
SUMMARY

This summary aims to give you an overview of the information contained in this document. As this is a summary, it does not contain all the information that may be important to you. You should read this document in its entirety before you decide to invest in the [REDACTED].

There are risks associated with any investment. Some of the particular risks in investing in the [REDACTED] are set out in “Risk Factors” of this document. You should read that section carefully before you decide to invest in the [REDACTED].

OVERVIEW

Who we are

We are a recognized integrated supply chain logistics solutions provider in China with deep expertise and a leading position in selected industry verticals. According to CIC, the integrated supply chain logistics solutions market in China is projected to grow at a CAGR of 8.3% from 2026 to 2030. The market remains highly fragmented, with the top five players collectively holding only 5.2% of the market share in 2025, and our overall market share being 0.6%. We believe this fragmented landscape presents a substantial growth opportunity for providers with proven, scalable solutions like ours to capture greater market share.

We have strategically achieved market leadership in two industry segments that connect intelligent manufacturing with modern home living: production logistics and home appliance logistics.

- **Production Logistics:** We ranked first in revenue from production logistics solutions in 2025 among comprehensive integrated supply chain logistics solutions providers in China. This segment is projected by CIC to grow at a CAGR of 14.9% from 2026 to 2030, significantly outpacing the broader market. Our leadership in this high-growth sector positions us as a critical partner for industrial upgrading, enabling the precise integration required by intelligent manufacturing.
- **Home Appliance:** We were the largest integrated supply chain logistics solutions provider for China’s home appliance industry by revenue in 2025, with a market share of 26.9%. While this specialized segment accounted for approximately 1% of China’s overall integrated supply chain logistics solutions market in 2025, our dominant position allows us to provide reliable, integrated delivery and installation services that power modern home living for consumers nationwide.

Having considered, among other things, that our integrated supply chain logistics solutions business has grown to a sufficient size that warrants a separate [REDACTED] on the Stock Exchange, Midea Group submitted a [REDACTED] proposal to the Stock Exchange pursuant to Practice Note 15 of the Listing Rules. The [REDACTED] will constitute a [REDACTED] of the Company from Midea Group.

With over two decades of industry experience, we are committed to driving efficiencies across supply chain. Unlike traditional logistics providers, we focus on integrated supply chain logistics and solutions are deeply embedded in the industry value chains, built through years of supporting Midea Group’s operational transformation. We have developed a distinctive “1+3” supply chain logistics model — combining end-to-end logistics capability with three core solution pillars: production logistics, omni-channel shared inventory and distribution, and integrated last-mile delivery & installation, covering upstream production, midstream inventory distribution, and downstream delivery and installation.

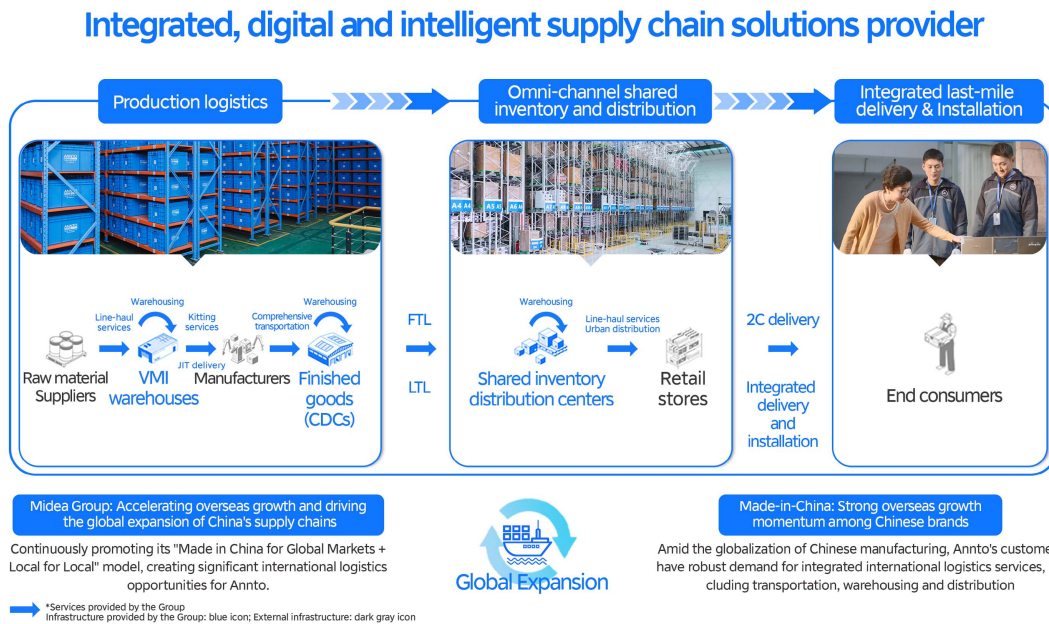
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Incubated by Midea Group, we have developed an understanding of the evolving landscape and challenges faced by China’s manufacturing sector. Leveraging these insights, we provide lean production logistics solutions that closely align inventory planning with manufacturers’ production schedules, enabling just-in-time delivery of components to manufacturing facilities through precise scheduling to support lean manufacturing.

Our omni-channel shared inventory and distribution solutions, which consolidate a customer’s stock into a single pool across online and offline channels and coordinate warehousing and delivery, simplify the complex, multi-step in-and-out warehouse handling process, often involving layered manufacturer and distributor warehouses, into a single step. This simplified model shortens the distribution chain from product origin to end customers, which we refer to as “short-chain” distribution. Furthermore, it enables customers to efficiently fulfill fragmented orders across multiple sales channels using an optimized level of shared inventory.

