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Application Proof of

Beijing Rongxin Datainfo Science and Technology Co., Ltd. **北京融信數聯科技股份有限公司**

(the “**Company**”)

(A joint stock company incorporated in the People’s Republic of China with limited liability)

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Beijing Rongxin Datainfo Science and Technology Co., Ltd.
北京融信數聯科技股份有限公司

(a joint stock company established in the People’s Republic of China with limited liability)

[REDACTED]

Number of [REDACTED] under the [REDACTED]:	[REDACTED] H Shares (subject to the [REDACTED])
Number of [REDACTED]:	[REDACTED] H Shares (subject to [REDACTED])
Number of [REDACTED]:	[REDACTED] H Shares (subject to [REDACTED] and the [REDACTED])
Maximum [REDACTED]:	HK\$[REDACTED] per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value:	RMB0.50 per H Share
[REDACTED]:	[REDACTED]

Sole Sponsor



*[REDACTED], [REDACTED],
[REDACTED] and [REDACTED]*

[REDACTED]

[REDACTED]

[REDACTED]

Financial Adviser



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The [REDACTED] (for themselves and on behalf of the [REDACTED]) may, where considered appropriate and with our consent, reduce the number of [REDACTED] being offered under the [REDACTED] and/or the indicative [REDACTED] range below that stated in this document at any time on or prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, notices of the reduction in the number of [REDACTED] and/or the indicative [REDACTED] range will be published on the websites of the Stock Exchange at www.hkexnews.hk and our Company at www.rx-datinfo.com as soon as practicable following such decision to make such reduction, and in any event not later than the morning of the day which is the last day for lodging applications under the [REDACTED]. For more information, see “Structure of the [REDACTED]” and “How to Apply for [REDACTED]”.

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The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States and may not be offered, sold, pledged or otherwise transferred within the United States, except pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable state securities laws in the United States. The [REDACTED] may only be offered and sold outside the United States in offshore transactions in reliance on Regulation S. No [REDACTED] of the [REDACTED] will be made in the United States.

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[REDACTED]

EXPECTED TIMETABLE⁽¹⁾

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EXPECTED TIMETABLE⁽¹⁾

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EXPECTED TIMETABLE⁽¹⁾

[REDACTED]

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SUMMARY

This summary aims to give you an overview of the information contained in this document. As it 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 [REDACTED] in the [REDACTED]. There are risks associated with any [REDACTED]. Some of the particular risks in [REDACTED] in the [REDACTED] are set forth in the section headed “Risk Factors” in this document. You should read that section carefully before you decide to [REDACTED] in the [REDACTED].

OVERVIEW

We are a decision intelligence solutions provider headquartered in Beijing, the PRC. Our decision intelligence solutions are engineered to deliver end-to-end capabilities across the entire data lifecycle, enabling our customers to systematically secure, integrate, analyze and operationalize data to support intelligent decision-making. Our decision intelligence solutions integrated four core modules, namely: (i) “Dai (岱)” — Data Intelligence Skillset (數據智能決策組合); (ii) “Han (瀚)” — Intelligent Data-Fusion and Analysis Platform (融合分析數據平台); (iii) “Ge (格)” — Data Governance Toolkit (數據治理工具集); and (iv) “Jun (鈞)” — Secure and Trusted Data Framework (安全可靠數據框架). For further details, please refer to the paragraph headed “Business — Our solutions”. According to the Industry Report, we are one of the first companies in the PRC to build a Data Agent Graph based on ontology mapping technology, which significantly enhances data explainability, and we are also among the first to successfully commercialise this technology in complex decision intelligence scenarios for government and private enterprise customers. Our Company ranked ninth in the PRC decision intelligence application industry in terms of revenue, accounting for approximately 1.3% of the market share in 2025 and ranked first in the PRC Data Agent-driven decision intelligence application industry in terms of revenue and accounted for approximately 10.5% of the market share in 2025.

Our decision intelligence solutions have been applied in a wide array of application scenarios, including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education. The table below sets forth a breakdown of our revenue by the application of our solutions during the Track Record Period:

	FY2023		FY2024		FY2025	
	Revenue	% of total revenue	Revenue	% of total revenue	Revenue	% of total revenue
	RMB'000	%	RMB'000	%	RMB'000	%
Smart city	86,492	30.9	108,070	38.5	158,319	41.7
Financial and business services	64,010	22.9	61,567	21.9	73,232	19.2
Communications and information security	22,153	7.9	38,148	13.6	58,201	15.3
Industrial and energy	31,320	11.2	35,610	12.7	52,063	13.7
Transportation and logistics	50,033	17.9	32,675	11.6	25,245	6.6
Healthcare and education	25,824	9.2	4,939	1.7	13,502	3.5
Total	279,832	100.0	281,009	100.0	380,562	100.0

SUMMARY

Our Data Agent Graph serves as the core engine of our decision intelligence solutions. It identifies and extracts high-value, dynamic information from multi-source, heterogeneous raw data, and labels such data with reference to natural persons, legal entities and IoT sensors (such as smart devices), with the labelled data collectively referred to as “Data Agents”. The Data Agent Graph then maps relationships between these Data Agents with multi-dimensional elements such as resources, environments, events, geographical features and IoT data to uncover meaningful patterns, connections and potential risks or opportunities. On this basis, our decision intelligence solutions are capable of analyzing complex social and economic scenarios and support informed decision-making across diverse business scenarios. Besides, our Data Agent Graph integrates privacy-preserving computing technologies to enable collaborative analysis across multiple part while ensuring the raw data remains strictly confidential. Our Data Agent Graph was recognized by an expert committee chaired by an academician of the Chinese Academy of Engineering (中國工程院) in 2023 for achieving a leading standard domestically and an advanced level internationally. For further details on our Data Agent Graph, please refer to the paragraph headed “Business — Our proprietary technologies” in this document.

In recognition of our research and design capabilities, our Group was accredited as, amongst others, a National-level Specialized and Innovative “Little Giant” Enterprise (國家級專精特新“小巨人”企業), a “High-tech” Enterprise (高新技術企業) and Beijing Top 100 Specialized & Innovative Enterprises (北京專精特新企業百強). We have also achieved the highest CMMI maturity level 5 certification. As at the Latest Practicable Date, our Group had registered 65 invention patents, one design patent and 142 software copyrights.

OUR CUSTOMERS

During the Track Record Period, our customers mainly included (i) private enterprises primarily engaged in information technology industry, including third-party system integrators that integrate our solutions as part of their offerings to cater for end users’ specific needs; and (ii) SOEs principally engaged in industries such as telecommunications and finance and government entities such as the National Medical Products Administration (國家藥品監督管理局), Ministry of Agriculture and Rural Affairs (農業農村部), Bureau of Statistics (統計局), Bureau of Economy and Information Technology (經濟和信息化局), Development and Reform Commission (發展和改革委員會) and Bureau of Justice (司法局). For FY2023, FY2024 and FY2025, the percentage of our total revenue attributable to our top customer for each year during the Track Record Period amounted to 11.3%, 29.3% and 20.1%, respectively, while the percentage of our total revenue attributable to our top five customers for each year during the Track Record Period combined amounted to 37.9%, 56.6% and 51.1%, respectively.

OUR SUPPLIERS

Suppliers of goods and services which are specific to our business and are required on a regular basis to enable us to continue carrying on our business mainly include suppliers of (i) technical support services such as algorithm training services; (ii) software and hardware; and (iii) data products. For FY2023, FY2024 and FY2025, the percentage of our total purchases from our top supplier for each year during the Track Record Period amounted to 8.9%, 11.8% and 18.9%, respectively, while the percentage of our total purchases from our top five suppliers for each year during the Track Record Period combined amounted to 31.7%, 37.5% and 56.2%, respectively.

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COMPETITIVE LANDSCAPE

According to the Industry Report, the PRC’s decision intelligence application market is expected to increase from RMB38.1 billion in 2026 to RMB80.4 billion by 2030, representing a CAGR of approximately 20.5% from 2026 to 2030. In 2025, there were approximately 1,000 to 1,500 companies in the PRC providing decision intelligence application solutions. The decision intelligence application market in the PRC is characterised by diversified application scenarios and a relatively fragmented competitive landscape with the market share of top five is approximately 12.8% in 2025. Our Group ranked ninth in the PRC decision intelligence application industry in terms of revenue, accounting for approximately 1.3% of the market share in 2025 and ranked first in the PRC Data Agent-driven decision intelligence application industry in terms of revenue in 2025, with a market share of 10.5%.

Decision intelligence is not confined to a single industry vertical, but is widely applied across areas such as urban governance, finance, marketing and operations, healthcare, public services, information security and industrial scenarios. Each application field has distinct business logic, decision-making logic, data structures, regulatory requirements and implementation environments. For example, financial scenarios place greater emphasis on risk identification, credit assessment and customer profiling, while urban governance scenarios focus more on resource allocation, event detection and public-sector operational efficiency. As a result, market participants tend to develop differentiated strengths based on their industry know-how, data processing capabilities, algorithmic models and project delivery experience in specific verticals. This scenario-specific nature has led to a competitive landscape where leading providers are often strong in selected application areas, while the overall market remains relatively dispersed.

COMPETITIVE STRENGTHS

We believe the following competitive strengths contribute to our success and differentiate us from our competitors: (i) we have established a preeminent market position in the decision intelligence application industry in the PRC; (ii) our proprietary Data Agent Graph empowers us to provide comprehensive decision intelligence solutions across the entire data lifecycle; (iii) we continuously cultivated our research and development expertise and capabilities; and (iv) versatile application of high-value decision intelligence solutions supported by proven track record and financial growth.

BUSINESS STRATEGIES

We intend to strengthen our competitive position, increase our market share and capture the growth opportunities within the decision intelligence application industry by pursuing the following key business strategies: (i) strengthening our R&D capabilities and expanding our solutions portfolio; (ii) building a high-calibre, experienced and multi-skilled R&D team; and (iii) expanding our market presence and increasing our sales and marketing efforts. For further details, please refer to the paragraph headed “Business — Business strategies” in this document.

RISK FACTORS

Potential [REDACTED] are advised to carefully read the section headed “Risk factors” in this document before making any [REDACTED] decision in the [REDACTED]. Some of the more particular risk factors include the following: (i) the industries and markets in which we operate are characterized by constant changes. If we fail to continuously innovate our technology and provide useful solutions that meet the expectations of our customers, our business, financial condition and

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results of operations may be materially and adversely affected; (ii) disruption in our relationships with third-party system integrators or their failure to perform could adversely affect our business, reputation and results of operations; (iii) if we fail to accurately estimate costs, experience project delays, or fail to continuously secure new projects, our business, financial condition and results of operations could be materially and adversely affected; and (iv) if our proprietary Data Agent Graph generates inaccurate insights, our reputation and business would be severely harmed.

KEY OPERATIONAL AND FINANCIAL DATA

Consolidated statements of profit or loss and other comprehensive income

	FY2023	FY2024	FY2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Revenue	279,832	281,009	380,562
Cost of sales	<u>(170,591)</u>	<u>(173,138)</u>	<u>(245,444)</u>
Gross profit	<u>109,241</u>	<u>107,871</u>	<u>135,118</u>
Other income and gains	916	842	191
Selling and marketing expenses	(12,230)	(7,394)	(9,273)
Administrative expenses	(21,757)	(13,736)	(11,501)
Research and development expenses	(41,813)	(44,514)	(43,308)
Impairment losses on financial assets and contract assets, net	(4,886)	(1,961)	(14,440)
Other expenses	(105)	(1,706)	(499)
Finance costs	(4,690)	(3,154)	(6,330)
Fair value changes of redemption liabilities	<u>(3,244)</u>	<u>(250)</u>	<u>(3,863)</u>
PROFIT BEFORE TAX	21,432	35,998	46,095
Income tax expense	<u>(3,523)</u>	<u>(5,778)</u>	<u>(8,411)</u>
PROFIT FOR THE YEAR	<u><u>17,909</u></u>	<u><u>30,220</u></u>	<u><u>37,684</u></u>
Attributable to:			
Owners of the parent	17,952	30,395	37,687
Non-controlling interest	(43)	(175)	(3)

Our revenue remained relatively stable at RMB279.8 million and RMB281.0 million in FY2023 and FY2024, respectively, primarily attributable to the increase in revenue generated from our application sectors of smart city, communications and information security and industrial and energy, as a result of the increase in market demand for our decision intelligence solutions and the increase in contract values awarded from our customers, which was partially offset by the decrease in revenue generated from the healthcare and education sector as a result of the decrease in number of projects.

Our revenue increased by 35.4% from RMB281.0 million in FY2024 to RMB380.6 million in FY2025, primarily attributable to the increase in revenue generated from the sectors of smart city, communications and information security, industrial and energy and healthcare and education as a

SUMMARY

result of the growing market demand for our decision intelligence solutions, particularly in the smart city sector as a result of the growing market demand and the increase in contract values awarded, market recognition of our technologies and the expansion of our client portfolio and geographical area, which was partially offset by the decrease in revenue generated from our transportation and logistics sector as a result of the decrease in number of projects awarded by Customer A.

For further details, please refer to the paragraph headed “Financial information — Period-to-period comparison of results of operations” in this document.

Highlights of our consolidated statements of financial position

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Non-current assets	9,759	7,837	12,950
Current assets	214,338	289,520	432,955
Non-current liabilities	3,543	7,766	6,946
Current liabilities	409,475	448,290	558,713
Net current liabilities	(195,137)	(158,770)	(125,758)
Net liabilities	(188,921)	(158,699)	(119,754)
<i>Non-IFRS financial measures</i>			
Net liabilities	(188,921)	(158,699)	(119,754)
Adjustment:			
Redemption liabilities	214,177	214,427	218,290
interest-bearing bank and other borrowings	67,081	98,980	196,555
Adjusted net asset value (<i>Note</i>)	92,337	154,708	295,091

Note: The adjusted figures are for illustration purpose only and are not required under the International Financial Reporting Standards and are non-Generally Accepted Accounting Principles measures.

During the Track Record Period, we had net current liabilities primarily attributable to the classification of our redemption liabilities as current liabilities. Our net current liabilities decreased from RMB195.1 million as at December 31, 2023 to RMB158.8 million as at December 31, 2024, and further decreased to RMB125.8 million as at December 31, 2025. The improvement was primarily due to: (i) the growth in our current assets, in particular trade and bills receivables, trade receivables at fair value through other comprehensive income (FVOCI), prepayments, deposits and other receivables and cash and cash equivalents, which was in line with our revenue growth; and (ii) the relative stability in the carrying amount of redemption liabilities.

SUMMARY

Highlights of consolidated statements of cash flows

	FY2023	FY2024	FY2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Net cash flows used in operating activities	(83,983)	(32,782)	(81,364)
Net cash flows used in investing activities	(2,506)	(10)	(3,781)
Net cash flows generated from financing activities	42,923	27,510	122,956
Net (decrease)/increase in cash and cash equivalents	(43,566)	(5,282)	37,811
Cash and cash equivalents at beginning of year	76,841	33,275	27,993
Cash and cash equivalents at end of year	33,275	27,993	65,804

We recorded net cash used in operating activities of RMB84.0 million for FY2023, which was mainly attributable to (i) an increase of RMB86.4 million in trade and bills receivables as a result of our business expansion, particularly from our SOEs and government entities customers with extended settlement cycles; (ii) an increase of RMB17.7 million in inventories due to an increase in contract fulfilment costs, mainly driven by strong demand from our customers; (iii) an increase of RMB6.0 million in trade receivables at FVOCI due to the increase in the factored trade receivables due from Customer Group F; (iv) an increase of RMB1.8 million in prepayments, deposits and other receivables as a result of the increase in prepaid procurement costs; (v) an increase of RMB2.5 million in trade payables; (vi) a decrease of RMB8.4 million in contract liabilities, mainly due to the recognition of revenue from projects in FY2023 and (vii) decrease in other payables and accruals of RMB1.9 million due to increase in other tax payables as a result of our growth in revenue in FY2023.

We recorded net cash used in operating activities of RMB32.8 million for FY2024, which was mainly attributable to (i) a decrease of RMB5.7 million in trade and bills receivables, mainly as a result of our strengthened collection efforts and enhanced credit management policies in FY2024; (ii) an increase of RMB7.2 million in inventories due to an increase in contract fulfilment costs, mainly driven by strong demand from customers for our decision intelligence solutions; (iii) an increase of RMB75.9 million in trade receivables at FVOCI due to an increase in factored trade receivables due from Customer Group F; (iv) an increase of RMB5.2 million in prepayments, deposits and other receivables as a result of the increase in prepaid procurement costs; (v) an increase of RMB15.8 million in trade payables, primarily attributable to higher procurement costs for implementation of several large-scale projects; (vi) a decrease of RMB7.6 million in contract liabilities, as a result of the completion of several projects commenced from FY2023; and (vii) an increase of RMB1.9 million in other payables and accruals, primarily attributable to the business growth.

We recorded net cash used in operating activities of RMB81.4 million for FY2025, which was mainly attributable to (i) an increase of RMB81.1 million in trade and bills receivables, which was generally in line with the growth of our revenue and the longer settlement cycles associated with large-scale projects from our SOEs and government entities customers; (ii) an increase of RMB2.7 million in inventories; (iii) an increase of RMB37.5 million in trade receivables at FVOCI due to increase in trade receivables due from Customer Group F during FY2025; (iv) an increase of RMB15.9 million in prepayments, deposits and other receivables as a result of increased prepaid procurement costs in FY2025; (v) a decrease of RMB23.3 million in trade payables, primarily attributable to the settlement of procurement costs for several projects completed in FY2025; (vi) an

SUMMARY

increase of RMB12.0 million in contract liabilities, which was mainly due to projects with larger scale yet to be completed at the end of FY2025; (vii) an increase of RMB6.4 million in other payables and accruals, primarily attributable to increased amounts due to related parties of our Company to support our working capital requirements; and (viii) an increase in contract assets of RMB5.3 million primarily attributable to an increase in number of projects in which retention monies were withheld by our customers during the applicable warranty period.

Key financial ratios

The following table sets forth our key financial ratios for the years indicated:

	FY2023	FY2024	FY2025
Gross profit margin (%)	39.0%	38.4%	35.5%
Current ratio (<i>times</i>)	0.52	0.65	0.77
Return on total assets (%)	8.0%	10.2%	8.5%
Interest coverage (<i>times</i>)	5.6	12.4	8.3

Our gross profit margin decreased slightly from 39.0% for FY2023 to 38.4% for FY2024 was mainly due to lower gross profit margins of our top five projects completed in FY2024, which were related to the application of smart city that generally incurred higher procurement costs. Our gross profit margin further decreased to 35.5% for FY2025 which was mainly attributable to the higher procurement costs for several large-scale projects such as projects with China Mobile Group.

CONTROLLING SHAREHOLDERS

As of the Latest Practicable Date, our Controlling Shareholders, comprised (i) Mr. Yu, Mr. Cheng and Mr. Li; (ii) Rongfucheng, which is controlled by Mr. Yu, Mr. Cheng and Mr. Li collectively by virtue of the Acting-in-Concert Agreement; (iii) Xintai Tiancheng, an employee incentive platform controlled by Mr. Yu; and (iv) Daihan Junge, a company wholly owned by Mr. Yu. Please refer to the paragraph headed “History, Development and Corporate Structure — Acting-in-Concert Arrangement” in this document for details of the Acting-in-Concert arrangement.

As of the Latest Practicable Date, Mr. Yu directly held 22.8139% of our Shares, Rongfucheng held 18.1209% of our Shares, Xintai Tiancheng held 4.4446% of our Shares and Daihan Junge held 0.1594% of our Shares, representing an aggregate interest of approximately 45.5389% of our total share capital. The Controlling Shareholders were entitled to exercise and/or control the exercise of the voting rights attaching to approximately 45.5389% of our total share capital.

Immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised and save for the Share Subdivision, no other changes are made to the share capital of our Company prior to completion of the [REDACTED], and the [REDACTED] represents [REDACTED]% of our enlarged issued share capital), the Controlling Shareholders will be entitled to exercise and/or control the exercise of the voting rights attaching to approximately [REDACTED]% of our total share capital and shall remain as our Controlling Shareholders.

PRE-[REDACTED] INVESTMENTS

To fund our strategic growth and broaden our shareholder base, we have conducted several rounds of pre-[REDACTED] investments since the incorporation of our Company. Pursuant to the

SUMMARY

respective capital increase agreements and equity transfer agreements of the Pre-[REDACTED] Investments, our Pre-[REDACTED] Investors had been granted certain customary special rights, including, among others, redemption rights, liquidation preference, anti-dilution right, information rights, pre-emptive right, right of co-sale and board nomination right. In anticipation of the [REDACTED], we entered into supplemental agreements with our Pre-[REDACTED] Investors, pursuant to which each of the Pre-[REDACTED] Investors irrevocably and unconditionally agreed that the special rights shall be terminated prior to, or upon our Company’s application for the [REDACTED] and only the redemption rights in connection with Mr. Yu (or such party(ies) as designated by Mr. Yu) shall be reinstated and be exercisable if the application for the [REDACTED] has been terminated or rejected by the Stock Exchange, or our Company withdraws the application for the [REDACTED]. For further details, please refer to the section headed “History, Development and Corporate Structure” in this document.

LEGAL COMPLIANCE

During the Track Record Period, we had certain non-compliance incidents relating to PRC laws and regulations in the PRC, including (i) failing to make full contributions to social insurance and housing provident funds for certain of our employees as required by applicable PRC laws and regulations; and (ii) failing to complete registration and filing of certain lease agreements with the local land and real estate administration bureau. For further details, please refer to the paragraph headed “Business — Legal compliance” in this document.

LITIGATION AND CLAIM

As at the Latest Practicable Date, our Group was involved in an ongoing civil litigation involving a contractual dispute with a supplier of technical support services, being our third largest supplier for FY2025. For further details of the ongoing civil litigation, please refer to the paragraph headed “Business — Litigation and claim” in this document. Save for the ongoing litigation disclosed above, during the Track Record Period and up to the Latest Practicable Date, we were not involved in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against us as at the Latest Practicable Date.

[REDACTED] STATISTICS

Number of the [REDACTED]	:	[REDACTED] H Shares (subject to the [REDACTED])
[REDACTED]	:	Not more than HK\$[REDACTED] per [REDACTED] and expected to be not less than HK\$[REDACTED] per [REDACTED] (excluding brokerage, Stock Exchange trading fee, SFC transaction levy and AFRC transaction levy)

	Based on an [REDACTED] of HK\$[REDACTED] per [REDACTED]	Based on an [REDACTED] of HK\$[REDACTED] per [REDACTED]
[REDACTED] ^(Note 1) Unaudited [REDACTED] adjusted consolidated net tangible assets attributable to owners of our Company per Share ^(Note 2)	HK\$[REDACTED] million HK\$[REDACTED]	HK\$[REDACTED] million HK\$[REDACTED]

SUMMARY

Notes:

1. The calculation of [REDACTED] is based on [REDACTED] Shares expected to be in issue immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised).
2. The unaudited [REDACTED] adjusted consolidated net tangible assets attributable to owners of our Company per Share is arrived at after adjustments and on the basis that [REDACTED] Shares are in issue assuming the [REDACTED] have been completed on December 31, 2025, without taking into account of any shares which may be allotted and issued upon the exercise of the [REDACTED].

[REDACTED] EXPENSES

[REDACTED] expenses consist of professional fees, [REDACTED] commissions and other fees incurred in connection with the [REDACTED]. During the Track Record Period, no [REDACTED] expenses were incurred. We expect to incur [REDACTED] expenses of approximately HK\$[REDACTED] million (based on the mid-point of the indicative [REDACTED] range), which accounts for approximately [REDACTED]% of the gross [REDACTED] from the [REDACTED]. We estimate the [REDACTED] expenses to consist of (i) [REDACTED]-related expenses (including but not limited to commissions and fees) of approximately HK\$[REDACTED] million, and (ii) non-[REDACTED]-related expenses of approximately HK\$[REDACTED] million, including (a) fees and expenses of legal advisers and reporting accountants of approximately HK\$[REDACTED] million, and (b) other fees and expenses of approximately HK\$[REDACTED] million. Out of the total [REDACTED] expenses, approximately HK\$[REDACTED] million will be directly attributable to the issue of our Shares, which will be deducted from equity upon the completion of the [REDACTED], and the remaining HK\$[REDACTED] million will be expensed in our consolidated statements of profit or loss and other comprehensive income. We expect to incur approximately HK\$[REDACTED] million which is expected to be charged to our consolidated statements of profit or loss and other comprehensive income for the year ending December 31, 2026. As a result of the expected increase in [REDACTED] expenses, our Group expects a decrease in net profit for the year ending December 31, 2026.

FUTURE PLANS AND USE OF [REDACTED]

After deducting the [REDACTED] commissions and other estimated [REDACTED] expenses payable by us in connection with the [REDACTED], and assuming an [REDACTED] of HK\$[REDACTED] per Share (being the mid-point of the indicative [REDACTED] range of HK\$[REDACTED] and HK\$[REDACTED]), we estimate that we will receive net [REDACTED] of approximately HK\$[REDACTED] million (equivalent to RMB[REDACTED] million) from the [REDACTED]. We intend to use the net [REDACTED] from the [REDACTED] for the purposes and in the amounts as follows: (i) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our R&D capabilities to improve the performance and functionality of our decision intelligence solutions, while expanding our solution portfolio to address the evolving needs of our customers; (ii) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for recruiting R&D talents with expertise in the technologies that underpin our decision intelligence solutions and expand our R&D team as a result of our proposed establishment of additional R&D centres; (iii) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for increasing our marketing efforts and expanding our market share; and (iv) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for working capital and general corporate purposes. For further details, please refer to the section headed “Future Plans and Use of [REDACTED]” in this document.

SUMMARY

DIVIDEND

During the Track Record Period, we did not declare or pay any dividends, as we did not have distributable profits and reserves lawfully available for distribution due to our accumulated losses. We are a joint stock company incorporated under the laws of the PRC. Any distribution of dividends by our Company is subject to the provisions of our Articles of Association and the relevant PRC laws and regulations. The payment and amount of any dividends are at the discretion of our Directors, who will consider various factors including: (i) our actual and projected financial condition, cash flow position and working capital requirements; (ii) our capital expenditure plans and future expansion needs; (iii) the level of our distributable reserves; (iv) general economic conditions and our business outlook; and (v) any other factors that our Directors deem relevant. Our Directors may recommend dividends, but such dividends must be declared by way of an ordinary resolution of our shareholders. Dividends may only be paid out of our distributable profits and reserves as permitted under the PRC Company Law and our Articles of Association.

RECENT DEVELOPMENT

After February 28, 2026, we reversed our net liabilities position to a net assets position. This turnaround was primarily attributable to (i) the termination of our redemption liabilities upon our Pre-[REDACTED] Investors entering into the termination agreement on special rights of Shares on February 28, 2026; and (ii) decrease in interest-bearing bank loan as at April 30, 2026. As compared to net liabilities of RMB125.8 million as at December 31, 2025, we had net current assets of RMB102.2 million as at April 30, 2026, consisting of current assets of RMB422.7 million and current liabilities of RMB320.5 million. Based on the unaudited financial information, during the four months ended April 30, 2026, we recorded a decrease in revenue from the provision of decision intelligence solutions, primarily attributable to the decrease in completed projects as compared to the corresponding period in 2025. Despite the decrease in revenue, our Group recorded an increase in gross profit margin for the four months ended April 30, 2026 as compared to the corresponding period in 2025, primarily attributable to the reduction in costs incurred for projects with less technical complexity.

Our Directors confirm that, as at the date of this document, save for the [REDACTED] expenses in connection with the [REDACTED] and save as disclosed above, there had been no material adverse change in our financial or trading position or prospects since December 31, 2025, being the end date of the years reported in Appendix I to this document, and there is 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.

DEFINITIONS

In this document, unless the context otherwise requires, the following expressions have the following meanings.

“affiliate(s)”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“Accountants’ Report”	the accountants’ report of our Company, the text of which is set forth in Appendix I to this document
“Acting-in-Concert Agreement”	the acting-in-concert agreement entered into by Mr. Yu, Mr. Cheng and Mr. Li on April 30, 2026, the details of which are set out in the section headed “History, Development and Corporate Structure — Acting-in-Concert Arrangement” of this document
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company adopted on [●], which will become effective on the [REDACTED] Date and as amended from time to time, a summary of which is set out in “Appendix V — Summary of the Articles of Association” to this document
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of Directors of our Company
“Business Day” or “business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“CAGR”	compounded annual growth rate

[REDACTED]

DEFINITIONS

“China Mobile Group”	China Mobile Group comprises a total of five subsidiaries of China Mobile Limited (中國移動有限公司), a SOE listed on the Stock Exchange (stock codes: 941 (HKD Counter) and 80941 (RMB Counter)) and the Shanghai Stock Exchange (stock code: 600941) and a subsidiary of China Mobile Communication Group Co Ltd (中國移動通信集團有限公司). China Mobile Group was one of our Group’s top five customers and also a supplier during the Track Record Period, and is an Independent Third Party
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, modified and supplemented from time to time
“Company”, “our Company” or “the Company”	Beijing Rongxin Datainfo Science and Technology Co., Ltd. (北京融信數聯科技股份有限公司), a limited liability company established under the laws of the PRC on August 12, 2015 which has been converted into a joint stock limited company on April 20, 2026 under the current name
“Company Law” or “PRC Company Law”	the Company Law of the PRC (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to the group of controlling Shareholders of our Company, namely Mr. Yu, Mr. Cheng, Mr. Li, Rongfucheng, Daihan Junge and Xintai Tiancheng
“Conversion of Unlisted Shares into H Shares”	the conversion of [REDACTED] Unlisted Shares in aggregate held by all of our existing Shareholders into H Shares upon the completion of the [REDACTED]
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
“COVID-19”	the coronavirus pandemic, an ongoing global pandemic of coronavirus disease 2019 (COVID-19) caused by severe acute respiratory syndrome coronavirus 2 (SARS-CoV-2)
“CSDC”	the China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)

DEFINITIONS

“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會), a regulatory body responsible for the supervision and regulation of the Chinese national securities markets
“Daihan Junge”	Jiangsu Daihan Junge Technology Co., Ltd. (江蘇岱瀚鈞格科技有限公司), a limited liability company established under the laws of the PRC on January 28, 2026, the entire equity interest of which is held by Mr. Yu, being one of our Controlling Shareholders
“Director(s)”	the director(s) of our Company
“EIT Law”	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) as amended, supplemented or otherwise modified from time to time
“Employee Incentive Scheme”	the employee incentive scheme of our Company which was adopted and approved in April 2022 and amended in November 2022, a summary of the principal terms of which is set forth in the paragraph headed “Further Information About Our Directors and Substantial Shareholders — 5. Employee Incentive Scheme” in Appendix VI to this document
“ESG”	Environmental, Social and Corporate Governance
“Exchange Participant”	a person (a) who, in accordance with the Rules of the Stock Exchange, may trade on or through the Stock Exchange; and (b) whose name is entered in a list, register or roll kept by the Stock Exchange as a person who may trade on or through the Stock Exchange
“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below

[REDACTED]

“F&S” or “Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant, which is an independent third party
“FY2023”	the financial year ended December 31, 2023
“FY2024”	the financial year ended December 31, 2024

DEFINITIONS

“FY2025” the financial year ended December 31, 2025

[REDACTED]

“Group”, “we”, “us” or “our Group” our Company and our subsidiaries

“Guide for New Listing Applicants” the Guide for New Listing Applicants issued by the Stock Exchange effective from January 1, 2024 (as amended, supplemented or otherwise modified from time to time)

“HKD” or “HK\$” and “cents” Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

“HKFRS” Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants

[REDACTED]

DEFINITIONS

“Hong Kong”, “HKSAR” or “HK” the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“H Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB0.50 each upon completion of the Share Subdivision; before completion of the Share Subdivision, ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each

[REDACTED]

“IFRS” International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board

“Independent Third Party(ies)” person(s) or company(ies) and their respective ultimate beneficial owner(s), who/which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is/are third party(ies) independent of our Company and our connected persons as defined under the Listing Rules

“Industry Report” the industry report commissioned by us and independently prepared by F&S, summary of which is set forth in the section headed “Industry Overview” in this document

DEFINITIONS

[REDACTED]

“Listing Rules”

the Rules Governing the Listing of Securities on the Stock Exchange, as amended, modified and supplemented from time to time

DEFINITIONS

“Main Board”	the Main Board of the Stock Exchange
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Cheng”	Mr. Cheng Lili (成立立), our executive Director, executive president and one of our Controlling Shareholders
“Mr. Li”	Mr. Li Shangxiao (李上校), a limited partner of Rongfucheng and one of our Controlling Shareholders
“Mr. Yu”	Mr. Yu Xiaobo (于笑博), our Chairman, executive Director, chief executive officer and one of our Controlling Shareholders
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Nomination Committee”	the nomination committee of the Board

[REDACTED]

“PRC” or “Chinese Mainland” “China”	the People’s Republic of China, which for the purpose of this document, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“PRC Government”	the government of the PRC, including all political subdivisions (including provincial, municipal, and other local or regional government entities) and organisations of such government or, as the context requires, any of them

DEFINITIONS

“PRC Legal Adviser”	Commerce & Finance Law Offices, the legal advisers of our Company as to PRC laws and PRC cybersecurity and data privacy protection laws
“Pre-[REDACTED] Investments”	the Pre-[REDACTED] investments in our Company undertaken by the Pre-[REDACTED] Investors, details of which are set out in the paragraph headed “History, Development and Corporate Structure — Pre-[REDACTED] Investments”
“Pre-[REDACTED] Investors(s)”	the investor(s) who participated in our Pre-[REDACTED] Investments, details of which are set out in the paragraph headed “History, Development and Corporate Structure — Pre-[REDACTED] Investments”

[REDACTED]

“Project No. #01 to #15”	our top five projects for each of FY2023, FY2024 and FY2025 in terms of revenue contribution to our Group
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee of the Board
“RMB”	Renminbi, the lawful currency of the PRC
“Rongfucheng”	Yancheng Rongfucheng Information Technology Center (Limited Partnership) (鹽城融傅成信息科技中心(有限合夥)), formerly known as Beijing Rongfucheng Information Technology Center (Limited Partnership) (北京融傅成信息科技中心(有限合夥)), a limited partnership established under the laws of the PRC on April 20, 2022, which is controlled by Mr. Yu, Mr. Cheng and Mr. Li collectively by virtue of the Acting-in-Concert Agreement, being one of our Controlling Shareholders
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局), which is the PRC government agency responsible for matters relating to foreign exchange administration

DEFINITIONS

“SAMR”	State Administration for Market Regulation of the PRC (中國國家市場監督管理總局) (formerly known as State Administration for Industry and Commerce of the PRC (中國國家工商行政管理總局))
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council of the PRC (中國國務院國有資產監督管理委員會)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB0.50 each, comprising the Unlisted Shares and H Shares
“Share Subdivision”	the subdivision of every issued Share with a nominal value of RMB1.00 each into two Shares with a nominal value of RMB0.50 each by way of a written resolution passed on June 6, 2026
“Shareholder(s)”	holder(s) of the Share(s)
“Sole Sponsor” or “[REDACTED]” or “Compliance Adviser” or “Rainbow Capital”	Rainbow Capital (HK) Limited
“SOE(s)”	state-owned enterprises
“sq.m.”	square metre
	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategy Committee”	the Strategy Committee of the Board
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	The Codes on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	FY2023, FY2024 and FY2025

DEFINITIONS

[REDACTED]

“United States” or “U.S.”	the United States of America
“U.S. Securities Act”	the Securities Act of 1933 of the United States, as amended, modified and supplemented from time to time
“Unlisted Share(s)”	ordinary share(s) issued by our Company with a nominal value of RMB0.50 each (taking into account the Share Subdivision), which is/are not listed on any stock exchange
“VAT”	value-added tax

[REDACTED]

“Xintai Tiancheng”	Shanghai Xintai Tiancheng Information Technology Center (Limited Partnership) (上海信泰天成信息科技中心(有限合伙)), a limited partnership established under the laws of the PRC on March 15, 2021, our employee incentive platform and one of our Controlling Shareholders controlled by Mr. Yu as the general partner, with Mr. Zhang Guangzhi (張廣志), our executive Director, holding 50.30% of the partnership interest as at the Latest Practicable Date, being the only limited partner holding 30% or more of the partnership interest
“%”	per cent

Unless expressly stated or the context otherwise requires, all data in this document is as of the date of this document.

The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this document are translation from their Chinese names and are for identification purposes only. If there is any inconsistency, the Chinese names shall prevail.

Certain amounts and percentage figures included in this document have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

GLOSSARY OF TECHNICAL TERMS

This glossary of technical terms contains explanations of certain technical terms used in this document. As such, these terms and their meanings may not correspond to standard industry meanings or usage of these terms.

“AI”	artificial intelligence
“AI agent”	a system or program that utilizes AI to perform tasks and achieve goals autonomously on behalf of a user or another system
“AI model”	mathematical algorithms which can take unstructured data as input and transform them into informative outputs through its “intelligence,” namely, the capability of perceiving the world, transcribing and organizing information, enhancing or generating content, or making decisions
“algorithm”	a procedure or formula for solving a problem, based on conducting a sequence of specific actions, especially by a computer
“API”	a set of rules and tools that allows different software systems to communicate and interact with each other
“cloud”	a network of remote servers hosted on the internet and used to store, manage, process data, and offer algorithms in place of local servers or personal computers
“CMMI”	a globally recognized framework consolidating decades of best practices in software engineering and systems engineering, serving as the benchmark for assessing the capabilities of software enterprises. The CMMI model categorises software organizations into five maturity levels, with higher level indicating stronger software capabilities and organizational maturity
“CPU”	central processing unit, the primary component of a computer that processes instructions
“DaaS”	data-as-a-service, a data delivery model based on cloud computing technology. It provides data as a service to users and aims to use data as a business asset to improve the agility of business innovation
“Data Agent(s)”	high-value dynamic information units extracted from massive, multi-source and heterogeneous data based on three core ontologies, namely natural persons, legal entities and IoT sensors. Data Agents are capable of autonomous reasoning, contextual awareness and business interpretation, and serve as the core carriers to support more dynamic, explainable, traceable and closed-loop decision-making

GLOSSARY OF TECHNICAL TERMS

“Data Agent-driven decision intelligence solutions”	Being empowered by agent graph technology, Data Agents are systematically interconnected and linked through casual inference, enabling a more structured representation of complex business scenarios and providing a stronger foundation of interpretability for intelligent decision-making
“Data Agent Graph (數據智能體圖譜)”	identifies and extracts high-value, dynamic information from multi-source, heterogeneous raw data, and labels such data with reference to natural persons, legal entities and IoT sensors (such as smart devices), with the labelled data collectively referred to as “Data Agents”. The Data Agent Graph then maps relationships between these Data Agents with multi-dimensional elements such as resources, environments, events, geographical features and IoT data to uncover meaningful patterns, connections and potential risks or opportunities
“data silo”	a collection of data held by one group that is not easily or fully accessible by other groups
“decision intelligence solutions”	decision intelligence solutions integrate and process fragmented, heterogeneous and large-scale data resources into structured and united insights and functional outputs that support business operations, management optimisation and scenario-specific applications
“deep learning”	a machine learning technique that constructs artificial neural networks with multiple layers to extract features from the raw input
“federated learning”	a decentralized machine learning technique that allows multiple entities to collaboratively train a shared model without exchanging their raw data
“GPU”	graphics processing unit
“hallucination”	the phenomenon where a LLM generates plausible-sounding but factually incorrect or fabricated information
“IoT”	Internet of Things, refers to the collective network of connected devices and the technology that facilitates communication between devices and the cloud, as well as between the devices themselves
“ISO”	an acronym for a series of quality management and quality assurance standards published by International Organisation for Standardization, a non-government organization based in Geneva, Switzerland, for assessing the quality systems of business organisations

GLOSSARY OF TECHNICAL TERMS

“knowledge graphs”	represents a network of real-world entities, such as objects, events, situations or concepts, and illustrates the relationship between them. This information is usually stored in a graph database and visualized as a graph structure
“KPI”	key performance target
“large language model (LLM)”	a deep-learning AI model trained on vast amounts of text to understand, generate and interact in human language
“large model”	a deep-learning AI model trained on vast amounts of data and designed to perform a broad range of tasks
“MaaS”	model-as-a-service, a cloud-based offering that allows users to access and deploy models via APIs, enabling them to integrate AI capabilities into applications without managing model development, training, or infrastructure
“machine learning”	the scientific study of algorithms and statistical models that computer systems use to effectively perform specific tasks without being explicitly programmed to do so
“natural language processing”	a branch of artificial intelligence that helps computers understand, interpret and manipulate human language
“R&D”	research and development
“SaaS”	software as a service, a cloud-based software licensing and delivery model in which software and associated data are centrally hosted
“semi-structured data”	data that has some defining or consistent characteristics but does not conform to a rigid structure
“structured data”	data that uses a predefined and expected format
“unstructured data”	data with no predefined format or organization (such as in the form of documents, images and videos and often involving complex industry-specific knowledge), comprising the majority of enterprise data and requiring sophisticated data capabilities to govern and process

FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements that are, by their nature, subject to significant risks and uncertainties, including the risk factors described in this document. Forward-looking statements can be identified by words such as “may,” “will,” “should,” “would,” “could,” “believe,” “expect,” “anticipate,” “intend,” “plan,” “continue,” “seek,” “estimate,” or the negative of these terms or other comparable terminology. Examples of forward-looking statements include, but are not limited to, statements we make regarding our projections, business strategy and development activities as well as other capital spending, financing sources, the effects of regulation, expectations concerning future operations, margins, profitability and competition. The foregoing is not an exclusive list of all forward-looking statements we make.

Forward-looking statements are based on our current expectations and assumptions regarding our business, the economy and other future conditions. We give no assurance that these expectations and assumptions will prove to have been correct. As forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. Our results may differ materially from those contemplated by the forward-looking statements. They are neither statements of historical fact nor guarantees or assurances of future performance. We caution you therefore against placing undue reliance on any of these forward-looking statements. Important factors that could cause actual results to differ materially from those in the forward-looking statements include regional, national or global political, economic, business, competitive, market and regulatory conditions and the following:

- our business prospects;
- our business strategies and plans to achieve these strategies;
- future developments, trends and conditions in and competitive environment for the industries and markets in which we operate;
- general economic, political and business conditions in locations where we operate;
- our financial condition and performance;
- our capital expenditure plans;
- our dividend policy;
- changes to the regulatory environment, policies, operating conditions of and general outlook in the industries and markets in which we operate;
- our expectations with respect to our ability to acquire and maintain regulatory licenses or permits;
- the amount and nature of, and potential for, future development of our business;
- the actions of and developments affecting our competitors;

FORWARD-LOOKING STATEMENTS

- the actions of and developments affecting our major customers and suppliers;
- our ability to retain senior management and key personnel and recruit qualified staff; and
- certain statement in the sections headed “Risk Factors,” “Industry Overview,” “Regulatory Overview,” “Business,” “Financial Information,” “Relationship with our Controlling Shareholders” and “Future Plans and Use of [REDACTED]” with respect to trends in interest rates, foreign exchange rates, prices, volumes, operations, margins, risk management and overall market trends.

These forward-looking statements are subject to risks, uncertainties and assumptions, some of which are beyond our control. In addition, these forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. Actual outcomes may differ materially from the information contained in the forward-looking statements as a result of a number of factors, including, without limitation, the risk factors set out in “Risk Factors.”

In this document, statements of, or references to, our intentions or those of any of our Directors are made as of the date of this document. Any of these intentions may change in light of future development.

Any forward-looking statement made by us in this document speaks only as of the date on which it is made. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. Subject to the requirements of applicable laws, rules and regulations, we undertake no obligation to update any forward-looking statement, whether as a result of new information, future developments or otherwise. You should read this document completely and with the understanding that our actual future results or performance may be materially different from what we expect. All forward-looking statements contained in this document are qualified by reference to this cautionary statement.

RISK FACTORS

An [REDACTED] in our H Shares involves significant risks. You should carefully consider all of the information in this document, including the risks and uncertainties described below before deciding to [REDACTED] in our H Shares. The following is a description of what we consider to be our material risks. Any of the following risks could have a material adverse effect on our business, financial condition, results of operations and growth prospects. In any such event, the [REDACTED] of our H Shares could decline, and you may lose all or part of your [REDACTED].

These factors are contingencies that may or may not occur, and we are not in a position to express a view on the likelihood of any such contingency occurring. The information given is as of the Latest Practicable Date unless otherwise stated, will not be updated after the date hereof, and is subject to the cautionary statements in the section headed “Forward-Looking Statements” in this document.

RISKS RELATED TO OUR BUSINESS AND INDUSTRY

The industries and markets in which we operate are characterized by constant changes. If we fail to continuously innovate our technology and provide useful solutions that meet the expectations of our customers, our business, financial condition and results of operations may be materially and adversely affected.

We operate in an industry which is subject to rapid technological evolution, frequent introductions of new solutions, shifting customer demands, and evolving technical, compliance and operational standards. Our continued success depends on our ability to anticipate and respond to these changes in a timely and cost-effective manner. Specifically, we must keep ourselves abreast of the developments in Data Agent Graph, large language models (LLMs), knowledge graph technology, privacy-preserving computing, federated learning, data governance tools and other AI-enabled decision-support technologies. To remain competitive, we must accurately predict market demand for product functionality, supply offerings that meet these demands, and continuously identify, develop, acquire, protect or obtain license for valuable advanced technologies. If we are unable to effectively leverage new technologies or enhance the functionality, reliability, security, adaptability, compatibility and scalability of our solutions, our technologies may misalign with future industry direction and customer needs. Consequently, our solutions could become obsolete or unappealing, leading to customer dissatisfaction, reduced demand for our solutions, increased R&D expenses and a weakened competitive position. Any of these outcomes could materially and adversely affect our business prospects, financial condition and results of operations.

In addition, the markets for our offerings are continually evolving. It remains difficult to predict customer adoption rates, demand patterns, budget priorities, procurement timetables, the entry of competitive solutions and the future size and growth rate of decision intelligence application industry. We cannot be certain that the demand for decision intelligence solutions in the PRC will continue to grow or that private enterprises, SOEs and government entities will continue to adopt our solutions. If the decision intelligence application industry fails to grow or grow slower than we expect, our business, operating results, and financial condition could be materially and adversely affected.

RISK FACTORS

We are subject to complex and evolving laws, regulations and governmental policies regarding data security, personal information protection and AI algorithm governance. Actual or alleged failure to comply with such laws, regulations and governmental policies could damage our reputation, deter current and potential customers from using our solutions and could subject us to significant legal, financial and operational consequences.

Data security and personal information protection have become an increasing regulatory focus of government authorities. The PRC government has enacted a series of laws, regulations and governmental policies for the protection of cybersecurity, data protection and personal information, including the PRC Data Security Law (《中華人民共和國數據安全法》) and the PRC Personal Information Protection Law (《中華人民共和國個人信息保護法》). In addition, the regulatory framework governing AI technologies continues to evolve from time to time in the PRC.

Any actual or alleged unauthorized access to, loss of, leakage of, misuse of, or non-compliant processing of data or personal information—whether by us, our customers, our business partners, or third-party service providers—could result in increased cybersecurity costs, governmental investigations, enforcement actions, fines, litigation, indemnification obligations, customer claims, remediation expenses and operational disruptions. Furthermore, even if unfounded, allegations from customers, employees, external parties concerning our data practices, data sources, privacy controls, security posture, or AI governance framework could damage our reputation, undermine trust in our brand, deter current and potential customers from engaging us, and materially and adversely affect our business, financial condition and results of operations.

We deliver decision intelligence solutions primarily on a project-by-project basis. If we fail to accurately estimate costs, experience project delays, or fail to continuously secure new projects, our business, financial condition and results of operations could be materially and adversely affected.

Our revenue is typically derived from projects which are non-recurrent in nature and our customers are under no obligation to award projects to us. During the Track Record Period, we secured new businesses mainly through tender or direct invitation for quotation from customers. There is no assurance that we will be able to secure new contracts in the future. Accordingly, the number and scale of projects and the amount of revenue we are able to derive therefrom may vary significantly from period to period. In addition, purchasing decisions by private enterprises, SOE(s) and government entities generally involve formal budgeting, internal review and approval procedures, which may prolong the sales cycle and delay contract execution.

We generally charge a fixed price for our projects by reference to our estimated costs, expected resource commitments, technical complexity, delivery schedule and prevailing market conditions. There is no assurance that the actual amount of costs incurred during the performance of our projects would not exceed our estimation. The actual costs incurred in completing a project may differ materially from our estimates as a result of changes in customer requirements, additional customization requests, unforeseen technical challenges, delays in project implementation, increased labor or procurement costs or other implementation difficulties. To the extent that our contracts do not

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permit us to pass such additional costs on to customers, or where customers do not accept revised scope arrangements or pricing adjustments, we may have to absorb such excess costs ourselves. Any material or repeated cost overruns could reduce our gross profit margin and profitability and materially and adversely affect our business, financial condition and results of operations.

The commercial success of our decision intelligence solutions depends on the continued technical efficacy, accuracy and market acceptance of our proprietary Data Agent Graph. If our proprietary Data Agent Graph generates inaccurate insights, our reputation and business would be severely harmed.

Our decision intelligence solutions rely on our proprietary Data Agent Graph to integrate structured, semi-structured and unstructured data from multi-source heterogeneous data environments for complex operational scenarios. Customers evaluate our solutions not only on technical functionality but also on whether the outputs are sufficiently accurate, interpretable, and actionable. There is no assurance that our proprietary Data Agent Graph will not generate incorrect or misleading insights. Raw data quality deficiencies, inadequate model parameter tuning, mapping logic distortion and insufficient system interoperability could impair the accuracy, consistency, timeliness, explainability and reliability of our outputs. We cannot guarantee that we will be able to detect or remedy such flaws in a timely manner, or at all. This risk is heightened when processing massive, multi-source, heterogeneous datasets, especially in project scenarios under which massive amounts of data and records from telecommunication operators, social institutions and the government are processed. If our proprietary Data Agent Graph fails to operate as intended, customers may lose confidence, delay or refuse acceptance, reduce or terminate purchases and assert disputes against us.

If we fail to compete effectively, our business, financial condition and results of operations may be materially and adversely affected.

The markets in which we operate are competitive and evolving. Across our industry verticals and application scenarios, we compete with existing market participants. We also face the threat of new market entrants. These may include better-established technology companies or global technology companies seeking to enter the PRC market, whether independently or through strategic alliances with, or acquisitions of, companies in the PRC. Increased competition could result in lower sales, price reductions, reduced margins, loss of market share and longer sales cycles. If we are unable to compete successfully, or if doing so requires us to take costly actions that erode our profitability, our business, financial condition and results of operations could be materially and adversely affected.

Our research and development expenses may negatively impact our profitability in the short term and may not generate the results we expect to achieve.

Our success depends largely on our capability to efficiently develop and innovate our products to meet customers’ evolving needs regarding functionality, performance, reliability, design, security and adaptability. This requires continuously upgrading our algorithms, privacy-preserving computing capabilities, data-processing architecture, model capabilities, platform infrastructure and solution functionalities. In this connection, we have been investing heavily in our research and development efforts. For FY2023, FY2024 and FY2025, our research and development expenses were RMB41.8 million, RMB44.5 million, and RMB43.3 million, respectively. There is no assurance that we will

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successfully develop or implement any of the R&D projects or be able to complete such projects within their respective time and cost estimates. In the event that we fail to enhance our research and development capabilities to meet the evolving demand of customers, our capabilities may be surpassed by our competitors, which may adversely impact our results of operations and future prospects.

If we fail to obtain and maintain the requisite licenses and approvals required under the regulatory environment applicable to our business, our business, financial condition and results of operations may be materially and adversely affected.

The regulatory regime applicable to our business is evolving, with new laws, regulations, and governmental policies being introduced from time to time. Current laws and regulations may become more comprehensive and stringent in the future, and the interpretation, implementation, and enforcement of existing and future rules may change. Consequently, we cannot assure you that we can successfully update or renew all licenses that are material to our operation in a timely manner, or that our existing licenses, permits, approvals, registrations and filings will remain sufficient for all of our present operations or future business expansion.

If we fail to complete, obtain, or maintain any of the required licenses, approvals, or filings in a timely manner, or if the relevant authorities determine that our existing qualifications are insufficient, inapplicable, or no longer valid for any part of our business, we may be subject to various administrative penalties. Furthermore, we may be forced to terminate collaborations with customers and other business partners who fail to comply with laws and regulations in a timely manner. Any such penalties or disruptions could delay product deployment, impair our ability to enter into or perform customer contracts, increase our operating costs and materially and adversely affect our business, financial condition, and results of operations.

Our technology infrastructure may experience unexpected system failure, interruption, inadequacy, security breaches or cyberattacks. Our reputation, business and results of operations may be harmed by service disruptions or by our failure to timely and effectively scale and adapt our existing technology and infrastructure.

Our systems, platforms, and infrastructure, as well as the customer environments in which our solutions are deployed, may encounter disruptions, outages or performance degradation. These can be caused by internal issues such as software defects, coding errors, system bugs, failed upgrades, integration issues, network congestion or overload, hardware failures, human error and insider misconduct. Additionally, our infrastructure is vulnerable to external and force majeure events, including telecommunications interruptions, power outages, fires, floods, earthquakes, extreme weather, public health events and other natural disasters or accidents.

Cybersecurity threats are becoming increasingly frequent and difficult to detect and defend against. Our systems, along with those of our customers, third-party suppliers, and service providers, may be subjected to hacking, computer viruses, phishing, malware, ransomware, denial-of-service attacks, supply-chain attacks, unauthorized access, or data exfiltration. Vulnerabilities in our own systems, customer on-premises environments, or third-party hardware, software, cloud, or network services may be exploited by unauthorized parties. Furthermore, if we fail to implement adequate

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encryption for data transmitted through the networks of telecommunications and internet operators, there is a risk that those operators or their business partners may misappropriate the data. Any of the foregoing could materially and adversely affect our reputation, business, financial condition and results of operations.

We work with third party business partners in our business operations. Such arrangements reduce our control over the quality, development and deployment of our solutions and could harm our business.

We engage third parties in various aspects of our business operations. We procure technical support services, software and hardware and data products from third-party suppliers. Additionally, we may enter into strategic partnerships with academic institutions such as the Peking University (北京大學), R&D institutions and independent technology companies in the PRC for conducting R&D activities. Our reliance on these arrangements reduces our direct control over the quality, development, deployment, timing, compliance, cost and overall performance of our solutions and relevant products and services. We may experience operational difficulties with our third-party suppliers and partners, who may fail to meet our customers’ requirements and expectations. Specifically, they may fail to comply with technical and product specifications, quality standards, data security requirements, confidentiality obligations, delivery and deployment schedules, or applicable laws and regulations.

The termination of any critical collaboration could adversely affect our R&D capabilities and operations. Replacing any third-party suppliers or service provider may require significant time, effort, and transition costs and could cause service disruptions or require us to reconfigure technical and operational workflows. We remain primarily responsible to our customers for warranty services, defects, delays, poor performance, compliance failures, or other losses arising from the acts or omissions of our third-party partners. Ultimately, any failure of our third-party business partners to perform their responsibilities or to comply with all applicable laws and regulations could materially and adversely affect our business, reputation, financial condition and results of operations.

If we are unable to ensure compatibility of our solutions with a variety of hardware and software platforms and software applications developed by others, including our partners, we may become less competitive and our results of operations may be harmed.

Our decision intelligence solutions are designed to operate in complex customer IT environments and must integrate with a variety of hardware and software platforms, operating systems, databases, middleware, browsers, networks and software applications developed by third parties, including our partners and customers. The successful deployment, operation, performance, and market acceptance of our solutions depend heavily on our ability to maintain such compatibility and interoperability on a continuous basis. If our solutions fail to interoperate seamlessly with third-party environments, customers may experience functionality limitations, implementation delays, degraded performance, increased maintenance burdens, or operational disruptions. Such issues could reduce customer satisfaction, increase support costs, delay revenue recognition, negatively affect our competitive edge and impair our ability to retain existing customers or attract prospective customers. Ultimately, any failure to ensure, maintain, and expand the compatibility of our solutions could materially and adversely affect our business, financial condition and results of operations.

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If the data used by our customers are out of date, inaccurate or lacking credible information, the performance of our solutions will be adversely affected, which could adversely impact our business.

To provide services to our customer, we rely on third-party data providers for certain data products used in our projects or solutions. If these providers fail to supply updated data, lose their authorization to provide such data, restrict our permitted use of the data, or otherwise fail to perform, the results generated by our solutions may be adversely affected.

We generated a significant portion of our revenue from our top five customers. If we fail to retain existing customers, expand our relationships with them, or attract new customers to offset any reduction in business from them, our business and results of operations may be materially and adversely affected.

During the Track Record Period, we derived a significant portion of our revenue from a limited number of customers. For FY2023, FY2024 and FY2025, revenue from our top five customers accounted for 37.9%, 56.6%, and 51.1% of our total revenue, respectively. In particular, our largest customer for FY2023, FY2024 and FY2025 accounted for 11.3%, 29.3%, and 20.1% of our total revenue for the corresponding years, respectively. We were engaged by our customers on a project-by-project basis during the Track Record Period. There is no assurance that we will continue to obtain contracts from our major customers in the future. If there is a significant decrease in the number of projects awarded by our major customers, and we are unable to secure projects with a comparable size and quantity as replacements from other customers, our financial condition and operating results would be materially and adversely affected.

A portion of our revenue was derived from private enterprises which are third-party system integrators. Any disruption in our relationships with these system integrators or their failure to perform could adversely affect our business, reputation and results of operations.

During the Track Record Period, a portion of our revenue was derived from third-party system integrator customers. These system integrators are responsible for negotiating with various suppliers including data integration and analytical application solutions providers (including us) on behalf of the end users being the project owner, who typically retain the authority to approve the selection of suppliers. Such end users typically lay out the objectives they plan to achieve and the budget for their projects and engage third-party system integrators, instead of engaging us directly. These system integrators often embed our solutions into their offering to cater for end users’ specific needs, and provide various other services to end users, such as implementation services. We contract directly with these system integrators and recognize them as our customers on the basis of outright sales. The ability of the system integrator customers to effectively market, position, integrate, implement, support and maintain our solutions may materially affect our prospect in securing new projects. If we fail to maintain strong relationships with the major system integrators, or if they choose to pursue alternative suppliers, or partner with our competitors, our financial condition and operating results would be materially and adversely affected.

Our operating results are subject to seasonal fluctuations.

Our business and operational results are influenced by seasonality. During the Track Record Period, we typically recorded higher revenue in the fourth quarter of each year, primarily because our

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customers generally conducted inspections upon project completion and confirmed their acceptance in the fourth quarter of the year. As a result, our results of operations and financial conditions could fluctuate significantly across different periods throughout the year. As a result, comparisons of our results of operations and financial condition between different periods within a single financial year are not necessarily meaningful and may not indicate our performance of a different period.

Unauthorized use of our intellectual properties by third parties may harm our brands and reputation, and the expenses incurred in protecting our intellectual property rights may materially and adversely affect our business.

We regard our copyrights, patents, trademarks, domain names, trade secrets, proprietary software, know-how, and other intellectual properties as critical to our success. We may not be able to prevent the unauthorized use, disclosure, copying, misappropriation, reverse engineering, infringement, or other misuse of our intellectual property by third parties. To protect our intellectual property rights, we may encounter litigation, arbitration, administrative proceedings, or other enforcement actions. Conversely, we may also be subject to intellectual property infringement claims or allegations by third parties, which could result in significant monetary liabilities or injunctive relief restricting our use of certain technologies. Any failure to adequately protect, enforce, or preserve our intellectual property rights could materially and adversely affect our business, financial condition, and results of operations.

We may be subject to intellectual property infringement, misappropriation, or other violation claims, which could be time-consuming or costly to defend, divert our financial and management resources, and expose us to substantial liability through indemnity provisions.

We cannot be certain that our operations, technologies, products, solutions, brands, content, software, algorithms, know-how, or business methods do not or will not infringe upon, misappropriate, or otherwise violate trademarks, copyrights, patents, trade secrets, or other intellectual property (“IP”) rights held by third parties. Additionally, we may face disputes if third parties assert that our current, former, or future employees have improperly disclosed or used the confidential information or proprietary rights of their former employers. Defending against IP allegations—regardless of their merit—is costly, time-consuming, and diverts management’s attention and our financial, legal and technical resources. In addition, our agreements with customers and business partners may contain indemnity provisions under which we agree to protect them against losses arising from third-party IP claims. Any substantial indemnity payments or related disputes could severely damage our financial condition and our relationships with existing and prospective partners.

If we are found to have violated third-party IP rights, we may face significant damages, fines, settlements, or other monetary liabilities. Injunctive or equitable relief could be issued against us. We could be forced to cease offering implicated technologies or features, rebrand parts of our business, pay substantial royalties, or obtain licenses on commercially unreasonable terms. If we are unable to secure necessary licenses or develop non-infringing alternatives in a timely manner, we may be forced to limit or stop the sale and provision of our solutions, which would materially and adversely affect our business, financial condition and results of operations.

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Our business depends substantially on continuing efforts of our senior management, R&D team members and other key personnel, as well as a competent pool of talents who support our existing operations and future growth. If we are unable to retain, attract, recruit and train such personnel, our business may be materially and adversely affected.

Our future success depends heavily on the continuing services, expertise, experience, execution capability, and vision of our senior management, R&D team members and other key personnel, many of whom are difficult to replace. If any member of our senior management becomes unable or unwilling to continue contributing their services, we may not be able to replace them easily, in a timely manner, or at all. We may incur additional expenses to recruit and train new staff, and there is no assurance that departing management members will not join our competitors or form a competing business. Additionally, our future success depends on our ability to attract, recruit, train, motivate, integrate, and retain a large number of highly qualified employees such as our R&D team members. We cannot assure you that we will successfully attract or retain the qualified workforce necessary to support our growth. If we fail to recruit sufficient personnel with the appropriate skills in a timely manner, or if we experience high turnover among key employees, our product development, R&D capabilities, service quality, project delivery, sales efforts and customer satisfaction may be adversely affected.

Confidentiality agreements and non-compete covenants with employees and other third parties may not adequately prevent the disclosure of trade secrets and other proprietary information.

We rely on confidentiality and related agreements contractors, suppliers, business partners and other third parties. We cannot assure you that we have entered into confidentiality agreements with all persons who have had or may have access to our trade secrets, proprietary technology, know-how, or other sensitive information. Furthermore, we cannot guarantee that these agreements will not be breached, challenged, or otherwise circumvented. We may not detect any such breach in a timely manner, or at all, and we may not have adequate remedies for any breach.

Our trade secrets and proprietary information may also be leaked or otherwise become available to competitors through employee misconduct, unauthorized access, cybersecurity incidents, or other events. Once our trade secrets or other proprietary information are disclosed or misappropriated, it may become difficult or impossible for us to regain control of such information or to limit the competitive damage caused thereby. In addition, third parties may independently discover or develop technologies, processes, or information similar to or duplicative of ours. This independent discovery could reduce the value of our proprietary rights and limit our ability to assert proprietary claims against such parties.

RISK FACTORS

We are subject to credit risk related to defaults of customers, and any significant default on our receivables could materially and adversely affect our liquidity, financial condition and results of operations.

We are exposed to credit risk related to defaults of our customers, and our profitability and cash flow are dependent on the timely settlement of payments by our customers for the products and solutions we provide to them. As at December 31, 2023, 2024 and 2025, our trade and bills receivables (net of impairment of trade receivables) amounted to RMB137.9 million, RMB132.1 million and RMB200.1 million, respectively. Additionally, our trade and bills receivables turnover days were 125.0 days, 173.0 days and 157.1 days in FY2023, FY2024 and FY2025, respectively. We may not be able to timely collect all such trade and bills receivables due to a variety of factors that are beyond our control. We may face delays or an inability to collect payments if our customers delays or defaults their payment to us,

Our liquidity is highly dependent on the payment performance of our customers, which include SOE(s) and government entities. These entities may have prolonged internal payment approval, budget review, audit, inspection, or acceptance processes. Any significant default or delay in payment by our direct customers or their ultimate users could result in a slow turnover of our trade and bills receivables, extend our working capital cycle, reduce operating cash inflows and restrict our working capital resources.

Provisions made on our trade and bills receivables are recorded as expenses or impairment losses in our results of operations. If we are not able to effectively manage the credit risk associated with our trade and bills receivables, we may be forced to make additional impairment provisions and write-off on the relevant trade and bills receivables. Ultimately, any significant deterioration in the credit quality or recoverability of our receivables could materially and adversely affect our liquidity, cash flows, financial condition and results of operations.

Uncertainties and changes in government policies in respect of the industries in which we operate may negatively affect our business, financial condition and results of operations.

Since certain of our customers are SOEs and government entities, our business is particularly sensitive to policy direction, fiscal budget arrangements, and public-sector project cycles. However, such policies may be subject to changes that are beyond our control. There can be no assurance that favorable government policies, government support, procurement priorities, project approval practices, budget allocations, tender rules, implementation standards, or other public-sector arrangements relevant to our business will continue in their current form or remain favorable to us.

Uncertainties and changes in such policies may adversely affect the timing, scale, economics, or customer demand for our solutions. For example, adjustments in industrial policy, public spending priorities, procurement rules, compliance requirements, technical standards, or administrative approval procedures may cause delays in project initiation, tender process, implementation, inspection, acceptance, or payment, or may reduce the number or scale of projects available to us. If we are unable to respond to such changes in a timely and cost-effective manner, or if customer demand is adversely affected as a result of policy shifts, our business, financial condition, results of operations and prospects may be materially and adversely affected.

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Failure to pay social insurance funds and housing provident funds for and on behalf of our employees in accordance with applicable laws and regulations may subject us to settle the unpaid social insurance funds and housing provident funds and relevant penalties.

In accordance with applicable PRC laws and regulations, we are obliged to contribute to social insurance and housing provident funds for our employees. During the Track Record Period, we did not make full contributions to social insurance and housing provident funds for certain of our employees as required by relevant PRC laws and regulations. For details, please refer to the paragraph headed “Business — Legal compliance” in this document.

In the event of any such non-compliance, according to the Social Insurance Law of the PRC (《中華人民共和國社會保險法》) and the Regulations on the Administration of Housing Provident Fund (《住房公積金管理條例》), we may be ordered to make up the outstanding contributions within a prescribed time limit, together with late payment fees. We may also be subject to fines if such payment is not made within the required time limit. In addition, employees may seek compensation or otherwise raise claims in relation to any failure to make contributions in accordance with applicable laws and regulations. Any such liabilities, penalties, remedial measures, or claims could increase our labor costs, require us to make additional provisions, divert management attention, and materially and adversely affect our business, financial condition, cash flows and results of operation in the future.

Certain of the lease agreements of our leased properties have not been registered with the relevant PRC government authorities as required by PRC law, which may expose us to potential fines.

As of the Latest Practicable Date, five of our leased properties for our business operations in China have not been registered with the relevant PRC government authorities. As advised by our PRC Legal Adviser, failure to register such lease agreements with the relevant PRC government authorities does not affect the effectiveness of the lease agreements. However, the relevant PRC government authorities may order us to register the lease agreements within a prescribed time limit. Failure to do so may subject us to a fine ranging from RMB1,000 to RMB10,000 for each lease agreement.

We cannot assure you that the relevant PRC government authorities will not require us to complete such registration in the future or impose penalties in connection with the non-registration. If we are required to rectify such non-compliance, we may need to devote additional time, costs, and administrative resources to complete the relevant procedures and coordinate with the lessors and authorities. Furthermore, in the event that any fine is imposed on us for our failure to register our lease agreements, we may not be able to recover such losses from the lessors. Any fines, rectification requirements, or related administrative burdens may affect our operations, financial condition, and results of operations.

We may be involved in legal proceedings and commercial disputes, which could have a material adverse effect on our business, financial condition and results of operations.

We may be subject to claims and various legal, regulatory, administrative, and arbitral proceedings in the ordinary course of our business. As at the Latest Practicable Date, our Group was involved in an ongoing civil litigation involving a contractual dispute with a supplier of technical support services, being our third largest supplier for FY2025. For further details of the ongoing civil litigation, please refer to the paragraph headed “Business — Litigation and claim” in this document.

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Any claims and litigations could result in substantial costs and diversion of resources and management attention. We may incur significant dispute-related costs, including professional fees for legal advisory, appraisal, execution and enforcement services. Unfavorable judgement or outcome of any such lawsuit or claim could result in compensatory or punitive monetary damages, settlement payments, fines, penalties, disgorgement of revenue or profits, increased compliance costs and contractual liabilities. It could also lead to remedial corporate measures, specific performance, loss of customers, severe reputational harm or injunctive relief that prevents us from using certain technologies, products or services. In addition, our agreements sometimes include indemnification provisions that could subject us to costs and damages in the event of a claim against an indemnified third party.

We may not be able to sustain our historical growth rates, and our historical growth may not be indicative of our future growth or financial results.

We have achieved steady growth during the Track Record Period. Our total revenue increased from RMB279.8 million for FY2023 to RMB281.0 million for FY2024 and further increased to RMB380.6 million for FY2025. However, there is no assurance that we will be able to maintain our historical growth rates in future periods, and our historical results of operations should not be viewed as indicative of our future performance.

Our future growth depends on numerous factors, many of which are beyond our control. Our growth rates may be affected by macroeconomic and industry conditions, including the PRC’s overall economic growth, technological development and growth of the decision intelligence application industry. External threats such as new technological developments, competing products or solutions, changing customer preferences, and data security or privacy concerns could reduce demand for our solutions, prolonged sales cycles, or render some of our offerings less attractive or obsolete.

We cannot assure you that we will be able to effectively manage the expansion and increasing complexity of our operations and workforce or implement our business strategies successfully. If the market for our solutions does not develop as we expect, if our new initiatives take longer than expected to gain acceptance, or if we fail to address the needs of this dynamic market, our business, results of operations, financial condition and prospects may be materially and adversely affected.

We recorded net current liabilities, net liabilities and net cash used in operating activities during the Track Record Period, and we cannot assure you that we will not have net current liabilities, net liabilities or net cash used in operating activities in the future.

As at December 31, 2023, 2024 and 2025, we recorded net current liabilities of RMB195.1 million, RMB158.8 million, RMB125.8 million, respectively, and net liabilities of RMB188.9 million, RMB158.7 million, RMB119.8 million, respectively. Besides, we recorded net cash used in operating activities of RMB84.0 million, RMB32.8 million and RMB81.4 million for FY2023, FY2024 and FY2025, respectively. For details, please refer to the paragraph headed “Financial information — Liquidity and capital resources” in this document for further information.

RISK FACTORS

We cannot assure you that we will not record net current liabilities, net liabilities or net cash used in operating activities in the future. Our net current liabilities, net liabilities and net cash used in operating activities may expose us to liquidity risk which could restrict our ability to make necessary capital expenditures, develop business opportunities, or seek adequate financing from sources such as equity or equity-linked instruments and external debt, thus our business, financial condition and results of operations could be materially and adversely affected.

We are subject to anti-corruption, anti-money laundering, anti-bribery and other relevant laws and regulations.

We are subject to anti-corruption, anti-money laundering, anti-bribery and other applicable laws and regulations in the jurisdictions where we operate. These laws impose strict requirements on our dealings with customers, suppliers, service providers, intermediaries and other business partners, as well as on our internal controls, books and records, payment practices, approvals, and compliance procedures. There can be no assurance that our internal policies and procedures will be sufficient to prevent all misconduct, omissions, or non-compliance. If our compliance processes or internal control systems are not adequately designed, effectively implemented, or consistently followed, we may become subject to investigations and proceedings by governmental authorities.

Misconduct and omissions by our employees or business partners could harm our business and reputation.

Our future success is significantly dependent upon the continued service and ethical conduct of our senior management, R&D team, and other key employees. There can be no assurance that our employees will not engage in misconduct or omissions that could materially and adversely affect our business, financial condition and results of operations. Similarly, misconduct by our business partners could subject us to business disruption, negative publicity or liability. Any such behavior by our business partners may affect our operations and reputation, which may in turn materially affect our business, results of operations and financial condition.

Our limited insurance coverage could expose us to significant costs, liabilities and business disruption.

Our insurance coverage may not be sufficient to cover all losses, claims, liabilities or disruptions that may arise. Specifically, we do not maintain business interruption insurance, key-man life insurance or litigation insurance. Furthermore, we have not purchased stand-alone information security or cybersecurity insurance, which may leave us exposed to substantial financial losses in the event of a data breach, cybersecurity incident or other information security event. Our business depends on the continued operation of our personnel, premises, information technology systems, network infrastructure, equipment and business processes. If we experience any event causing damage or interruption—including natural disasters (such as fire, flood or earthquake), public health events, power outages, system failures, employee misconduct, customer disputes, litigation or regulatory investigations—our insurance may not cover in full or at all.

Accordingly, any uninsured or underinsured loss or any delay in receiving insurance proceeds, could require us to use significant internal resources to repair or replace damaged assets, restore operations, defend claims or compensate third parties. Any such loss, liability or disruption could materially and adversely affect our business, financial condition, results of operations and prospects.

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Our risk management and internal control systems may not be adequate or effective.

We cannot assure you that our risk management and internal control systems will be sufficiently effective in ensuring, among other things, the accurate reporting of our financial results and the prevention of fraud, or commercial and contractual disputes. Our operations involve increasingly complex operational, technological, legal, and regulatory risks, including those relating to project execution, financial reporting, tax compliance, data security, personal information protection, cybersecurity, third-party management and business continuity. The effectiveness of our risk management and internal control systems depends significantly on their proper design, implementation, and continuous execution by our directors, management, and employees. We cannot assure you that our personnel are sufficiently or fully trained, that they will at all times fully understand, consistently implement, or strictly adhere to such policies, or that their implementation will be free from error or mistake.

Any failure or perceived failure of our risk management and internal control systems could impair our ability to identify, monitor, and manage risks in a timely manner. If we fail to timely update, implement, and modify our policies to respond to new business, regulatory or operational developments or fail to deploy sufficient human resources to maintain them, it may materially and adversely affect our business, financial condition, results of operations and prospects.

We face risks related to natural disasters, health epidemics, outbreaks of contagious diseases, and macroeconomic fluctuations.

Our business, financial condition, results of operations, and prospects could be materially and adversely affected by events beyond our control. These include natural disasters such as earthquakes, floods, fires, extreme weather, and the effects of climate change, force majeure events, widespread health epidemics, pandemics, outbreaks of contagious diseases, power shortages, telecommunications failures, acts of war, terrorism and other public health or safety developments.

No assurances can be given that we will not experience a significant amount of fair value loss on our trade receivables at fair value through other comprehensive income.

As at December 31, 2023, 2024 and 2025, our trade receivables at fair value through other comprehensive income were RMB5.9 million, RMB80.1 million and RMB95.7 million, respectively. If there are any changes in fair value loss on our trade receivables at fair value through other comprehensive income in the future, our business, financial conditions and operating results may be materially and negatively affected.

No assurances can be given that our capabilities to settle our liabilities including the bank borrowings will not be affected when the size and scope of liabilities continue to increase.

As at December 31, 2023, 2024 and 2025, our total financial indebtedness, mainly including interest-bearing bank and other borrowings, lease liabilities, redemption liabilities, amount due to related parties and loan due to other party was RMB286.7 million, RMB317.5 million and RMB429.7 million, respectively. No assurances can be given that there will not be any net liquidity shortfall in

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the future or that our banks will not accelerate our indebtedness owed to them and require instantaneous payment of the outstanding amount. Any additional debt will also result in increased debt servicing obligations and may also result in covenants limiting our shareholding structure, business or operation.

We may not be able to obtain adequate financing on acceptable terms.

Our ability to obtain adequate external financing will depend on several factors, such as our financial performance and our operating results, as well as other factors beyond our control, such as the global and PRC economic conditions, the prevailing interest rates, the applicable PRC laws and regulations, the adoption of tighter monetary and credit policies by government entities. As a result, we cannot assure you that we will be able to support our business expansion by maintaining adequate credit facilities at commercially reasonable rates or at all, or to successfully raise capital from alternative sources. Moreover, any increase in the costs and interests will drive up our financial costs and reduce our interest spread. If we are unable to obtain financing when required, at a reasonable cost or on reasonable terms, or at all, our business, financial conditions and operating results may be adversely affected. If that is the case, our capability to pay our liabilities and borrowings as and when they fall due will be affected, so will the likelihood of securing extra financing.

Restrictions imposed by the terms of our financing covenants may adversely affect our financial conditions and there is no assurance that we can fulfil our obligations incurred under our financing arrangements.

We have various financing agreements with banks which impose certain restrictive conditions on us. Breach of any of such covenants may result in an event of default and trigger the financing party's exercise of their rights on an accelerated basis, or could result in cross-defaults on the terms of our other existing and outstanding indebtedness, which could increase our financing costs and affect our ability to refinance our indebtedness.

RISKS RELATED TO DOING BUSINESS IN THE PRC

Adverse changes in economic, political and social conditions, could have a material adverse effect on our business and prospects.

All of our revenue is derived from our businesses in the PRC during the Track Record Period. Accordingly, our financial condition, results of operations and prospects are, to a material extent, subject to economic, political and legal developments in the PRC. The PRC's economy may differ from the economies of many countries in many respects, including with respect to the extent of government involvement, level of development, growth rate, and allocation of resources. If the macro-economy condition experiences significant adverse changes due to any of the foregoing reasons, demand for our solutions and our ability to maintain our operations may suffer, which will consequently have a material adverse effect on our financial condition, results of operations and our future prospects.

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Fluctuations in the value of the Renminbi and other currencies may have a material adverse impact on your [REDACTED].

During the Track Record Period, all of our revenues and expenditures were denominated in Renminbi, while the net [REDACTED] from the [REDACTED] will be in Hong Kong dollars. Fluctuations in the exchange rate between the Renminbi and the Hong Kong dollar will affect the relative purchasing power in Renminbi terms of the [REDACTED] from the [REDACTED]. Fluctuations in the exchange rate may also cause us to incur foreign exchange losses and affect the relative value of any dividend issued by our PRC subsidiaries. Movements in Renminbi exchange rates are affected by, among other things, changes in political and economic conditions and China’s foreign exchange regime and policy. We cannot assure you that Renminbi will not appreciate or depreciate significantly in value against other currencies in the future.

Regulations on currency exchange may limit our foreign exchange transactions, including our ability to pay dividends and other obligations, and may affect the value of your [REDACTED].

