226	229	230
	11,432	13,567	14,954

Total remuneration is included in "staff costs" (see Note 6(b)).

(b) Name and relationship with related parties

Name of related parties	Relationship
Mr. Sima Huapeng(司馬華鵬)	Executive Director and chief executive officer, chairman of the Board
Nanjing Silicon Life Intelligent Technology Co., Ltd. (南京硅壽智能科技有限公司)	Entity controlled by Mr. Sima Huapeng
SMART INTELLIGENCE PTE. LTD.	Entity controlled by Mr. Sima Huapeng
Jiaxing Silicon Language Investment Partnership (Limited Partnership) (嘉興硅語投資合夥企業(有限合夥)) (Formerly named Ningbo Free Trade Zone Silicon Language Investment Partnership Enterprise (Limited Partnership) (寧波保稅區硅語投資合夥企業(有限合夥))	Entity controlled by Mr. Sima Huapeng
Nanjing Wanruyi Network Technology Co., Ltd. (南京琬如藝網絡科技有限公司) *(Note i)*	Controlled by the director of the Company
— Shenzhen Tencent Computer System Co., Ltd.	Entity has significant influence over the Company
Tencent Cloud Computing (Beijing) Company Limited	Entity has significant influence over the Company
China Merchants Bank Co., Ltd. and its branches and subsidiaries ("**CMB Group**")	Entity has significant influence over the Company

Note:

(i) On November 26, 2025, the director of the Company transfer all her equity interest in Nanjing Wanruyi Network Technology Co., Ltd. to an independent third party. Therefore, since November 26, 2025 Nanjing Wanruyi Network Technology Co., Ltd. was no longer a related party of the Group.

(c) Material related party transactions

The Group entered into the following material related party transactions for the years ended December 31, 2023, 2024 and 2025:

	Year ended December 31		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Purchase of services			
— Nanjing Wanruyi Network Technology Co., Ltd.	—	700	4910
— Tencent Cloud Computing (Beijing) Company Limited	1,137	278	431
	1,137	978	5,341
Sale of goods			
— CMB Group	601	163	9
Sale of services			
— CMB Group	4,195	9	—
— Shenzhen Tencent Computer System Co., Ltd.	—	—	145
	4,796	172	154
Redemption of certificate of deposits			
— CMB Group	(10,000)	—	—

(d) Balance with related parties

	Year ended 31 December		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Trade in nature			
Prepayments, deposits and other receivables:			
— Nanjing Wanruyi Network Technology Co., Ltd.	—	189	—
Trade receivables:			
— CMB Group	2,306	316	316
Trade payables:			
— Tencent Cloud Computing (Beijing) Company Limited	45	8	34
Non-trade in nature			
Prepayments, deposits and other receivables:			
— Nanjing Silicon Life Intelligent Technology Co., Ltd.	9	—	—
— Jiaxing Silicon Language Investment Partnership (Limited Partnership)	9	11	—
	18	11	—

All the non-trade balances with related parties had been settled as of December 31, 2025.

32 Possible impact of amendments, new standards and interpretations issued but not yet effective for the Track Record Period

Up to the date of this report, the IASB has issued a number of new or amended standards, which are not yet effective for the Track Record Period and which have not been adopted in the Historical Financial Information. These developments include the following which may be relevant to the Group.

	Effective for accounting periods beginning on or after
Amendments to IFRS 9 and IFRS 7: *Contracts Referencing Nature-dependent Electricity*	January 1, 2026
Amendments to IFRS 9 and IFRS 7: *Amendments to the Classification and Measurement of Financial Instruments*	January 1, 2026
Annual Improvements to IFRS Accounting Standards — Volume 11	January 1, 2026
IFRS 18 *Presentation and Disclosure in Financial Statements*	January 1, 2027
IFRS 19, *Subsidiaries without Public Accountability: Disclosures*	January 1, 2027
Amendments to IAS 21, *Translation to a hyperinflationary presentation currency*	January 1, 2027
Amendments to IFRS 10 and IAS 28, *Sale or contribution of assets between an investor and its associate or joint venture*	To be determined

The Group is in the process of making an assessment of what the impact of these developments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the consolidated financial statements of the Group.

IFRS 18, *Presentation and disclosure in financial statements*

IFRS 18 will replace IFRS 1 *Presentation of financial statements* and aims to improve the transparency and comparability of information about an entity's financial statements. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027 and is to be applied retrospectively. Among other changes, under IFRS 18, entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to provide specific disclosures about management-defined performance measures in a single note in the financial statements. The Group does not plan to early adopt IFRS 18. IFRS 18 will impact the presentation of the consolidated statement of profit or loss and is not expected to have significant impact on the financial performance and positions of the Group.

33 Subsequent event

There were no material subsequent events after December 31, 2025 up to the date of this report.

SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements have been prepared by the Company or any of its subsidiaries in respect of any period subsequent to December 31, 2025.