Supported by our nationwide logistics network, we empower our customers by combining delivery, installation and other after-sales services into a single visit.

OUR BUSINESS MODEL AND SERVICE OFFERINGS



We create value by delivering integrated, intelligent solutions through our distinctive “1+3” model. The “1” represents our end-to-end logistics capability, allowing us to support our customers across their entire supply chain, from production, distribution to last-mile delivery, moving goods from the final local facility to the end consumer or retail site. The “3” signifies our three solution pillars, tailored to optimize efficiency at each stage and empower businesses to transform their supply chain. With these solution pillars, we bring materials to factories when and where they are needed, pool customers’ stock across online and offline channels so goods move through fewer tiers to reach consumers, and deliver and install in one visit.

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Production logistics solutions

We provide efficient services covering the supply flow from inbound logistics to finished goods storage in regional hubs, the main warehouses located near factories. We improve our customers’ production efficiency and support them to achieve lean manufacturing, reducing waste and inventory by standardizing work, maintaining flow and using just-in-time deliveries, through standardized lean production logistics solutions tailored to the unique characteristics of production logistics.

Our solutions cover nine core application scenarios, including: (i) vendor-managed inventory (“VMI”) warehouses, where our intelligent platforms allow the supplier to manage and replenish the manufacturer’s inventory at or near the point of use according to consumption data, (ii) in-production logistics, (iii) intelligent equipment, (iv) milk-run logistics, collecting from multiple suppliers on planned routes in a single loop to consolidate loads and cut empty miles, (v) HUB warehouses, consolidation hubs used for pooling and cross-docking, (vi) central distribution centers (“CDCs”) for intermediate products, (vii) lean manufacturing, (viii) digitalization, and (ix) industrial parks.

Omni-channel shared inventory and distribution solutions

At the inventory distribution stage, we provide omni-channel shared inventory and distribution solutions. This midstream service consolidates a customer’s stock into a single pool across online and offline channels and coordinates warehousing and delivery. We manage the “short-chain” distribution of finished goods from factories/regional hubs to shared inventory distribution centers, and right up to last-mile delivery shortening the path by removing intermediate tiers and fulfilling from that shared pool, enhancing our customers’ distribution efficiency. This model better aligns stocking with consumer demand, driving lower inventory levels, faster inventory turnover and improved market responsiveness.

Our solutions are delivered in three parts: supply chain design, including warehouse network optimization and channel inventory integration, digitalization and operational services, such as warehouse management and line-haul services (the long-distance trunk movements that connect hubs and regions), all customized to our customers’ specific needs to ensure a more agile, responsive and cost-effective distribution supply chain.

Integrated last-mile delivery & installation solutions

We provide nationwide integrated last-mile delivery and professional installation services to end consumers, enhancing efficiency by combining delivery, installation, and other services into a single visit. By digitally modeling real-world delivery and installation scenarios, we proactively anticipate complexity, minimizing failed deliveries and repeat visits.

To address growing demand for integrated supply chain management, driven by the manufacturing sector’s push for greater efficiency and agility across their supply chains to stay competitive, we break away from the traditional segmented and siloed approach to improve individual logistics segments by adopting an integrated approach to planning across production, distribution and last-mile delivery. From inbound logistics optimization, distribution network planning, intelligent warehouse operations, and to integrated last-mile delivery & installation, our supply chain design aims to optimize the supply chain as a single, cohesive system. Our digitalized services span line-haul transportation, warehousing and inventory management, integrated last-mile delivery & installation, ensuring efficient supply chain fulfillment.

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MARKET OPPORTUNITIES

Driven by demand for greater efficiency across production, distribution, and last-mile delivery, the penetration of integrated supply chain logistics solutions in China continues to deepen, creating significant growth opportunities for the sector. According to CIC, the market size for integrated supply chain logistics solutions in China is expected to grow from RMB3,636.6 billion in 2026 to RMB4,997.2 billion by 2030, representing a CAGR of 8.3%.

The fast-moving consumer goods (“FMCG”) sector, covering food, beverages, alcoholic drinks, and beauty and personal care products, has experienced growing demand for integrated supply chain solutions that streamline supply chain structures and reduce redundant distribution layers. The market size for integrated supply chain logistics solutions in this sector is expected to reach approximately RMB873.7 billion by 2030 from RMB570.6 billion in 2025, representing a CAGR of 8.9% from 2026 to 2030. Demand for integrated supply chain solutions, capable of providing efficient support across production logistics, distribution and integrated last-mile delivery & installation services, in the home appliance sector remains robust, with the market expected to expand from RMB45.3 billion in 2025 to RMB60.6 billion by 2030. Additionally, the market for integrated supply chain solutions in the home furnishings sector grew from RMB41.2 billion in 2020 to RMB69.7 billion in 2025, with a CAGR of 11.1%, and is further projected to grow from RMB74.8 billion in 2026 to RMB96.6 billion in 2030, with a CAGR of 6.6%.

The automotive and auto parts sector is currently the largest market segment for integrated supply chain logistics solutions, driven by the increasing demand for delivery and installation services for new energy vehicle charging stations. According to CIC, the market size for integrated supply chain logistics solutions in this sector reached approximately RMB672.3 billion in 2025 and is projected to grow further at a CAGR of 9.1% from 2026 to 2030, reaching RMB1,047.1 billion by 2030.

Amid the growing trend of Chinese enterprises expanding overseas, a large number of manufacturing companies are exploring opportunities to export both products and production capacity. Leveraging Midea Group’s global production footprint and our strong capabilities in production logistics, the overseas supply chain logistics solutions market for Chinese enterprises is positioned to become a new growth area.