Conversion of RMB into foreign currency and remittance of foreign currency out of the PRC under certain circumstances are subject to the PRC foreign exchange regulations. If there are unfavorable changes in exchange rates, or if the PRC government implements regulatory policies that limit our ability to convert RMB into foreign currency, we may not have sufficient foreign exchange to meet our foreign exchange needs. Under current PRC foreign exchange regulations, certain current account transactions such as profit distributions, interest payments and trade-related expenses can be conducted in foreign currency without prior approval from the SAFE, as long as certain procedural requirements are met. However, capital account transactions such as capital transfers, direct investments, securities investments and repayment of borrowings are subject to foreign exchange policies and require prior approval from the SAFE or registration with the SAFE or authorized banks. Any insufficiency of foreign exchange may restrict our ability to obtain sufficient foreign exchange for dividend payments to shareholders or satisfy any other foreign exchange obligation. If we fail to obtain approvals from the SAFE to convert RMB into any foreign exchange for any of the above purposes, our potential offshore capital expenditure plans and even our business may be materially and adversely affected.

If our preferential tax treatments are revoked, become unavailable or if the calculation of our tax liabilities is successfully challenged by the PRC tax authorities, we may be required to pay tax, interest and penalties in excess of our tax provisions, and our results of operations could be materially and adversely affected.

Operating in the high-technology and software industry, we enjoy various types of preferential tax treatment according to the prevailing PRC tax laws. Our PRC entities may, if they meet the relevant requirements, qualify for three main types of preferential treatment, which are “High-tech” Enterprise (高新技術企業) especially supported by the PRC, software enterprises and key software enterprises within the scope of the PRC national plan.

For qualified “High-tech” Enterprise (高新技術企業), the applicable enterprise income tax rate is 15%. The “High-tech” Enterprise (高新技術企業) qualification is reassessed by the relevant authorities every three years. If our preferential tax treatments are revoked, become unavailable or if

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the calculation of our tax liabilities is successfully challenged by the PRC tax authorities, the discontinuation of any of the various types of preferential tax treatment we enjoy could materially and adversely affect our results of operations. See the paragraph headed “Financial Information — Description of major components of results of operations — Income tax expense”.

Our operations are subject to and may be affected by changes in PRC tax laws and regulations.

We are subject to periodic examinations on fulfillment of our tax obligation under the PRC tax laws and regulations by PRC tax authorities. Although we believe that in the past, we have acted in compliance with the requirements under the relevant PRC tax laws and regulations in all material aspects and established effective internal control measures in relation to accounting regularities, we cannot assure you that future examinations by PRC tax authorities would not result in fines, other penalties or action that could adversely affect our business, financial condition and results of operations, as well as our reputation. Furthermore, PRC tax laws and regulations may change from time to time in the future and may also have an adverse effect on our business, financial condition and results of operations.

Holders of our H Shares may be subject to PRC income tax obligations.

Under the current PRC tax laws and regulations, non-PRC resident individuals and non-PRC resident enterprises are subject to different tax obligations with respect to the dividends paid to them by us and the gains realized upon the sale or other disposition of H Shares.

Non-PRC resident individuals are required to pay PRC individual income tax at a 20% rate for the income derived in China under the Individual Income Tax Law of the PRC (the “**IIT Law**”) (《中華人民共和國個人所得稅法》) and its implementation guidelines. Accordingly, we are required to withhold such tax from dividend payments, unless applicable tax treaties between China and the jurisdiction in which the foreign individual resides reduce or provide an exemption for the relevant tax obligations. However, pursuant to the Circular on Certain Policy Questions Concerning Individual Income Tax (《財政部、國家稅務總局關於個人所得稅若干政策問題的通知》) (Cai Shui Zi [1994] No. 020) issued by the Ministry of Finance (“MOF”) and SAT on May 13, 1994, the income gained by individual foreigners from dividends and bonuses of enterprise with foreign investment are exempted from individual income tax for the time being. In addition, under the IIT Law and its implementation regulations, non-PRC resident individual holders of H shares are subject to individual income tax at a rate of 20% on gains realized upon the sale or other disposition of H shares. However, pursuant to Circular of Declaring that Individual Income Tax Continues to be Exempted over Income of Individuals from the Transfer of Shares (《關於個人轉讓股票所得繼續暫免徵收個人所得稅的通知》) (Cai Shui Zi [1998] No. 61) issued by the MOF and the SAT on March 30, 1998, from January 1, 1997, the income of individuals from the transfer of the shares of listed enterprises continues to be exempted from individual income tax.

As at the Latest Practicable Date, no aforesaid provisions have expressly provided that individual income tax shall be levied on non-PRC resident individual holders on the transfer of shares in PRC resident enterprises listed on overseas stock exchanges, and to our knowledge, no such individual income tax was levied by PRC tax authorities in practice. However, there is no assurance that the PRC tax authorities will not change these practices which could result in levying income tax on non-PRC resident individual holders on gains from the sale of H shares.

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For non-PRC resident enterprises that do not have establishments or premises in China, and for those have establishments or premises in China but whose income is not related to such establishments or premises, under the EIT Law and its implementation regulations, dividends paid by us and gains realized by such foreign enterprises upon the sale or other disposition of H Shares are subject to PRC enterprise income tax at a 10% rate. In accordance with the Circular on Issues Relating to Withholding of Enterprise Income Tax by PRC Resident Enterprises on Dividends Paid to Overseas Non-PRC Resident Enterprise Shareholders of H Shares (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (Guo Shui Han [2008] No. 897) issued by SAT on November 6, 2008, the withholding tax rate for dividends payable to non-PRC resident enterprise holders of H Shares will be 10% and we intend to withhold tax at a rate of 10% from dividends paid to non-PRC resident enterprise holders of our H Shares (including [REDACTED]). Non-PRC resident enterprises that are entitled to be taxed at a reduced rate under an applicable income tax treaty or arrangement will be required to apply to the PRC tax authorities for a refund of any amount withheld in excess of the applicable treaty rate, and payment of such refund will be subject to the PRC tax authorities' approval.

Despite the arrangements mentioned above, the PRC tax laws and regulations as well as the interpretation and application of such laws and regulations may change from time to time in the future which may adversely affect the value of your [REDACTED] in our H Shares.

RISKS RELATED TO THE [REDACTED]

There has been no prior [REDACTED] for our H Shares and the liquidity and market price of our H Shares may be volatile.

Prior to the completion of the [REDACTED], there has been no [REDACTED] for our H Shares. There can be no guarantee that an active [REDACTED] market for our H Shares will develop or be sustained after the completion of the [REDACTED]. The [REDACTED] is the result of negotiations between our Company, the [REDACTED] (for themselves and on behalf of the [REDACTED]), which may not be indicative of the price at which our H Shares will be [REDACTED] following completion of the [REDACTED]. The market price of our H Shares may drop below the [REDACTED] at any time after completion of the [REDACTED].

The [REDACTED] price of our H Shares may be volatile, which could result in substantial losses to you.

The [REDACTED] price of our H Shares may be volatile and could fluctuate widely in response to factors beyond our control, including general market conditions of the securities markets in Hong Kong, the PRC, the United States and elsewhere in the world. In particular, the performance and fluctuation of the market prices of other companies with business operations located mainly in the PRC that have listed their securities in Hong Kong may affect the volatility in the price of and [REDACTED] volumes for our H Shares. A number of PRC-based companies have listed their securities, and some are in the process of preparing for listing their securities, in Hong Kong. Some of these companies have experienced significant volatility, including significant price declines after their initial public offerings. The trading performances of the securities of these companies at the time of or after their offerings may affect the overall investor sentiment towards PRC-based companies listed in Hong Kong and consequently may impact the [REDACTED] performance of our H Shares.

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Pursuant to the applicable PRC law, within the 12 months following the [REDACTED], all existing Shareholders (including the Pre-[REDACTED] Investors) could not dispose of any of the Shares held by them. Due to such lock-up requirement, the liquidity and [REDACTED] volume of the H Shares in the short term following the [REDACTED] may be significantly affected. These factors may significantly affect the [REDACTED] and volatility of our H Shares, regardless of our actual operating performance.

Future sales or perceived sales of substantial amount of our Shares in the [REDACTED], especially by our Directors, executive officers and substantial Shareholders, could materially and adversely affect the prevailing [REDACTED] of our H Shares.

Future sales of a substantial number of our Shares, especially by our Directors, executive officers and substantial Shareholders, or the perception or anticipation that such sales might occur, could negatively impact the [REDACTED] of our H Shares and our ability to raise equity capital in the future at a time and price that we deem appropriate. We cannot assure you that such persons will not dispose of any Shares they may own now or in the future. Market sale of Shares by such Shareholders and the availability of these Shares for future sale may have a negative impact on the [REDACTED] of our H Shares.

You will incur immediate and substantial dilution and may experience further dilution if we issue additional Shares in the future.

The [REDACTED] of the [REDACTED] is higher than the net tangible asset value per H Share immediately prior to the [REDACTED]. Therefore, purchasers of the [REDACTED] in the [REDACTED] will experience an immediate dilution in [REDACTED] consolidated net tangible asset value. There can be no assurance that if we were to immediately liquidate after the [REDACTED], any assets will be distributed to Shareholders after the creditors' claims. To expand our business, we may consider offering and issuing additional Shares in the future. Purchasers of the [REDACTED] may experience dilution in the net tangible asset value per Share of their Shares if we issue additional Shares in the future at a price which is lower than the net tangible asset value per Share at that time.

Our Controlling Shareholders have significant influence over us and their interests may not always be aligned with the interest of our other Shareholders.

Immediately upon the completion of the [REDACTED], without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED], Mr. Yu, Mr. Cheng, Mr. Li, Rongfucheng, Xintai Tiancheng, and Daihan Junge, being our Controlling Shareholders, will collectively control approximately [REDACTED]% of the voting power at our general meetings. Our Controlling Shareholders will, through their voting power at the Shareholders' meetings and their delegates on the Board, have significant influence over our business and affairs, including decisions in respect of mergers or other business combinations, acquisition or disposition of assets, issuance of additional Shares or other equity securities, timing and amount of dividend payments, and our management. Our Controlling Shareholders may not act in the best interests of our minority Shareholders. This concentration of ownership may also discourage, delay or prevent a change in control of our Company, which could deprive our Shareholders of an opportunity to receive a premium for the Shares as part of a sale of our Company and may significantly reduce the price of our H Shares.

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There can be no assurance that we will declare and distribute any amount of dividend in the future.

No dividend has been paid or declared by our Company during the Track Record Period. Under the applicable PRC laws, the payment of dividends may be subject to certain limitations. The calculation of our profit under applicable accounting standards differs in certain respects from the calculation under IFRS. As a result, we may not be able to pay a dividend in a given year even if we were profitable as determined under IFRS. Our Board may declare dividends in the future after taking into account our results of operations, financial condition, 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 and the PRC laws and regulations and requires approval at our shareholders’ meeting. No dividend shall be declared or payable except out of our profits and reserves lawfully available for distribution.

Certain statistics contained in this document are derived from a third-party report, and are not independently verified by us. There can be no assurance of the accuracy or completeness of certain facts, forecasts and other statistics obtained from various government publications, market data providers and other independent third-party sources, including the industry expert report, contained in this document.

This document, particularly the section headed “Industry Overview,” contains information and statistics relating to the decision intelligence application industry. Such information and statistics have been derived from third-party reports, either commissioned by us or publicly accessible, and other publicly available sources. We believe that the sources of the information are appropriate sources for such information, and we have taken reasonable care in extracting and reproducing such information. However, we cannot guarantee the quality or reliability of such source materials. The information has not been independently verified by us, the Sole Sponsor, the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED] or any other party involved in the [REDACTED], and no representation is given as to its accuracy. Collection methods of such information may be flawed or ineffective, or there may be discrepancies between published information and market practice, which may result in the statistics being inaccurate or not comparable to statistics produced for other economies. You should therefore not place undue reliance on such information. In addition, we cannot assure you that such information is stated or compiled on the same basis or with the same degree of accuracy as or consistent with similar statistics presented elsewhere, and such information may not be complete or up-to-date. In any event, you should consider carefully the importance placed on such information or statistics.

You should read the entire document carefully and should not rely on any information contained in press articles or other media regarding us and the [REDACTED].

We strongly caution you not to rely on any information contained in press articles or other media regarding us and the [REDACTED]. Prior to the publication of this document, there has been press and media coverage regarding us, our business, our industry and the [REDACTED]. There may be additional media coverage regarding us, our business, our industry and the [REDACTED] subsequent to the date of this document but prior to the completion of the [REDACTED]. Such press and media coverage may include references to certain information that does not appear in this document, including certain operating and financial information and projections, valuations and other

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information. None of us or any other person involved in the [REDACTED] has authorized the disclosure of any such information in the press or media and none of us accepts any responsibility for any such press or media coverage or the accuracy or completeness of any such information or publication. We make no representation as to the appropriateness, accuracy, completeness or reliability of any such information or publication. To the extent that any such information is inconsistent or conflicts with the information contained in this document, we disclaim responsibility for it and you should not rely on such information.

Forward-looking information in this document is subject to risks and uncertainties.

This document contains certain statements and information that are forward-looking and uses forward-looking terminology such as “anticipate,” “believe,” “could,” “going forward,” “intend,” “plan,” “project,” “seek,” “expect,” “may,” “ought to,” “should,” “would,” or “will,” and similar expressions. You are cautioned that reliance on any forward-looking statement involves risks and uncertainties, and any or all of those assumptions could prove to be inaccurate. As a result, the forward-looking statements based on those assumptions could also be incorrect.

In light of these and other risks and uncertainties, the inclusion of forward-looking statements in this document should not be regarded as representations or warranties by us that our plans and objectives will be achieved. These forward-looking statements should be considered in light of various important factors, including those set forth in this section. Subject to the requirements of the Listing Rules, we do not intend to publicly update or otherwise revise the forward-looking statements in this document, whether as a result of new information, future events, or otherwise. Accordingly, you should not place undue reliance on any forward-looking information.

WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

In preparation for the [REDACTED], our Company has sought the following waivers from strict compliance with the relevant provisions of the Listing Rules:

WAIVER IN RESPECT OF MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 of the Listing Rules, our Company must have sufficient management presence in Hong Kong, which normally means that at least two executive directors must be ordinarily resident in Hong Kong. Rule 19A.15 of the Listing Rules further provides that the requirement in Rule 8.12 may be waived by having regard to, among other considerations, the applicant’s arrangements for maintaining regular communication with the Stock Exchange.

Given that (i) our core business operations are principally located, managed and conducted in the PRC under the supervision of executive Directors and senior management; and (ii) our executive Directors and senior management principally reside in the PRC, our Company considers that it would be more practical for the executive Directors and senior management of our Company to remain ordinarily resident in the PRC where our Group has substantial operations. For the above reasons, we do not have, and in the foreseeable future will not have, sufficient management presence in Hong Kong for the purpose of satisfying the requirement under Rule 8.12 of the Listing Rules.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange [has granted] us, a waiver from strict compliance with the requirements under Rules 8.12 and 19A.15 of the Listing Rules. We will ensure that there are adequate and efficient arrangements to achieve regular and effective communication between us and the Stock Exchange as well as compliance with the Listing Rules by way of the following arrangements:

- (a) we have appointed Mr. He Haibo (何海波) (“**Mr. He**”) and Ms. Wan Shuk Ching Candy (尹淑貞) (“**Ms. Wan**”), our joint company secretaries as the authorized representatives (the “**Authorised Representatives**”) for the purpose of Rule 3.05 of the Listing Rules. The Authorised Representatives will act as our principal channel of communication with the Stock Exchange and would be readily contactable by phone and email to deal promptly with enquiries from the Stock Exchange, and will also be available to meet with the Stock Exchange to discuss any matter within a reasonable period of time upon request of the Stock Exchange;
- (b) to facilitate communication with the Stock Exchange, we have provided the Authorised Representatives and the Stock Exchange with the contact details of our Directors (i.e. mobile phone number, office phone number, email address and fax number (as applicable)). In the event that any of our Director expects to travel or otherwise be out of office, he or she will provide the phone number of the place of his/her accommodation to the Authorised Representatives, so that the Authorised Representatives would be able to contact all our Directors (including the independent non-executive Directors) promptly at all times if and when the Stock Exchange wishes to contact our Directors. To the best of our knowledge and information, each Director who is not ordinarily resident in Hong Kong possesses or can apply for valid travel documents to visit Hong Kong and can meet with the Stock Exchange within a reasonable period after requested by the Stock Exchange;

WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

- (c) we have appointed the Compliance Adviser in compliance with Rules 3A.19 of the Listing Rules. The Compliance Adviser will, among other things and in addition to the Authorised Representatives, provide us with professional advice on continuing obligations under the Listing Rules and act as additional channel of communication of our Company with the Stock Exchange during the period from the [REDACTED] to the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year immediately after the [REDACTED]. The Compliance Adviser will be available to answer enquiries from the Stock Exchange and will act as an additional channel of communication with the Stock Exchange when the Authorised Representatives are not available; and
- (d) meetings between the Stock Exchange and our Directors can be arranged through the Authorised Representatives or the Compliance Adviser, or directly with our Directors within a reasonable time frame.

WAIVER IN RESPECT OF JOINT COMPANY SECRETARIES

Pursuant to Rule 8.17 of the Listing Rules, we must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. According to Rule 3.28 of the Listing Rules, we must appoint as our company secretary an individual, who, by virtue of his or her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Note 1 to Rule 3.28 of the Listing Rules provides that the Stock Exchange considers the following academic or professional qualifications to be acceptable:

- (a) a member of The Hong Kong Chartered Governance Institute;
- (b) a solicitor or barrister as defined in the Legal Practitioners Ordinance (Chapter 159 of the Laws of Hong Kong); and
- (c) a certified public accountant as defined in the Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong).

Note 2 to Rule 3.28 of the Listing Rules further provides that the Stock Exchange considers the following factors in assessing the “relevant experience” of the individual:

- (a) length of employment with the issuer and other issuers and the roles he/she played;
- (b) familiarity with the Listing Rules and other relevant laws and regulations including the SFO, the Companies Ordinance, the Companies (Winding Up and Miscellaneous Provisions) Ordinance and the Takeovers Code;
- (c) relevant training taken and/or to be taken in addition to the minimum requirement under Rule 3.29 of the Listing Rules; and
- (d) professional qualifications in other jurisdictions.

WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

Pursuant to the Guide for New Listing Applicant, the Stock Exchange will consider a waiver application by an issuer in relation to Rules 3.28 and 8.17 of the Listing Rules based on the specific facts and circumstances. Factors that will be considered by the Stock Exchange include:

- (a) whether the issuer has principal business activities primarily outside Hong Kong;
- (b) whether the issuer was able to demonstrate the need to appoint a person who does not have the Acceptable Qualification (as defined under paragraph 11 of Chapter 3.10 of the Guide for New Listing Applicants) nor Relevant Experience (as defined under paragraph 11 of Chapter 3.10 of the Guide for New Listing Applicants) as a company secretary; and
- (c) why the directors consider the individual to be suitable to act as the issuer’s company secretary.

Further, pursuant to paragraph 13 of Chapter 3.10 of the Guide for New Listing Applicants, such waiver, if granted, will be for a fixed period of time (the “**Waiver Period**”) and on the following conditions:

- (a) the proposed company secretary must be assisted by a person who possesses the qualifications or experience as required under Rule 3.28 of the Listing Rules and is appointed as a joint company secretary throughout the Waiver Period; and
- (b) the waiver can be revoked if there are material breaches of the Listing Rules by the issuer.

We have appointed Mr. He as one of the joint company secretaries of our Company. Mr. He currently serves as the secretary of the Board and the chief financial officer of our Company and has substantial experience in handling corporate, investor relationship management and administrative matters but personally does not possess any of the qualifications under Rules 3.28 and 8.17 of the Listing Rules and may not be able to solely fulfill the requirements of the Listing Rules. Therefore, our Company has appointed Ms. Wan, who fully meets the requirements stipulated under Rules 3.28 and 8.17 of the Listing Rules to act as one of our joint company secretaries and to provide assistance to Mr. He for an initial period of the Waiver Period to enable Mr. He to acquire the “relevant experience” under Note 2 to Rule 3.28 of the Listing Rules so as to fully comply with the requirements set forth under Rules 3.28 and 8.17 of the Listing Rules. See “Directors and Senior Management” in this document for further biographical details of Mr. He and Ms. Wan. The following arrangements have been, or will be, put in place to assist Mr. He in acquiring the qualifications and experience as the company secretary of our Company required under Rule 3.28 of the Listing Rules:

- (a) Mr. He will attend relevant training courses, including briefings on the latest changes to the relevant applicable Hong Kong laws and regulations and the Listing Rules which will be organized by our Company’s Hong Kong legal advisers on an invitation basis and seminars organized by the Stock Exchange for [REDACTED] issuers from time to time;

WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

- (b) each of Mr. He and Ms. Wan has confirmed that he/she will be attending a total of no less than 15 hours of training courses on the Listing Rules, corporate governance, information disclosure, investors relation as well as the functions and duties of the company secretary of a Hong Kong [REDACTED] issuer during each financial year as required under Rule 3.29 of the Listing Rules;
- (c) Ms. Wan will assist Mr. He to enable him to acquire the relevant experience (as required under Rule 3.28 of the Listing Rules) to discharge the duties and responsibilities as the company secretary of our Company;
- (d) Ms. Wan will communicate regularly with Mr. He on matters relating to corporate governance, the Listing Rules and any other laws and regulations which are relevant to our Company and its affairs. Ms. Wan will work closely with, and provide assistance to, Mr. He in the discharge of his duties as a company secretary, including organizing our Company’s Board meetings and Shareholders’ general meetings;
- (e) prior to the expiry of Mr. He’s initial term of appointment as the company secretary of our Company, we will evaluate his experience in order to determine if he has acquired the qualifications required under Rules 3.28 of the Listing Rules, and whether on-going assistance should be arranged so that Mr. He’s appointment as the company secretary of our Company continues to satisfy the requirements under Rules 3.28 and 8.17 of the Listing Rules;
- (f) we have appointed the Compliance Adviser pursuant to Rules 3A.19 of the Listing Rules which will act as the additional communication channel with the Stock Exchange (for a period commencing on the [REDACTED] and ending on the date on which the Company complies with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year after the [REDACTED], or until the engagement is terminated, whichever is earlier) and provide professional guidance and advice to the Company (including Mr. He) as to the compliance with the Listing Rules and all other applicable laws and regulations; and
- (g) the waiver will be revoked if there are material breaches of the Listing Rules by our Company or if Mr. He ceased to be assisted by a suitably qualified person who possesses the qualifications as required under Rule 3.28 of the Listing Rules.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange [has granted us], a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules. Such waiver will be revoked immediately if and when (i) Mr. He ceases to be assisted by a person with qualifications under Rules 3.28 and 8.17 of the Listing Rules throughout the Waiver Period, or (ii) if there are material breaches of the Listing Rules by us. We will liaise with the Stock Exchange before the end of the Waiver Period to enable it to assess whether Mr. He, having had the benefit of Ms. Wan’s assistance for three years, will have acquired relevant experience within the meaning of Rule 3.28 of the Listing Rules so that a further waiver will not be necessary.

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INFORMATION ABOUT THIS DOCUMENT AND THE [REDACTED]

[REDACTED]

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[REDACTED]

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[REDACTED]

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INFORMATION ABOUT THIS DOCUMENT AND THE [REDACTED]

[REDACTED]

DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

DIRECTORS

Name	Address	Nationality
Executive Directors		
Mr. YU Xiaobo (于笑博)	Room 1203, Unit 2, Building 3 Jinsheng Jiayuan Residential Community Xicheng District, Beijing City PRC	Chinese
Mr. CHENG Lili (成成立立)	Room 4, Unit 2, Building 16 Yard 1, Guanhe North Road Haidian District, Beijing City PRC	Chinese
Mr. ZHANG Guangzhi (張廣志)	Room 1, 11th Floor, Building 9 Tiantong West Garden Residential Community (Area 2) Dongxiaokou Town Changping District, Beijing City PRC	Chinese
Mr. ZHAO Kangjun (趙康君)	Room 1704, Building 13 Deshengli Residential Community (Area 1) Xicheng District, Beijing City PRC	Chinese

DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

Name	Address	Nationality
Independent non-executive Directors		
Mr. NG Kwun Wan (吳冠雲)	Room B, Floor 2, Block 43 Villa Castell 20 Yau King Lane Tai Po, New Territories Hong Kong	Chinese (Hong Kong)
Ms. KWOK Lai Sheung (郭麗霜)	Flat A, 2/F, Block 9 Beverly Villas 16 La Salle Road Kowloon Tong, Kowloon Hong Kong	Chinese (Hong Kong)
Mr. MENG Qingguo (孟慶國)	Staff Dormitories School of Public Policy and Management No. 1 Tsinghua Yuan Haidian District, Beijing City PRC	Chinese

For the biographies and other relevant information of our Directors, please see “Directors and Senior Management” in this document.

DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

PARTIES INVOLVED IN THE [REDACTED]

Sole Sponsor

Rainbow Capital (HK) Limited

Office No.710, 7/F,
Wing On House
71 Des Voeux Road Central
Central
Hong Kong

[REDACTED]

Financial Adviser

Donvex Capital Limited

Unit 2502, 25/F.,
Carpo Commercial Building
18-20 Lyndhurst Terrace
Central
Hong Kong ^(Note)

[REDACTED]

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DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

[REDACTED]

DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

[REDACTED]

Legal Advisers to the Company

As to Hong Kong laws:
**Eric Chow & Co. in Association with
Commerce & Finance Law Offices**
3401, Alexandra House
18 Chater Road
Central
Hong Kong

*As to PRC laws and PRC cybersecurity and data privacy
protection laws:*
Commerce & Finance Law Offices
12 - 15th Floor, China World Office 2
No. 1 Jianguomenwai Avenue
Beijing
PRC

**Legal Advisers to the Sole
Sponsor and [REDACTED]**

As to Hong Kong laws:
Hastings & Co.
11/F., Gloucester Tower, The Landmark
15 Queen’s Road
Central
Hong Kong

As to PRC laws:
China Commercial Law Firm
Floor 21-26 of Hong Kong China Travel Service Building
4011 Shennan Avenue
Futian District, Shenzhen
PRC

DIRECTORS AND PARTIES INVOLVED IN THE [REDACTED]

**Auditors and Reporting
Accountants**

Ernst & Young
*Certified Public Accountants and Registered Public Interest
Entity Auditor under the Accounting and Financial Reporting
Council Ordinance*
27/F, One Taikoo Place 979
King’s Road
Quarry Bay
Hong Kong

Industry Consultant

Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.
Room 2504, Wheelock Square
1717 West Nanjing Road
Jing’an District, Shanghai
PRC

Compliance adviser

Rainbow Capital (HK) Limited
Office No.710, 7/F,
Wing On House
71 Des Voeux Road Central
Central
Hong Kong

[REDACTED]

Note: Donvex Capital Limited (“Donvex”) is the financial adviser to the Company in relation to the [REDACTED]. The role of Donvex was to assist our Group to communicate with professional parties and to advise the structure of the [REDACTED] and the future business development of our Group.

The role of Donvex was different from that of the Sole Sponsor in that the role of Donvex focused more on the provision of advisory services relating to the future development in business supported by the financial market; whereas the role of the Sole Sponsor was to ensure the application for [REDACTED] fulfills the requirements of, inter alia, the Listing Rules and related requirements. The Sole Sponsor has performed its own due diligence and undertaken the overall responsibility of the [REDACTED] exercise.

CORPORATE INFORMATION

Registered Office, Headquarters and Principal Place of Business in the PRC	Room 4010, 4/F, No. 6 Chuangye Road, Shangdi Information Industry Base Haidian District, Beijing City PRC
Principal Place of Business in Hong Kong	RM D5, 5/F King Yip Factory Building No. 59 King Yip Street Kwun Tong Hong Kong
Company Website	www.rx-datainfo.com <i>(Information contained on this website does not form part of this document)</i>
Joint Company Secretaries	Ms. WAN Shuk Ching Candy (尹淑貞) Flat D, 23/F Elite Place 80 Ko Shing Street Sai Ying Pun Hong Kong Mr. HE Haibo (何海波) Unit 08, 17/F, Block B, Tower 2 Ganghui New World Commercial Plaza 11 Yanda Avenue Huizhou City Guangdong Province
Authorized Representatives	Mr. HE Haibo (何海波) Unit 08, 17/F, Block B, Tower 2 Ganghui New World Commercial Plaza 11 Yanda Avenue Huizhou City Guangdong Province Ms. WAN Shuk Ching Candy (尹淑貞) Flat D, 23/F Elite Place 80 Ko Shing Street Sai Ying Pun Hong Kong

CORPORATE INFORMATION

Audit Committee	Mr. NG Kwun Wan (吳冠雲) (<i>Chairman</i>) Mr. MENG Qingguo (孟慶國) Ms. KWOK Lai Sheung (郭麗霜)
Remuneration Committee	Ms. KWOK Lai Sheung (郭麗霜) (<i>Chairman</i>) Mr. NG Kwun Wan (吳冠雲) Mr. YU Xiaobo (于笑博)
Nomination Committee	Mr. MENG Qingguo (孟慶國) (<i>Chairman</i>) Ms. KWOK Lai Sheung (郭麗霜) Mr. YU Xiaobo (于笑博)
Strategy Committee	Mr. YU Xiaobo (于笑博) (<i>Chairman</i>) Mr. CHENG Lili (成立立) Mr. MENG Qingguo (孟慶國)

[REDACTED]

Principal Banks	China Merchants Bank Beijing Branch Beijing Century City Sub-branch Sections A and B, Commercial Building No. Jia 1, Chuihongyuan, Landianchang Haidian District, Beijing City Bank of Beijing, Beichen Road Sub-branch First Floor, Huizhen Building No. 8, Beichen East Road Chaoyang District, Beijing City

INDUSTRY OVERVIEW

Certain information and statistics set out in this section and elsewhere in this document are derived from various government and other publicly available sources and from the market research report prepared by Frost & Sullivan. We believe that the sources of such information and statistics are appropriate for such information and statistics and have taken reasonable care in extracting and reproducing such information and statistics. We have no reason to believe that such information and statistics are false in any material respect or misleading or that any fact has been omitted that would render such information or statistics false in any material respect or misleading. None of our Company, the Sole Sponsor, the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], and any of our or their respective directors, officers, employees, agents or advisers has verified the information and statistics from official government sources, thus makes no representation as to the accuracy, fairness and completeness of the information and statistics from official government sources. Accordingly, information and statistics from official government sources should not be unduly relied upon.

SOURCE OF INDUSTRY INFORMATION

In connection with the [REDACTED], we have engaged Frost & Sullivan, an independent market research consultant, to conduct a detailed analysis of the China decision intelligence application market, and to prepare a report for use in this document, for which we have agreed to pay an engagement fee of RMB540,000, which we believe to be consistent with market rates.

In compiling and preparing the Frost & Sullivan Report, Frost & Sullivan adopted the following assumptions: (i) global social, economic and political environment is likely to remain stable in the period of 2026 to 2030 (the “forecast period”); (ii) purchasing power is expected to continue to rise moderately in emerging regions and to grow steadily in developed regions; and (iii) related industry key drivers are likely to drive the market in the forecast period.

Except as otherwise noted, all of the data and forecasts contained in this section are derived from the Frost & Sullivan Report. Frost & Sullivan has prepared the Frost & Sullivan Report based on detailed primary research which involved discussing the status of Data Intelligence Application Market, Decision Intelligence Application Market and Data Agent-driven Decision Intelligence Application Market in China with certain leading industry participants and secondary research which involved analyzing company reports, independent research reports and data based on its own research database. Our Directors confirm that, after taking reasonable care, there has been no material adverse change in the overall market information since the date of the Frost & Sullivan Report that would materially qualify, contradict or have an impact on such information.

OVERVIEW OF CHINA’S DATA INTELLIGENCE APPLICATION MARKET

Definition and Structure of Data Intelligence Application

Data intelligence applications refer to scenario-oriented products, solutions and services that transform fragmented, heterogeneous and large-scale data resources into structured insights, analytical outputs and executable functions for business operations, management optimisation and decision support. These applications typically combine capabilities in data access and acquisition, data cleansing and governance, multi-source data integration, modelling and analysis, knowledge extraction, algorithmic processing, and application development, enabling organisations to identify patterns, understand relationships, monitor risks, optimise processes and support scenario-specific business actions. As data intelligence applications are built upon the continuous use and circulation of data, data security serves as a foundational requirement throughout the data value chain, ensuring the confidentiality, integrity, availability and compliant use of data during development, deployment, operation and optimisation.

Building upon the broader data intelligence application market, **decision intelligence applications** represent a more specialised segment focused on converting data-derived insights into actionable decision-making outputs. Unlike general data intelligence applications, which may primarily support data acquisition, data governance, data integration, analytics or visualisation,

INDUSTRY OVERVIEW

decision intelligence applications are designed to support, optimise or automate decision-making processes in specific business scenarios. Such applications typically generate outputs such as decision support, risk identification, resource allocation, operational optimisation, action recommendations and decision execution for clients.

Within the decision intelligence application market, **Data Agent-driven decision intelligence applications** constitute a technology-oriented category defined by a distinct technical approach and architecture. These applications are built around Data Agents, which refer to high-value dynamic information units extracted from massive, multi-source and heterogeneous data based on three core ontologies, namely natural persons, legal entities and IoT sensors. Data Agents are capable of autonomous reasoning, contextual awareness and business interpretation, and serve as the core carriers to support more dynamic, explainable, traceable and closed-loop decision-making.

Accordingly, the three markets are therefore defined as a nested hierarchy with progressively narrower scope and deeper technological specialisation. Data intelligence applications form the broadest market, decision intelligence applications constitute a decision-oriented subset of data intelligence applications, and Data Agent-driven decision intelligence applications represent a further specialised subset distinguished by the use of Data Agents as the core enabling mechanism.

Evolution of and Necessity for Data Intelligence Application

The evolution of data intelligence application has been driven by the increasing complexity of data environments and the growing need for data to serve practical business and operational purposes. In earlier stages of digital development, data was primarily used for record-keeping, process management and descriptive reporting through systems such as databases, ERP (Enterprise Resource Planning) and BI (Business Intelligence) tools. As organisations accumulated larger volumes of data and their digital infrastructure became more advanced, the role of data gradually expanded from storage and retrospective analysis to integration, modelling, in-time analysis and scenario-based application. This evolution has been further accelerated by the continued development of cloud computing, big data technologies and artificial intelligence, which have broadened the scope of usable data from primarily structured records to multi-type data, including text, image, audio and video.

Against this backdrop, traditional approaches centred on fragmented storage, isolated tools and manual interpretation are increasingly insufficient to meet the rising requirements for timeliness, relevance and depth of insight. As a result, data intelligence application has become increasingly necessary for organisations seeking to transform fragmented and heterogeneous data into actionable outputs that support operational efficiency, business optimisation and more informed decision-making. In 2025, the spending on software and services related to data intelligence application in China reached approximately RMB96.5 billion, with a CAGR of approximately 24.2% between 2021 and 2025. Forward looking, the market is projected to reach approximately RMB224.3 billion by 2030, yielding a CAGR of approximately 17.5% between 2026 and 2030.

Growth Potential of China’s Data Intelligence Application Market

China’s data intelligence application market has grown rapidly in recent years, driven by the shift in customer demand from data storage and system construction towards data integration, modelling, analysis and scenario-based application. Particularly, government institutions and enterprise customers accumulate increasingly large volumes of multi-source and heterogeneous data, and traditional data tools focused on isolated systems, static reporting or limited analytical functions are becoming less able to support complex operational and management needs. Against this backdrop, data intelligence application is no longer viewed merely as a supporting technical capability, but has gradually developed into a distinct market centered on delivering data-driven products and services. In this context, China’s data intelligence application market reached approximately RMB48.5 billion in 2025, representing a CAGR of approximately 25.6% from 2021 to 2025. Looking ahead, as demand for cross-system collaboration, refined operations and scenario-specific solution delivery continues to grow, the market is expected to reach approximately RMB122.9 billion by 2030, representing a CAGR of approximately 19.5% from 2026 to 2030.

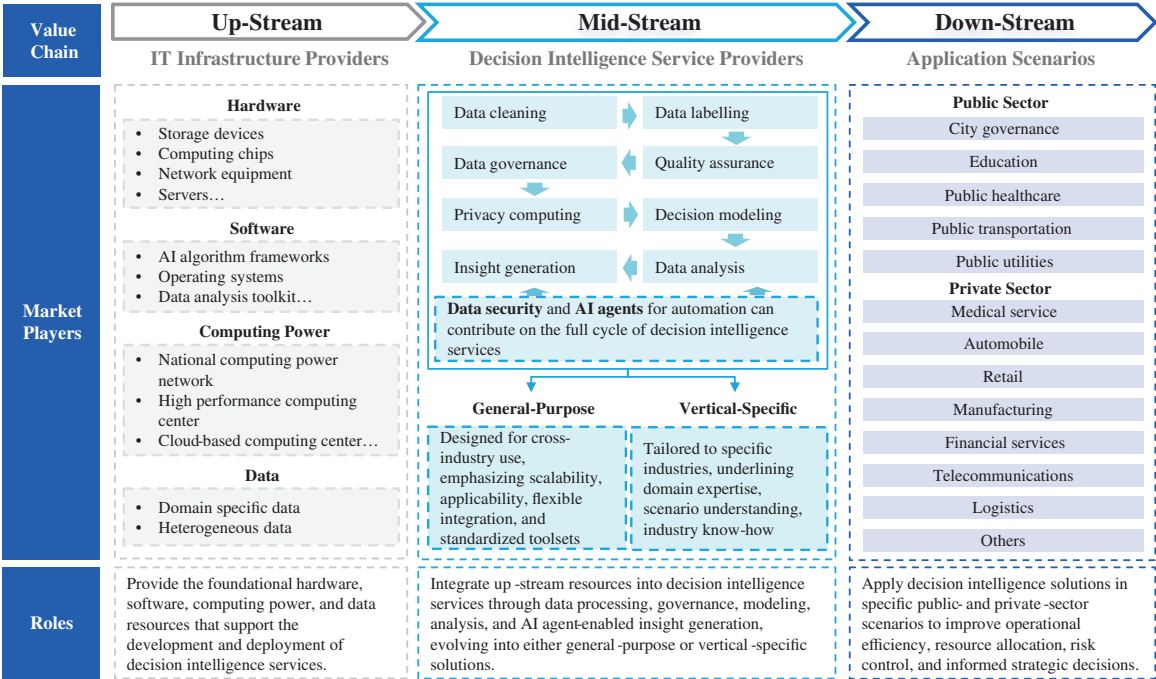
INDUSTRY OVERVIEW

OVERVIEW OF CHINA’S DECISION INTELLIGENCE APPLICATION MARKET

Value Chain of Decision Intelligence Application Market

The decision intelligence application market links upstream data and analytical capabilities with downstream decision-making applications.

From an industry chain perspective, the upstream segment mainly consists of IT infrastructure providers, which supply the foundational hardware, software, computing power and data resources that support the development and deployment of decision intelligence services. Specifically, this segment includes providers of storage devices, computing chips, network equipment, servers, and AI algorithm frameworks, operating systems, data analysis toolkits, national computing power networks, high-performance computing centers, cloud-based computing infrastructure, and domain-specific or heterogeneous data resources. The mid-stream segment represents the core value-creation layer of the market and consists of decision intelligence service providers. These players integrate upstream resources into decision intelligence services through data cleaning, data labelling, data governance, quality assurance, privacy computing, decision modeling, data analysis and insight generation, with data security and AI agents for automation increasingly supporting the full service lifecycle. Based on business positioning, mid-stream providers may generally be categorised into general-purpose providers, which focus on scalability, applicability, flexible integration and standardised toolsets, and vertical-specific providers, which place greater emphasis on domain expertise, scenario understanding and industry know-how. The downstream segment consists of application scenarios across the public and private sectors, where decision intelligence solutions are deployed to support more efficient and informed decision-making. In the public sector, key scenarios include city governance, education, public healthcare, public transportation and public utilities. In the private sector, applications are found in areas such as medical services, automobile, retail, manufacturing, financial services, telecommunications, logistics and other industries. Overall, the decision intelligence market can be viewed as a value chain in which upstream IT infrastructure providers supply the foundational enablers, mid-stream service providers convert such capabilities into decision-oriented solutions, and downstream applications ultimately realise the market value through practical deployment.



Source: Frost & Sullivan Analysis

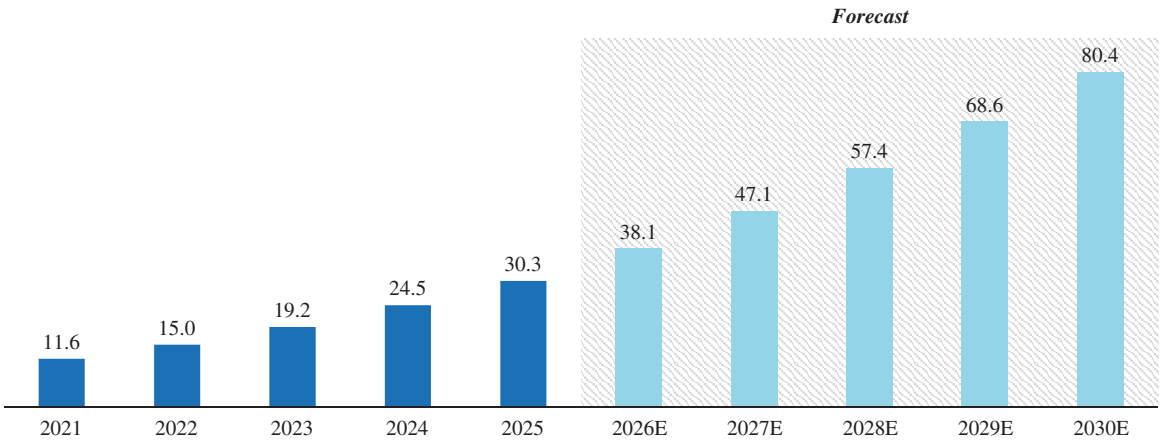
INDUSTRY OVERVIEW

Growth Potential of China’s Decision Intelligence Application Market

The growing prominence of decision-making needs reflects a broader shift in the focus of digital development among government institutions and enterprise customers, from merely viewing and understanding data towards using data to support better decisions and more effective execution. As business environments become more complex, data sources more diverse, management processes more layered, and requirements for timeliness, accuracy and consistency continue to rise, data visualisation, descriptive analysis and experience-based judgement alone are becoming less sufficient to meet practical needs. This is particularly evident in scenarios involving multiple objectives, cross-functional coordination, strong rule constraints and clear accountability for outcomes, where customers increasingly require capabilities that can go beyond analysis to provide decision support, solution simulation, path optimisation and actionable recommendations. In parallel, favourable policy support has continued to improve the development environment for China’s decision intelligence application market. Policies such as the Three-Year Action Plan (2024-2026) for “Data Elements x” and the “Artificial Intelligence Plus” initiative have further expanded the scope of application scenarios and deepened the adoption of decision intelligence services. Against this backdrop, demand for decision intelligence products and services has continued to expand, driving China’s decision intelligence application market to approximately RMB30.3 billion in 2025, representing a CAGR of approximately 27.0% from 2021 to 2025. Looking ahead, as customers place greater emphasis on decision quality, execution efficiency and scenario-specific deployment, the market is expected to reach approximately RMB80.4 billion by 2030, representing a CAGR of approximately 20.5% from 2026 to 2030.

Decision Intelligence Application Market, China
RMB Billion; 2021-2030E

CAGR	2021-2025	2026E-2030E
Decision Intelligence Application Market	27.0%	20.5%



Note: The market size refers to revenue generated by decision intelligence solution providers in the PRC from the delivery of software and services with specific decision-support functions.

Source: Frost & Sullivan Analysis and Forecast

INDUSTRY OVERVIEW

OVERVIEW OF CHINA’S DATA AGENT-DRIVEN DECISION INTELLIGENCE APPLICATION MARKET

Market Challenges for Decision Intelligence Application Market

Although the decision intelligence application market has developed rapidly in recent years, existing technology approaches still face limitations in complex, dynamic and accountability-sensitive scenarios. Such limitations arise not mainly from data access or analytical output, but from insufficient support for real-world business objects, relationship logic, rule constraints and execution feedback. As a result, existing solutions may not fully meet the requirements of high-quality decision-making in terms of accuracy, explainability, adaptability and practical deployment. These limitations are mainly reflected in the following aspects:

- **Fragmented data and incomplete scenario mapping:** data is often fragmented across multiple systems and sources, with differences in standards, granularity and business definitions. Existing solutions can support aggregation and analysis to a certain extent, but often remain limited in fully mapping real-world scenarios, particularly with respect to objects, relationships, statuses and events. For example, in government governance scenarios, relevant data is often distributed across separate departmental systems, making it difficult to form a unified view of how different entities are related, how the situation has progressed, and which response actions should take priority. This, in turn, constrains the effectiveness of coordinated decision-making.
- **Insufficient linkage between analysis and execution:** Existing solutions are generally more capable of producing analytical outputs than translating such outputs into executable decision paths. In scenarios involving multiple objectives, rule constraints, authority control and execution feedback, analytical conclusions alone are often insufficient to support effective decision-making.
- **Limitations in accuracy, explainability and adaptability:** In complex scenarios, decision-making requires clear rationale, traceable processes and adaptable logic. However, approaches based mainly on static rules or general-purpose models may face limitations in dealing with changing contexts and complex relationships, which may affect the accuracy, explainability and reliability of outputs.

Against this backdrop, demand is increasingly shifting towards technology approaches that can better connect data, logic and action in complex scenarios. This has supported the emergence of Data Agent-driven decision intelligence as a further evolution of the decision intelligence application market.

Functions of Data Agent in Decision Intelligence Application

Data Agent technology has emerged as an important enabling approach for the further development of decision intelligence. Rather than merely aggregating or analysing fragmented data, Data Agent technology uses key real-world objects as the basic units of organisation, and further maps, links and infers data across multiple sources, structures and temporal dimensions. In doing so, it helps build a more structured representation of complex business scenarios and provides a stronger foundation for decision support. Its role in addressing the key limitations of existing decision intelligence solutions is mainly reflected in the following aspects:

- **Improving the organisation of fragmented and heterogeneous data:** By organising data around real-world objects, relationships, statuses and events, agent graph technology helps connect fragmented data from different systems and sources into a more unified scenario view. This improves the mapping of complex business environments and enables decision-making to be based on more complete and coherent information.

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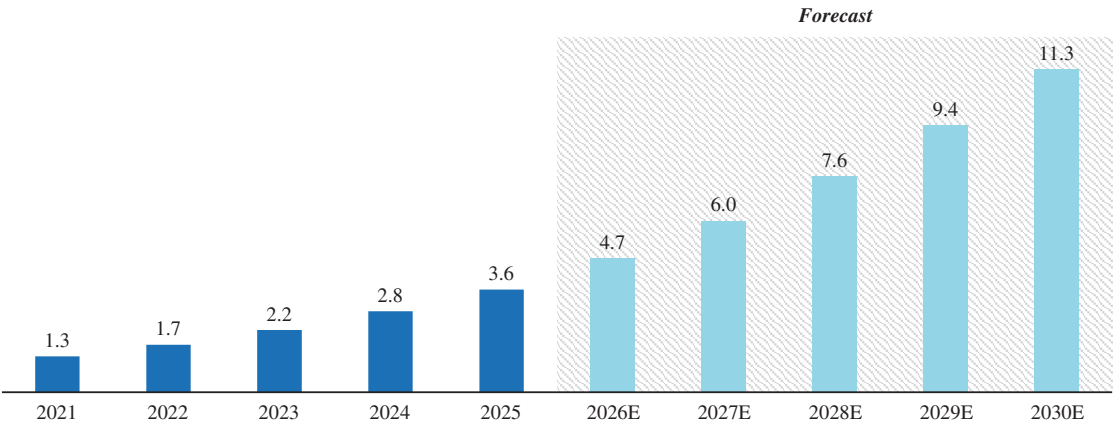
- Strengthening the linkage between analysis and execution:** Data Agent technology supports not only data association and analytical reasoning, but also the incorporation of business rules, process logic, authority structures and action paths. This helps decision intelligence move beyond analytical output towards solution generation, path optimisation, process coordination and execution feedback.
- Enhancing accuracy, explainability and adaptability in complex scenarios:** As agent graph technology is built on structured objects, relationships and rule constraints, it is better positioned to provide clearer reasoning paths and more traceable outputs. It also allows relationships and constraints to be updated more effectively as business environments evolve, thereby improving the accuracy, explainability and reliability of decision support in complex scenarios.

Growth Potential of China’s Data Agent-Driven Decision Intelligence Application Market

China’s Data Agent-driven decision intelligence application market has grown rapidly, driven by rising demand for more structured, explainable and execution-oriented decision support in complex scenarios. As government institutions and enterprise customers increasingly operate across fragmented systems, multi-party workflows and dynamic operating environments, demand is rising for solutions that can organise data around real-world objects, capture relationship logic and support more reliable judgement and action. This is particularly relevant in scenarios requiring stronger traceability, rule-based coordination and closed-loop execution. Against this backdrop, China’s Data Agent-driven decision intelligence application market reached approximately RMB3.6 billion in 2025, representing a CAGR of approximately 30.2% from 2021 to 2025, and is expected to reach approximately RMB11.3 billion by 2030, representing a CAGR of approximately 24.6% from 2026 to 2030.

Data Agent-driven Decision Intelligence Application Market, China
RMB Billion; 2021-2030E

CAGR	2021-2025	2026E-2030E
Data Agent-driven Decision Intelligence Application Market	30.2%	24.6%



Note: The market size refers to revenue generated by decision intelligence solution providers in the PRC from the delivery of software and services with specific decision-support functions, where Data Agent technology serves as the core underlying technological architecture.

Source: Frost & Sullivan Analysis and Forecast

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COMPETITIVE LANDSCAPE OVERVIEW

Competitive Landscape of Decision Intelligence Application Market

In 2025, there were approximately 1,000 to 1,500 companies in China providing decision intelligence application solutions. The decision intelligence application market in China is characterised by diversified application scenarios and a relatively fragmented competitive landscape with the market share of top five is approximately 12.8% in 2025. In the same year, our company ranked 9th in China’s decision intelligence application market with share of approximately 1.3%. Decision intelligence is not confined to a single industry vertical, but is widely applied across areas such as urban governance, finance, marketing and operations, healthcare, public services, information security and industrial scenarios. Each application field has distinct business logic, decision-making logic, data structures, regulatory requirements and implementation environments. For example, financial scenarios place greater emphasis on risk identification, credit assessment and customer profiling, while urban governance scenarios focus more on resource allocation, event detection and public-sector operational efficiency. As a result, market participants tend to develop differentiated strengths based on their industry know-how, data processing capabilities, algorithmic models and project delivery experience in specific verticals. This scenario-specific nature has led to a competitive landscape where leading providers are often strong in selected application areas, while the overall market remains relatively dispersed.

Ranking of Leading Decision Intelligence Solution Providers, China, 2025
By Revenue

Ranking	Company	Revenues ⁽¹⁾ (RMB Million)	Market Share ⁽²⁾	Applications
1	Company A ⁽³⁾	1,090.0	3.6%	Marketing & Operating, Urban Governance, Healthcare
2	Company B ⁽⁴⁾	1,020.0	3.4%	Finance
3	Company C ⁽⁵⁾	600.0	2.0%	Urban Governance
4	Company D ⁽⁶⁾	580.0	1.9%	Healthcare
5	Company E ⁽⁷⁾	580.0	1.9%	Marketing & Operating
Top 5	N/A	3,870.0	12.8%	

Notes :

- (1) The revenue is generated by the company from its decision intelligence application products.
- (2) Denominator of the percentage is the revenue generated by decision intelligence solution providers in China from the delivery of software and services with specific decision-support functions.
- (3) Company A is a listed company on the Main Board of Stock Exchange, established in 2012, headquartered in Beijing, China. As a decision intelligence solution provider, it is engaged in the research and development, and commercialization of artificial intelligence technologies, products, and solutions, with a product range covering AI chips, large language models, voice and natural language processing technologies, and AIoT smart devices, applied in smart home, healthcare, automotive and other scenarios.
- (4) Company B is a listed company on the Main Board of Stock Exchange, established in 2014, headquartered in Beijing, China. As a decision intelligence solution provider, it is engaged in the research and development, and commercialization of artificial intelligence and big data technologies, products, and solutions, with a product range covering user profiling, intelligent risk management, anti-fraud, and intelligent marketing, applied in banking, insurance, consumer finance, and other financial services scenarios.
- (5) Company C is a listed company on the ChiNext Board of Shenzhen Stock Exchange, established in 2001, headquartered in Beijing, China. It is engaged in the research and development, and commercialization of digital government and smart city technologies, products, and solutions, with a product range covering government informatization platforms, urban management systems, geographic information systems, and grid-based social governance solutions, applied in government agencies, urban management, and other scenarios.

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- (6) Company D is a listed company on the Main Board of Stock Exchange, established in 2014, headquartered in Beijing, China. It is engaged in the research and development of medical AI and big data technologies and solutions, with a product range covering medical data analytics platforms, clinical decision support systems, real-world evidence research solutions, and health management platforms, applied in pharmaceutical research and development, hospitals, and public health scenarios.
- (7) Company E is a listed company on the Main Board of Stock Exchange, established in 2009, headquartered in Beijing, China. It is engaged in the research and development, and commercialization of AI and big data technologies for marketing and advertising, with a product range covering programmatic advertising platforms, intelligent marketing solutions, consumer data analytics, and digital advertising technologies, applied in brand marketing, e-commerce, and other marketing scenarios.

Competitive Landscape of Data Agent-driven Decision Intelligence Application Market

In 2025, there are approximately 100 to 150 companies in China providing Data Agent-driven decision intelligence application solutions. China’s Data Agent-driven decision intelligence application market is relatively concentrated, with the top 5 providers collectively accounting for approximately 42.6% of total market. The table below sets forth the top 5 Data Agent-driven decision intelligence application providers in China in terms of revenue in 2025.

Ranking of the Leading Data Agent-driven Decision Intelligence Solution Provider, China, 2025, by Revenue

Ranking	Company	Revenue ⁽⁸⁾ (RMB Million)	Market Share ⁽⁹⁾
1	Our Company	380.6	10.5%
2	Company F ⁽¹⁰⁾	370.0	10.3%
3	Company G ⁽¹¹⁾	350.0	9.7%
4	Company H ⁽¹²⁾	240.0	6.6%
5	Company I ⁽¹³⁾	200.0	5.4%
Top 5		1,540.6	42.6%

Notes:

- (8) The revenue is generated by the company from its Data Agent-driven decision intelligence application products.
- (9) Denominator of the percentage is the revenue generated by Data Agent-driven decision intelligence solution providers in China from the delivery of software and services with specific decision-support functions, where Data Agent technology serves as the core underlying technological architecture.
- (10) Established in 2013, Company F is a listed company on the Main Board of the Stock Exchange and headquartered in Beijing. As a Data Agent-driven decision intelligence solution providers, Company F develops graph solutions and industry-level intelligent agents by integrating knowledge graphs and large language model and offers industry-level AI solutions.
- (11) Company G is an unlisted company established in 2012 and headquartered in Hangzhou, Zhejiang Province. As a Data Agent-driven decision intelligence solution providers, Company G is committed to assisting government and enterprise clients in mitigating risks and enhancing decision-making efficiency through integrating capabilities across multiple domains, including distributed computing, machine learning, deep learning, knowledge graphs, and federated learning.
- (12) Company H is an unlisted company established in 2016 and headquartered in Beijing. As a Data Agent-driven decision intelligence solution provider, Company H leverages cutting-edge ontology and large language model technology to develop an intelligent reasoning platform which is designed for complex, human-machine symbiotic scenarios and solve the challenge of rendering complex real-world problems computable and inferable.
- (13) Company I is an unlisted company established in 2014 and headquartered in Xiamen. As a Data Agent-driven decision intelligence solution provider, Company I focuses on four key sectors, namely national defence, finance, government affairs and the industrial Internet. It provides customers in these sectors with a suite of three core platform products, namely the decision platform, cognitive platform and data platform, supported by capabilities in knowledge graphs, graph computing, machine learning, and operations research and optimisation.

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Growth Drivers for China’s Decision Intelligence Application Market

- **Expansion of Data Foundations:** As data continues to accumulate across government and enterprise systems, its role is increasingly shifting from passive record-keeping toward a strategic asset that can support management and decision-making. At the same time, data sources are becoming more diverse and data structures more complex, making fragmented storage and isolated use less effective. This has driven growing demand for data governance, multi-source integration, analytical modelling and decision support capabilities, thereby laying an important foundation for the development of the decision intelligence application market in China.
- **Rising Complexity of Decision-Making:** Across government governance, public services, industrial management and enterprise operations, decision-making scenarios have become increasingly complex, with a growing number of stakeholders, variables and dynamic factors. Traditional approaches based on experience, static reports or single indicators are no longer sufficient to support refined, forward-looking and dynamic decision-making. As a result, customers demand is therefore shifting from simply reviewing and reporting data toward identifying issues, analysing relationships, forecasting trends and generating actionable recommendations, thereby driving the transition from experience-based decision-making to data-driven decision-making.
- **Deeper Cross-Entity Collaboration:** Decision-making increasingly requires coordination across departments, systems, organisational levels and institutions, rather than within isolated units. In such environments, effective decision support depends on the unified identification, linkage and continuous tracking of multiple entities, including people, enterprises, assets, events, locations and time-related information. Against this backdrop, data silos, heterogeneous data sources, inconsistent standards and limited interoperability have become major constraints. At the same time, stricter requirements for data security, privacy protection and compliance are driving demand for secure and trusted data sharing, joint analysis and collaborative decision support.
- **Greater Demand for Trusted Decision Support:** In mission-critical scenarios such as governance, risk control, regulatory review and industrial operations, decision outcomes often have a direct impact on governance effectiveness, resource allocation efficiency and operational risk. Customers therefore increasingly require decision support tools that are controllable, reliable, explainable and traceable. Solutions focused primarily on information retrieval, question answering or content generation are often insufficient in such scenarios. This is driving demand for more advanced decision intelligence solutions that can integrate multi-source data, entity relationships, business rules and reasoning mechanisms to provide verifiable and reviewable decision support.

Nevertheless, the market still faces certain challenges. Fragmented data sources, incomplete scenario coverage, untrusted data and limited commercial deployment may constrain the effectiveness of scenario mapping and collaborative decision-making, while rising requirements for trusted decision support and compliance may further increase the complexity of deployment and large-scale adoption.

Entry Barriers for China Decision Intelligence Application Market

- **Advanced technology integration:** Decision intelligence services rely on the integration of multiple advanced technologies, including data governance, graph technology, AI models, privacy computing, workflow orchestration, and increasingly AI agents. Service providers must continuously enhance their technical architecture in order to support more automated, scalable, and reliable decision support across complex scenarios. For new entrants, the lack of mature technical systems, integration capability, and sustained R&D investment makes it difficult to compete with established players in the short term.
- **Industry know-how and data access:** Decision intelligence services rely on both domain expertise and stable access to relevant data. Industry know-how is essential for aligning

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technical capabilities with practical business needs, while data accessibility determines whether solutions can be effectively developed and deployed. Leading participants are often better positioned through accumulated industry experience and established data access channels, whereas new entrants may face greater difficulty in delivering effective solutions.

- **Decision logic establishment and reusability:** The core value of decision intelligence services lies in transforming fragmented data, business rules and operational processes into structured and reusable decision logic for complex scenarios. Such capabilities typically require long-term accumulation of domain expertise, scenario understanding and engineering refinement, making them difficult for new entrants to replicate or surpass in a short period of time.
- **Client trust and resource accumulation:** Government and SOE clients usually prioritise supplier credibility, project experience, and delivery stability when selecting decision intelligence service providers. Purchasing decisions are often highly dependent on proven case records. In addition, decision intelligence services depend on stable, high-quality, and compliant data sources, many of which are controlled by government, telecommunication operators, financial institutions, or large enterprises. As a result, both customer trust and data access tend to accumulate over time, creating a meaningful barrier for new entrants.

Future Trends for China’s Decision Intelligence Application Market

- **Decision Intelligence is Evolving to Closed-Loop Decision Enablement:** As digitalisation deepens across government institutions and enterprise customers, demand for data applications is extending beyond information display, operational analysis and outcome monitoring toward higher-value functions such as solution formulation, scenario simulation, strategy optimisation and execution feedback. As a result, decision intelligence is evolving into a more integrated system covering sensing, analysis, judgement, execution and across complex scenarios such as risk management, resource allocation, and urban governance, thereby supporting the continued expansion of the market.
- **Decision Intelligence is Moving toward Industry Specialisation and Scenario-specific Deployment:** As different industries vary significantly in terms of business processes, decision-making logic, data structures and management objectives, general-purpose solutions are becoming less effective in complex use cases. Going forward, the decision intelligence application market is expected to further penetrate vertical industries, with service providers focusing on industry know-how, business rules, scenario models and delivery capabilities. As a result, market competition is expected to increasingly centre on industry understanding and scenario delivery capabilities.
- **The Integration of Data Agent Technologies and LLMs is Expected to Deepen:** As decision-making scenarios place increasing emphasis on accuracy, stability, explainability and traceability, reliance on a single technical approach is often insufficient for complex applications. Data Agent technologies provide structured modelling of real-world entities and relationships, while, LLMs enhance Data Agent through stronger semantic understanding, natural language interaction and unstructured data processing. The continued integration of these technologies is expected to improve the delivery quality, scenario adaptability and practical effectiveness of decision intelligence solutions.
- **Decision Intelligence Solutions are Expected to Shift toward Platform-based and Ongoing Service Models:** As customers gain a deeper understanding of decision intelligence systems, procurement is gradually shifting from one-off project implementation toward long-term capability building. In response, decision intelligence products and services are expected to place greater emphasis on platform-based architectures, modular capabilities and ongoing service models to enable faster deployment, greater scalability and continuous optimisation across different use cases. As a result, competition is likely to shift toward platform product strength, ongoing service capability and long-term customer value creation.

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This section sets out summaries of certain aspects of PRC laws, regulations and policies that are relevant to the Company’s business and operations.

LAWS, REGULATIONS AND POLICIES RELATING TO INFORMATION INDUSTRY

Policies on the Big Data Industry

The “Overall Layout Plan for the Construction of a Digital China” (《數字中國建設整體佈局規劃》) issued by the Central Committee of the Communist Party of China and the State Council in February 2023 pointed out the need to strengthen digital infrastructure and connect the major arteries of digital infrastructure. In the context of the digital age, databases have become a key “root” technology for the operation of the social economy and an important force supporting the high-quality development of the digital economy. At the same time, with the rapid development of key technologies such as artificial intelligence and the Internet of Things, the scale of data is growing exponentially, further driving technological changes and market expansion in the database industry. With the rapid growth of China’s database market and the continuous implementation of favorable industry policies, the database basic software industry will usher in a period of development opportunities.

According to the Key Points for the Development of the Digital Economy 2026 (《2026 年數字經濟發展工作要點》) issued by the National Data Administration in May 2026, eight key tasks have been rolled out, including deepening the reform of market-oriented allocation of data factors, consolidating digital infrastructure foundations, boosting data-enabled AI development, improving the core competitiveness of the digital economy, advancing in-depth integration between the real economy and the digital economy, upgrading digital governance and service capabilities, deepening international cooperation on the digital economy, and fostering a sound development environment.

According to the “Guiding Opinions on Promoting the High-Quality Development of the Data Industry” (《關於促進數據產業高質量發展的指導意見》) issued by the NDRC and other departments on December 28, 2024, and effective on the same day, the development of the data industry is an important measure to deepen the reform of the market-oriented allocation of data elements and build a digital economy with data as a key element. It is also an important support for advancing the national big data strategy and accelerating the construction of Digital China. The guidelines require that by 2029, the compound annual growth rate of the data industry should exceed 15%, the structure of the data industry should be significantly optimized, data technology innovation capabilities should rank among the world’s leading levels, the supply capacity of data products and services should be significantly enhanced, a new batch of smart application products, services, and business models should emerge, a new batch of data enterprises with international competitiveness should emerge, the comprehensive strength of the data industry should be significantly enhanced, and a regional aggregation and coordinated development pattern should be basically formed.

The Outline of the 15th Five-Year Plan (2026-2030) for National Economic and Social Development of the PRC (《中華人民共和國國民經濟和社會發展第十五個五年規劃綱要》, the “15th Five-Year Plan”), which was reviewed and approved by the Fourth Session of the 14th National People’s Congress (the “NPC”) on March 12, 2026, states that efforts should be made to advance the development of Digital China, enhance the level of digital and intelligent development, strengthen the

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R&D and application of key technologies and equipment in the data sector, foster and expand the data industry, and carry out in-depth initiatives under the “Data Elements” action. It also calls for the construction and operation of national data infrastructure and the implementation of an action plan for the development of trusted data spaces.

Policies on Artificial Intelligence

In accordance with the Notice of the State Council on Promulgating “Made in China 2025” Plan (the “**Plan**”) (《國務院關於印發〈中國製造2025〉的通知》) which was promulgated by the State Council on May 8, 2015 and came into effect on the same date, to fully implement the intention of the 18th National Congress of the Communist Party of China (the “**CPC**”) and the Second, Third and Fourth Plenary Sessions of the 18th Central Committee of the CPC and adhere to the path of new industrialization with Chinese characteristics, the Plan promotes the integrated development of the next-generation information technology and manufacturing technology, and identifies intelligent manufacturing as the main direction of comprehensively integrating informationization and industrialization. Efforts should be made to develop intelligent equipment and intelligent products, promote intelligent production processes, cultivate new production methods, and comprehensively enhance the level of intelligence in enterprise research and development, production, management and services.

The Development Plan of New Generation Artificial Intelligence (《新一代人工智能發展規劃》) which was promulgated by the State Council on July 8, 2017 and came into effect on the same date, according to which, aims to accelerate the cultivation of an artificial intelligence industry with a major leading role, promote the in-depth integration of artificial intelligence and various industrial fields, and form a data-driven, human-machine collaboration, cross-border integration, and co-creation and sharing. Under this framework, data and knowledge have become the first element of economic growth, human-machine collaboration has become the mainstream mode of production and service, cross-border integration has become an important economic model, co-creation and sharing has become a basic feature of economic ecology, personalized demand and customization have become a new trend in consumption. The Plan also outlines the development of key basic software such as artificial intelligence-oriented operating systems, databases, middleware, and development tools, breakthroughs in core hardware such as graphics processors, and study image recognition, speech recognition, machine translation, intelligent interaction, knowledge processing, control decision-making and other intelligent system solutions and cultivate and expand the basic software and hardware industries for artificial intelligence applications.

The Guidelines for the Construction of the National New Generation of AI Open Innovation Platform (《國家新一代人工智能開放創新平台建設工作指引》), promulgated by Ministry of Science and Technology of the PRC on August 1, 2019 and came into effect on the same date, pointed out that “openness and sharing” shall be the important philosophy in promoting artificial intelligence innovation and industry development in China, and encouraged to open innovation platforms for companies to do testing, and thus to form standard and modularized models, middleware and applications for providing services to the public in the form of open interfaces, model libraries, algorithm packages, etc.

The Guidelines for the Construction of the National New Generation Artificial Intelligence Innovation and Development Pilot Zone (《國家新一代人工智能創新發展試驗區建設工作指引》),

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promulgated by Ministry of Science and Technology of the PRC on August 29, 2019, amended on September 29, 2020 and came into effect on the same date, underlines that an environment conducive to the innovation and development of artificial intelligence shall be created, as well as to promote the construction of artificial intelligence infrastructure and strengthen the conditional support for the innovation and development of artificial intelligence.

The Ministry of Industry and Information Technology (the “MIIT”) and six other departments issued the Implementation Opinions on Promoting the Innovative Development of Future Industries (《關於推動未來產業創新發展的實施意見》) on January 29, 2024, focusing on artificial intelligence, quantum information, and gene technology, strengthening core technology research and development and industry-academia-research collaboration, building innovation platforms; cultivating industrial clusters and supporting the integrated development of leading enterprises and small and medium-sized enterprises; conducting scenario application demonstrations to accelerate technology transfer; optimizing fiscal, financial, and talent policies and improving intellectual property protection; deepening international cooperation, participating in global rule-making, and securing a leading position in future industries.

On June 5, 2024, the MIIT and three other departments issued the “Guidelines for the Construction of the National Artificial Intelligence Industry Comprehensive Standardization System(2024 Edition)” (《國家人工智能產業綜合標準化體系建設指南(2024版)》). The guidelines aim to establish a standardization system covering artificial intelligence technology, products, applications, and services. Key areas include foundational commonality, core technologies, products and services, industry applications, and safety and ethics. The guidelines promote standard development and international alignment, facilitate the standardized and high-quality development of the artificial intelligence industry, and support intelligent transformation and innovative applications. By 2026, the level of synergy between standards and industrial science and technology innovation will continue to improve, with over 50 new national and industry standards established, accelerating the formation of a standard system to guide the high-quality development of the artificial intelligence industry. Over 1,000 companies will engage in standard promotion and implementation, with the effectiveness of standard services in supporting enterprise innovation becoming more evident. Participation in the development of over 20 international standards will promote the global development of the artificial intelligence industry.

The Opinions of the State Council on Deepening the Implementation of the “Artificial Intelligence +” Initiative (《國務院關於深入實施「人工智能+」行動的意見》), issued on August 21, 2025, aim to promote inclusive sharing of artificial intelligence, deepen high-standard openness in the field of artificial intelligence, and promote open source and accessibility of artificial intelligence technology.

LAWS, REGULATIONS AND POLICIES RELATING TO COMPUTER SOFTWARE

According to the Regulations on Computers Software Protection (《計算機軟件保護條例》) promulgated by the State Council on June 4, 1991 and most recently amended on January 30, 2013 and taking effect on March 1, 2013, Chinese citizens, legal entities or other organizations enjoy copyright (including the right of divulgation, the right of developer-ship, the right of alteration, the right of reproduction, the right of distribution, the right of rental, the right of communication through information network, the right of translation, and other rights which shall be enjoyed by software copyright owners) in the software which they have developed, whether published or not.

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According to the Measures for the Registration of Computer Software Copyright (《計算機軟件著作權登記辦法》) promulgated by the National Copyright Administration on April 6, 1992 and most recently amended June 18, 2004 and taking effect on July 1, 2004, the software copyright, the exclusive licensing contracts and the assignment contracts of software copyright could be registered, and the National Copyright Administration shall be responsible for software copyright registration and management, and designate the Copyright Protection Center of China as the agency for software registration. Applications that meet the applicable requirements shall be approved for registration, and the Copyright Protection Center of China shall grant registration certificates to the applicants.

The Several Policies on Promoting the High-quality Development of the Integrated Circuit Industry and the Software Industry in the New Era (《新時期促進集成電路產業和軟件產業高質量發展的若干政策》) promulgated by the State Council on July 27, 2020 proposes introduction of a package of supporting policies regarding finance, tax, investment and financing, R&D, import and export, talent, intellectual property, market application and international cooperation to further optimize the development environment for the software industry, deepen international industrial cooperation, and improve industrial innovation capability and development quality.

According to the Catalog for Guiding Industry Restructuring (2024 version) (《產業結構調整指導目錄(2024年本)》) promulgated by the NDRC on December 27, 2023, taking effect on February 1, 2024, the development of industry (enterprise) -specific management and informatization solutions, network-based software service platforms, software development and testing services, information system integration, consulting, operation and maintenance, data mining and other services within the extent permitted by the PRC are under the encouraged category.

LAWS AND REGULATIONS RELATING TO THE PROTECTION OF CYBER SECURITY, DATA AND PRIVACY

The Data Security Law of the PRC (《中華人民共和國數據安全法》) (the “**Data Security Law**”) was passed by the 13th Standing Committee of the National People’s Congress (“SCNPC”) at the 29th Session on June 10, 2021 and came into effect on September 1, 2021. The Data Security Law requires a data processor to establish and improve a whole-process data security management system, organize data security education and training, and take corresponding technical measures and other necessary measures to safeguard data security. In conducting data processing activities using the Internet or any other information networks, a data processor shall perform the above data security protection obligations on the basis of the hierarchical cybersecurity protection system. Any violation of the provisions and requirements under the Data Security Law may subject a data processor to rectifications, warnings, fines, suspension of the related business, revocation of business permit or even criminal liabilities.

The Personal Information Protection Law of the PRC (《中華人民共和國個人信息保護法》) (the “**PIPL**”) was passed by the 13th SCNPC at the 30th Session on August 20, 2021 and came into effect on November 1, 2021. The PIPL stipulates the circumstances under which a personal information processor could process personal information and the requirements for such circumstances, such as when (1) the individual’s consent has been obtained; (2) the processing is necessary for the conclusion or performance of a contract to which the individual is a party, or where it is necessary for carrying out human resource management pursuant to employment rules legally adopted or a collective contract legally concluded; (3) the processing is necessary to fulfill statutory duties and statutory

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obligations; (4) the processing is necessary to respond to public health emergencies or protect natural persons’ life, health and property safety under emergency circumstances; (5) where the personal information is processed within a reasonable scope to carry out any news reporting, supervision by public opinions or any other activity for public interest purposes; (6) where the personal information, which has already been disclosed by an individual or otherwise legally disclosed, is processed within a reasonable scope according to this law; or (7) under any other circumstance as provided by any law or regulation. It also stipulates the obligations of a personal information processor. Any violation of the provisions and requirements under the PIPL may subject a personal information processor to rectifications, warnings, fines, suspension of the related business, revocation of business licenses, being entered into the relevant credit record or even criminal liabilities.

Under Article 21 of the PIPL, where a personal information processor engages a third party to process personal information on its behalf, the parties are required to enter into a written agreement specifying the scope, purpose, duration, manner, and categories of the personal information to be processed, the protection measures to be implemented, and the rights and obligations of both parties, and the processor must exercise ongoing supervision over the entrusted party’s activities. The entrusted party is strictly prohibited from processing personal information beyond the agreed scope, retaining personal information upon termination of the entrustment relationship, or sub-contracting processing to another party without the processor’s consent.

On December 28, 2021, thirteen PRC governmental and regulatory agencies, including the Cyberspace Administration of China (the “CAC”), promulgated the Measures for Cyber Security Review (《網絡安全審查辦法》), came into effect on February 15, 2022. The Measures for Cyber Security Review specify that the procurement of network products and services by operators of critical information infrastructure and the activities of data processing carried out by Internet platform operators that raise or may raise “national security” concerns are subject to cyber security review by Office of Cyber Security Review established by the CAC. Before a critical information infrastructure operator purchases internet products and services, it should assess the potential risk of national security that may arise from using such products and services. If such use of products and services may give rise to national security concerns, it should apply for a cyber security review by the Cyber Security Review Office. Where network products and services or data processing activities are considered by members of the Cybersecurity Review Working Mechanism to affect or potentially affect national security, the Office of Cyber Security Review shall, upon approval by the Central Cybersecurity and Informatization Commission in accordance with procedures, conduct review in compliance with relevant regulations. In addition, Internet platform operators that possess the personal data of over one million users and seek to list overseas must declare and undergo cybersecurity review with the Office of Cyber Security Review. Our PRC Legal Adviser made a telephonic consultation on a named basis with the China Cybersecurity Review, Certification and Market Regulation Big Data Center (中國網絡安全審查認證和市場監管大數據中心, CCRC) which is the competent authority entrusted by the CAC to set up cybersecurity review consultation hotline. The CCRC confirmed that the term “listing in a foreign country” under the Cybersecurity Review Measures does not apply to listings in Hong Kong, and thus the obligation to proactively apply for cybersecurity review by an entity seeking listing in a foreign country shall not be applicable to the proposed [REDACTED].

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On July 1, 2022, the CAC promulgated the Measures for the Data Export Security Assessment (《數據出境安全評估辦法》), effective on September 1, 2022. The Measures for the Data Export Security Assessment requires the data processor providing data overseas to apply for the data export security assessment by the national cyber security administration authority through its local provincial counterpart if they fall under any of the following circumstances: (i) where the data processor intends to provide important data overseas; (ii) where the critical information infrastructure operator and any data processor who has processed personal information of more than 1,000,000 people intend to provide personal information overseas; (iii) where any data processor who has provided personal information of 100,000 people or sensitive personal information of 10,000 people to overseas recipients accumulatively since January 1 of the last year intends to provide personal information overseas; and (iv) other circumstances where the security assessment of data cross-border transfer is required as prescribed by the CAC.

According to the Measures for the Standard Contract for Outbound Cross-Border Transfer of Personal Information (《個人信息出境標準合同辦法》) issued by the CAC on February 22, 2023, and took effect on June 1, 2023, a personal information processor shall meet the following criteria to provide personal information to an overseas recipient through a Standard Contract executed: (i) not being a critical information infrastructure operator; (ii) handling personal information of fewer than one million individuals; (iii) having provided personal information of fewer than 100,000 individuals in aggregate to overseas recipients since January 1 of the previous year; and (iv) having provided sensitive personal information of fewer than 10,000 individuals in aggregate to any overseas recipients since January 1 of the previous year. Where it is otherwise provided in any law or administrative regulations, or by the national cyberspace authority, those provisions shall prevail.

On March 22, 2024, the CAC issued Provisions on Facilitating and Regulating Cross-border Data Flows (《促進和規範數據跨境流動規定》). Under these provisions, data processors who provide data abroad, and meet any of the following conditions, are required to declare the data export security assessment with the national cybersecurity administration authority through its local provincial counterpart: (i) critical information infrastructure operators providing personal information or important data abroad; (ii) data processors other than critical information infrastructure operator providing important data abroad or cumulatively providing abroad personal information (without any sensitive personal information) of more than one million individuals, or sensitive personal information of more than 10,000 individuals since January 1 of the current year. Additionally, to provide personal information to an overseas recipient through a standard contract executed or with a personal information protection certification, a personal information processor shall meet the following criteria: (i) cumulatively exporting personal information (excluding sensitive personal information) of more than 100,000 but fewer than 1 million individuals since January 1 of the current year; or (ii) cumulatively exporting sensitive personal information of fewer than 10,000 individuals since January 1 of the current year. Besides the above, the Provisions on Facilitating and Regulating Cross-border Data Flows also outline certain circumstances under which the data processors are exempted to carry out the data export security assessment or standard contract/personal information protection certification requirements, loosening the regulations on personal information cross-border transfer.