OUR INFRASTRUCTURE AND NETWORK

We have established an extensive infrastructure network in China, comprising warehouses, service outlets and a flexible transportation capacity enabled primarily by third-party transportation providers.

As of December 31, 2025, our warehouse network included 47 self-owned facilities, 439 leased facilities, and 22 managed facilities, and our total warehousing footprint exceeded 11.0 million sq.m. These facilities are used for VMI warehouses, regional hubs, and shared inventory distribution centers with multi-function facilities capable of functioning as CDCs, regional distribution centers (“RDCs”) and/or front distribution centers (“FDCs”).

For integrated last-mile delivery & installation services, we leverage a network of over 3,700 active service outlets and a team of over 73,000 experienced drivers and installation technicians to achieve 100% coverage of townships across China, ensuring efficient delivery and installation services even in rural areas. As of December 31, 2025, our nationwide transportation network leverages a fleet of over 500,000 deployable vehicle capacity from our owned assets, individually contracted vehicles, and third-party transportation providers. This extensive network consists of more than 730,000 established transportation routes, including over 420,000 inter-provincial trunk lines and over 300,000

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intra-provincial city distribution routes that cover approximately 2,800 districts and counties and over 39,000 towns nationwide, enabling us to provide services in substantially all districts and counties nationwide.

OUR TECHNOLOGY

We continuously collect real-time supply chain data, building a data foundation that enables actionable operational insights into supply chain dynamics. This in turn empowers our customers to make more accurate decisions.

Drawing on years of operational experience with leading manufacturing partners and supported by our proprietary technology platforms, we have built a strong foundation of cross-industry, multi-scenario fulfillment data and domain-specific know-how. As of December 31, 2025, we have accumulated vast supply chain data entries, spanning 21 industry sub-sectors. For details, see “Business — Our Technology.”

SALES AND MARKETING AND OUR CUSTOMERS

Our sales and marketing activities are focused on maintaining and expanding the scope of our strategic relationships with our customers.

We serve leading companies in the industry chains of home appliances, home furnishings, FMCG, as well as automotive and parts, making us well-positioned to support not only individual customers, but also entire value chains within these sectors. As of December 31, 2023, 2024 and 2025, we had 3,961, 5,399 and 13,815 customers for our integrated supply chain logistics solutions. For each of the years ended December 31, 2023, 2024 and 2025, revenue from our five largest customers in each year amounted to RMB7,879.9 million, RMB9,731.7 million and RMB10,451.1 million, accounting for 48.6%, 52.1% and 48.7% of our total revenue in the respective periods. See “Business — Sales and Marketing — Our customers.”

We have a strategic, mutually beneficial and complementary relationship with Midea Group, our Controlling Shareholder. Midea Group is our largest customer and a key strategic partner, accounting for 36.6%, 41.1% and 39.6% of our total revenue for the year ended December 31, 2023, 2024 and 2025, respectively. We play an important role in supporting Midea Group’s supply chain transformation, particularly its “short-chain” distribution model and direct-to-consumer (“DTC”) strategy. Leveraging our network, we help Midea Group efficiently process fragmented orders to small-and-medium enterprise (“SME”) retailers and end consumers, shorten delivery cycles and improves fulfillment efficiency. Our agility also supports Midea Group’s response to market initiatives through our inventory and transportation network to efficiently absorb demand surges. These contributions enable Midea Group to operate a more agile, cost-efficient and consumer-centric supply chain. At the same time, the partnership with Midea Group also allows us to achieve economies of scale and continuously refine our solutions across diverse scenarios, empowering us to foster a growing customer base.

For the same periods, our purchases from Midea Group were not significant, representing 0.6%, 0.6% and 0.6% of our total purchases. As of December 31, 2025, warehouses leased from Midea Group constituted less than 2% of our total warehouse GFA, while warehouses designated for Midea Group’s use accounted for 8% of our total warehouse GFA. For details, see “Business — Sales and Marketing — Our customers — Major customers.”

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PROCUREMENT AND OUR SUPPLIERS

We primarily adopt a centralized procurement strategy that encompasses supplier screening, tendering, and bidding processes to efficiently source infrastructure assets and services essential to our operations, such as warehouse space, transportation, and service outlet facilities. Our suppliers primarily consist of (i) owners and operators of warehouse facilities, (ii) transportation service providers for line-haul and short-haul delivery, and (iii) contracted service partners who operate service outlets to provide integrated last-mile delivery & installation services.

For each of the years ended December 31, 2023, 2024 and 2025, purchases from our five largest suppliers in each year amounted to RMB1,754.0 million, RMB2,286.4 million and RMB3,072.9 million, accounting for 11.7%, 13.2% and 15.4% of our total purchases in the respective periods. See “Business — Procurement — Our suppliers.”

COMPETITION

We are a recognized integrated supply chain logistics solutions provider in China. The market in which we operate is highly competitive and continuously evolving. We primarily face competition from companies offering supply chain solutions, logistics technologies, and logistics infrastructure services in China. We compete based on a number of factors, including industry insights, technology capabilities, network coverage, our distinctive “1+3” business model, collaborative relationships with industry leaders and operating efficiency. We believe our ability to provide tailored, technology-driven solutions through a unique “1+3” model enables us to differentiate ourselves from competitors and deliver greater value to our customers.

We also compete in different industries we serve. We are the largest integrated supply chain logistics provider for the home appliance industry in China in 2025. This market is characterized by a high level of industry concentration, with the top five integrated supply chain logistics providers collectively accounting for approximately 79.0% of the total market. Our scale, domain expertise, and relationships with key customers contribute significantly to our leadership in this sector.

We are the third largest integrated supply chain logistics solutions provider for the FMCG industry in China by revenue in 2025. Unlike the home appliance sector, the FMCG supply chain market remains fragmented, with the top five integrated supply chain logistics solutions provider accounting for only 9.3% of total market share. This fragmentation presents growth opportunities for leading providers like us to capture additional market share through service expansion, technological development, and customer acquisition. See “Industry Overview” for more details.

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OUR STRENGTHS

We believe the following competitive strengths have fuelled our success and will continue to drive our future growth:

- Deep expertise in serving industry leaders and strong integrated supply chain logistics capabilities.
- Recognized integrated supply chain logistics solutions provider in China, delivering sustainable growth and profitability.
- Unique “1+3” supply chain logistics model, creating value across customers’ end-to-end supply chains.
- Full-stack technology infrastructure, empowering end-to-end supply chain digital intelligence transformation.
- Nationwide infrastructure, supporting an interconnected, green logistics network.
- Veteran leadership team with proven execution capabilities, supported by a deep talent pool.

OUR STRATEGIES

We will continue to pursue the following strategies to drive further growth:

- Expand vertically by addressing supply chain demands around industry leaders while penetrating horizontally into more industry verticals.
- Capture opportunities for overseas supply chain expansion, supporting Midea Group’s growing global footprint and strengthening overseas supply chains.
- Advance end-to-end digitalization through digital and intelligent technologies.

SUMMARY OF HISTORICAL FINANCIAL INFORMATION

The following tables set forth summary financial data from our consolidated financial information during the Track Record Period and up to the Latest Practicable Date. The summary financial data set forth below should be read together with, and is qualified in its entirety by reference to, the consolidated financial statements as set out in the Accountants’ Report in Appendix I to this document, including the related notes. Our consolidated financial information was prepared in accordance with IFRSs.

During the Track Record Period, we operated with net profit margins of 1.8%, 2.0% and 2.1% in 2023, 2024 and 2025, respectively. According to CIC, our net profit margin level is characteristic of and in line with comparable integrated supply chain logistics solutions providers in China.

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Results of operations

The following table sets forth a summary of our consolidated statements of profit or loss for the years and periods indicated.

	For the Year Ended December 31,					
	2023		2024		2025	
	<i>RMB</i>	%	<i>RMB</i>	%	<i>RMB</i>	%
	<i>(in thousands, except for percentages)</i>					
Revenue	16,224,032	100.0	18,663,340	100.0	21,451,904	100.0
Cost of services	(15,038,846)	(92.7)	(17,307,880)	(92.7)	(19,930,783)	(92.9)
Gross profit	1,185,186	7.3	1,355,460	7.3	1,521,121	7.1
Other income	80,086	0.5	120,902	0.5	131,422	0.5
Other gains and losses, net	(50,483)	(0.3)	703	—	(11,709)	(0.1)
Net (impairment losses) reversal of						
impairment losses on financial assets	(10,813)	(0.1)	(27,773)	(0.1)	1,432	—
Distribution and selling expenses	(160,702)	(1.0)	(194,898)	(1.0)	(222,503)	(1.0)
Research and development expenses	(170,675)	(1.1)	(199,042)	(1.1)	(263,801)	(1.2)
Administrative expenses	(447,535)	(2.7)	(499,408)	(2.7)	(498,357)	(2.3)
Finance costs	(67,856)	(0.4)	(83,433)	(0.4)	(69,438)	(0.3)
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Profit before taxation	357,208	2.2	472,511	2.5	570,408	2.7
Income tax expense	(69,253)	(0.4)	(92,183)	(0.5)	(121,026)	(0.6)
Profit and total comprehensive income						
for the year	287,955	1.8	380,328	2.0	449,382	2.1

Our cost of services amounted to RMB15,038.8 million, RMB17,307.9 million and RMB19,930.8 million for 2023, 2024 and 2025, respectively, increasing over the Track Record Period in line with our business expansion. The primary component of our cost of services was procurement for logistics capacity, which consistently accounted for approximately 77.2%, 77.3% and 74.6% of our total cost of services for 2023, 2024 and 2025, respectively.

Our profitability was also affected by other income and other gains and losses. Our other income was RMB80.1 million, RMB120.9 million and RMB131.4 million for 2023, 2024 and 2025, respectively, and primarily consisted of government grants and interest income. Our other gains and losses, net, were a net loss of RMB50.5 million, a net gain of RMB0.7 million and a net loss of RMB11.7 million for 2023, 2024 and 2025, respectively.

The fluctuation in other gains and losses was primarily driven by a provision made in 2023 in relation to a claim arising from a former investee disposed of in 2013. Although the lawsuit brought by the creditors was dismissed by a final appellate judgment in our favor in December 2023, we have maintained the provision against the potential risk of a new claim by the bankruptcy administrator of the former joint venture. For further details, see “Business — Legal Proceedings and Compliance — Litigation regarding Meian” and Note 25 to “Appendix I — Accountants’ Report.”