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On September 24, 2024, the State Council promulgated the Network Data Security Management Regulations (《網絡數據安全管理條例》), which took effect on January 1, 2025. These Regulations further refine the provisions of the PIPL regarding notification, consent, and the exercise of rights by individuals. The Network Data Security Management Regulations stipulate that “entrusted processing” refers to network data processing activities in which a network data processor entrusts an individual or organization to process network data in accordance with the agreed purpose and method. When a network data processor entrusts the processing of personal information and important data to another network data processor, it shall specify to the recipient, through a contract or otherwise, the processing purpose, method, scope, and security protection obligations, etc., and supervise the recipient’s performance of such obligations. Records of entrusting the processing of personal information and important data to another network data processor shall be retained for at least three years. The network data recipient shall fulfill its network data security protection obligations and process personal information and important data in accordance with the agreed purpose, method, scope, etc. Before entrusting the processing of important data, the processor of important data shall conduct a risk assessment, except where such activities are performed in fulfillment of statutory duties or obligations.

The Cyber Security Law of the PRC (《中華人民共和國網絡安全法》) (the “**Cyber Security Law**”), which was promulgated on November 7, 2016 and was amended on October 28, 2025, came into effect on January 1, 2026, requires that when constructing and operating a network, or providing services through a network, technical measures and other necessary measures shall be taken in accordance with laws, administrative regulations and the compulsory requirements set forth in national standards to ensure the secure and stable operation of the network, to effectively cope with cyber security events, to prevent criminal activities committed on the network, and to protect the integrity, confidentiality and availability of network data. The Cyber Security Law emphasizes that any individuals and organizations that use networks must not endanger network security or use networks to engage in activities endangering national security, economic order and social order or infringing the reputation, privacy, intellectual property rights and other lawful rights and interests of others.

On March 20, 2026, the MIIT and nine other departments jointly issued the Interim Measures for the Administration of AI Technology Ethics Review and Services (人工智能科技倫理審查與服務辦法(試行)), which came into effect on the date of issuance. The measures apply to AI technology activities carried out within the territory of the PRC that may pose ethical risks. Conducting AI technology activities shall comply with AI technology ethics principles, including enhancing human welfare, respecting life rights, upholding fairness and impartiality, reasonably controlling risks, maintaining transparency, protecting privacy and security, and ensuring controllability and trustworthiness. The measures require entities engaged in AI technology activities including higher education institutions, research institutions, healthcare institutions, and enterprises to establish AI technology ethics committees and assume the primary responsibility for ethics review management. The measures serve as a refinement of the Provisions on the Administration of Science and Technology Ethics Review (for Trial Implementation) in the AI field, providing targeted provisions tailored to the characteristics of AI technology with respect to ethics principles, review priorities, and the coordination of expert re-review procedures, thereby better addressing the practical needs of AI technology ethics review. Violations of the measures shall be investigated and punished in accordance with the Cybersecurity Law, the Data Security Law, the PIPL, the Science and Technology Progress Law, and other applicable laws and regulations.

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LAWS AND REGULATIONS RELATING TO INTELLECTUAL PROPERTY RIGHTS

Trademark Law

Registered trademarks are protected under the Trademark Law of the PRC (《中華人民共和國商標法》) promulgated on August 23, 1982, latest amended on April 23, 2019, and effective from November 1, 2019 and related rules and regulations. Trademarks are registered with the State Intellectual Property Office, formerly the Trademark Office of the State Administration for Industry and Commerce of the PRC. Where registration is sought for a trademark that is identical or similar to another trademark which has already been registered or given preliminary examination and approval for use in the same or similar category of commodities or services, the application for registration of this trademark may be rejected. Trademark registrations are effective for 10 years, unless otherwise revoked.

Patent Law

The Patent Law of the PRC (《中華人民共和國專利法》) promulgated by the Standing Committee of the NPC on March 12, 1984 and most recently amended on October 17, 2020 and effective from June 1, 2021, and its implementation rules (《中華人民共和國專利法實施細則》), which were promulgated by the China Patent Office on January 19, 1985 and most recently amended by the State Council on December 11, 2023 and effective from January 20, 2024, provide for three types of patents: “invention”, “utility model” and “design”. “Invention” refers to any new technical solution in relation to a product, or a process or improvement thereof; “utility model” refers to any new technical solution relating to the shape, structure, or their combination, of a product, which is suitable for practical use; “design” refers to a new design that is aesthetic and suitable for industrial application for the overall or partial shape, pattern or its combination of products, as well as the combination of color, shape and pattern. The validity period of patent for an “invention” is 20 years, while the validity period of patent for a “utility model” is 10 years and that of a “design” is 15 years, from the date of application.

Copyright Law

Pursuant to the Copyright Law of the PRC (《中華人民共和國著作權法》) promulgated by the SCNPC on September 7, 1990 and most recently amended on November 11, 2020 and effective from June 1, 2021, Chinese citizens, legal persons or unincorporated organizations shall, whether published or not, enjoy copyright in their works in accordance with the law. Unless otherwise provided in the Copyright Law of the PRC and other related system, laws and regulations, reproducing, distributing, performing, projecting, broadcasting or compiling a work or communicating the same to the public via an information network without permission from the owner of the copyright therein shall constitute infringements of copyrights. The infringer shall, according to the circumstances of the case, undertake to cease the infringement, eliminate impact, and offer an apology, pay damages and other civil liabilities. In exercising the rights, copyright owners and copyright-related rights holders shall not be in violation to the Constitution and laws nor prejudice to public interests. According to the Measures for the Registration of Computer Software Copyright issued by the Ministry of Machine Building and Electronics Industry (《計算機軟件著作權登記辦法》) (currently incorporated into the MIIT) on April 6, 1992 and most recently amended by the National Copyright Administration on June 18, 2004 and effective from July 1, 2004, and the Regulations on Protection of Computer Software

REGULATORY OVERVIEW

(《計算機軟件保護條例》) promulgated by the State Council on June 4, 1991 and most recently amended on January 30, 2013 and effective from March 1, 2013, the State Copyright Administration shall be responsible for the administration of software copyright registration nationwide, and the China Copyright Protection Center is recognized as the software registration authority. Applicants of computer software copyright satisfying the requirements of the Measures for the Registration of Computer Software Copyright and the Regulations on Protection of Computer Software will be issued a registration certificate by the China Copyright Protection Center.

LAW AND REGULATIONS RELATING TO PROPERTY LEASING

According to The Civil Code of the PRC (《中華人民共和國民法典》) (the “Civil Code”), which was promulgated by the NPC on May 28, 2020, and implemented on January 1, 2021, an owner of immovable or movable property is entitled to possession, use, earnings, possess, use, benefit from, and dispose and disposal of such property in accordance with the law. Subject to the consent of the lessor, the lessee may sublease the leased premises to a third party. Where a lessee subleases the premises, the lease contract between the lessee and the lessor remains valid. The lessor is entitled to terminate the lease if the lessee subleases the premises without the consent of the lessor. In addition, if the ownership of the leased premises changes during the lessee’s possession in accordance with the terms of the lease contract, the validity of the lease contract shall not be affected. Moreover, pursuant to the Civil Code, if the mortgaged property has been leased and transferred for occupation prior to the establishment of the mortgage right, the original tenancy shall not be affected by such mortgage right.

On December 1, 2010, the Ministry of Housing and Urban-Rural Development promulgated the Administrative Measures on Leasing of Commodity Housing (《商品房屋租賃管理辦法》), which became effective on February 1, 2011. According to such measures, the lessor and the lessee are required to complete property leasing registration and filing formalities within 30 days from execution of the property lease contract with the development authorities or real estate authorities of the municipality or county where the leased property is located. If a company fails to do as aforesaid, it may be ordered to rectify within a stipulated period, and if such company fails to rectify, a fine ranging from RMB1,000 to RMB10,000 may be imposed on each lease agreement.

LAWS AND REGULATIONS RELATING TO LABOR AND SOCIAL INSURANCE

Labor Law and Labor Contracts Law

According to the Labor Law of the PRC (《中華人民共和國勞動法》) promulgated by the SCNPC on July 5, 1994 and amended on December 29, 2018, after it came into effect on January 1, 1995, and implemented on the same day, the Labor Contract Law of the PRC (《中華人民共和國勞動合同法》) promulgated by the SCNPC on June 29, 2007 and implemented on January 1, 2008, and then amended on December 28, 2012 and implemented on July 2013, and the Implementation Regulations of the Labor Contract Law of the PRC (《中華人民共和國勞動合同法實施條例》), which was promulgated by the State Council on September 18, 2008 and came into effect on the same day, an employer and an employee shall enter into a written labor contract when establishing an employment relationship. The employer shall, in accordance with the provisions of the labor contract and relevant laws and regulations, pay the labor remuneration to the employee in full and in a timely manner. At the same time, the wages of workers must not be lower than the local minimum wage.

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Social Insurance and Housing Provident Fund

Pursuant to the Social Insurance Law of the PRC (《中華人民共和國社會保險法》) which was promulgated on October 28, 2010 and with effect from July 1, 2011 and latest amended on December 29, 2018, and the Interim Regulations on the Collection of Social Insurance Fees (《社會保險費徵繳暫行條例》) issued by the State Council on January 22, 1999 and last amended on March 24, 2019, employees shall participate in basic pension insurance, employers in China are required to provide employees with welfare schemes covering basic pension insurance, basic medical insurance, unemployment insurance, maternity insurance and work-related injury insurance. If an enterprise fails to pay the above-mentioned social insurance premiums, the social insurance premium collection agency shall order it to pay or make up for it within a time limit, and if it still fails to pay within the time limit, it will face administrative penalties such as fines.

Pursuant to the Regulations on the Administration of Housing Provident Fund (《住房公積金管理條例》) which was promulgated on April 3, 1999 and amended on March 24, 2002 and March 24, 2019, employers shall timely pay the housing provident fund in full and overdue or insufficient payment shall be prohibited. Employers shall process the housing fund payment and deposit registration in the housing provident fund administrative center. For enterprises who violate the above laws and regulations and fail to apply for housing provident fund deposit registration or open housing provident fund accounts for their employees, the housing provident fund administrative center shall order the relevant enterprises to make corrections within a designated period. Those enterprises failing to process registration provident fund accounts for their employees within designated period shall be subject to a fine ranging from RMB10,000 to RMB50,000. When enterprises violate those provisions and fail to pay the housing provident fund in full amount as due, the housing provident fund administrative center will order such enterprises to pay up the amount within a prescribed period; if those enterprises still fail to comply with the regulations upon the expiration of the above-mentioned time limit, further application will be made to the People’s Court for mandatory enforcement.

During the Track Record Period, we did not make full contributions to social insurance and housing provident funds for certain of our employees as required by relevant PRC laws and regulations. For details, please refer to the paragraph headed “Business - Legal compliance” in this document.

LAWS AND REGULATIONS RELATING TO TAX

Enterprise Income Tax

In accordance with the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) (the “EIT law”) which was promulgated by the SCNPC on March 16, 2007, and was latest amended on December 29, 2018, with the latest revision effective on the same date and the Implementation Regulations for the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》) which was promulgated by the State Council on December 6, 2007, and was latest amended on December 6, 2024, with the latest revision effective on January 20, 2025, a uniform income tax rate of 25% will be applied to resident enterprises and non-resident enterprises that have established institutions and premises in China. Besides enterprises established within the PRC, enterprises established in accordance with the laws of other judicial districts whose “de facto management bodies” are within the PRC are considered “resident enterprises” and subject to the uniform 25% enterprise income tax rate for their income derived from both inside and outside the PRC.

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In accordance with the Administrative Measures on Accreditation of High-tech Enterprises (《高新技術企業認定管理辦法》) which was promulgated by the Ministry of Science and Technology, the Ministry of Finance and the State Administration of Taxation on April 14, 2008 and amended on January 29, 2016 and came into effect on January 1, 2016, high-tech enterprises referred to in these Measures shall mean resident enterprises registered in China (excluding Hong Kong, Macau and Taiwan) which are continuously engaging in research and development and technology commercialization within the realm of the Regions of Advanced Technologies Strongly Supported by PRC, forming the core independent intellectual property of the enterprise, and carrying out business activities on such basis, which accredited pursuant to these Measures may declare and claim tax incentives pursuant to the EIT Law and its Implementation Regulations, the Administrative Law of the PRC on the Levying and Collection of Taxes, the Implementation Regulations for the Law of the PRC on Administration of Tax Collection (《中華人民共和國稅收徵收管理法實施細則》) etc. Upon obtaining the qualification as a high-tech enterprise, the enterprise shall complete tax reduction and exemption formalities with the tax authorities in charge and the qualifications of an accredited high-tech enterprise shall be valid for three years from the date of issuance of the certificate.

Value-added Tax

According to the Rules for the Implementation of the Provisional Regulations on Value-Added Tax of the PRC (《中華人民共和國增值稅暫行條例實施細則》) (the “Implementation Rules”), issued by the Ministry of Finance (“MOF”) on December 25, 1993, entering into force on the same date and last amended on October 28, 2011 with effect from November 1, 2011, all enterprises, entities and individuals engaging in the sale of goods, provision of processing, repair and replacement services (“labor services”), sales of services, intangible assets, real estate, or the importation of goods within the territory of the PRC are taxpayers of value-added tax (“VAT”) and shall pay VAT in accordance with the law. Under the regulations, taxpayers providing sales of goods, labor services, or tangible personal property leasing services, or importing goods, are subject to a VAT rate of 17% unless otherwise specified; those providing transportation, postal services, basic telecommunications, construction, real estate leasing services, sales of real estate, transfer of land use rights, or the sale or import of certain goods are subject to a 11% rate; those providing sales of services or intangible assets are subject to a 6% rate, except as otherwise specified; and taxpayers exporting goods are generally subject to a 0% VAT rate, unless otherwise provided by the State Council. Pursuant to the Notice of the MOF and the State Taxation Administration (“STA”) on the Adjustment to VAT Rates (《關於調整增值稅稅率的通知》), promulgated by MOF and STA on April 4, 2018 and effective May 1, 2018, the original 17% and 11% VAT rates applicable to taxable sales or imports of goods were adjusted to 16% and 10%, respectively. Further, under the Announcement on Policies for Deepening the VAT Reform (《關於深化增值稅改革有關政策的公告》), jointly issued by the MOF, STA and the General Administration of Customs on March 20, 2019 and effective April 1, 2019, the 16% and 10% rates were further adjusted to 13% and 9%, respectively.

Distribution of Dividends

According to the Company Law of the PRC (《中華人民共和國公司法》), which was promulgated by the SCNPC on December 29, 1993, most recently amended in December 29, 2023, and came into effect in July 1, 2024, and the Foreign Investment Law of the PRC (《中華人民共和國外商投資法》) (the “Foreign Investment Law”), which was promulgated by the NPC on March 15, 2019 and came into effect in January 1, 2020, foreign-invested enterprises in the PRC are only allowed to pay

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dividends out of their accrued profits, if any, as determined in accordance with the Chinese Accounting Standards and regulations. Unless otherwise provided in the legal provisions relating to foreign investment, PRC companies (including FIEs) are required to set aside at least 10% of their after-tax profits as general reserves until the accumulated amount of such reserves reaches 50% of their registered capital and are not permitted to distribute any profits until any losses of prior financial years have been set off. Retained profits of prior financial years may be distributed together with distributable profits of the current financial year.

Tax treaties

Non-PRC resident investors residing in countries which have entered into treaties for the avoidance of double taxation with the PRC are entitled to a reduction of the withholding taxes imposed on the dividends received from PRC companies. The PRC currently has entered into Avoidance of Double Taxation Treaties/Arrangements with a number of countries and regions including Hong Kong Special Administrative Region, Macau Special Administrative Region, Australia, Canada, France, Germany, Japan, Malaysia, the Netherlands, Singapore, the United Kingdom and the United States.

LAWS AND REGULATIONS RELATING TO FOREIGN EXCHANGE

The Administrative Regulations of the PRC on Foreign Exchange (《中華人民共和國外匯管理條例》) (State Council Order No. 532), promulgated by the State Council on January 29, 1996, and most recently amended on August 1, 2008, serves as the fundamental administrative regulation for foreign exchange management in China. It stipulates that the state shall not impose restrictions on current international payments and transfers; however, domestic institutions and individuals seeking to conduct direct overseas investment or engage in the issuance or trading of overseas securities must complete registration in accordance with the regulations of the state foreign exchange authority. Pursuant to the Notice of the State Administration of Foreign Exchange on Reforming and Regulating the Policies for the Administration of Settlement of Foreign Exchange under Capital Accounts (《國家外匯管理局關於改革和規範資本項目結匯管理政策的通知》), effective from June 9, 2016, foreign exchange receipts under capital accounts — including foreign exchange capital, external debt funds, and funds repatriated from overseas listings — may be settled at banks based on the actual business needs of the domestic institution. Such funds, however, may not be used, directly or indirectly, for expenditures outside the entity’s business scope or for purposes prohibited by laws and regulations. According to the Notice of the People’s Bank of China and the SAFE on the Management of Funds for Overseas Listings by Domestic Enterprises (《中國人民銀行國家外匯管理局關於境內企業境外上市資金管理有關問題的通知》), which is promulgated on December 24, 2025, and effective from April 1, 2026, domestic enterprises listing overseas shall, within 30 business days from the first trading day of the overseas listing or the completion of the over-allotment, submit the relevant materials to a bank within the jurisdiction of the provincial-level or separately listed municipal area where the enterprise is registered to apply for overseas listing registration.

LAWS AND REGULATIONS RELATING TO FOREIGN INVESTMENT

According to the Foreign Investment Law, the Regulations for Implementing the Foreign Investment Law of the PRC, (《中華人民共和國外商投資法實施條例》) which was promulgated by the State Council on December 26, 2019 and took effect on January 1, 2020, the State shall implement

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the management systems of pre-establishment national treatment and negative list for foreign investment. The pre-establishment national treatment refers to granting to foreign investors and their investments, in the stage of investment access, the treatment no less favorable than that granted to domestic investors and their investments except for foreign investment in restricted or prohibited fields or industries; the Negative List refers to special administrative measures for access of foreign investment in specific areas or industries, including restricted or prohibited areas or industries. The State accords national treatment to foreign investment outside of the Negative List. Foreign investors shall not invest in areas that are prohibited in the Negative List.

According to the Special Administrative Measures (Negative List) for the Access of Foreign Investment (2024 version) (《外商投資准入特別管理措施(負面清單)(2024年版)》) (the “2024 Negative List”), which was promulgated by the MOFCOM and the NDRC on September 6, 2024 and took effect on November 1, 2024, and the Catalog of Industries for Encouraging Foreign Investment (2025 version) (《鼓勵外商投資產業目錄(2025年版)》), which was jointly promulgated by the MOFCOM and the NDRC on December 15, 2025 and took effect on February 1, 2026, foreign investments in domestic industries are divided into three categories: encouraged, restricted, and prohibited. Industries not listed in the Negative List are deemed permitted for foreign investments. The industry in which we operate is not included in the 2024 Negative List.

In addition, according to the Measures for the Security Review of Foreign Investment (《外商投資安全審查辦法》) promulgated by NDRC and MOFCOM on December 19, 2020 and taking effect on January 18, 2021, foreign investments that have an actual or potential impact on national security are subject to security review in accordance with the provisions of the Measures for the Security Review of Foreign Investment. The State has established a mechanism for conducting security reviews of foreign investment, which is responsible for organizing, coordinating, and guiding such reviews. Foreign investors or relevant domestic parties who intend to invest in the following areas should proactively apply to the mechanism’s office for a security review prior to implementation of the investment: (i) investment in defense, defense support and related sectors that have a bearing on national defense security, as well as investment in areas surrounding military and defense facilities; (ii) investment in important agricultural products, important energy and resources, major equipment manufacturing, important infrastructure, important transportation services, important cultural products and services, important information technology and Internet products and services, important financial services, key technologies, and other important sectors related to national security, while obtaining actual control over the invested enterprise.

LAWS AND REGULATIONS RELATING TO OVERSEAS INVESTMENT

Pursuant to the Administrative Measures for Outbound Investment (《境外投資管理辦法》) promulgated by the MOFCOM on September 6, 2014 and implemented on October 6, 2014, the MOFCOM and provincial competent commerce authorities shall carry out administration either by record-filing or approval, depending on different circumstances of outbound investment by enterprises. Outbound investment by enterprises that involves sensitive countries and regions or sensitive industries shall be subject to administration by approval. Outbound investment by enterprises that falls in any other circumstances shall be subject to administration by record-filing.

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Pursuant to the Administrative Measures for Outbound Investment of Enterprises (《企業境外投資管理辦法》) promulgated by the NDRC on December 26, 2017 and implemented on March 1, 2018, a domestic enterprise, or the Investor, making an outbound investment shall obtain approval, conduct record-filing or other procedures applicable to outbound investment projects, or the Projects, report relevant information, and cooperate with the supervision and inspection. Sensitive Projects carried out by the Investors directly or through overseas enterprises controlled by them shall be subject to approval; non-sensitive Projects directly carried out by the Investors, namely, non-sensitive projects involving investors' direct contribution of assets or rights and interests or provision of financing or guarantee shall be subject to record-filing. The aforementioned “sensitive project” means a project involving a sensitive country or region or a sensitive industry. The NDRC shall promulgate the catalogue of sensitive industries. The currently effective sensitive industry catalogue is the Catalogue of Sensitive Sectors for Outbound Investment (2018 Edition) (《境外投資敏感行業目錄(2018年版)》), effective as of March 1, 2018.

REGULATIONS RELATING TO OVERSEAS LISTING

The China Securities Regulatory Commission (the “CSRC”) promulgated the Overseas Listing Trial Measures (《境內企業境外發行證券和上市管理試行辦法》) and five related guidelines on February 17, 2023, which came into effect on March 31, 2023. The Overseas Listing Trial Measures introduce a new filing regime which requires PRC domestic companies to file with the CSRC within three business days after submitting an application for initial public offering to competent overseas regulators or overseas stock exchanges. The Overseas Listing Trial Measures also provide that overseas listing and offering are explicitly prohibited, if any of the following applies: (i) such securities offering and listing are explicitly prohibited by specific laws and regulations; (ii) the proposed securities offering and listing may endanger national security as reviewed and determined by competent authorities under the State Council; (iii) the domestic company or its controlling shareholder(s) and the actual controller, have committed crimes including corruption, bribery, embezzlement, misappropriation of property or undermining the order of the socialist market economy in the past three years; (iv) the domestic company is currently under investigations for suspicion of criminal offenses or major violations of laws and regulations and such investigation has not reached a definitive conclusion; or (v) there are material ownership disputes over equity held by the domestic company's controlling shareholder(s) or by other shareholder(s) that are controlled by the controlling shareholder(s) and/or actual controller.

The CSRC and other three relevant government authorities promulgated the Provisions on Strengthening the Confidentiality and Archives Administration of Overseas Securities Offering and Listing by Domestic Companies (《關於加強境內企業境外發行證券和上市相關保密和檔案管理工作的規定》) (the “Provision on Confidentiality”) on February 24, 2023, and it came into effect on March 31, 2023. Pursuant to the Provision on Confidentiality, when a domestic company or its overseas listing entity provides or publicly discloses the documents and materials involving state secrets and working secrets of state organs to the relevant securities, companies, securities service institutions, overseas regulatory authorities and other entities and individuals, it shall report to the competent department with the examination and approval authority for approval, and file with the same level secrecy administration department. A domestic company that plans to, either directly or through its overseas listed entity, publicly disclose or provide to relevant individuals and entities including securities companies, securities service providers and overseas regulators, any other documents and materials that, if leaked, will be detrimental to national security or public interest, shall strictly fulfill relevant procedures stipulated by applicable national regulations. Domestic companies providing accounting archives or copies thereof to entities and individuals such as securities companies, securities service institutions and overseas regulatory authorities shall perform the relevant

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procedures according to relevant regulations. The working papers formed within the territory of the PRC by the securities companies and securities service institutions that provide related services for the overseas offering and listing of domestic enterprises shall be kept within the territory of the PRC. Cross-border transferring of such working papers shall go through the examination and approval formalities in accordance with the relevant regulations.

REGULATIONS RELATING TO FULL CIRCULATION OF H SHARES

According to the Guidelines on Application for “Full Circulation” of Domestic Unlisted Shares of H-share Companies (2023 Amendment) (《H股公司境內未上市股份申請「全流通」業務指引(2023修正)》), which was issued and implemented by the CSRC on November 14, 2019 and amended on August 10, 2023, shareholders of domestic unlisted shares may determine by themselves through consultation the amount and proportion of shares, for which an application will be filed for circulation, and authorize the domestic enterprises to file the “Full Circulation” application, provided that the requirements laid down in the relevant laws and regulations and set out in the policies for state-owned asset administration, foreign investment and industry regulation are met. The shareholders of domestic unlisted shares shall authorize the domestic enterprises to file the “Full Circulation” application with CSRC by filing materials on key compliance issues, including whether the “Full Circulation” has fulfilled adequate internal decision-making procedures, necessary internal approvals and authorizations, and whether the “Full circulation” involves approval or filing procedures set out in the laws, regulations and policies for state-owned asset administration, industry supervision and foreign investment, and if so, whether such approval or filing procedures have been performed. Domestic enterprises that are not yet listed may file the “Full Circulation” application when applying for listing in an overseas IPO. After an application for “Full Circulation” has been approved by the CSRC, the domestic enterprise shall submit relevant status reports to the CSRC within 15 days after the shares involved in the application completing the transfer registration in the China Securities Depository and Clearing Corporation Limited (the “CSDC”). The domestic unlisted shares may not be transferred back to China after they have been listed and circulated in Hong Kong.

According to the Measures for Implementation of H-share “Full Circulation” Business (《H股「全流通」業務實施細則》) promulgated by the CSDC and Shenzhen Stock Exchange (the “SZSE”) on December 31, 2019, the businesses of cross-border transfer registration, maintenance of deposit and holding details, transaction entrustment and instruction transmission, settlement, management of participants, services of nominal holders, etc. in relation to the “Full Circulation” business, are subject to the Measures for Implementation. Where there is no provision in the Measures for Implementation, it shall be handled with reference to other business rules of the CSDC, China Securities Depository and Clearing (Hong Kong) Company Limited and the SZSE.

The Shenzhen Branch of CSDC promulgated the Guide to the Program for H-share “Full Circulation” Business of the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited (《中國證券登記結算有限責任公司深圳分公司H股“全流通”業務指南》) on June 27, 2025 and came into effect on June 30, 2025. These guidelines aim at standardizing the business operations of H-share “Full Circulation” and have made provisions for relevant businesses related to H-share “Full Circulation”, including business preparation, cross-border transfer registration, overseas share custody, initial maintenance of detailed domestic holdings, change and maintenance of detailed domestic holdings, handling of corporate actions, settlement and delivery, and risk management.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

OVERVIEW

We are a decision intelligence solutions provider headquartered in Beijing, the PRC. Our history can be traced back to August 2015 when our Company was established in the PRC. Under the leadership and management of Mr. Yu and Mr. Cheng, we have achieved a rapid growth in revenue during the Track Record Period. See “Directors and Senior Management—Our Board of Directors—Executive Directors” for the biographical details of Mr. Yu and Mr. Cheng.

To cope with our expansion and strategic needs, there has been a series of equity transfers and capital increases since the establishment of our Company as disclosed in this section below. On April 20, 2026, in anticipation of the proposed [REDACTED], our Company was converted from a limited liability company into a joint stock company with limited liabilities, and was renamed Beijing Rongxin Datainfo Science and Technology Co., Ltd. (北京融信數聯科技股份有限公司).

KEY MILESTONES

The following table illustrates the key milestones of our business development:

Year	Key milestones
2015	Our Company was established with our name denoting “integrating information and connecting data (融合信息，聯接數據) to empower decision intelligence solutions”. We delivered our first big data-based real-time tourism monitoring system in Hainan (大數據旅遊實時監測系統(海南)) and our first big data-based government decision-making platform in Haidian District, Beijing (首個大數據政務決策平台(北京海淀)).
2016	We provided population big data analytics services for government entities such as the Statistics Bureau of Beijing Haidian District (北京市海淀區統計局) and the Shunyi District Development and Reform Commission (順義區發改委), focusing on the unique value of “natural persons” in decision intelligence.
2017	We provided real-time public information statistical analysis for the Administrative Committee of Zhongguancun Science City (中關村科技園區海淀園管理委員會) and decision-making service platform for Haidian District, Beijing. We provided digital information communications technology services to large SOEs such as China Mobile Group, and explored the use of more high-quality datasets for decision intelligence.
2018	We expanded our market presence to Sichuan Province, providing population and economic analysis services to the Statistics Bureau of Chengdu (成都市統計局) and carried out the pilot project of “Application of Non-Traditional Data (Big Data) in Population Statistics in Sichuan Province (四川省非傳統數據(大數據)在人口統計中應用試點項目)” for the Statistics Bureau of Anzhou District, Mianyang City (綿陽市安州區統計局), focusing on the decision-making value of “natural person” and “legal entities” in industrial and economic scenarios.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Year	Key milestones
2019	We provided telecommunications operator data technical services for the Beijing Big Data Action Plan Social Data Procurement Project (北京市大數據行動計劃社會數據採購專案) for the Beijing Municipal Bureau of Economy and Information Technology (北京市經濟和信息化局). We utilized the Data Agent Graph technology to support our decision intelligence solutions by identifying and extracting high-value, dynamic information from multi-source, heterogeneous raw data and labeling such data with reference to natural persons, legal entities and IoT sensors (such as smart devices), with the labelled data collectively referred to as “Data Agents”.
2020	Our Company was admitted as a member of the Big Data Technology and Standard Committee (大數據技術標準推進委員會全權成員單位) under the Big Data Technology and Standard Committee (大數據技術標準推進委員會). In recognition of our outstanding contributions to COVID-19 prevention and control efforts in Beijing, we received commendations from the NDRC and the Beijing Big Data Management Bureau (北京市大數據管理局). We provided multi-source data governance and analytical services, and integrated analysis platform development services for large internet companies, promoting cross-industry business collaboration.
2022	We were selected as a representative of the privacy computing industry in the IDC Perspective: Privacy Computing Panorama Research Report (IDC Perspective: 隱私計算全景研究報告). We provided solutions to clients in more than 10 provinces and municipalities, including Beijing, Shaanxi, Shanghai, Fujian, Tianjin, Shandong, Liaoning, Chongqing, Hubei, Jiangsu, Guangdong, Henan, and Shanxi. We received the CMMI Level 5 certification. Our Company was awarded the 2022 Beijing Software Core Competitiveness Enterprise (Growth Category) (2022 北京軟件核心競爭力企業(成長型)) under the Beijing Software and Information Service Industry Association (北京軟件和信息服務業協會).
2023	Our Data Agent Graph was recognized by an expert committee chaired by Mr. Zheng Weimin (鄭緯民), academician of the Chinese Academy of Engineering (中國工程院) and consisted of other experts from the High-Tech Research and Development Center, Ministry of Science and Technology (科技部高技術研究發展中心), China Software Registration Centre (中國軟件登記中心), University of Chinese Academy of Sciences (中國科學院大學), Institute of Automation, Chinese Academy of Sciences (中國科學院自動化研究所), Computer Network Information Center, Chinese Academy of Sciences (中國科學院計算機網路信息中心) and China Center for Information Industry Development (中國電子信息產業發展研究院) for achieving a leading standard domestically and an advanced level internationally.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Year	Key milestones
	We were recognized as a National Specialized and Sophisticated “Little Giant” Enterprise (國家級專精特新“小巨人”企業).
	We were recognized as a pilot unit for intellectual property in Beijing (北京市知識產權試點單位).
2024	We provided solutions for ministerial-level clients such as the Ministry of Agriculture and Rural Affairs (農業農村部) and the National Medical Products Administration (國家藥監局), integrating the capabilities of large language models.
2025	We participated in the drafting and preparation of the “Beijing General Guidelines for Data Transaction (北京數據交易通用指南)” which was implemented in 2025 to provide the principles, processes and models governing data transactions in Beijing.
2026	Our Company was converted from a limited liability company to a joint stock company with limited liability. According to a certification issued by the Beijing Big Data Association (北京大數據協會), our decision intelligence solutions achieved the largest market share in the PRC for demographic analysis and intelligent decision support. We became a member unit of the National Technical Committee for Data Standardization (全國數據標準化技術委員會).

CORPORATE DEVELOPMENTS

The following sets forth the corporate history and shareholding changes of our Company.

1. Establishment of our Company

Our Company was established in the PRC as a limited liability company on August 12, 2015 with an initial registered capital of RMB30,000,000. Upon establishment, our Company was owned as to 66.48% by Ms. Huang Mei (黃玫) (held as nominee for her spouse, Mr. Cheng for administrative convenience) and 33.52% by Gongqingcheng Kaifu Zhiheng Entrepreneurship Investment Partnership Enterprise (Limited Partnership) (共青城愷富智恆創業投資合夥企業(有限合夥)) (“**Kaifu Capital**”), our initial financial investor. As of the Latest Practicable Date, the general partner of Kaifu Capital is Beijing Kaifu Shengshi Investment Management Company Limited (北京愷富盛世投資管理有限公司), the equity interests of which are held as to 80% and 20% by Mr. Zhou Yiyang (周軼洋) and Mr. Zhang Changli (張長利), respectively. Kaifu Capital had three limited partners, with its largest limited partner, Ms. Wang Xiangcai (王向彩), holding 80% of the partnership interest. As of the Latest Practicable Date, Kaifu Capital, its general partner and limited partners and their ultimate beneficial owners were Independent Third Parties save and except for Kaifu Capital’s interests in our Company.

In the course of the development of our Company, there have been equity transfers and capital increases regarding our equity interests which our Directors believe have broadened our shareholder and capital base, the details of which are set out below.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

2. Equity transfers and the capital increase completed in 2015 and 2016

In 2015 and 2016, several equity transfers were completed among various Shareholders. The table below sets forth the summary of the equity transfers:

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
December 29, 2015	Ms. Huang Mei	Ms. Zhang Xiuyun (張秀雲) (held as nominee for her son, Mr. Yu for administrative convenience)	16,575,000	1 ¹
December 29, 2015	Kaifu Capital	Ms. Huang Mei	5,556,000	1 ¹
May 10, 2016	Ms. Huang Mei	Mr. Cheng	5,100,000	0 ¹
	Ms. Zhang Xiuyun	Mr. Yu	16,575,000	0 ¹
July 8, 2016	Ms. Huang Mei	Mr. Yang Zhanjun (楊佔軍)	900,000	10,000 ²
		Mr. He Yanjun (賀炎俊)	900,000	10,000 ²
November 28, 2016	Ms. Huang Mei	Ms. Wang Xiuli (王秀麗)	258,450	400,000 ³

Closely aligned with the equity transfer from Ms. Huang Mei to Ms. Wang Xiuli above, on December 16, 2016, Ms. Wang Xiuli completed the subscription for increased registered capital of our Company in the amount of RMB1,311,937.61 at the consideration of RMB2,600,000. The consideration was determined on an arm’s length basis mainly with reference to the then registered capital of our Company and Ms. Wang Xiuli’s confidence in the future prospects of our Company.

3. Equity transfers and capital increases completed between 2017 and 2021

On March 14, 2017, Beijing Tongfang Yiheng Venture Capital Center (Limited Partnership) (北京同方以衡創業投資中心(有限合夥)) (“**Tongfang Yiheng**”) completed the subscription for increased registered capital of our Company in the amount of RMB2,890,333 at the consideration of RMB6,000,000. The consideration was determined on an arm’s length basis with reference to the term relating to our forecast revenue in 2017 pursuant to the equity investment agreement.

¹ The consideration was nil or nominal given that the transfers were made between our initial Shareholders, their immediate family members or related parties to rationalize their shareholding in our Company.

² The consideration was nominal given that the transfers were made between Mr. Cheng’s spouse and our former head of R&D, Mr. Yang Zhanjun (楊佔軍) and our former head of pre-sales, Mr. He Yanjun (賀炎俊), respectively, as employee incentives.

³ The consideration was determined on an arm’s length basis and in consideration of the subsequent capital increase by the transferee. See this section below for further details on the capital increase.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Subsequent to the above capital increase, several equity transfers were completed among our Shareholders during the period between 2017 and 2021. The table below sets forth the summary of the equity transfers:

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
April 12, 2017	Ms. Huang Mei	Ms. Wang Huiqing (王會卿)	136,555.77	283,474.13 ⁴
April 12, 2017	Kaifu Capital	Ms. Wang Huiqing	963,444.23	2,000,000 ⁴
April 13, 2018	Ms. Huang Mei	Mr. Zhang Guangzhi (張廣志)	684,045.41	10,000 ⁵
March 3, 2021	Ms. Huang Mei	Mr. Cheng	945,948.82	1 ⁶
	Mr. He Yanjun (賀炎俊)		900,000.00	10,000 ⁷

In addition, on April 19, 2021, an equity transfer was completed between Mr. Cheng and Beijing Qingtongwang Technology Center (Limited Partnership) (北京清桐旺科技中心(有限合夥)) (“**Qingtongwang**”), pursuant to which Mr. Cheng agreed to transfer our equity interest in the amount of RMB214,473.04 to Qingtongwang at the consideration of RMB200,000. Simultaneously, Qingtongwang subscribed for increased registered capital of our Company in the amount of RMB348,973.09 at the consideration of RMB4,800,000. The aggregate consideration of the equity transfer and the capital increase was determined on an arm’s length basis taking into account our operating results and the prospects of our Company and the industry as a whole.

On the same day, Xintai Tiancheng, our employee incentive platform completed the subscription for increased registered capital of our Company in the amount of RMB1,800,119.51 at the consideration of RMB1,800,119.51. The consideration was determined with reference to the registered capital of our Company and Xintai Tiancheng being our employee incentive platform.

⁴ The consideration was determined on an arm’s length basis with reference to the valuation of Tongfang Yiheng’s capital increase above.

⁵ The consideration was nominal given that the transfer was made between Mr. Cheng’s spouse and our core management member and executive Director, Mr. Zhang Guangzhi (張廣志) as employee incentives.

⁶ The consideration was nominal given that the transfer was made between Mr. Cheng and his spouse.

⁷ The consideration was determined based on the initial cost per Share of the transferor who ceased to be our employee then.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

4. Equity transfers and capital increases completed in 2022

In 2022, several equity transfers in our Company were completed among various Shareholders. The table below sets forth a summary of the equity transfers:

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration ⁸ (RMB)
April 27, 2022	Mr. Yu Mr. Cheng	Beijing Lixiang Zhisheng Investment Management Center (Limited Partnership) (北京理想智勝投資管理中心(有限合夥)) (“ Lixiang Zhisheng ”)	1,038,610.34 727,027.24	10,000,000 7,000,000
April 27, 2022	Mr. Yu Mr. Cheng Mr. Yang Zhanjun Ms. Wang Xiuli Mr. Zhang Guangzhi	Qingdao Zhengxin Ruiying Private Equity Fund Partnership (Limited Partnership) (青島正心睿盈私募股權投資基金合夥企業(有限合夥)) (“ Zhengxin Ruiying ”)	200,971.10 441,409.39 116,843.66 34,274.14 89,320.49	1,935,000 4,250,000 1,125,000 330,000 860,000
April 27, 2022	Mr. Yu	Mr. Ai Hansong (艾寒松) Ms. Liu Meichun (劉美春) Ms. Tian Jing (田靜) Beijing Chenglixin Investment Consulting Co., Ltd. (北京誠立信投資諮詢有限公司) (“ Chenglixin ”)	916,963.14 733,570.51 45,848.16 916,963.14	10,000,000 8,000,000 500,000 10,000,000
		Beijing Huiyu Dongfang Investment Management Co., Ltd. (北京惠譽東方投資管理有限公司) (“ Huiyu Dongfang ”)	55,017.79	600,000
		Ganzhou Henglu Yawang Phase II Investment Center (Limited Partnership) (贛州衡廬雅望二期投資中心(有限合夥)) (“ Henglu Yawang II ”)	343,861.18	3,750,000
	Mr. Cheng	Henglu Yawang II	160,468.55	1,750,000
Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
April 27, 2022	Mr. Yu Mr. Cheng Mr. Zhang Guangzhi	Rongfucheng	5,402,570.60 5,402,570.60 594,724.92	0 ⁹ 0 ⁹ 0 ⁹

⁸ The consideration was determined on an arm’s length basis with reference to the valuation of the equity transfer and capital increase of Qingtongwang above with moderate premium. For further details, see “Corporate Developments — 3. Equity transfers and capital increases completed between 2017 and 2021”.

⁹ The consideration was nil given that the transfers were made for the purpose of injecting the transferors’ relevant shareholdings in our Company into Rongfucheng, one of our Controlling Shareholders.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
April 28, 2022	Ms. Wang Xiuli Mr. Yang Zhanjun	Mr. Yu	1,536,113.47 783,156.34	5,050,000 ¹⁰ 5,340,000 ¹¹

In the same year, our Company also completed the following capital increases:

Completion date	Subscriber(s)	Registered capital subscribed for (RMB)	Consideration ¹² (RMB)
April 28, 2022	Lixiang Zhisheng	218,108.18	3,000,000
April 28, 2022	Zhengxin Ruiying	109,054.09	1,500,000
May 18, 2022	Zhongliu Lianchuang (Beijing) Investment Management Co., Ltd. (中留聯創(北京)投資管理有限公司) (“Zhongliu Lianchuang”)	727,027.26	10,000,000

5. Equity transfers and capital increases completed in 2023 and 2024

In 2023 and 2024, the following equity transfers in our Company were completed:

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration ¹³ (RMB)
July 28, 2023	Rongfucheng	Qingdao Zhaoyang Furong Enterprise Management Consulting Partnership (Limited Partnership) (青島兆陽富融企業管理諮詢合夥企業(有限合夥)) (“Zhaoyang Furong”)	415,575.69	5,000,000
February 28, 2024	Huiyu Dongfang	Sichuan Shangyuanming Enterprise Management Co., Ltd. (四川上源名企業管理有限責任公司) (“Shangyuanming”)	55,017.79	680,000

¹⁰ The consideration was determined on an arm’s length basis with reference to the initial cost per Share of the transferor and the investment return as stipulated in the relevant investment agreement.

¹¹ The consideration was determined on an arm’s length basis with reference to the terms of the relevant equity incentive and transfer agreement.

¹² The consideration was determined on an arm’s length basis with reference to the valuation of the subscription for increase in registered capital of our Company by Qingtongwang above. For further details, see “Corporate Developments — 3. Equity transfers and capital increases completed between 2017 and 2021”.

¹³ The consideration was determined on an arm’s length basis by Rongfucheng, Huiyu Dongfang and the transferees, and with reference to the valuation of our shareholding as reflected by our last equity transfer in 2022. For further details, see “Corporate Developments — 4. Equity transfers and capital increases completed in 2022”.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

In addition to the above equity transfers, our Company completed the following capital increases in 2023 and 2024:

Completion date	Subscriber(s)	Registered capital subscribed for (RMB)	Consideration ¹⁴ (RMB)
September 7, 2023	Qingdao Xihai Industrial Investment Group Co., Ltd. (青島西海產業投資集團有限公司) (“ Haitou Equity ”), a limited liability company ultimately controlled by Qingdao West Coast New Area State-owned Assets Supervision and Administration Bureau (青島西海岸新區國有資產管理局).	1,805,785.30	28,000,000
February 28, 2024	Shaanxi Kaiyuan Chuying Equity Investment Fund Partnership (Limited Partnership) (陝西開源雛鷹股權投資基金合夥企業(有限合夥)) (“ Kaiyuan Chuying ”)	1,289,846.64	20,000,000

6. Equity transfers completed in February 2026

In February 2026, several equity transfers were made among various Shareholders. The table below sets forth the summary of the equity transfers:

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
February 14, 2026	Mr. Ai Hansong	Daihan Junge	916,963.14	10,000,000 ¹⁵
	Ms. Liu Meichun		733,570.51	8,000,000 ¹⁵
	Ms. Tian Jing		45,848.16	500,000 ¹⁵
	Zhaoyang Furong		415,575.69	5,000,000 ¹⁵
	Tongfang Yiheng		2,890,333.00	13,915,315 ¹⁶
February 27, 2026	Rongfucheng	Ms. Lu Jinli (魯金利)	1,215,035.54	11,400,000 ¹⁷
February 27, 2026		Hainan Lianyun Investment Partnership (Limited Partnership) (海南聯雲投資合夥企業(有限合夥)) (“ Hainan Lianyun ”)	2,430,071.08	22,800,000 ¹⁷

¹⁴ The consideration in respect of these capital increases by SOE subscribers was determined on an arm’s length basis with reference to the valuation of our shareholding as reflected by our last capital increase in 2022. For further details, see “Corporate Developments — 4. Equity transfers and capital increases completed in 2022”.

¹⁵ The consideration was determined on an arm’s length basis by Daihan Junge and the transferors with reference to the transferors’ initial cost per Share.

¹⁶ The consideration was determined on an arm’s length basis by Daihan Junge and the transferor with reference to the transferor’s initial cost per Share and the investment return as stipulated in the relevant investment agreement.

¹⁷ The consideration was determined on an arm’s length basis by Rongfucheng, Daihan Junge and the relevant Pre-[REDACTED] Investors with reference to the previous equity transfer regarding our shareholdings and taking into account the valuation consultation report of our Group.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Completion date	Transferor(s)	Transferee(s)	Registered capital transferred (RMB)	Consideration (RMB)
February 27, 2026	Daihan Junge	Mr. Zhong Jun (鐘軍) Beijing Fanxing Juli Technology Center (Limited Partnership) (北京繁星聚力科技中心(有限合伙)) (“ Fanxing Juli ”) Beijing Rongshu Zhisheng Technology Center (Limited Partnership) (北京融數智勝科技中心(有限合伙)) (“ Rongshu Zhisheng ”)	810,023.69 1,417,541.46 1,257,668.37	7,600,000 ¹⁷ 13,300,000 ¹⁷ 11,800,000 ¹⁷

The shareholding structure of our Company immediately following the completion of the above equity transfers was as follows:

Shareholders	Registered capital (RMB)	Equity interest (%)
Mr. Yu	9,239,893.85	22.81
Rongfucheng	7,339,183.81	18.12
Kaifu Capital	3,536,555.77	8.73
Hainan Lianyun	2,430,071.08	6.00
Lixiang Zhisheng	1,983,745.76	4.90
Xintai Tiancheng	1,800,119.51	4.44
Haitou Equity	1,805,785.30	4.46
Daihan Junge	1,517,056.98	3.75
Fanxing Juli	1,417,541.46	3.50
Kaiyuan Chuying	1,289,846.64	3.18
Rongshu Zhisheng	1,257,668.37	3.11
Ms. Lu Jinli	1,215,035.54	3.00
Ms. Wang Huiqing	1,100,000.00	2.72
Zhengxin Ruiying	991,872.87	2.45
Chenglixin	916,963.14	2.26
Mr. Zhong Jun	810,023.69	2.00
Zhongliu Lianchuang	727,027.26	1.80
Qingtongwang	563,446.13	1.39
Henglu Yawang II	504,329.73	1.25
Shangyuanming	55,017.79	0.14
Total	40,501,184.68	100.00

7. Conversion into a joint stock company with limited liability in April 2026

Pursuant to the shareholders’ resolutions on March 11, 2026, our Company was converted into a joint stock limited liability company with a registered capital of RMB40,501,184.68 divided into 40,501,184.68 shares with a nominal value of RMB1.00 each. Upon the completion of the conversion on April 20, 2026, our Company was renamed as Beijing Rongxin Datainfo Science and Technology Co., Ltd. (北京融信數聯科技股份有限公司) (the “**Joint Stock Company Conversion**”).

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

8. Transfer of Shares, increase in registered capital and Share Subdivision subsequent to the Joint Stock Company Conversion

Several equity transfers were made among various Shareholders subsequent to the Joint Stock Company Conversion. The table below sets forth the summary of the equity transfers:

Completion date	Transferor(s)	Transferee(s)	Number of Shares transferred	Consideration (RMB)
April 21, 2026	Haitou Equity	Daihan Junge	1,805,785.30	34,357,917.81 ¹⁸
April 28, 2026	Lixiang Zhisheng	Daihan Junge	1,983,745.76	20,000,000.00 ¹⁹
April 28, 2026	Daihan Junge	Beijing Chenxing Juyuan Technology Centre (Limited Partnership)(北京辰星聚源科技中心(有限合伙)) (“Chenxing Juyuan”)	1,617,154.45	22,360,000.00 ²⁰
		Beijing Jushi Gongchuang Technology Innovation Centre (Limited Partnership) (北京聚勢共創技術創新中心(有限合伙)) (“Jushi Gongchuang”)	2,004,808.64	27,720,000.00 ²⁰
		Beijing Zhongda New Materials Futong Capital Management Centre (Limited Partnership) (北京中大新材富通資本管理中心(有限合伙)) (“Beijing Zhongda”)	1,620,047.38	22,400,000.00 ²⁰

On June 5, 2026, our Shareholders resolved to capitalize RMB498,815.32 from our Company’s capital reserve to increase our registered capital from RMB40,501,184.68 to RMB41,000,000, by increasing the number of Shares from 40,501,184.68 Shares to 41,000,000 Shares, each with a nominal value of RMB1.00 each.

Immediately prior to the [REDACTED], our Shareholders resolved to implement the Share Subdivision prior to the [REDACTED], pursuant to which each Share shall be subdivided into two Shares with a nominal value of RMB0.50 each (the “Share Subdivision”). Upon completion of the Share Subdivision, the total number of issued Shares will increase from 41,000,000 Shares to 82,000,000 Shares.

¹⁸ The consideration was determined on an arm’s length basis by Daihan Junge and the transferor with reference to the transferor’s initial cost per Share and the investment return as stipulated in the relevant investment agreement.

¹⁹ The consideration was determined on an arm’s length basis by Daihan Junge and the transferor with reference to the transferor’s initial cost per Share through equity acquisition. For further details, see “Corporate Developments — 4. Equity transfers and capital increases completed in 2022”.

²⁰ The consideration was determined on an arm’s length basis by Daihan Junge and the relevant Pre-[REDACTED] Investors with reference to the valuation of our Shares in Daihan Junge’s previous equity transfers and our potential [REDACTED] application. For further details of Daihan Junge’s previous equity transfers, see “Corporate Development — 6. Equity transfers completed in 2026”.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

The shareholding structure of our Company immediately following the completion of the above equity transfers, increase in share capital and Share Subdivision was as follows:

Shareholders	Number of Shares	Shareholding (%)
Mr. Yu	18,707,386	22.8139%
Rongfucheng	14,859,148	18.1209%
Kaifu Capital	7,160,224	8.7320%
Hainan Lianyun	4,920,000	6.0000%
Jushi Gongchuang	4,059,000	4.9500%
Xintai Tiancheng	3,644,580	4.4446%
Beijing Zhongda	3,280,000	4.0000%
Chenxing Juyuan	3,274,142	3.9929%
Fanxing Juli	2,870,000	3.5000%
Kaiyuan Chuying	2,611,464	3.1847%
Rongshu Zhisheng	2,546,316	3.1053%
Ms. Lu Jinli	2,460,000	3.0000%
Ms. Wang Huiqing	2,227,096	2.7160%
Zhengxin Ruiying	2,008,178	2.4490%
Chenglixin	1,856,514	2.2640%
Mr. Zhong Jun	1,640,000	2.0000%
Zhongliu Lianchuang	1,471,962	1.7951%
Qingtongwang	1,140,772	1.3912%
Henglu Yawang II	1,021,082	1.2452%
Daihan Junge	130,746	0.1594%
Shangyuanming	111,390	0.1358%
	<u>82,000,000</u>	<u>100.00%</u>

MAJOR SUBSIDIARIES

Our major subsidiaries which had made material contribution to our results of operations during the Track Record Period and up to the Latest Practicable Date are set out below.

Name	Place of incorporation	Date of incorporation	Equity interest attributable to our Group	Principal business activities
Beijing Rongxin Mathematical Technology Group Co., Ltd. (北京融信數科科 技集團有限公司)	PRC	January 21, 2021	100%	Technical services and technical development
Beijing Rongxin Digital Intelligence Technology Co., Ltd. (北京融信數智科技有 限公司)	PRC	September 20, 2022	100%	Technical services and technical development

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

DEREGISTRATION OF OUR CERTAIN SUBSIDIARIES DURING TRACK RECORD PERIOD

To streamline our Group’s organisational structure, during the Track Record Period and up to the Latest Practicable Date, five subsidiaries of our Company had been deregistered. Details of such deregistration are set out below:

Name	Equity interest attributable to our Company before deregistration	Principal business activities	Reason of deregistration	Date of deregistration
Hainan Rongxin Shulian Technology Co., Ltd. (海南融信數聯科技有限公司)	51%	Technical services and technical development	Minimal or no operation	February 24, 2026
Beijing Rongxin Shuwei Technology Co., Ltd. (北京融信數衛科技有限公司)	100%	Technical services and technical development	Minimal or no operation	July 9, 2025
Zhejiang Rongxin Shulian Technology Co., Ltd. (浙江融信數聯科技有限公司)	100%	Technical services and technical development	Minimal or no operation	May 13, 2025
Hefei Rongxin Shulian Technology Co., Ltd. (合肥融信數聯科技有限公司)	100%	Technical services and technical development	Minimal or no operation	March 26, 2025
Beijing Zhonghe Shulian Technology Co., Ltd. (北京眾和數聯科技有限公司)	51%	Technical services and technical development	Minimal or no operation	May 16, 2023

Our Directors confirm that (i) none of the aforementioned deregistered companies was involved in any material claims, litigations or non-compliance incidents during the Track Record Period and up to its respective date of deregistration; and that (ii) the deregistration of the aforementioned companies had no material adverse impact on our Group’s financial performance, financial position and cash flows during the Track Record Period because all these companies carried out minimal operation or no operation since their respective establishment.

MATERIAL ACQUISITIONS AND DISPOSALS

During the Track Record Period and up to the Latest Practicable Date, we had not conducted any material acquisition or disposal.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

PRE-[REDACTED] INVESTMENTS

Principal terms of the Pre-[REDACTED] Investments

The following table sets forth a summary of the details of the Pre-[REDACTED] Investments:

Name of the Investor(s)	Month of investment agreement(s)	Amount of registered capital subscribed or acquired	Amount of consideration paid	Payment date of full consideration	Cost per Share paid under the Pre-[REDACTED] Investments (approximation)	Discount to the [REDACTED] (approximation) (1)
		RMB	RMB		RMB	
Ms. Wang Huiqing	December 2016	136,555.77	283,474	March 27, 2017	2.08	91.61%
	January 2017	963,444.23	2,000,000	January 18, 2017	2.08	91.61%
Qingtongwang	March 2021	563,446.13	5,000,000	May 18, 2021	8.87	64.21%
Henglu Yawang II	February 2022	504,329.73	5,500,000	March 1, 2022	10.91	55.98%
Zhengxin Ruiying	March 2022	109,054.09	1,500,000	April 21, 2022	13.75	44.52%
	March 2022	882,818.78	8,500,000	April 28, 2022	9.63	61.14%
Zhongliu Lianchuang	April 2022	727,027.26	10,000,000	April 29, 2022	13.75	44.52%
Chenglixin	April 2022	916,963.14	10,000,000	June 22, 2022	10.91	55.98%
Kaiyuan Chuying	October 2023	1,289,846.64	20,000,000	October 23, 2023	15.51	37.42%
Shangyuanming	December 2023	55,017.79	680,000	January 8, 2024	12.36	50.13%
Ms. Lu Jinli	November 2025	1,215,035.54	11,400,000	April 24, 2026	9.38	62.15%
Hainan Lianyun	December 2025	2,430,071.08	22,800,000	April 24, 2026	9.38	62.15%
Rongshu Zhisheng	February 2026	1,257,668.37	11,800,000	April 28, 2026	9.38	62.15%
Fanxing Juli	February 2026	1,417,541.46	13,300,000	April 28, 2026	9.38	62.15%
Mr. Zhong Jun	February 2026	810,023.69	7,600,000	February 11, 2026	9.38	62.15%
Beijing Zhongda	April 2026	1,620,047.38	22,400,000	April 24, 2026	13.83	44.20%
Jushi Gongchuang	April 2026	2,004,808.64	27,720,000	April 27, 2026	13.83	44.20%
Chenxing Juyuan	April 2026	1,617,154.45	22,360,000	April 28, 2026	13.83	44.20%
Lock-up period	Subject to a lock-up period of 12 months following the [REDACTED] pursuant to the PRC Company Law.					
Basis of determining the consideration paid	Please see “Corporate Developments” above for the basis of determining the consideration paid.					
Use of proceeds from the Pre-[REDACTED] Investments	We utilized the proceeds from the Pre-[REDACTED] Investments (other than the transfers of Shares between our Shareholders where our Group did not receive any proceed) for the operations and general working capital purpose of our Group. As of the Latest Practicable Date, all of the funds raised from the Pre-[REDACTED] Investments have been utilized.					
Strategic benefits to our Company	At the time of the Pre-[REDACTED] Investments, our Directors were of the view that our Company could benefit from the additional funds provided by, and the knowledge and experience of the Pre-[REDACTED] Investors.					

Note:

- (1) Calculated on the basis of the [REDACTED] of HK\$[REDACTED] per Share, being the mid-point of the indicative [REDACTED] range.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Special rights of the Pre-[REDACTED] Investors

Pursuant to the respective capital increase agreements and equity transfer agreements of the Pre-[REDACTED] Investments, our Pre-[REDACTED] Investors had been granted certain customary special rights, including, among others, redemption rights, liquidation preference, anti-dilution right, information rights, pre-emptive right, right of co-sale and board nomination right. In anticipation of the [REDACTED], we entered into supplemental agreements with our Pre-[REDACTED] Investors pursuant to which each of the Pre-[REDACTED] Investors irrevocably and unconditionally agreed that the special rights shall be terminated prior to, or upon our Company’s application for the [REDACTED] and only the redemption rights in connection with Mr. Yu (or such party(ies) as designated by Mr. Yu) shall be reinstated and be exercisable if the application for the [REDACTED] has been terminated or rejected by the Stock Exchange, or our Company withdraws the application for the [REDACTED].

Information about the Pre-[REDACTED] Investors

The background information of our Pre-[REDACTED] Investors is set out below.

Hainan Lianyun

Hainan Lianyun is a limited partnership established in the PRC, of which the general partner is Mr. Xing Qizhen (邢起禎), an Independent Third Party. As of the Latest Practicable Date, Hainan Lianyun had five limited partners, and none of them held 30% or more of the partnership interest.

Fanxing Juli

Fanxing Juli is a limited partnership established in the PRC, of which the general partner is Mr. Lu Shijiang (盧時疆), an Independent Third Party. As of the Latest Practicable Date, Fanxing Juli had four limited partners, with its largest limited partner Dongguan GREAT River Chemical Supply CHAIN Co., Ltd. (東莞市宏川化工供應鏈有限公司) (“**GREAT River**”) holding approximately 42.85% partnership interest in Fanxing Juli. GREAT River was ultimately controlled by Mr. Lin Haichuan (林海川), an Independent Third Party. Save for GREAT River, no other partner held more than 30% interest in Fanxing Juli. As of the Latest Practicable Date, GREAT River held 15.33% equity interest in Guangdong Great River Smarter Logistics Co., Ltd. (廣東宏川智慧物流股份有限公司) which in turn held 40% equity interest in Dongguan Great River Rongxin Big Data Technology Co., Ltd. (東莞市宏川融信大數據科技有限公司), a company which was held as to 40% by our wholly owned subsidiary, Beijing Rongxin Mathematical Technology Group Co., Ltd. (北京融信數科科技集團有限公司).

Kaiyuan Chuying

Kaiyuan Chuying is a limited partnership established in the PRC, of which the general partner is Kaiyuan Sichuang (Xi’an) Private Equity Fund Management Co., Ltd. (開源思創(西安)私募基金管理有限公司), which is wholly owned by Kaiyuan Securities Co., Ltd. (開源證券股份有限公司) and ultimately controlled by State-owned Assets Supervision and Administration Commission of Shaanxi Provincial People’s Government (陝西省人民政府國有資產監督管理委員會). As of the Latest Practicable Date, Kaiyuan Chuying had two limited partners, with its largest limited partner Shaanxi Coal Industry Company Limited (陝西煤業股份有限公司) (“**Shaanxi Coal**”) holding approximately 60.00% partnership interest. Shaanxi Coal was ultimately controlled by State-owned Assets Supervision and Administration Commission of Shaanxi Provincial People’s Government (陝西省人民政府國有資產監督管理委員會).

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Rongshu Zhisheng

Rongshu Zhisheng is a limited partnership established in the PRC, of which the general partner is Mr. He Qian (何謙), an Independent Third Party. As of the Latest Practicable Date, Rongshu Zhisheng has nine limited partners and none of them held more than 30% interest.

Ms. Lu Jinli

Ms. Lu Jinli is an individual investor and an Independent Third Party. To the best of our Directors’ knowledge and having made all reasonable enquiries, Ms. Lu Jinli is the mother of Mr. Zhong Jun, a Pre-[REDACTED] Investor.

Ms. Wang Huiqing

Ms. Wang Huiqing is an individual investor and an Independent Third Party.

Zhengxin Ruiying

Zhengxin Ruiying is a limited partnership established in the PRC, of which the general partner is Qingdao Zhengying Investment Partnership Enterprise (Limited Partnership) (青島正盈投資合夥企業(有限合夥)), which is ultimately controlled by Mr. Sun Shubin (孫書濱). As of the Latest Practicable Date, Zhengxin Ruiying has ten limited partners, with its largest limited partner, Mr. Zhou Shihai (周士海), an Independent Third Party, holding approximately 40.54% of the partnership interest. Save for Mr. Zhou Shihai, no other partner held more than 30% interest in Zhengxin Ruiying.

Chenglixin

Chenglixin is a limited liability company established under the laws of the PRC, in which Ms. Yin Hui (尹惠), an Independent Third Party, holds 99.95% of the shares.

Mr. Zhong Jun

Mr. Zhong Jun is an individual investor and an Independent Third Party. To the best of our Directors’ knowledge and having made all reasonable enquiries, Mr. Zhong Jun is the son of Ms. Lu Jinli, a Pre-[REDACTED] Investor.

Zhongliu Lianchuang

Zhongliu Lianchuang is a limited liability company established under the laws of the PRC and is owned as to 65% by Beijing Haichuangyuan Technology Development Co., Ltd. (北京海創園科技發展有限公司), which is ultimately owned by Mr. Lang Jing (郎靖), and as to 35% by JYTH Investment Management(Beijing) Co., Ltd. (建元天華投資管理(北京)有限公司), which is ultimately owned by Mr. Zhao Jianguang (趙建光). Each of Mr. Lang Jing and Mr. Zhao Jianguang is an Independent Third Party.

Qingtongwang

Qingtongwang is a limited partnership established in the PRC, of which the general partner is Ms. Jiang Xinfeng (蔣新鳳), an Independent Third Party. As of the Latest Practicable Date, Qingtongwang had five limited partners. There was no individual partner who held partnership interest of 30% or more in Qingtongwang.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Henglu Yawang II

Henglu Yawang II is a limited partnership established in the PRC. Its general partner is Shanghai Henglu Asset Management Co., Ltd. (上海衡廬資產管理有限公司), which is ultimately controlled by Mr. Liu Shuwen (劉書文), an Independent Third Party. As of the Latest Practicable Date, Henglu Yawang II had three limited partners, each holding approximately 33.22% of the partnership interest and each being an Independent Third Party.

Shangyuanming

Shangyuanming is a limited liability company established under the laws of the PRC and is wholly owned by Ms. Li Chunrong (李春蓉). As of the Latest Practicable Date, Ms. Li Chunrong was a vice president of our sales and marketing department and Shangyuanming is a limited partner of Rongfucheng, holding 18.44% partnership interest and a shareholder of our non-wholly owned subsidiary, Sichuan Rongxin Datainfo Science and Technology Co., Ltd. (四川融信數聯科技股份有限公司), holding 49% equity interest.

Chenxing Juyuan

Chenxing Juyuan is a limited partnership established in the PRC. Its general partner is Ms. Jiang Xiaochuan (姜小川), an Independent Third Party, who holds 90% of the partnership interest.

Jushi Gongchuang

Jushi Gongchuang is a limited partnership established in the PRC. Its general partner is Ms. Zhang Mengsi (張夢斯), an Independent Third Party, who holds 90% of the partnership interest.

Beijing Zhongda

Beijing Zhongda is a limited partnership established in the PRC. Its general partner is Mr. Li Junlu (李俊錄), an Independent Third Party, who holds 80% of the partnership interest.

Independence of the Pre-[REDACTED] Investors

To the best knowledge of our Directors, each of the Pre-[REDACTED] Investors and their ultimate beneficial owners is an Independent Third Party save and except for their interest in our Company through the Pre-[REDACTED] Investments and as disclosed above.

Sole Sponsor’s Confirmation

On the basis that (i) the consideration for the Pre-[REDACTED] Investments was settled more than 28 clear days before the date of first submission of the [REDACTED] application to the Stock Exchange; and (ii) the cessation of special rights granted to the Pre-[REDACTED] Investors as disclosed in “Special rights of the Pre-[REDACTED] Investors” above, the Sole Sponsor confirms that the Pre-[REDACTED] Investments are in compliance with the Pre-[REDACTED] Investment Guidance (as defined in Chapter 4.2 under the Guide for New Listing Applicants).

PRC Legal Adviser’s Confirmation

As advised by our PRC Legal Adviser, save as disclosed otherwise, the equity transfers and increases in the registered capital of our Company as disclosed above have been granted all regulatory approvals, registrations or filings in accordance with PRC laws and regulations in all material aspects.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

ACTING-IN-CONCERT ARRANGEMENT

On April 30, 2026, Mr. Yu, Mr. Cheng and Mr. Li entered into the Acting-in-Concert Agreement, pursuant to which they agreed and confirmed that they had been acting in concert in relation to the voting rights and management of Rongfucheng and our Group since October 22, 2024, being the date when Mr. Li first held partnership interests in Rongfucheng, together with Mr. Yu and Mr. Cheng. If no consensus could be reached, Mr. Yu’s decision should be followed. Pursuant to the Acting-in-Concert Agreement, they shall continue to act in the same manner until the date on which either party no longer holds, directly or indirectly, any shareholding interest in our Company, or the parties agree to terminate the Acting-in-Concert Agreement, whichever is earlier. As of the Latest Practicable Date, Rongfucheng was held as to 48.12% by Mr. Yu as the general partner, and 24.89% and 3.69% by Mr. Cheng and Mr. Li, respectively, as limited partners. The other limited partners are Shangyuanming and our executive Director, Mr. Zhang Guangzhi (張廣志), who held 18.44% and 4.87% of the partnership interest, respectively.

PUBLIC FLOAT

Pursuant to Rule 19A.13A(1) of the Listing Rules, where the expected market value at the time of [REDACTED] of our Company’s H Shares does not exceed HK\$6 billion, at least 25% of the total number of H Shares must at the time of the [REDACTED] be held by the public. Based on the [REDACTED] of HK\$[REDACTED] per [REDACTED], being the high-end of the [REDACTED] range, the expected [REDACTED] of our Company’s H Shares shall not exceed HK\$6 billion.

Immediately upon completion of the [REDACTED], assuming that (i) [REDACTED] H Shares are issued and sold in the [REDACTED]; (ii) the [REDACTED] is not exercised; and (iii) the Conversion of Unlisted Shares into H Shares is completed, save and except that the [REDACTED] H Shares controlled by our Controlling Shareholders, representing approximately [REDACTED]% of our total issued share capital which shall not be counted towards our public float, the remaining [REDACTED]% of our total issued share capital shall be counted towards our public float. Therefore, our Company shall be able to meet the minimum public float requirement under Rule 19A.13A(1) of the Listing Rules.

FREE FLOAT

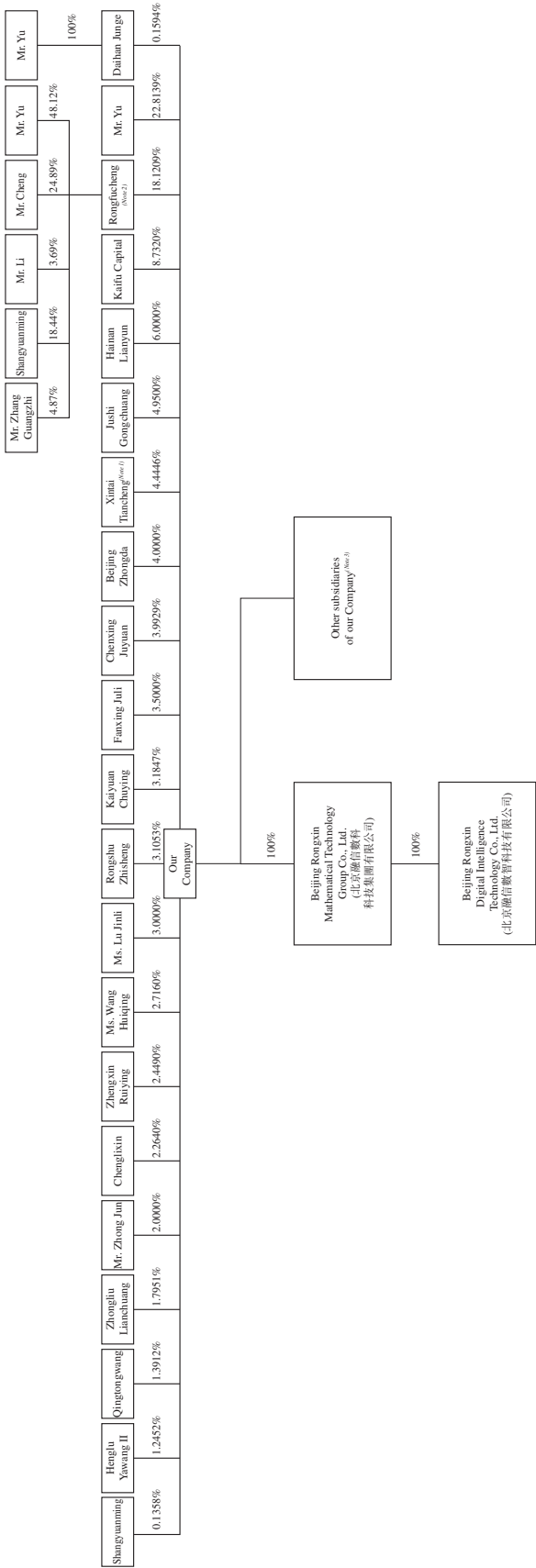
Rule 19A.13C of the Listing Rules provides that, where a new applicant is a PRC issuer with no other listed shares at the time of [REDACTED], normally the portion of H shares for which [REDACTED] is sought that are held by the public and not subject to any disposal restrictions (whether under contract, the Listing Rules, applicable laws or otherwise), at the time of [REDACTED], must: (a) represent at least 10% of the total number of issued shares in the class to which H shares belong at the time of [REDACTED] (excluding treasury shares), with an expected market value at the time of [REDACTED] of not less than HK\$50,000,000; or (b) have an expected market value at the time of [REDACTED] of not less than HK\$600,000,000. Immediately upon completion of the [REDACTED], assuming that (i) [REDACTED] H Shares are issued and sold in the [REDACTED]; (ii) the [REDACTED] is not exercised; and (iii) the Conversion of Unlisted Shares into H Shares is completed, the expected market value of the H Shares being held by the public and not subject to any disposal restrictions at the time of [REDACTED] under Rule 19A.13C of the Listing Rules shall amount to approximately HK\$675 million and represent more than 10% of the total number of issued shares in the class to which H Shares belong at the time of [REDACTED] (assuming an [REDACTED] of HK\$[REDACTED] per [REDACTED], being the low-end of the indicative [REDACTED] range). Accordingly, our Company shall comply with the free float requirement under Rule 19A.13C of the Listing Rules at the time of the [REDACTED].

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

CORPORATE STRUCTURE

Corporate structure immediately before completion of the [REDACTED]

The following chart sets forth a simplified corporate structure of our Group immediately prior to completion of the [REDACTED]:



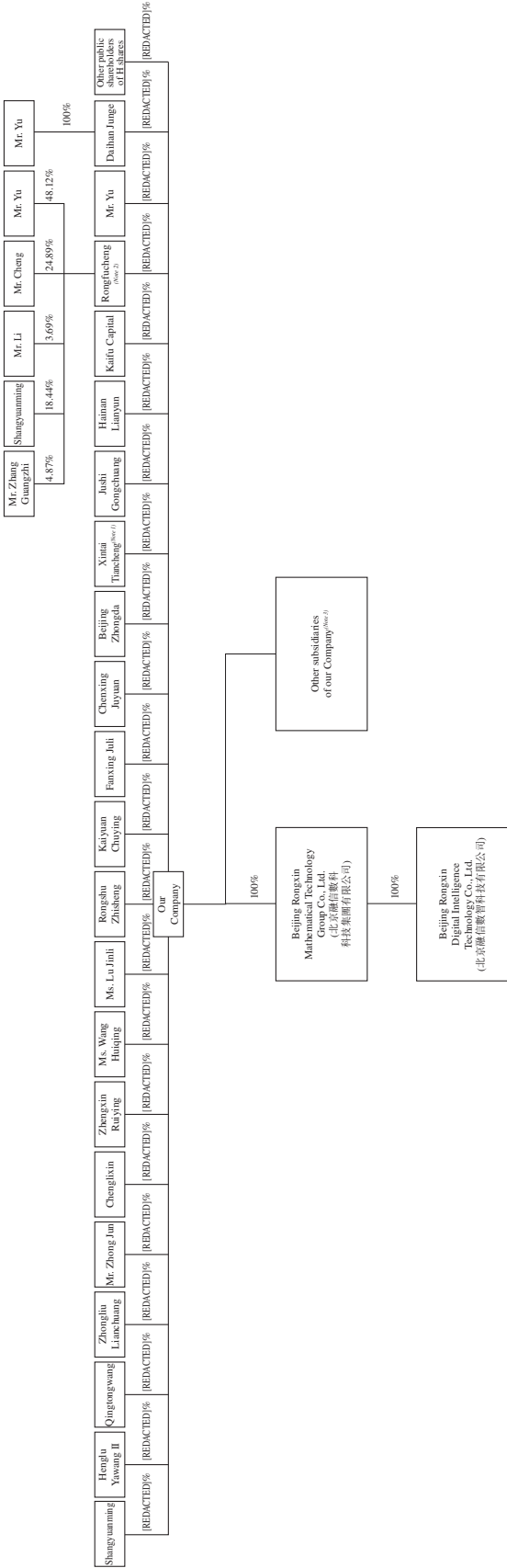
Notes:

1. Xintai Tiancheng is our employee incentive platform under the Employee Incentive Scheme. Mr. Yu, our executive Director and a Controlling Shareholder is the general partner of Xintai Tiancheng; while Mr. Zhang Guangzhi (張廣志), our executive Director, holds 50.30% of the partnership interest, being the only limited partner holding 30% or more of the partnership interest in Xintai Tiancheng as at the Latest Practicable Date.
2. On April 30, 2026, Mr. Yu, Mr. Cheng and Mr. Li entered into the Acting-in-Concert Agreement, pursuant to which they agreed and confirmed that they had been acting in concert in relation to the voting rights and management of Rongfucheng and our Group since October 22, 2024, being the date when Mr. Li first held partnership interests in Rongfucheng, together with Mr. Yu and Mr. Cheng. By virtue of the Acting-in-Concert Agreement, Mr. Yu, Mr. Cheng and Mr. Li are collectively interested in the Shares held by Mr. Yu, Rongfucheng, Xintai Tiancheng and Daihan Junge. See “History, Development and Corporate Structure Acting-in-Concert Arrangement” for details of the Acting-in-Concert arrangement.
3. The shareholding structure only indicates our major subsidiaries. As of the Latest Practicable Date, our Company has in total 12 subsidiaries in the PRC, and one subsidiary in Hong Kong.

HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Corporate structure immediately upon completion of the [REDACTED]

The following chart sets forth a simplified corporate structure of our Group upon immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised):



Notes:

1. Xintai Tiancheng is our employee incentive platform under the Employee Incentive Scheme. Mr. Yu, our executive Director and a Controlling Shareholder is the general partner of Xintai Tiancheng; while Mr. Zhang Guangzhi (張廣志), our executive Director, holds 50.30% of the partnership interest, being the only limited partner holding 30% or more of the partnership interest in Xintai Tiancheng as at the Latest Practicable Date.
2. On April 30, 2026, Mr. Yu, Mr. Cheng and Mr. Li entered into the Acting-in-Concert Agreement, pursuant to which they agreed and confirmed that they had been acting in concert in relation to the voting rights and management of Rongfucheng and our Group since October 22, 2024, being the date when Mr. Li first held partnership interests in Rongfucheng, together with Mr. Yu and Mr. Cheng. By virtue of the Acting-in-Concert Agreement, Mr. Yu, Mr. Cheng and Mr. Li are collectively interested in the Shares held by Mr. Yu, Rongfucheng, Xintai Tiancheng and Daihan Junge. See “History, Development and Corporate Structure Acting-in-Concert Arrangement” for details of the Acting-in-Concert arrangement.
3. The shareholding structure only indicates our major subsidiaries. As of the Latest Practicable Date, our Company has in total 12 subsidiaries in the PRC, and one subsidiary in Hong Kong.

BUSINESS

BUSINESS OVERVIEW

We are a decision intelligence solutions provider headquartered in Beijing, the PRC. Our decision intelligence solutions are engineered to deliver end-to-end capabilities across the entire data lifecycle, enabling our customers to systematically secure, integrate, analyze and operationalize data to support intelligent decision-making. Our decision intelligence solutions integrated four core modules, namely: (i) “Dai (岱)” — Data Intelligence Skillset (數據智能決策組合); (ii) “Han (瀚)” — Intelligent Data-Fusion and Analysis Platform (融合分析數據平台); (iii) “Ge (格)” — Data Governance Toolkit (數據治理工具集); and (iv) “Jun (鈞)” — Secure and Trusted Data Framework (安全可信數據框架). For further details, please refer to the paragraph headed “Our solutions” in this section. We have developed our proprietary Data Agent Graph, which serves as the core engine underpinning our decision intelligence solutions. According to the Industry Report, we are one of the first companies in the PRC to build a Data Agent Graph based on ontology mapping technology, which significantly enhances data explainability, and we are also among the first to successfully commercialise this technology in complex decision intelligence scenarios for government and private enterprise customers. Our Company ranked ninth in the PRC decision intelligence application industry in terms of revenue, accounting for approximately 1.3% of the market share in 2025 and ranked first in the PRC Data Agent-driven decision intelligence application industry in terms of revenue and accounted for approximately 10.5% of the market share in 2025.