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Revenue

	For the Year Ended December 31,					
	2023		2024		2025	
	RMB	%	RMB	%	RMB	%
	<i>(in thousands, except for percentages)</i>					
Integrated supply chain logistics solutions						
Production logistics	1,563,151	9.6	1,997,496	10.7	2,779,989	13.0
Omni-channel shared inventory and distribution	10,653,931	65.7	12,052,774	64.6	12,992,249	60.5
Integrated last-mile delivery & installation.	1,880,999	11.6	2,292,403	12.3	2,757,887	12.9
Subtotal	14,098,081	86.9	16,342,673	87.6	18,530,125	86.4
Basic logistics services	2,125,951	13.1	2,320,667	12.4	2,921,779	13.6
Total	16,224,032	100.0	18,663,340	100.0	21,451,904	100.0

Our revenue increased by 14.9% from RMB18,663.3 million in 2024 to RMB21,451.9 million in 2025 primarily due to enhanced solutions and services, strengthening existing customer relationships and expanding the scope of collaboration, alongside the successful acquisition of new customers and increased business volume from them. Our revenue from supply chain logistics solutions increased by 13.4% from RMB16,342.7 million in 2024 to RMB18,530.1 million in 2025, as production logistics and delivery & installation businesses are in the early stages of development and growing rapidly. Our revenue from basic logistics services increased by 25.9% from RMB2,320.7 million in 2024 to RMB2,921.8 million in 2025, primarily due to the contribution of new business driven by our proactive sales strategy. We discontinued digital freight services in June 2025 to ensure compliance with PRC regulations on foreign investment in value-added telecommunication services following the [REDACTED].

Our revenue increased by 15.0% from RMB16,224.0 million in 2023 to RMB18,663.3 million in 2024 primarily due to increased revenue across our service offerings. Our revenue from supply chain logistics solutions increased by 15.9% from RMB14,098.1 million to RMB16,342.7 million, as we offered more service offerings to existing customers, converted certain customers for basic logistics services to our integrated supply chain logistics solutions and attracted new customers. Our revenue from basic logistics services increased by 9.2% from RMB2,126.0 million in 2023 to RMB2,320.7 million primarily because we acquired new customers.

Gross profit and gross profit margin

	For the Year Ended December 31,					
	2023		2024		2025	
	Gross profit	Gross profit margin %	Gross profit	Gross profit margin %	Gross profit	Gross profit margin %
	<i>(in thousands, except for percentages)</i>					
Integrated supply chain logistics solutions						
Production logistics	116,283	7.4	138,185	6.9	184,232	6.6
Omni-channel shared inventory and distribution	749,083	7.0	811,329	6.7	852,568	6.6
Integrated last-mile delivery & installation	273,581	14.5	340,257	14.8	413,250	15.0
Subtotal	1,138,947	8.1	1,289,771	7.9	1,450,050	7.8
Basic logistics services	46,239	2.2	65,689	2.8	71,071	2.4
Total/Overall.	1,185,186	7.3	1,355,460	7.3	1,521,121	7.1

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Our overall gross profit margin decreased from 7.3% in 2024 to 7.1% in 2025. Gross profit margins for production logistics and omni-channel shared inventory and distribution decreased in 2025, primarily as we adopted more competitive pricing strategies to support our business growth and strengthen our market position. Our gross profit margin for integrated last-mile delivery & installation increased from 14.8% in 2024 to 15.0% in 2025, primarily due to an improved customer business mix. Our gross profit margin for basic logistics services decreased from 2.8% in 2024 to 2.4% in 2025, primarily as proportion of basic logistics services increased, while its gross profit margin was lower.

Our overall gross profit margin remained stable at 7.3% in both 2023 and 2024. Gross profit margins for integrated last-mile delivery & installation remained stable. Our gross profit margins for production logistics and omni-channel shared inventory and distribution decreased in 2024, as we adopted more competitive pricing strategies. Our gross profit margin for basic logistics services increased from 2.2% in 2023 to 2.8% in 2024, primarily due to business mix optimization, including streamlining lower-margin existing services and introducing higher-margin new services.

NON-IFRS MEASURES

To supplement our consolidated financial statements that are presented in accordance with IFRS Accounting Standards, we also use adjusted profit for the year (a non-IFRS measure) and adjusted net margin (a non-IFRS measure), as additional financial measures, which are not required by, or presented in accordance with IFRS Accounting Standards. We believe that these non-IFRS measures facilitate comparisons of operating performance from period to period by eliminating potential impact of certain items. We believe that these measures provide useful information to investors and others in understanding and evaluating our consolidated financial statements in the same manner as they help our management. However, our presentation of adjusted profit for the year (a non-IFRS measure), adjusted net margin (a non-IFRS measure) and adjusted EBITDA (a non-IFRS measure) may not be comparable to similar item measures presented by other companies. The use of these non-IFRS measures has limitations as an analytical tool, and you should not consider them in isolation from, or as substitute for analysis of, our consolidated financial statements or financial condition as reported under IFRS Accounting Standards. We define adjusted profit for the year (a non-IFRS measure) as profit for the year adjusted for share-based compensations (a non-cash item) and [REDACTED] expenses. We define adjusted net margin (a non-IFRS measure) as adjusted profit for the year (a non-IFRS measure) as a percentage of our total revenue. We define EBITDA (a non-IFRS measure) as profit for the year adjusted for income tax expenses, finance costs, depreciation and amortization, and excluding interest income, and we define adjusted EBITDA (a non-IFRS measure) as EBITDA (a non-IFRS measure) adjusted for share-based compensation expenses and [REDACTED] expenses.