Our decision intelligence solutions empower private enterprises, SOEs and government entities to make informed decisions while enhancing operational efficiency and productivity. Our decision intelligence solutions have been applied across a wide array of application scenarios, including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education. According to a certification issued by the Beijing Big Data Association (北京大數據協會), our decision intelligence solutions achieved the largest market share in the PRC for demographic analysis and intelligent decision support in 2025.

Our Data Agent Graph serves as the core engine of our decision intelligence solutions. It identifies and extracts high-value, dynamic information from multi-source, heterogeneous raw data, and labels such data with reference to natural persons, legal entities and IoT sensors (such as smart devices), with the labelled data collectively referred to as “Data Agents”. The Data Agent Graph then maps relationships between these Data Agents with multi-dimensional elements such as resources, environments, events, geographical features and IoT data to uncover meaningful patterns, connections and potential risks or opportunities. On this basis, our decision intelligence solutions are capable of analyzing complex social and economic scenarios and support informed decision-making across diverse business scenarios. Besides, our Data Agent Graph integrates privacy-preserving computing technologies to enable multi-party data collaborative analysis while ensuring the raw data remains strictly confidential. Our Data Agent Graph was recognized by an expert committee chaired by an academician of the Chinese Academy of Engineering (中國工程院) in 2023 for achieving a leading standard domestically and an advanced level internationally. For further details on our Data Agent Graph, please refer to the paragraph headed “Our proprietary technologies” in this section.

In recognition of our research and design capabilities, our Group was accredited as, amongst others, a National-level Specialized and Innovative “Little Giant” Enterprise (國家級專精特新“小巨

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人”企業), a “High-tech” Enterprise (高新技術企業) and Beijing Top 100 Specialized & Innovative Enterprises (北京專精特新企業百強). We have also achieved the highest CMMI maturity level 5 certification. As at the Latest Practicable Date, our Group had registered 65 invention patents, one design patent and 142 software copyrights.

Our Group experienced significant business growth during the Track Record Period. Our revenue increased from RMB279.8 million for FY2023 to RMB281.0 million for FY2024 and further increased to RMB380.6 million for FY2025. Our sustained business growth underscores the effectiveness of our strategic initiatives and our ability to consistently meet the evolving needs of our customers.

MARKET OPPORTUNITIES

According to the Industry Report, as business environments become more complex, data sources more diverse, management processes more layered, and requirements for timeliness, accuracy and consistency continue to rise, data visualisation, descriptive analysis and experience-based judgement alone are becoming less sufficient to meet practical needs. This is particularly evident in scenarios involving multiple objectives, cross-functional coordination, strong rule constraints and clear accountability for outcomes, where customers increasingly require capabilities that can go beyond analysis to provide decision support, solution simulation, path optimisation and actionable recommendations. In parallel, favourable policy such as the Three-Year Action Plan (2024-2026) for “Data Element” and the “Artificial Intelligence Plus” initiative, have further expanded the scope of application scenarios and deepened the adoption of decision intelligence services. As a result, the market size of decision intelligence applications in the PRC in terms of revenue is forecasted to increase from approximately RMB38.1 billion in 2026 to approximately RMB80.4 billion in 2030, at a CAGR of 20.5%.

OUR COMPETITIVE STRENGTHS

We believe the following competitive strengths contribute to our success and differentiate us from our competitors.

We have established a preeminent market position in the decision intelligence application industry in the PRC

We have accumulated proven track record in the provision of decision intelligence solutions since our inception in 2015. According to the Industry Report, our Group ranked ninth in the PRC decision intelligence application industry in terms of revenue and accounted for approximately 1.3% of the market share in 2025. According to a certification issued by the Beijing Big Data Association (北京大數據協會), a state administrative authority managed by the Beijing Municipal Bureau of Statistics (北京市統計局) principally engaged in research and practical application of big data and data science, our decision intelligence solutions achieved the largest market share in the PRC for demographic analysis and intelligent decision support in 2025.

Leveraging our established market position in and significant contribution to the PRC decision intelligence application industry, our Company was admitted as a member of the Big Data Technology and Standard Committee (大數據技術標準推進委員會全權成員單位) under the China Communications Standards Association (中國通信標準化協會) in 2020. Under the guidance of the

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Beijing Municipal Bureau of Economy and Information Technology (北京市經濟和信息化局) and Beijing Municipal Administration of Government Services and Data Management (北京市政務服務和數據管理局), we participated in the drafting and preparation of the “Beijing General Guidelines for Data Transaction (數據交易通用指南)” which was implemented in 2025 to provide the principles, processes and models governing data transactions in Beijing. Further, our Company was one of the few business enterprises invited by the National Bureau of Statistics (國家統計局) to participate in the Fourth United Nations World Data Forum held at Hangzhou, Zhejiang Province, the PRC, in 2023.

Our proprietary Data Agent Graph empowers us to provide comprehensive decision intelligence solutions across the entire data lifecycle

We pride ourselves in the development of our proprietary Data Agent Graph, which serves as the core engine underpinning our decision intelligence solutions which can deliver end-to-end capabilities across the entire data lifecycle, enabling our customers to systematically secure, integrate, analyze and operationalize data to support intelligent decision-making.

Our Data Agent Graph identifies and extracts high-value, dynamic information from multi-source and heterogeneous raw data to facilitate informed and effective decision-making. Unlike traditional AI agents which often generate inaccurate insights or “hallucinations” owing to lack of real-time industry specific data, therefore failing to match operational reality, our Data Agent Graph is capable of reasoning and mapping complex social and economic scenarios to reveal actionable patterns, dependencies and emerging risks or opportunities and executing decision-support tasks. Besides, our Data Agent Graph integrates privacy-preserving computing technologies to enable multi-party data collaborative analysis while ensuring the raw data remains strictly confidential. Our Data Agent Graph was recognized by an expert committee chaired by Mr. Zheng Weimin (鄭緯民), academician of the Chinese Academy of Engineering (中國工程院) and consisted of other experts from the High-Tech Research and Development Center, Ministry of Science and Technology (科技部高技術研究發展中心), China Software Registration Centre (中國軟件登記中心), University of Chinese Academy of Sciences (中國科學院大學), Institute of Automation, Chinese Academy of Sciences (中國科學院自動化研究所), Computer Network Information Center, Chinese Academy of Sciences (中國科學院計算機網路信息中心) and China Center for Information Industry Development (中國電子信息產業發展研究院), for achieving a leading standard domestically and an advanced level internationally.

We continuously cultivated our research and development expertise and capabilities

We constantly strive to differentiate ourselves from our competitors through delivering decision intelligence solutions that align with the evolving business needs of our customers and the constantly changing technical, compliance, and operational standards. Our R&D team consists of dedicated talents with years of industry experience and technical expertise. As at December 31, 2025, our R&D team comprised a total of 40 members, which include a significant number of postdoctoral researchers, PhD holders, and master’s degree graduates from renowned universities. Each of our core R&D team members has accumulated extensive working experience in data analysis, AI, large models and software programming, with a number of our R&D team members having previously held positions at esteemed technology companies such as Motorola or Huawei.

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Our R&D team is essential to enable our Group to continually advance our technology, strengthen innovation, and maintain market competitiveness through the timely development of new and improved solutions which respond to customers’ evolving needs and requirements. This enables our Group to differentiate our offerings and maintain long-term competitiveness and reinforce our market position over time. By investing in and maintaining a high-performing R&D team, we are well positioned to anticipate market demands, adapt to technological changes, and strengthen our market position.

As at the Latest Practicable Date, our Group has established R&D centers at our headquarters in Beijing and our branch office in Chongqing. Further, we have entered into collaboration with academic institutions such as the Peking University (北京大學), R&D institutions and independent technology companies in the PRC to carry out research on areas including big data analytics and AI solutions. Through these R&D initiatives, we aim to enhance our technological innovation, improve product performance and support the continuous evolution of our decision intelligence solutions.

In recognition of our R&D capabilities, our Group was accredited as, amongst others, a National-level Specialized and Innovative “Little Giant” Enterprise (國家級專精特新“小巨人”企業), a “High-tech” Enterprise (高新技術企業) and Beijing Top 100 Specialized & Innovative Enterprises (北京專精特新企業百強). We have also achieved the highest CMMI maturity level 5 certification. As at the Latest Practicable Date, our Group had registered 65 invention patents, one design patent and 142 software copyrights.

Versatile application of high-value decision intelligence solutions supported by proven track record and financial growth

Our decision intelligence solutions are applied by private enterprises, SOEs and government entities across a wide array of application scenarios, including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education. The application of our decision intelligence solutions has generated significant values for the users, including reduction in expenses, increase in work efficiency, improvement in decision-making timeliness, streamlining of labour-intensive manual work, enhanced accuracy of data-driven insights, etc.

Our technical skills and reliability are further evidenced by our participation in high-stakes, large-scale projects of national and international significance. Notably, our decision intelligence solutions provided crowd flow analysis during the Winter Olympic Games in 2022, ensuring the safe and seamless execution of the event. Our solutions also played a pivotal role in public health management during the COVID-19 pandemic, where our predictive analytics and trend modeling supported effective epidemic control. According to an article published by the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會) in 2020, our contributions were formally recognized by the government which underscored our reputation as a trusted provider of decision intelligence solutions.

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Our achievements have translated into significant commercial momentum and a consistent increase in scale of projects awarded to our Group, with the number of projects contributing revenue of RMB10.0 million or above increased from one for FY2023 to five for FY2024 and further increased to nine for FY2025. We have also experienced financial growth throughout the Track Record Period, which can be demonstrated by the increase in our revenue from RMB279.8 million for FY2023 to RMB281.0 million for FY2024 and further increased to RMB380.6 million for FY2025.

OUR BUSINESS STRATEGIES

The principal business objectives of our Group are to strengthen our competitive position, increase our market share and capture the growth opportunities within the decision intelligence application industry by pursuing the following key business strategies: (i) enhancing our R&D capabilities and broadening our solutions portfolio; (ii) expanding and strengthening our R&D team to advance our R&D initiatives and increase our on-site deployment capacity; and (iii) increasing our marketing efforts to enhance and broaden our market presence.

Strengthening our R&D capabilities and expanding our solutions portfolio

Our success is underpinned by our continuous innovation in our solution offerings and ongoing enhancement to our core technologies. According to the Industry Report, service providers must continuously enhance their technical architecture in order to support more automated, scalable and reliable decision support across complex scenarios. Our Directors believe that it is crucial for our Group to capture the growth in the decision intelligence application industry by continuously strengthening our R&D capabilities to improve the performance and functionality of our decision intelligence solutions, while expanding our solution portfolio to address the evolving needs of our customers.

In this regard, we intend to increase our investment in R&D infrastructure through (i) strengthening our computing infrastructure, hardware and R&D software platform; (ii) building GPU computing clusters, acquiring additional storage devices and security equipment; (iii) upgrading our R&D tools and software platforms; and (iv) performing data annotation, cleansing and governance for model training. With higher computing power and enhanced R&D infrastructure, we will be able to conduct more sophisticated algorithmic modelling, data fusion analysis and intelligent decision-making.

In addition, we plan to expand the scale and size of the R&D center at our Beijing headquarters as well as establish additional regional R&D centers in East China to support the anticipated growth in R&D activities driven by the increase in demand for our decision intelligence solutions, particularly in connection with our planned regional expansion. These R&D centers will be strategically located in proximity to our target markets to enhance customer accessibility, facilitate close engagement and enable the development of tailored R&D projects.

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During the Track Record Period, we collaborated with academic institutions such as the Peking University (北京大學), as well as R&D institutions and independent technology companies in the PRC, to conduct R&D activities. Going forward, we intend to strengthen our R&D collaboration with laboratories of renowned universities and establishing joint laboratories with universities and research institutes, conducting collaborative frontier technology research, as well as participating in algorithm competitions and open-source communities. In the next three to five years, we plan to collaborate with research teams of universities in areas including computer science, information technology and AI to enhance our graph technologies and natural language processing capabilities.

We have undertaken, and will continue to undertake, R&D projects to strengthen and advance our Data Agent Graph technology, with a focus on strengthening our capabilities in knowledge graph, data integration and transformation, privacy-preserving computing technologies and data security technology through enhanced computing capabilities.

Building a high-calibre, experienced and multi-skilled R&D team

We recognize talents as the fundamental driver of corporate innovation and growth. We are dedicated to strengthening our R&D team that combines professional depth with innovative dynamism. In alignment with our strategy to strengthen our R&D capabilities, we intend to further strengthen and expand our R&D team. We will focus on attracting industry experts, technical professionals and high-caliber talents with extensive working experience and industry knowledge in data analysis, AI, large models, privacy computing, knowledge graph and software programming which underpin our decision intelligence solutions. It is believed that a high-calibre, experienced and multi-skilled R&D team will contribute innovative perspectives and drive the advancement of our R&D initiatives.

We will foster an open and diverse organizational culture and implement a comprehensive talent development system for different functions and levels. We will enhance our talent management system covering recruitment, training, promotion, evaluation and incentives, to enhance employee engagement and stability. Through systematic training, project-based practice and differentiated incentives, we will accelerate talent growth, maintain organizational vitality, retain key personnel, and solidify the talent foundation for executing our long-term strategic vision.

During the Track Record Period, we deployed our R&D personnel to assist our customers with the installation of our decision intelligence solutions, as well as the related software and hardware components delivered as part of project implementation at their designated premises. We also deployed R&D personnel to our customers’ premises upon request to conduct on-site inspections and ensure real-time and stable operation of our decision intelligence solutions. In the event of any operational issues, our R&D team will promptly identify and resolve the underlying causes, thereby facilitating efficient diagnosis and timely resolution. In light of the anticipated increase in demand for our decision intelligence solutions, we expect a corresponding increase in demand for on-site installation and maintenance services at our customer premises. Accordingly, we intend to further strengthen our R&D team to increase our on-site deployment capacity, with a view to enhancing service efficiency and improving customer satisfaction.

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Expanding our market presence and increasing our sales and marketing efforts

Building upon our established foundation in Beijing, we intend to further strengthen our regional presence, broaden our customer base and strengthen our business relationships with our existing customers located in East China. During the Track Record Period, the proportion of our revenue attributable to customers located in East China continued to increase. In particular, the percentage of our revenue generated from customers in East China increased from 10.9% in FY2023 to 28.2% in FY2025, representing our second-largest regional market. We plan to establish sales centers in East China which enable us to operate in closer proximity to regional customers, respond more effectively to local market dynamics and collect feedbacks and handle any queries on our solutions from customers more effectively. We will recruit and deploy sales and marketing personnel to be based at these sales centers, thereby enhancing our ability to penetrate target markets, deepen customer engagement and capitalize on region-specific growth opportunities effectively.

Besides, we intend to strengthen our sales and marketing activities through (i) participating in or hosting of domestic and international industry summits and exhibitions; (ii) advertising across media channels; and (iii) participation in the formulation of national and industry standards. Further, we will continue to explore suitable opportunities for overseas expansion.

OUR PROPRIETARY TECHNOLOGIES

Our Data Agent Graph serves as the core engine of our decision intelligence solutions. It identifies and extracts high-value, dynamic information from multi-source, heterogeneous raw data, and labels such data with reference to natural persons, legal entities and IoT sensors (such as smart devices), with the labelled data collectively referred to as “Data Agents”. The Data Agent Graph then maps relationships between these Data Agents with multi-dimensional elements such as resources, environments, events, geographical features and IoT data to uncover meaningful patterns, connections and potential risks or opportunities. On this basis, our decision intelligence solutions are capable of analyzing complex social and economic scenarios and support informed decision-making across diverse business scenarios.

Unlike traditional AI agents which often generate inaccurate insights or “hallucinations” owing to lack of real-time industry specific data, therefore failing to match operational reality, our Data Agent Graph is capable of reasoning and mapping complex social and economic scenarios to reveal actionable patterns, dependencies and emerging risks or opportunities and executing decision-support tasks.

Our Data Agent Graph is structured across three progressive layers, built upon a foundational secure and trusted data framework.

To ensure data privacy and security throughout the data lifecycle, our Data Agent Graph integrates privacy-preserving computing techniques to enable collaborative analysis across multiple parties while ensuring that raw data remains strictly confidential. In practice, raw data remains with its owner, only derived outputs or encrypted model updates are shared, which can be further protected,

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for instance, through differential privacy. This robust approach enables secure cross-organizational collaboration, allowing public and private entities to conduct joint analytics without revealing proprietary or personally identifiable information. This lays the foundation for “Jun (鈞)” — Secure and Trusted Data Framework.

(1) Primary layer — Data identification and labelling

Our Data Agent Graph identifies and labels high-value, dynamic information from multi-source, heterogeneous and unstructured datasets, spanning across various data types, including text, documents, images, graphs and signals, across departments, systems, organizations, entities and industries in both public and private sectors, thereby breaking down data silos and addressing inefficiencies from inconsistent standards. By labelling such data with reference to natural persons, legal entities and IoT sensors, our Data Agent Graph constructs a robust unified data model which serves as the foundation for intelligent decision-making. This layer provides the structural integrity required for “Ge (格)” — Data Governance Toolkit, ensuring data is meaningfully understood and governed.

(2) Intermediary layer — Relationship discovery

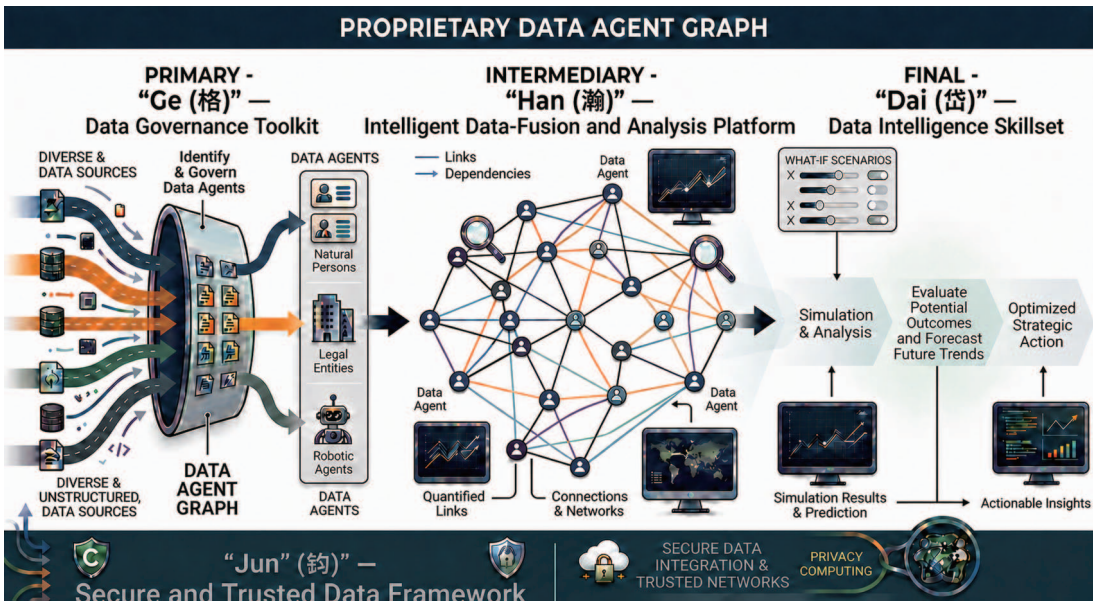
Our Data Agent Graph pivots beyond simple data identification to relational intelligence. Our Data Agent Graph uncovers correlations and non-obvious dependencies between natural persons, legal entities and IoT sensors and multi-dimensional elements such as resources, environments, events, geographical features and IoT data to uncover meaningful patterns, connections and potential risks or opportunities. By enabling visualization and quantification of these relationships, the intermediary layer generates practical insights and establishes the foundation for “Han (瀚)” — Intelligent Data-Fusion and Analysis Platform.

(3) Final layer — Casual inference

Our Data Agent Graph goes beyond descriptive and statistical analysis to causal inference. Through the utilization of Data Agent-based modeling to simulate the behavior of complex social and economic entities, it models “what-if” scenarios which allows decision-makers to evaluate the potential outcomes of a policy or business strategy in a virtual sandbox before implementation, substantially reducing the margin of error in complex governance and commercial operations. This shift enables organizations to advance from reactive monitoring to proactive strategy, turning raw data into actionable, predictive intelligence. This lays the foundation for “Dai (岱)” — Data Intelligence Skillset.

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The graph below illustrates an overview of the three progressive layers of our Data Agent Graph:



OUR SOLUTIONS

We specialise in delivering decision intelligence solutions. Our offerings are engineered to deliver end-to-end capabilities across the entire data lifecycle, enabling our customers to systematically secure, integrate, analyse and operationalise data to support intelligent decision-making. Being engineered by our Data Agent Graph technology, our decision intelligence solutions integrated four core modules, namely: (i) “Dai (岱)” — Data Intelligence Skillset (數據智能決策組合); (ii) “Han (瀚)” — Intelligent Data-Fusion and Analysis Platform (融合分析數據平台); (iii) “Ge (格)” — Data Governance Toolkit (數據治理工具集); and (iv) “Jun (鈞)” — Secure and Trusted Data Framework (安全可信數據框架).

We deliver our decision intelligence solutions on a project-by-project basis. Our decision intelligence solutions empower private enterprises, SOEs and government entities to make informed decisions while enhancing operational efficiency and productivity. Our decision intelligence solutions have been applied in a wide array of application scenarios, including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education.

Being engineered by the Data Agent Graph, our decision intelligence solutions fulfil the stringent security and compliance requirements of private enterprises, SOEs and government entities, supporting a range of application scenarios, including mission-critical analytics, secure information sharing protocols, operational automation and data-driven decision support. Ultimately, these capabilities foster optimized decision-making, improve operational efficiency and enhance productivity. For further details on our proprietary Data Agent Graph, please refer to the paragraph headed “Our proprietary technologies” in this section.

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The following sets forth an overview of each of the core modules of our decision intelligence solutions:

A. “Jun (鈞)” — Secure and Trusted Data Framework (安全可靠數據框架)

The Secure and Trusted Data Framework establishes a closed-loop system for secure data circulation and transactions, ensuring clear separation between data possession and usage rights. Data Agent Graph integrates privacy-preserving computing technologies. The Secure and Trusted Data Framework constructs a secured data environment which facilitates the sharing and trading of data values among institutions to enable data usage and analysis while ensuring that data remains strictly confidential within its original domain. This approach allows diverse entities such as government agencies, telecommunications services providers, internet service companies and other enterprises to engage in secured and collaborative data analysis while ensuring the raw data remains strictly confidential, thereby promoting cross-institutional and cross-domain data fusion, unifying isolated datasets, realizing the full utility of collective information and unlocking significant data values. Further, the Secure and Trusted Data Framework implements robust security measures such as access control, usage auditing and process traceability throughout the entire data lifecycle. The framework integrates privacy-preserving computing technologies, under which the raw data is encrypted and secured to protect data privacy and integrity.

Technical specifications and operational features

The following sets forth the technical specifications and operational features of the Secure and Trusted Data Framework:

- *Privacy computing technology:* The Secure and Trusted Data Framework utilizes advanced technologies such as federated learning, homomorphic encryption and differential privacy, to provide an integrated secure computing environment, supporting the secure fusion and analysis of multi-source data to meet data processing requirements. It enables cross-institutional and cross-domain collaborative modeling and analysis while ensuring the raw data remains strictly confidential.
- *Confidential computing environment:* The Secure and Trusted Data Framework supports trusted execution environment (TEE) technology, combining hardware and software to ensure data in use is visible only to the CPU, providing a high-performance and highly secure trusted computing environment.
- *Traceability:* The Secure and Trusted Data Framework records and audits the entire data lifecycle, from data integration, analysis, processing to application and transaction, ensuring that every operational step is traceable and compliant with regulatory requirements.

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B. “Ge (格)” — Data Governance Toolkit (數據治理工具集)

The Data Governance Toolkit establishes a standardized data governance framework which transforms fragmented, heterogeneous and multi-source data into unified, high-quality and ready-to-use data assets. The Data Governance Toolkit effectively bridges data silos across departments and systems and empowers organizations to fully realize the strategic value of their data. The Data Governance Toolkit enables seamless data transmission and consolidation across departments and systems, laying a robust data foundation for formulating holistic business insights. The Data Governance Toolkit also establishes unified data standards and a metadata management system, ensuring consistency, usability and interpretability of data across organizations.

Technical specifications and operational features

The following sets forth the technical specifications and operational features of the Data Governance Toolkit:

- *Multi-source heterogeneous data governance:* The Data Governance Toolkit ensures that Data Agents can be accurately identified from heterogeneous, multi-source data on a real-time basis, which establish the foundation for the Data Agent Graph through a standardized data model. The Data Governance Toolkit is equipped with built-in tools for automated data cleansing, classification and tagging, which facilitates unified integration, standardized processing and efficient management of structured, semi-structured and unstructured data. The Data Governance Toolkit also automates data validation, reconciliation and quality enhancement, thereby creating a standardized, measurable and operational system that significantly reduces data governance costs and complexity.
- *Separation between data storage and processing:* The Data Governance Toolkit separates data storage from data processing, allowing users to build customized data governance models with flexible resource allocation and without being limited by data storage hardware constraints. This framework is specifically engineered to efficiently power a wide range of advanced and complex data application analytics.
- *Unified data standards and secured data lifecycle management:* The Data Governance Toolkit establishes a standard framework for efficient data management and application. It ensures seamless alignment across datasets, significantly reduces redundancy and provides a secure data environment throughout the entire data lifecycle.

C. “Han (瀚)” — Intelligent Data-Fusion and Analysis Platform (融合分析數據平台)

The Intelligent Data-Fusion and Analysis Platform focuses on multi-source, heterogeneous data fusion and analysis. The platform builds a comprehensive data correlation view to uncover hidden relationships and unlock latent value, ultimately delivering practical business insights. Through multi-source data alignment, intelligent semantic networking, ontology alignment, and multi-dimensional association techniques, Data Agents from diverse sources are linked into a unified, dynamic relationship network, which uncover the deep associations among them.

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Technical specifications and operational features

The following sets forth the technical specifications and operational features of the Intelligent Data-Fusion and Analysis Platform:

- *Person-centered multi-source data fusion model*: The Intelligent Data-Fusion and Analysis Platform is engineered to analyze the dynamic interrelationships between (a) labelled data with reference to natural persons, legal entities and IoT sensors (such as smart devices), collectively referred to as “Data Agents”; and (b) multi-dimensional elements such as resources, environments, events, geographical features, events and IoT data, through a graph-structured intelligent agent system, thereby establishing a comprehensive and holistic data view that yields actionable business insights.
- *Knowledge graph and AI-technology*: Leveraging knowledge graphs, AI algorithms and dynamic modeling, the Intelligent Data-Fusion and Analysis Platform facilitates in-depth semantic correlation, causal inference and data value extraction. The platform is capable of mapping complex relationships to reveal the underlying logic and value hidden within the data.
- *Ontology alignment*: By resolving semantic inconsistencies in how different systems define and interpret data, the Intelligent Data-Fusion and Analysis Platform enables seamless correlation of cross-system data and improves the usability of data assets across business functions and departments.

D. “Dai (岱)” — Data Intelligence Skillset (數據智能決策組合)

The Data Intelligence Skillset leverages causal inference, dynamic simulation and intelligent modeling technologies to provide decision-makers with holistic data insights and explainable decision support. The Data Intelligence Skillset utilizes agent-based modeling to simulate the behavior of complex social and economic entities, it models “what-if” scenarios which allows decision-makers to evaluate the potential outcomes of a policy or business strategy in a virtual sandbox before implementation. It is designed to forecast future trends and simulate complex events, such as demographic shifts, economic developments and crowd flow at large-scale events, providing a scientific foundation for real-time decision making and strategic planning. Further, through analysis and simulation of population distribution, demand and supply for public resources and business activity patterns, the Data Intelligence Skillset provides quantitative decision support for the optimal allocation of resources in fields such as education, healthcare and transportation. The Data Intelligence Skillset therefore delivers comprehensive data insights, focusing on the traceability of decision-making processes and ensuring reliable outcomes. It effectively empowers decision-makers to formulate precise strategic plans and optimize resource allocation, providing a robust foundation for efficient governance and industrial and business development.

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Technical specifications and operational features

The following sets forth the technical specifications and operational features of the Data Intelligence Skillset:

- *Autonomous decision-making*: The Data Intelligence Skillset advances from dynamic data interrelationships analysis to autonomous reasoning, decision-making, actions, and evaluations, supporting 24/7 dynamic monitoring of key performance indicators (KPIs) and automated anomaly detection, while conducting dynamic simulations of various decision-making strategies to assess their outcomes and effectiveness, thereby assisting decision-makers in identifying optimal solutions.
- *“Data-Model-Scenario” framework*: Leveraging machine learning, deep learning, and dynamic simulation technologies, the Data Intelligence Skillset connects multi-dimensional Data Agents, analytical models and real-world business scenarios, seamlessly bridging the gap between virtual analysis and physical execution.
- *Holistic data insights*: Leveraging the Data Agent Graph, the Data Intelligence Skillset can explain every step in its reasoning with clear relationship links, making its decisions easy to understand, trace, verify and audit in critical scenarios such as public governance, financial risk management and emergency management. The Data Intelligence Skillset provides decision-makers with end-to-end support throughout the data life cycle encompassing situational awareness, operational monitoring, early warning analysis and risk assessment, trend projection and strategy optimization.
- *Interactive visualization and bespoke reporting*: The Data Intelligence Skillset features an intuitive and interactive visual interface which generates customized data fusion analysis reports tailored to specific client requirements, translating complex analytical results into clear and practical insights.
- *Cross-domain decision support*: The Data Intelligence Skillset is designed with high versatility, enabling flexible adaptation across a wide range of complex decision-making scenarios, including urban governance, macroeconomics and enterprise management.

Application

Our decision intelligence solutions are applied by private enterprises, SOEs and government entities in various application scenarios. For private enterprises, our solutions mainly empower our customers to improve operational efficiency and achieve sustainable growth across key domains, including market intelligence, user behavior analysis marketing attribution and data asset governance, with a view to enhance operational efficiency and support sustainable business growth. For SOEs and government entities, our solutions mainly facilitate data-driven governance by providing real-time situational awareness, supporting precise allocation of public resources and facilitating emergency response.

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Our decision intelligence solutions were applied in a wide array of application scenarios including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education. The table below sets forth a breakdown of our revenue by the application of our solutions during the Track Record Period:

	FY2023		FY2024		FY2025	
	Revenue	% of total revenue	Revenue	% of total revenue	Revenue	% of total revenue
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
Smart city	86,492	30.9	108,070	38.5	158,319	41.7
Financial and business services	64,010	22.9	61,567	21.9	73,232	19.2
Communications and information security	22,153	7.9	38,148	13.6	58,201	15.3
Industrial and energy	31,320	11.2	35,610	12.7	52,063	13.7
Transportation and logistics	50,033	17.9	32,675	11.6	25,245	6.6
Healthcare and education	25,824	9.2	4,939	1.7	13,502	3.5
Total	<u>279,832</u>	<u>100.0</u>	<u>281,009</u>	<u>100.0</u>	<u>380,562</u>	<u>100.0</u>

The following provides an overview of the application of our decision intelligence solutions by application scenarios:

Smart city

Our decision intelligence solutions provided to our customers integrate compliant data resources sourced through legally compliant channels to support a broad range of smart city applications. Such data resources are derived from (i) publicly available data accessible from the public domain in accordance with applicable PRC laws and regulations; (ii) proprietary data authorised by our customers pursuant to commercial arrangements and data usage agreements; and (iii) data provided to our clients by third-party data product suppliers with the requisite qualifications. The data encompasses, amongst others, public government data, authorised data from telecommunications services providers, publicly available internet data and public utility operational data. Prior to application, all such data undergoes rigorous de-identification and anonymisation processing in compliance with applicable PRC data protection and privacy regulations. The processed data is applied across different smart city application scenarios, including urban governance, public services planning, emergency management and cultural tourism operations.

By combining population distribution with public facility utilization, our solutions build precise models that align population distribution with public services such as education, healthcare and elderly care, facilitating assessment of accessibility, identification of shortages or redundancies and support strategic planning of public facilities investment.

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Financial and business services

Our decision intelligence solutions integrate multi-dimensional data to strengthen financial risk control and commercial decision-making. By combining data from our customers and the public domain, our solutions build and continuously evaluate comprehensive enterprise profiles, scale, profitability, innovation capabilities, talent mobility, public sentiment and regulatory records. By generating dynamic scoring and identifying risk signals for financial institutions, our solutions support credit assessment, reduce lending risk and enable more accurate decisions across pre-loan approval, in-loan monitoring and post-loan management.

For commercial strategy, we integrate data including foot traffic, spending power, transport accessibility and competitive landscape to support site selection and resource allocation. Leveraging commercial heat maps and quantitative analysis, our solutions assess customer flow, target demographics, and market competition, helping businesses identify optimal locations, refine marketing strategies and strengthen overall resilience.

Communications and information security

We leverage core technologies such as privacy-preserving computing technologies and data governance to establish a secure and trusted data integration infrastructure for the telecommunications industry. In strict compliance with applicable data security and regulatory requirements, we support our customers in enabling data exchange between different operators and entities while ensuring the raw data remains strictly confidential within its original domain, thereby effectively breaking down data silos and fostering a secure and trusted data circulation ecosystem. This approach significantly enhances information security and risk management capabilities across the telecommunications sector.

At the data asset operations level, we systematically organize, label and extract value from large volumes of heterogeneous data to build standardized data assets. Based on these assets, we develop a wide range of data-driven services. Through applications such as data analytics, trend analysis and holistic monitoring, we enable telecommunications services providers to better utilize their data resources, expand business opportunities and continuously improve overall operational efficiency and commercial performance.

Industrial and energy

Our decision intelligence solutions support industrial and energy customers with data governance, market insights and competitive analysis, while enabling targeted marketing and cost optimisation. For industrial enterprises, our solutions integrate data from customers' operations, finance, investment and procurement into a unified catalogue and master data system. This enables real-time monitoring, precise analysis and end-to-end traceability, improving decision-making across key business functions. For energy enterprises, our solutions integrate authorized data from telecommunications services providers, consumer spending data from energy enterprises, and other sources to perform grid-based spatio-temporal analysis across nationwide outlet networks. This generates detailed customer profiles, including market share, location distribution and cross-brand mobility. Visualisation tools such as geospatial maps and dashboards provide clear insights into regional competition and supporting the identification of opportunities and risks.

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Transportation and logistics

By assisting clients in integrating traffic surveillance video cameras, ground sensors, mobile signals, and other data sources, our decision intelligence solutions provide comprehensive, real-time monitoring of traffic conditions across the transportation network. Our solutions also deliver in-depth diagnostics of congestion causes, enabling more effective congestion management, and they identify capacity gaps between passenger demand and transportation supply at major transportation hubs to support timely resource reallocation for improved urban traffic efficiency.

For transportation congestion management, our solutions build a cohesive framework that links pedestrian flow, vehicle movement and road traffic using multi-source data. This enables precise monitoring throughout the transportation network and supports analysis of peak-hour travel patterns, congestion causes, urban corridor performance and public transportation optimization.

For transportation hub capacity scheduling and optimization, our solutions use passenger-vehicle association modeling to analyze passenger volumes, spatiotemporal distribution, destination patterns, and mode-of-transport preferences at large integrated hubs such as railway stations and airports. This allows authorities to detect peak traffic periods, forecast capacity shortfalls and identify passenger stranding risks by comparing available capacity with actual demand, supporting dynamic optimization measures such as increasing bus frequency, extending metro operating hours and deploying additional taxis.

Healthcare and education

Our decision intelligence solutions enable medical authorities to establish secure and reliable data environments, streamlining key administrative functions such as complaint handling and data security management. Our solutions are deployed across networks of hospitals and clinics to connect clients’ disparate data systems, allowing patients to be directed to the appropriate level of care and enabling more efficient allocation of medical resources. Furthermore, our decision intelligence solutions also support clients in deploying cloud-based laboratory information management systems equipped with epidemiological data analytics capabilities, thereby facilitating the development of specialist medical services and strengthening collaboration across regional healthcare networks.

In the education sector, our decision intelligence solutions assist clients in integrating multi-source, heterogeneous campus data to construct comprehensive student profiles, enabling in-depth analysis of behavioral patterns and academic development trends that support clients’ precision education management and equip school administrators with actionable, data-driven insights for timely and informed decision-making. Our decision intelligence solutions are also applied in developing education data analytics platforms for government authorities and education bureaus, delivering insights on education resource allocation and facilitating informed policy formulation.

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USE CASES

Set forth below are examples of use cases of our decision intelligence solutions.

(A) Beijing big data action plan and leadership intelligent decision support initiative (北京市大數據行動計劃與領導駕駛艙) (the “Beijing Big Data Action Plan”)

Our Group has participated in the Beijing Big Data Action Plan, a flagship smart city project coordinated by the Beijing Municipal Bureau of Economy and Information Technology (北京市經濟和信息化局), since 2019 and our participation remained ongoing as at the Latest Practicable Date. Our involvement under the Beijing Big Data Action Plan covers more than seven administrative districts in Beijing, including Haidian (海淀), Daxing (大興), Shijingshan (石景山), Dongcheng (東城), Shunyi (順義), Changping (昌平) and Mentougou (門頭溝).

Under the Beijing Big Data Action Plan, our Group made significant contributions to city-wise data governance and intelligent decision-making through the integration of multi-source, heterogeneous data from government authorities, telecommunications service providers, internet platforms and IoT sensors. We have assisted our client in establishing a unified, standardized, and comprehensive mega-database by consolidating data from dozens of departments. The platform currently serves over 20 government departments and supports more than 50 application scenarios across a wide range of governmental functions, including public safety, emergency management, transportation, healthcare and social services, as well as economic development and tourism. In particular, we jointly developed a mobile big data monitoring and sharing platform with the Haidian District Bureau of Statistics (海淀區統計局) under the Beijing Big Data Action Plan. The platform delivered substantial operational and economic benefits, including significantly reduced data analysis response times and enhanced overall decision-making efficiency. Through centralized infrastructure and resource sharing, the platform has enabled government agencies to eliminate redundant system investments and reduce associated expenditures. The project has also supported critical municipal operations during major events and initiatives, including epidemic prevention and control during the COVID-19 pandemic and the Winter Olympic Games in 2022.

(B) Data governance platform for telecommunications services providers

Leveraging the extensive nationwide telecommunications network infrastructure and large user base, telecommunications services providers are able to accumulate a vast volume of high-value data resources including telecommunications signaling data, the commercial potential of which had not been fully realized. To enable telecommunications services providers to realise the full potential value of these data assets, our Group delivered end-to-end decision intelligence solutions to telecommunications services providers during the Track Record Period, covering data governance, privacy-preserving computation, integrated analytics and intelligent decision-making. This engagement represents a representative application of our solutions being applied in the communications and information security sector.

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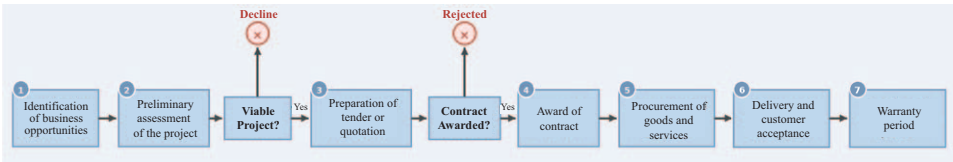
In addition, being empowered by our proprietary Data Agent Graph technology, we supported compliant cross-network data integration between our clients and multiple telecommunications operators. Through the application of privacy-preserving computing technologies, cross-network data integration is achieved with the raw data remaining within its original domain and strictly confidential. This approach facilitates cross-institutional and cross-domain data fusion, unifying isolated datasets, realizing the full utility of collective information and unlocking significant data values.

(C) Commercial data value mining and intelligent financial decision-making

The financial industry faces critical challenges, including fragmented data landscapes, complex risk management requirements, limited marketing precision and increasingly stringent regulatory standards. By integrating proprietary internal data from financial institutions with compliant external credit data, we have developed a financial data intelligence platform specifically catered for the financial and business services industry which facilitates financial risk control and decision making. Our solution was first deployed at a leading bank in the PRC as a benchmark implementation and has since been successfully extended to the insurance sector. It empowers financial institutions to achieve both regulatory compliance and effective data value realization. The platform significantly improves customer profiling accuracy and enhances risk identification capabilities.

OPERATION FLOW

Set out below is a flowchart summarising the principal steps of our business operations:



Identification of business opportunities

Our Group identifies new business opportunities mainly through (i) identification of tender opportunities by regularly monitoring tender notices published on tendering platforms operated by (a) government entities such as the PRC Government Procurement Network (中國政府採購網), National Public Resources Trading Platform (全國公共資源交易平台); (b) state-owned enterprises; and (c) other third party tender platforms; and (ii) incoming enquiries from prospective and existing customers.

Preliminary assessment of the project

The tender documents and/or project details provided by our customers generally include details of the specifications for the required decision intelligence solutions, such as the scope of services, features, any software and hardware components required, expected commencement date, contract period, payment term and timeframe for submitting the tender/quotation. In general, we would review and

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evaluate the tender documents and/or project details available to us to assess the scope of services, our capability, the expected complexity, our available financial and human resources and feasibility and profitability of the project to determine whether we should proceed with the preparation of tender/quotation.

Preparation of tender or quotation

Our tender submission or quotation generally includes amongst others, our corporate documents, certifications, decision intelligence solutions proposal and detailed profiles of the project team members. The tender submission or quotation will be approved and endorsed by our executive Directors before submission to our customers.

Award of contract

If we are awarded a project, we will enter into a formal contract with the customer. For further details, please refer to the paragraph headed “Our customers — Salient terms of agreements with customers” in this section. During the Track Record Period, we obtained projects by tenders or quotations. For each of FY2023, FY2024 and FY2025, we submitted 53, 52 and 62 tenders, respectively, and our tender success rate in respect of the tenders submitted for the corresponding year was approximately 43.4%, 44.2% and 45.2%, respectively.

Procurement of goods and services

Depending on the requirements of the project, we may be required to procure certain goods and services required for our projects such as technical support services for algorithm training, software and hardware and data products, all of which are integrated into our decision intelligence solutions. In particular, data products are generally transmitted by third party data product suppliers to our customer directly on an end-to-end basis and these data products are processed within a trusted execution environment (TEE). We are generally responsible for establishing the standards and specifications for the goods and services we procured to ensure they are fully compatible and can be seamlessly integrated with the decision intelligence solutions we provided to our customers. We typically purchase goods and services from our internal list of approved suppliers.

Delivery and customer acceptance

Depending on the requirements of our customers, our decision intelligence solutions can be delivered in the form of a platform, a data analysis report or through APIs. At the request of our customer, we may be required to install our decision intelligence solutions on the software and hardware procured from third party suppliers and deliver such software and hardware as part of our decision intelligence solutions. We are generally responsible for delivering the goods and hardware required for the project to the locations designated by our customers. Upon our customers’ request, we may also deploy our R&D personnel to assist with installation at their designated premises and to conduct on-site inspections and ensure real-time and stable operation of our decision intelligence solutions. In the event of any operational issues, our R&D team will promptly identify and resolve the underlying causes, thereby facilitating efficient diagnosis and timely resolution.

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Upon delivery of our decision intelligence solutions together with the ancillary software and hardware, our customers will conduct inspection and examination on our works done to ensure they comply with their quality standards, requirements and specifications. Our customers generally pay us 10% to 50% of the contract value within 90 days of entering into the relevant agreement, with the remaining balance payable by installment due within 90 days upon the achievement of specified milestones or following delivery and customer acceptance. For a limited number of customers, we may grant a credit period over one year, under which payments are made in accordance with the schedule stipulated in the relevant agreement. Depending on the contract terms, our customers may withhold a specified percentage of the final instalment payable to us as retention monies, which is typically released upon the expiration of the warranty period. During the Track Record Period, we entered into factoring arrangements with banks and financial institution in the PRC, under which we received advance cash by assigning the right to receive repayment to these banks and financial institution to accelerate cash inflows and support our working capital and liquidity requirements. According to the Industry Report, it is common for decision intelligence solutions providers in the PRC to enter into factoring arrangements to support working capital and liquidity needs.

Warranty period

Upon customer request, our agreements may include a warranty period typically for 12 months. During the warranty period, we are generally required to provide maintenance services and technical support at our own expense, addressing system failure, operational disruption, disaster recovery and data migration, etc.

PROJECTS UNDERTAKEN DURING THE TRACK RECORD PERIOD

We deliver decision intelligence solutions on a project-by-project basis. We experienced growth in revenue during the Track Record Period, from RMB279.8 million for FY2023 to RMB281.0 million for FY2024 and further increased to RMB380.6 million for FY2025. For a detailed analysis of the reasons for our revenue growth during the Track Record Period, please refer to the paragraph headed “Financial Information — Period-to-period comparison of results of operations” in this document.

Number of projects by range of revenue recognised

For FY2023, FY2024 and FY2025, there were 126, 119 and 124 completed projects which contributed a total of RMB279.8 million, RMB281.0 million and RMB380.6 million to our revenue, respectively. Set out below is a breakdown of our projects based on their respective range of revenue recognized during the Track Record Period:

	FY2023	FY2024	FY2025
	No. of projects	No. of projects	No. of projects
Revenue recognized			
RMB10.0 million or above	1	5	9
RMB5.0 million to below RMB10.0 million	6	1	15
RMB1.0 million to below RMB5.0 million	82	60	50
Below RMB1.0 million	37	53	50
Total	126	119	124

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Top projects undertaken during the Track Record Period

The table below sets forth the details of our top five projects in terms of revenue contribution to our Group for each of FY2023, FY2024 and FY2025:

FY2023

Rank	Project no.	Background information of customer	Contract Sum (Note 2)	Scope of services provided	Application scenario	Revenue (Note 2)	Time of commencement	Time of completion
			(RMB'000)	(RMB'000)				
1	#01	A multi-industry operator engaged in, amongst others, financial investment, commercial services and general aviation (Note 3)	10,975	Decision intelligence solutions for developing an integrated service platform to facilitate supply-demand optimization, risk monitoring and operations management to enhance service quality and support business development	Financial and business services	10,354	December 2022	April 2023
2	#02	A telecommunications services provider (Note 4)	10,643	Decision intelligence solutions for smart city management, designed and operated in compliance with applicable PRC data security and personal information protection laws	Smart city	9,459	October 2021	September 2023
3	#03	Henan Chuangke Intelligent Technology Co., Ltd. (河南创客智能科技有限公司) (Note 1)	8,760	Decision intelligence solutions for developing a smart city dynamic management platform that supports real-time data collection, continuous monitoring and decision-making for urban governance	Smart city	8,264	June 2023	October 2023
4	#04	Henan Chuangke Intelligent Technology Co., Ltd. (河南创客智能科技有限公司) (Note 1)	6,950	Decision intelligence solutions for building an intelligent traffic management platform that integrates global positioning system (GPS), geographic information system (GIS) and related systems to monitor vehicles in real time and enhance overall urban traffic management efficiency	Transportation and logistics	6,557	May 2023	August 2023

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Rank	Project no.	Background information of customer	Contract Sum ^(Note 2)	Scope of services provided	Application scenario	Revenue ^(Note 2)	Time of commencement	Time of completion
			<i>(RMB'000)</i>			<i>(RMB'000)</i>		
5	#05	An information technology company ^(Note 5)	6,630	Decision intelligence solutions for integrating multi-source GIS, building information modelling (BIM) and other business data on a unified 3D platform, enabling real-time monitoring, analysis and decision support for the customer's projects and operations	Smart city	6,255	May 2023	December 2023

Notes:

- Please refer to the paragraph headed “Our customers — Top customers” in this section.
- The contract sum is inclusive of tax whereas revenue is exclusive of tax.
- The customer is a limited liability company established in the PRC, in 2017 with registered capital of RMB80.0 million. The customer is principally engaged in the general aviation industry as its core business, supported by diversified, multi-industry operations covering technology development, financial investment, building operation, commercial services, catering and other industries. We leased a property for our business operations from the customer since April 2023.
- The customer is a limited liability company established in the PRC, in 2001, with registered capital of RMB3.0 billion, principally engaged in the provision of mobile communication, internet access and application, fixed-line telephone, satellite communication, information and communication technology (ICT) integration and other comprehensive information services. The customer is a wholly-owned subsidiary of a company, being a subsidiary of a SOE, listed on the Shanghai Stock Exchange and the Main Board of the Stock Exchange (the “**Holdco**”), principally engaged in the provision of digital information services including mobile communications, wireline communications, satellite communications, internet access, cloud computing and computing power, big data, AI, information and communication technology integration, etc. According to the latest annual report of the Holdco, its operating revenue amounted to approximately RMB529.6 billion.
- The customer is a limited liability company established in the PRC, in 2012 with registered capital of RMB10.0 million. The customer is principally engaged in delivering information technology products, solutions and software development services to clients across various industries.

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FY2024

Rank	Project no.	Background information of customer	Contract Sum ^(Note 2)	Scope of services provided	Application scenario	Revenue ^(Note 2)	Time of commencement	Time of completion
			(RMB'000)			(RMB'000)		
1	#06	Customer Group F ^(Note 1)	40,800	Decision intelligence solutions for integrating GPU computing to support real-time urban management and planning	Smart city	36,106	June 2024	December 2024
2	#07	Customer Group F ^(Note 1)	30,177	Decision intelligence solutions for integrating dynamic simulation technologies, cloud services, IT operations monitoring and disaster recovery solutions to establish a robust intelligent computing infrastructure	Financial and business services	26,705	February 2024	September 2024
3	#08	Customer Group F ^(Note 1)	20,553	Decision intelligence solutions for automated analysis and monitoring, supporting real-time operations, security and decision making	Industry and energy	18,207	February 2024	December 2024
4	#09	A multi-industry operator engaged in, amongst others, financial investment, commercial services and general aviation ^(Note 3)	12,986	Decision intelligence solutions for promoting industry governance and facilitating assessment of investment decisions	Financial and business services	12,251	January 2024	December 2024
5	#10	Beijing Ruixin Botong Technology Co., Ltd. (北京銳信博通科技有限公司) ^(Note 1)	10,870	Decision intelligence solutions for building a data management platform that automates content editing and integration, improves information services and enhances interactive experiences for users	Smart city	10,255	March 2024	October 2024

Notes:

- Please refer to the paragraph headed “Our customers — Top customers” in this section.
- The contract sum is inclusive of tax whereas revenue is exclusive of tax.
- The customer is a limited liability company established in the PRC, in 2017 with registered capital of RMB80.0 million. The customer is principally engaged in the general aviation industry as its core business, supported by diversified, multi-industry operations covering technology development, financial investment, building operation, commercial services, catering and other industries. We leased a property for our business operations from the customer since April 2023.

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FY2025

Rank	Project no.	Background information of customer	Contract Sum ^(Note 2)	Scope of services provided	Application scenario	Revenue ^(Note 2)	Time of commencement	Time of completion
			(RMB'000)					
1	#11	China Mobile Group ^(Note 1)	21,076	Decision intelligence solutions for building an integrated IT infrastructure and management platform that supports data center lifecycle management	Communications and information security	19,883	December 2025	December 2025
2	#12	Customer Group F ^(Note 1)	20,500	Decision intelligence solutions for developing a data labeling service software that enables multi-source, heterogeneous data integration and high-efficiency data retrieval for smart city management	Smart city	18,142	February 2025	December 2025
3	#13	Customer Group F ^(Note 1)	20,232	Decision intelligence solutions for developing a decision support platform that enhances data processing and automated decision making capabilities for smart city management	Smart city	17,905	February 2024	April 2025
4	#14	A telecommunications services provider ^(Note 3)	15,000	Decision intelligence solutions for industry research, policy analysis and strategic planning support for smart city development initiatives	Smart city	14,151	November 2024	November 2025
5	#15	Customer J ^(Note 1)	15,000	Decision intelligence solutions for supporting data-driven urban governance, including investment promotion analysis, project screening and evaluation, and related decision-making services	Smart city	14,151	March 2025	December 2025

Notes:

- Please refer to the paragraph headed “Our customers — Top customers” in this section.
- The contract sum is inclusive of tax whereas revenue is exclusive of tax.
- The customer is a SOE established in the PRC, in 2025, principally engaged in the provision of telecommunications services. The customer is a non-wholly-owned subsidiary of a SOE in the PRC with registered capital of RMB2.0 billion (the “**SOE Holdco**”). The SOE Holdco is principally engaged in, amongst others, the provision of technology services, financial services, energy, chemicals and advanced materials, environmental and carbon solutions, talent services and low-altitude economy.

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Backlog

The table below sets forth movement in the number of our projects during the Track Record Period and up to April 30, 2026:

	FY2023	FY2024	FY2025	From January 1, 2026 to April 30, 2026
Opening number of projects ^(Note 1)	19	59	45	13
Add: Number of new projects awarded to us ^(Note 2)	166	105	92	36
Less: Number of projects completed ^(Note 3)	<u>(126)</u>	<u>(119)</u>	<u>(124)</u>	<u>(34)</u>
Ending number of projects ^(Note 4)	<u>59</u>	<u>45</u>	<u>13</u>	<u>15</u>

Notes:

1. Opening number of projects represents the number of awarded projects which were not completed as of the beginning of the relevant year/period indicated.
2. Number of new projects represents the number of new projects awarded to us during the relevant year/period indicated.
3. Number of projects completed represents the number of projects for which all contracted deliverables have been delivered and accepted by customers.
4. Ending number of projects is equal to the opening number of projects plus number of new projects minus number of projects completed during the relevant year/period indicated.

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The table below sets forth the movement in the value of backlog of our projects during the Track Record Period and up to April 30, 2026:

	FY2023	FY2024	FY2025	From January 1, 2026 to April 30, 2026
	<i>(RMB'000)</i>	<i>(RMB'000)</i>	<i>(RMB'000)</i>	<i>(RMB'000)</i>
Opening value of backlog as at the beginning of the relevant year/period	58,417	110,504	112,403	62,812
Add: Total value of contract sum of projects awarded ^(Note)	331,919	282,908	330,971	97,782
Less: Total revenue recognized during the relevant year/period	<u>(279,832)</u>	<u>(281,009)</u>	<u>(380,562)</u>	<u>(63,466)</u>
Ending value of backlog to be carried forward to next year/period	<u>110,504</u>	<u>112,403</u>	<u>62,812</u>	<u>97,128</u>

Note: Ending value of backlog represents the portion of the total estimated revenue that has not been recognised with respect to our projects which had not been completed as at the end of the relevant year/period indicated.

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OUR CUSTOMERS

The number of customers with revenue contribution to our Group was 65, 64 and 71 for FY2023, FY2024 and FY2025, respectively. During the Track Record Period, all of our customers were located in the PRC and our revenue was denominated in RMB.

During the Track Record Period, our customers mainly included:

- (a) private enterprises primarily engaged in information technology industry, including third-party system integrators that integrate our solutions as part of their offerings to cater for end users’ specific needs; and
- (b) SOEs principally engaged in industries such as telecommunications and finance and government entities such as the National Medical Products Administration (國家藥品監督管理局), Ministry of Agriculture and Rural Affairs (農業農村部), Bureau of Statistics (統計局), Bureau of Economy and Information Technology (經濟和信息化局), Development and Reform Commission (發展和改革委員會) and Bureau of Justice (司法局).

According to the Industry Report, it is common in the PRC for end users to procure data integration and analytical application solutions through system integrators when selecting suppliers or service providers, thereby alleviating the time burden of negotiating with multiple suppliers or service providers and allows end users to benefit from a range of other ancillary services offered by system integrators. These system integrators are responsible for negotiating with various suppliers including decision intelligence solutions providers on behalf of the end users being the project owner, who typically retain the authority to approve the selection of suppliers. Such end users typically lay out the objectives they plan to achieve and the budget for their projects and engage third-party system integrators, instead of engaging us directly. These system integrators often embed our solutions into their offering to cater for end users’ specific needs and provide various other services to end users, such as implementation services.

The table below sets forth a breakdown of our revenue by types of customers:

	FY2023		FY2024		FY2025	
	Revenue	% of total revenue	Revenue	% of total revenue	Revenue	% of total revenue
	RMB'000	%	RMB'000	%	RMB'000	%
Private enterprises	224,664	80.3	163,424	58.2	249,367	65.5
SOEs and government entities	55,168	19.7	117,585	41.8	131,195	34.5
Total	279,832	100.0	281,009	100.0	380,562	100.0

BUSINESS

Top customers

For FY2023, FY2024 and FY2025, the percentage of our total revenue attributable to our top customer for each year during the Track Record Period amounted to 11.3%, 29.3% and 20.1% respectively, while the percentage of our total revenue attributable to our top five customers for each year during the Track Record Period combined amounted to 37.9%, 56.6% and 51.1%, respectively. The following tables set forth the information of our top five customers for each year during the Track Record Period:

FY2023

Rank	Customer	Year of commencement of business relationship	Services purchased from us	Typical credit terms and payment method	Revenue derived from the customer	
					RMB'000	%
1	Customer A <i>(Note 1)</i>	Since 2021	Decision intelligence solutions	Payment by installment; by bank transfer	31,568	11.3
2	Customer B <i>(Note 2)</i>	Since 2023	Decision intelligence solutions	Payment by installment; by bank transfer	24,662	8.8
3	Henan Chuangke Intelligent Technology Co., Ltd.* (河南創客智能科技有限公司) (“ Henan Chuangke ”) <i>(Note 3)</i>	Since 2022	Decision intelligence solutions	Payment by installment or payment upon delivery or within 5 business days upon acceptance; by bank transfer	19,750	7.1
4	China Mobile Group <i>(Note 4)</i>	Since 2016	Decision intelligence solutions	Payment by installment or payment within 30 business days from the invoice date; by bank transfer	16,365	5.8
5	Zhonggong Hulian (Beijing) Technology Group Co., Ltd.* (中工互聯(北京)科技集團有限公司) (“ Zhonggong Hulian ”) <i>(Note 5)</i>	Since 2023	Decision intelligence solutions	Payment by installment or payment within five business days upon acceptance; by bank transfer	13,811	4.9
Top five customers combined					106,156	37.9
All other customers					173,676	62.1
Total revenue					279,832	100.0

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FY2024

Rank	Customer	Year of commencement of business relationship	Services purchased from us	Typical credit terms and payment method	Revenue derived from the customer	
					RMB'000	%
1	Customer Group F <i>(Note 6)</i>	Since 2024	Decision intelligence solutions	Payment within 12 months upon acceptance; by bank transfer	82,413	29.3
2	Customer A <i>(Note 1)</i>	Since 2021	Decision intelligence solutions	Payment by installment; by bank transfer	26,684	9.5
3	Beijing Ruixin Botong Technology Co., Ltd.* (北京銳信博通科技有限公司) (“ Beijing Ruixin ”) <i>(Note 7)</i>	Since 2023	Decision intelligence solutions	Payment by installment or payment within 22 business days from the invoice date; by bank transfer	23,014	8.2
4	China Mobile Group <i>(Note 4)</i>	Since 2016	Decision intelligence solutions	Payment by installment or payment within 30 business days from the invoice date; by bank transfer	14,523	5.2
5	Customer H <i>(Note 8)</i>	Since 2024	Decision intelligence solutions	Payment by installment; by bank transfer	12,538	4.4
				Top five customers combined	159,172	56.6
				All other customers	121,837	43.4
				Total revenue	281,009	100.0

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FY2025

Rank	Customer	Year of commencement of business relationship	Services purchased from us	Typical credit terms and payment method	Revenue derived from the customer	
					RMB'000	%
1	Customer I <i>(Note 9)</i>	Since 2025	Decision intelligence solutions	Payment within 15 business days upon acceptance; by bank transfer	76,499	20.1
2	Customer Group F <i>(Note 6)</i>	Since 2024	Decision intelligence solutions	Payment by installment or payment within one month upon acceptance; by bank transfer	36,974	9.7
3	China Mobile Group <i>(Note 4)</i>	Since 2016	Decision intelligence solutions	Payment by installment or payment within 30 business days from invoice date; by bank transfer	31,589	8.3
4	Henan Chuangke <i>(Note 3)</i>	Since 2022	Decision intelligence solutions	Payment by installment or payment upon acceptance; by bank transfer	27,292	7.2
5	Customer J <i>(Note 10)</i>	Since 2025	Decision intelligence solutions	Payment by installment; by bank transfer	22,105	5.8
					<u>194,459</u>	<u>51.1</u>
					<u>186,103</u>	<u>48.9</u>
					<u>380,562</u>	<u>100.0</u>

Notes:

- Customer A is a limited liability company established in the PRC, in 2015, with registered capital of RMB2.3 billion, principally engaged in the sale of AI platform and provision of AI related services. Customer A is a wholly-owned subsidiary of a company listed on the Main Board of the Stock Exchange (“**Customer A Holdco**”), principally engaged in the provision of platform-centric AI software. According to the latest annual report of Customer A Holdco, its total revenue amounted to approximately RMB7.1 billion for the year ended December 31, 2025.
- Customer B is a limited liability company established in the PRC, in 2007 with registered capital of RMB32.2 million. According to publicly available information, Customer B is principally engaged in product R&D, manufacturing and software development, as well as the construction of information system platforms and the provision of sales, technical support and operational maintenance services for public safety and public health sectors.

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3. Henan Chuangke is a limited liability company established in the PRC, in 2018 with registered capital of RMB1.0 million. Henan Chuangke is principally engaged in the provision of software development, software outsourcing services and big data services.
4. China Mobile Group comprises a total of five subsidiaries of China Mobile Limited (中國移動有限公司), a SOE listed on the Stock Exchange (stock codes: 941 (HKD counter) and 80941 (RMB counter)) and the Shanghai Stock Exchange (stock code: 600941) and a subsidiary of China Mobile Communications Group Co Ltd (中國移動通信集團有限公司), which is principally engaged in mobile network operation, integrated telecommunications and information services. According to the annual report of China Mobile Limited for the year ended December 31, 2025, its operating revenue amounted to approximately RMB1,050.2 billion.
5. Zhonggong Hulian is a limited liability company established in the PRC, in 2018, with registered capital of approximately RMB13.6 million. Zhonggong Hulian is principally engaged in the provision of computer system services, information system integration services and software development.
6. Customer Group F comprises two non-wholly owned subsidiaries of a SOE established in the PRC in 1993, principally engaged in urban construction engineering, development, design, landscaping, property management, capital investment, cultural tourism and international operations (“**Customer Group F Holdco**”). According to the 2024 audit report of Customer Group F Holdco for the year ended December 31, 2024, its operating revenue amounted to approximately RMB152.2 billion.
7. Beijing Ruixin is a limited liability company established in the PRC, in 2006, with registered capital of RMB30.0 million. Beijing Ruixin is principally engaged in the R&D of application system, high-performance computing solutions, storage management systems and mobile information application platforms.
8. Customer H is a limited liability company established in the PRC, in 2018, with registered capital of approximately RMB7.3 million. Customer H is principally engaged in the provision of information technology solutions.
9. Customer I is a limited liability company established in the PRC, in 2023, with registered capital of RMB10.0 million. Customer I is principally engaged in the provision of AI services for integrated systems across enterprises’ supply chains, smart factories, urban environments and smart industrial parks.
10. Customer J is a limited liability company established in the PRC, in 2016, with registered capital of RMB10.0 million. Customer J is principally engaged in technology research and development solutions.

To the best of our Directors’ knowledge, information and belief, each of our top five customers in each year during the Track Record Period was an Independent Third Party. None of our Directors, their close associates or any Shareholders who owned more than 5% of the number of issued shares of our Company as at the Latest Practicable Date had any interest in any of the top five customers of our Group for each year during the Track Record Period.

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Salient terms of agreements with customers

We deliver our decision intelligence solutions on a project-by-project basis. Our customers generally confirm our engagement by entering into a formal contract with us. The principal terms of our engagement with customers are summarised as follows:

- **Scope of services.** Our agreements with customers typically include scope of services, features, configuration, standards and other specifications for our decision intelligence solutions as well as any associated software and hardware components required. Depending on the requirements of our customers, our decision intelligence solutions can be delivered in the form of a platform, a data analysis report or through APIs. At the request of our customer, we may be required to install our decision intelligence solutions on the software and hardware procured from third party suppliers and deliver the software and hardware as part of our decision intelligence solutions.
- **Term.** Our agreements with customers generally specify the duration ranging from a few months to two years for the services provided under the agreement.
- **Payment.** We generally charge a fixed price for our projects. Our customers generally pay us 10% to 50% of the contract value within 90 days of entering into the relevant agreement, with the remaining balance payable by installment due within 90 days upon the achievement of specified milestones or following delivery and customer acceptance. For a limited number of customers, we may grant a credit period over one year, under which payments are made in accordance with the schedule stipulated in the relevant agreement. Depending on the contract terms, our customers may withhold a specified percentage of the final instalment payable to us as retention monies, which is typically released upon the expiration of the warranty period.
- **Warranty period.** Upon customer request, our agreements may include a warranty period typically for 12 months. During the warranty period, we are generally required to provide maintenance services and technical support at our own expense, addressing system failure, operational disruption, disaster recovery, data migration, etc.
- **Intellectual Property.** Each party shall retain ownership of the intellectual property rights it possessed prior to the execution of the agreement. We retain ownership of the intellectual property rights related to the products we provide, including the embedded software. Depending on the terms of agreements with our customers on a project-by-project basis, the intellectual properties generated during the performance of the agreement may be owned exclusively by us or our customer, as specified in the applicable agreement.
- **Confidentiality.** If either party’s personnel fails to fulfill their confidentiality obligations and discloses project-related information to a third party, thereby causing losses to the other party, the breaching party shall bear corresponding legal and economic liabilities.
- **Liquidated damages.** Liquidated damages clause maybe included in the agreements to protect our customers against late completion of work. We may be liable to pay liquidated damages to our customers if we are unable to deliver or perform the services within the

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time specified in or in accordance with the contract. Liquidated damages are generally calculated on the basis of a fixed percentage of the contract sum. During the Track Record Period and up to the Latest Practicable Date, no liquidated damages had been claimed by our customers against us.

- **Termination.** If a party breaches the agreement and causes economic loss to the other party, the other party may terminate the contract, and the party in default will be liable for damages. In the event of a force majeure lasting beyond a certain duration, both parties may negotiate to decide whether to terminate the contract.

Overlapping of customer and supplier

China Mobile Group, one of our top five customers for each of FY2023, FY2024 and FY2025, was also a supplier of our Group during the Track Record Period. China Mobile Group comprises a total of five subsidiaries of China Mobile Limited (中國移動有限公司), a SOE listed on the Stock Exchange (stock codes: 941 (HKD counter) and 80941 (RMB counter)) and the Shanghai Stock Exchange (stock code: 600941) and a subsidiary of China Mobile Communications Group Co Ltd (中國移動通信集團有限公司), which is principally engaged in mobile network operation, integrated telecommunications and information services. According to the annual report of China Mobile Limited for the year ended December 31, 2025, its operating revenue amounted to approximately RMB1,050.2 billion.

For each of FY2023, FY2024 and FY2025, China Mobile Group procured decision intelligence solutions from our Group and contributed RMB16.4 million, RMB14.5 million and RMB31.6 million, representing 5.8%, 5.2% and 8.3% of our total revenue, respectively.

During the Track Record Period, we also procured telecommunications data from China Mobile Group. For each of FY2023, FY2024 and FY2025, we procured telecommunications data from China Mobile Group in the amount of RMB8.2 million, RMB7.6 million and RMB7.9 million, representing 3.7%, 3.5% and 2.8% of our total purchases, respectively. According to the Industry Report, telecommunications data is only assessed and controlled by a limited number of authorized suppliers in the PRC. It is common for decision intelligence solutions providers to procure telecommunications data from telecommunications companies and/or their affiliates while also providing decision intelligence solutions to those companies.

For FY2023, FY2024 and FY2025, our gross profit attributable to China Mobile Group amounted to RMB7.1 million, RMB5.4 million and RMB4.9 million, representing gross profit margin of 43.1%, 37.4% and 15.6% for the corresponding year, respectively. Our Group recorded a relatively lower gross profit margin from China Mobile Group in FY2025 as compared to FY2023 and FY2024, which was mainly attributable to (i) Project No. #11, with a contract sum of RMB21.1 million (inclusive of tax), from which we recognized revenue of RMB19.9 million in FY2025, representing our largest project in terms of revenue during the year. At the request of China Mobile Group, the project was required to be completed within a compressed timeframe of one month in December 2025. In light of the relatively tight project schedule, we had allocated substantial resources to ensure timely delivery, resulting in relatively higher project implementation costs and, consequently, a lower gross profit margin for Project No. #11; and (ii) a project undertaken for a subsidiary of China Mobile

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Group in Sichuan, which marked our first engagement with this particular subsidiary. In consideration of establishing a long-term business relationship, we applied a relatively lower mark-up for this project. In addition, the project involved significant procurement of hardware and software, leading to substantial project implementation costs and a comparatively lower gross profit margin.

Our sales to and purchases from China Mobile Group during the Track Record Period were not interdependent and were conducted in the ordinary course of business under normal commercial terms and on arm’s length basis.

SALES AND MARKETING

We maintain a sales and marketing team with deep industry knowledge and extensive experience, enabling them to proactively identify market opportunities and clearly communicate the value and performance of our technologies and solutions. As at December 31, 2025, our sales and marketing team comprised 14 personnel. Leveraging its deep industry experiences, our sales and marketing team identifies market trends and customers’ demands thoroughly and simultaneously works closely with our R&D team to ensure that they can accurately address customer pain points and deliver products and services to the customers’ satisfaction in a timely manner. We primarily engage in direct sales with our customers. During the Track Record Period and up to the Latest Practicable Date, we operated within the PRC and did not export our products or services overseas. Our PRC Legal Adviser confirmed that we did not violate any applicable PRC sanctions and export control laws and regulations in all material aspects.

Pricing strategy

Our pricing is generally determined based on certain mark-up over our estimated costs. We estimate our costs to be incurred in a project to determine our tender price or quotation and there is no assurance that the actual amount of costs would not exceed our estimation during the performance of our projects. Please refer to the paragraph headed “Risk factors — We deliver decision intelligence solutions primarily on a project-by-project basis. If we fail to accurately estimate costs, experience project delays, or fail to continuously secure new projects, our business, financial condition and results of operations could be materially and adversely affected” in this document for further details of the associated risks in this regard. In order to minimise the risk of inaccurate estimate and cost overrun, the pricing of our services is overseen by our management team based on our pricing strategy described in the following paragraphs.

Pricing of our services is determined on a case-by-case basis having regard to various factors, which generally include (i) our cost structure, including the cost of software and hardware components and research and development expenses; (ii) the level of customization and technical requirements of each solution, such as the functions required and the complexity of the solutions; and (iii) the comparable market prices in light of the competitive landscape. By maintaining open communications with our customers on the pricing of our solutions, we strive to provide competitive pricing for our customers. We typically charge our customers a fixed price on a project basis.

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We prepare our tender price or quotation based on a certain percentage of mark-up over our estimated cost. The percentage of mark-up may vary substantially from project to project due to factors such as (i) the size, duration and sector of the project; (ii) credit history and financial track record of the customer; (iii) years of business relationship with the customers; (iv) the prospect of obtaining future contracts from the customer; (v) any possible positive enhancement to our Group’s reputation in the industry; (vi) the likelihood of any material deviation of the actual cost from our estimation having regard to the price trend of key cost components; and (vii) the prevailing market condition.

Marketing and branding

We have adopted a marketing and branding strategy by utilizing various channels to reach potential customers, including in-person and online events, content marketing, partner marketing, developer outreach, social media and public relations. We have hosted and participated in various offline events, such as industry conferences, product launch events and developer forums to showcase customer success stories and developer breakthroughs and to deepen industry connections. These events allow us to demonstrate how our solutions can empower public and private sectors. In addition, we further enhance awareness of our brand and promote our products and services through online channels.

Seasonality

Our business and operational results are influenced by seasonality. During the Track Record Period, we typically recorded higher revenue in the fourth quarter of each year, primarily because our customers generally conducted inspections upon project completion and confirmed their acceptance in the fourth quarter of the year.

OUR SUPPLIERS

Suppliers of goods and services which are specific to our business and are required on a regular basis to enable us to continue carrying on our business mainly include suppliers of (i) technical support services such as algorithm training services; (ii) software and hardware; and (iii) data products. All of our suppliers are located in the PRC and all of our purchases are denominated in Renminbi. We have not committed to any minimum purchase amount with any of our suppliers.

Top suppliers

For FY2023, FY2024 and FY2025, the percentage of our total purchases from our top supplier for each year during the Track Record Period amounted to approximately 8.9%, 11.8% and 18.9% respectively, while the percentage of our total purchases from our top five suppliers for each year during the Track Record Period combined amounted to approximately 31.7%, 37.5% and 56.2%, respectively. The following tables set forth the information of our top five suppliers for each year during the Track Record Period:

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FY2023

Rank	Supplier	Types of goods or services purchased by us from the suppliers	Year of commencement of business relationship	Typical credit terms and payment method	Purchase by us from the suppliers	
					RMB'000	%
1	Huizhian Information Technology Co., Ltd. (慧之安信息技術股份有限公司) (“ Huizhian ”) <i>(Note 1)</i>	Mainly technical support services	Since 2021	Payment by installment or payment within 5 business days upon acceptance; by bank transfer	19,656	8.9
2	Supplier B <i>(Note 2)</i>	Mainly technical support services	Since 2023	Payment by installment or payment within 5 business days upon acceptance; by bank transfer	15,802	7.1
3	Zhongxing Intelligent (Beijing) Technology Co., Ltd. (中興智慧(北京)技術有限公司) (“ Zhongxing Intelligent ”) <i>(Note 3)</i>	Mainly technical support services	Since 2023	Payment by installment or payment within 7 business days upon acceptance; by bank transfer	14,217	6.4
4	Beijing Bige Big Data Co., Ltd. (北京比格大數據有限公司) (“ Beijing Bige ”) <i>(Note 4)</i>	Mainly technical support services and software	Since 2023	Payment by installment or payment within 7 business day upon acceptance; by bank transfer	10,986	4.9
5	Supplier E <i>(Note 5)</i>	Mainly technical support services and software	Since 2023	Payment by installment; by bank transfer	9,821	4.4
Top five suppliers combined					70,482	31.7
All other suppliers					151,531	68.3
Total purchases					222,013	100.0

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FY2024

Rank	Supplier	Types of goods or services purchased by us from the suppliers	Year of commencement of business relationship	Typical credit terms and payment method	Purchase by us from the suppliers	
					RMB'000	%
1	Supplier F ^(Note 6)	Mainly software and hardware	Since 2024	Payment by installment; by bank transfer	25,487	11.8
2	Supplier G ^(Note 7)	Mainly software and hardware	Since 2024	Payment by installment; by bank transfer	18,029	8.4
3	Zhongxing Intelligent ^(Note 3)	Mainly technical support services	Since 2023	Payment by installment or payment within 7 business days upon acceptance; by bank transfer	14,368	6.7
4	Supplier Group H ^(Note 8)	Mainly technical support services	Since 2024	Payment by installment or payment within 5 business days upon acceptance; by bank transfer	12,364	5.7
5	Supplier I ^(Note 9)	Mainly technical support services	Since 2024	Payment by installment or payment within 5 business days upon acceptance; by bank transfer	10,442	4.9
Top five suppliers combined					80,690	37.5
All other suppliers					134,598	62.5
Total purchases					215,288	100.0

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FY2025

Rank	Supplier	Types of goods or services purchased by us from the suppliers	Year of commencement of business relationship	Typical credit terms and payment method	Purchase by us from the suppliers	
					RMB'000	%
1	Supplier J ^(Note 10)	Mainly technical support services	Since 2024	Prepayment in full within 15 days upon signing of agreement or payment within 5 business days upon acceptance; by bank transfer	53,585	18.9
2	Guangzhou Chenchuang Technology Development Co., Ltd. (廣州辰創科技發展有限公司) and Beijing Chenxin Intelligent Technology Co., Ltd (北京辰芯智能科技有限公司) (collectively, the “Chenchuang Group”) ^(Note 11)	Mainly software and technical support services	Since 2025	Payment by installment or payment within 15 business days from invoice date; by bank transfer	50,613	17.8
3	Supplier L ^(Note 12)	Mainly technical support services	Since 2025	Payment by installment	23,939	8.5
4	Supplier M ^(Note 13)	Mainly software, hardware and technical support services	Since 2025	Payment by installment or payment within 10 business days upon acceptance; by bank transfer	15,866	5.6
5	Supplier N ^(Note 14)	Mainly software and technical support services	Since 2025	Payment by installment or prepayment in full within 60 days upon signing of agreement or payment by installment or payment within 7 business days from invoice date; by bank transfer	15,358	5.4
Top five suppliers combined					159,361	56.2
All other suppliers					124,433	43.8
Total purchases					283,794	100.0

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Notes:

1. Huizhian is a limited liability company established in the PRC, in 2017, with registered capital of RMB100.0 million. Huizhian is principally engaged in the provision of secure IoT products solutions and services.
2. Supplier B is a limited liability company established in the PRC, in 2011, with registered capital of RMB51.0 million. Supplier B is principally engaged in the provision of software and information technology services.
3. Zhongxing Intelligent is a limited liability company established in the PRC, in 2002, with registered capital of approximately RMB29.0 million. Zhongxing Intelligent is principally engaged in the provision of data software and data solutions.
4. Beijing Bige is a limited liability company established in the PRC, in 2018, with registered capital of approximately RMB23.6 million. Beijing Bige is principally engaged in the provision and development of big data technology, products and services.
5. Supplier E is a limited liability company established in the PRC, in 2000, with registered capital of approximately RMB33.4 million. Supplier E is principally engaged in the provision of network services, technical services, security services and industrial services.
6. Supplier F is a limited liability company established in the PRC, in 2011, with registered capital of RMB51.0 million. Supplier F is principally engaged in the provision of technology services, development, consulting, transfer and promotion, software development, professional design and IoT research, manufacturing, and related services. Supplier F also provides data processing and storage support, computer system services, and information system integration, along with intelligent control system integration and industrial internet data services. It is also involved in the development of rail transit communication, signaling and operation management systems, as well as the manufacture and sale of rail transit equipment, high-speed rail components, industrial automation systems and security and communication equipment. In addition, Supplier F undertakes engineering management, industrial engineering design, equipment leasing, maintenance of traffic and communication facilities, online sales and trading of a wide range of mechanical, electronic and industrial materials and devices.
7. Supplier G is a limited liability company established in the PRC, in 2022, with registered capital of RMB50.0 million. Supplier G is principally engaged in the provision of software and information technology services.
8. Supplier Group H comprises two wholly-owned subsidiaries of a limited liability company established in the PRC, in 2018, with registered capital of approximately RMB17.8 million. Supplier Group H is principally engaged in the development of educational software and provision of technology promotion services, along with engagement in advertising and conference-related services.
9. Supplier I is a limited liability company established in the PRC, in 2014, with registered capital of RMB80.0 million. Supplier I is principally engaged in the provision of comprehensive big data and AI scenario-based application solutions.
10. Supplier J is a limited liability company established in the PRC, in 2006, with registered capital of approximately RMB52.4 million. Supplier J is principally engaged in the provision of digital products and solutions in fields such as exhibitions, education, military industry, agriculture and forestry and food.
11. Chenchuang Group comprises (i) Guangzhou Chenchuang Technology Development Co., Ltd. (廣州辰創科技發展有限公司) (“**Guangzhou Chenchuang**”), a limited liability company established in the PRC, in 2015, with registered capital of approximately RMB25.1 million; and (ii) Beijing Chenxin Intelligent Technology Co., Ltd (北京辰芯智能科技有限公司) (“**Beijing Chenxin**”), a wholly-owned subsidiary of Guangzhou Chenchuang, established in the PRC, in 2019, with registered capital of RMB30.0 million. Both Guangzhou Chenchuang and Beijing Chenxin are principally engaged in the provision of digital and intelligent products and services.