	For the Year Ended December 31,		
	2023	2024	2025
	<i>(in RMB thousands, except for percentages)</i>		
Profit for the year	287,955	380,328	449,382
Add:			
Share-based compensation expenses	11,104	7,780	10,735
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Adjusted profit for the year (a non- IFRS measure)	299,059	388,108	477,876
Adjusted net margin (a non-IFRS measure)	1.8%	2.1%	2.2%

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The following table sets forth a reconciliation of our profit for the year to EBITDA (a non-IFRS measure) and adjusted EBITDA (a non-IFRS measure) for the periods indicated:

	For the Year Ended December 31,		
	2023	2024	2025
	<i>(RMB in thousands, except for percentages)</i>		
Profit for the year	287,955	380,328	449,382
Add:			
Income tax expenses	69,253	92,183	121,026
Finance costs	67,856	83,433	69,438
Depreciation and amortization	702,473	758,466	924,486
Less:			
Interest income	24,805	55,632	73,474
EBITDA (a non-IFRS measure)	1,102,732	1,258,778	1,490,858
Add:			
Share-based compensation expenses	11,104	7,780	10,735
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Adjusted EBITDA			
(a non-IFRS measure)	1,113,836	1,266,558	1,519,352
Adjusted EBITDA margin			
(a non-IFRS measure)	6.9%	6.8%	7.1%

Our adjusted profit (a non-IFRS measure) increased from RMB388.1 million in 2024 to RMB477.9 million in 2025, and our adjusted net margin (a non-IFRS measure) increased from 2.1% in 2024 to 2.2% in 2025, primarily reflecting a decrease in our administrative expense ratio and finance cost ratio as a percentage of revenue.

Our adjusted profit (a non-IFRS measure) increased from RMB299.1 million in 2023 to RMB388.1 million in 2024, and our adjusted net margin (a non-IFRS measure) increased from 1.8% in 2023 to 2.1% in 2024. This increase was primarily due to continued growth in our business volume and the absence of the significant provision for a litigation claim that was recorded in 2023. For details of the provision, see “Business — Legal Proceedings and Compliance — Litigation regarding Meian” and Note 25 to “Appendix I — Accountants’ Report.”

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Financial position

	As of December 31,		
	2023	2024	2025
	<i>(in RMB thousands)</i>		
Current assets			
Trade and other receivables and prepayments	2,258,629	2,607,862	2,905,294
Restricted cash	4,993	273,820	6,247
Term deposits	—	374,567	747,544
Cash and cash equivalents	2,169,962	617,816	913,602
Total current assets	4,433,584	3,874,065	4,572,687
Current liabilities			
Trade and other payables	3,515,262	3,899,860	4,342,086
Contract liabilities	84,010	126,894	198,884
Current tax liabilities	52,917	39,514	23,892
Lease liabilities due within one year	562,322	558,901	632,073
Bank borrowings	1,080,410	547,941	158,915
Total current liabilities	5,294,921	5,173,110	5,355,850
Net current liabilities	(861,337)	(1,299,045)	(783,163)
Net assets	1,452,281	1,672,989	3,806,306

Net current liabilities

Our net current liabilities decreased from RMB1,299.0 million as of December 31, 2024 to RMB783.2 million as of December 31, 2025, primarily due to an increase in trade and other receivables and prepayments, term deposits and cash and cash equivalents and decrease in bank borrowings, partially offset by an increase in trade and other payables and lease liabilities.

Our net current liabilities increased from RMB861.3 million as of December 31, 2023 to RMB1,299.0 million as of December 31, 2024, primarily due to an increase in trade and other payables and a decrease in cash and cash equivalents, partially offset by an increase in trade and other receivables and prepayments, restricted cash and term deposits and a decrease in bank borrowings.

Our net current liabilities position is primarily a feature of our asset-light business model, which relies on third-party providers for transportation and warehousing capacity, resulting in significant trade and other payables. The fluctuations during the Track Record Period were mainly driven by the timing of cash flows from our operating, investing and financing activities, including changes in our cash and cash equivalents, trade payables and bank borrowings to support our business growth.

Net assets

Our net assets substantially increased by 127.5% from RMB1,673.0 million as of December 31, 2024 to RMB3,806.3 million as of December 31, 2025. This was mainly attributable to the net proceeds of RMB1,900.0 million received from our Pre-[REDACTED] Investment, supplemented by our profit for the period of RMB449.4 million, and partially offset by the declaration of dividends of RMB226.8 million.

SUMMARY

Our net assets increased by 15.2% from RMB1,452.3 million as of December 31, 2023 to RMB1,673.0 million as of December 31, 2024, primarily reflecting our profit for the year of RMB380.3 million, partially offset by the declaration of dividends of RMB167.4 million.

For details of the fluctuation in key items of our consolidated statements of financial position and net current assets during the Track Record Period and up to the Latest Practicable Date, see “Financial Information — Selected Balance Sheet Items.”

Cash flows

	Year Ended December 31,		
	2023	2024	2025
	<i>(in RMB thousands)</i>		
Operating cash flows before movements in working capital	1,173,332	1,291,681	1,508,231
Changes in working capital	389,212	(204,021)	(226,916)
Income tax paid	(93,071)	(107,387)	(135,952)
Net cash from operating activities	1,469,473	980,273	1,145,363
Net cash from (used in) investing activities	(235,017)	(1,387,277)	(1,733,489)
Net cash from (used in) financing activities	493,703	(1,145,142)	883,912
Net increase (decrease) in cash and cash equivalents	1,728,159	(1,552,146)	295,786
Cash and cash equivalents at beginning of the year	441,803	2,169,962	617,816
Cash and cash equivalents at end of the year	2,169,962	617,816	913,602

In 2023, 2024 and 2025, we recorded net cash flows generated from operating activities of RMB1,469.5 million, RMB980.3 million and RMB1,145.4 million, respectively, primarily due to the profits we generated in each of the respective periods.

See “Financial Information — Cash Flows.”

KEY FINANCIAL RATIOS

	For the year ended/as of December 31,		
	2023	2024	2025
Gross profit margin ¹	7.3%	7.3%	7.1%
Net profit margin ²	1.8%	2.0%	2.1%
Return on assets ³	4.4%	5.0%	5.2%
Return on equity ⁴	21.2%	24.3%	16.4%
Current ratio ⁵	83.7%	74.9%	85.4%
Quick ratio ⁶	83.7%	74.9%	85.4%
Gearing ratio ⁷	74.4%	32.8%	4.2%

Notes:

- Gross profit margin is calculated as gross profit for the year divided by revenue for the corresponding year and multiplied by 100%.