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12. Supplier L is a limited liability company established in the PRC, in 2024, with registered capital of RMB20 million, principally engaged in business including the provision of incubator services, online sales (excluding licensed goods), and network technology services, along with software development, sale of software and computer system services. Supplier L is a subsidiary of a company listed on the Main Board of the Stock Exchange (“**Supplier L Holdco**”). According to the latest annual report of Supplier L Holdco, its total revenue amounted to approximately RMB54.4 billion for the year ended December 31, 2025.
13. Supplier M is a limited liability company established in the PRC, in 2010, with registered capital of RMB50.0 million. Supplier M is principally engaged in the provision of technology services including development, consulting, communication, transfer and promotion, as well as software development, computer system services and information system integration.
14. Supplier N is a limited liability company established in the PRC, in 2015, with registered capital of RMB50.0 million. Supplier N is principally engaged in the provision of cybersecurity products and services.

To the best of our Directors’ knowledge, information and belief, each of our top five suppliers in each year during the Track Record Period was an Independent Third Party. None of our Directors, their close associates or any Shareholders who owned more than 5% of the number of issued shares of our Company as at the Latest Practicable Date had any interest in any of the top five suppliers of our Group for each year during the Track Record Period.

Selection and evaluation of suppliers

In selecting our suppliers, we take into account various factors, including their background, technical capabilities, quality systems, cost competitiveness, production capacity and delivery performance. We maintain a formal supplier management system that governs supplier onboarding, ongoing qualification and the removal of non-compliant suppliers to safeguard procurement efficiency. In particular, we have established a data product supplier admission risk control mechanism, and we would perform sample testing on software and hardware procured from third party suppliers.

We carry out regular performance assessments to ensure the product quality and service of our suppliers and inform the suppliers of our assessment result and rectification requirements. In addition, we conduct examinations on the deliverables to ensure they meet our quality standards. If certain deliverables fail to meet our testing standards, we are entitled to request the return of such raw materials and components. We also collaborate with multiple suppliers to ensure a stable supply. In addition, we conduct regular evaluations on our suppliers to ensure their capacity and stability. During the Track Record Period, we did not experience any material shortage in the supply of goods and services that we required.

Salient terms of agreements with suppliers

Suppliers of technical support services

During the Track Record Period, we procured technical support services such as algorithm training services from third party technical support services providers. Our agreements with technical support services providers generally set forth detailed specifications and requirements of the technical support services we require, as well as the contract value, payment terms and delivery date. Our suppliers of technical support services are required to provide the agreed deliverables, usually in the form of software and documents, within the prescribed time period.

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Suppliers of software and hardware

During the Track Record Period, we entered into purchase agreements with suppliers of software and hardware. Our purchase agreements for software and hardware generally set forth, amongst others, product name, specifications, unit price, quantity, place of delivery, delivery date, payment terms and warranty period.

Our suppliers are generally responsible for the delivery of software and hardware to our designated location. We generally conduct inspection on the software and hardware upon delivery. Any software or hardware which fail to comply with the specifications or standards shall be returned to the suppliers for replacement. Depending on the terms of the purchase agreements, our suppliers may be required to assist in and provide technical guidance with the installation of the hardware and software. Depending on the terms of the agreements, our software and hardware suppliers may offer a 12-month warranty period. During the warranty period, suppliers are generally responsible for after-sales maintenance and/or replacement due to defects or quality issues, including the costs arising therefrom.

Suppliers of data products

During the Track Record Period, we purchased anonymized and authorized data products from data product suppliers which are integrated into our decision intelligence solutions provided to our customers. The data products are generally transmitted by third party data product suppliers to our customers directly on an end-to-end basis and these data products are processed within a trusted execution environment (TEE). Our purchase agreements for data products generally specify, among others, the type and permitted uses of the data products, deliverables, duration, contract value and payment terms. Data product suppliers shall supply data products in accordance with applicable laws, regulations, and administrative policies of the PRC. Data product suppliers would not provide any personally identifiable information without users’ consent.

INVENTORIES

Our inventories mainly include contract fulfilment costs, representing the costs incurred to fulfil customer contracts for which relevant revenue had not been recognized. Our contract fulfilment costs were related to technical support services, software, hardware, data products procured from third-party suppliers for our project implementation. As at December 31, 2023, 2024 and 2025, our inventories amounted to RMB27.2 million, RMB33.9 million and RMB36.7 million, respectively. For FY2023, FY2024 and FY2025, our inventories turnover days were 39.4 days, 63.6 days and 51.8 days, respectively. For further details on our inventory analysis, please refer to the paragraph headed “Financial information — Discussion of selected items from the consolidated statements of financial position — Inventories” in this document.

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QUALITY CONTROL

We believe that our commitment to quality services is crucial to our reputation and continual success. We place strong emphasis on service quality by implementing a comprehensive quality control system. Our Group has obtained certifications certifying its quality management to be in conformance with the requirements of ISO 9001:2015 (Quality Management Systems), ISO/IEC 20000-1:2018 (Information Technology Management Systems), ISO/IEC 27701:2019 (Privacy Information Management Systems), ISO/IEC 27001:2022 (Information Security Management Systems), ISO/IEC 29151:2017 (Personal Data Privacy Protection Management Systems), ISO 14001:2015 (Environmental Management Systems) and ISO 45001:2018 (Occupational Health and Safety Management Systems) standards, CMMI Maturity Level 5 certification and Information Technology Service Standards (ITSS) - Level 3 (ITSS資訊技術服務標準三級).

Our Group has developed and implemented a quality manual which stipulates procedures and control to closely monitor and standardize our full research-to-production cycle, including supervising the product design process, managing product requirement documents, specifying design and technology requirements for product R&D and handling defective finished products. We also set up multiple quality control points to unify the standards of quality control throughout the entire production cycle, in order to optimize our product quality continuously. During the Track Record Period and up to the Latest Practicable Date, we had not been involved in any material complaints, product liability claims or product returns in relation to our solutions.

The quality control measures adopted by our Group include the followings:

Supply Chain Management

Our Group maintains an approved list of suppliers which is updated on a regular basis. We assess and evaluate our suppliers based on a number of criteria. For further details, please refer to the paragraph headed “Our suppliers — Selection and evaluation of suppliers” in this section. We perform ongoing performance reviews on our suppliers in terms of, amongst others, quality, delivery performance, pricing and service quality. Our suppliers are responsible for replacing any materials which do not meet the relevant specifications or standards and any associated costs incurred.

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Deliverables

Each solution we provide includes a user manual, API documentation, an operations and maintenance guide, and/or a detailed test report. Our decision intelligence solutions can be delivered in the form of a platform, a data analysis report or through APIs. For data analysis report services, we include a data quality report that outlines data scope, processing logic, and confidence intervals. For platform and API interface services, we perform compatibility and security checks on all deliverables prior to delivery, which are subsequently transmitted through encrypted channels.

INSURANCE

We maintain insurance policies that are required under PRC laws and regulations, and based on our assessment of our operational needs and industry practice. We maintain insurance coverage including directors’ and officers’ liability insurance. We believe that the amount of our insurance coverage is in line with the customary standard in the industry and is adequate for our operations. During the Track Record Period, we did not make any material insurance claims in relation to our business.

EMPLOYEES

Number of employees

As at December 31, 2025, we had a total of 73 employees (including our four executive Directors but excluding our three independent non-executive Directors). The following table sets forth a breakdown of our employees by function as at December 31, 2025:

Function	Number of employees
R&D	40
Sales and marketing	14
Administration	12
Finance	7
Total:	73

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Training and recruitment policies

We recruit our employees through online recruitment platform and referrals. We intend to use our best effort to attract and retain appropriate and suitable personnel to serve our Group. Our Group assesses the available human resources on a continuous basis and determines whether additional personnel is required to cope with our business development from time to time. We provide various types of training to our employees aimed at enhancing the professional skills of our employees. In addition, we have cultivated a number of internal training courses and developed a series of targeted professional courses to effectively implement our talent development strategy, foster the growth of key talents and enhance the managerial proficiency of our team.

Staff costs and remuneration policy

In general, our Group determines employees’ salaries based on their qualifications, position and seniority. In order to attract and retain valuable employees, our Group reviews the performance of our employees annually which will be taken into account in annual salary review and promotion appraisal. Our Group incurred staff costs (including directors remuneration) of RMB34.2 million, RMB18.2 million and RMB17.4 million for FY2023, FY2024 and FY2025, respectively.

Employee relationship

During the Track Record Period and up to the Latest Practicable Date, we did not have any significant difficulties in recruiting employee and there had been no material incidence of labour disputes, claims or proceedings relating to labour disputes that had materially affected our operations.

Welfare contribution

Pursuant to applicable PRC laws and regulations, employers are required to make contributions to, and employees are required to participate in, a number of social security funds, including funds for basic pension insurance, basic medical insurance, unemployment insurance, work-related injury insurance and maternity insurance, and the housing provident fund. For further information, please refer to the paragraph headed “Regulatory overview — Social insurance and housing provident fund” in this document. During the Track Record Period, we did not make full contributions to social insurance and housing provident funds for certain of our employees as required by relevant PRC laws and regulations. As at the Latest Practicable Date, we had not established any labour union.

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PERMITS, LICENSES AND QUALIFICATIONS

The table below sets forth the major permits, licenses and qualifications of our Group as at the Latest Practicable Date:

<u>License/permit/qualification</u>	<u>Granting authority</u>	<u>Timing of grant</u>	<u>Timing of expiry</u>
High-tech Enterprise (高新技術企業)	Beijing Science & Technology Commission (北京市科學技術委員會), Beijing Finance Bureau (北京市財政局) and Beijing Tax Bureau (國家稅務總局北京市稅務局)	October 26, 2023	October 25, 2026
National-level Specialized and Innovative “Little Giant” Enterprise (國家級專精特新“小巨人”企業)	The Ministry of Industry and Information Technology (中華人民共和國工業和信息化部)	July 1, 2023	June 30, 2026
Zhongguancun High-Tech Enterprise (中關村高新技術企業)	Zhongguancun Science Park Administrative Committee (中關村科技園區管理委員會)	February 10, 2025	February 9, 2028
CMMI Maturity Level 5 certification	CMMI Institute	November 8, 2025	November 8, 2028
Information Technology Service Standards (ITSS) - Level 3 (ITSS 資訊技術服務標準三級)	China Electronics Standardization Association (中國電子工業標準化技術協會)	March 28, 2022	March 27, 2028
Information Security Management System Certification (信息安全管理体系認證證書) — ISO/IEC 27001:2022	China Standard Huaxin (Beijing) Certification Center Co., Ltd. (中標華信(北京)認證中心有限公司)	November 24, 2025	November 23, 2028
Authentication Certificate of Personally identifiable Information Protection Management Systems (個人身份信息保護管理体系認證證書) — ISO/IEC 29151:2017	China Standard Huaxin (Beijing) Certification Center Co., Ltd. (中標華信(北京)認證中心有限公司)	September 16, 2025	September 15, 2028
Authentication Certificate of Privacy Information Management Systems (隱私信息管理体系認證證書) — ISO/IEC 27701:2019	China Standard Huaxin (Beijing) Certification Center Co., Ltd. (中標華信(北京)認證中心有限公司)	September 16, 2025	September 15, 2028

As advised by our PRC Legal Adviser, and our Directors are of the view that, our Group has obtained all necessary licences, permits and qualifications which are required to carry on our principal business activities in the PRC as at the Latest Practicable Date in all material aspects. Our Directors confirm that our Group has not experienced suspension or failure to renew any material permits, licenses and qualifications during the Track Record Period and up to the Latest Practicable Date.

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RESEARCH AND DEVELOPMENT

Our capability to innovate through the development of new technologies, the design of cutting-edge solutions, and the enhancement of our existing offerings is crucial for maintaining our competitive position in the market. We invested substantial resources in R&D activities during the Track Record Period. For each of FY2023, FY2024 and FY2025, we incurred R&D expenses of RMB41.8 million, RMB44.5 million and RMB43.3 million, respectively. We will continue to invest in R&D activities to enhance our technological capabilities and solution development.

As at the Latest Practicable Date, our Group has established R&D centers at our headquarters in Beijing and our branch office in Chongqing. These R&D centers primarily focus on enhancing our proprietary Data Agent Graph technology, developing decision intelligence solutions, and strengthening our capabilities in data encryption, cybersecurity and advanced data analytics. We have continually invested in our R&D infrastructure, including amongst others, application servers, database servers, high-performance computing servers, interface servers and dedicated data encryption equipment, thereby providing a robust and scalable technical foundation for our innovation activities.

R&D Team

Our R&D team consists of dedicated talents with profound industry experience and expertise, focusing on developing and commercializing of our solutions, ensuring that we maintain our technological advantages and market competitiveness. As at December 31, 2025, our R&D team comprised a total of 40 members, representing approximately 54.8% of our total workforce. Our R&D team includes a significant number of postdoctoral researcher, PhD holders, and master’s degree graduates. Each of our core R&D team members has accumulated extensive working experience in data analysis, AI, large models and software programming, with a number of our R&D team members having previously held positions at esteemed technology companies such as Motorola or Huawei. We retain key management and technical staff with competitive remuneration packages and welfare benefits. We also invest in continuing education and training programs to upskill our key management and technical staff.

We enter into employment agreements with our management and technical staff including the following salient terms:

- *No Conflict of Interest:* During the term of employment with our Group, employees are strictly prohibited from engaging in secondary employment with third parties without our prior written approval, especially in companies or roles that compete with our business which would result in conflicts with our Group’s interest.
- *Confidentiality:* Employees are required to maintain the confidentiality of all our trade and technology secrets, and intellectual property rights during and after the term of employment with our Group.

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- *Proprietary information ownership:* Employees are strictly prohibited from copying our technical, commercial, or intellectual property information that does not pertain to their official duties without our prior written approval.
- *Proper handover:* Departing employees are required to adhere to our handover procedures to ensure the seamless transition of ongoing projects and responsibilities.

Our Group is dedicated to developing innovative products and services tailored to meet our customers’ diverse preferences and needs. We engage continuously with major customers to stay informed about the latest industry trends. This proactive engagement allows us to gain a deeper understanding of our customers’ requirements and identify challenges in critical areas such as smart cities and digital governance. In response to these insights, we design customized solutions for our customers. We systematically analyze successful practices from these projects, abstracting and standardizing key components to enhance our overall offerings. This approach not only improves our service delivery but also ensures alignment with the evolving needs of our customers.

Besides, to differentiate ourselves from other market players, we also proactively identify and pioneer new research frontiers and allocate substantial resources to research projects. Currently, we are focusing our efforts on the continuous optimization, iterative enhancement, and technological evolution of our proprietary Data Agent Graph, which mainly involves advancing algorithm optimization for “intelligent mapping”, enhancing privacy computing frameworks and exploring multimodal data fusion.

R&D Collaboration

During the Track Record Period, we entered into collaboration with academic institutions such as the Peking University (北京大學), R&D institutions and independent technology companies in the PRC to carry out research on areas including big data analytics and AI solutions. For FY2023, FY2024 and FY2025, we incurred R&D collaboration costs in the amount of RMB32.1 million, RMB41.7 million and RMB40.7 million, respectively. Our R&D collaboration with these parties leverage the competitive strengths of our Group and the counterparty so as to optimize costs efficiency, enhance operational flexibility and swiftly respond to market demands and execute complex tasks without requiring significant capital investment. This approach allows us to utilize our resources efficiently in response to project demands, while enabling our internal R&D teams to remain focused on our decision intelligence solutions development. The table below sets forth the salient terms of our standard R&D collaboration agreements:

Term	: Our R&D collaboration agreements may be subject to a fixed term, such as one year, or remain in effect until all rights and obligations of the parties under the agreement have been fully performed and discharged, including the completion of the specific project deliverables as defined in the agreement, unless earlier terminated in accordance with the provisions thereof.

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- Principal rights and obligations of parties involved** : We shall provide the technical information, meta data and technical support required for the development of the technology that is the subject of the R&D collaboration agreement; while the other party shall deliver the R&D deliverables specified in the R&D collaboration agreement and provide technical guidance, training and technical services to us upon our requests.
- Payments** : We shall pay the contract sum specified in the agreement within a prescribed period upon our acceptance of the R&D deliverables.
- Intellectual property** : Depending on the terms of the R&D collaboration agreement, the deliverables, together with all related intellectual property, usage rights, transfer rights and economic benefits arising from the performance of the agreement, will either be solely owned by us or jointly owned by both parties.
- Confidentiality** : Either party is responsible for keeping strict confidentiality of all the information provided by the other party, and is responsible for any breach of confidentiality.

PROPERTIES

Our corporate headquarters is located in Beijing, the PRC. As at the Latest Practicable, we leased properties in several major cities across the PRC, including Beijing, Chongqing, Sichuan and Qingdao. As at the Latest Practicable Date, we leased a total of five properties with an aggregate gross floor area of approximately 2,370.25 sq.m., which are primarily used for office and R&D purposes. Please refer to the paragraph headed “Legal compliance” in this section for details of the non-compliances related to our leased properties.

As at the Latest Practicable Date, none of the properties leased by us had a carrying amount of 15% or more of our consolidated total assets. According to Chapter 5 of the Listing Rules and section 6(2) of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice, this document is exempt from the requirements of section 342(1)(b) of the Companies (Winding up and Miscellaneous Provisions) Ordinance to include all interests in land or buildings in a valuation report.

INTELLECTUAL PROPERTIES

Our intellectual property rights are critical to our business. Our future commercial success depends, in part, on our ability to secure and maintain patents, software copyrights, trademarks, commercially significant technologies, inventions, knowhow and other intellectual properties related to our business. We are committed to defend and enforce our patent portfolio, safeguard the confidentiality of our trade secrets, and ensure our operations do not infringe, misappropriate, or otherwise violate the valid, enforceable intellectual property rights of third parties.

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As at the Latest Practicable Date, our Group had 65 registered invention patents, one registered design patent, 142 registered software copyrights and 13 registered trademarks in the PRC. Further, as at the Latest Practicable Date, we also had one domain name in the PRC. As at the Latest Practicable Date, our Group also had a trademark application in Hong Kong. For further details on our intellectual properties, please refer to the paragraph headed “Further information about our business — 2. Intellectual property rights” in Appendix VI to this document.

As at the Latest Practicable Date, we were not involved in any proceedings or claims of infringement of any intellectual property rights, in which we may be a claimant or a respondent, nor were we subject to any legal claims or proceedings that may have an influence on the R&D for our decision intelligence solutions. Our Directors confirm that they are not aware of any legal, arbitral or administrative proceedings of infringement of any third parties’ intellectual property rights against us as at the Latest Practicable Date.

DATA SECURITY AND PRIVACY

We place utmost importance on data protection and security. We have established and implemented stringent data protection and information security policies. Our data protection and information security policies provide clear guidelines on data confidentiality categorization, access control, data compliance management, data desensitization and information security incident management to ensure strict compliance with applicable laws, regulations and industry standards. These measures are designed to prevent unauthorized access, data leakage, improper use or modification, and potential damage to or loss of data, thereby safeguarding the interests of our business partners, employees and other third parties.

We have established a data and information security committee which is primarily responsible for formulating our Group’s data and information security strategies and policies, evaluating the effectiveness of our information security system, and supervising the work and training of our responsible personnel to ensure the security of enterprise information assets, data assets and the network environment.

The following sets forth details of our data security and privacy internal policies:

We do not own, collect or store any data owned or held by our customers or data product suppliers. Instead, our solutions are deployed on our customer’s private infrastructure and operated exclusively within environments controlled by our customer or data product suppliers, with all data processing activities being carried out under the management of the customer or data product suppliers.

We have adopted a data encryption system to ensure the secured transmission of data and prevent any unauthorized users or personnel from accessing or using our data for unintended purposes. Our application systems set up identity authentication, user identity uniqueness verification, role-based access control and other security control mechanisms for secure communication. We maintain network logs, system logs and security logs of our core network devices, security devices, servers and critical application systems and perform log correlation analysis to rapidly identify potential threats and trace the source of security incidents. We use firewalls for basic network perimeter protection.

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We have obtained a number of certifications in recognition of our continuous effort on maintaining data security and privacy, including the information security management system certification (ISO/IEC 27001:2022), the personal data privacy protection management system certification (ISO/IEC 29151:2017) and the privacy information management system certification (ISO/IEC 27701:2019).

During the Track Record Period and up to the Latest Practicable Date, our Group has complied with the relevant data protection and privacy, and cybersecurity laws and regulations in all material aspects, taking into consideration, amongst others:

- to the best knowledge of our Group, during the Track Record Period and up to the Latest Practicable Date, (i) we had not received any claim from third parties against us on the ground of infringement of third party’s right to data and privacy protection as provided by applicable laws and regulations; (ii) there had been no material investigation, litigation, penalty, or other legal proceeding pending or threatened against us initiated by competent government authorities or third parties relating to cybersecurity, personality rights infringement or violation of data privacy and protection against our Group that would materially affect our Group’s business; (iii) we had not experienced any material leakage of personal information in relation to laws and regulations of cybersecurity, data protection and personal information protection; and
- our Group has implemented internal policies and technological measures on protecting cybersecurity, data security and personal information.

Based on the foregoing, our PRC Legal Adviser is of the view that, during the Track Record Period and up to the Latest Practicable Date, the data processing activities in the course of our business operations complied with the PRC laws and regulations on personal information protection, cybersecurity and data security in all material respects.

Our Group has kept and will continue to keep ourselves abreast of the legislative and regulatory development in cybersecurity, data protection, personal information protection and the legality use of the training data, maintain ongoing communication with relevant government authorities and implement all necessary measures in a timely manner to ensure continuous compliance with relevant laws and regulations.

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AWARDS AND RECOGNITIONS

The table below sets forth the major awards and recognitions received by our Group as at the Latest Practicable Date:

Award/ recognition	Granting authority	Timing of grant
Member of the Big Data Technology and Standard Committee (大數據技術標準推進委員會全權成員單位)	Big Data Technology and Standard Committee (大數據技術標準推進委員會)	September 2020
2022 Beijing Software Core Competitiveness Enterprise (Growth Category) (2022 北京軟件核心競爭力企業 (成長型))	Beijing Software and Information Service Industry Association (北京軟件和信息服務業協會)	December 2022
2023 Beijing Top 100 Digital Economy Enterprises (2023北京數字經濟企業百強)	Beijing Enterprise Federation (北京企業聯合會)/ Beijing Entrepreneurs Association (北京企業家協會)	November 2023
Beijing Top 100 Specialized & Innovative Enterprises (北京專精特新企業百強)	Beijing Enterprise Federation (北京企業聯合會)/ Beijing Entrepreneurs Association (北京企業家協會)	November 2023
Member of the China Communications Standards Association (中國通信標準化協會全權會員)	China Communications Standards Association (中國通信標準化協會)	February 2025
Member of the Working Group on Standards for Comprehensive Digital Transformation of the National Technical Committee on Data Standards (全國數據標準技術委員會全域數字化轉型標準工作組成員單位)	Secretariat of the National Technical Committee on Data Standardisation (全國數據標準化技術委員會秘書處)	April 2026

LEGAL COMPLIANCE

Save as disclosed below, our Directors confirm that our Group was not involved in any non-compliance incident which was material or systemic in nature during the Track Record Period and up to the Latest Practicable Date:

Social insurance and housing provident fund contributions

Background and reasons of non-compliance

During the Track Record Period, we did not make full contributions to social insurance and housing provident funds for certain employees as required under applicable PRC laws and regulations

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primarily because some employees had either voluntarily waived participation in such funds or had their housing provident fund contributions made by other entities, and as a result, we were unable to make contributions on their behalf. Based on the estimation of our Directors, the shortfall of social insurance and housing provident fund contributions amounted to approximately RMB0.9 million, RMB0.8 million and RMB0.6 million for FY2023, FY2024 and FY2025, respectively.

Possible consequences of non-compliance

As advised by our PRC Legal Adviser, pursuant to relevant PRC laws and regulations, if we fail to make sufficient social insurance contributions as required, we may be ordered to pay the outstanding social insurance contributions within a prescribed time limit and may be subject to an overdue fine of 0.05% of the delayed payment per day from the date on which the payment is payable. If such payment is not made within the stipulated period, the competent authority may further impose a fine from one to three times the amount of any overdue payment. With respect to housing provident fund, our PRC Legal Adviser advised that, pursuant to relevant PRC laws and regulations, if we fail to pay the full amount as required, the housing provident fund management centre may order us to make the outstanding payment within a prescribed time limit. If the payment is not made within such time limit, an application may be made to the PRC courts for compulsory enforcement.

Latest status and remedial measures

Taking into consideration (i) according to the credit report and confirmations issued by competent authorities, we had not been subject to any administrative penalties in relation to social insurance and housing provident fund during the Track Record Period; (ii) as at the Latest Practicable Date, we had not been requested to make payment for the relevant shortfall in social insurance and housing provident fund contribution by competent authorities; (iii) based on consultations with and confirmations from competent PRC authorities overseeing the social insurance and housing provident fund matters of our Company and its major subsidiaries, it is understood that in the absence of employee complaints or reports, such authorities generally do not proactively pursue retroactive recovery of historical arrears or impose penalties on enterprises in respect of past underpayment of social insurance and housing provident fund contributions; (iv) our Group has undertaken to make payment for shortfall when so requested by the relevant authorities; and (v) Mr. Yu has undertaken to indemnify our Group if the relevant authorities order us to make payment for the relevant shortfall or penalize us for this cause, our PRC Legal Adviser is of the view that provided there are no material changes to the current policies, laws and regulations, as well as the implementation and supervision requirements of local governments, and no mass complaints, reports, lawsuits or arbitrations initiated by employees, the likelihood we and our major subsidiaries would be subject to material administrative penalties or proactive recovery of social insurance and housing provident fund contribution arising from the shortfall in social insurance and housing provident fund contributions during the Track Record Period is remote.

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Considering (i) the opinion of our PRC Legal Adviser as aforementioned and (ii) that as at the Latest Practicable Date, we had not received any administrative penalty, rectification order imposed by competent authorities in the PRC, nor any material complaint from our employees during the Track Record Period concerning their payment of social insurance and housing provident funds, our Directors are of the view that the underpayment of social insurance and housing provident fund during the Track Record Period would not materially and adversely affect our suitability for [REDACTED].

We have taken the following rectification and internal control enhancement measures relating to social insurance and housing provident funds contributions:

- We have designated our administrative department to monitor the reporting and contributions of social insurance and housing provident funds;
- Our administrative department has formulated a series of policies to guide the day-to-day practices of social insurance and housing provident funds contributions;
- We record and monitor the status of social insurance and housing provident funds contributions for our employees on a monthly basis to enable effective management and enhanced internal control;
- We will consult our PRC legal adviser on a regular basis for advice on relevant PRC laws and regulations to keep us abreast of relevant regulatory developments;
- We will actively communicate with relevant social insurance and housing provident fund local authorities on a regular basis to ensure we have the most updated information about the relevant laws and regulations concerning social insurance and housing provident fund and to understand their latest requirements and interpretation of relevant rules and regulations; and
- If the relevant authorities order us to pay the shortfall of social insurance and/or housing provident funds or take any rectification measures in accordance with applicable laws and regulations, we undertake to make such payments or take such rectification measures in accordance with their guidance in a timely manner.

Lease registration and filing

Pursuant to applicable laws in the PRC, all lease agreements are required to be registered with the local land and real estate administration bureau. As at the Latest Practicable Date, we had leased five properties for our business operations in the PRC which had not yet completed lease registration. As advised by our PRC Legal Adviser, failure to complete the registration and filing of lease agreements will not affect the validity of such leases or result in us being required to vacate the leased properties. However, the relevant government authorities may order us to complete registration or filing formalities and may impose a fine ranging from RMB1,000 to RMB10,000 for each unregistered agreement due to our failure to complete such registration or filing in prescribed period. As advised by our PRC Legal Adviser, our failure to register and file the lease agreements will not result in any material adverse effects on our Group.

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LITIGATION AND CLAIM

As at the Latest Practicable Date, our Group was involved in an ongoing civil litigation involving a contractual dispute with a supplier of technical support services, being our third largest supplier for FY2025 (the “**Plaintiff**”). According to a statement of claim filed by the Plaintiff on January 26, 2026 against our wholly owned subsidiary, Beijing Rongxin Mathematical Technology Group Co., Ltd. (北京融信數科科技集團有限公司) (“**Beijing Rongxin**”) and Beijing Rongxin’s wholly owned subsidiary, Pingchang Rongxin Shulian Technology Co., Ltd. (平昌融信數聯科技有限公司) (“**Pingchang Rongxin**”) (collectively, the “**Defendants**”), it was alleged that the Defendants had breached two purchase agreements by failing to settle the amounts due and payable thereunder. The Plaintiff claimed an aggregate sum of approximately RMB19.4 million, comprising the alleged outstanding contractual amounts under the purchase agreements which have been recognised as our trade payables, liquidated damages and associated legal costs. In connection with the foregoing, the Plaintiff made applications to the PRC court for preservation orders, pursuant to which the court has frozen a bank account maintained by Beijing Rongxin with a balance of approximately RMB324 and a bank account maintained by Pingchang Rongxin with a balance of approximately RMB0.7 million. Pursuant to a court summons dated April 20, 2026, the hearing in respect of the civil litigation is scheduled on June 30, 2026.

The legal adviser representing our Group in the civil litigation has advised that, based on the evidence presented by the Plaintiff, the payment conditions stipulated under the respective purchase agreements have not been satisfied. Accordingly, our legal adviser is of the opinion that it is highly unlikely that the PRC court will uphold the Plaintiff’s claim, and that the civil litigation is unlikely to have a material adverse impact on the business operations or financial performance of our Group.

We will continue to monitor the development of the civil litigation and use our best endeavours to mitigate any potential adverse impact which may result therefrom. However, the outcome of any litigation or claim cannot be predicted with certainty. Please refer to the paragraph headed “Risk Factors — We may be involved in legal proceedings and commercial disputes, which could have a material adverse effect on our business, financial condition and results of operations” in this document.

Save for the ongoing litigation disclosed above, during the Track Record Period and up to the Latest Practicable Date, we were not involved in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against us as at the Latest Practicable Date.

COMPETITION

According to the Industry Report, the PRC’s decision intelligence application market is expected to increase from RMB38.1 billion in 2026 to RMB80.4 billion by 2030, representing a CAGR of approximately 20.5% from 2026 to 2030. In 2025, there were approximately 1,000 to 1,500 companies in the PRC providing decision intelligence application solutions. The decision intelligence application market in the PRC is characterised by diversified application scenarios and a relatively fragmented competitive landscape with the market share of top five is approximately 12.8% in 2025. Our Group ranked ninth in the PRC decision intelligence application industry in terms of revenue, accounting for approximately 1.3% of the market share in 2025 and ranked first in the PRC Data Agent-driven decision intelligence application industry in terms of revenue in 2025, with a market share of 10.5%.

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We face competition in the PRC’s decision intelligence application market from other solution providers. The principal competitive factors in our industry include functionality, scope and performance of solutions, scalability and reliability of services, technology capabilities, marketing and sales capabilities, user experience, pricing, brand recognition and reputation. In addition, new and enhanced technology may further increase competition in our industry. Notwithstanding we believe that we are well positioned to compete effectively on the basis of the foregoing factors, we may face competition from established market players which may possess more resources and skills in R&D and sales and marketing. Please refer to the paragraph headed “Risk Factors — If we fail to compete effectively, our business, financial condition and results of operations may be materially and adversely affected”. If we fail to continuously improve our technology and provide innovative solutions that meet the expectations of our customers, our business, financial condition and prospects may be materially and adversely affected.

ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE MATTERS

ESG OVERVIEW

Our Group prioritizes environmental protection, operational integrity, and corporate transparency. We maintain the ISO 14001 Environmental Management System certification (環境管理體系認證過程) to align our operations with international standards. This section is prepared in accordance with the ESG Reporting Guide in Appendix C2 to the Listing Rules, adhering to the principles of “Materiality”, “Quantitative”, “Balance”, and “Consistency”.

Through a structured assessment, we identified the following material ESG topics relevant to our digital economy operations: Emissions, Use of Resources, Employment, Health and Safety, Development and Training, Labor Standards, Supply Chain Management, Product Responsibility, Anti-corruption, Community Investment, and Climate Change. We prioritize these areas to enhance operational resilience, promote energy conservation, foster inclusive diversity, and meet evolving regulatory standards.

ESG GOVERNANCE

The Board holds ultimate responsibility for our Group’s ESG strategy and reporting, ensuring the integration of principles into our core business of multi-source data governance and fusion analysis. To foster a robust compliance culture, the Board is accountable for formulating governance policies and overseeing measures that embed ethical behavior into daily operations. This includes a commitment to Board Diversity, where appointments are considered based on a range of factors including gender, age, cultural and educational background or professional experience. Our Board also ensures that all members can devote sufficient time and attention to our Group’s affairs.

Our Group identifies key ESG issues through internal materiality assessments. We evaluate the significance of these issues by considering regulatory requirements and stakeholder expectations, while assessing their impact on our business operations, financial standing, and long-term sustainability. To ensure effective governance, we plan to establish an ESG Working Group. This

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group will be dedicated to supporting the Board in implementing our agreed ESG policies, targets, and strategic initiatives. We currently do not apply internal carbon pricing in our decision-making process, nor do we incorporate specific ESG-related performance metrics into our executive remuneration policy at this stage.

Our Group’s commitment to lawful and ethical operations is further reinforced by the staff handbook, which governs individual behavior and sets clear expectations for integrity and anti-corruption. This framework is supported by a comprehensive training system, including mandatory new employee onboarding and quarterly product training, to ensure that a culture of responsibility is embedded into the everyday workflow across all organizational levels. The Board maintains an active role in overseeing these measures, conducting an annual review of ESG-related goals and KPIs to ensure continuous improvement and ongoing alignment with the long-term interests of our stakeholders.

ESG RISK MANAGEMENT

Our Board has established a structured framework to identify, assess, and prioritize material ESG-related risks that could impact our cash flows, access to finance, or cost of capital over the short (1-3 years), medium (3-10 years), and long term (more than 10 years). Led by the Risk Management Committee, we evaluate topics such as Climate Change, Employees and Product Responsibility by assessing their potential magnitude of impact on our operational resilience. This process integrates domestic and international standards with our specific characteristics in the digital economy. Rather than relying solely on a visual matrix, our Board directly validates the prioritization of these risks through the review of internal risk reports, ensuring our strategic focus aligns with emerging regulatory requirements.

Our internal control systems are embedded within daily operations to mitigate identified ESG risks. The Risk Management Committee conducts regular compliance checks and reports to our Board annually to evaluate internal control effectiveness. During the Track Record Period, our Group has strictly complied with all relevant ESG-related laws and regulations in the PRC. No material non-compliance incidents were identified, nor were any penalties imposed for ESG-related violations.

ESG STRATEGY

We believe that a proactive ESG strategy is fundamental to our leadership in the data intelligence industry. By integrating ESG risk mitigation into our development of “New Quality Productive Forces,” we ensure that potential challenges—such as data ethics, cybersecurity, and evolving climate regulations—are transformed into drivers for value creation. We have implemented a structured mitigation framework based on risk avoidance, reduction, and acceptance. This includes maintaining a robust internal management system to enhance our monitoring and early warning capabilities, allowing us to formulate targeted countermeasures that safeguard our operational resilience and bolster investor confidence.

As a multi-source data fusion and governance service provider, our primary ESG opportunities lie in resource efficiency and digital innovation. Our data solutions enable clients to achieve digital transformation and paperless operations. Additionally, we optimize our technical infrastructure and cloud-based services to minimize energy consumption during data processing, reducing long-term operational costs.

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To ensure the effective execution of our ESG strategy, we have established clear management frameworks and performance indicators focusing on information security, technical innovation, and carbon footprint reduction. We consistently allocate resources to ESG compliance, including regular data privacy security audits and green software research and development. These ongoing investments are integrated into our ordinary business operations and have had no material adverse impact on our financial performance during the Track Record Period.

METRICS AND TARGETS

Our Board is responsible for setting and monitoring ESG-related targets that align with our missions of driving digital transformation. Recognizing the nature of our data intelligence operations, we have established specific targets focusing on reducing our carbon footprint and resource consumption, with a particular emphasis on minimizing paper usage across our administrative and service delivery workflows. By leveraging our own multi-source data fusion capabilities, we have successfully transitioned toward highly digitized internal operations, resulting in a significant and measurable decrease in paper consumption. These efforts are complemented by initiatives to enhance energy efficiency within our data processing infrastructure, ensuring our growth remains environmentally sustainable.

To evaluate progress, the Board conducts an annual review of these KPIs, refining our ESG strategies and operational initiatives based on actual performance against our established base year baseline. We prioritize direct operational improvements to achieve our decarbonization goals and do not currently utilize carbon credits. This structured evaluation framework ensures our sustainability performance satisfies regulatory expectations and aligns with the interests of our stakeholders.

CLIMATE RELATED RISKS AND OPPORTUNITIES

Physical Risks

Our Group’s physical infrastructure is subject to both acute and chronic climate risks, particularly in climate-vulnerable regions. Our Group anticipates that these acute and chronic physical risks are most likely to materialize and present operational challenges over the medium to long term. Acute risks, such as flooding and extreme storms, pose a direct threat to the structural integrity of data centers and the reliability of regional power grids, which could lead to significant service outages and asset impairment. Chronic risks, specifically rising mean temperatures, impact the value chain by increasing energy consumption for cooling and accelerating hardware degradation due to thermal throttling.

To address these, our Group has integrated climate resilience into its operational strategy by implementing disaster recovery and regional failover nodes in the Beijing headquarter. Furthermore, the adoption of AI-driven precision cooling and off-peak workload scheduling serves to optimize energy efficiency and mitigate the long-term impact of thermal stress on physical assets.

Transition Risks

Our Group faces transition risks stemming from evolving emissions regulations and shifting market expectations. Our Group assesses that these transition risks are most likely to materialize and

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impact our operations over the short to medium term. Tightening disclosure standards and potential carbon-related penalties in key jurisdictions may increase compliance-related operating expenses. Additionally, as clients increasingly prioritize low-carbon vendors, failure to manage the carbon footprint of digital services could impact market competitiveness.

In response, the Group has embedded sustainability into its corporate decision-making. This includes enforcing low-emission travel policies (prioritizing rail and direct flights) and mandating virtual collaboration. Crucially, our Group is redesigning its software architecture to decouple business growth from carbon emissions, ensuring that its business model remains resilient to regulatory shifts and aligned with the global transition to a low-carbon economy.

Strategic Opportunity

The global transition toward renewable energy presents a strategic opportunity for our Group to lower the carbon intensity of our value chain. Across the short, medium, and long term, we intend to manage our indirect environmental footprint by strategically procuring Green Energy Certificates (GECs) to offset the electricity consumption of our digital platforms and data infrastructure. By lowering the carbon intensity of our multi-source data fusion services, we can effectively satisfy emerging market demands for low-carbon digital solutions, helping our corporate and government clients meet their own sustainability targets while strengthening our market position.

ENVIRONMENTAL RESPONSIBILITY

Our Group tracks and manages our environmental KPIs through our established environmental management system. During the Track Record Period, our resource consumption and emission profiles reflected our business expansion and data processing activity levels. To mitigate our environmental impact alongside this growth, we implement targeted operational initiatives aimed at reducing greenhouse gas (GHG) emissions, improving energy and water efficiency and executing waste reduction protocols. Our environmental metrics during the Track Record Period are set forth below:

Emissions Management

During the Track Record Period, our Group has not encountered any incidents of non-compliance with all applicable laws and regulations related to air emissions and waste handling at all operating regions. Major laws and regulations applicable are detailed in respective sections.

Greenhouse Gas Emissions

As our Group’s business operations do not operate manufacturing facilities, we currently do not operate any stationary or mobile combustion sources, and consequently, no Scope 1 emissions are generated. The GHG emissions are primarily from indirect emissions, stemming from purchased electricity used in our office operations. We adopt the location-based method to measure Scope 2 emissions, which are primarily associated with electricity purchased from the North China Regional Power Grid. GHG emissions calculations are aligned with, but not limited to, the PRC Law on the Prevention and Control of Atmospheric Pollution and the Action Plan for Continuous Improvement of Air Quality issued by the State Council.

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Greenhouse Gas Emissions	Unit	Year ended December 31		
		2023	2024	2025
Scope 2				
Electricity purchased	tCO ₂ e	29.2	61.6	61.9
Scope 3				
Business air travels	tCO ₂ e	18.5	38.8	46.2
Total Scope 2 & 3	tCO ₂ e	47.7	100.4	108.1
Total GHG Emission (Scope 2 & 3) Consumption Intensity	tCO ₂ e per RMB million revenue	0.2	0.4	0.3

Our Group aims to enhance its climate commitments by striving to prioritize low-carbon options for employee business travel towards 2030. This goal will be achieved by integrating a robust green hotel screening mechanism and refined travel policies that prioritize high-speed rail over air travel for neighbouring provinces to effectively decouple business growth from travel-related carbon emissions.

Waste Management

Given our asset-light and technology-driven business nature as an AI and data analytics provider, the generation of hazardous waste is negligible, and has been omitted from disclosure in this document. Consequently, quantitative mitigation targets for hazardous waste are excluded from our disclosure scope under the “Comply or Explain” provisions.

Our Group is committed to the sustainable management of the non-hazardous waste in strict accordance with but not limited to the PRC laws on the Prevention and Control of Environmental Pollution by Solid Waste and the Action Plan for Comprehensive Governance of Solid Waste issued by the State Council. The performance of the Group’s non-hazardous waste generation and resource consumption during the Track Record Period is summarized in the table below:

Non-hazardous waste generated	Unit	Year ended December 31		
		2023	2024	2025
Paper	tonne	10.65	2.54	0.90
Ink cartridge	tonne	0.09	0.17	0.06
Total	tonne	11.34	2.71	0.96
Total Non-hazardous Waste Generated Intensity	tonnes per RMB million revenue	0.04	0.01	0.002

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To minimize non-hazardous waste and optimize recycling rates across our office operations, we implemented the following measures during the Track Record Period:

- **Consumable Recycling:** Collected and routed used printer cartridges to professional recycling streams.
- **Source Reduction:** Restricted single-use, non-recyclable products in daily corporate activities to minimize municipal waste.
- **Digital Workflows:** Utilized electronic communication and digital platforms for internal reporting, forms, and data storage to reduce physical paper dependencies.

Use of Resources

Our Group is committed to continually monitoring and improving resource efficiency as an integral part of business strategy and operating methods, as well as complying with relevant government policies and environmental legislations, including Energy Law, Water Law, Law on the Prevention and Control of Environment Pollution by Solid Waste and Environmental Protection Law of the PRC.

Energy

We are dedicated to decoupling our business expansion from environmental impact by continuously optimizing our computing efficiency and resource utilization. As a technology-driven enterprise, our primary energy consumption arises from the power required for data processing, server operations, and office facilities. We strive to minimize energy consumption by implemented a series of initiatives to minimize power waste and operational costs, including algorithmic optimization and energy-efficient hardware. With these compliant practices, we have successfully managed our energy intensity as our business scale expands. To further this commitment, we aim to enhance operational efficiency by reducing total energy consumption intensity (per RMB million revenue) by 8% by 2030, using 2025 as the base year. The table below shows the quantitative data on our energy consumption and intensity:

Energy Consumption	Unit	Year ended December 31		
		2023	2024	2025
Indirect	MWh			
Electricity Purchased	MWh	47.9	101.1	101.6
Energy Intensity	MWh per RMB million revenue	0.2	0.4	0.3

BUSINESS

Water Resources

As our operations are primarily office-based and centered on data technology, we obtain our water supply from municipal sources and did not face any significant issues in sourcing water that was fit for purpose during the Track Record Period. To implement water conservation, we conduct regular inspections to repair leaking pipes, adopt water-saving equipment to minimize unnecessary flow while promoting a conservation culture through internal posters and training.

Water Consumption	Unit	Year ended December 31		
		2023	2024	2025
Water Consumed	m ³	706.2	889.8	746.1
Water Consumption Intensity	m ³ per RMB million revenue	2.5	3.2	2.0

Our Group sets a reduction target of 5% reduction in total water consumption by the end of 2027 compared to the baseline period of 2025 have been achieved.

Packaging Material

Given the nature of our Group’s business as a provider of multi-source data governance and AI-driven decision-making services, our solutions are primarily delivered through digital platforms and cloud-based infrastructures. We do not produce or sell physical hardware or consumer products that require industrial packaging.

Environment and Natural Resources

To manage and build an eco-conscious culture, we actively encourage employees to join environmental activities organized by green groups, encourage the use of the staircase instead of taking the lift, and encourage the use of public transportation for commuting. Through these initiatives, we strive to ingrain positive lifestyles and habits among our employees to reduce our overall ecological footprint.

SOCIAL RESPONSIBILITY

Our Group ingrains social responsibility into all aspects of its operations. We seek to address the needs and views of employees by maintaining honest and authentic dialogue with employees. Furthermore, our Group commits to delivering quality products and services grounded in ethical business conduct, as well as to meaningful engagements with the community.

BUSINESS

Employment and Labor Standard

We maintain structured human resources systems, training programs, and employee welfare policies. For more information, see “—Employees—Training and Recruitment Policies”, “—Employees—Staff Costs and Remuneration Policy”, “—Employees—Employee Relationship”, and “—Employees—Welfare Contribution.”

During the Track Record Period, we complied with all applicable employment and labor laws in all material respects. We strictly prohibit child labor, forced labor, and discrimination across all operations. We maintain zero tolerance for workplace harassment or abuse of any kind. To enforce our labor standards, we verify that all candidates are aged 18 or above during recruitment, and we strictly prohibit the retention of original employee identification documents or financial deposits.

Furthermore, our Group safeguards the rights and freedoms of every individual. No worker is required to surrender original identification documents and lodge financial deposits as a condition of employment, thereby eliminating any risk of forced labor or involuntary servitude. The internal policies cover all essential aspects of employment, including compensation, dismissal, recruitment, working hours, rest periods, and other statutory benefits, ensuring a fair and respectful workplace.

Workplace Health and Safety

Our Group places the highest priority on ensuring a safe and healthy workplace, recognizing that our talent is the driving force behind our big data governance services. We also provide employees with a healthy and safe working environment by strictly adhering to applicable occupational safety laws to ensure sustainable and healthy operations.

During the Track Record Period, our Group has achieved a 100% safety record with no work-related fatalities and lost days due to work injury. Focusing on our Group’s high-tech environment, a safety management framework designed to identify and mitigate risks, our Group has encountered no incidents of non-compliance with applicable laws and regulations related to occupational health and safety in any of our operating regions.

Development and Training

We prioritize continuous talent development to align workforce capabilities with our technological advancements. For more information, see “—Employees—Training and Recruitment Policies.”

We implement our internal training policies through a structured framework encompassing corporate, departmental, project-specific, and routine training programs. Training needs are identified through annual surveys and project requirements, followed by formal management review. New employees undergo mandatory orientation training to integrate into our operational standards.

Additionally, our Directors receive regular regulatory updates regarding Listing Rules and fiduciary duties to maintain robust corporate governance. The Board is scheduled to complete professional training with our legal advisers prior to [REDACTED].

BUSINESS

Supply Chain Management

Given the nature of our business, we do not operate a complex industrial supply chain. Our procurement primarily involves cloud computing services, software licenses, and IT hardware components sourced from a stable pool of reputable partners. While there are no significant industry-specific laws or regulations in the PRC mandating a dedicated supply chain management system for our sector, we maintain a centralized procurement process to monitor operational and social risks. For more information on our suppliers selection criteria, performance assessment protocols, and supply stability measures, see “Our Suppliers —Selection and evaluation of suppliers”. We identify potential risks through annual performance reviews to ensure service continuity and ethical conduct.

Product Responsibility

Our Group offers quality products and services grounded on responsible operating practices. We commit to meeting customer needs through innovation and sound business ethics. During the Track Record Period, no complaints were received.

Quality Assurance and Service Excellence

Our Group ensures the highest quality of service delivery by implementing a rigorous project lifecycle management standard, aligned with ISO 9001 international best practices. Our operations are managed and supervised by a dedicated Quality Management Committee and Risk Management Committee.

Our Group’s dedication to excellence is reflected in industry accolades, including a letter of appreciation from the Shunyi District Development and Reform Commission 2025.

Data Security and Privacy Protection

Given the core business in data fusion, our Group regards data security as the cornerstone of our operations.

A data and information security committee has been established by our Group, and data security management measures have been implemented to strictly govern data processing during the research and development (R&D) and project execution phases. The information security management systems of our Group are certified under multiple international standards, including ISO 27001, ISO 27018, ISO 27701 and ISO 29151. Non-disclosure agreements (NDAs) are required to be signed by all employees upon employment. Access to sensitive customer information is restricted to authorized personnel only, ensuring that all data is handled with the highest level of confidentiality and care.

BUSINESS

Intellectual Property Rights Protection

Innovation is regarded as a strategic priority by our Group strict compliance is maintained with the Patent Law of the PRC and the Trademark Law of the PRC to ensure that proprietary assets are effectively safeguarded. IP strategies, including the processing of patent applications and the management of core certifications, are overseen by the internal Technical Management Committee. These certifications include the “New Technology, New Product, and New Service Certificate” awarded to the multi-source data fusion system and the real-time decision support system.

For more information, see “Risk Factors—Risks Related to Our Business and Industry” in this document for details on intellectual property protection.

Anti-corruption & Antibribery

Our Group is committed to achieving and maintaining the highest standards of openness, probity and accountability. Systems and codes, including the Code of Conduct and the whistle-blowing and opinion communication policy system (舉報及意見溝通政策制度), have been established to clearly define business ethics and prevent bribery and corruption.

Our internal control framework includes periodic audits and annual self-inspections across business units to ensure ongoing compliance. We maintain a structured whistleblowing mechanism to establish a mutual supervision environment, providing a specialized email channel managed by dedicated personnel in charge of corporate misconduct. Reported violations are investigated under strict whistleblower confidentiality guidelines, with material matters escalated directly to the Board. During the Track Record Period, the number of concluded legal cases regarding corrupt practices brought against our Group or our employees was zero.

Community Investment

Our Group empowers our employees to contribute to the community through individual volunteerism and charitable initiatives, focusing on areas such as environmental protection, education and supporting underprivileged groups. In terms of resources, we encourage staff to adopt proactive contribution habits, such as making cash donations to reputable charities and dedicating their spare time to volunteering. By promoting individual civic engagement, we integrate social awareness into our corporate identity and support the diverse needs of the communities where we operate, prioritizing grassroots impact and employee-led contribution over centralized corporate events.

RISK MANAGEMENT AND INTERNAL CONTROL

We have established a set of risk management measures and internal control policies and procedures that we consider to be appropriate for our business operations. We are dedicated to continually review the implementation of our risk management policies and measures to ensure that our policies and implementation are effective and sufficient. We have adopted and implemented internal control management in various aspects of our business operations such as compliance risk management, information security and data privacy risk management and intellectual property risk management.

BUSINESS

Financial Reporting Risk Management

We have adopted comprehensive accounting policies in connection with our financial reporting risk management, such as financial management, budget management and financial statement preparation. We also have procedures in place to carry out such accounting policies, and our finance department reviews our management accounts in accordance with such procedures. In addition, we provide ongoing training to our finance staff to ensure that these policies are well-observed and effectively implemented.

Compliance and Intellectual Property Risk Management

We have designed and adopted strict internal procedures to ensure the compliance of our business operations with the relevant rules and regulations, as well as the protection of our intellectual property rights. Our legal compliance department examines the contract terms and reviews all relevant documents for our business operations before we enter into any contract or business arrangements. There was no material and systemic non-compliance during the Track Record Period and up to the Latest Practicable Date.

We have in place detailed internal procedures to ensure that our in-house legal compliance department reviews our solutions for regulatory compliance before they are launched. Our legal compliance department is also responsible for identification of any regulatory requirements, obtaining any requisite governmental pre-approvals or consent and completing any required regulatory filings, including preparing and submitting all necessary documents for filing with relevant government authorities within the prescribed regulatory timelines and ensuring all necessary application, renewals or filings for trademark, copyright and patent registration have been timely made to the competent authorities.

Information Security and Data Privacy Risk Management

Please refer to the paragraph headed “Data Security and Privacy” in this section.

RELATIONSHIP WITH OUR CONTROLLING SHAREHOLDERS

OUR CONTROLLING SHAREHOLDERS

As of the Latest Practicable Date, our Controlling Shareholders, comprised (i) Mr. Yu, Mr. Cheng and Mr. Li; (ii) Rongfucheng, which is controlled by Mr. Yu, Mr. Cheng and Mr. Li collectively by virtue of the Acting-in-Concert Agreement; (iii) Xintai Tiancheng, an employee incentive platform controlled by Mr. Yu; and (iv) Daihan Junge, a company wholly owned by Mr. Yu. See “History, Development and Corporate Structure — Acting-in-Concert Arrangement” in this document for details of the Acting-in-Concert arrangement.

As of the Latest Practicable Date, Mr. Yu directly held 22.8139% of our Shares, Rongfucheng held 18.1209% of our Shares, Xintai Tiancheng held 4.4446% of our Shares and Daihan Junge held 0.1594% of our Shares, representing an aggregate interest of approximately 45.5389% of our total share capital. The Controlling Shareholders were entitled to exercise and/or control the exercise of the voting rights attaching to approximately 45.5389% of our total share capital.

Immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised and save for the Share Subdivision, no other changes are made to the share capital of our Company prior to completion of the [REDACTED], and the [REDACTED] represents [REDACTED]% of our enlarged issued share capital), the Controlling Shareholders will be entitled to exercise and/or control the exercise of the voting rights attaching to approximately [REDACTED]% of our total share capital and shall remain as our Controlling Shareholders.

INDEPENDENCE FROM OUR CONTROLLING SHAREHOLDERS

Our Directors consider that we are capable of carrying on our business independently from our Controlling Shareholders and their respective close associates after the [REDACTED], taking into consideration the factors below.

Management Independence

Our business is primarily managed and conducted by our Board and senior management. Upon the completion of the [REDACTED], our Board will comprise four executive Directors and three independent non-executive Directors. See “Directors and Senior Management” for more information.

Our Directors consider that we are capable of maintaining management independence for the following reasons:

- (a) each Director and members of the senior management is aware of his/her fiduciary duties as a director which require, among other things, that he/she acts for the benefit and in the best interest of our Company and does not allow any conflict between his/her duties as a Director and his/her personal interests;

RELATIONSHIP WITH OUR CONTROLLING SHAREHOLDERS

- (b) in the event that there is a potential conflict of interest arising out of any transaction to be entered into between our Company and a Director and/or his/her associate, he/she shall abstain from voting and shall not be counted towards the quorum for the voting. Hence, no Director will be able to influence our Board in making decisions on matters in which he or she is, or may be interested; and
- (c) we believe our three independent non-executive Directors have the depth and breadth of experience which will enable them to bring independent judgment to the decision-making process of our Board, and certain matters of our Company, including any potential connected transactions, shall always be referred to the independent non-executive Directors for review to ensure that the decisions of the Board are made only after due consideration of independent and impartial opinions. We have adopted a series of corporate governance measures to manage conflicts of interest, if any, between our Company and our Controlling Shareholders which would support our independent management. For details, see “— Corporate Governance” in this section.

Based on the above, our Directors believe that our Board as a whole and together with our senior management are able to perform the managerial role in our Company independently from our Controlling Shareholders and their respective close associates after the [REDACTED].

Operational Independence

Our Group has a full-time management team and team of staff to carry out its operation and administration independently from the Controlling Shareholders. We have established a complete organizational structure, comprising various separate departments each charged with specific responsibilities. The support functions comprising business development, accounting, internal audit, IT, product development, compliance, administration and human resource management will also continue to be handled by a team of staff employed directly by us and are separated from the Controlling Shareholders. We have also established a set of internal control procedures and adopted corporate governance measures to facilitate the independent and effective operation of our business.

We have independent access to suppliers and customers. We are in possession of all relevant licenses, certificates, facilities and IP rights necessary to carry on and operate our principal businesses and we have sufficient operational capacity in terms of capital and employees to operate independently.

Based on the above, our Directors believe that we are able to operate independently of our Controlling Shareholders and their respective close associates.

Financial Independence

We have an independent financial system and make financial decisions according to our Company’s own business needs. We have our own internal control and accounting systems and an independent finance department for discharging the treasury function and independent access to third party financing. We do not expect to rely on our Controlling Shareholders and their respective close associates for financing after the [REDACTED] as we expect that our working capital will be funded by cash flows generated from operating activities, the cash and cash equivalent on hand and internally generated funds as well as the [REDACTED] from the [REDACTED].

RELATIONSHIP WITH OUR CONTROLLING SHAREHOLDERS

During the Track Record Period, certain of our Group’s banking facilities were guaranteed by our Controlling Shareholders and/or their close associates (the “**Guarantees**”). All Guarantees will be fully released or replaced upon the [REDACTED]. Save for the above, as of the Latest Practicable Date, we did not have any outstanding loans or non-trade balances granted, guaranteed or pledged by any of our Controlling Shareholders.

Based on the above, our Directors believe that we are capable of carrying on our business independently of, and do not place undue reliance on our Controlling Shareholders after the [REDACTED].

INTERESTS OF OUR CONTROLLING SHAREHOLDERS IN OTHER BUSINESSES

Each of our Controlling Shareholders confirmed that as of the Latest Practicable Date, apart from the business of our Company, it/he/she did not have any interest in other business, which competes or is likely to compete, directly or indirectly, with our business, which would require disclosure under Rule 8.10 of the Listing Rules.

CORPORATE GOVERNANCE

Our Company will comply with the provisions of the Corporate Governance Code, which sets out principles of good corporate governance.

Our Directors recognize the importance of good corporate governance in protection of our Shareholders’ interests. We would adopt the following measures to safeguard good corporate governance standards and to avoid potential conflict of interests between our Company and our Controlling Shareholders:

- (a) as part of our preparation for the [REDACTED], we have amended our Articles of Association to comply with the Listing Rules which will become effective upon [REDACTED]. In particular, our Articles of Association provides that, a Director shall be abstained from voting on any resolution approving any contract, transaction or arrangement in which such Director or any of his/her associates has a material interest nor shall such Director be counted in the quorum present at the Board meeting;
- (b) where a Shareholders’ meeting is to be held for considering proposed transactions in which our Controlling Shareholders or any of their respective associates has a material interest, our Controlling Shareholders or their respective associates will not vote on the resolutions and shall not be counted in the quorum in the voting;
- (c) our Company has established internal control mechanisms to identify connected transactions. Upon the [REDACTED], if our Company enters into connected transactions with our Controlling Shareholders or any of their respective associates, our Company will comply with the applicable Listing Rules;
- (d) we are committed that our Board shall include a balanced composition of executive Director and independent non-executive Directors. We have three independent non-executive Directors, and we believe our independent non-executive Directors (i) possess sufficient experiences, (ii) are free of any business or other relationship which

RELATIONSHIP WITH OUR CONTROLLING SHAREHOLDERS

could interfere in any material manner with the exercise of their independent judgment, and (iii) will be able to provide an impartial and external opinion to protect the interests of our Shareholders as a whole. For details of the independent non-executive Directors, see “Directors and Senior Management”;

- (e) where our Directors reasonably request the advice of independent professionals, such as financial advisers, the appointment of such independent professionals will be made at our Company’s expenses;
- (f) we have appointed Rainbow Capital as our Compliance Adviser to provide advice and guidance to us in respect of compliance with the Listing Rules, including various requirements relating to corporate governance;
- (g) we have applied for and have been [granted] waivers from strict compliance with Rule 8.12 of the Listing Rules pursuant to Rule 19A.15 of the Listing Rules (regarding management presence in Hong Kong) and Rules 3.28 of the Listing Rules pursuant to Rule 8.17 of the Listing Rules (regarding the qualification of joint company secretaries) of the Listing Rules. We have implemented specific arrangements, including the appointment of authorized representatives and a compliance adviser, to address these requirements. For details, see “Waivers from Strict Compliance with the Listing Rules” in this document.

Based on the above, our Directors are satisfied that sufficient corporate governance measures have been put in place to manage conflicts of interest between our Company and our Controlling Shareholders, and to protect minority Shareholders’ interests after the [REDACTED].

DIRECTORS AND SENIOR MANAGEMENT

OUR DIRECTORS

Overview

Our Board consists of seven Directors, comprising four executive Directors and three independent non-executive Directors. Our Board is responsible and has general powers for the management and conduct of our business. The table below sets forth certain information in respect of the members of our Board:

Name	Age	Major position(s)	Date of joining our Group	Date of appointment as Director	Roles and responsibilities	Relationship with other Directors and senior management
Executive Directors						
Mr. YU Xiaobo (于笑博)	45	Executive Director, chairman of our Board and chief executive officer	August 12, 2015	March 14, 2017	Overseeing the overall major business policies, strategic objectives formulation, business management and supervising the operation of our Group	None
Mr. CHENG Lili (成成立)	41	Executive Director, and executive president	August 12, 2015	March 14, 2017	Overseeing the technology and marketing management committee, and assisting the chairman in the daily management of our Group	None
Mr. ZHANG Guangzhi (張廣志)	40	Executive Director, vice president and chief scientist	June 21, 2017	April 27, 2022	Promoting our Group’s business and research and development	None
Mr. ZHAO Kangjun (趙康君)	38	Executive Director and administrative director	March 7, 2018	February 28, 2024	Overseeing the overall administrative management of our Group	None
Independent non-executive Directors						
Mr. NG Kwun Wan (吳冠雲)	62	Independent non-executive Director	March 13, 2026	March 13, 2026	Providing independent advice to the Board and advising on corporate governance matters	None
Ms. KWOK Lai Sheung (郭麗霜)	56	Independent non-executive Director	March 13, 2026	March 13, 2026	Providing independent advice to the Board and advising on corporate governance matters	None
Mr. MENG Qingguo (孟慶國)	56	Independent non-executive Director	March 13, 2026	March 13, 2026	Providing independent advice to the Board and advising on corporate governance matters	None

DIRECTORS AND SENIOR MANAGEMENT

OUR BOARD OF DIRECTORS

Executive Directors

Mr. YU Xiaobo (于笑博), aged 45, is an executive Director and the chairman of our Board, and the chief executive officer of our Company. He is primarily responsible for the overall major business policies, strategic objectives formulation, daily business management and supervising the operation of our Group. He joined our Group on August 12, 2015 as the managing director of our Company and was appointed as a Director on March 14, 2017. Since February 23, 2017, Mr. Yu has been serving as the chairman of the Board. Mr. Yu was promoted to the chief executive officer of our Company on May 14, 2020.

Prior to joining our Group, from May 2005 to April 2006, Mr. Yu worked at Motorola (China) Electronics Ltd. (摩托羅拉(中國)電子有限公司), a company primarily engaged in the research, development, manufacture and sale of communications equipment and systems products. From July 2008 to October 2009, Mr. Yu worked at Huawei Technologies Co., Ltd. (華為技術有限公司), a company primarily engaged in providing telecom network optimization products and industrial digitalization solutions, where he served as a project manager for network optimization projects. From November 2009 to August 2010, Mr. Yu worked at Beijing Huijielang Technology Co., Ltd. (北京惠捷朗科技有限公司), a company primarily engaged in developing wireless network testing and optimization software and related technical services. From September 2010 to February 2014, he was at Beijing Dongtu Tuoming Technology Co., Ltd. (北京東土拓明科技有限公司), a company primarily engaged in providing telecom network optimization products and industrial digitalization solutions, mainly responsible for market expansion and solution integration.

Mr. Yu obtained a master’s degree in engineering (工學碩士) majoring in signal and information processing (信號與信息處理) from Beijing University of Posts and Telecommunications (北京郵電大學) in the PRC, in April 2006. Mr. Yu further obtained an executive master of business administration (EMBA) degree from the Tsinghua University (清華大學) in the PRC in June 2024.

Mr. Yu was a director, executive partner or legal representative of the following companies or partnership prior to their dissolutions. Mr. Yu confirmed that each of the companies was solvent, ceased operations, and had no outstanding claims or liabilities at the time of their respective dissolutions and had not been involved in any material legal proceedings and/or non-compliances since the date of their respective establishment until the date of their deregistration. The table below sets forth the details of the dissolved companies:

Name of company	Place of incorporation	Position in the company	Principal business activity prior to cessation of business	Date of dissolution	Reason for dissolution	Means of dissolution
Shiyan Rongfucheng Information Technology Center (Limited Partnership) (十堰融傳成信息科技中心(有限合夥))	PRC	Executive partner	Software and information technology services	April 28, 2025	Cessation of business	Deregistration

DIRECTORS AND SENIOR MANAGEMENT

Name of company	Place of incorporation	Position in the company	Principal business activity prior to cessation of business	Date of dissolution	Reason for dissolution	Means of dissolution
Beijing Rongxin Huizhi Technology Co Ltd (北京融信匯智科技有限公司)	PRC	Legal representative, executive director and manager	Technology promotion and application services	September 30, 2022	Cessation of business	Deregistration
Hunan Rongxin Shulian Technology Co Ltd (湖南融信數聯科技有限公司)	PRC	Legal representative, executive director and general manager	Technology promotion and application services	August 18, 2021	Cessation of business	Deregistration
Beijing Aiweiyou Technology Co Ltd (北京愛微遊科技有限公司)	PRC	Legal representative	Technology promotion and application services	October 29, 2018	Cessation of business	Deregistration
Shanghai Rongfucheng Information Technology Center (Limited Partnership) (上海融傳成信息科技中心(有限合夥))	PRC	Executive partner	Software and information technology services	May 19, 2025	Cessation of business	Deregistration

Mr. CHENG Lili (成立立), aged 41, is an executive Director and the executive president of our Company. He is primarily responsible for the overall work of the technology and marketing management committee, and assisting the chairman in the daily management of our Group. He joined our Group on August 12, 2015 as the deputy managing director of our Company, and was appointed as a Director on March 14, 2017. He was promoted to the executive president of our Company on March 14, 2017.

Prior to joining our Group, from October 2008 to May 2009, Mr. Cheng worked at Beijing Innovation Software Technology Co., Ltd. (北京新思軟件技術有限公司), a company primarily engaged in the development of computer software and hardware products, undertaking system integration and network engineering, and providing related technology development, consulting and technical services, mainly responsible for coding and testing. From June 2009 to November 2011, Mr. Cheng worked at Beijing Yicai Human Resources Consulting Co., Ltd. (北京易才人力資源顧問有限公司). From December 2011 to February 2013, he worked at Beijing Eflag Communication Technology Co., Ltd. (北京電旗通訊技術股份有限公司), a company primarily engaged in providing mobile communication network planning and optimization services and related technical solutions for telecom operators, mainly responsible for on-site project delivery and product R&D. From March 2013 to February 2014, he worked at Beijing Dongtu Tuoming Technology Co., Ltd. (北京東土拓明科技有限公司), a company primarily engaged in providing telecom network optimization products and industrial digitalization solutions.

Mr. Cheng obtained a bachelor’s degree of Engineering (工學) majoring in communication engineering (通信工程) from University of Electronic Science and Technology of China (電子科技大學), the PRC, on July 1, 2008. Mr. Cheng was accredited as an executive director (常務理事) of the second council of Beijing Big Data Association (北京大數據協會) on September 11, 2021.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Cheng was a director or supervisor of the following companies prior to their dissolutions. Mr. Cheng confirmed that each of the companies was solvent, ceased operations, and had no outstanding claims or liabilities at the time of their respective dissolutions and had not been involved in any material legal proceedings and/or non-compliances since the date of their respective establishment until the date of their deregistration. The table below sets forth the details of the dissolved companies:

Name of company	Place of incorporation	Position in the company	Principal business activity prior to cessation of business	Date of dissolution	Reason for dissolution	Means of dissolution
Zhejiang Rongxin Shulian Technology Co Ltd (浙江融信數聯科技有限公司)	PRC	Legal representative, executive director and general manager	Software and information technology services	May 13, 2025	Cessation of business	Deregistration
Hainan Rongxin Shulian Technology Co Ltd (海南融信數聯科技有限公司)	PRC	Legal representative and director	Software and information technology services	February 24, 2026	Cessation of business	Deregistration
Beijing Rongxin Huizhi Technology Co Ltd (北京融信匯智科技有限公司)	PRC	Supervisor	Technology promotion and application services	September 30, 2022	Cessation of business	Deregistration

Mr. ZHANG Guangzhi (張廣志), aged 40, is an executive Director, vice president and chief scientist of our Company. He is primarily responsible for promoting our Company’s business and research and development. He joined our Group on June 21, 2017 and was appointed as a Director on April 27, 2022. Mr. Zhang was appointed as the chief technology officer of our Company on February 28, 2023 and was promoted to the chief scientist of our Company since January 8, 2025.

Prior to joining our Group, from June 2011 to March 2013, he served as a senior consultant (高級諮詢顧問) at Yonyou Software Co., Ltd. (用友軟件股份有限公司), a company primarily engaged in providing software, cloud services, and financial services to enterprises and public organizations, mainly responsible for on-site delivery and project management of information consulting and implementation projects.

Mr. Zhang served as a senior engineer (高級工程師) at Tianjin Municipal Human Resources and Social Security Bureau (天津市人力資源和社會保障局) in December 2022. He was appointed as a member of the Smart City Working Committee of the Chinese Society for Surveying and Mapping (中國測繪學會智慧城市工作委員會) in June 2022, and as a director (理事) of Beijing Big Data Association (北京市大數據協會) in October 2019.

Mr. Zhang was awarded the National Scholarship (國家獎學金) by the Ministry of Education of the PRC (中華人民共和國教育部) in December 31, 2013. He also received the Google Excellence Scholarship from Google in 2014.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Zhang obtained a bachelor’s degree in computer science and technology (計算機科學與技術) from Beijing Normal University (北京師範大學), the PRC, in July 2010. He further obtained a master’s degree in software engineering (軟件工程) from Beijing Normal University (北京師範大學), the PRC, in July 2014.

Mr. ZHAO Kangjun (趙康君), aged 38, is an executive Director and the administrative director of our Company. He is primarily responsible for the overall administrative management of our Company. He joined our Group on March 7, 2018 and was appointed as a Director on February 28, 2024. Since April 2024, Mr. Zhao has been serving as the administrative director of our Company. Prior to joining our Group, from December 2005 to January 2017, he served in the army.

Mr. Zhao obtained a college diploma majoring in information security and network management (信息安全與網絡管理) from the College of Electronic Engineering (中國人民解放軍電子工程學院), the PRC, in June 2014.

Independent non-executive Directors

Mr. NG Kwun Wan (吳冠雲), aged 63, is an independent non-executive Director, and is primarily responsible for providing independent advice to the Board and advising on corporate governance matters. He was appointed as an independent non-executive Director on March 13, 2026, and will serve as the chairman of the Audit Committee and a member of the Remuneration Committee with effect from the [REDACTED].

Mr. Ng has over 20 years of experience in management. From November 1994 to August 2004, he worked for New World Development (China) Limited, New World Infrastructure Ltd. and New World China Enterprises Projects Limited, subsidiaries of New World Development Company Limited, a company listed on the Stock Exchange (stock code: 17) and engages in the business of property development and property investment, with his last position as a deputy general manager. He then joined Smart Faith Management Limited, a subsidiary of South China Holdings Company Limited, a company listed on the Stock Exchange (stock code: 413) as a general manager of industrial operations in the real estate department, responsible for overseeing the company’s operations in Tianjin, from September 2006 to March 2009. He has also been an independent non-executive director of China Boton Group Company Limited (formerly known as China Flavors and Fragrances Company Limited), the shares of which are listed on the Stock Exchange (stock code: 3318) since December 2009, an independent non-executive director of Zhongzhi Pharmaceutical Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 3737) since June 2015, an independent non-executive director of Asia Energy Logistics Group Limited, the shares of which are listed on the Stock Exchange (stock code: 351) since June 2020, and an independent non-executive director of CT Vision S.L. (International) Holdings Limited, the shares of which are listed on the Stock Exchange (stock code: 994) from December 2021 to December 2024, and has been an independent non-executive director of Sunray Engineering Group Limited, the shares of which are listed on the Stock Exchange (stock code: 8616) since March 18, 2020.

Mr. Ng obtained his bachelor’s degree of arts in Accounting and Finance from Manchester Metropolitan University (formerly known as Manchester Polytechnic) in July 1988, and his master’s degree in Commerce majoring in Accounting from the University of New South Wales in May 1990.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Ng was accredited as a member of the Hong Kong Institute of Certified Public Accountants (formerly known as the Hong Kong Society of Accountants) in July 1993.

Ms. KWOK Lai Sheung (郭麗霜), aged 56, is an independent non-executive Director, and is primarily responsible for providing independent advice to the Board and advising on corporate governance matters. She was appointed as an independent non-executive Director on March 13, 2026, and will serve as the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee.

Ms. Kwok has over 30 years of experience in the accounting and finance industry. From August 1991 to May 2025, she worked for Deloitte Touche Tohmatsu (德勤關黃會計師事務所), a firm primarily engaged in providing professional accounting, audit, and advisory services, with her last position as a partner in audit and assurance. From June 2025 to the present, she worked as a director of Chan & Kwok CPA Limited (陳郭會計師事務所有限公司), a firm primarily engaged in providing professional accounting services.

Ms. Kwok obtained her Bachelor of Arts in Accountancy from the Hong Kong Polytechnic (香港理工學院) in November 1991.

Ms. Kwok was accredited as an associate of the Hong Kong Society of Accountants (香港會計師公會) (currently known as the Hong Kong Institute of Certified Public Accountants) in October 1995. She was also registered as a Certified Public Accountant (Practising) under the Accounting and Financial Reporting Council Ordinance by the Accounting and Financial Reporting Council (會計及財務匯報局) in January 2026.

Mr. MENG Qingguo (孟慶國), aged 56, is an independent non-executive Director, and is primarily responsible for providing independent advice to the Board and advising on corporate governance matters. He was appointed as an independent non-executive Director on March 13, 2026, and will serve as the chairman of the Nomination Committee, a member of the Audit Committee, and a member of the Strategy Committee.

Mr. Meng has extensive experience in education and research. From September 1997 to December 1999, Mr. Meng served as a postdoctoral fellow and assistant researcher at the Postdoctoral Research Station of Management Science and Engineering, the Institute of 21st Century Development, Tsinghua University (清華大學21世紀發展研究院管理科學與工程流動站), an institution primarily engaged in education and research. From December 1999 to July 2000, he was a lecturer at the Institute of 21st Century Development, Tsinghua University (清華大學21世紀發展研究院). From August 2000 to July 2003, he served as an associate researcher and associate professor at the Institute of 21st Century Development/School of Public Policy and Management, Tsinghua University (清華大學21世紀發展研究院/公共管理學院). From January 2003 to February 2004, he was a visiting scholar at Harvard Kennedy School (哈佛大學肯尼迪政府學院). Since December 2006, he has been serving as a professor at the School of Public Policy and Management, Tsinghua University (清華大學公共管理學院). He previously held several administrative roles at Tsinghua University (清華大學), including serving as the associate dean of the School of Public Policy and Management, Tsinghua University, the party secretary of the School of Public Policy and Management, Tsinghua University, and the director of the Office of Arts, Humanities and Social Sciences Administration, Tsinghua University (清華大學文科建設處).

DIRECTORS AND SENIOR MANAGEMENT

Mr. Meng obtained his bachelor’s degree in mechanical design and manufacturing from Jiangsu Ocean University (江蘇海洋大學) (formerly known as Huaihai Institute of Technology (淮江工學院)) in June 1990. He obtained his doctorate degree in mechanical manufacturing from Tsinghua University (清華大學) in June 1997.

Mr. Meng was accredited as a professor by Tsinghua University (清華大學) in December 2006. He has received numerous awards and recognitions, including the 2025 Wu Wenjun Artificial Intelligence Science and Technology Award granted by the Chinese Association for Artificial Intelligence (中國人工智能學會) in March 2026, the Special Government Allowance granted by the State Council (國務院) in November 2024, the 9th Award for Outstanding Achievement in Scientific Research in Higher Education Institutions granted by the Ministry of Education (教育部) in July 2024, the “Changjiang Scholar Award Program” Distinguished Professor accredited by the Ministry of Education (教育部), the 2019 Influential Figure in China’s Government Services awarded by the Organizing Committee of China International Digital Government Expo (中國國際數字政務博覽會組委會) in December 2019, the 2018 Top Ten Innovative Figures in Digital Government awarded by the Chinese Academy of Social Sciences (中國社會科學院) in November 2018, and the Beijing Publicity and Cultural System “Four Batches” awarded by the Publicity Department of the Beijing Municipal Committee of the Communist Party of China (中共北京市委宣傳部) in March 2015.