SUMMARY

2. Net profit margin is calculated as net profit for the year divided by revenue for the corresponding year and multiplied by 100%
3. Return on assets is calculated as net profit for the year divided by the average total assets and multiplied by 100%. Average total assets is the sum of the balance of total assets at the beginning and at the end of the year, divided by two.
4. Return on equity is calculated as net profit for the year divided by the average total equity and multiplied by 100%. Average total equity is the sum of the balance of total equity at the beginning and at the end of the year, divided by two.
5. Current ratio is calculated as total current assets as at the end of the year divided by total current liabilities as at the end of the corresponding year.
6. Quick ratio is calculated as total current assets less inventories as at the end of the year and divided by total current liabilities as at the end of the corresponding year.
7. Gearing ratio is calculated as the total bank loans as at the end of the year divided by total equity as at the end of the corresponding year and multiplied by 100%.

RISK FACTORS

We face risks including those set out in the section headed “Risk Factors.” As different investors may have different interpretations and criteria when determining the significance of a risk, you should read the “Risk Factors” section in its entirety before you decide to invest in our [REDACTED]. Some of the major risks that we face include:

- If we are unable to maintain the relationship with Midea Group or adapt to changes in the Midea ecosystem, or if the Midea ecosystem does not grow as expected, our business, financial condition, results of operations and prospects may be materially and adversely affected;
- Our business and growth are significantly affected by the development of macroeconomic and other factors globally and in China that affect demand for supply chain logistics solutions and services;
- The success of our business depends on our ability to attract a wide array of customers and maintain a high level of customer satisfaction and stickiness, and any failure to do so would materially and adversely affect our business, financial condition, results of operations and prospects;
- We may not be able to continue to innovate in supply chain logistics solutions, services and technologies; and
- Failure to maintain positive relationships with logistics partners, suppliers or other service providers, or failure of them in providing reliable or satisfactory services, could have a material adverse effect on our business, financial condition and results of operations.

OUR PRE-[REDACTED] INVESTORS

We have engaged in Pre-[REDACTED] Investment with our Pre-[REDACTED] Investors. For further details of the identity and background of the Pre-[REDACTED] Investors and the principal terms of the Pre-[REDACTED] Investment, see “History, Development and Corporate Structure — Pre-[REDACTED] Investment.”

OUR CONTROLLING SHAREHOLDERS

As of the Latest Practicable Date, Midea Group was interested in 52.94% of the total issued share capital of our Company through Midea Zhilian, a wholly-owned subsidiary of Midea Group. Upon completion of the [REDACTED], Midea Group will be interested in [REDACTED]% of the enlarged share capital of our Company through Midea Zhilian (assuming the [REDACTED] is not exercised).

SUMMARY

As such, Midea Group and Midea Zhilian will constitute the Controlling Shareholders of our Company upon the [REDACTED]. For details of our Controlling Shareholders, see “Relationship with the Controlling Shareholders.”

CONTINUING CONNECTED TRANSACTIONS

We have, in our ordinary and usual course of business, entered into certain transactions which will constitute our continuing connected transactions under Chapter 14A of Listing Rules upon [REDACTED]. See “Connected Transactions” for further details.

PRC REGULATORY REQUIREMENTS ON THE [REDACTED]

CSRC promulgated the Spin-off Rules for Listed Companies (For Trial Implementation) (《上市公司分拆規則(試行)》) (the “**Spin-off Rules**”) on January 5, 2022, and the Overseas Listing Trial Measures on February 17, 2023. Pursuant to the Spin-off Rules and the Overseas Listing Trial Measures, the offshore listing of the subsidiaries controlled by domestic listed companies shall comply with the conditions set out in the Spin-off Rules and fulfill the filing procedure with CSRC. The [REDACTED] of our Company constitutes a [REDACTED] and is subject to the filing procedure with CSRC. The [REDACTED] of our Company was approved by Midea Group’s shareholders at the annual general meeting on May 30, 2025, and was approved by our Company’s shareholders at the general meeting on August 25, 2025.

DIVIDEND POLICY

In 2023, 2024 and 2025, our Company declared dividends of RMB108.0 million, RMB167.4 million and RMB226.8 million, all of which had been paid in full. See note 13 to the Accountants’ Report included in Appendix I to this document for details.

We do not have a fixed dividend distribution ratio. PRC laws require that dividends be paid only out of our distributable profits. Distributable profits are our after-tax profits, less appropriations to statutory and other reserves that we are required to make. Pursuant to our Articles of Association, our Board may declare dividends in the future after taking into account our results of operations, financial conditions, cash requirements and availability, and other factors as it may deem relevant at such time. Any declaration and payment as well as the amount of dividends will be subject to our constitutional documents, applicable PRC laws and approval by our Shareholders.

After the [REDACTED], we may declare and pay dividends mainly by cash or by stock that we consider appropriate. Decisions to declare or to pay any dividends in the future will depend on, among other things, our Company’s profitability, operations and development plans, external financing environment, costs of capital, our Company’s cash flows and other factors that our Directors may consider relevant. Our ability to distribute dividends in the future also depends on whether we can receive dividends from our subsidiaries.

See “Financial Information — Dividend Policy.”

[REDACTED] EXPENSES

[REDACTED] expenses represent professional fees, [REDACTED] commission and fees incurred in connection with the [REDACTED] and the [REDACTED]. Our [REDACTED] expenses are estimated to be approximately HK\$[REDACTED] (including [REDACTED] commission), accounting for [REDACTED]% of the gross [REDACTED] of the [REDACTED] (assuming an [REDACTED] of HK\$[REDACTED] per H Share, being the mid-point of the [REDACTED] range stated in this document, and no exercise of the [REDACTED]). Among our [REDACTED] expenses, approximately HK\$[REDACTED] is directly attributable to the

SUMMARY

issuance of H Shares and will be charged to equity upon completion of the [REDACTED], and approximately HK\$[REDACTED] has been or will be charged to our consolidated statements of profit or loss and other comprehensive income. The [REDACTED] expenses we incurred during the Track Record Period and up to the Latest Practicable Date and expect to incur would consist of approximately HK\$[REDACTED] [REDACTED] related expenses and fees (including but not limited to commissions and fees), approximately HK\$[REDACTED] non-[REDACTED]-related expenses and fees of the Joint Sponsors, legal advisors and reporting accountant and approximately HK\$[REDACTED] for other non-[REDACTED]-related fees and expenses. During the Track Record Period and up to the Latest Practicable Date, we incurred RMB[REDACTED] of [REDACTED] expenses, among which, RMB[REDACTED] was deferred issue costs and included in other receivables and will be subsequently charged to our equity upon completion of the [REDACTED] and RMB[REDACTED] was charged to our consolidated statements of profit or loss and other comprehensive income.

The [REDACTED] expenses above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate.

[REDACTED] STATISTICS

The statistics in the following table are based on the assumption that (i) the [REDACTED] has been completed and [REDACTED] new H Shares are issued in the [REDACTED], (ii) the [REDACTED] is not exercised, and (iii) [REDACTED] H Shares are issued and outstanding following the completion of the [REDACTED].

	Based on an [REDACTED] of HK\$[REDACTED] per [REDACTED]	Based on an [REDACTED] of HK\$[REDACTED] per [REDACTED]
Market capitalization of our H Shares ⁽¹⁾	HK\$[REDACTED]	HK\$[REDACTED]
Unaudited [REDACTED] adjusted consolidated net tangible assets attributable to owners of the parent per share ⁽²⁾	HK\$[REDACTED] (RMB[REDACTED])	HK\$[REDACTED] (RMB[REDACTED])

Notes:

- (1) The calculation of market capitalization of our H shares is based on [REDACTED] H Shares expected to be issued immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised). For details, see “Share Capital — Upon Completion of the [REDACTED]” in this document.
- (2) The unaudited [REDACTED] adjusted net tangible assets per Share is arrived at after adjustments referred to in “Appendix II — Unaudited [REDACTED] Financial Information” in this document.

USE OF [REDACTED]

Assuming an [REDACTED] of HK\$[REDACTED] per [REDACTED] (being the midpoint of the range of the [REDACTED] stated in this document), we estimate that we will receive net [REDACTED] of approximately HK\$[REDACTED] from the [REDACTED] after deducting the [REDACTED] commissions and other estimated expenses in connection with the [REDACTED] (assuming the [REDACTED] are not exercised). We intend to use our [REDACTED] for the purposes and in the amounts set forth below.

- Approximately [REDACTED]%, or HK\$[REDACTED], will be used over the next 12 to 36 months to expand the depth and breadth of our logistics solutions offerings domestically. Specifically, we plan to enhance our capabilities in complex supply chain logistics solutions, expand sales channels and customer coverage, and strengthen network development, with the aim of further reinforcing our competitive advantages.

SUMMARY

- Approximately [REDACTED]%, or HK\$[REDACTED], will be used over the next 12 to 36 months to develop our international supply chain business and leverage the advantages of deep collaboration with Midea Group’s global business coverage for the construction of international supply chain infrastructure, in order to seize the opportunities in the development of overseas supply chains.
- Approximately [REDACTED]%, or HK\$[REDACTED], are expected to be used over the next 12 to 36 months for digital and intelligent research and development, with a view to advancing the application of AI and algorithms to the digitalization of the entire supply chain, and enhancing operational quality and efficiency.
- Approximately [REDACTED]%, or HK\$[REDACTED], will be used for working capital and other general corporate purposes.

IMPACT OF COVID-19

During the Track Record Period, the COVID-19 pandemic caused intermittent and localized operational challenges. In certain regions, preventative measures and lockdowns led to temporary disruptions, such as constraints on warehouse operations and limited availability of transportation capacity. We also observed shifts in customer demand across different product categories. However, we implemented a series of proactive measures to mitigate these impacts, including ensuring the health and safety of our employees, securing alternative transportation capacity to maintain service continuity, and maintaining close communication with our customers to manage fulfillment expectations. As a result of these measures, the COVID-19 pandemic did not have a material adverse effect on our overall business operations, supply chain, or financial performance during the Track Record Period.

LEGAL PROCEEDINGS AND COMPLIANCE

During the Track Record Period, we were involved in certain legal proceedings and non-compliance incidents. See “Business — Legal Proceedings and Compliance.”

RECENT DEVELOPMENT AND NO MATERIAL ADVERSE CHANGE

Subsequent to December 31, 2025 and up to the Latest Practicable Date, our business has continued to develop in line with the expectations of our Directors. Our operational and financial performance has remained broadly consistent with the trends reflected in our historical financial information for the year ended December 31, 2025. We have continued to deepen our relationships with key customers and have successfully secured new contracts with several industry-leading enterprises, such as Hisense. We also have made progress in our overseas expansion strategy.

Our Directors confirmed that, as of the date of this document, there has been no material adverse change in our financial position since December 31, 2025, and there has been no event since December 31, 2025 that would materially affect the information as set out in the Accountants’ Report in Appendix I to this document.