Save as disclosed above and in this document, each of our Directors confirms with respect to himself or herself that he or she (1) did not hold other long positions or short positions in the Shares, underlying Shares, debentures of our Company or any associated corporation (within the meaning of Part XV of the SFO) as of the Latest Practicable Date; (2) had no other relationship with any Directors, senior management or substantial shareholders of our Company as of the Latest Practicable Date; (3) did not hold any other directorships in the three years prior to the Latest Practicable Date in any public companies of which the securities are listed on any securities market in Hong Kong and/or overseas; and (4) there are no other matters concerning our Director’s appointment that need to be brought to the attention of our Shareholders and the Stock Exchange or shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

SENIOR MANAGEMENT

Mr. Yu, aged 45, is an executive Director, the chairman of our Board and the chief executive officer of our Company. For details of his biography, please see the sub-section headed “— Executive Directors” in this section.

Mr. Cheng, aged 41, is an executive Director and the executive president of our Company. For details of his biography, please see the sub-section headed “— Executive Directors” in this section.

Mr. Zhang, aged 40, is an executive Director, vice president and chief scientist of our Company. For details of his biography, please see the sub-section headed “— Executive Directors” in this section.

Mr. Zhao, aged 38, is an executive Director and administrative director of our Company. For details of his biography, please see the sub-section headed “— Executive Directors” in this section.

DIRECTORS AND SENIOR MANAGEMENT

Mr. HE Haibo (何海波), aged 47, is the chief financial officer and secretary of the Board. Mr. He joined our Group and was appointed as the chief financial officer and secretary of the Board on December 17, 2025. He is responsible for overseeing the financial, taxation and board secretarial affairs of our Group.

Mr. He has over 15 years of experience in accounting, finance, investment and financing. Prior to joining our Group, from June 2010 to May 2011, he served as a financial adviser at Hong Kong Fubao Financial Planning Limited (香港富寶財務策劃有限公司), a company primarily engaged in financial services, mainly responsible for investment and financing matters. From June 2011 to February 2012, he served as a finance manager at Zhuhai Qiyi Shipbuilding Co., Ltd. (珠海市啟溢造船有限公司), a company primarily engaged in yachts businesses, mainly responsible for accounting and financing matters. From March 2012 to March 2015, he served as finance director at Zhejiang Ludao Technology Co., Ltd. (浙江綠島科技有限公司), a wholly-owned subsidiary of company listed on the Stock Exchange (Stock Code: 2023), mainly responsible for investment and financing and liaising with Hong Kong listing matters. From February 2017 to May 2019, he served as finance director at Wuhan Dangdai Hengju Property Development Co., Ltd. (武漢當代恆居置業發展有限公司), a company primarily engaged in property and agency services, mainly responsible for investment and financing and liaising with Hong Kong listing matters. From December 2022 to December 2025, he served as the general manager of Huizhou Shengping Technology Co., Ltd. (惠州市升平科技有限公司), a company primarily engaged in trading and financial services.

Mr. He obtained a college diploma majoring in accounting (會計) from Hunan University of Finance and Economics (formerly known as Hunan College of Finance and Economics) (湖南財政經濟學院 (原湖南財經高等專科學校)), the PRC, in June 2002. Mr. He was accredited an intermediate professional qualification (中級) in accounting by the Ministry of Finance (財政部) in May 2006.

JOINT COMPANY SECRETARIES

Mr. HE Haibo (何海波), aged 47, was appointed as one of our joint company secretaries with effect upon [REDACTED]. For details of his biography, please see the sub-section headed “— Senior Management” in this section.

Ms. WAN Shuk Ching Candy (尹淑貞), aged 53, was appointed as one of our joint company secretaries with effect from the [REDACTED]. She has over 20 years of experience in handling finance and accounting matters and 18 years of experience in handling listed company secretarial and compliance related matters. From December 2023 to November 2025, Ms. Wan served as a non-executive director and assistant financial controller of China Boton Group Company Limited, the shares of which are listed on the Stock Exchange (stock code: 3318). Ms. Wan obtained a Bachelor’s degree of Business (Accounting) at Central Queensland University in December 2001. She was admitted as a certified practising accountant by Certified Practising Accountant Australia (also known as CPA Australia) in February 2007.

BOARD COMMITTEES

Our Board delegates certain responsibilities to various committees. Our Company [has formed] four Board committees, namely the Audit Committee, the Remuneration Committee, the Nomination Committee and the Strategy Committee.

DIRECTORS AND SENIOR MANAGEMENT

Audit Committee

Our Company has established the Audit Committee with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal controls system of our Group and provide advice and comments to the Board. The Audit Committee consists of three members, namely Mr. Ng Kwun Wan, Mr. Meng Qingguo and Ms. Kwok Lai Sheung, with Mr. Ng Kwun Wan being the chairman possessing the appropriate accounting or related financial management expertise in compliance with the requirements under Rules 3.10(2) and 3.21 of the Listing Rules.

Remuneration Committee

Our Company has established the Remuneration Committee with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code. The primary duties of the Remuneration Committee are to review and make recommendations to the Board on the terms of remuneration packages, bonuses and other compensation payable to our Directors and other senior management. The Remuneration Committee consists of three members, namely Ms. Kwok Lai Sheung, Mr. Ng Kwun Wan and Mr. Yu, with Ms. Kwok Lai Sheung being the chairman of the committee.

Nomination Committee

Our Company has established the Nomination Committee with written terms of reference in compliance with Rule 3.27A of the Listing Rules and the Corporate Governance Code. The primary duties of the Nomination Committee are to make recommendations to our Board on the appointment of Directors and management of Board succession. The Nomination Committee consists of three members, namely Mr. Meng Qingguo, Ms. Kwok Lai Sheung and Mr. Yu, with Mr. Meng Qingguo being the chairman of the committee.

Strategy Committee

Our Company has established the Strategy Committee with written terms of reference in compliance with the relevant PRC laws. The primary duties of the Strategy Committee are to research and make recommendations to our Board regarding the long-term development strategy, major investment decisions and environmental, social and governance matters of the Company. The Strategy Committee consists of three members, namely Mr. Yu, Mr. Cheng and Mr. Meng Qingguo, with Mr. Yu being the chairman of the committee.

CONFIRMATION FROM OUR DIRECTORS

Each of our Directors confirms that:

- as at the Latest Practicable Date, he or she did not have any interest in a business which competes or is likely to compete, either directly or indirectly, with our Company's business which would require disclosure under Rule 8.10 of the Listing Rules;

DIRECTORS AND SENIOR MANAGEMENT

- save as disclosed above, none of our Directors and members of senior management held any other directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the Latest Practicable Date; and
- he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules on June 1, 2026, and (ii) understands his or her obligations as a director of a [REDACTED] issuer under the Listing Rules.

Each of the independent non-executive Directors has further confirmed (i) his/her independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (ii) he/she has no past or present financial or other interest in the business of our Company or our subsidiaries or any connection with any core connected person of our Company under the Listing Rules as of the Latest Practicable Date, and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointments.

COMPENSATION OF DIRECTORS AND SENIOR MANAGEMENT

We offer our executive Directors and members of the senior management, who are also our Company’s employees, compensation in the form of salaries, retirement benefit scheme contributions, discretionary bonus, housing allowances and other benefits in kind. Our independent non-executive Directors receive compensation with reference to their respective positions and duties, including being a member or the chairperson of Board committees.

For FY2023, FY2024 and FY2025, the aggregate amount of remuneration paid or payable to our Directors amounted to RMB1.7 million, RMB1.7 million and RMB2.0 million, respectively. Under the arrangement currently in force, we estimate the total compensation before taxation to be accrued to our Directors for the year ending December 31, 2026 to be approximately RMB1.8 million. The actual remuneration of Directors in 2026 may be different from the expected remuneration.

The total emoluments for the five highest paid individuals amounted to RMB3.8 million, RMB1.7 million and RMB1.6 million, for FY2023, FY2024 and FY2025, respectively.

Save as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiaries to our Directors or the five highest paid individuals during the Track Record Period.

No remuneration was paid to our Directors or the five highest paid individuals as an inducement to join, or upon joining, our Group. No compensation was paid to, or receivable by, our Directors, past directors, or the five highest paid individuals for the Track Record Period for the loss of office as director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group. None of our Directors waived any emoluments during the same period.

DIRECTORS AND SENIOR MANAGEMENT

CORPORATE GOVERNANCE

Our Company is committed to achieving high standards of corporate governance with a view to safeguarding the interests of our Shareholders. Our Company is committed to the view that our Board should include a balanced composition of executive Directors and independent non-executive Directors so that there is a strong independent element on our Board, which can effectively exercise independent judgement. We have applied for and have been [granted] waivers from strict compliance with Rules 8.12 and 19A.15 (regarding management presence in Hong Kong) and Rules 3.28 and 8.17 (regarding the qualification of joint company secretaries) of the Listing Rules. We have implemented specific arrangements, including the appointment of authorized representatives and the Compliance Adviser, to address these requirements. For details, see “— Waivers from Strict Compliance with the Listing Rules —” in this document.

Our Directors recognize the importance of good corporate governance in management and internal procedures to achieve effective accountability. Save as disclosed below, our Group is expected to comply with the code provisions of the Corporate Governance Code.

Pursuant to code provision C.2.1 of Part 2 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from, the requirement that the roles of the chairman and chief executive officer should be separate and should not be performed by the same individual. We do not have a separate chairman and chief executive officer, and Mr. Yu currently performs both roles. Our Board believes that vesting the roles of both the chairman of our Board and the chief executive officer of our Company in the same person has the benefit of: (i) ensuring consistent leadership within our Group, (ii) enabling more effective and efficient overall strategic planning for our Company, and (iii) facilitating the flow of information between the management and our Board. Our Board considers that the balance of power and authority for the present arrangement will not be impaired, and this structure will enable our Group to make and implement decisions promptly and effectively. Our Board will continue to review and consider splitting the roles of the chairman of our Board and the chief executive officer of our Group at a time when it is appropriate, taking into account the circumstances of our Group as a whole.

BOARD DIVERSITY POLICY

Our Company seeks to enhance the effectiveness of the Board and to maintain high standards of corporate governance by adopting a board diversity policy. Pursuant to this policy, we intend to achieve board diversity through the consideration of a number of factors at the selection of candidates to the Board, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decisions of board appointments will be based on merit and the contribution which the selected candidates will bring to the Board.

DIRECTORS AND SENIOR MANAGEMENT

Our Board consists of six male members and one female member with two Directors of 40 years old or below, two Directors of age 41 to 50 years old, two Directors of 51 to 60 years old and one Director over 60 years old. Our Company has reviewed the membership, structure and composition of the Board, and is of the opinion that the structure of the Board is reasonable, and the experiences and skills of the Directors in various aspects and fields can enable our Company to maintain high standard of operation.

Our Nomination Committee is responsible for reviewing the diversity of the Board. After [REDACTED], our Nomination Committee will continue to monitor and evaluate the implementation of the board diversity policy from time to time to ensure its continued effectiveness and we will disclose in our corporate governance report about the implementation of the board diversity policy, including any measurable objectives set for implementing the board diversity policy and the progress on achieving these objectives on an annual basis. We will also continue to take steps to promote gender diversity at all levels of our Company.

COMPLIANCE ADVISER

We have appointed Rainbow Capital as the Compliance Adviser upon the [REDACTED] in compliance with Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the Compliance Adviser will provide advice when consulted by our Company in relation to the followings:

- the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction, is contemplated including share issues and share repurchases;
- where we procure to use the [REDACTED] from the [REDACTED] in a manner different from that detailed in the document or where its business activities, developments or results deviate from any forecast, estimate, or other information in this Document; and
- where the Stock Exchange makes an inquiry to our Company regarding unusual movement in the price or trading volume of the securities of our Company, the possible development of a false market in its securities, or any other matters.

The Compliance Adviser will, on a timely basis, inform our Company of any amendment or supplement to the Listing Rules that are announced by the Stock Exchange. The Compliance Adviser will also inform our Company of any new or amended law, regulation or code in Hong Kong applicable to us, and advise us on the continuing requirements under the Listing Rules and applicable laws and regulations.

The term of appointment of the Compliance Adviser shall commence on the [REDACTED] and is expected to end on the date on which our Company distributes its annual report in respect of our financial results for the first full financial year commencing after the [REDACTED] and this appointment may be subject to extension by mutual agreement.

SUBSTANTIAL SHAREHOLDERS

So far as our Directors are aware, immediately following the completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares and assuming the [REDACTED] is not exercised, the following persons will have interests and/or short position in the Shares or the underlying Shares which would fall to be disclosed to us under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who are, directly or indirectly interested in 10% or more of the nominal value of any class of our share capital carrying rights to vote in all circumstances at general meetings of our Company:

Name of Shareholder	Nature of interest	Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares ^(Note 1)	Immediately following completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares (assuming the [REDACTED] is not exercised)	Number of H Shares held/interested	Approximate percentage of interest in our Company ^(Note 4)
		Number of Unlisted Shares held/interested	Approximate percentage of interest in our Company		
Mr. Yu ^(Note 2)	Beneficial owner, interest in controlled corporation, interest held jointly with another person	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Rongfucheng ^(Note 2)	Beneficial owner	14,859,148	18.1209%	[REDACTED]	[REDACTED]%
Mr. Cheng ^(Note 2)	Interest in controlled corporation, interest held jointly with another person	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Mr. Li ^(Note 2)	Interest in controlled corporation, interest held jointly with another person	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Ms. Song Meijuan (宋美娟) ^(Note 3)	Interest of spouse	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Ms. Huang Mei (黄玫) ^(Note 4)	Interest of spouse	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Ms. Jin Xianghua (金香花) ^(Note 5)	Interest of spouse	37,341,860	45.5389%	[REDACTED]	[REDACTED]%

Notes:

1. Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares, the total issued share capital of our Company will become 82,000,000 Unlisted Shares of nominal value of RMB0.50 each.

SUBSTANTIAL SHAREHOLDERS

2. Our Controlling Shareholders comprised (i) Mr. Yu, Mr. Cheng and Mr. Li who are concert parties pursuant to the Acting-in-Concert Agreement in relation to the voting rights and management of Rongfucheng and our Group; (ii) Rongfucheng, which is controlled by Mr. Yu, Mr. Cheng and Mr. Li collectively by virtue of the Acting-in-Concert Agreement; (iii) Xintai Tiancheng, our employee incentive platform controlled by Mr. Yu; and (iv) Daihan Junge, a company wholly owned by Mr. Yu. By virtue of the Acting-in-Concert Agreement and the SFO, Mr. Yu, Mr. Cheng and Mr. Li are collectively interested in the Shares held by Mr. Yu, Rongfucheng, Xintai Tiancheng and Daihan Junge. Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares, Mr. Yu, Rongfucheng, Xintai Tiancheng and Daihan Junge directly held 22.8139%, 18.1209%, 4.4446% and 0.1594% of our Shares, respectively, representing an aggregate interest of approximately 45.5389% of our total share capital. Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), our Controlling Shareholders will be entitled to exercise and/or control the exercise of the voting rights attaching to approximately [REDACTED]% of our total share capital. See “History, Development and Corporate Structure — Acting-in-Concert Arrangement” in this document for details of the Acting-in-Concert Agreement.
3. Ms. Song Meijuan, spouse of Mr. Yu, is deemed to be interested in the Shares held by Mr. Yu.
4. Ms. Huang Mei, spouse of Mr. Cheng, is deemed to be interested in the Shares held by Mr. Cheng.
5. Ms. Jin Xianghua, spouse of Mr. Li, is deemed to be interested in the Shares held by Mr. Li
6. All interests stated are long positions.
7. The calculation is based on the total number of [REDACTED] H Shares in issue upon [REDACTED] comprising (i) an aggregate of [REDACTED] H Shares to be converted from the Unlisted Shares and (ii) [REDACTED] H Shares to be issued pursuant to the [REDACTED] (without taking into account the Shares which may be issued upon the exercise of the [REDACTED]).

Save as disclosed above and herein, our Directors are not aware of any person who will, immediately following completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares (and the [REDACTED] of any additional Shares pursuant to the [REDACTED]), have an interest or short position in the Shares or underlying Shares which would be required to be disclosed to our Company and the Stock Exchange under Divisions 2 and 3 of Part XV of the SFO, or will, directly or indirectly, be interested in 10% or more of the issued voting shares of any other members of our Group.

SHARE CAPITAL

This section presents certain information regarding our share capital prior to and upon the completion of the [REDACTED].

IMMEDIATELY BEFORE THE [REDACTED]

Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares, the registered share capital of our Company was RMB41,000,000 comprising 82,000,000 Unlisted Shares with a nominal value of RMB0.50 each.

UPON COMPLETION OF THE [REDACTED]

Immediately following the completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is not exercised and save for the Share Subdivision, no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED], the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Approximate percentage of the total issued share capital
		(%)
H Shares to be converted from Unlisted Shares ⁽¹⁾	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]
Total	<u>[REDACTED]</u>	<u>100.00</u>

Note:

(1) Please see “Conversion of Unlisted Shares into H Shares” in this section for further details.

SHARE CAPITAL

Immediately following the completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is fully exercised and save for the Share Subdivision no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED], the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Approximate percentage of the total issued share capital (%)
H Shares to be converted from Unlisted Shares ⁽¹⁾	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]
Total	<u>[REDACTED]</u>	<u>[REDACTED]</u>

Note:

(1) Please “Conversion of Unlisted Shares into H Shares” in this section for further details.

OUR SHARES

Upon completion of the [REDACTED], we would have only one class of Shares. H Shares and Unlisted Shares are all ordinary Shares in the share capital of our Company. However, apart from certain qualified domestic institutional investors in the PRC, the qualified PRC investors under the Shanghai — Hong Kong Stock Connect or the Shenzhen — Hong Kong Stock Connect and other persons who are entitled to hold our H Shares pursuant to relevant PRC laws and regulations or upon approvals of any competent authorities, H Shares generally cannot be subscribed for by or traded between legal or natural persons of the PRC.

RANKING

Unlisted Shares and H Shares will rank *pari passu* with each other in all respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this Document. All dividends in respect of the H Shares are to be paid by us in Hong Kong dollars or in the form of H Shares.

CONVERSION OF UNLISTED SHARES INTO H SHARES

If any of the Unlisted Shares are to be converted, [REDACTED] and [REDACTED] as H Shares on the Stock Exchange, such conversion, [REDACTED] and [REDACTED] will need the filing of the relevant PRC regulatory authorities, including the CSRC, and the approval of the Stock Exchange.

SHARE CAPITAL

Filing with the CSRC for Full Circulation

In accordance with the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (the “**Trial Measures**”) and related guidelines, H-share [REDACTED] companies shall file with the CSRC for the conversion of unlisted shares into H shares for [REDACTED] and circulation on the Stock Exchange. An unlisted domestic joint stock company may file for “full circulation” when applying for an overseas [REDACTED].

We have filed with the CSRC an application for the conversion of [REDACTED] Unlisted Shares into H Shares on a one-for-one basis upon the completion of the [REDACTED] on [●], and CSRC issued the filing notice in respect of the [REDACTED] dated [●].

The Conversion of Unlisted Shares into H Shares will involve an aggregate of [REDACTED] Unlisted Shares held by all of our existing Shareholders as of the Latest Practicable Date.

[REDACTED] Approval by the Stock Exchange

We have applied to the Listing Committee of the Stock Exchange for the granting of [REDACTED] of, and permission to [REDACTED], our H Shares to be issued pursuant to the [REDACTED], and the H Shares to be converted from [REDACTED] Unlisted Shares on the Stock Exchange, which is subject to the approval by the Stock Exchange.

We will perform the following procedures for the Conversion of Unlisted Shares into H Shares after receiving the approval of the Stock Exchange: (1) giving instructions to our [REDACTED] regarding relevant share certificates of the converted H Shares; and (2) enabling the converted H Shares to be accepted as eligible securities by [REDACTED] for deposit, clearance and settlement in [REDACTED].

RESTRICTION ON TRANSFER OF SHARES ISSUED PRIOR TO THE [REDACTED]

In accordance with Article 160 of the PRC Company Law, the shares issued prior to any [REDACTED] of shares by a company cannot be transferred within one year from the date on which such publicly offered shares are [REDACTED] and [REDACTED] on the relevant stock exchange. As such, the Shares issued by the Company prior to the [REDACTED] will be subject to such statutory restriction on transfer within a period of one year from the [REDACTED].

CIRCUMSTANCES UNDER WHICH GENERAL MEETING ARE REQUIRED

Pursuant to the PRC Company Law and the terms of the Articles of Association, our Company may from time to time by special resolution of shareholders, among others, increase its capital or decrease its capital or repurchase of shares. For details of circumstances under which our Shareholders’ general meeting are required, please see “Appendix V —Summary of Articles of Association” in this document.

GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general mandate to issue and repurchase our Shares, and sell and/or transfer H Shares out of treasury that are held by treasury shares. Please see “Statutory and General Information — Further Information about Our Company — 4. Resolutions of our Shareholders” in Appendix VI to this document for details.

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You should read the following discussion and analysis together with our audited consolidated financial statements as of and for the years ended December 31, 2023, 2024 and 2025, and the accompanying notes included in the Accountants’ Report in Appendix I to this document. Our consolidated financial statements have been prepared in accordance with IFRS.

This discussion and analysis contain forward-looking statements that reflect our current views with respect to future events and our financial performance and involves risks and uncertainties. These statements are based on our assumptions and analysis in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate under the circumstances. However, whether actual outcomes and developments will meet our expectations and predictions depends on a number of risks and uncertainties. Our actual results may differ materially from those anticipated in these forward looking statements as a result of any number of factors. In evaluating our business, you should carefully consider the information provided in this document, including “Risk Factors” and “Business” in this document.

The following discussion and analysis also contain certain amounts and percentage figures that have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them and all monetary amounts shown are approximate amounts only.

OVERVIEW

We are a decision intelligence solutions provider headquartered in Beijing, the PRC. Our decision intelligence solutions are engineered to deliver end-to-end capabilities across the entire data lifecycle, enabling our customers to systematically secure, integrate, analyze and operationalize data to support intelligent decision-making. We have developed our proprietary Data Agent Graph, which serves as the core engine underpinning our decision intelligence solutions.

Our decision intelligence solutions empower private enterprises, SOEs and government entities to make informed decisions while enhancing operational efficiency and productivity. Our decision intelligence solutions have been applied across a wide array of application scenarios, including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education. According to a certification issued by the Beijing Big Data Association (北京大數據協會), our decision intelligence solutions achieved the largest market share in the PRC for demographic analysis and intelligent decision support in FY2025.

During the Track Record Period, our revenue derived from our provision of decision intelligence solutions increased by 0.4% from RMB279.8 million in FY2023 to RMB281.0 million in FY2024, and further increased by 35.4% to RMB380.6 million in FY2025.

Our gross profit remained stable at RMB109.2 million in FY2023 and RMB107.9 million in FY2024, and increased to RMB135.1 million in FY2025, with our gross profit margin of 39.0%, 38.4% and 35.5% in the respective years. The decline in gross profit margin during the Track Record Period was primarily due to changes in our revenue mix, resulting from obtaining more projects

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applied in the smart city and communications and information security sectors, which are typically sizable and complex, with higher procurement costs, and therefore generate relatively lower gross margins. However, these projects remain important to us for the strategic value and long-term growth potential due to strong demand for our decision intelligence solutions for digital transformation and smart city development from our government and SOEs customers, as imposed by the “14th Five-Year Plan for Digital Economy Development” (“十四五”數字經濟發展規劃) issued by the State Council of the PRC in January 2022. As a result, the increase in revenue from these projects with lower margins led to the gradual decline in our overall gross profit margin.

BASIS OF PREPARATION

The Historical Financial Information (as defined in the Accountants’ Report in Appendix I to this document) has been prepared in accordance with IFRS Accounting Standards, which comprise all standards and interpretations approved by the International Accounting Standards Board (“IASB”). All IFRS Accounting Standards effective for the accounting period commencing from January 1, 2025, together with the relevant transitional provisions, have been adopted by us in the preparation of the Historical Financial Information throughout the Track Record Period.

For more information on the basis of preparation of the Historical Financial Information, see Note 2.1 of the Accountants’ Report in Appendix I to this document.

MAJOR FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Our results of operations and financial position have been, and are expected to continue to be, materially affected by a number of factors, many of which are beyond our control, including those set out in “Risk Factors” in this document and those discussed below:

General Factors

Our business and operating results are affected by the following major general factors:

- The overall political environment and economic growth in the PRC;
- The growth, competitive landscape and market dynamics of our industries;
- Technological advances in our industries;
- Relevant laws and regulations, as well as government policies and initiatives; and
- The occurrence of force majeure events, public health emergencies, acts of war, social and economic disruptions, and natural disasters.

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Specific Factors

In addition, our results of operations are materially affected by the following company-specific factors that are intrinsic to our business model and industry positioning:

Scale of Our Project Portfolio

We operate a project-based business model in which each engagement carries distinct contract values, implementation timelines and margin profiles. Our revenue is recognised upon customer acceptance of deliverables, meaning that the timing of project initiation, execution and completion directly determines when revenue and profit are recorded.

During the Track Record Period, the number of our completed projects decreased from 126 in FY2023 to 119 in FY2024, and recovered to 124 in FY2025. The total revenue we recognised from our projects we completed increased from RMB279.8 million in FY2023 to RMB281.0 million in FY2024, and further to RMB380.6 million in FY2025. Such increase was attributable to our growing capability to undertake large-scale engagements with higher complexity and contract values. In FY2024 and FY2025, we delivered more comprehensive projects in smart city sector for several government and SOEs customers, which involved multi-source data integration and longer implementation periods as compared to FY2023.

In light of the above, our projects with combination of different scale, complexity and sector may have impact on our revenue. As we undertake larger and more complex engagements, our revenue will be recognised over longer periods with various margins level.

Procurement Costs and Supply Chain Structure

Procurement cost is the single largest component of our cost of sales, representing over 95% of total cost of sales throughout the Track Record Period. We purchased technical support services such as algorithm training services, software and hardware and anonymized and authorised data products from data product suppliers. The pricing, availability and quality of data products will directly influence our gross margins and project delivery capability.

In light of the above, several factors may have impact on our procurement costs, including the following factors: (i) technical support services: we engaged our suppliers for specialised services such as algorithm training services for our project implementation, and any increase in their service fees or shortage of qualified providers could materially impact our procurement costs; (ii) procurement of hardware related to data security: large-scale projects often require certified data encryption equipment, sensors and intelligent terminals, the costs of which would generally fluctuate over the period; (iii) project-specific requirements: different application sectors demand different types of data products (such as population data for our smart city projects, IoT data for our logistics projects, telecommunications signalling data for our projects in energy sector) and technical specifications, resulting in variable procurement costs across projects; and (iv) massive procurement of data products from suppliers due to the growing number and scale of projects, may enable us to negotiate more favourable prices and terms with suppliers. As such, our ability to optimise data sourcing costs will be a key determinant of our profitability.

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Customer Segment Dynamics and Credit Profiles

We have an extensive customer base comprising private enterprises, SOEs and government entities, each with distinct procurement patterns, credit characteristics and project profiles.

Our SOEs and government entities customers contributed 19.7%, 41.8% and 34.5% of our revenue in FY2023, FY2024 and FY2025, respectively, whereas private enterprise customers contributed 80.3%, 58.2% and 65.5% of our total revenue for respective years.

The proportion of our revenue derived from SOEs and government entities, and private enterprise may affect our financial results in respect of (i) trade and bills receivables: SOEs and government entities customers typically have longer settlement cycles, which increases our trade and bills receivables balance; (ii) contract scale: projects from SOEs and government entities generally have higher contract values, which increases our revenue; and (iii) margin profile: projects from private enterprise in the communications and information security and financial and business services sectors have historically generated higher gross margins, whereas projects from SOEs and government entities generated lower gross margins.

Commercialisation and Recognition of our Technology

As at the Latest Practicable Date, our Group had registered 65 invention patents, one design patent and 142 software copyrights. During the Track Record Period, the growth in our revenue was supported by commercialisation and recognition of our R&D activities, which enabled us to: (i) obtain and handle more sizable and complex projects, with an increase in total revenue we recognised from completed projects from RMB279.8 million in FY2023 to RMB281.0 million in FY2024, further to RMB380.6 million in FY2025; and (ii) enter into new geographic markets with a proven technology foundation, resulting in our geographic business expansion from 11 provinces in the PRC in FY2023 to 14 provinces in the PRC in FY2025.

Seasonality

Our business and operational results are influenced by seasonality. During the Track Record Period, we typically recorded higher revenue in the fourth quarter of each year, primarily because our customers generally conducted inspections upon project completion and confirmed their acceptance in the fourth quarter of the year. As a result, our results of operations and financial conditions could fluctuate significantly across different periods throughout the year. As a result, comparisons of our results of operations and financial condition between different periods within a single financial year are not necessarily meaningful and may not indicate our performance of a different period.

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SIGNIFICANT ACCOUNTING POLICIES AND ESTIMATES

We have identified certain accounting policies that are significant to the preparation of our consolidated financial statements. Some of our accounting policies require us to apply estimates and assumptions as well as complex judgments related to accounting items. The estimates and assumptions we use and the judgments we make in applying our accounting policies have a significant impact on our financial position and operational results. Our management continually evaluates such estimates, assumptions and judgments based on past experience and other factors, including industry practices and expectations of future events that are deemed to be reasonable under the circumstances. There has not been any material deviation from our management’s estimates or assumptions and actual results, and we had not made any material changes to these estimates or assumptions during the Track Record Period. We do not expect any material changes in these estimates and assumptions in the foreseeable future.

We set forth below those accounting policies that we believe are of critical importance to us or involve the most significant estimates, assumptions and judgments used in the preparation of our financial statements. Our material accounting policies, estimates, assumptions and judgments, which are important for understanding our financial condition and results of operations, are set forth in Notes 2.3 and 3 of the Accountants’ Report in Appendix I to this document.

Material Accounting Policies Information

Revenue recognition

Revenue from contracts with customers

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

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which our Group will be entitled in exchange for transferring the goods or services to our customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

When the contract contains a financing component which provides our customer with a significant benefit of financing the transfer of goods or services to our customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between our Group and our customer at contract inception. When the contract contains a financing component which provides our Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by our customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in IFRS 15.

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Decision intelligence solutions

Our decision intelligence solutions consist primarily of the deployment of software, software-embedded hardware, hardware infrastructures, and the provision of integration services, all of these services or products are highly interdependent and interrelated with each other and represent multiple inputs to a combined output that is transferred to the customer. Accordingly, decision intelligence solutions is accounted for as a single performance obligation and is recognized at a point in time when it is delivered to the customer’s designated place, inspected and accepted by the customer as a whole.

Our Group normally provides one-year warranty services which are accounted for as assurance-type warranty and recognised in provision. In some cases, our Group provides ongoing solution support services which represent a distinct service and is a separate performance obligation. Our Group allocates a portion of the transaction price to the support services and recognises the allocated revenue over the period in which the support services are provided.

Gross versus net determination in revenue recognition

The determination of whether revenue should be reported on a gross or net basis is based on an assessment of whether our Group is acting as the principal or an agent in the transactions.

Our Group follows the accounting guidance for principal-agent considerations to assess whether our Group controls the specified hardware or services before it is transferred to the customer, the indicators of which including but not limited to (a) whether our Group is primarily responsible for fulfilling the promise to provide the specified hardware or services; (b) whether our Group has inventory risk before the specified hardware or services has been transferred to a customer; and (c) whether our Group has latitude in establishing the prices for the specified hardware or services.

Our Group is a principal and records revenue on a gross basis if we control promised goods or services before transferring the goods or services to our customer. Otherwise, our Group is an agent and records as revenue the net amount that retains if our role is to arrange to provide the goods or services.

Impairment of financial assets

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

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General approach

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

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

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

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

Trade receivables at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables and contract assets which apply the simplified approach as detailed below.

- Stage 1 — Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs
- Stage 2 — Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs
- Stage 3 — Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Simplified approach

For trade receivables and contract assets that do not contain a significant financing component or when our Group applies the practical expedient of not adjusting the effect of a significant financing component, our Group applies the simplified approach in calculating ECLs. Under the simplified

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approach, our Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. Our Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For trade receivables and contract assets that contain a significant financing component, our Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

Redemption Liabilities

Special rights granted by the Company

Our Company and each of our Company’s shareholders have entered into certain shareholders’ agreements (the “**Shareholders’ Agreements**”) in connection with several rounds of equity transfers and capital increases (“**Pre-[REDACTED] Investments**”), details of which are described in the section headed “History, Development and Corporate Structure” in this document.

Pursuant to the Shareholders’ Agreements, certain Pre-[REDACTED] Investors were granted certain special rights by our Company, including, among others, redemption rights, liquidation preference, information rights, pre-emptive right, right of co-sale, anti-dilution right and board nomination right (collectively the “**Special Rights**”).

Redemption rights

The Pre-[REDACTED] Investments shall be redeemable by our Company at the option of our Pre-[REDACTED] Investors upon the occurrence of certain events, including but not limited to: (i) failure to complete a qualified [REDACTED] or a merger transaction within a specified timeframe; (ii) the actual performance achieved by our Group is less than 70% of the committed performance; (iii) our Company encounters moral hazards or the founding Shareholders have serious personal integrity issues, including but not limited to our Company generating off-book cash sales revenue unknown to our Pre-[REDACTED] Investors or transferring our Company’s interests to external parties; (iv) Mr. YU ceases being the actual controller of our Company or resign from all positions in our Company; (v) the competent national authorities fully ban our Company’s core business operations on the grounds that the core business violates the mandatory provisions of applicable laws and administrative regulations or prohibitive rules promulgated by regulatory authorities; or (vi) our Controlling Shareholders materially breaches the provisions of the transaction documents or violates relevant representations, warranties or covenants, and fails to take remedial measures within ten working days upon receipt of a written notice requiring rectification issued by our Pre-[REDACTED] Investors.

In February 2026, the shareholders entered into the Termination Agreement on Special Rights of Shareholders (the “**Termination Agreement**”). Under this agreement, all the Special Rights are terminated effective on the date of signature.

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Presentation and classification

As the Shareholders’ Agreements gave rise to a redemption obligation of our Company, upon the issuance of each Pre-[REDACTED] Investments, our Company classified the Pre-[REDACTED] Investments as financial liabilities and debited to capital reserve in equity. As the Special Rights form a hybrid contract with multiple embedded derivatives which satisfy the criteria under IFRS 9, upon the issuance of each equity transfer or capital increases, our Group designated the entire hybrid instrument as financial liabilities at fair value through profit or loss upon initial recognition and presented it as “redemption liabilities” in the consolidated statements of financial position. The change in fair value of redemption liabilities is charged to profit or loss except for the portion attributable to credit risk change that is charged to other comprehensive income. Our management considered that the fair value change in the redemption liabilities attributable to changes of own credit risk was not significant.

The redemption liabilities were presented as current liabilities during the Track Record Period as not all triggering payment events mentioned above were within the control of our Company.

Share-based payments

Our Group approved and adopted an employee incentive scheme (the “**Employee Incentive Scheme**”) for certain employees of our Group (the “**Participants**”) in order to recognise the contributions of the Participants to the growth and development of our Group, and to incentivise them to further promote the development of our Group.

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value of share awards granted is determined by an external valuer using probability weighted expected return method and valuation models. Further details are included in note 34 of the accountants’ report to this document.

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

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

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

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

Accounting Judgments and Critical Accounting Estimates

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

Provision for expected credit losses on trade receivables and contract assets

Our Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on aging for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on our Group’s historical observed default rates. Our Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. Our Group’s historical credit loss experience and forecast of economic conditions may also not be representative of a customer’s actual default in the future. The information about the ECLs on our Group’s trade receivables and contract assets is disclosed in Note 19 and 20 of the Accountants’ Report in Appendix I to this document.

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DESCRIPTION OF MAJOR COMPONENTS OF RESULTS OF OPERATIONS

The following table sets forth a summary of our consolidated results of operations for the Track Record Period, details of which are set out in the Accountants’ Report in Appendix I to this document:

	Year ended December 31		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
REVENUE	279,832	281,009	380,562
Cost of sales	<u>(170,591)</u>	<u>(173,138)</u>	<u>(245,444)</u>
Gross profit	<u>109,241</u>	<u>107,871</u>	<u>135,118</u>
Other income and gains	916	842	191
Selling and marketing expenses	(12,230)	(7,394)	(9,273)
Administrative expenses	(21,757)	(13,736)	(11,501)
Research and development expenses	(41,813)	(44,514)	(43,308)
Impairment losses on financial assets and contract assets, net	(4,886)	(1,961)	(14,440)
Other expenses	(105)	(1,706)	(499)
Finance costs	(4,690)	(3,154)	(6,330)
Fair value changes of redemption liabilities	<u>(3,244)</u>	<u>(250)</u>	<u>(3,863)</u>
PROFIT BEFORE TAX	21,432	35,998	46,095
Income tax expense	<u>(3,523)</u>	<u>(5,778)</u>	<u>(8,411)</u>
PROFIT FOR THE YEAR	<u>17,909</u>	<u>30,220</u>	<u>37,684</u>
Attributable to:			
Owners of the parent	17,952	30,395	37,687
Non-controlling interest	<u>(43)</u>	<u>(175)</u>	<u>(3)</u>

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Non-IFRS Measures

To supplement our consolidated financial statements that are presented in accordance with IFRS, we also use adjusted net profit attributable to owners of the parent (non-IFRS measure) as additional financial measures, which are not required by, or presented in accordance with, IFRS. We believe that these non-IFRS measures facilitate comparisons of operating performance from period to period and company to company by eliminating potential impact of items. We believe that these measures provide useful information to [REDACTED] and others in understanding and evaluating our consolidated results of operations in the same manner as they help our management. However, our presentation of adjusted net profit attributable to owners of the parent (non-IFRS measure) may not be comparable to similarly titled measures presented by other companies. The use of such 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 results of operations or financial condition as reported under IFRS.

We define adjusted net profit attributable to owners of the parent (non-IFRS measure) as net profit attributable to parent for the year adjusted by adding back (i) fair value changes of redemption liabilities; (ii) share-based payment expenses; and (iii) non-recurring government grants.

The following tables set forth reconciliations of our net profit attributable to owners of the parent (non-IFRS measure) for FY2023, FY2024 and FY2025 to the nearest measure prepared in accordance with IFRS, which is net profit attributable to owners of the parent for the year.

	Year ended December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Reconciliation of net profit attributable to owners of the parent			
Net profit for the year attributable to owners of the parent	17,952	30,395	37,687
Add:			
— fair value changes of redemption liabilities ⁽¹⁾	3,244	250	3,863
— Share-based payment expenses ⁽²⁾	852	2	1,261
Less:			
— Non-recurring government grants ⁽³⁾	(13)	(724)	(24)
Adjusted net profit attributable to owners of the parent (non-IFRS measure)	<u>22,035</u>	<u>29,923</u>	<u>42,787</u>

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Notes:

- (1). fair value changes of redemption liabilities arised from redemption rights granted to our Pre-[REDACTED] Investors.
- (2). Share-based payment expenses mainly represented the consideration in the form of equity instruments for services performed by our employees, which are not expected to result in future cash payments, and are therefore non-cash in nature.
- (3). Non-recurring government grants primarily represented one-off policy rewards and subsidies from local governments.

Revenue

Our decision intelligence solutions were applied in a wide array of application sectors including (i) smart city; (ii) financial and business services; (iii) communications and information security; (iv) industrial and energy; (v) transportation and logistics; and (vi) healthcare and education.

The following table sets forth a breakdown of our revenue by the application of our solutions in different industry sectors in absolute amount and as a percentage of our total revenue for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	RMB'000	%	RMB'000	%	RMB'000	%
Smart city	86,492	30.9	108,070	38.5	158,319	41.7
Financial and business services	64,010	22.9	61,567	21.9	73,232	19.2
Communications and information security	22,153	7.9	38,148	13.6	58,201	15.3
Industrial and energy	31,320	11.2	35,610	12.7	52,063	13.7
Transportation and logistics	50,033	17.9	32,675	11.6	25,245	6.6
Healthcare and education	25,824	9.2	4,939	1.7	13,502	3.5
Total	279,832	100.0	281,009	100.0	380,562	100.0

Our revenue remained relatively stable at RMB279.8 million and RMB281.0 million in FY2023 and FY2024, primarily attributable to the increase in the revenue generated from our application sectors of smart city, communications and information security and industrial and energy, as a result of the increase in market demand for our decision intelligence solutions and the increase in contract values awarded from our customers, which was partially offset by the decrease in revenue generated from the healthcare and education sector as a result of the decrease in the number of projects.

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Our revenue increased by 35.4% from RMB281.0 million in FY2024 to RMB380.6 million in FY2025, primarily attributable to the increase in revenue generated from the sectors of smart city, communications and information security, industrial and energy and healthcare and education as a result of the growing market demand for our decision intelligence solutions, particularly in the smart city sector as a result of the growing market demand and the increase in contract values awarded, market recognition of our technologies and the expansion of our client portfolio and geographical area, which was partially offset by the decrease in revenue generated from our transportation and logistics sector as a result of the decrease in number of projects awarded by Customer A.

The following table sets forth a breakdown of our revenue by our customers and as a percentage of our total revenue for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
Private Enterprise	224,664	80.3	163,424	58.2	249,367	65.5
SOEs and government entities	55,168	19.7	117,585	41.8	131,195	34.5
Total	<u>279,832</u>	<u>100.0</u>	<u>281,009</u>	<u>100.0</u>	<u>380,562</u>	<u>100.0</u>

Revenue from our private enterprise customers decreased from RMB224.7 million in FY2023 to RMB163.4 million in FY2024, and increased to RMB249.4 million in FY2025, which contributed 80.3%, 58.2% and 65.5% of our total revenue in the respective years. The lower revenue proportion from our private enterprise customers in FY2024 as compared to FY2023 was primarily attributable to our focus on several projects in smart city sector for our SOEs and government entities customers. The revenue proportion from our private enterprise customers increased to 65.5% in FY2025, as we successfully expanded our applications in the communications and information security, financial and business services and industrial and energy sectors.

Revenue generated from our SOEs and government entities customers increased from RMB55.2 million in FY2023 to RMB117.6 million in FY2024, and further increased to RMB131.2 million in FY2025, representing 19.7%, 41.8% and 34.5% of our total revenue, respectively. The higher proportion of revenue from SOEs and government entities customers in FY2024 as compared to FY2023 was primarily attributable to the completion of several projects from our Customer Group F in FY2024, which contributed the revenue of RMB82.4 million, representing 29.3% of our total revenue in FY2024. In FY2025, the revenue from our SOEs and government entities customers further increased to RMB131.2 million, and its revenue proportion to total revenue for FY2025 decreased to 34.5%, mainly due to the increase in the revenue proportion from our private enterprise customers as a result of our successful expansion of our application portfolio in the communications and information security, financial and business services and industrial and energy sectors.

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The following table sets forth a breakdown of our revenue by the principal place of business of our customers and as a percentage of our total revenue for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
Beijing	213,969	76.5	245,256	87.3	175,130	46.0
Other regions in the PRC						
East China	30,405	10.9	15,488	5.5	107,305	28.2
West China	85	0.0*	1,415	0.5	48,823	12.8
Mid China	28,654	10.2	12,250	4.4	27,292	7.2
South China	187	0.1	194	0.1	21,767	5.7
North China	6,532	2.3	6,406	2.2	245	0.1
Total	<u>279,832</u>	<u>100.0</u>	<u>281,009</u>	<u>100.0</u>	<u>380,562</u>	<u>100.0</u>

* rounding difference

During the Track Record Period, we derived a majority of our revenue from our customers located in Beijing, which amounted to RMB214.0 million, RMB245.3 million and RMB175.1 million in FY2023, FY2024 and FY2025, respectively, representing for 76.5%, 87.3% and 46.0% of our total revenue in the corresponding years. The decrease in the proportion of our revenue from our customers located in Beijing in FY2025 as compared to FY2024 was mainly due to (i) the decrease in the revenue from a subsidiary of our Customer Group F from RMB82.4 million in FY2024 to RMB19.0 million in FY2025 located in Beijing; (ii) the increase in our revenue from Customer I (East China) and Henan Chuangke (Mid China), which contributed total revenue of RMB76.5 million and RMB27.3 million in aggregate in FY2025, as a result of the expansion of our client portfolio and geographic area; and (iii) the completion of two projects from a subsidiary located in South China of our Customer Group F (South China) and a telecommunications services provider (West China), contributing the revenue of RMB17.9 million and RMB14.2 million in FY2025, respectively.

Cost of Sales

Our cost of sales primarily includes: (i) procurement costs, comprising costs of technical support services including algorithm training services, software and hardware and data products; and (ii) staff salaries and welfare, mainly representing salaries and benefits of employees directly involved in project implementation and service delivery.

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The following table sets forth a breakdown of our cost of sales by nature in absolute amount and as a percentage of our total cost of sales for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	<i>RMB'000</i>	%	<i>RMB'000</i>	%	<i>RMB'000</i>	%
Procurement costs	161,961	94.9	166,205	96.0	237,834	96.9
Staff salaries and welfare	8,630	5.1	6,933	4.0	7,610	3.1
Total	170,591	100	173,138	100	245,444	100

During the Track Record Period, our procurement costs represent 94.9%, 96.0% and 96.9% of our total cost of sales in FY2023, FY2024 and FY2025, respectively. Staff salaries and welfare as a percentage of cost of sales decreased from 5.1% in FY2023 to 4.0% in FY2024, and further to 3.1% in FY2025. The general decrease in our staff salaries and welfare as a proportion of cost of sales was primarily attributable to the advancement of our Data Agent Graph technology, which reduced the need for manual tasks.

Sensitivity analysis of procurement cost and staff salaries and welfare

For illustration purposes only, the following sensitivity analysis illustrates the impact of hypothetical fluctuations of (i) procurement costs in our cost of sales; and (ii) staff salaries and welfare incurred under our cost of sales, administrative expenses, selling and marketing expenses and R&D expenses on our profit before income tax during the Track Record Period, holding other variables constant. The hypothetical fluctuation rate for procurement costs and staff salaries and welfare are set at 5% and 10% during the Track Record Period, which are determined by reference to the historical year-on-year fluctuation of procurement cost during the Track Record Period.

Increase/(decrease) in profit before income tax	Hypothetical fluctuation in procurement costs			
	+5%	-5%	+10%	-10%
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
FY2023	(8,098)	8,098	(16,196)	16,196
FY2024	(8,310)	8,310	(16,621)	16,621
FY2025	(11,892)	11,892	(23,783)	23,783

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Increase/(decrease) in profit before income tax	Hypothetical fluctuation in staff salaries and welfare			
	+5%	-5%	+10%	-10%
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
FY2023	(1,625)	1,625	(3,251)	3,251
FY2024	(928)	928	(1,856)	1,856
FY2025	(917)	917	(1,834)	1,834

Our profitability is largely affected by our ability to control our procurement costs and staff salaries and welfare. If we are unable to control our procurement costs and staff salaries and welfare, we may be unable to maintain our profitability and our business, financial condition and results of operation may be materially and adversely affected.

Gross profit and gross profit margin

We recorded the gross profit of RMB109.2 million, RMB107.9 million and RMB135.1 million for FY2023, FY2024, and FY2025, respectively, representing gross profit margin of 39.0%, 38.4% and 35.5% for the respective years.

During the Track Record Period, the decrease in our gross profit margin was primarily attributable to lower gross profit margins of our top five projects which were sizeable projects that generally incurred higher procurement costs.

Other income and gains

Our other income and gains primarily include additional deduction of value-added tax, government grants, bank interest income from time deposits, gain on termination of leases and others such as, refund of personal taxes and subsidy for organizing staff trainings from authorities. During the Track Record Period, our other income and gains decreased from RMB0.9 million in FY2023 to RMB0.8 million in FY2024, and further to RMB0.2 million in FY2025.

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The following table sets forth a breakdown of our other net income and gains for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	RMB'000	%	RMB'000	%	RMB'000	%
Additional deduction of value-added tax ⁽¹⁾	619	67.6	—	—	—	—
Government grants ⁽²⁾	13	1.4	724	86.0	24	12.6
Bank Interest income	111	12.1	56	6.7	156	81.7
Gain on termination of leases	41	4.5	—	—	—	—
Others	132	14.4	62	7.3	11	5.7
Total	916	100	842	100	191	100

Note:

1. Additional deduction of value-added tax represented deduction granted to our Company to offset the payable of value-added tax. Such policy was effective from the year ended December 31, 2019 to FY2023.
2. Government grants mainly represent non-recurring and policy-related rewards from local governments and subsidies.

Selling and marketing expenses

During the Track Record Period, our selling and marketing expenses primarily include: (i) staff salaries and welfare, mainly representing salaries, bonuses and other benefits of our sales staff; (ii) business development expenses, including tendering services fees, advertising, business promotion and exhibition expenses; (iii) depreciation expense; and (iv) share-based payment expenses, mainly representing the awarded shares granted to certain sales staff for incentive purposes under our Employee Incentive Scheme; and (v) others such as posting fees. The fluctuation of our selling and marketing expenses during the Track Record Period was primarily attributable to the changes in staff benefit expenses as a result of our change in staff structure in our sales team.

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The following table sets forth a breakdown of our selling and marketing expenses in absolute amounts and as a percentage of our total selling and marketing expenses for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	<i>RMB'000</i>	%	<i>RMB'000</i>	%	<i>RMB'000</i>	%
Staff salaries and welfare	7,691	62.9	3,183	43.0	3,548	38.3
Business development expenses	3,720	30.4	2,935	39.7	4,568	49.2
Depreciation	460	3.8	341	4.6	385	4.2
Share-based payment expenses	17	0.1	745	10.1	589	6.3
Others	342	2.8	190	2.6	183	2.0
Total	12,230	100	7,394	100	9,273	100

Administrative expenses

Our administrative expenses primarily include: (i) staff salaries and welfare, mainly referring to salaries, bonuses and other benefits of administrative personnel; (ii) consultancy service fees for consultancy services in relation to industry development and operational IT support; (iii) office related expenses, mainly including office rental and property management fees and office decoration expenses; (iv) share-based payment expenses, representing the awarded shares granted to certain administrative staff for incentive purposes under our Employee Incentive Scheme; (v) travelling expenses and meal allowances; (vi) depreciation expenses; and (vii) others, mainly representing handling fees, recruitment fees and other taxes and surcharges. The decrease in balances was primarily attributable to the general decrease in headcount of our administrative personnel and the related expenses as a result of our Company’s business strategy of maintaining a tighter cost control during the Track Record Period.

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The following table sets forth a breakdown of our administrative expenses in absolute amounts and as a percentage of our total administrative expenses for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	RMB'000	%	RMB'000	%	RMB'000	%
Staff salaries and welfare	7,125	32.7	4,552	33.2	2,804	24.4
Consultancy services fees ⁽¹⁾	4,134	19.0	3,096	22.5	2,851	24.8
Office related expenses	2,330	10.7	1,455	10.6	1,640	14.3
Travelling expenses and meal allowances	5,769	26.5	3,710	27.0	2,538	22.1
Depreciation	752	3.5	761	5.5	644	5.6
Share-based payment expenses	757	3.5	(785)	-5.7	601	5.2
Others	890	4.1	947	6.9	423	3.6
Total	21,757	100	13,736	100	11,501	100

Note:

1. Consultancy services fees mainly represented services expenses for consultancy services provided by industry experts and operational IT support.

Research and development expenses

Our capability to innovate through the development of new technologies, the design of cutting-edge solutions, and the enhancement of our existing offerings is crucial for maintaining our competitive position in the market. We invested substantial resources in R&D activities during the Track Record Period.

Our R&D activities mainly focus on enhancing our proprietary Data Agent Graph, developing decision intelligence solutions, and strengthening our capabilities in data encryption, cybersecurity and advanced data analytics. Besides, we also entered into collaboration with academic institutions such as the Peking University (北京大學), research and development institutions and independent technology companies to carry out research on areas including big data analytics and AI solutions. Our R&D collaboration with these parties leverage the competitive strengths of our Group and the counterparty so as to optimize costs efficiency, enhance operational flexibility and swiftly respond to market demands and execute complex tasks without requiring significant capital investment. This approach allows us to utilize our resources efficiently in response to project demands, while enabling our internal R&D teams to remain focused on development of our decision intelligence solutions.

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Our R&D expenses were RMB41.8 million, RMB44.5 million and RMB43.3 million in FY2023, FY2024 and FY2025, respectively. Our R&D expenses primarily included (i) our costs in the abovementioned R&D collaboration; (ii) staff salaries and welfare, mainly referring to salaries, bonuses and other benefits of our R&D team; (iii) depreciation and amortization; (iv) share-based payment expenses, representing the awarded shares granted to certain R&D staff for incentive purposes under our Employee Incentive Scheme; and (v) IP registration service fees, mainly for the registration of our intellectual properties and copyrights arising from our R&D activities. The balances remained relatively stable during the Track Record Period.

The following table sets forth a breakdown of our R&D expenses in absolute amounts and as a percentage of our total R&D expenses for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
R&D collaboration costs	32,084	76.7	41,718	93.7	40,670	93.9
Staff salaries and welfare	8,523	20.4	2,256	5.1	1,954	4.5
Depreciation and amortization	700	1.7	456	1.0	445	1.0
IP registration service fees	428	1.0	42	0.1	168	0.4
Share-based payment expenses	78	0.2	42	0.1	71	0.2
Total	41,813	100	44,514	100	43,308	100

Impairment losses on financial assets and contract assets, net

We recorded impairment losses on financial assets and contract assets, net of RMB4.9 million in FY2023, RMB2.0 million in FY2024 and RMB14.4 million in FY2025. The impairment losses primarily relate to trade and bills receivables and are recognised based on our assessment of expected credit losses. The decrease in FY2024 as compared to FY2023 was mainly due to the reversal of impairment losses in FY2024 which represents the collection of previously impaired receivables. The increase in the impairment loss in financial assets in FY2025 was mainly due to the increase in the amount of trade and bills receivables as at December 31, 2025.

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Other expenses

Our other expenses increased from RMB0.1 million in FY2023 to RMB1.7 million in FY2024, and decreased to RMB0.5 million in FY2025.

Finance costs

During the Track Record Period, our finance costs primarily consists of (i) interest on bank and other borrowings; (ii) interest on lease liabilities relating to our leased properties used for offices; and (iii) other finance expenses, representing the expenses for our equity financing in FY2023.

The following table sets forth a breakdown of our finance costs for the years indicated:

	Year ended December 31					
	2023		2024		2025	
	RMB'000	%	RMB'000	%	RMB'000	%
Interest on bank and other borrowings	2,438	52.0	2,962	93.9	6,241	98.6
Interests on lease liabilities	241	5.1	192	6.1	89	1.4
Other finance expenses	2,011	42.9	—	—	—	—
Total	4,690	100	3,154	100	6,330	100

Fair value changes of redemption liabilities

We recorded fair value changes of our redemption liabilities of RMB3.2 million, RMB0.3 million and RMB3.9 million in FY2023, FY2024 and FY2025, respectively, arising from the redemption rights granted to our Pre-[REDACTED] Investors. Such redemption liabilities have been terminated upon the entering of Termination Agreement on February 28, 2026.

Income tax expense

Our income tax expense increased from RMB3.5 million in FY2023 to RMB5.8 million in FY2024, and further increased to RMB8.4 million in FY2025. The increase was in line with the growth in our profit before tax.

Under the PRC Income Tax Laws, an enterprise which qualifies as a High and New Technology Enterprise (“HNTE”) is entitled to a preferential tax rate of 15% provided it continues to meet HNTE qualification standards on an annual basis.

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Our Company is qualified as HNTE and is entitled to a preferential tax rate of 15% from FY2023 to the year ending December 31, 2026. In addition to the preferential PRC Corporate Income Tax rate, our Company is also entitled to an additional tax deductible allowance calculated at 100% of its qualified research and development costs incurred in the corresponding period.

In 2023, certain subsidiaries was qualified as a Small Meagre-profit Enterprise and was entitled to a preferential income tax rate of 20% on the 25% of taxable income exceeding RMB1,000,000 but less than RMB3,000,000 from 1 January 2022 to 31 December 2023, and a preferential income tax rate of 20% on the 25% of taxable income not exceeding RMB3,000,000 from 1 January 2024 to 31 December 2027.

The effective tax rate of our Group was 16.4% in FY2023, 16.1% in FY2024, and 18.2% in FY2025. The relatively high effective tax rate in FY2023 and FY2025 was primarily due to the impact of certain non-deductible expenses, mainly derived from the fair value changes of our redemption liabilities and share-based payment expenses in the respective years.

During the Track Record Period and up to the Latest Practicable Date, we had made all the required tax filings with the relevant tax authorities in the PRC, and we were not aware of any outstanding or potential disputes with such tax authorities.

Net Profit and net profit margin

Our net profit for FY2023, FY2024 and FY2025 amounted to RMB17.9 million, RMB30.2 million and RMB37.7 million, respectively. Our net profit margins, being net profit for FY2023, FY2024 and FY2025 divided by our revenue, were 6.4%, 10.8% and 9.9%, respectively.

PERIOD-TO-PERIOD COMPARISON OF RESULTS OF OPERATIONS

Year ended December 31, 2025 compared with year ended December 31, 2024

Revenue

Our revenue increased by 35.4% from RMB281.0 million in FY2024 to RMB380.6 million in FY2025, primarily due to the increase in revenue generated from various application sectors because of growing market demand for our decision intelligence solutions and the increase in contract value of our projects. Please refer to reasons for the increase in revenue for FY2025 in paragraph headed “Description of Major Components of Results of Operations — Revenue” in this section.

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Cost of sales

Our cost of sales increased from RMB173.1 million in FY2024 to RM245.4 million in FY2025. Such increase was generally in line with the growth in our revenue and was primarily attributable to (i) an increase in procurement costs of data products, hardware and technical support services by RMB71.6 million to support our revenue growth and sizable projects awarded; and (ii) an increase in staff salaries and welfare by RMB0.7 million due to the increase in overtime allowances incurred by our project delivery team as a result of extended working hours for certain sizable projects.

Gross profit and gross profit margin

The decrease in the gross profit margin from FY2024 to FY2025 was mainly due to lower gross profit margins of our top five projects completed in FY2025, primarily attributable to higher procurement costs for several large-scale projects such as project with China Mobile Group.

Other income and gains

Other income and gains decreased from RMB0.8 million in FY2024 to RMB0.2 million in FY2025. The decrease was primarily due to the reduction in government grants of RMB0.7 million in FY2025.

Selling and marketing expenses

Our selling and marketing expenses increased from RMB7.4 million in FY2024 to RMB9.3 million in FY2025, primarily attributable to (i) the increase in staff salaries and welfare by RMB1.2 million in FY2025 as a result of the slight increase in headcount of our sales team to support geographical business expansion and client portfolio expansion in FY2025; and (ii) the increase in the business development expenses by RMB1.6 million due to the increase in our marketing and promotion activities in FY2025.

Administrative expenses

Our administrative expenses decreased slightly from RMB13.7 million in FY2024 to RMB11.5 million in FY2025, which was primarily attributable to the increase in share-based payment expenses as a result of the vesting of shares awarded to certain personnel under our Employee Incentive Scheme, partially offset by the decrease in staff salaries and welfare by RMB1.7 million due to the reduction of headcount in our administrative team and the decrease in the travelling expenses and meal allowances expenses by RMB1.2 million resulting from the stringent cost control measures adopted by our Group.

Research and development expenses

Our R&D expenses decreased slightly from RMB44.5 million in FY2024 to RMB43.3 million in FY2025. The decrease was primarily due to the decrease in R&D collaboration costs by RMB1.0 million resulting from the decrease in costs for our R&D collaboration activities in FY2025.

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Impairment losses on financial assets and contract assets, net

We recorded the impairment losses on financial assets and contract assets, net of RMB2.0 million in FY2024 and RMB14.4 million in FY2025. The impairment losses on financial assets in FY2025 was mainly due to the increase in trade and bills receivable from RMB132.1 million as at December 31, 2024 to RMB195.6 million as at December 31, 2025, which resulted in higher amount of expected credit loss in FY2025.

Finance costs

Our finance costs increased from RMB3.2 million in FY2024 to RMB6.3 million in FY2025, which was primarily due to (i) the increase in interest on our bank loans by RMB0.8 million from the new bank loans in FY2025; and (ii) the increase in interest on factored trade receivables under recourse factoring arrangements by RMB2.5 million in light of the increase in amounts of factored trade receivables in FY2025.

Fair value changes of the redemption liabilities

We recorded fair value changes of our redemption liabilities of RMB0.3 million and RMB3.9 million in FY2024 and FY2025, respectively, arising from the redemption rights granted to our Pre-[REDACTED] Investors.

Income tax expense

Our income tax expense increased from RMB5.8 million in FY2024 to RMB8.4 million in FY2025. The increase was in line with the growth in our profit before tax. Our effective tax rate increased from 16.1% in FY2024 to 18.2% in FY2025, which was primarily due to the increase in fair value changes of redemption liabilities, resulting in higher non-deductible expenses and an increase in taxable income in FY2025 as compared to FY2024.

Net Profit and net profit margin

As a result of the foregoing, our net profit increased from RMB30.2 million for FY2024 to RMB37.7 million for FY2025, and our net profit margin decreased from 10.8% for FY2024 to 9.9% for FY2025.

Year ended December 31, 2024 Compared with Year ended December 31, 2023

Revenue

Our revenue remained relatively stable at RMB279.8 million RMB281.0 million in FY2023 and FY2024, Please refer to reasons for the increase in revenue in FY2024 in paragraph headed “Description of Major Components of Results of Operations — Revenue” in this section.

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Cost of sales

Our cost of sales increased from RMB170.6 million in FY2023 to RMB173.1 million in FY2024. Such increase was primarily attributable to higher procurement costs of RMB166.2 million in FY2024 as compared to RMB162.0 million in FY2023, which was in line with the increase in our revenue growth and resulting from the increase in the procurement of data products, software, hardware and technical support services for our sizable projects in FY2024, partially offset by the decrease in staff salaries and welfare from RMB8.6 million in FY2023 to RMB6.9 million in FY2024 as a result of the decrease in our project delivery headcount in FY2024 as we automated our projects implementation.

Gross profit and gross profit margin

The decrease in the gross profit margin from FY2023 to FY2024 was mainly due to lower gross profit margins of our top five projects completed in FY2024, which were related to the application of smart city that generally incurred higher procurement costs.

Other income and gains

Our other income and gains remained relatively stable at RMB0.9 million and RMB0.8 million in FY2023 and FY2024, respectively.

Selling and marketing expenses

Our selling and marketing expenses decreased from RMB12.2 million in FY2023 to RMB7.4 million in FY2024, which was primarily attributable to the decrease in staff salaries and welfare due to the decrease in the headcount of our sales team as a result of our optimization of staff structure to streamline our operation.

Administrative expenses

Our administrative expenses decreased from RMB21.8 million in FY2023 to RMB13.7 million in FY2024, which was primarily due to (i) the decrease in staff salaries and welfare by RMB2.6 million as a result of the decrease in our administrative headcount in FY2024; (ii) the decrease in service fees in relation to consultancy expenses to industry experts by RMB0.9 million in FY2024; (iii) the decrease of share-based payment expenses by RMB1.5 million in FY2024 as a result of the forfeiture of unvested share awards by certain resigned employees in FY2024; and (iv) the decrease in travelling expenses and meal allowance by RMB2.1 million in FY2024.

Impairment losses on financial assets and contract assets, net

We recorded impairment losses on financial assets and contract assets, net of RMB4.9 million in FY2023 and RMB2.0 million in FY2024. The decrease in impairment losses on financial assets from FY2023 to FY2024 was primarily due to the reversal of impairment losses in FY2024 as a result of the collection of previously impaired receivables.

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Research and development expenses

Our R&D expenses increased from RMB41.8 million in FY2023 to RMB44.5 million in FY2024, which was primarily due to the increase in our R&D collaboration costs from RMB32.1 million in FY2023 to RMB41.7 million in FY2024, partially offset by the decrease in staff salaries and welfare within R&D expense by RMB6.3 million as a result of the decrease in headcount of our R&D department in FY2024, following the optimization of our staff structure to streamline our R&D department.

Finance costs

Our finance costs decreased from RMB4.7 million in FY2023 to RMB3.2 million in FY2024, which was primarily due to the decrease in other finance expenses in FY2023 of RMB2.0 million.

Fair value changes of the redemption liabilities

We recorded fair value changes of redemption liabilities of RMB3.2 million and RMB0.3 million in FY2023 and FY2024, respectively, arising from the redemption rights granted to our Pre-[REDACTED] Investors.

Income tax expense

Our income tax expense increased from RMB3.5 million in FY2023 to RMB5.8 million in FY2024, which was in line with the growth in our profit before tax. Our effective tax rate decreased from 16.4% in FY2023 to 16.1% in FY2024, which was primarily due to the decrease in fair value changes of our redemption liabilities, resulting in lower non-deductible expenses and a decrease in taxable income in FY2024 as compared to FY2023.

Net Profit and net profit margin

As a result of the foregoing, our net profit increased from RMB17.9 million for FY2023 to RMB30.2 million for FY2024, whereas our net profit margin increased from 6.4% for FY2023 to 10.8% for FY2024.

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DISCUSSION OF SELECTED ITEMS FROM THE CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

The following table sets forth information from our consolidated statements of financial position as of the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
NON-CURRENT ASSETS			
Property, plant and equipment	720	490	482
Right-of-use assets	7,139	4,894	3,008
Intangible assets	172	45	—
Investment in an associate	—	—	400
Trade receivables	—	—	4,547
Prepayments, deposits and other receivables	695	1,085	1,698
Deferred tax assets	1,033	1,323	2,815
Total non-current assets	<u>9,759</u>	<u>7,837</u>	<u>12,950</u>
CURRENT ASSETS			
Inventories	27,233	33,934	36,653
Trade and bills receivables	137,941	132,094	195,567
Trade receivables at fair value through other comprehensive income	5,884	80,059	95,723
Contract assets	—	954	6,015
Prepayments, deposits and other receivables	8,504	13,202	31,320
Financial assets at fair value through profit or loss	1,500	1,274	1,220
Time deposits	—	10	—
Restricted cash	1	—	653
Cash and cash equivalents	<u>33,275</u>	<u>27,993</u>	<u>65,804</u>
Total current assets	<u>214,338</u>	<u>289,520</u>	<u>432,955</u>

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	As at December 31		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
CURRENT LIABILITIES			
Trade payables	97,489	113,310	90,040
Contract liabilities	17,627	10,043	22,089
Other payables and accruals	8,397	10,855	29,804
Interest-bearing bank and other borrowings	67,081	92,742	189,927
Redemption liabilities	214,177	214,427	218,290
Lease liabilities	1,934	2,014	1,427
Tax payable	2,601	4,727	6,955
Provision	169	172	181
Total current liabilities	409,475	448,290	558,713
NET CURRENT LIABILITIES	(195,137)	(158,770)	(125,758)
TOTAL ASSETS LESS CURRENT LIABILITIES	(185,378)	(150,933)	(112,808)
NON-CURRENT LIABILITIES			
Interest-bearing bank and other borrowings	—	6,238	6,628
Lease liabilities	3,543	1,528	318
Total non-current liabilities	3,543	7,766	6,946
Net liabilities	(188,921)	(158,699)	(119,754)
EQUITY			
Equity attributable to owners of the parent			
Paid-in capital	40,501	40,501	40,501
Deficits	(229,600)	(199,203)	(160,255)
	(189,099)	(158,702)	(119,754)
Non-controlling interests	178	3	—
Deficiency in assets	(188,921)	(158,699)	(119,754)

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Right-of-use Asset

Our right-of-use assets represented our leased office premises, which generally have lease terms of one to three years. Our right-of-use assets decreased from RMB7.1 million as at December 31, 2023 to RMB4.9 million as at December 31, 2024 and further decreased to RMB3.0 million as at December 31, 2025, primarily due to (i) the amortization of our right-of-use assets in FY2023, FY2024 and FY2025; and (ii) the early termination of our lease for certain office premises by the end of FY2023.

Deferred tax assets

Our deferred tax assets represent deductible temporary differences, which was mainly due to the impairment of trade and bills receivables, impairment of inventories and recognition of lease liabilities for each year during Track Record Period. Our deferred tax liabilities represent temporary tax differences, which was mainly due to the depreciation of our right-of-use assets for each year during Track Record Period.

During the Track Record Period, our deferred tax assets represented our balance of deferred tax assets offset by our balance of deferred tax liabilities. For the condition of offsetting of our deferred tax assets and deferred tax liabilities, please refer to Note 2.3 of the Accountants' Report in Appendix I to this document.

Our deferred tax assets increased by 28.1% from RMB1.0 million as at December 31, 2023 to RMB1.3 million as at December 31, 2024, and further increased by 112.8% from to RMB2.8 million as at December 31, 2025, as we recorded more impairment losses on our trade and bills receivables in FY2024 and FY2025 as a result of the general increase in trade and bills receivables as at December 31, 2024 and 2025 which was in line with our growth in revenue in FY2024 and FY2025.

Inventories

Our inventories consisted of contract fulfilment costs, representing the costs incurred to fulfil customer contracts for which relevant revenue had not been recognized. Our contract fulfilment costs were related to technical support services, software, hardware, data products procured from third-party suppliers for our project implementation. Contract fulfilment costs are recognised from the costs incurred to fulfil our contractual performance obligation, which will be recognised as the cost of sales at the time point when our related performance obligations are satisfied and the related revenue is recognised.

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During the Track Record Period, our inventories increased by 24.6% from RMB27.2 million as at December 31, 2023 to RMB33.9 million as at December 31, 2024, and further by 8.0% to RMB36.7 million as at December 31, 2025, primarily due to an increase in our contract fulfilment costs, as a result of the increase in the procurement costs for implementation of our ongoing projects following our business expansion in FY2024 and FY2025.

The following table sets forth an aging analysis of our inventories as of the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Within 1 year	27,233	26,732	36,653
1 to 2 years	—	7,202	—
Total	27,233	33,934	36,653

Our inventories with more than 1 year increased from nil as at December 31, 2023 to RMB7.2 million as at December 31, 2024, primarily due to the longer implementation time for certain projects from Henan Chuangke yet to be completed as at December 31, 2024. Our management regularly assesses the recoverability of our contract fulfilment costs over one year. As our contract fulfillment costs as at December 31, 2024 are expected to be utilised upon the completion of certain projects in FY2025, our management considers that there were no recoverability issue over the inventories aged over one year and accordingly, considered the provision of impairment made for such contract fulfilment costs is sufficient and reasonable. The respective projects were subsequently completed in the first quarter of FY2025 and thus our inventories with more than 1 year decreased to nil as at December 31, 2025.

	Year ended December 31		
	2023	2024	2025
	days	days	days
Inventories turnover days ⁽¹⁾	39.4	63.6	51.8

Note:

- (1) Inventories turnover days for a year equal the average of the gross value of the opening and closing inventory balances divided by cost of sales for the relevant year and multiplied by the number of days in the relevant year, which is 360 days for each year.

Our inventories turnover days increased from 39.4 days in FY2023 to 63.6 days in FY2024, primarily due to the increase in our inventory level for certain projects from Henan Chuangke with relatively longer implementation cycle in FY2024 as compared to FY2023. The turnover days subsequently decreased to 51.8 days in FY2025 as we completed these projects in the first quarter of FY2025.

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As at April 30, 2026, RMB15.6 million, or 42.5% of our inventories as at December 31, 2025 had been utilised.

Trade and bills receivables

The following table sets forth a breakdown of our trade and bills receivables as of the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Trade receivables	146,467	140,765	221,556
Bills receivables	100	140	465
Gross amount of trade and bills receivables	146,567	140,905	222,021
Less: Impairment of trade receivables ⁽¹⁾	(8,626)	(8,811)	(21,907)
Net carrying amount	137,941	132,094	200,114

Note:

- (1) The loss allowances for trade receivables have been assessed appropriately and sufficient provision has been made. Pursuant to the accounting policy set out in Note 2 of the Accountants' Report in Appendix I to this document, loss allowances for trade receivables are measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on our historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the report date. In measuring ECLs, we take into account reasonable and supportable information that is available. This includes information about past events, current conditions and forecasts of future economic conditions.

Our trade and bills receivables remained relatively stable at RMB137.9 million as at December 31, 2023 and RMB132.1 million as at December 31, 2024, which was mainly due to our strengthened credit management and collection efforts during FY2024. Our trade and bills receivables increased by 51.5% from RMB132.1 million as at December 31, 2024 to RMB200.1 million as at December 31, 2025, which was primarily due to the growth in our number of completed projects yet to be settled prior to their contractual period as at December 31, 2025. Our Directors expected that these trade receivables will be settled in the year ending December 31, 2026.

Payments of 10% to 50% of the contract value are generally due within 90 days of contract signing, with remaining balance payable within 90 days upon the achievement of specified milestones or the delivery and customer acceptance. For a limited number of customers, the Group grants credit period over 1 year and the customers are required to pay based on the contractual terms. Besides, we also offered one to two years credit period to some customers including SOEs and government entities customers due to (i) our trust in those customers; (ii) enhancing customer loyalty and establishing

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relationships; and (iii) long credit terms were a prerequisite for those customers to accept tendering or quotation, which formed part of the bidding terms. Before granting such long credit terms, we had carefully considered a variety of factors, including the customers’ creditworthiness, the costs and profitability level related to the relevant contracts, our financial liquidity and the priority of our business strategies, and as we believed these factors warranted such long credit terms, we granted such terms based on negotiations in arm’s length. According to the Industry Report, such long credit terms we granted to our major customers are in line with industrial norm; in particular, for customers with low default risk (such as SOEs and government entities), it is common industry practice to grant extended credit terms, which is also widely adopted as a strategic measure to secure project awards, especially in the competitive tendering processes where favorable payment terms can be a key differentiator. The following table sets forth an aging analysis of our trade receivables net of credit loss allowance based on the revenue recognition date as at the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB’000	RMB’000	RMB’000
Within 1 year	119,033	115,959	168,588
1 to 2 years	17,785	15,989	26,521
2 to 3 years	1,123	146	5,005
Total	137,941	132,094	200,114

We seek to maintain strict control over our outstanding trade and bills receivables and have dedicated credit risk management staff to control and mitigate credit risk. Our senior management assesses the recoverability of trade and bills receivables on a regular basis, taking into account historical settlement records of customers.

The following table sets forth the turnover days of our trade and bills receivables for the years indicated:

	Year ended December 31		
	2023	2024	2025
	days	days	days
Trade and bills receivables turnover days ⁽¹⁾	125.0	173.0	157.1

Note:

- (1) Trade and bills receivables turnover days for a year equal the average of opening and closing balances of trade and bills receivables for the relevant year divided by revenue for the relevant year and multiplied by the number of days in the relevant year, which is 360 days for each year.

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Our trade and bills receivables turnover days increased from 125.0 days in FY2023 to 173.0 days in FY2024, and then decreased to 157.1 days in FY2025. This was in line with the proportion of revenue from our SOEs and government entities customers with longer internal settlement procedures during FY2023 to FY2025.

We have assessed the recoverability of the relevant outstanding trade and bills receivables. To manage risks arising from trade receivables, we maintain frequent communications with our customers to ensure effective credit control over our trade and bills receivables. We offered long credit terms to our customers with good credit history and stable relationship, and we believe that the credit risk inherent in our outstanding trade receivable balances due from them is low. Specifically, our Directors are of the view that the risk of not being able to recover the trade receivables aged over one year is relatively low based on our evaluation of the historical credit standing, ongoing monitoring and the credit records of these customers, and that sufficient provision has been made. We have adopted credit control measures to improve the situation of trade receivables. Our business operation team prepares trade and bill receivables details on a monthly basis according to the amount of revenue recognized and the amount of cash collection. These trade receivable details are allocated to assigned business managers to follow up, including performing balance reconciliation, summarization of cash collection details and trade receivable collection forecast. Meanwhile, we apply the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

We have also taken more active steps to mitigate risk exposure to customers with potential prolonged delay settlement of trade receivables aged over one year and in collecting the outstanding trade receivables, such as (i) allocating more human resources on trade receivable collection efforts; (ii) closely supervising trade receivable collection; and (iii) developing relationships with customers of stronger credit profile. The achievements of cash collection of trade receivables have been one of the key performance indicators of our sales managers to encourage the settlement of trade and bills receivables.

As at April 30, 2026, RMB67.5 million, or 30.4% of our trade and bills receivables as at December 31, 2025, had been settled.

Our Group does not hold any collateral over its trade and bills receivable balances. All trade and bills receivable are non-interest-bearing.

Trade receivables at fair value through other comprehensive income

During the Track Record Period, the outstanding balance due from our Customer Group F was subject to factoring arrangements (including non-recourse and recourse) with three banks and one financial institution in the PRC. Under these arrangements, we receive advance cash by assigning the right to receive repayment to these banks and financial institution.

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The above factoring arrangements were entered into in view of (i) the lack of funding for the execution of sizable projects in the smart city sector with relatively long implementation periods and higher procurement costs; and (ii) the background and creditworthiness of Customer Group F, comprising two non-wholly owned subsidiaries of a SOE which is principally engaged in urban construction engineering, development, design, landscaping, property management, capital investment, cultural tourism and international operations in the PRC.

We classify these receivables as trade receivables at fair value through other comprehensive income (FVOCI) under IFRS 9, as this business model involves both collecting contractual cash flows and the objective of selling financial assets. Any changes in fair value of trade receivables at FVOCI will be charged into the consolidated statements of comprehensive income.

Under the non-recourse factoring arrangements, the banks and financial institution bear the credit risk and have no recourse to us in the event Customer Group F defaults. Under IFRS 9, such factored trade receivables were derecognised upon the entering of our non-recourse factoring arrangements. The factoring fees and interest charges deducted by the banks and financial institutions from the factored amounts are recognised as loss on investment in profit or loss upon derecognition of factored trade receivables.

In opposite, under our recourse factoring arrangements, we retain the credit risk of the underlying trade receivables from our Customer Group F, and the banks and financial institution may demand repayment from us in the event Customer Group F defaults. Under IFRS 9, the amounts received from the banks and financial institutions are recognised as secured borrowings on our consolidated financial statements. The factoring fees and interest charges are recognised as finance costs in profit or loss over the term of recourse factoring arrangements.

The following table sets forth the balance of our trade receivables at FVOCI as at the dates indicated:

	Year ended December 31		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade receivables classified at financial assets at fair value through other comprehensive income	6,000	81,804	97,804
Less: Impairment	<u>(116)</u>	<u>(1,745)</u>	<u>(2,081)</u>
Net carrying amount	<u>5,884</u>	<u>80,059</u>	<u>95,723</u>

During the Track Record Period, the balance increased from RMB5.9 million as at December 31, 2023 to RMB80.1 million as at December 31, 2024, further to RMB95.7 million as at December 31, 2025, as we undertook more projects for our Customer Group F in FY2024 and FY2025 and recognised the corresponding trade receivables at FVOCI.

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Contract assets

Our contract assets represent our rights to receive consideration for obligations performed under some of our sales contracts. These balances are not yet recognised as trade receivables as they were still subject to certain conditions under the relevant contracts, such as lapse of the warranty period. Contract assets are subject to impairment assessment.

Our contract assets increased from nil as at December 31, 2023 to RMB1.0 million as at December 31, 2024, further to RMB6.0 million as at December 31, 2025, which was primarily due to (i) the growth in our revenue; and (ii) the increase in number of projects in which retention monies were withheld by our customers during the applicable warranty period. As at April 30, 2026, nil of our contract assets as at December 31, 2025 had been settled.

Prepayments, Deposits and Other Receivables

Our prepayments, deposits and other receivables primarily consisted of: (i) prepayments for procurement costs of technical support services for project implementation; (ii) prepayments for rental and property management fees; (iii) amounts due from our executive Director and executive president, Mr. Cheng which was repayable on demand, non-trade in nature and bearing an interest rate of 10% per annum; (iv) deposit to several suppliers to secure our procurement of software for our project implementation; and (v) value-added tax recoverable.

The following table sets forth a breakdown of our prepayments, deposits and other receivables as of the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Current			
Value-added tax recoverable	4,029	3,276	5,556
Prepayments	2,839	8,410	17,533
Other receivables and deposits	967	848	4,363
Due from related parties	683	683	3,957
Less: Impairment of other receivables and deposits	(14)	(15)	(89)
Total	8,504	13,202	31,320
Non-current	695	1,085	1,698
Total	9,199	14,287	33,018

Our prepayments, deposits and other receivables in current portion increased from RMB8.5 million as at December 31, 2023 to RMB13.2 million as at December 31, 2024, and further increased to RMB31.3 million as at December 31, 2025, primarily due to (i) the increase in prepaid procurement costs on technical support services for our implementation of several sizable projects during the Track Record Period, which was in line with our revenue growth from FY2023 to FY2025; (ii) the increase

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in other receivables and deposits, which mainly attributable to an increase in property management fees; (iii) the loan balance due from Mr. Cheng of RMB3.3 million as at December 31, 2025. Such loan with an amount of RMB5 million was provided to Mr. Cheng in August 2025; and (iv) the increase in value-added tax recoverable, which is in line with our revenue growth from FY2023 to FY2025.

Our prepayments, deposits and other receivables in non-current portion increased from RMB0.7 million as at December 31, 2023 to RMB1.1 million as at December 31, 2024, and further increased to RMB1.7 million as at December 31, 2025, primarily due to the increase in our rental deposits.

Except for the loan due from Mr. Cheng which bears an interest rate of 10% per annum, our amounts due from related parties are unsecured, interest free and repayable on demand. As at the Latest Practicable Date, our amounts due from related parties have been fully settled.

Financial assets at fair value through profit or loss

Our financial assets at fair value through profit or loss represented equity investments in an unlisted entity, which decreased from RMB1.5 million as at December 31, 2023 to RMB1.3 million as at December 31, 2024, and further to RMB1.2 million as at December 31, 2025.

Our equity investments in unlisted entities are mainly engaged in intelligence application. We have a comprehensive internal control system for investments, and the investment decision-making process is cautious and prudent. The general meeting of shareholders is the highest approval authority for our investment activities. Depending on the amount involved, it delegates approval authority at different levels, including our Board and our Strategy Committee. The Strategy Committee serves as our internal body leading our investment activities, responsible for managing and overseeing the investment projects. Depending on the investment scale and other factors, the proposed investment projects must be submitted for approval based on different authority levels to our Strategy Committee, the Board, or the general meeting of shareholders for approval. After the review and approval process, our finance department handles the document execution and closing for the investment and performs post-investment management.

Our Group will comply with the requirements under Chapter 14 of the Listing Rules for acquisitions, disposals and other transactions after [REDACTED].

Trade Payables

Our trade payables primarily represented payables to third-party suppliers for the procurement of data products, hardware and software, and the provision of technical support services such as algorithm training services. Our trade payables increased by 16.2% from RMB97.5 million as at December 31, 2023 to RMB113.3 million as at December 31, 2024, which was mainly due to the increase in our demand in hardware and software to support our implementation of several large-scale projects in smart city sector in FY2024. Our trade payables decreased by 20.5% to RMB90.0 million as at December 31, 2025, which was primarily due to the settlement of payables for large-scale projects in FY2025.

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Our suppliers generally allow us to settle our payment within 60 days from our delivery date. We may also negotiate with certain suppliers for extending payment terms to more than 60 days. The following table sets forth an aging analysis of the trade payables based on the delivery date as of the dates indicated:

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Within 1 year	75,215	111,415	74,967
Over 1 year	22,274	1,895	15,073
Total	97,489	113,310	90,040

The following table sets forth the turnover days of our trade payables for the years indicated:

	Year ended December 31		
	2023	2024	2025
	days	days	days
Trade payables turnover days ⁽¹⁾	203.1	219.2	149.1

Note:

- (1) Trade payables turnover days for a year equal the average of the opening and closing balance of trade payables for the relevant year divided by the cost of sales for the relevant year and multiplied by the number of days in the relevant year, which is 360 days for each year.

Our trade payables turnover days increased from 203.1 days in FY2023 to 219.2 days in FY2024, which was mainly due to longer payment period negotiated between us and our suppliers following our large-scale projects in FY2024.

Our trade payables turnover days decreased from 219.2 days in FY2024 to 149.1 days in FY2025, which was primarily attributable to shorter credit term offered by our large-scale suppliers as they had higher bargaining power on the payment terms.

As at the Latest Practicable Date, RMB9.1 million, or 10.1% of our trade and bills payables as of December 31, 2025 had been settled.

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Potential mismatch of trade receivables turnover days and prepayments

During the Track Record Period, our trade and bills receivables turnover days were 125.0 days, 173.0 days and 157.1 days, respectively, while our prepayments, mainly related to prepaid procurement costs, increased from RMB2.8 million as at December 31, 2023, RMB8.4 million as at December 31, 2024 and RMB17.5 million as at December 31, 2025. Our Group had experienced longer trade and bills receivables turnover day as well as the continued increase in prepaid procurement costs, resulting in a potential cash flow mismatch of trade receivables turnover days and prepayments during the Track Record Period.

Our Directors are of the view that the above cash flow mismatch should not indicate material liquidity pressure of our Group, in view of the following: (i) the continuous uses of our factored arrangements and bank loans during the Track Record Period which are considered as our liquidity management policy to strengthen the liquidity position of our Group as detailed under paragraph headed “Borrowings” in this section; and (ii) our Group prepaid to certain suppliers for software procurement, which is a common practice in our industry to secure the timely supply of software components for our project implementation, according to the Industry Report. As a result, our Directors are of the view that our Group has sufficient working capital for our future operation needs.

Other Payables and Accruals

Our other payables and accruals primarily consisted of: (i) amounts due to related parties and other party of our Company to support our working capital requirements; (ii) other tax payables; (iii) output value-added tax to be transferred; and (iv) payroll and staff related costs payable, mainly representing accrued salaries and other benefits for our employees.

	As at December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Payroll payables	1,946	1,099	1,398
Other tax payables	5,807	8,535	11,795
Due to related parties	—	550	11,150
Output value-added tax to be transferred	—	19	875
Other payables	644	652	2,596
Loan due to other party	—	—	1,990
Total	8,397	10,855	29,804

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Our other payables and accruals increased from RMB8.4 million as at December 31, 2023 to RMB10.9 million as at December 31, 2024, and further increased to RMB29.8 million as at December 31, 2025, mainly due to: (i) the increase in loan balances due to Mr. Zhao Kangjun and Rongfucheng, our executive Director and Controlling Shareholder respectively, from RMB0.6 million as at December 31, 2024 to RMB11.2 million as at December 31, 2025, to support our working capital; (ii) the loan from Rongshu Zhisheng, one of our Pre-[REDACTED] Investors, of RMB2.0 million as at December 31, 2025; (iii) the increase in other tax payables from RMB5.8 million as at December 31, 2023 to RMB8.5 million in as at December 31, 2024, further to RMB11.8 million as at December 31, 2025, which was in line with the growth of our revenue from FY2023 to FY2025; and (iv) the change in payroll and welfare payable as at December 31, 2025, primarily due to the change in our headcount in FY2025 as compared to FY2024.

Our amounts due to related parties and loan due to other party are unsecured, interest free and repayable on demand. As at the Latest Practicable Date, our amounts due to related parties and loan due to other party have been fully settled.

Contract Liabilities

Our contract liabilities primarily consisted of advance billings received from customers for projects where the performance obligations had not yet been satisfied. Our contract liabilities decreased from RMB17.6 million as at December 31, 2023 to RMB10.0 million as at December 31, 2024, then increased to RMB22.1 million as at December 31, 2025, which was mainly due to 59, 45 and 13 projects yet to be completed at the end of FY2023, FY2024 and FY2025, respectively. The contract liabilities in 2025 will be recognized as revenue upon project completion and customer acceptance in 2026.

As at the Latest Practicable Date, RMB0.6 million or 2.5% of our contract liabilities as at December 31, 2025 had been subsequently recognised as revenue.

Redemption liabilities

Our redemption liabilities arise from the redemption right granted to our Pre-[REDACTED] Investors, which amounted to RMB214.2 million, RMB214.4 million and RMB218.3 million as at December 31, 2023, 2024 and 2025, respectively.

As the Shareholders' Agreements gave rise to a redemption obligation of our Company, upon the issuance of each Pre-[REDACTED] Investments, our Company classified the Pre-[REDACTED] Investments as financial liabilities and debited to capital reserve in equity. As the Special Rights form a hybrid contract with multiple embedded derivatives which satisfy the criteria under IFRS 9, upon the issuance of each equity transfer or capital increases, our Group designated the entire hybrid instrument as financial liabilities at fair value through profit or loss upon initial recognition and presented it as “redemption liabilities” in the consolidated statements of financial position. The change in fair value of redemption liabilities on equity transfer or capital increases is charged to profit or loss except for the portion attributable to credit risk change that is charged to other comprehensive income. Our management considered that the fair value change in the redemption liabilities on equity transfer or capital increases attributable to changes of own credit risk was not significant.

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The redemption liabilities were presented as current liabilities during the Track Record Period as not all triggering payment events mentioned above were within the control of our Company.

On February 28, 2026, termination agreement was entered into with our Pre-[REDACTED] Investors to terminate the Special Rights on shares prior to, or upon our Company’s application for the [REDACTED].

For key terms of the above-mentioned redemption liabilities, see Note 28 of the Accountants’ Report in Appendix I to this document.

Provision

As at December 31, 2023, 2024 and 2025, our Group had provision amounted to RMB169,000, RMB172,000 and RMB181,000, respectively, representing provisions for warranties in relation to the sale of products for general repairs of defects occurring during the warranty period by our Group.

KEY FINANCIAL RATIOS

The following table sets forth our key financial ratios for the years indicated:

	Year ended December 31		
	2023	2024	2025
Gross profit margin (%) ⁽¹⁾	39.0%	38.4%	35.5%
Current ratio (<i>times</i>) ⁽²⁾	0.52	0.65	0.77
Return on total assets (%) ⁽³⁾	8.0%	10.2%	8.5%
Interest coverage (<i>times</i>) ⁽⁴⁾	5.6	12.4	8.3

Notes:

- (1) Gross profit margin is calculated based on gross profit divided by revenue and multiplied by 100%.
- (2) Current ratio is calculated based on current assets divided by current liabilities at of the same date.
- (3) Return on total assets is calculated based on the net profit divided by the total assets as at the end of the respective year and multiplied by 100.0%.
- (4) Interest coverage is calculated based on profit before taxation and finance costs divided by the finance cost for the respective year.

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Current ratio

Our current ratio increased from 0.52 time in FY2023 to 0.65 time in FY2024, and further increased to 0.77 time in FY2025, primarily due to (i) the increase in trade and bills receivables, trade receivables at FVOCI, and cash and cash equivalents, which was in line with the growth of our revenue from FY2023 to FY2025; and (ii) the decrease in trade payables in FY2025, which was partially offset by the increase in contract liabilities and other payables and accruals.

Return on total assets

We recorded return on total assets of 8.0% in FY2023, 10.2% in FY2024 and 8.5% in FY2025. The increase in the return on total asset in FY2024 as compared to FY2023 was primarily due to the growth in our net profit from RMB17.9 million in FY2023 to RMB30.2 million in FY2024. The decrease in the return on total asset in FY2025 as compared to FY2024 was attributable to the higher growth rate in our total assets such as, trade receivables at FVOCI and cash and cash equivalents in FY2025.

Interest coverage

We recorded interest coverage of 5.6 times in FY2023, 12.4 times in FY2024 and 8.3 times in FY2025. The improvement of interest coverage in FY2024 was primarily due to the increase in profit before taxation from RMB21.4 million in FY2023 to RMB36.0 million in FY2024. The decrease in interest coverage in FY2025 was attributable to the increase in finance costs from RMB3.2 million to RMB6.3 million due to the increase in our bank borrowings and our trade receivables at FVOCI.

LIQUIDITY AND CAPITAL RESOURCES

We primarily meet our cash requirements through cash generated from operating activities, bank borrowings, other borrowings, accounts receivable factoring and capital contribution from our shareholders. During the Track Record Period and up to the Latest Practicable Date, our main cash uses were for working capital and capital expenditures. We monitor and maintain adequate cash and cash equivalents to finance our operations and mitigate the effects of fluctuations in cash flows. As at December 31, 2023, 2024 and 2025, we had cash and cash equivalent of RMB33.3 million, RMB28.0 million and RMB65.8 million, respectively.

Looking ahead, we believe our liquidity requirements will be met through cash generated from operating activities, bank borrowings, accounts receivable factoring and [REDACTED] from the [REDACTED], and other funds raised from the capital markets from time to time.

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Cash Flow

The following table sets forth selected cash flow data from our consolidated statements of cash flows for the Track Record Period:

	Year ended December 31		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Net cash flows used in operating activities	(83,983)	(32,782)	(81,364)
Net cash flows used in investing activities	(2,506)	(10)	(3,781)
Net cash flows generated from financing activities	42,923	27,510	122,956
Net (decrease)/increase in cash and cash equivalents	(43,566)	(5,282)	37,811
Cash and cash equivalents at beginning of year	<u>76,841</u>	<u>33,275</u>	<u>27,993</u>
 Cash and cash equivalents at the end of year	 <u>33,275</u>	 <u>27,993</u>	 <u>65,804</u>

Net cash used in operating activities

Our cash from operating activities primarily reflects our profit before taxation adjusted for certain non-cash or non-operating activities related items and changes in working capital.

Our net cash used in operating activities for FY2025 was RMB81.4 million, primarily attributable to a profit before taxation of RMB46.1 million, as adjusted to reflect certain non-cash or non-operating items which mainly included: (i) fair value changes of our redemption liabilities of RMB3.9 million; (ii) finance costs of RMB6.3 million; (iii) impairment loss on trade receivables of RMB13.1 million; (iv) impairment of trade receivables at FVOCI of RMB1.1 million; (v) share-based payment expenses of RMB1.3 million; and (vi) depreciation of right-of-use assets of RMB2.2 million. Changes in working capital mainly included: (i) an increase of RMB81.1 million in trade and bills receivables, which was generally in line with the growth of our revenue and the longer settlement cycles associated with large-scale projects from our SOEs and government entities customers; (ii) an increase of RMB2.7 million in inventories; (iii) an increase of RMB37.5 million in trade receivables at FVOCI due to increase in trade receivable due from Customer Group F during FY2025; (iv) an increase of RMB15.9 million in prepayments, deposits and other receivables as a result of increased prepaid procurement costs in FY2025; (v) a decrease of RMB23.3 million in trade payables, primarily attributable to the settlement of procurement costs of several projects completed in FY2025; (vi) an increase of RMB12.0 million in contract liabilities, which was mainly due to projects with larger scale yet to be completed at the end of FY2025; (vii) an increase of RMB6.4 million in other payables and accruals, primarily attributable to increased amounts due to shareholders of our Company to support our working capital requirements; and (viii) an increase in contract assets of RMB5.3 million due to the increase in number of projects with warranty period in FY2025 as a result of the growth in our revenue.

FINANCIAL INFORMATION

Our net cash used in operating activities for FY2024 was RMB32.8 million, primarily attributable to a profit before taxation of RMB36.0 million, as adjusted to reflect certain non-cash or non-operating items which mainly included: (i) finance costs of RMB3.2 million; (ii) impairment of trade receivables at FVOCI of RMB1.7 million; and (iii) depreciation of right-of-use assets of RMB2.2 million. Changes in working capital mainly included: (i) a decrease of RMB5.7 million in trade and bills receivables, mainly as a result of our strengthened collection efforts and enhanced credit management policies in FY2024; (ii) an increase of RMB7.2 million in inventories due to an increase in contract fulfilment costs, mainly driven by strong demand from customers for our decision intelligence solutions; (iii) an increase of RMB75.9 million in trade receivables at FVOCI due to an increase in factored trade receivables due from our Customer Group F; (iv) an increase of RMB5.2 million in prepayments, deposits and other receivables as a result of the increase in prepaid procurement costs; (v) an increase of RMB15.8 million in trade payables, primarily attributable to higher procurement costs for implementation of several large-scale projects; (vi) a decrease of RMB7.6 million in contract liabilities, as a result of the completion of several projects commenced from FY2023; and (vii) an increase of RMB1.9 million in other payables and accruals, primarily attributable to the business growth.

Our net cash used in operating activities for FY2023 was RMB84.0 million, primarily attributable to a profit before taxation of RMB21.4 million, as adjusted to reflect certain non-cash or non-operating items which mainly included: (i) fair value changes of our redemption liabilities of RMB3.2 million; (ii) finance costs of RMB4.7 million; (iii) impairment loss on trade receivables of RMB4.8 million; (iv) depreciation of right-of-use assets of RMB2.2 million; and (v) share-based payment expenses of RMB0.9 million. Changes in working capital mainly included: (i) an increase of RMB86.4 million in trade and bills receivables as a result of our business expansion, particularly from our SOEs and government entities customers with extended settlement cycles; (ii) an increase of RMB17.7 million in inventories due to an increase in contract fulfilment costs, mainly driven by strong demand from our customers; (iii) an increase of RMB6.0 million in trade receivables at FVOCI due to the increase in the factored trade receivables due from Customer Group F; (iv) an increase of RMB1.8 million in prepayments, deposits and other receivables as a result of the increase in prepaid procurement costs; (v) an increase of RMB2.5 million in trade payables; (vi) a decrease of RMB8.4 million in contract liabilities, mainly due to the recognition of revenue from projects in FY2023; and (vii) decrease in other payables and accruals of RMB1.9 million due to our increase in other tax payables as a result of our growth in revenue in FY2023.

We expect to improve our net operating cash flow position through the following measures: (i) strengthening our credit management and collection procedures to accelerate the settlement of our trade and bills receivables, including the implementation of a more structured collection timeline and regular follow-up with customers, particularly SOEs and government entities customers with longer settlement cycles; (ii) monitoring our inventory levels and matching procurement timelines with project delivery schedules to reduce the carrying period of contract fulfilment costs; (iii) utilising trade receivables financing arrangements and maintaining our banking facilities to enhance our liquidity position; (iv) implementing a cash management policy to improve our control over our cash flows across different projects, including cash flow budgeting by project, centralised treasury management and maintenance of undrawn credit facilities as liquidity buffers; and (v) leveraging the [REDACTED] from our [REDACTED] to supplement our working capital and reduce our reliance on external borrowings. These measures are consistent with our internal control policies, which require regular cash flow forecasting, approval procedures for capital expenditures and bank borrowings, and periodic review of our credit policies and customer payment terms by our finance department.

FINANCIAL INFORMATION

Net cash used in investing activities

Our cash used in investing activities primarily reflects our investment in financial assets at FVPL, payment for purchase of property, plant and equipment, purchase of time deposits with banks and advances of loans to a director of our Company. Our cash generated from investing activities primarily reflects repayment of loans from a director of our Company.

Our net cash used in investing activities for FY2025 was RMB3.8 million, primarily attributable to the net effect of (i) advances of loans to a director of our Company of RMB5.0 million; (ii) payment for the purchase for plant and equipment of RMB0.3 million; (iii) payment for investment in an associate of RMB0.4 million; and (iv) repayment of loans from a director of our Company of RMB1.9 million.

Our net cash used in investing activities for FY2024 was RMB10,000, primarily attributable to the placement of additional time deposits of RMB10,000.

Our net cash used in investing activities for FY2023 was RMB2.5 million, primarily attributable to (i) investment in financial assets at fair value through profit or loss of RMB1.5 million, representing our equity investments in an unlisted entity in the PRC; and (ii) purchases of property, plant and equipment of RMB1.0 million.

Net cash generated from financing activities

Our cash inflow generated from financing activities mainly comprises proceeds from borrowings from banks, the shareholder and related parties of our Company and factored trade receivables. Our cash flow used in financing activities mainly comprises repayment of borrowings from banks, related parties and other party of our Company and factored trade receivables, lease payments and interest paid.

Our net cash generated from financing activities for FY2025 was RMB123.0 million, primarily attributable to the effect of: (i) proceeds from bank and other borrowings of RMB229.4 million to support our business expansion and working capital requirements; (ii) loans provided from related parties and other party of our Company of RMB12.8 million to supplement our working capital; which was partially offset by (i) repayments of bank borrowings of RMB113.9 million; (ii) payments for interest expenses of RMB3.3 million; and (iii) lease payment of RMB2.2 million.

Our net cash generated from financing activities for the FY2024 was RMB27.5 million, primarily attributable to: (i) proceeds from bank and other borrowings of RMB110.0 million; (ii) loans provided from related parties of our Company of RMB0.6 million; which was partially offset by (i) repayments of bank borrowings of RMB78.1 million; (ii) payment for interest expenses of RMB3.0 million; and (iii) lease payments of RMB2.1 million.

Our net cash generated from financing activities for FY2023 was RMB42.9 million, primarily attributable to: (i) proceeds from bank and other borrowings of RMB69.0 million; and (ii) capital contribution from shareholders of RMB48.0 million, which was partially offset by (i) repayments of bank borrowings of RMB64.7 million; (ii) payment for interest expenses on bank borrowings of RMB2.4 million; (iii) lease payment of RMB4.1 million; and (iv) payment for share issue expenses of RMB2.0 million.

FINANCIAL INFORMATION

Net current assets or liabilities

The following table sets forth our current assets and liabilities as of the dates indicated:

	As at December 31			As at April 30
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
				(Unaudited)
CURRENT ASSETS				
Inventories	27,233	33,934	36,653	74,735
Trade and bills receivables	137,941	132,094	195,567	206,873
Trade receivables at fair value through other comprehensive income	5,884	80,059	95,723	68,902
Contract assets	—	954	6,015	6,015
Prepayments, deposits and other receivables	8,504	13,202	31,320	61,419
Financial assets at fair value through profit or loss	1,500	1,274	1,220	1,220
Time deposits	—	10	—	—
Restricted cash	1	—	653	647
Cash and cash equivalents	33,275	27,993	65,804	2,874
Total current assets	214,338	289,520	432,955	422,685
CURRENT LIABILITIES				
Trade payables	97,489	113,310	90,040	90,926
Contract liabilities	17,627	10,043	22,089	16,933
Other payables and accruals	8,397	10,855	29,804	31,785
Interest-bearing bank and other borrowings	67,081	92,742	189,927	175,896
Redemption liabilities	214,177	214,427	218,290	—
Lease liabilities	1,934	2,014	1,427	1,495
Tax payable	2,601	4,727	6,955	3,178
Provision	169	172	181	321
Total current liabilities	409,475	448,290	558,713	320,534
NET CURRENT (LIABILITIES)/ ASSETS	(195,137)	(158,770)	(125,758)	102,151

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After February 28, 2026, we have turned our net liabilities position into net assets, as a result of the termination of our redemption liabilities upon the entering of Termination Agreement as at February 28, 2026.

As compared to net current liabilities of RMB125.8 million as at December 31, 2025, we had net current assets of RMB102.2 million as at April 30, 2026, consisting of current assets of RMB422.7 million and current liabilities of RMB320.5 million. Such turnaround was, primarily due to the (i) the termination of our redemption liabilities upon the entering into of Termination Agreement as at February 28, 2026; (ii) decrease in interest-bearing bank loan as at April 30, 2026; and (iii) the increase in prepaid procurement costs and inventories for our ongoing projects using our cash generated from our operating activities; which were partially offset by decrease in trade receivables at fair value through other comprehensive income resulting from settlement of the factored receivables from customers.

We had net current liabilities of RMB125.8 million as at December 31, 2025, consisting of current assets of RMB433.0 million and current liabilities of RMB558.7 million, which represented a decrease of RMB33.0 million from our net current liabilities of RMB158.8 million as at December 31, 2024. Such decrease was primarily due to (i) the increase of RMB37.8 million in the total of cash and cash equivalents and time deposits with banks; (ii) the increase of RMB79.1 million in trade and bills receivables and factored trade receivables aligning with growth in our revenue; (iii) the increase of RMB18.1 million in prepayments, deposits and other receivables primarily attributable to increased prepayments for procurement costs aligning with the increase in our revenue; and (iv) the decrease in trade payables of RMB23.3 million; and (v) an increase in inventories of RMB2.7 million. This was partially offset by (i) an increase of RMB3.9 million in redemption liabilities; (ii) an increase of RMB12.0 million in contract liabilities arising from higher procurement costs for the implementation of our projects; (iii) an increase of RMB18.9 million in other payables and accruals, primarily attributable to amount due from a shareholder of our Company to support our working capital requirements; (iv) an increase of RMB97.2 million in interest-bearing bank borrowings in FY2025; and (v) an increase in tax payables of RMB2.2 million.

We had net current liabilities of RMB158.8 million as at December 31, 2024, consisting of current assets of RMB289.5 million and current liabilities of RMB448.3 million, which represented a decrease of RMB36.4 million from our net current liabilities of RMB195.1 million as at December 31, 2023. Such decrease was primarily due to (i) an increase of RMB74.2 million in factored trade receivables aligning with growth in our revenue from Customer Group F; (ii) an increase of RMB4.7 million in prepayments, deposits and other receivables, primarily attributable to increased prepayments for procurement costs aligning with our revenue; (iii) an increase in inventories of RMB6.7 million; and (iv) a decrease in contract liabilities of RMB7.6 million. This was partially offset by (i) a decrease in trade and bills receivables of RMB5.8 million; (ii) a decrease in cash and cash equivalent of RMB5.3 million; (iii) an increase in trade payables of RMB15.8 million; (iv) an increase of RMB2.5 million in other payables and accruals primarily attributable to amount due to related parties of our Company to support our working capital requirements; (v) an increase of RMB25.7 million in interest-bearing bank borrowings; and (vi) an increase in tax payables of RMB2.1 million.

We had net current liabilities of RMB195.1 million as at December 31, 2023, consisting of current assets of RMB214.3 million and current liabilities of RMB409.5 million.

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During the Track Record Period, we had net current liabilities primarily attributable to the classification of our redemption liabilities as current liabilities. Our net current liabilities decreased from RMB195.1 million as at December 31, 2023 to RMB158.8 million as at December 31, 2024, and further decreased to RMB125.8 million as at December 31, 2025. The improvement was primarily due to: (i) the growth in our current assets, in particular trade and bills receivables, trade receivables at FVOCI, prepayment, deposits and other receivables and cash and cash equivalents, which was in line with our revenue growth; and (ii) the relative stability in the fair value of redemption liabilities.

INDEBTEDNESS AND CONTINGENT LIABILITIES

Indebtedness

As at April 30, 2026, being the indebtedness date for the purpose of the indebtedness statement, we had a total indebtedness of RMB193.0 million. As at April 30, 2026, we had committed unutilized banking facilities of RMB10 million. The following table sets forth the details of our indebtedness as of April 30, 2026:

	As at December 31			As at April 30
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
				(Unaudited)
Borrowings				
<i>Current</i>				
<i>Interest-bearing bank and other borrowings</i>	67,081	92,742	189,927	175,896
<i>Non-current</i>				
<i>Interest-bearing bank and other borrowings</i>	—	6,238	6,628	4,900
Lease liabilities	5,477	3,542	1,745	1,511
Redemption liabilities	214,177	214,427	218,290	—
Due to related parties	—	550	11,150	10,670
Loan due to other party	—	—	1,990	—
Total	<u>286,735</u>	<u>317,499</u>	<u>429,730</u>	<u>192,977</u>

Borrowings

Other than our operating cash flow, we also finance our working capital using interest-bearing bank and other borrowings. As at April 30, 2026, the latest date for determining our indebtedness, the aggregate balance of our interest-bearing bank and other borrowings was RMB180.8 million.

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The following table sets forth the breakdown of our bank and other borrowings as of the dates indicated:

	As at December 31			As at April 30
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
				(Unaudited)
Borrowings				
<i>Current</i>				
Bank and other borrowings, unsecured	—	29,000	148,009	175,896
Bank borrowings, secured	67,081	63,742	41,918	—
<i>Non-current</i>				
Bank borrowings, unsecured	—	6,238	6,628	4,900
Total	<u>67,081</u>	<u>98,980</u>	<u>196,555</u>	<u>180,796</u>

As at December 31, 2023, 2024 and 2025, we had total bank and other borrowings of RMB67.1 million, RMB99.0 million and RMB196.6 million, respectively. Our bank and other borrowings were primarily used to finance our working capital requirements during the Track Record Period and up to April 30, 2026. Certain of our outstanding bank borrowings as at April 30, 2026 were guaranteed by Mr. Yu and Mr. Cheng, two of our executive Directors and our Controlling Shareholders. Our Directors confirmed that no consideration was payable or will be payable to Mr. Yu or Mr. Cheng for the provision of such guarantees. All of these guarantees provided by our Controlling Shareholders and/or their close associates will be fully released or replaced upon the [REDACTED].

During the Track Record Period, our bank and other borrowings were denominated in RMB and bear effective interest rates in the range of 2.15% to 6.6% per annum. See Note 27 of the Accountants' Report in Appendix I to this document.

As at April 30, 2026, we had RMB141.0 million outstanding loan facilities for working capital purpose. Among these loan facilities, we utilized RMB131.0 million and had committed unutilized banking facilities of RMB10.0 million as at April 30, 2026.

Our Directors confirmed that, during the Track Record Period and up to the Latest Practicable Date, there has been no material covenant breach and we did not experience difficulties in obtaining bank and other borrowings.

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Lease Liabilities

We lease certain properties as our offices. Leases of properties generally have lease terms of one to three years. For any lease with a term of more than 12 months, unless the underlying asset is of low value, we recognize a right-of-use asset representing our right to use the underlying leased asset and a lease liability representing our obligation to make lease payments.

As at December 31, 2023, 2024 and 2025 and April 30, 2026, we had lease liabilities of RMB5.5 million, RMB3.5 million, RMB1.7 million and RMB1.5 million, respectively.

The following table sets forth our lease liabilities in absolute amounts as of the dates indicated:

	As at December 31			As at April 30
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
				(Unaudited)
Current liabilities				
Lease liabilities	1,934	2,014	1,427	1,495
Non-current liabilities				
Lease liabilities	3,543	1,528	318	16
Total	<u>5,477</u>	<u>3,542</u>	<u>1,745</u>	<u>1,511</u>

Our total lease liabilities decreased from RMB5.5 million as at December 31, 2023 to RMB3.5 million as at December 31, 2024, and further decreased to RMB1.7 million as at December 31, 2025, primarily due to (i) the amortization of our right-of-use assets during FY2023, FY2024 and FY2025; and (ii) the termination of our lease for certain office premises by the end of FY2023. Our total lease liabilities remained relatively stable at RMB1.5 million as at April 30, 2026.

Redemption liabilities

Our redemption liabilities arise from the redemption right granted to our Pre-[REDACTED] Investors, which amounted to RMB214.2 million, RMB214.4 million and RMB218.3 million as at December 31, 2023, 2024 and 2025, respectively. On February 28, 2026, termination agreement was entered into with our Pre-[REDACTED] Investors to terminate the Special Rights on shares prior to, or upon our Company's application for the [REDACTED].

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For key terms of the above-mentioned redemption liabilities, see Notes 28 to the Accountants’ Report in Appendix I to this document.

Due to related parties and other party

Balance of due to related parties and other party represented loans borrowed from related parties of our Company and other party to support the working capital of our Company during the Track Record Period. The balances were non-trade nature, interest-free, unsecured and repayable on demand. As at the Latest Practicable Date, such balances have been fully settled.

Save as disclosed in this section, we did not have any material mortgages, charges, debentures, loan capital, debt securities, loans, bank overdrafts or other similar indebtedness, finance lease or hire purchase commitments, liabilities under acceptances (other than normal trade bills), or acceptance credits, which are either guaranteed, unguaranteed, secured or unsecured, or other material contingent liabilities as at April 30, 2026, the most recent practicable date for determining our indebtedness.

Our Directors confirmed that we had no material defaults in payment of loans and trade and non-trade payables during the Track Record Period and up to the date of this document, and there is no material change in our indebtedness since April 30, 2026 and up to the date of this document.

Contingent Liabilities

On 26 January 2026, a supplier (the “Plaintiff”) brought a claim against the Company’s subsidiaries (the “Defendant”) and sought remedies against the Defendant from the court. The total monetary compensation requested by the Plaintiff was RMB19,419,000 including relevant contractual amount under the purchase agreement which have been recognised as trade payables. In the opinion of the directors, it is not expected that the litigation would have any material impact on the financial statements of the Group. For details, please refer to section “Business - Litigation and claim” of the document.

CAPITAL COMMITMENTS

As at December 31, 2023, 2024 and 2025, we did not have any capital commitments.

CAPITAL EXPENDITURES

Our capital expenditures primarily include purchases of property, plant and equipment. For the years ended December 31, 2023, 2024 and 2025, our capital expenditures were RMB1.0 million, nil and RMB0.3 million, respectively.

OFF-BALANCE SHEET COMMITMENTS AND ARRANGEMENTS

As at the Latest Practicable Date, we had not entered into any off-balance sheet arrangements.

FINANCIAL INFORMATION

MATERIAL RELATED PARTY TRANSACTIONS

For details about our related party transactions during the Track Record Period, see Note 38 of the Accountants’ Report in Appendix I to this document.

Our Directors believe that our transactions with related parties during the Track Record Period were conducted on an arm’s length basis, and they did not distort our results of operations or make our historical results not reflective of our future performance.

FINANCIAL RISK DISCLOSURE

We are exposed to a variety of financial risks in the ordinary course of our business, including credit risk, liquidity risk, interest rate risk and fair value measurement risk. Our overall risk management framework is designed to identify, measure, monitor and control these risks in a manner consistent with our business objectives and risk appetite. We do not enter into derivative financial instruments for hedging or speculative purposes. Our Board of Directors has overall responsibility for overseeing our risk management framework, while day-to-day risk management is carried out by our finance department under policies approved by the Board.

Credit Risk

Our credit risk is primarily attributable to trade and bills receivables, cash and cash equivalents, time deposits, restricted cash and financial assets including prepayments, deposit and other receivables. We manage credit risk through a combination of: (i) customer due diligence and credit assessment procedures prior to contract acceptance; (ii) ongoing monitoring of customer payment behaviour and creditworthiness; (iii) application of the expected credit loss model under IFRS 9, using a provision matrix based on our historical credit loss experience adjusted for forward-looking factors; and (iv) maintaining close relationships with our key customers to facilitate timely collection. During the Track Record Period, the majority of our customers were SOEs, government entities or private enterprises with established creditworthiness, and we did not experience any material defaults.

For trade and bills receivables, we transact only with recognised and creditworthy customers, and we do not require collateral. It is our policy that all customers who wish to trade on credit terms are subject to credit verification procedures, which include an assessment of their financial position, payment history and industry reputation. In addition, receivable balances are monitored on an ongoing basis to minimise our exposure to bad debts. Our exposure to credit risk is also influenced by the general economic conditions in the PRC, particularly in the regions where our customers operate. We believe that the credit risk inherent in our outstanding trade receivable balances is manageable given the credit quality of our customer base.

We measure loss allowances for trade and bills receivables at an amount equal to lifetime expected credit losses, calculated using a provision matrix. The provision rates are based on days past due for groupings of customer segments with similar loss patterns, taking into account factors such as customer type, geographic location and historical default rates. The provision matrix is calibrated using forward-looking information, including forecasts of macroeconomic conditions that may affect the ability of our customers to settle their obligations. We do not provide any guarantees which would expose us to credit risk.

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For cash and cash equivalents, time deposits, restricted cash and financial assets including prepayments, deposit and other receivables, we adopt the general approach for expected credit loss assessment. We consider that these financial assets have not exhibited any significant increase in credit risk since initial recognition, and accordingly, we measure loss allowances at 12-month expected credit losses. We regularly review the recoverability of these financial assets based on the financial condition of the counterparties, historical collection experience and current market conditions.

For further information relating to our credit risk, including the carrying amounts of our financial assets and details of our impairment assessment, see Note 41 of the Accountants’ Report in Appendix I to this document.

Liquidity Risk

Liquidity risk is the risk that our Group will encounter difficulties in meeting our financial obligations as they fall due. In the management of liquidity risk, our Group monitors and maintains a level of cash and cash equivalents deemed adequate by our management to finance our operations and to mitigate the effects of fluctuations in cash flows. Our finance department maintains rolling cash flow forecasts and monitors the maturity profile of our financial liabilities to ensure that sufficient liquidity is maintained to meet our operational and financing needs. We support our liquidity through a combination of: (i) cash generated from operating activities; (ii) bank borrowings, including revolving credit facilities; (iii) factored receivable financing arrangements with creditworthy counterparties; and (iv) equity financing, including the [REDACTED] from the [REDACTED]. Our Directors believe that, taking into account the financial resources available to us, including our cash and cash equivalents on hand, available banking facilities and the estimated net [REDACTED] from the [REDACTED], we have sufficient working capital for our present requirements and for at least the next 12 months from the date of this document.

Interest Risk

The Group’s exposure to interest rate risk relates to its interest-bearing borrowings. All of the Group’s borrowings carry fixed interest rates. Consequently, the Group is not exposed to cash flow interest rate risk arising from fluctuations in market interest rates. Changes in market interest rates would not have a material impact on the Group’s profit before tax or equity.

DIVIDENDS

We are a joint stock company incorporated under the laws of the PRC. Any distribution of dividends by our Company is subject to the provisions of our Articles of Association and the relevant PRC laws and regulations. The payment and amount of any dividends are at the discretion of our Directors, who will consider various factors including: (i) our actual and projected financial condition, cash flow position and working capital requirements; (ii) our capital expenditure plans and future expansion needs; (iii) the level of our distributable reserves; (iv) general economic conditions and our business outlook; and (v) any other factors that our Directors deem relevant. Our Directors may recommend dividends, but such dividends must be declared by way of an ordinary resolution of our shareholders. Dividends may only be paid out of our distributable profits and reserves as permitted under the PRC Company Law and our Articles of Association.

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Under the PRC Company Law and our Articles of Association, we are required to set aside 10% of our after-tax profits (as determined under PRC accounting standards) as statutory surplus reserve until the cumulative reserve reaches 50% of our registered capital. The statutory surplus reserve may be used to offset accumulated losses or to increase our registered capital by way of capitalisation, but is not available for dividend distribution except in the case of liquidation. In addition, we may, subject to the approval of our shareholders, set aside discretionary surplus reserves from our distributable profits. Any remaining after-tax profits after such allocations, together with any retained earnings brought forward from prior years, constitute our distributable profits available for dividend distribution. As we recorded accumulated losses during the Track Record Period, we did not have distributable reserves available for dividend distribution as at December 31, 2025.

During the Track Record Period, we did not declare or pay any dividends, as we did not have distributable profits and reserves lawfully available for distribution due to our accumulated losses. Our Directors have no present intention to recommend or declare any dividends in the immediate future prior to the [REDACTED], as we intend to retain our earnings to fund the continued growth and expansion of our business. Following the [REDACTED], our Directors may, subject to the factors described above and the approval of our shareholders, recommend the payment of dividends. However, we cannot assure you that dividends of any particular amount will be declared or distributed in any year, or at all.

WORKING CAPITAL CONFIRMATION

Taking into account the financial resources available to us, including our cash and cash equivalents on hand, bank facilities, cash flows generated from our operation and the estimated net [REDACTED] from the [REDACTED], our Directors are of the view that we have sufficient working capital to meet our present requirements and for the next 12 months from the date of this document.

DISTRIBUTABLE RESERVES

As at December 31, 2025, our Company did not have distributable reserves.

[REDACTED] EXPENSE

[REDACTED] expenses consist of professional fees, [REDACTED] commissions and other fees incurred in connection with the [REDACTED]. During the Track Record Period, no [REDACTED] expenses were incurred. We expect to incur [REDACTED] expenses of HK\$[REDACTED] million (based on the mid-point of the indicative [REDACTED] range), which accounts for [REDACTED]% of the gross [REDACTED] from the [REDACTED].

We estimate the [REDACTED] expenses to consist of (i) [REDACTED]-related expenses (including but not limited to commissions and fees) of HK\$[REDACTED] million, and (ii) non-[REDACTED]-related expenses of HK\$[REDACTED] million, including (a) fees and expenses of legal advisers and reporting accountants of HK\$[REDACTED] million, and (b) other fees and expenses of HK\$[REDACTED] million. Among of the total [REDACTED] expenses, HK\$[REDACTED] million will be directly attributable to the issue of our Shares, which will be deducted from equity upon the completion of the [REDACTED], and the remaining HK\$[REDACTED] million will be expensed in our consolidated statements of profit or loss and other

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comprehensive income. We expect to incur HK\$[REDACTED] million which is expected to be charged to our consolidated statements of profit or loss and other comprehensive income for the year ending December 31, 2026. As a result of the expected increase in [REDACTED] expenses, our Group expects a decrease in net profit for the year ending December 31, 2026.

UNAUDITED [REDACTED] STATEMENT OF ADJUSTED NET TANGIBLE ASSETS

The following is an illustrative statement of the unaudited [REDACTED] adjusted consolidated net tangible assets which has been prepared in accordance with Rule 4.29 of the Listing Rules for the purpose of illustrating the effect of the [REDACTED] as if it had taken place on December 31, 2025 and based on the consolidated net tangible liabilities attributable to equity holders of our Company as at December 31, 2025 as shown in the Accountants’ Report in Appendix I to this document, and adjusted as described below.

The unaudited [REDACTED] statement of adjusted consolidated net tangible assets has been prepared for illustrative purposes only and, because of its hypothetical nature, it may not give a true picture of the consolidated net tangible assets of us had the [REDACTED] been completed as at December 31, 2025 or at any future dates.

[REDACTED]

FINANCIAL INFORMATION

[REDACTED]

For more details, please refer to the Unaudited [REDACTED] Financial Information in Appendix II to this document.

RECENT DEVELOPMENT AND NO MATERIAL ADVERSE CHANGE

Subsequent to the Track Record Period and up to the date of this document, our Directors confirmed that there were no material changes to our business model, revenue structure and cost structure. Our principal business remained to be the provision of decision intelligence solutions in the PRC.

After February 28, 2026, we reversed our net liabilities position to a net assets position. This turnaround was primarily attributable to (i) the termination of our redemption liabilities upon our Pre-[REDACTED] Investors entering into the termination agreement on special rights of Shares on February 28, 2026; and (ii) decrease in interest-bearing bank loan as at April 30, 2026. As compared to net current liabilities of RMB125.8 million as at December 31, 2025, we had net current assets of RMB102.2 million as at April 30, 2026, consisting of current assets of RMB422.7 million and current

FINANCIAL INFORMATION

liabilities of RMB320.5 million. Based on the unaudited financial information, during the four months ended April 30, 2026, we recorded a decrease in revenue from the provision of decision intelligence solutions, primarily attributable to the decrease in completed projects as compared to the corresponding period in 2025. Despite the decrease in revenue, our Group recorded an increase in gross profit margin for the four months ended April 30, 2026 as compared to the corresponding period in 2025, primarily attributable to the reduction in costs incurred for projects with less technical complexity.

Our Directors confirm that, as at the date of this document, save for the [REDACTED] expenses in connection with the [REDACTED] and save as disclosed above, there had been no material adverse change in our financial or trading position or prospects since December 31, 2025, being the end date of the years reported in Appendix I to this document, and there is 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.

DISCLOSURE UNDER RULES 13.13 TO 13.19 OF THE LISTING RULES

Our Directors confirm that, except as otherwise disclosed in this document, as of the Latest Practicable Date, there was no circumstance that would give rise to a disclosure requirement under Rules 13.13 to 13.19 of the Listing Rules.

FUTURE PLANS AND USE OF [REDACTED]

FUTURE PLANS

Please refer to the paragraph headed “Business — Our business strategies” in this document for a detailed description of our future plans.

USE OF [REDACTED]

After deducting the [REDACTED] commissions and other estimated [REDACTED] expenses payable by us in connection with the [REDACTED], and assuming an [REDACTED] of HK\$[REDACTED] per Share (being the mid-point of the indicative [REDACTED] range of HK\$[REDACTED] and HK\$[REDACTED]), we estimate that we will receive net [REDACTED] of approximately HK\$[REDACTED] million (equivalent to RMB[REDACTED] million) from the [REDACTED].

We intend to use the net [REDACTED] from the [REDACTED] for the purposes and in the amounts set forth below:

- (i) Approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our R&D capability to improve the performance and functionality of our decision intelligence solutions while expanding our solution portfolio to address the evolving needs of our customers. In particular:
 - (a) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for implementing our R&D projects to strengthen and advance our Data Agent Graph with a focus on strengthening our capabilities in knowledge graph, data integration and transformation, privacy-preserving computing technologies and data security technology through enhanced computing capabilities;
 - (b) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our R&D infrastructure and establishing additional R&D centers, in particular: (1) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our computing infrastructure, hardware and R&D software platform, including building GPU computing clusters and acquiring additional storage devices and security equipment; (2) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million) will be used for performing data annotation, cleansing and governance for model training; (3) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million) will be used for upgrading our R&D tools and software platforms; (4) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million) will be used for expanding the scale and size of our Beijing R&D centre, and leasing additional premises for establishing additional regional R&D centres in East China. With higher computing power and enhanced R&D infrastructure, we will be able to conduct more sophisticated algorithmic modelling, data fusion analysis and intelligent decision-making; and

FUTURE PLANS AND USE OF [REDACTED]

- (c) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our R&D collaboration with laboratories of renowned universities, and establishing joint laboratories with universities and research institutes, conducting collaborative frontier technology research, as well as participating in algorithm competitions and open-source communities. During the Track Record Period, we had fostered R&D collaboration with renowned universities, including Peking University, to advance research in graph technologies. In the next three to five years, we plan to collaborate with research teams of universities in several areas including computer science, information technology and AI to enhance our graph technologies and natural language processing;
- (ii) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for recruiting R&D talents with expertise in the technologies that underpin our decision intelligence solutions and expand our R&D team as a result of our proposed establishment of additional R&D centres to (1) advance and upgrade our technologies and solutions; and (2) strengthen our on-site solution deployment capacity in view of the anticipated increase in demand for our decision intelligence solutions and the diversifying application scenarios of our solutions. By attracting top-tier talents in these specialized fields, we aim to continuously advance our proprietary Data Agent Graph technology, enhance our service efficiency and improve customer satisfaction.
- (iii) Approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for increasing our marketing efforts and expanding our market share. In particular:
 - (a) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for strengthening our market presence, including upgrading our official website, participating in or hosting of domestic and international industry summits and exhibitions, advertising across media channels and participation in the formulation of national and industry standard;
 - (b) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for exploring overseas market, including research for identification of suitable potential pilot markets, preparation of promotion materials for entering overseas market, advertising on overseas social media; and
 - (c) approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for establishing sales centers and expanding our sales and marketing team to grow our customer base and establish our presence in targeted regions in the PRC, including East China, thereby enhancing our localised service capabilities, strengthening customer relationships and improving market responsiveness;
- (iv) Approximately [REDACTED]%, or HK\$[REDACTED] million (equivalent to RMB[REDACTED] million), will be used for working capital and general corporate purposes.

To the extent that the net [REDACTED] from the [REDACTED] are either more or less than expected, we will adjust our allocation of the net [REDACTED] for the above purposes on a pro rata basis.

FUTURE PLANS AND USE OF [REDACTED]

To the extent that the net [REDACTED] of the [REDACTED] are not immediately used for the above purposes or if we are unable to effect any part of our future development plans as intended, we will only deposit such funds into short-term interest-bearing accounts at licensed commercial banks and/or other authorized financial institutions (as defined under the SFO or the applicable laws and regulations in other jurisdictions). In such event, we will comply with the appropriate disclosure requirements under the Listing Rules.

In the event that the [REDACTED] is exercised in full, we estimate that we will receive additional net [REDACTED] from the sales of these additional [REDACTED] of approximately HK\$[REDACTED] million, after deducting the [REDACTED] commissions and other estimated [REDACTED] expenses payable by us and assuming an [REDACTED] of HK\$[REDACTED] per Share, being the mid-point of the proposed [REDACTED] range of HK\$[REDACTED] to HK\$[REDACTED]. In the event that the [REDACTED] is set at the low-end of the proposed [REDACTED] range and the [REDACTED] is exercised in full, our Company will receive additional net [REDACTED] of approximately HK\$[REDACTED] million. In the event that the [REDACTED] is set at the high-end of the proposed [REDACTED] range and the [REDACTED] is exercised in full, our Company will receive net [REDACTED] of approximately HK\$[REDACTED] million. The allocation of the additional net [REDACTED] will be used in the same proportions as set out above.

Assuming the [REDACTED] is not exercised at all, and in the event that the [REDACTED] is set at the highest or lowest point of the indicative [REDACTED] range, the net [REDACTED] to be received from the [REDACTED] will increase or decrease by approximately HK\$[REDACTED] million, respectively. In such event, the net [REDACTED] will be used in the same proportions as disclosed above.

If any part of our development plan does not proceed as planned for reasons such as changes in government policies that would hinder the development of any of our projects, or the occurrence of force majeure events, the Directors will carefully evaluate the situation and may reallocate the net [REDACTED] from the [REDACTED]. We will issue an announcement in the event that there is any material change in the use of [REDACTED] of the [REDACTED] as described above.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

[REDACTED]

STRUCTURE OF THE [REDACTED]

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HOW TO APPLY FOR [REDACTED]

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HOW TO APPLY FOR [REDACTED]

[REDACTED]

HOW TO APPLY FOR [REDACTED]

[REDACTED]

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[REDACTED]

HOW TO APPLY FOR [REDACTED]

[REDACTED]

APPENDIX I

ACCOUNTANTS’ REPORT

ACCOUNTANTS’ REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF BEIJING RONGXIN DATAINFO SCIENCE AND TECHNOLOGY CO., LTD. AND RAINBOW CAPITAL (HK) LIMITED

INTRODUCTION

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

DIRECTORS’ RESPONSIBILITY FOR THE HISTORICAL FINANCIAL INFORMATION

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

REPORTING ACCOUNTANTS’ RESPONSIBILITY

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

Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants’ judgement, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity’s preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information, in order to design procedures that are appropriate in the

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ACCOUNTANTS’ REPORT

circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. Our work also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the Historical Financial Information.

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

OPINION

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

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

Adjustments

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

Dividends

We refer to note 11 to the Historical Financial Information which states that no dividends have been paid by the Company in respect of the Relevant Periods.

[●]

Certified Public Accountants

Hong Kong

[●] 2026

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ACCOUNTANTS’ REPORT

I HISTORICAL FINANCIAL INFORMATION

Preparation of Historical Financial Information

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

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

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

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ACCOUNTANTS’ REPORT

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Notes	Year ended 31 December		
		2023	2024	2025
		<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
REVENUE	5	279,832	281,009	380,562
Cost of sales		<u>(170,591)</u>	<u>(173,138)</u>	<u>(245,444)</u>
Gross profit		109,241	107,871	135,118
Other income and gains	5	916	842	191
Selling and marketing expenses		(12,230)	(7,394)	(9,273)
Administrative expenses		(21,757)	(13,736)	(11,501)
Research and development expenses		(41,813)	(44,514)	(43,308)
Impairment losses on financial assets and contract assets, net		(4,886)	(1,961)	(14,440)
Other expenses		(105)	(1,706)	(499)
Finance costs	7	(4,690)	(3,154)	(6,330)
Fair value changes of redemption liabilities		<u>(3,244)</u>	<u>(250)</u>	<u>(3,863)</u>
PROFIT BEFORE TAX	6	21,432	35,998	46,095
Income tax expense	10	<u>(3,523)</u>	<u>(5,778)</u>	<u>(8,411)</u>
PROFIT FOR THE YEAR		<u>17,909</u>	<u>30,220</u>	<u>37,684</u>
Attributable to:				
Owners of the parent		17,952	30,395	37,687
Non-controlling interest		<u>(43)</u>	<u>(175)</u>	<u>(3)</u>

APPENDIX I

ACCOUNTANTS’ REPORT

	Note	Year ended 31 December		
		2023	2024	2025
		RMB’000	RMB’000	RMB’000
PROFIT FOR THE YEAR		<u>17,909</u>	<u>30,220</u>	<u>37,684</u>
OTHER COMPREHENSIVE INCOME				
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:		—	—	—
Impairment loss recognised for trade receivables at fair value through other comprehensive income		116	1,745	1,053
Fair value changes of trade receivables at fair value through other comprehensive income		<u>(116)</u>	<u>(1,745)</u>	<u>(1,053)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>17,909</u>	<u>30,220</u>	<u>37,684</u>
Attributable to:				
Owners of the parent		17,952	30,395	37,687
Non-controlling interest		<u>(43)</u>	<u>(175)</u>	<u>(3)</u>
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	12			
Basic (RMB per share)		<u>0.23</u>	<u>0.37</u>	<u>0.46</u>
Diluted (RMB per share)		<u>0.19</u>	<u>0.27</u>	<u>0.38</u>

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ACCOUNTANTS’ REPORT

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		As at 31 December		
	Notes	2023	2024	2025
		RMB'000	RMB'000	RMB'000
NON-CURRENT ASSETS				
Property, plant and equipment	13	720	490	482
Right-of-use assets	15(a)	7,139	4,894	3,008
Intangible assets	14	172	45	—
Investment in an associate	17	—	—	400
Trade receivables	19	—	—	4,547
Prepayments, deposits and other receivables	22	695	1,085	1,698
Deferred tax assets	31	1,033	1,323	2,815
Total non-current assets		9,759	7,837	12,950
CURRENT ASSETS				
Inventories	18	27,233	33,934	36,653
Trade and bills receivables	19	137,941	132,094	195,567
Trade receivables at fair value through other comprehensive income	20	5,884	80,059	95,723
Contract assets	21	—	954	6,015
Prepayments, deposits and other receivables	22	8,504	13,202	31,320
Financial assets at fair value through profit or loss	23	1,500	1,274	1,220
Time deposits	24	—	10	—
Restricted cash	24	1	—	653
Cash and cash equivalents	24	33,275	27,993	65,804
Total current assets		214,338	289,520	432,955
CURRENT LIABILITIES				
Trade payables	25	97,489	113,310	90,040
Contract liabilities	29	17,627	10,043	22,089
Other payables and accruals	26	8,397	10,855	29,804
Interest-bearing bank and other borrowings	27	67,081	92,742	189,927
Redemption liabilities	28	214,177	214,427	218,290
Lease liabilities	15(b)	1,934	2,014	1,427
Tax payable		2,601	4,727	6,955
Provision	30	169	172	181
Total current liabilities		409,475	448,290	558,713
NET CURRENT LIABILITIES		(195,137)	(158,770)	(125,758)
TOTAL ASSETS LESS CURRENT LIABILITIES		(185,378)	(150,933)	(112,808)

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ACCOUNTANTS’ REPORT

		As at 31 December		
	Notes	2023	2024	2025
		RMB'000	RMB'000	RMB'000
NON-CURRENT LIABILITIES				
Interest-bearing bank and other borrowings	27	—	6,238	6,628
Lease liabilities	15	3,543	1,528	318
Total non-current liabilities		3,543	7,766	6,946
Net liabilities		(188,921)	(158,699)	(119,754)
EQUITY				
Equity attributable to owners of the parent				
Paid-in capital	32	40,501	40,501	40,501
Deficits	33	(229,600)	(199,203)	(160,255)
		(189,099)	(158,702)	(119,754)
Non-controlling interests		178	3	—
Deficiency in assets		(188,921)	(158,699)	(119,754)

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ACCOUNTANTS’ REPORT

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Year ended 31 December 2023

	Attributable to owners of the parent					Non-controlling interests	Total deficits
	Paid-in capital	Capital reserve	Share-based payment reserve	Accumulated losses	Total		
	<i>RMB'000</i> <i>(note 32)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
As at 1 January 2023	37,405	(69,542)	37,150	(207,916)	(202,903)	521	(202,382)
Profit for the year	—	—	—	17,952	17,952	(43)	17,909
Total comprehensive income for the year	—	—	—	17,952	17,952	(43)	17,909
Acquisition of non-controlling interests	—	—	—	—	—	(300)	(300)
Capital contribution by shareholders	3,096	44,904	—	—	48,000	—	48,000
Recognition of redemption liabilities on ordinary shares	—	(53,000)	—	—	(53,000)	—	(53,000)
Share-based payments (note 34)	—	—	852	—	852	—	852
As at 31 December 2023	<u>40,501</u>	<u>(77,638)*</u>	<u>38,002*</u>	<u>(189,964)*</u>	<u>(189,099)</u>	<u>178</u>	<u>(188,921)</u>

Year ended 31 December 2024

	Attributable to owners of the parent					Non-controlling interests	Total deficits
	Paid-in capital	Capital reserve	Share-based payment reserve	Accumulated losses	Total		
	<i>RMB'000</i> <i>(note 32)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
As at 1 January 2024	40,501	(77,638)	38,002	(189,964)	(189,099)	178	(188,921)
Profit for the year	—	—	—	30,395	30,395	(175)	30,220
Total comprehensive income for the year	—	—	—	30,395	30,395	(175)	30,220
Share-based payments (note 34)	—	—	2	—	2	—	2
As at 31 December 2024	<u>40,501</u>	<u>(77,638)*</u>	<u>38,004*</u>	<u>(159,569)*</u>	<u>(158,702)</u>	<u>3</u>	<u>(158,699)</u>

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Year ended 31 December 2025

	Attributable to owners of the parent					Non-controlling interests	Total deficits
	Paid-in capital	Capital reserve	Share-based payment reserve	Accumulated losses	Total		
	<i>RMB'000</i> <i>(note 32)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i> <i>(note 33)</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
As at 1 January 2025	40,501	(77,638)	38,004	(159,569)	(158,702)	3	(158,699)
Profit for the year	—	—	—	37,687	37,687	(3)	37,684
Total comprehensive income for the year	—	—	—	37,687	37,687	(3)	37,684
Share-based payments (note 34)	—	—	1,261	—	1,261	—	1,261
As at 31 December 2025	<u>40,501</u>	<u>(77,638)*</u>	<u>39,265*</u>	<u>(121,882)*</u>	<u>(119,754)</u>	<u>—</u>	<u>(119,754)</u>

* These reserve accounts comprise the consolidated deficits of RMB229,600,000, RMB199,203,000 and RMB160,255,000 in the consolidated statements of financial position as at 31 December 2023, 2024 and 2025, respectively.

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ACCOUNTANTS’ REPORT

CONSOLIDATED STATEMENTS OF CASH FLOWS

		Year ended 31 December		
	Notes	2023	2024	2025
		RMB'000	RMB'000	RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		21,432	35,998	46,095
Adjustments for:				
Finance costs	7	4,690	3,154	6,330
Fair value changes of redemption liabilities	28	3,244	250	3,863
Interest income	5	(111)	(56)	(156)
Fair value loss on financial assets at fair value through profit or loss, net		—	226	54
Loss on disposal of items of property, plant and equipment	6	104	—	—
Gains on termination of leases	5	(41)	—	—
Depreciation of property, plant and equipment	6	154	230	239
Depreciation of right-of-use assets	6	2,195	2,245	2,224
Amortisation of intangible assets	6	188	127	45
Impairment of trade receivables, net	6	4,764	185	13,096
Impairment of other receivables, net	6	10	5	74
Impairment of trade receivables at fair value through other comprehensive income, net	6	116	1,745	1,053
Write-down of inventories to net realisable value	6	530	520	—
(Reversal of impairment)/impairment of contract assets, net	6	(4)	26	217
Share-based payment expenses	34	852	2	1,261
Increase in inventories		(17,670)	(7,221)	(2,719)
Decrease/(increase) in restricted cash		—	1	(653)
(Increase)/decrease in trade and bills receivables		(86,389)	5,662	(81,141)
Increase in trade receivables at fair value through other comprehensive income		(6,000)	(75,920)	(37,518)
Decrease/(increase) in contract assets		221	(980)	(5,278)
Increase in prepayments, deposits and other receivables		(1,840)	(5,243)	(15,931)
(Decrease)/increase in contract liabilities		(8,428)	(7,584)	12,046
Increase/(decrease) in trade payables		2,519	15,821	(23,270)
(Decrease)/increase in other payables and accruals		(1,906)	1,908	6,359
Increase in provision		6	3	9
Cash used in operations		(81,364)	(28,896)	(73,701)
Interest received		111	56	12
Income tax paid		(2,730)	(3,942)	(7,675)
Net cash flows used in operating activities		(83,983)	(32,782)	(81,364)

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		Year ended 31 December		
	Notes	2023	2024	2025
		RMB'000	RMB'000	RMB'000
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions of financial assets at fair value through profit or loss		(1,500)	—	—
Additions of time deposits		—	(10)	—
Purchases of items of property, plant and equipment		(1,006)	—	(261)
Proceeds from maturity of time deposits		—	—	10
Payment for investment in an associate		—	—	(400)
Advances of loans to a director		—	—	(5,000)
Repayment of loans from a director		—	—	1,870
Net cash flows used in investing activities		(2,506)	(10)	(3,781)
CASH FLOWS FROM FINANCING ACTIVITIES				
New bank and other borrowings		69,000	110,000	229,409
Repayment of bank borrowings		(64,748)	(78,113)	(113,937)
Loans provided from related parties		—	550	10,800
Loans provided from other party		—	—	1,990
Repayment of loans provided from related parties		—	—	(200)
Interest paid		(2,445)	(2,950)	(3,337)
Lease payments		(4,142)	(2,127)	(2,224)
Payments of lease deposits		(708)	(3)	(26)
Refund of lease deposits		277	153	481
Capital contribution by shareholders	32	48,000	—	—
Payment for share issue expenses		(2,011)	—	—
Acquisition of non-controlling interests		(300)	—	—
Net cash flows from financing activities		42,923	27,510	122,956
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS				
Cash and cash equivalents at beginning of year		(43,566)	(5,282)	37,811
		76,841	33,275	27,993
CASH AND CASH EQUIVALENTS AT END OF YEAR				
		33,275	27,993	65,804
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS				
Cash and bank balances	24	33,275	27,993	65,804
Cash and cash equivalents as stated in the consolidated statements of financial position	24	33,275	27,993	65,804

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STATEMENTS OF FINANCIAL POSITION

		As at 31 December		
	Notes	2023	2024	2025
		RMB'000	RMB'000	RMB'000
NON-CURRENT ASSETS				
Property, plant and equipment	13	720	490	482
Right-of-use assets	15(a)	6,884	4,818	2,863
Intangible assets	14	172	45	—
Investment in a subsidiary	16	10,000	10,000	10,000
Trade receivables	19	—	—	4,547
Prepayments, deposits and other receivables	22	662	1,051	1,664
Deferred tax assets	31	1,033	1,323	2,815
Total non-current assets		19,471	17,727	22,371
CURRENT ASSETS				
Inventories	18	18,625	25,875	18,612
Trade and bills receivables	19	133,266	119,828	183,758
Trade receivables at fair value through other comprehensive income	20	5,884	80,059	95,723
Contract assets	21	—	—	5,767
Prepayments, deposits and other receivables	22	39,116	41,158	64,662
Financial assets at fair value through profit or loss	23	1,500	1,274	1,220
Time deposits	24	—	10	—
Restricted cash	24	1	—	653
Cash and cash equivalents	24	4,638	17,010	55,290
Total current assets		203,030	285,214	425,685
CURRENT LIABILITIES				
Trade payables	25	104,960	111,563	74,548
Contract liabilities	29	17,627	10,043	18,870
Other payables and accruals	26	11,892	25,644	52,065
Interest-bearing bank and other borrowings	27	67,081	92,742	189,927
Redemption liabilities	28	214,177	214,427	218,290
Lease liabilities	15(b)	1,654	2,014	1,320
Tax payable		818	4,660	6,935
Provision	30	169	172	181
Total current liabilities		418,378	461,265	562,136

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	Notes	As at 31 December		
		2023	2024	2025
		<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
NET CURRENT LIABILITIES		<u>(215,348)</u>	<u>(176,051)</u>	<u>(136,451)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(195,877)</u>	<u>(158,324)</u>	<u>(114,080)</u>
NON-CURRENT LIABILITIES				
Interest-bearing bank and other borrowings	27	—	6,238	6,628
Lease liabilities	15(b)	<u>3,543</u>	<u>1,528</u>	<u>318</u>
Total non-current liabilities		<u>3,543</u>	<u>7,766</u>	<u>6,946</u>
Net liabilities		<u>(199,420)</u>	<u>(166,090)</u>	<u>(121,026)</u>
EQUITY				
Paid-in capital	32	40,501	40,501	40,501
Deficits	33	<u>(239,921)</u>	<u>(206,591)</u>	<u>(161,527)</u>
Deficiency in assets		<u>(199,420)</u>	<u>(166,090)</u>	<u>(121,026)</u>

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II NOTES TO THE HISTORICAL FINANCIAL INFORMATION

1. CORPORATE INFORMATION

Beijing Rongxin Datainfo Science and Technology Co., Ltd. (the “Company”) was established as a limited liability in Shenzhen, the People’s Republic of China (the “PRC”) on 12 August 2015. It was converted into a joint stock company with limited liability on 20 April 2026. The registered office address of the Company is Room 4010, 4th Floor, No. 6 Chuangye Road, Shangdi Information Industry Base, Haidian District, Beijing.

In the opinion of the directors, the Company’s controlling shareholders, comprised (i) Mr. YU Xiaobo, Mr. CHENG Lili and Mr. LI Shangxiao; (ii) Yancheng Rongfucheng Information Technology Center (Limited Partnership) (“Rongfucheng”), which is controlled by Mr. YU Xiaobo, Mr. CHENG Lili and Mr. LI Shangxiao collectively by virtue of the Acting-in-Concert Agreement; (iii) Shanghai Xintai Tiancheng Information Technology Center (Limited Partnership), an employee incentive platform controlled by Mr. YU Xiaobo; and (iv) Jiangsu Daihan Junge Technology Co., Ltd., a company wholly owned by Mr. YU Xiaobo, as at the end of the Relevant Periods.

During the Relevant Periods, the Company and its subsidiaries (together, the “Group”) were involved in providing decision intelligence solutions.

As at the date of this report, the Company had direct and indirect interests in its subsidiaries, all of which are private limited liability companies (or, if incorporated outside Hong Kong, have substantially similar characteristics to a private company incorporated in Hong Kong), the particulars of the principal subsidiaries are set out below:

Name	Place and date of registration/ incorporation and place of operations	Registered share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Beijing Rongxin Mathematical Technology Group Co., Ltd.*(北京融信數科科技集團有限公司) (note (a))	21 January 2021 PRC/Chinese Mainland	RMB 10,000,000	100%	—	Technical services and technical development
Beijing Rongxin Digital Intelligence Technology Co., Ltd.*(北京融信數智科技有限公司) (note (a))	20 September 2022 PRC/Chinese Mainland	RMB 1,000,000	—	100%	Technical services and technical development

* The English names of these companies registered in the PRC represent the best effort made by the directors of the Company to translate the Chinese names as these companies have not been registered with any official English names.

Note:

(a): The statutory financial statements of these entities for the years ended 31 December 2023 and 2024 prepared in accordance with China Accounting Standards for Business Enterprises, were audited by Beijing Zhong Ming Guo Cheng Accounting Firm (LLP) (北京中名國成會計師事務所(特殊普通合夥)), certified public accountants registered in the PRC. As at the date of this report, no audited statutory financial statements of these entities for the year ended 31 December 2025 have been prepared.

2.1 BASIS OF PREPARATION

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

The Historical Financial Information has been prepared under the historical cost convention except for certain financial instruments which have been measured at fair value.

Basis of consolidation

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

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

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group’s voting rights and potential voting rights.

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

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

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

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

Going concern basis

As at 31 December 2025, the Group recorded net current liabilities of RMB125,758,000 and net liabilities of RMB119,754,000. The net current liabilities primarily arose from the redemption liabilities in respect of the capital contribution of Pre-[REDACTED] Investors amounting to RMB218,290,000 being classified as current liabilities as at 31 December 2025. Pursuant to the agreements entered into by the Company and the Pre-[REDACTED] Investors on 28 February 2026, the redemption rights undertaken by the Company have been irrevocably terminated and will not be reinstated. Therefore, the redemption liabilities will be reclassified into equity in 2026.

In assessing the Group’s working capital adequacy to meet its current liabilities, the directors of the Company have considered all accessible financial resources, including existing cash and cash equivalents, the internally generated funds from operations and available bank facilities. The directors of the Company are of the opinion that the Group will have sufficient working capital to meet its financial liabilities and obligations as and when they fall due for the next twelve months from 31 December 2025, and accordingly, the Historical Financial Information has been prepared on a going concern basis.

2.2 ISSUED BUT NOT YET EFFECTIVE IFRS ACCOUNTING STANDARDS

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

IFRS 18	<i>Presentation and Disclosure in Financial Statements²</i>
IFRS 19 and its amendments	<i>Subsidiaries without Public Accountability: Disclosures²</i>
Amendments to IFRS 9 and IFRS 7	<i>Amendments to the Classification and Measurement of Financial Instruments¹</i>
Amendments to IFRS 9 and IFRS 7	<i>Contracts Referencing Nature-dependent Electricity¹</i>
Amendments to IFRS 10 and IAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture³</i>
Amendments to IAS 21	<i>Translation to a Hyperinflationary Presentation Currency²</i>
Annual Improvements to IFRS Accounting Standards — Volume 11	<i>Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7¹</i>

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

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

³ No mandatory effective date yet determined but available for adoption

Further information about those IFRS Accounting Standards that are expected to be applicable to the Group is described below.

The Group is in the process of making an assessment of the impact of these new and amended IFRS Accounting Standards upon initial application. So far, the Group considers that these new and amended IFRS Accounting Standards, except for IFRS 18, may result in changes in accounting policies but are unlikely to have a significant impact on the Group’s financial performance and financial position in the period of initial application. The application of IFRS 18 is not expected to have a material impact on the financial position of the Group but is expected to affect the presentation of the statement of profit or loss and other comprehensive income and statement of cash flows and disclosures in the future financial information. The Group will continue to assess the impact of IFRS 18 on the Group’s financial information.

2.3 MATERIAL ACCOUNTING POLICIES

Investment in associate

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

The Group’s investment in associate is stated in the consolidated statement of financial position at the Group’s share of net assets under the equity method of accounting, less any impairment losses.

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

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Fair value measurement

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

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

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

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

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

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

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

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

Impairment of non-financial assets

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

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

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

Related parties

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

- (a) the party is a person or a close member of that person’s family and that person
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

- (b) the party is an entity where any of the following conditions applies:
 - (i) the entity and the Group are members of the same group;
 - (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
 - (iii) the entity and the Group are joint ventures of the same third party;
 - (iv) one entity is a joint venture of a third entity, and the other entity is an associate of the third entity;
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group; and the sponsoring employers of the post-employment benefit plan;
 - (vi) the entity is controlled or jointly controlled by a person identified in (a);

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

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

Property, plant and equipment and depreciation

Property, plant and equipment, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

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

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

Computer equipment	33%
Office equipment	33%
Leasehold improvements	Shorter of remaining lease terms and estimated useful lives

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

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

Intangible assets (other than goodwill)

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

Software is stated at cost less any impairment losses and is amortised on the straight-line basis over its estimated useful life of 36 months.

Research and development costs

All research costs are charged to profit or loss as incurred.

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

Leases

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

Group as a lessee

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

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(a) Right-of-use assets

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

Buildings	2 to 5 years

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

(b) Lease liabilities

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

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

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

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

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

Investments and other financial assets

Initial recognition and measurement

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

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

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

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

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

Subsequent measurement

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

Financial assets at amortised cost (debt instruments)

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

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Financial assets at fair value through other comprehensive income (debt instruments)

For trade receivables at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

Financial assets at fair value through profit or loss

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

This category includes equity investments which the Group had not irrevocably elected to classify at fair value through other comprehensive income. Dividends on the equity investments are also recognised as other income in profit or loss when the right of payment has been established.

Derecognition of financial assets

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

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

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

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

Impairment of financial assets

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

General approach

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

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

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

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

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Trade receivables at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables and contract assets which apply the simplified approach as detailed below.

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

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

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

Simplified approach

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

For trade receivables and contract assets that contain a significant financing component, the Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

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

The Group’s financial liabilities include trade and other payables, redemption liabilities and interest-bearing bank and other borrowings.

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Subsequent measurement

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

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

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

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

Financial liabilities at fair value through profit or loss

Financial liabilities measured at fair value through profit or loss include redemption liabilities which are designated upon initial recognition as at fair value through profit or loss.

Financial liabilities designated upon initial recognition as at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. Gains or losses on liabilities designated at fair value through profit or loss are recognised in profit or loss, except for the gains or losses arising from the Group’s own credit risk which are presented in other comprehensive income with no subsequent reclassification to profit or loss.

Derecognition of financial liabilities

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

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

Offsetting of financial instruments

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

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Inventories

Inventories are stated at the lower of cost and net realisable value. Inventories primarily consist of contract fulfilment costs. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

Cash and cash equivalents

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

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above.

Provisions

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

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

Upon customer request, the Group’s agreements may include a warranty period typically for 12 months. During the warranty period, the Group provide maintenance services and technical support, addressing system failure, operational disruption, disaster recovery and data migration, etc. Provisions for these assurance-type warranties granted by the Group are initially recognised based on past experience of the level of maintenance services and technical support. The warranty-related cost is revised annually.

Income tax

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

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

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

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

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of taxable temporary differences associated with investments in subsidiaries and associate, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of deductible temporary differences associated with investments in subsidiaries and associate, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

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

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same

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taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Government grants

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

Revenue recognition

Revenue from contracts with customers

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

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

When the contract contains a financing component which provides the customer with a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in IFRS 15.

Decision intelligence solutions

Decision intelligence solutions consist primarily of the deployment of software, software-embedded hardware, hardware infrastructures, and the provision of integration services, all of these services or products are highly interdependent and interrelated with each other and represent multiple inputs to a combined output that is transferred to the customer. Accordingly, the decision intelligence solutions is accounted for as a single performance obligation and is recognized at a point in time when it is delivered to the customer’s designated place, inspected and accepted by the customer as a whole.

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The Group normally provides one-year warranty services which are accounted for as assurance-type warranty and recognised in provision. In some cases, the Group provides ongoing solution support services which represent a distinct service and is a separate performance obligation. The Group allocates a portion of the transaction price to the support services and recognises the allocated revenue over the period in which the support services are provided.

Gross versus net determination in revenue recognition

The determination of whether revenue should be reported on a gross or net basis is based on an assessment of whether the Group is acting as the principal or an agent in the transactions.

The Group follows the accounting guidance for principal-agent considerations to assess whether the Group controls the specified goods or services before they are transferred to the customer, the indicators of which include but are not limited to (a) whether the entity is primarily responsible for fulfilling the promise to provide the specified goods or services; (b) whether the entity has inventory risk before the specified goods or services have been transferred to a customer; and (c) whether the entity has latitude in establishing the prices for the specified goods or services.

The Group is a principal and records revenue on a gross basis if it controls promised goods or services before transferring the goods or services to the customer. Otherwise, the Group is an agent and records as revenue the net amount that it retains if its role is to arrange to provide the goods or services.

Other income

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

Contract assets

If the Group performs by transferring goods or services to a customer before being unconditionally entitled to the consideration under the contract terms, a contract asset is recognised for the earned consideration that is conditional. Contract assets are subject to impairment assessment, details of which are included in the accounting policies for impairment of financial assets. They are reclassified to trade receivables when the right to the consideration becomes unconditional.

Contract liabilities

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

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Contract costs

Other than the costs which are capitalised as inventories, property, plant and equipment and intangible assets, costs incurred to fulfil a contract with a customer are capitalised as an asset if all of the following criteria are met:

- (a) The costs relate directly to a contract or to an anticipated contract that the entity can specifically identify.
- (b) The costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- (c) The costs are expected to be recovered

The capitalised contract costs are amortised and charged to profit or loss on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. Other contract costs are expensed as incurred.

Share-based payments

The Group operates share award schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group’s operations. Employees (including directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services in exchange for equity instruments (“equity-settled transactions”).

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value of share awards granted is determined by an external valuer using probability weighted expected return method and valuation models. Further details are included in note 34 to the Historical Financial Information.

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

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

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

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

Other employee benefits

Pension scheme

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

Termination benefits

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

Borrowing costs

Borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Events after the reporting period

If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its financial statements, but will disclose the nature of the non-adjusting events and an estimate of their financial effects, or a statement that such an estimate cannot be made, if applicable.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

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

Judgements

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

Principal versus agent considerations

The Group determines whether it is a principal or an agent in providing goods or services to customers. To assess whether the Group controls the goods or services before they are transferred to the customer, the Group has considered various factors, including but not limited to whether the Group is (i) the primary obligor in the arrangement, (ii) has general inventory risk, (iii) has discretion in establishing the selling price.

Estimation uncertainty

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

Provision for expected credit losses on trade receivables and contract assets

The Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on aging for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group’s historical observed default rates. The Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group’s historical credit loss experience and forecast of economic conditions may also not be representative of a customer’s actual default in the future. The information about the ECLs on the Group’s trade receivables and contract assets is disclosed in note 19 and note 20 to the Historical Financial Information, respectively.

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Fair value of share-based payments

The equity-settled share-based payments were estimated based on fair value of the awards as at the date of grant using valuation model depending on the terms and conditions of the grant. This requires the Group to determine the most appropriate inputs to the valuation model and make assumptions about them. Further details are included in note 34 to the Historical Financial Information.

4. OPERATING SEGMENT INFORMATION

The Group manages its business as a whole for the purpose of making decisions on resource allocation and performance assessment, therefore, no operating segment information is presented.

Geographical information

All operating entities are domiciled in Chinese mainland. Since the revenues of the Group mainly derived from external customers based in Chinese mainland during the Relevant Periods and all the Group’s non-current assets is located in Chinese mainland, no further geographical information is presented.

Information about major customers

Revenue from each individual customer which accounted for 10% or more of the Group’s total revenue during the Relevant Periods is set out below.

	Year ended 31 December		
	2023	2024	2025
	RMB’000	RMB’000	RMB’000
Customer 1	*	82,413	36,974
Customer 2	*	*	76,499
Customer 3	31,568	*	*

* The corresponding revenue of these customers are not disclosed as the revenue individually did not account for 10% or more of the Group’s revenue during the corresponding period.

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5. REVENUE, OTHER INCOME AND GAINS

Revenue

An analysis of revenue is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Revenue from contracts with customers	<u>279,832</u>	<u>281,009</u>	<u>380,562</u>

Revenue from contracts with customers

(a) Disaggregated revenue information

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Types of goods or services			
Decision intelligence solutions	<u>279,832</u>	<u>281,009</u>	<u>380,562</u>
Timing of revenue recognition			
Services and goods transferred at a point in time	<u>279,832</u>	<u>281,009</u>	<u>380,562</u>

The following table shows the amounts of revenue recognised in the Relevant Periods that were included in the contract liabilities at the beginning each of the Relevant Periods:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:			
Decision intelligence solutions	24,143	16,716	8,169
Provision of support services	<u>—</u>	<u>8</u>	<u>34</u>
Total	<u>24,143</u>	<u>16,724</u>	<u>8,203</u>

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(b) Performance obligations

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

Decision intelligence solutions

The performance obligation is satisfied at point in time when the solution is delivered and accepted by the customer. Payments of 10% to 50% of the contract value are generally due within 90 days of contract signing, with the remaining balance payable upon the achievement of specified milestones or due 90 days after delivery and customer acceptance. For a limited number of customers, the Group grants a credit period over 1 year and the customers are required to pay based on the schedule agreed in the contracts.

For the contracts with customers, they are normally rendered in a short period of time, which is generally less than one year, and the Group has elected the practical expedient not to disclose the remaining performance obligations for these types of contracts.

Other income and gains

An analysis of other income and gains is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Other income			
Bank interest income	111	56	156
Government grants*	13	724	24
Additional deduction of value added tax	619	—	—
Others	132	62	11
Total other income	875	842	191
Gains			
Gain on termination of leases	41	—	—
Total	916	842	191

* The Group has received certain government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs. Such grants are recognized in profit or loss in the period in which they become receivable.

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6. PROFIT BEFORE TAX

The Group’s profit before tax is arrived at after charging/(crediting):

	Notes	Year ended 31 December		
		2023	2024	2025
		RMB’000	RMB’000	RMB’000
Cost of goods and services provided		170,591	173,138	245,444
Research and development expenses		41,813	44,514	43,308
Depreciation of property, plant and equipment**	13	154	230	239
Depreciation of right-of-use assets**	15(a)	2,195	2,245	2,224
Amortisation of intangible assets**	14	188	127	45
Loss on disposal of property, plant and equipment***		104	—	—
Lease payments in respect of short-term leases		921	286	243
Impairment of trade and bills receivables	19	4,764	185	13,096
Impairment of contract assets	21	(4)	26	217
Impairment of other receivables	22	10	5	74
Impairment of trade receivables at fair value through other comprehensive income, net	20	116	1,745	1,053
Total		4,886	1,961	14,440
Write-down of inventories to net realisable value*		530	520	—
Fair value changes of redemption liabilities	28	3,244	250	3,863
Fair value loss on financial assets at fair value through profit or loss, net***	23	—	226	54
Share-based payment expenses	34	852	2	1,261
Auditor’s remuneration		287	227	80
Employee benefit expenses (excluding directors’, supervisors’ and chief executive officer’s remuneration (note 8))				
— Wages and salaries		27,940	15,201	12,985
— Pension scheme contributions		3,275	1,548	1,478
— Share-based payment expenses		836	(430)	660
Total		32,081	16,319	15,123

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- * The amounts disclosed for cost of inventories sold included write-down of inventories to net realisable value.
- ** The depreciation of property, plant and equipment and right-of-use assets and amortisation of intangible assets are included in “Cost of sales”, “Selling and marketing expenses”, “Administrative expenses” and “Research and development expenses” in profit or loss.
- *** The amounts are included in “Other expenses” in profit or loss.

7. FINANCE COSTS

An analysis of finance costs is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Interest on bank and other borrowings	2,438	2,962	6,241
Interest on lease liabilities	241	192	89
Other finance expenses	2,011	—	—
Total	4,690	3,154	6,330

8. DIRECTORS’, SUPERVISORS’ AND CHIEF EXECUTIVE OFFICER’S REMUNERATION

Directors’, supervisors’ and chief executive officer’s remuneration as recorded during the Relevant Periods is set out below:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Fees	—	—	—
Other emoluments:			
Salaries, allowances and benefits in kind	1,858	1,317	1,455
Share-based payment expenses	16	432	601
Pension scheme contributions	222	174	187
Total	2,096	1,923	2,243

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(a) Independent non-executive directors

There were no emoluments payable to the independent non-executive directors during the Relevant Periods.

On 13 March 2026, Mr. MENG Qingguo, Mr. NG Kwun Wan and Ms. KWOK Lai Sheung were appointed as independent non-executive directors of the Company with effect from the [REDACTED] of the Company.

(b) Directors, supervisors and the chief executive officer

Year ended 31 December 2023

	Notes	Salaries, allowances and benefits in kind <i>RMB'000</i>	Pension scheme contributions <i>RMB'000</i>	Share-based payment expenses <i>RMB'000</i>	Total <i>RMB'000</i>
Executive directors:					
Mr. YU Xiaobo	(i)	237	29	—	266
Mr. CHENG Lili	(ii)	478	47	—	525
Mr. BAI Xiaojun	(iii)	—	—	—	—
Mr. ZHOU Yiyang	(iv)	—	—	—	—
Mr. HUANG Shang	(v)	—	—	—	—
Mr. WU Ning	(vi)	458	58	—	516
Mr. ZHANG Guangzhi	(vii)	305	38	—	343
Subtotal		<u>1,478</u>	<u>172</u>	<u>—</u>	<u>1,650</u>
Supervisors:					
Ms. LI Zhen	(viii)	214	29	17	260
Mr. LI Yongpan	(ix)	37	4	—	41
Mr. WANG Zhiqi	(x)	129	17	(1)	145
Subtotal		<u>380</u>	<u>50</u>	<u>16</u>	<u>446</u>
Total		<u>1,858</u>	<u>222</u>	<u>16</u>	<u>2,096</u>

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Year ended 31 December 2024

	Notes	Salaries, allowances and benefits in kind <i>RMB'000</i>	Pension scheme contributions <i>RMB'000</i>	Share-based payment expenses <i>RMB'000</i>	Total <i>RMB'000</i>
Executive directors:					
Mr. YU Xiaobo	(i)	256	34	—	290
Mr. FENG Chen	(xi)	—	—	—	—
Mr. ZHAO Kangjun	(xii)	116	14	460	590
Mr. ZHANG Guangzhi	(vii)	291	38	—	329
Mr. CHENG Lili	(ii)	467	66	—	533
Mr. HUANG Shang	(v)	—	—	—	—
Mr. ZHOU Yiyang	(iv)	—	—	—	—
Mr. WU Ning	(vi)	—	—	—	—
Mr. BAI Xiaojun	(iii)	—	—	—	—
Subtotal		<u>1,130</u>	<u>152</u>	<u>460</u>	<u>1,742</u>
Supervisors:					
Mr. LI Yongpan	(ix)	—	—	—	—
Mr. WANG Zhiqi	(x)	—	—	—	—
Ms. ZHAO Jiajia	(xiii)	151	17	2	170
Mr. LI Zhen	(viii)	<u>36</u>	<u>5</u>	<u>(30)</u>	<u>11</u>
Subtotal		<u>187</u>	<u>22</u>	<u>(28)</u>	<u>181</u>
Total		<u>1,317</u>	<u>174</u>	<u>432</u>	<u>1,923</u>

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ACCOUNTANTS’ REPORT

Year ended 31 December 2025

	Notes	Salaries, allowances and benefits in kind <i>RMB'000</i>	Pension scheme contributions <i>RMB'000</i>	Share-based payment expenses <i>RMB'000</i>	Total <i>RMB'000</i>
Executive directors:					
Mr. YU Xiaobo	(i)	284	38	—	322
Mr. FENG Chen	(xi)	—	—	—	—
Mr. ZHAO KangJun	(xii)	142	19	599	760
Mr. ZHANG Guangzhi	(vii)	344	38	—	382
Mr. CHENG Lili	(ii)	498	67	—	565
Mr. HUANG Shang	(v)	—	—	—	—
Mr. LIU Heng	(xiv)	—	—	—	—
Mr. BAI Xiaojun	(iii)	—	—	—	—
Subtotal		<u>1,268</u>	<u>162</u>	<u>599</u>	<u>2,029</u>
Supervisor:					
Ms. ZHAO Jiajia	(xiii)	<u>187</u>	<u>25</u>	<u>2</u>	<u>214</u>
Subtotal		<u>187</u>	<u>25</u>	<u>2</u>	<u>214</u>
Total		<u>1,455</u>	<u>187</u>	<u>601</u>	<u>2,243</u>

During the Relevant Periods, share awards were granted to certain directors through share incentive platforms, further details of which are included in the disclosures in note 32 to the Historical Financial Information. The fair value of such awarded shares, which has been recognised in profit or loss, was determined as at the date of grant and the amount included in the Historical Financial Information for the Relevant Periods is included in the above directors’ remuneration disclosures.

No emoluments were paid by the Company to the directors and supervisors as an inducement to join or upon joining the Company or as compensation for loss of office during the Relevant Periods.

Save for the disclosed above, there was no arrangement under which a director or the chief executive officer waived or agreed to waive any remuneration during the Relevant Periods.

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Notes:

- (i) Mr. YU Xiaobo was appointed as a director and the chief executive officer of the Company with effect from 14 March 2017.
- (ii) Mr. CHENG Lili was appointed as a director of the Company with effect from 14 March 2017.
- (iii) Mr. BAI Xiaojun was appointed as a director of the Company with effect from 27 November 2019 and resigned on 6 August 2025.
- (iv) Mr. ZHOU Yiyang was appointed as a director of the Company with effect from 14 March 2017 and resigned on 28 February 2024.
- (v) Mr. HUANG Shang was appointed as a director of the Company with effect from 27 April 2022 and resigned on 20 April 2026.
- (vi) Mr. WU Ning was appointed as a director of the Company with effect from 27 April 2022 and resigned on 28 February 2024.
- (vii) Mr. ZHANG Guangzhi was appointed as a director of the Company with effect from 27 April 2022.
- (viii) Ms. LI Zhen was appointed as a supervisor of the Company with effect from 14 March 2017 and resigned on 28 February 2024.
- (ix) Mr. LI Yongpan was appointed as a supervisor of the Company with effect from 27 April 2022 and resigned on 28 February 2024.
- (x) Mr. WANG Zhiqi was appointed as a director of the Company with effect from 27 April 2022 and resigned on 28 February 2024.
- (xi) Mr. FENG Chen was appointed as a director of the Company with effect from 28 February 2024 and resigned on 20 April 2026.
- (xii) Mr. ZHAO Kangjun was appointed as a director of the Company with effect from 28 February 2024.
- (xiii) Ms. ZHAO Jiajia was appointed as a supervisor of the Company with effect from 28 February 2024 and resigned on 20 April 2026.
- (xiv) Mr. LIU Heng was appointed as a director of the Company with effect from 6 August 2025 and resigned on 20 April 2026.

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9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the Relevant Periods included Nil director, 2 directors and 2 directors, respectively, details of whose remuneration are set out in note 8 above. Details of the remuneration for the remaining highest paid employees who are neither a director nor chief executive officer of the Company during the Relevant Periods are as follows:

	Year ended 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Salaries, allowances and benefits in kind	2,722	1,564	1,405
Share-based payment expenses	747	(12)	18
Pension scheme contributions	299	114	179
	<u>3,768</u>	<u>1,666</u>	<u>1,602</u>

The numbers of non-director and non-chief executive officer highest paid employees whose remuneration fell within the following bands are as follows:

	Year ended 31 December		
	2023	2024	2025
	<i>Numbers of employees</i>		
HK\$1 to HK\$500,000	—	—	2
HK\$500,001 to HK\$1,000,000	4	3	1
HK\$1,000,001 to HK\$1,500,000	1	—	—
	<u>5</u>	<u>3</u>	<u>3</u>

During the Relevant Periods, share awards were granted to certain highest paid employees in respect of their services and contributions to the Group, further details of which are set out in note 32 to the Historical Financial Information. The fair values of such awards, which has been recognised in profit or loss over the vesting, determined as at the date of grant and the amounts included in the Historical Financial Information for the Relevant Periods are included in the above highest paid employees’ remuneration disclosures.

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10. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled or operate.

Chinese Mainland

The provision for corporate income tax in Chinese mainland is based on the statutory rate of 25% of the taxable profits determined in accordance with the PRC Corporate Income Tax Law which was approved and became effective on 1 January 2008.

The Company was qualified as a high and new technology enterprise and was subject to income tax at a preferential tax rate of 15% during the Relevant Periods. This qualification is subject to review by the relevant governmental authority in the PRC every three years.

In 2023, certain subsidiaries was qualified as a Small Meagre-profit Enterprise and was entitled to a preferential income tax rate of 20% on the 25% of taxable income exceeding RMB1,000,000 but less than RMB3,000,000 from 1 January 2022 to 31 December 2023, and a preferential income tax rate of 20% on the 25% of taxable income not exceeding RMB3,000,000 from 1 January 2024 to 31 December 2027.

The income tax expense of the Group for the Relevant Periods is analysed as follows:

	Year ended 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Current income tax	3,936	6,068	9,903
Deferred income tax	(413)	(290)	(1,492)
Total tax charge for the year	<u>3,523</u>	<u>5,778</u>	<u>8,411</u>

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A reconciliation of the expected income tax calculated at the statutory tax rate and profit before income tax to the actual income tax at the effective tax rate is as follows:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Profit before tax	21,432	35,998	46,095
Tax charge at the statutory tax rate of 25%	5,358	9,000	11,524
Effect of lower statutory income tax rate	(1,801)	(3,299)	(3,998)
Tax losses utilised from previous periods	—	(6)	—
Additional deductible allowance for qualified research and development expenses*	(1,455)	(399)	(328)
Temporary differences and tax losses not recognised	53	158	299
Expenses not deductible for tax	1,368	324	914
Tax charge at the Group’s effective tax rate	3,523	5,778	8,411

* According to the PRC Corporate Income Tax regulations, the Company and certain subsidiaries of the Group were entitled to an additional deduction of 100% of qualified R&D expenses from taxable income for the Relevant Periods.

11. DIVIDENDS

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

12. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amounts was based on the profit attributable to ordinary equity holders of the parent and the weighted average numbers of ordinary shares outstanding during the Relevant Periods.

The weighted average number of ordinary shares in issue for the Relevant Periods before the conversion into a joint stock company was determined by assuming that the paid-in capital had been fully converted into share capital at the same conversion ratio of 1:1 as upon transformation into a joint stock company in April 2026. The additional shares transferred from capital reserve in June 2026 are treated as if it had occurred before the beginning of 2023, the earliest period presented, for the earnings per share calculation.

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The calculation of the diluted earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the parent, adjusted to reflect the changes on redemption liabilities. The weighted average numbers of ordinary shares used in the calculation are the number of ordinary shares outstanding during the Relevant Periods, as used in the basic earnings per share calculation, and the weighted average numbers of ordinary shares assumed to have been issued at no consideration on the deemed conversion of all dilutive ordinary shares with redemption features.

The calculation of basic earnings per share is based on:

	Year ended 31 December		
	2023	2024	2025
Earnings			
Profit attributable to ordinary equity holders of the parent, used in the basic earnings per share calculation (RMB’000)	17,952	30,395	37,687
Add: Fair value changes of redemption liabilities	3,244	250	3,863
 Profit attributable to ordinary equity holders of the parent before fair value changes of redemption liabilities	<u>21,196</u>	<u>30,645</u>	<u>41,550</u>
 Shares			
Weighted average number of ordinary shares outstanding during the year, used in the basic earnings per share calculation (’000)	78,300	82,000	82,000
Effect of dilution-weighted average number of ordinary shares:			
Redemption liabilities	34,563	31,942	26,136
 Total	<u>112,863</u>	<u>113,942</u>	<u>108,136</u>

The weighted average number of ordinary shares used for calculating basic earnings per share has been retroactively adjusted to reflect the stock split based on the division of each share into 2 shares, which shall take effect immediately before the [REDACTED].

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13. PROPERTY, PLANT AND EQUIPMENT

The Group and the Company

	Computer equipment	Office equipment	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
31 December 2023				
At 1 January 2023:				
Cost	368	—	—	368
Accumulated depreciation and impairment	(280)	—	—	(280)
Net carrying amount	<u>88</u>	<u>—</u>	<u>—</u>	<u>88</u>
At 1 January 2023, net of accumulated depreciation	88	—	—	88
Additions	11	142	737	890
Disposals	(5)	(99)	—	(104)
Depreciation provided during the year	(48)	(4)	(102)	(154)
At 31 December 2023, net of accumulated depreciation and impairment	<u>46</u>	<u>39</u>	<u>635</u>	<u>720</u>
At 31 December 2023:				
Cost	276	43	737	1,056
Accumulated depreciation and impairment	(230)	(4)	(102)	(336)
Net carrying amount	<u>46</u>	<u>39</u>	<u>635</u>	<u>720</u>

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	Computer equipment	Office equipment	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
31 December 2024				
At 1 January 2024:				
Cost	276	43	737	1,056
Accumulated depreciation and impairment	<u>(230)</u>	<u>(4)</u>	<u>(102)</u>	<u>(336)</u>
Net carrying amount	<u>46</u>	<u>39</u>	<u>635</u>	<u>720</u>
At 1 January 2024, net of accumulated depreciation	46	39	635	720
Depreciation provided during the year	<u>(25)</u>	<u>(14)</u>	<u>(191)</u>	<u>(230)</u>
At 31 December 2024, net of accumulated depreciation and impairment	<u>21</u>	<u>25</u>	<u>444</u>	<u>490</u>
At 31 December 2024:				
Cost	276	43	737	1,056
Accumulated depreciation and impairment	<u>(255)</u>	<u>(18)</u>	<u>(293)</u>	<u>(566)</u>
Net carrying amount	<u>21</u>	<u>25</u>	<u>444</u>	<u>490</u>

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	Computer equipment	Office equipment	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
31 December 2025				
At 1 January 2025:				
Cost	276	43	737	1,056
Accumulated depreciation and impairment	<u>(255)</u>	<u>(18)</u>	<u>(293)</u>	<u>(566)</u>
Net carrying amount	<u>21</u>	<u>25</u>	<u>444</u>	<u>490</u>
At 1 January 2025, net of accumulated depreciation	21	25	444	490
Additions	231	—	—	231
Depreciation provided during the year	<u>(35)</u>	<u>(14)</u>	<u>(190)</u>	<u>(239)</u>
At 31 December 2025, net of accumulated depreciation and impairment	<u>217</u>	<u>11</u>	<u>254</u>	<u>482</u>
At 31 December 2025:				
Cost	506	43	737	1,286
Accumulated depreciation and impairment	<u>(289)</u>	<u>(32)</u>	<u>(483)</u>	<u>(804)</u>
Net carrying amount	<u>217</u>	<u>11</u>	<u>254</u>	<u>482</u>

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14. INTANGIBLE ASSETS

The Group and the Company

	<u>Software</u>
	<i>RMB’000</i>
31 December 2023	
At 1 January 2023:	
Cost	565
Accumulated amortisation	<u>(205)</u>
Net carrying amount	<u><u>360</u></u>
At 1 January 2023, net of accumulated amortisation	360
Additions	—
Amortisation provided during the year	<u>(188)</u>
At 31 December 2023, net of accumulated amortisation	<u><u>172</u></u>
At 31 December 2023:	
Cost	565
Accumulated amortisation	<u>(393)</u>
Net carrying amount	<u><u>172</u></u>

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	<u>Software</u>
	<i>RMB’000</i>
31 December 2024	
At 1 January 2024:	
Cost	565
Accumulated amortisation	<u>(393)</u>
Net carrying amount	<u><u>172</u></u>
At 1 January 2024, net of accumulated amortisation	172
Additions	—
Amortisation provided during the year	<u>(127)</u>
At 31 December 2024, net of accumulated amortisation	<u><u>45</u></u>
At 31 December 2024:	
Cost	566
Accumulated amortisation	<u>(521)</u>
Net carrying amount	<u><u>45</u></u>
	<u>Software</u>
	<i>RMB’000</i>
31 December 2025	
At 1 January 2025:	
Cost	566
Accumulated amortisation	<u>(521)</u>
Net carrying amount	<u><u>45</u></u>
At 1 January 2025, net of accumulated amortisation	45
Additions	—
Amortisation provided during the year	<u>(45)</u>
At 31 December 2025, net of accumulated amortisation	<u><u>—</u></u>
At 31 December 2025:	
Cost	565
Accumulated amortisation	<u>(565)</u>
Net carrying amount	<u><u>—</u></u>

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15. LEASES

The Group as a lessee

The Group has lease contracts for various items of buildings. Leases of buildings generally have lease terms between 2 and 55 years.

(a) Right-of-use assets

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

The Group

Buildings

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Carrying amount at 1 January	1,117	7,139	4,894
Additions	8,793	—	338
Depreciation charge	(2,195)	(2,245)	(2,224)
Termination	(576)	—	—
Carrying amount at 31 December	<u>7,139</u>	<u>4,894</u>	<u>3,008</u>

The Company

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Carrying amount at 1 January	1,117	6,884	4,818
Additions	8,431	—	125
Depreciation charge	(2,088)	(2,066)	(2,080)
Termination	(576)	—	—
Carrying amount at 31 December	<u>6,884</u>	<u>4,818</u>	<u>2,863</u>

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ACCOUNTANTS’ REPORT

(b) Lease liabilities

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

The Group

	Year ended 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Carrying amount at 1 January	1,289	5,477	3,542
Additions	8,706	—	338
Accretion of interest recognised during the year	241	192	89
Termination	(617)	—	—
Lease payment	(4,142)	(2,127)	(2,224)
Carrying amount at 31 December	<u>5,477</u>	<u>3,542</u>	<u>1,745</u>
Analysed into:			
Current portion	1,934	2,014	1,427
Non-current portion	<u>3,543</u>	<u>1,528</u>	<u>318</u>

The Company

	Year ended 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Carrying amount at 1 January	1,289	5,197	3,542
Additions	8,431	—	125
Accretion of interest recognised during the year	236	187	86
Termination	(617)	—	—
Lease payment	(4,142)	(1,842)	(2,115)
Carrying amount at 31 December	<u>5,197</u>	<u>3,542</u>	<u>1,638</u>
Analysed into:			
Current portion	1,654	2,014	1,320
Non-current portion	<u>3,543</u>	<u>1,528</u>	<u>318</u>

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

The Group

	Year ended 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Lease payments in respect of short-term leases	921	286	243
Interest on lease liabilities	241	192	89
Depreciation charge of right-of-use assets	2,195	2,245	2,224
Gain on termination of leases	(41)	—	—
Total amount recognised in profit or loss	<u>3,316</u>	<u>2,723</u>	<u>2,556</u>

The Company

	Year ended 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Lease payments in respect of short-term leases	921	286	243
Interest on lease liabilities	236	187	86
Depreciation charge of right-of-use assets	2,088	2,066	2,080
Gain on termination of leases	(41)	—	—
Total amount recognised in profit or loss	<u>3,204</u>	<u>2,539</u>	<u>2,409</u>

(d) The total cash outflow for leases is disclosed in note 35 to the Historical Financial Information.

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16. INVESTMENT IN A SUBSIDIARY

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Beijing Rongxin Mathematical Technology Group Co., Ltd. (北京融信數科科技集團有限公司)	10,000	10,000	10,000
Less: Provision for impairment	—	—	—
	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>

17. INVESTMENT IN AN ASSOCIATE

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Share of net assets	<u>—</u>	<u>—</u>	<u>400</u>

Particulars of the associate are as follows:

Name	Date and place of registration and business	Percentage of ownership interest attributable to the Group	Principal activity
Dongguan Hongchuan Rongxin Big Data Technology Co., Ltd. (東莞市宏川融信大數據科技有限公司)	8 December 2025 PRC/Chinese Mainland	40%	Data services

On 8 December 2025, the Group found Dongguan Hongchuan Rongxin Big Data Technology Co., Ltd with two independent third parties. The Group contributed RMB400,000 and held 40% equity interests. Dongguan Hongchuan Rongxin Big Data Technology Co., Ltd has not commenced operations during the Relevant Periods.

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18. INVENTORIES

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Contract fulfilment costs	27,233	33,934	36,653

The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Contract fulfilment costs	18,625	25,875	18,612

19. TRADE AND BILLS RECEIVABLES

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade receivables			
Third parties	146,467	140,765	221,556
Bills receivable	100	140	465
Subtotal	146,567	140,905	222,021
Less: impairment of trade receivables	(8,626)	(8,811)	(21,907)
Net carrying amount	137,941	132,094	200,114
Analysed into:			
Current portion	137,941	132,094	195,567
Non-current portion	—	—	4,547

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The Company

	As at 31 December		
	2023	2024	2025
	RMB’000	RMB’000	RMB’000
Trade receivables			
Third parties	134,923	120,939	196,474
Subsidiaries	6,154	6,154	8,529
Bills receivable	—	140	465
Subtotal	141,077	127,233	205,468
Less: impairment of trade receivables	(7,811)	(7,405)	(17,163)
Net carrying amount	<u>133,266</u>	<u>119,828</u>	<u>188,305</u>
Analysed into:			
Current portion	133,266	119,828	183,758
Non-current portion	<u>—</u>	<u>—</u>	<u>4,547</u>

For the sale of Decision intelligence solutions, our customers generally pay an initial instalment upon entering into the agreement, with subsequent instalments payable upon achievement of major milestones specified in the contract. The credit period is generally within 90 days except for a few customers to whom a credit period over 1 year was granted. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by management. As at 31 December 2023, 2024 and 2025, the Group had a concentration of credit risk as 38%, 43% and 39% of trade receivables were related to the Group’s five largest customers, respectively. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

An ageing analysis of the trade and bills receivables as at the end of each of the Relevant Periods, based on the revenue recognition date and net of loss allowance, is as follows:

The Group

	As at 31 December		
	2023	2024	2025
	RMB’000	RMB’000	RMB’000
Within 1 year	119,033	115,959	168,588
1 to 2 years	17,785	15,989	26,521
Over 2 years	<u>1,123</u>	<u>146</u>	<u>5,005</u>
Total	<u>137,941</u>	<u>132,094</u>	<u>200,114</u>

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Within 1 year	114,784	102,380	156,108
1 to 2 years	17,751	17,314	23,386
Over 2 years	731	134	8,811
Total	<u>133,266</u>	<u>119,828</u>	<u>188,305</u>

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

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At beginning of year	3,862	8,626	8,811
Impairment losses, net (note 6)	<u>4,764</u>	<u>185</u>	<u>13,096</u>
At end of year	<u>8,626</u>	<u>8,811</u>	<u>21,907</u>

The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At beginning of year	3,409	7,811	7,405
Impairment losses, net	<u>4,402</u>	<u>(406)</u>	<u>9,758</u>
At end of year	<u>7,811</u>	<u>7,405</u>	<u>17,163</u>

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An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. The Group assesses that the expected credit loss rate for bills receivable is minimal. Trade receivables for which the counterparties failed to make the demanded repayments are defaulted receivables. The Group has made an allowance for impairment for the defaulted receivables based on the cash flows that the Group expects to receive.

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

The Group

As at 31 December 2023

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Other trade receivables aged:			
Within 1 year	122,220	2.61%	3,187
1 to 2 years	20,642	13.84%	2,857
Over 2 years	<u>2,705</u>	<u>58.48%</u>	<u>1,582</u>
Total	<u>146,567</u>	<u>5.89%</u>	<u>8,626</u>

As at 31 December 2024

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Other trade receivables aged:			
Within 1 year	119,135	2.67%	3,176
1 to 2 years	18,139	11.85%	2,150
Over 2 years	<u>2,631</u>	<u>94.45%</u>	<u>2,485</u>
Total	<u>140,905</u>	<u>6.25%</u>	<u>8,811</u>

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As at 31 December 2025

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Long term receivables	4,737	4.01%	190
Other trade receivables aged:			
Within 1 year	170,662	3.88%	6,621
1 to 2 years	31,724	16.40%	5,203
Over 2 years	13,898	63.99%	8,893
Total	<u>222,021</u>	<u>9.87%</u>	<u>21,907</u>

The Company

As at 31 December 2023

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Other trade receivables aged:			
Within 1 year	117,695	2.47%	2,912
1 to 2 years	20,603	13.84%	2,851
Over 2 years	1,779	58.91%	1,048
Total	<u>141,077</u>	<u>5.54%</u>	<u>7,811</u>

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As at 31 December 2024

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Other trade receivables aged:			
Within 1 year	105,185	2.67%	2,805
1 to 2 years	18,814	7.97%	1,500
Over 2 years	2,234	94.00%	2,100
Total	<u>127,233</u>	<u>5.82%</u>	<u>7,405</u>

As at 31 December 2025

	Gross carrying amount	Expected credit loss rate	Expected credit loss
	<i>RMB'000</i>		<i>RMB'000</i>
Defaulted receivables	1,000	100.00%	1,000
Long term receivables	4,737	4.01%	190
Other trade receivables aged:			
Within 1 year	157,580	3.82%	6,019
1 to 2 years	27,974	16.40%	4,588
Over 2 years	14,177	37.85%	5,366
Total	<u>205,468</u>	<u>8.35%</u>	<u>17,163</u>

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20. TRADE RECEIVABLES AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The Group and the Company

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Trade receivables classified at financial assets at fair value through other comprehensive income	6,000	81,804	97,804
Less: Impairment	(116)	(1,745)	(2,081)
Net carrying amount	<u>5,884</u>	<u>80,059</u>	<u>95,723</u>

As part of its normal business, the Group entered into trade receivable factoring arrangements and transferred its trade receivables from one customer to the banks. Under the arrangements, the Group may either derecognise the full carrying amounts of the factored trade receivables or continue to recognise the full carrying amounts of the factored trade receivables and the associated bank loans, depending on whether the Group has transferred substantially all risks and rewards relating to the factored trade receivables.

Given that the Group’s business model involves both the objective of collecting contractual cash flows and the objective of selling the financial assets, these trade receivables are classified as financial assets measured at fair value through other comprehensive income.

For the transfer of financial assets, please refer to note 40 to the Historical Financial Information.

The movements in the loss allowance for impairment of the trade receivables at fair value through other comprehensive income are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
At beginning of year	—	116	1,745
Impairment losses, net (note 6)	116	1,745	1,053
Derecognition upon transfer of assets	—	(116)	(717)
At end of year	<u>116</u>	<u>1,745</u>	<u>2,081</u>

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21. CONTRACT ASSETS

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Warranty retention receivables	—	980	6,258
Less: impairment of contract assets	—	(26)	(243)
Total	—	954	6,015

Contract assets are from sales of Decision intelligence solutions. For some contracts with the customers, a certain percentage of the contract amount is classified as retention receivables which will be collected upon the completion of warranty period. The retention receivables are recognised as contract assets when the services are accepted by the customer and are reclassified to trade receivables upon the completion of the warranty period which is normally one year.

The movements in the loss allowance for impairment of the contract assets are as follows:

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
At beginning of year	4	—	26
Impairment losses, net (note 6)	(4)	26	217
At end of year	—	26	243

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Warranty retention receivables	—	—	6,000
Less: impairment of contract assets	—	—	(233)
Total	—	—	5,767

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The movements in the loss allowance for impairment of the contract assets are as follows:

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At beginning of year	4	—	—
Impairment losses, net	(4)	—	233
At end of year	—	—	233

22. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Current			
Value-added tax recoverable	4,029	3,276	5,556
Prepayments	2,839	8,410	17,533
Other receivables and deposits	967	848	4,363
Due from related parties (note 38)	683	683	3,957
	8,518	13,217	31,409
Less: impairment of other receivables and deposits	(14)	(15)	(89)
Total	8,504	13,202	31,320
Non-current			
Other receivables and deposits	702	1,096	1,064
Prepayments	—	—	645
	702	1,096	1,709
Less: impairment of other receivables and deposits	(7)	(11)	(11)
Total	695	1,085	1,698

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Current			
Value-added tax recoverable	3,135	1,932	2,898
Prepayments	2,801	8,340	16,321
Other receivables and deposits	856	792	4,324
Due from subsidiaries	31,654	29,426	39,788
Due from other related parties	683	683	1,374
	39,129	41,173	64,705
Less: impairment of other receivables and deposits	(13)	(15)	(43)
Total	39,116	41,158	64,662
Non-current			
Other receivables and deposits	669	1,062	1,029
Prepayments	—	—	645
	669	1,062	1,674
Less: impairment of other receivables and deposits	(7)	(11)	(10)
Total	662	1,051	1,664

Except for amounts due from related parties mentioned in note 38, other receivables are unsecured, non-interest-bearing and are collectable within one year.

As of 31 December 2023, 31 December 2024 and 31 December 2025, the impairments of other receivables and deposits was measured based on 12-month expected credit loss if they were not past due and there was no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, they were measured based on lifetime expected credit loss.

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

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
At beginning of year	11	21	26
Impairment losses, net (note 6)	10	5	74
At the end of the year	21	26	100

The Company

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
At beginning of year	7	20	26
Impairment losses, net	13	6	27
At the end of the year	20	26	53

23. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

The Group and the Company

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Unlisted equity investments, at fair value	1,500	1,274	1,220

In August 2023, the Group made an investment of RMB1,500,000 to Shanghai Guanxiu Technology Partnership (limited partnership) (“Shanghai Guanxiu”) and held 15% equity interests as a limited partner. Shanghai Guanxiu further invested in China Electronics Zhiyuan Data Technology Co., Ltd. (“Zhiyuan Data”) and the Group effectively held 3% equity interests in Zhiyuan Data through Shanghai Guanxiu. The Group has no significant influence over Shanghai Guanxiu or Zhiyuan Data, and the equity investment is classified as financial assets at fair value through profit or loss as the Group had not irrevocably elected to classify them at fair value through other comprehensive income and the purpose is mainly for trading.

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24. CASH AND CASH EQUIVALENTS, RESTRICTED CASH AND TIME DEPOSITS

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Cash and bank balances	33,275	27,993	65,804
Time deposits	—	10	—
Restricted cash	1	—	653
Less:			
Time deposits with maturity over three months	—	10	—
Restricted bank deposits	1	—	653
Cash and cash equivalents	<u>33,275</u>	<u>27,993</u>	<u>65,804</u>

As at 31 December 2023, 2024 and 2025, the Group’s cash and cash equivalents, restricted cash and time deposits were denominated in RMB.

The RMB is not freely convertible into other currencies, however, under the Chinese mainland’s Foreign Exchange Control Regulations and Administration of Settlement, and Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

As at 31 December 2024, the Group’s time deposits carried interest at the rate of 1.55% per annum and with maturity of one year.

As at 31 December 2025, the Group’s restricted cash primarily represented guarantee deposits for sales projects.

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Cash and bank balances	4,638	17,010	55,290
Time deposits	—	10	—
Restricted cash	1	—	653
Less:			
Time deposits with maturity over three months	—	10	—
Restricted bank deposits	1	—	653
Cash and cash equivalents	<u>4,638</u>	<u>17,010</u>	<u>55,290</u>

25. TRADE PAYABLES

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	<u>97,489</u>	<u>113,310</u>	<u>90,040</u>

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

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Within 1 year	75,215	111,415	74,967
Over 1 year	<u>22,274</u>	<u>1,895</u>	<u>15,073</u>
Total	<u>97,489</u>	<u>113,310</u>	<u>90,040</u>

The trade payables are non-interest-bearing and are normally settled within one year.

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	97,277	103,315	65,903
Due to subsidiaries	7,683	8,248	8,645
Total	<u>104,960</u>	<u>111,563</u>	<u>74,548</u>

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

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Within 1 year	75,108	102,089	51,467
Over 1 year	29,852	9,474	23,081
Total	<u>104,960</u>	<u>111,563</u>	<u>74,548</u>

26. OTHER PAYABLES AND ACCRUALS

The Group

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Payroll payables	1,946	1,099	1,398
Other tax payables	5,807	8,535	11,795
Other payables	644	652	2,596
Output value-added tax to be transferred	—	19	875
Due to related parties (note 38)	—	550	11,150
Loans due to other party*	—	—	1,990
Total	<u>8,397</u>	<u>10,855</u>	<u>29,804</u>

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Payroll payables	1,851	974	1,291
Other tax payables	5,460	7,186	11,157
Other payables	645	650	2,590
Output value-added tax to be transferred	—	19	688
Due to other related parties	—	550	11,150
Loans due to other party*	—	—	1,990
Due to subsidiaries	3,936	16,265	23,199
Total	<u>11,892</u>	<u>25,644</u>	<u>52,065</u>

Other payables are non-interest-bearing, unsecured and repayable on demand.

* In 2025, the Group borrowed loans from other party in the amount of RMB1,990,000, which are unsecured, interest-free and repaid in full in 2026.

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27. INTEREST-BEARING BANK AND OTHER BORROWINGS

The Group and the Company

	At 31 December								
	2023			2024			2025		
	Effective interest rate (%)	Maturity	RMB'000	Effective interest rate (%)	Maturity	RMB'000	Effective interest rate (%)	Maturity	RMB'000
Current									
Bank loans - secured and guaranteed	3.1-5.8	2024	67,081	2.85-4.5	2025	63,742	2.75-3.6	2026	41,918
Bank loans - unsecured			—	2.75-6.6	2025	29,000	2.75-3.6	2026	66,254
Bank loans - bills receivables			—			—	2.15	2026	439
Bank loans - factored trade receivables			—			—	3.4	2026	27,220
Other loans - factored trade receivables			—			—	4.15	2026	54,096
Total - current			67,081			92,742			189,927
Non - current									
Bank loans - unsecured			—	3.4-6.6	2027	6,238	3.4-6.6	2027	6,628
Total			67,081			98,980			196,555
Bank and other loans repayable:									
Within one year or on demand			67,081			92,742			189,927
In the second year and above			—			6,238			6,628
Total			67,081			98,980			196,555

All bank borrowings are denominated in RMB as at 31 December 2023, 2024 and 2025.

As at 31 December 2023 and 2024, certain of the Group’s invention patents were pledged to secure the bank borrowings of RMB30,000,000 and RMB20,000,000, respectively.

As at 31 December 2023, 2024 and 2025, certain related parties of the Group provided guarantees for the bank borrowings of the Group (note 38).

28. REDEMPTION LIABILITIES

The Group and the Company

(a) Special rights granted by the Company

The Company and each of the Company’s shareholders have entered into certain shareholders’ agreements (the “Shareholders’ Agreements”) in connection with several rounds of equity transfers and capital increases (“Pre-[REDACTED] Investments”). Details of the shareholders’ agreements are described in the section headed “History, Development and Corporate Structure” of the Document.

Pursuant to the Shareholders’ Agreements, certain investors were granted certain special rights by the Company, including, among others, redemption rights, liquidation preference, and anti-dilution rights (collectively the “Special Rights”).

Redemption rights

The Pre-[REDACTED] Investments shall be redeemable by the Company at the option of the investors upon the occurrence of certain events, including but not limited to:

- (i) failure to complete a qualified [REDACTED] or a merger transaction within a specified timeframe; or
- (ii) the actual performance achieved by the Group is less than 70% of the committed performance;
- (iii) the Company encounters moral hazards or the Founding Shareholders have serious personal integrity issues, including but not limited to the Company generating off-book cash sales revenue unknown to the Investors or transferring the Company’s interests to external parties;
- (iv) Mr. YU Xiaobo ceases being the actual controller of the Company or resign from all positions in the Company;
- (v) the competent national authorities fully ban the Company’s core business operations on the grounds that the core business violates the mandatory provisions of applicable laws and administrative regulations or prohibitive rules promulgated by regulatory authorities;
- (vi) Controlling shareholders or the Company materially breaches the provisions of the transaction documents or violates relevant representations, warranties or covenants, and fails to take remedial measures within ten working days upon receipt of a written notice requiring rectification issued by the Investors;

The redemption price shall be the aggregate subscription price paid by the relevant exercising shareholder for the Series Financing to be redeemed, plus a fixed return calculated at a simple interest rate of 8% per annum on such subscription price from the date of its payment to the redemption date, plus any dividends or distributions declared but unpaid (if any) attributable to such shares, except for

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one investor whose redemption price shall be the higher of (i) the share of audited net assets and (ii) the aggregate subscription price plus a fixed return calculated at a simple interest rate of 15% per annum on such subscription price from the date of its payment to the redemption date, plus any dividends or distributions declared but unpaid (if any) attributable to such shares.

Liquidation preference

In the event of any liquidation or deemed liquidation event, holders of the Pre-[REDACTED] Investments shall be entitled to be paid, out of the funds and assets available for distribution to the members of the Company, an amount per share equal to the original issue price for each series share, plus a fixed return calculated at a simple interest rate of 8% or 15% per annum on such subscription price from the date of its payment to the redemption date, plus any dividends or distributions declared but unpaid (if any) attributable to such shares.

Anti-dilution right

If the Company increases its paid-in capital at a price lower than the price paid by the investors on a per paid-in capital basis, the investors have a right to adjust their owned shares percentage of the Company by subscribing additional paid-in capital at no consideration or receiving cash compensation from the Company.

In February 2026, the shareholders entered into the Termination Agreement on Special Rights of Shareholders (the “Termination Agreement”). Under this agreement, all such special rights granted by the Company were terminated effective on the date of signature.

(b) Presentation and classification

As the Shareholders’ Agreements gave rise to a redemption obligation of the Company, upon the issuance of each Pre-[REDACTED] Investments, the Company classified the Pre-[REDACTED] Investments as financial liabilities and debited to capital reserve in equity. As the special rights granted to the investors of the Pre-[REDACTED] Investments in the Shareholders’ Agreements form a hybrid contract with multiple embedded derivatives which satisfy the criteria under IFRS 9, upon the issuance of each equity transfer or capital increases, the Group designated the entire hybrid instrument as financial liabilities at fair value through profit or loss upon initial recognition and presented it as “redemption liabilities” in the consolidated statements of financial position. The change in fair value of redemption liabilities is charged to profit or loss except for the portion attributable to credit risk change that is charged to other comprehensive income. Management considered that the fair value change in the redemption liabilities attributable to changes of own credit risk was not significant.

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The redemption liabilities were presented as current liabilities during the Relevant Periods as not all triggering payment events mentioned above were within the control of the Company.

The movements of the redemption liabilities are set out below:

	<i>RMB’000</i>
At 1 January 2023	157,933
Recognition of redemption liabilities	53,000
Changes in the carrying amount	<u>3,244</u>
At 31 December 2023	<u>214,177</u>
At 1 January 2024	214,177
Changes in the carrying amount	<u>250</u>
At 31 December 2024	<u>214,427</u>
At 1 January 2025	214,427
Changes in the carrying amount	<u>3,863</u>
At 31 December 2025	<u>218,290</u>

The Group has used the discounted cash flow method to determine the underlying share value of the Company and performed an equity allocation based on the Option Pricing model to arrive at the fair value of the redemption liabilities as at 31 December 2023, 2024 and 2025. The key assumptions used in the valuation are set out below:

	Year ended 31 December		
	2023	2024	2025
Risk-free interest rate	2.20%	1.11%	1.32%
Volatility	44.92%	55.18%	53.27%
Lack-of-marketability discount	14.00%	15.00%	14.50%

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Set out below is a summary of significant unobservable inputs to the valuation of redemption liabilities recognized within Level 3 of the fair value hierarchy, together with a quantitative sensitivity analysis at the end of each of the Relevant Periods:

31 December 2023

Valuation technique	Significant Unobservable inputs	Sensitivity of fair value to the input
discounted cash flow method and equity allocation	Volatility	5% increase in volatility would result in decrease in fair value by RMB1,105,000
		5% decrease in volatility would result in increase in fair value by RMB896,000
	Lack-of-marketability discount	5% increase in lack-of-marketability discount would result in decrease in fair value by RMB8,754,000
		5% decrease in lack-of-marketability discount would result in increase in fair value by RMB8,678,000

31 December 2024

Valuation technique	Significant Unobservable inputs	Sensitivity of fair value to the input
discounted cash flow method and equity allocation	Volatility	5% increase in volatility would result in decrease in fair value by RMB1,036,000
		5% decrease in volatility would result in increase in fair value by RMB482,000
	Lack-of-marketability discount	5% increase in lack-of-marketability discount would result in decrease in fair value by RMB9,330,000
		5% decrease in lack-of-marketability discount would result in increase in fair value by RMB9,247,000

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31 December 2025

Valuation technique	Significant Unobservable inputs	Sensitivity of fair value to the input
discounted cash flow method and equity allocation	Volatility	5% increase in volatility would result in decrease in fair value by RMB836,000 5% decrease in volatility would result in increase in fair value by RMB730,000
	Lack-of-marketability discount	5% increase in lack-of-marketability discount would result in decrease in fair value by RMB9,990,000 5% decrease in lack-of-marketability discount would result in increase in fair value by RMB9,922,000

29. CONTRACT LIABILITIES

The Group

	As at 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Advances from customers:			
Decision intelligence solutions	17,614	9,987	21,994
Provision of support services	13	56	95
Analysed for reporting purposes as:			
Current liabilities	17,627	10,043	22,089

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The Company

	As at 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Advances from customers:			
Decision intelligence solutions	17,614	9,987	18,775
Provision of support services	13	56	95
Analysed for reporting purposes as:			
Current liabilities	17,627	10,043	18,870

30. PROVISION

The Group and the Company

	As at 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Product warranty provision	169	172	181

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The Group provides warranties to its customers for maintenance services during the warranty period which is generally one year. The amount of the provision for the warranties is estimated based on sales volumes and past experience of the level of maintenance costs incurred. The estimation basis is reviewed on an ongoing basis and revised where appropriate.

	Product warranty provision
	<i>RMB’000</i>
At 1 January 2023	163
Additional provision	175
Amounts utilised during the year	<u>(169)</u>
At 31 December 2023	<u><u>169</u></u>
At 1 January 2024	169
Additional provision	175
Amounts utilised during the year	<u>(172)</u>
At 31 December 2024	<u><u>172</u></u>
At 1 January 2025	172
Additional provision	190
Amounts utilised during the year	<u>(181)</u>
At 31 December 2025	<u><u>181</u></u>

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31. DEFERRED TAX

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

Deferred tax assets

The Group

	Lease liabilities	Impairment of financial assets	Impairment of inventories	Others	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
As at 1 January 2023	193	513	—	82	788
Deferred tax credited/(debited) to profit or loss during the year	<u>650</u>	<u>678</u>	<u>69</u>	<u>(57)</u>	<u>1,340</u>
As at 31 December 2023 and 1 January 2024	843	1,191	69	25	2,128
Deferred tax credited/(debited) to profit or loss during the year	<u>(312)</u>	<u>186</u>	<u>9</u>	<u>35</u>	<u>(82)</u>
As at 31 December 2024 and 1 January 2025	531	1,377	78	60	2,046
Deferred tax credited/(debited) to profit or loss during the year	<u>(277)</u>	<u>1,551</u>	<u>(78)</u>	<u>9</u>	<u>1,205</u>
As at 31 December 2025	<u>254</u>	<u>2,928</u>	<u>—</u>	<u>69</u>	<u>3,251</u>

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The Company

	Lease liabilities	Impairment of financial assets	Impairment of inventories	Others	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
As at 1 January 2023	193	513	—	82	788
Deferred tax credited/(debited) to profit or loss during the year	<u>587</u>	<u>678</u>	<u>69</u>	<u>(57)</u>	<u>1,277</u>
As at 31 December 2023 and 1 January 2024	780	1,191	69	25	2,065
Deferred tax credited/(debited) to profit or loss during the year	<u>(249)</u>	<u>186</u>	<u>9</u>	<u>35</u>	<u>(19)</u>
As at 31 December 2024 and 1 January 2025	531	1,377	78	60	2,046
Deferred tax credited/(debited) to profit or loss during the year	<u>(285)</u>	<u>1,551</u>	<u>(78)</u>	<u>9</u>	<u>1,197</u>
As at 31 December 2025	<u>246</u>	<u>2,928</u>	<u>—</u>	<u>69</u>	<u>3,243</u>

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Deferred tax liabilities

The Group

	Right-of-use assets
	<u>RMB’000</u>
As at 1 January 2023	168
Deferred tax debited to profit or loss during the year	<u>927</u>
As at 31 December 2023 and 1 January 2024	1,095
Deferred tax credited to profit or loss during the year	<u>(372)</u>
As at 31 December 2024 and 1 January 2025	723
Deferred tax credited to profit or loss during the year	<u>(287)</u>
As at 31 December 2025	<u><u>436</u></u>

The Company

	Right-of-use assets
	<u>RMB’000</u>
As at 1 January 2023	168
Deferred tax debited to profit or loss during the year	<u>864</u>
As at 31 December 2023 and 1 January 2024	1,032
Deferred tax credited to profit or loss during the year	<u>(309)</u>
As at 31 December 2024 and 1 January 2025	723
Deferred tax credited to profit or loss during the year	<u>(295)</u>
As at 31 December 2025	<u><u>428</u></u>

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

The Group and the Company

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Net deferred tax assets recognised in the statement of financial position	<u>1,033</u>	<u>1,323</u>	<u>2,815</u>

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

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Deductible temporary differences	914	1,432	4,763
Tax losses	<u>865</u>	<u>3,498</u>	<u>6,145</u>

The Group has accumulated tax losses in Chinese Mainland of RMB865,000, RMB3,498,000 and RMB6,145,000 as at 31 December 2023, 2024 and 2025, respectively, that would expire in one to five years for offsetting against future taxable profits of the companies located in Chinese Mainland in which the tax losses arose.

Deferred tax assets have not been recognized in respect of these losses as they have arisen in subsidiaries that have been loss-making for some time and it is not considered probable that taxable profits in foreseeable future will be available against which the tax losses can be utilized.

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32. PAID-IN CAPITAL

The Group and the Company

A summary of movements in the paid-in capital is as follows:

	<u>Total</u>
	<i>RMB’000</i>
As at 1 January 2023	<u>37,405</u>
Capital contribution by shareholders*	<u>3,096</u>
As at 31 December 2023, 2024 and 2025	<u><u>40,501</u></u>

* During the year ended 31 December 2023, the Company received capital contribution of RMB48,000,000 from two investors. The capital contribution increased the paid-in capital and capital reserve by RMB3,096,000 and RMB44,904,000, respectively.

33. DEFICITS

The Group

The amounts of the Group’s reserves and the movements therein for the Relevant Periods are presented in the consolidated statements of changes in equity.

(i) *Capital reserve*

The capital reserve of the Group represents the difference between the par value of the shares issued and the consideration received, the debt amount of the redemption liabilities upon initial recognition and the reserves arising from the transactions with the non-controlling shareholders.

(ii) *Share-based payment reserve*

The share-based payment reserve of the Group represents the share-based compensation reserve due to equity-settled share-based payment transactions, details of which are set out in note 31 to the Historical Financial Information.

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The Company

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

	Capital reserve	Share-based payment reserve	Accumulated losses	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2023	(69,542)	37,150	(211,198)	(243,590)
Profit for the year	—	—	10,913	10,913
Total comprehensive income for the year	—	—	10,913	10,913
Capital contribution by shareholders	44,904	—	—	44,904
Recognition of redemption liabilities on ordinary shares	(53,000)	—	—	(53,000)
Share-based payments	—	852	—	852
At 31 December 2023	<u>(77,638)</u>	<u>38,002</u>	<u>(200,285)</u>	<u>(239,921)</u>
At 1 January 2024	(77,638)	38,002	(200,285)	(239,921)
Profit for the year	—	—	33,328	33,328
Total comprehensive income for the year	—	—	33,328	33,328
Share-based payments	—	2	—	2
At 31 December 2024	<u>(77,638)</u>	<u>38,004</u>	<u>(166,957)</u>	<u>(206,591)</u>
At 1 January 2025	(77,638)	38,004	(166,957)	(206,591)
Profit for the year	—	—	43,803	43,803
Total comprehensive income for the year	—	—	43,803	43,803
Share-based payments	—	1,261	—	1,261
At 31 December 2025	<u>(77,638)</u>	<u>39,265</u>	<u>(123,154)</u>	<u>(161,527)</u>

34. SHARE-BASED PAYMENTS

(a) Employee incentive platform

The Group approved and adopted the employee incentive scheme (the “Employee Incentive Scheme”) for certain employees of the Group (the “Participants”) in order to recognise the contributions of the Participants to the growth and development of the Group, and to incentivise them to further promote the development of the Group.

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In order to implement the Employee Incentive Scheme, Shanghai Xintai Tiancheng Information Technology Center (Limited Partnership) (“Xintai Tiancheng”) was established and designated as employee incentive platform to hold the shares specially awarded to the eligible participants as the ultimate beneficial owners. The Group has no control over the employee incentive platform.

In April 2021, Xintai Tiancheng subscribed for 4.44% equity interest in the Company at a subscription price of RMB1 per 1 registered capital. All the subscribed registered capital were granted to Mr. YU Xiaobo and Mr. CHENG Lili for the Employee Incentive Scheme.

On 11 April 2022, the Group granted 1,779,516 restricted share units (“RSUs”) of the Company to eligible employees at a subscription price of RMB1 per units through Xintai Tiancheng. Except for the RSUs granted to Mr. ZHANG Guangzhi which were vested immediately, the vesting of the other RSUs granted is subject to the service condition and the [REDACTED] condition. The [REDACTED] condition is satisfied when the ordinary shares of the Company are successfully [REDACTED] on a recognised stock exchange. During the Relevant Periods, 800,450 RSUs were forfeited due to the resignation of the eligible employees. For the forfeited shares, 436,828 shares were granted to one employee and 363,624 shares were returned to Mr. YU Xiaobo at the repurchase price.

(b) Transfer of shares between shareholders

Rongfucheng is a limited partnership established in the PRC by Mr. YU Xiaobo, Mr. CHENG Lili and Mr. ZHANG Guangzhi (collectively, the “three shareholders”) on 20 April 2022. The purpose of Rongfucheng is to hold the shares of the Company owned by the three shareholders.

On 21 October 2024, the three shareholders transferred its shares in Rongfucheng (effectively, 4,050,120 share of the Company) to one employee at a transfer price of RMB1.10 per registered capital. 10% of the granted shares will be vested over the service period of five years and 90% of the granted shares will be vested if the performance condition can be met during the five years. As the performance condition was not satisfied, 90% of the granted shares were forfeited in 2025.

On 21 October 2025, Mr. CHENG Lili transferred his shares in Rongfucheng (effectively, 2,025,060 share of the Company) to one employee at a transfer price of RMB1.10 per registered capital. The vesting of the granted shares is subject to a service period of 5 years.

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The RSUs granted and outstanding during the Relevant Periods are as follows:

	Number of RSUs
At 1 January 2023	1,779,516
Granted during the year	18,201
Forfeited during the year	<u>(18,201)</u>
At 31 December 2023	<u>1,779,516</u>
At 1 January 2024	1,779,516
Granted during the year	4,450,746
Forfeited during the year	<u>(764,250)</u>
At 31 December 2024	<u>5,466,012</u>
At 1 January 2025	5,466,012
Granted during the year	2,043,061
Forfeited during the year	<u>(3,663,109)</u>
At 31 December 2025	<u>3,845,964</u>

The fair value of the RSUs granted was estimated as at the grant date by using discounted cash flow method, taking into account the terms and conditions upon which the RSUs were granted. The key valuation assumptions used to determine the fair value are as follows:

	Year ended 31 December		
	2023	2024	2025
Risk-free interest rate	2.20%	1.11%-2.20%	1.11%-1.32%
Volatility	44.92%	44.92%-55.18%	53.27%-55.18%
Lack-of-marketability discount	14.00%	14.00%-15.00%	12%-14.50%

The aforesaid transactions have been accounted for as share-based payment transactions. During the years ended 31 December 2023, 2024 and 2025, the Group recognised share award expenses of RMB852,000, RMB2,000 and RMB1,261,000, respectively.

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35. NOTES TO THE CONSOLIDATED STATEMENTS OF CASH FLOWS

(a) Major non-cash transactions

During the years ended 31 December 2023, 2024 and 2025, the Group had non-cash additions to right-of-use assets and lease liabilities of RMB8,706,000, nil and RMB338,000, respectively, in respect of lease arrangements for building premises.

(b) Changes in liabilities arising from financing activities

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

	Interest-bearing bank and other borrowings	Other payables	Lease liabilities	Redemption liabilities	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	62,836	—	1,289	157,933	222,058
Changes from financing cash flows	1,807	—	(4,142)	48,000	45,665
New lease	—	—	8,706	—	8,706
New redemption liabilities	—	—	—	5,000	5,000
Changes in the carrying amount of the redemption liabilities	—	—	—	3,244	3,244
Early termination	—	—	(617)	—	(617)
Accretion of interest	2,438	—	241	—	2,679
At 31 December 2023 and 1 January 2024	67,081	—	5,477	214,177	286,735
Changes from financing cash flows	28,937	550	(2,127)	—	27,360
Changes in the carrying amount of the redemption liabilities	—	—	—	250	250
Accretion of interest	2,962	—	192	—	3,154
At 31 December 2024 and 1 January 2025	98,980	550	3,542	214,427	317,499

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	Interest-bearing bank and other borrowings	Other payables	Lease liabilities	Redemption liabilities	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Changes from financing cash flows	112,135	12,590	(2,224)	—	122,501
Derecognition of bank and other borrowings and factored trade receivables	(20,801)	—	—	—	(20,801)
New lease	—	—	338	—	338
Changes in the carrying amount of the redemption liabilities	—	—	—	3,863	3,863
Accretion of interest	6,241	—	89	—	6,330
At 31 December 2025	<u>196,555</u>	<u>13,140</u>	<u>1,745</u>	<u>218,290</u>	<u>429,730</u>

(c) Total cash outflow for leases

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

	Year ended 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Within operating activities	921	286	243
Within financing activities	<u>4,573</u>	<u>1,977</u>	<u>1,769</u>
Total	<u>5,494</u>	<u>2,263</u>	<u>2,012</u>

36. COMMITMENTS

At the end of each of the Relevant Periods, the Group did not have any significant contractual commitments.

37. PLEDGE OF ASSETS

Details of the Group’s restricted cash are included in note 24 to the Historical Financial Information.

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38. RELATED PARTY TRANSACTIONS

The directors are of the view that the following parties are related parties that had material transactions or balances with the Group during the Relevant Periods.

(a) Names of related parties and relationships with the Group

Name	Relationship
Mr. YU Xiaobo	Chief executive officer and director of the Company
Mr. CHENG Lili	Director of the Company
Mr. ZHAO Kangjun	Director of the Company
Ms. SONG Meijuan	The wife of Mr. YU Xiaobo
Ms. HUANG Mei	The wife of Mr. CHENG Lili
Rongfucheng	Shareholder

(b) Transactions with related parties:

	Year ended 31 December		
	2023	2024	2025
	RMB'000	RMB'000	RMB'000
Loans borrowed from:			
Mr. ZHAO Kangjun	—	550	800
Rongfucheng	—	—	10,000
Total	—	550	10,800
Loans repaid to:			
Mr. ZHAO Kangjun	—	—	200
Advances of loans to:			
Mr. CHENG Lili	—	—	5,000
Repayment of loans from:			
Mr. CHENG Lili	—	—	1,870
Interest income charged to:			
Mr. CHENG Lili	—	—	144

In August 2025, the Group provided a loan amounted to RMB5,000,000 to Mr. Cheng Lili with a 10% interest rate p.a., which is repayable on demand. The Group recognized RMB144,000 of interest income on this loan for the year ended 31 December 2025.

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Except for the loan provided to Mr. Cheng Lili, other loans to/from the related parties were unsecured, interest-free and repayable on demand.

(c) Outstanding balances with related parties:

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Amounts due from related parties:			
Prepayments, deposits and other receivables (non-trade in nature)			
Mr. CHENG Lili	—	—	3,274
Ms. HUANG Mei	683	683	683
Total	683	683	3,957
Amounts due to related parties:			
Other payables and accruals (non-trade in nature)			
Rongfucheng	—	—	10,000
Mr. ZHAO Kangjun	—	550	1,150
Total	—	550	11,150

The outstanding balances with related parties were non-trade in nature and settled in full in 2026.

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(d) Guarantees from related parties:

	RMB’000	Duration period
31 December 2023		
Mr. YU Xiaobo	17,000	From March 2023 to September 2024
Mr. YU Xiaobo, Ms. SONG Meijuan	40,000	From March 2023 to December 2024
31 December 2024		
Mr. YU Xiaobo	43,980	From February 2024 to October 2025
Mr. YU Xiaobo, Ms. SONG Meijuan	5,000	From May 2024 to May 2025
Mr. YU Xiaobo, Mr. CHENG Lili	17,908	From June 2024 to October 2025
Mr. YU Xiaobo	3,000	From September 2024 to September 2026
31 December 2025		
Mr. YU Xiaobo	3,000	From September 2024 to September 2026
Mr. YU Xiaobo	40,000	From June 2025 to December 2026
Mr. CHENG Lili	8,000	From August 2025 to August 2026
Mr. YU Xiaobo	4,000	From September 2025 to September 2027
Mr. YU Xiaobo, Mr. CHENG Lili	10,000	From October 2025 to April 2026

The Group expects the above guarantee from the related parties will be released before the [REDACTED].

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

	Year ended 31 December		
	2023	2024	2025
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Salaries, allowances and benefits in kind	1,858	1,317	1,455
Pension scheme contributions	222	174	187
Equity-settled share-based payment expenses	16	432	601
Total	2,096	1,923	2,243

Further details of directors’ and the chief executive officer’s remuneration are included in note 8 to the Historical Financial Information.

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39. FINANCIAL INSTRUMENTS BY CATEGORY

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

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Financial assets			
Financial assets at fair value through profit or loss	1,500	1,274	1,220
Trade receivables at fair value through other comprehensive income	5,884	80,059	95,723
Total	<u>7,384</u>	<u>81,333</u>	<u>96,943</u>
Financial assets at amortised cost:			
Trade and bills receivables	137,941	132,094	200,114
Financial assets included in deposits and other receivables	2,331	2,601	9,284
Restricted cash	1	—	653
Time deposits	—	10	—
Cash and cash equivalents	33,275	27,993	65,804
Total	<u>173,548</u>	<u>162,698</u>	<u>275,855</u>
Financial liabilities			
Financial liabilities at fair value through profit or loss:			
Redemption liabilities	214,177	214,427	218,290
Financial liabilities at amortised cost:			
Trade payables	97,489	113,310	90,040
Financial liabilities included in other payables and accruals	644	1,202	15,736
Lease liabilities	5,477	3,542	1,745
Interest-bearing bank and other borrowings	67,081	98,980	196,555
Total	<u>170,691</u>	<u>217,034</u>	<u>304,076</u>

40. TRANSFERS OF FINANCIAL ASSETS

Transferred financial assets that are not derecognised in their entirety

As at 31 December 2023, 2024 and 2025, the Group entered into several trade receivable factoring arrangements and transferred certain trade receivables to some banks and financial institutions with the carrying amount of nil, nil and RMB81,315,000, respectively. In the opinion of the directors, the Group has retained the substantial risks and rewards, which include default risks relating to such trade receivables, and accordingly, it continued to recognise the full carrying amounts of the trade receivables and the associated bank and other borrowings. Subsequent to the transfer, the Group did not retain any rights on the use of the trade receivables, including the sale, transfer or pledge of the trade receivables to any other third parties.

Transferred financial assets that are derecognised in their entirety

As at 31 December 2023, 2024 and 2025, the Group entered into several trade receivable factoring arrangements and transferred certain trade receivables to some banks and financial institutions with the carrying amount of nil, RMB45,736,000 and RMB33,599,000, respectively. The derecognised trade receivables had a maturity of three to twelve months at the end of the reporting period. In the opinion of the directors, the Group has transferred substantially all risks and rewards relating to the derecognised trade receivables. Accordingly, it has derecognised the full carrying amounts .

During the years ended 31 December 2023, 2024 and 2025, the Group recognised investment loss of nil, RMB1,479,000 and RMB293,000 on the dates of transfer of the derecognised trade receivables. No gains or losses were recognised from the continuing involvement, both during the Relevant Periods or cumulatively.

41. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, time deposits, restricted cash, financial assets included in prepayments, deposits and other receivables, trade and bills receivables, trade payables, interest-bearing bank loans, and financial liabilities included in other payables and accruals approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The Group’s finance department is responsible for determining the policies and procedures for the fair value measurement of financial instruments. At the end of each of the Relevant Periods, the finance department analysed the movements in the values of financial instruments and determined the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer. The valuation process and results are discussed with the directors of the Company once a year for annual financial reporting.

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

- The fair value of trade receivables at fair value through other comprehensive income have been estimated by using discounted cash flow method based on the market interest rates of instruments with similar terms and risks. The fair value of unlisted equity investments designated at fair value through profit or loss have been estimated by using the market approach, which utilises observable valuation multiples of comparable listed companies adjusted for entity-specific differences and a lack-of-marketability discount.
- The fair value of redemption liabilities have been estimated by using discounted cash flow method to determine the enterprise value, followed by an equity allocation model that considers the seniority of different share classes, liquidation preferences, redemption preferences and conversion features.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where available and rely as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instruments are included in Level 2. If one or more of the significant inputs are not based on observable market data, the instruments are included in Level 3.

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Fair value hierarchy

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

As at 31 December 2023

	Fair value measurement using			
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Assets measured at fair value:				
Financial assets at fair value through profit or loss	—	1,500	—	1,500
Trade receivables at fair value through other comprehensive income	—	5,884	—	5,884
Total	—	7,384	—	7,384
Liabilities measured at fair value:				
Redemption liabilities	—	—	214,177	214,177

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As at 31 December 2024

	Fair value measurement using			
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Assets measured at fair value:				
Financial assets at fair value through profit or loss	—	—	1,274	1,274
Trade receivables at fair value through other comprehensive income	—	80,059	—	80,059
Total	—	80,059	1,274	81,333
Liabilities measured at fair value:				
Redemption liabilities	—	—	214,427	214,427

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ACCOUNTANTS’ REPORT

As at 31 December 2025

	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
	RMB’000	RMB’000	RMB’000	RMB’000
Assets measured at fair value:				
Financial assets at fair value through profit or loss	—	—	1,220	1,220
Trade receivables at fair value through other comprehensive income	—	95,723	—	95,723
Total	—	95,723	1,220	96,943
Liabilities measured at fair value:				
Redemption liabilities	—	—	218,290	218,290

Further details of redemption liabilities are included in note 28 to the Historical Financial Information.

Below is a summary of significant unobservable inputs to the valuation of the unlisted equity investment:

31 December 2024 and 2025

Valuation technique	Significant Unobservable inputs	Sensitivity of fair value to the input
market approach method	Lack-of-marketability discount: 30%	5% increase/(decrease) in lack-of-marketability discount would result in (decrease)/increase in fair value by RMB109,000

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The movements in fair value measurements of the unlisted equity investment within Level 3 during the Relevant Periods are as follows:

	<u>Year ended 31 December</u>	
	<u>2024</u>	<u>2025</u>
	<i>RMB’000</i>	<i>RMB’000</i>
Equity investments at fair value through profit or loss		
As at 1 January	—	1,274
Transfer from Level 2 to Level 3	1,500	—
Losses recognised in profit or loss	<u>(226)</u>	<u>(54)</u>
As at 31 December	<u>1,274</u>	<u>1,220</u>

42. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group’s principal financial instruments comprise interest-bearing bank and other borrowings, financial assets at fair value through profit or loss, financial assets at fair value through other comprehensive income, financial assets included in deposits and other receivables and cash and cash equivalents. The main purpose of these financial instruments is to raise finance for the Group’s operations. The Group has various other financial assets and liabilities which arise directly from its operations.

The main risks arising from the Group’s financial instruments are interest rate risk, credit risk and liquidity risk. The board of directors’ reviews and agrees policies for managing each of these risks and they are summarised below.

Interest rate risk

The Group’s exposure to interest rate risk relates to its interest-bearing borrowings. All of the Group’s borrowings carry fixed interest rates. Consequently, the Group is not exposed to cash flow interest rate risk arising from fluctuations in market interest rates. Changes in market interest rates would not have a material impact on the Group’s profit before tax or equity.

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Credit risk

The Group trades only with recognised and creditworthy parties. It is the Group’s policy that all customers who wish to trade on credit terms are subject to credit verification procedures. Receivable balances are monitored on an ongoing basis and the Group’s exposure to bad debts is not significant. The credit risk of the Group’s other financial assets, which comprise cash and cash equivalents, time deposits, restricted cash and financial assets included in prepayments, deposits and other receivables, arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these instruments.

Maximum exposure and year-end staging

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

The amounts presented are gross carrying amounts for financial assets.

As at 31 December 2023

	12-month ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Trade and bills receivables	—	—	—	146,567	146,567
Trade receivables at fair value through other comprehensive income	6,000	—	—	—	6,000
Financial assets included in deposits and other receivables					
— Normal	2,352	—	—	—	2,352
Restricted cash	1	—	—	—	1
Cash and cash equivalents	33,275	—	—	—	33,275
Total	41,628	—	—	146,567	188,195

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As at 31 December 2024

	12-month ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and bills receivables	—	—	—	140,905	140,905
Trade receivables at fair value through other comprehensive income	81,804	—	—	—	81,804
Contract assets	—	—	—	980	980
Financial assets included in deposits and other receivables					
— Normal	2,627	—	—	—	2,627
Time deposits	10	—	—	—	10
Cash and cash equivalents	27,993	—	—	—	27,993
Total	112,434	—	—	141,885	254,319

As at 31 December 2025

	12-month ECLs	Lifetime ECLs			
	Stage 1	Stage 2	Stage 3	Simplified approach	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and bills receivables	—	—	—	222,021	222,021
Trade receivables at fair value through other comprehensive income	97,804	—	—	—	97,804
Contract assets	—	—	—	6,258	6,258
Financial assets included in deposits and other receivables					
— Normal	9,384	—	—	—	9,384
Restricted cash	653	—	—	—	653
Cash and cash equivalents	65,804	—	—	—	65,804
Total	173,645	—	—	228,279	401,924

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For trade and bills receivables at the end of each of the Relevant Periods, the Group applied the simplified approach for impairment, information based on the provision matrix is disclosed in note 19 to the Historical Financial Information.

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

Liquidity risk

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial instruments and financial assets (e.g., trade receivables) and projected cash flows from operations. The maturity profile of the Group’s financial liabilities as at the end of each of the Relevant Periods, based on the contractual undiscounted payments, is as follows:

As at 31 December 2023

	Less than 12 months or on demand	1 to 10 years	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Trade payables	97,489	—	97,489
Financial liabilities included in other payables and accruals	644	—	644
Lease liabilities	2,125	3,763	5,888
Interest-bearing bank borrowings	68,708	—	68,708
Redemption liabilities	214,177	—	214,177
Total	383,143	3,763	386,906

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As at 31 December 2024

	Less than 12 months or on demand	1 to 10 years	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	113,310	—	113,310
Financial liabilities included in other payables and accruals	1,202	—	1,202
Lease liabilities	2,224	1,539	3,763
Interest-bearing bank borrowings	94,648	6,610	101,258
Redemption liabilities	214,427	—	214,427
Total	<u>425,811</u>	<u>8,149</u>	<u>433,960</u>

As at 31 December 2025

	Less than 12 months or on demand	1 to 10 years	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	90,040	—	90,040
Financial liabilities included in other payables and accruals	15,736	—	15,736
Lease liabilities	1,413	591	2,004
Interest-bearing bank borrowings	110,333	6,996	117,329
Redemption liabilities	218,290	—	218,290
Total	<u>435,812</u>	<u>7,587</u>	<u>443,399</u>

Capital management

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

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

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

	As at 31 December		
	2023	2024	2025
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Total assets	<u>224,097</u>	<u>297,357</u>	<u>445,905</u>
Total liabilities	<u>413,018</u>	<u>456,056</u>	<u>565,659</u>
Asset-liability ratio*	<u>184%</u>	<u>153%</u>	<u>127%</u>

* Asset-liability ratio is calculated by dividing total liabilities by total assets.

43. CONTINGENT LIABILITIES

On 26 January 2026, a supplier (the “Plaintiff”) brought a claim against the Company’s subsidiaries (the “Defendant”) and sought remedies against the Defendant from the court. The total monetary compensation requested by the Plaintiff was RMB19,419,000 including relevant contractual amount under the purchase agreement which have been recognised as trade payables. In the opinion of the directors, it is not expected that the litigation would have any material impact on the financial statements of the Group. For details, please refer to section “Business Litigation and claim” of the document.

44. EVENTS AFTER THE RELEVANT PERIODS

Pursuant to the shareholders’ resolutions on 11 March 2026, the Company was converted into a joint stock limited liability company with a registered capital of RMB40,501,000 divided into 40,501,185 shares with a nominal value of RMB1.00 each. Upon the completion of the conversion on 20 April 2026, the Company was renamed as Beijing Rongxin Datainfo Science and Technology Co., Ltd. (北京融信數聯科技股份有限公司).

On 5 June 2026, the Company’s shareholders resolved to capitalize RMB499,000 from the Company’s capital reserve to increase the share capital from RMB40,501,000 to RMB41,000,000, by increasing the number of Shares from 40,501,184.68 Shares to 41,000,000 Shares, each with a nominal value of RMB1.00 each.

On 6 June 2026, resolution was passed by the shareholders approving, among others, the share subdivision, whereby each of the shares with a nominal value of RMB1.00 each shall be sub-divided into 2 shares with a nominal value of RMB0.50 each, and such share subdivision shall take effect immediately before the [REDACTED], upon which the registered capital of the Company shall be divided into 82,000,000 shares with a nominal value of RMB0.50 per share.

45. SUBSEQUENT FINANCIAL STATEMENTS

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

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

APPENDIX II UNAUDITED [REDACTED] FINANCIAL INFORMATION

[REDACTED]

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APPENDIX II UNAUDITED [REDACTED] FINANCIAL INFORMATION

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APPENDIX II UNAUDITED [REDACTED] FINANCIAL INFORMATION

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APPENDIX II UNAUDITED [REDACTED] FINANCIAL INFORMATION

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APPENDIX II UNAUDITED [REDACTED] FINANCIAL INFORMATION

[REDACTED]

APPENDIX III

TAXATION AND FOREIGN EXCHANGE

PRC LAWS AND REGULATIONS RELATING TO TAXATION

Taxation on Dividends

Individual Investor

Pursuant to the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法》), which was last amended on August 31, 2018 and came into effect on January 1, 2019 and the Implementation Provisions of the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法實施條例》), which was last amended on December 18, 2018 and came into effect on January 1, 2019, for individual income including interest, dividend and bonus, shall pay individual income tax with applicable proportional tax rate of 20% . Unless otherwise provided by the competent financial and taxation authorities under the State Council, all the interest, dividend and bonus are deemed as derived from the PRC whether the payment place is in the PRC. Pursuant to the Circular on Certain Issues Concerning the Policies of Individual Income Tax (《關於個人所得稅若干政策問題的通知》) promulgated by the Ministry of Finance and the SAT on May 13, 1994, overseas individuals are exempted from the individual income tax for dividends or bonuses received from foreign-invested enterprises.

Enterprise Investors

In accordance with the EIT Law, which was amended on December 29, 2018 and became effective on the same date, and the Implementation Provisions of the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》), which was amended on December 6, 2024 and became effective on January 20, 2025, a non-resident enterprise is generally subject to EIT at a rate of 10% on PRC-sourced income (including dividends received from a PRC resident enterprise that issues shares overseas), if it does not have an establishment or premise in the PRC or has an establishment or premise in the PRC but its PRC-sourced income has no real connection with such establishment or premise. The aforesaid income tax payable for non-resident enterprises are deducted at source, where the payer of the income is required to withhold the income tax from the amount to be paid to the non-resident enterprise when such payment is made or due.

The Circular on Issues Relating to the Withholding of Enterprise Income Tax by PRC Resident Enterprises on Dividends Paid to Overseas Non-Resident Enterprise Shareholders of H Shares (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (Guo Shui Han [2008] No. 897), which was issued by the SAT on November 6, 2008, further clarified that a PRC-resident enterprise must withhold EIT at a rate of 10% on the dividends of 2008 and onwards that it distributes to overseas non-resident enterprise shareholders of H Shares. In addition, the Response to Questions on Levying Enterprise Income Tax on Dividends Derived by Non-resident Enterprise from Holding Stock such as B Shares (《關於非居民企業取得B股等股票股息徵收企業所得稅問題的批覆》) (Guo Shui Han [2009] No. 394), which was issued by the SAT and came into effect on July 24, 2009, further provides that any PRC-resident enterprise whose shares are listed on overseas stock exchanges must withhold and remit EIT at a rate of 10% on dividends of 2008 and onwards that it distributes to non-resident enterprises. Such tax rate may be further modified pursuant to the tax treaty or agreement that China has entered into with a relevant country or area, where applicable.

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Pursuant to the Arrangement between the Mainland and the Hong Kong Special Administrative Region on the Avoidance of Double Taxation and the Prevention of Fiscal Evasion (《內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排》), which was signed on August 21, 2006, the Chinese Government may levy taxes on the dividends paid by a Chinese company to Hong Kong residents (including natural persons and legal entities) in an amount not exceeding 10% of the total dividends payable by the Chinese company. If a Hong Kong resident directly holds 25% or more of the equity interest in a Chinese company, then such tax shall not exceed 5% of the total dividends payable by the Chinese company. The Fifth Protocol of the Arrangement between the Mainland of China and the Hong Kong Special Administrative Region on the Avoidance of Double Taxation and the Prevention of Fiscal Evasion (《< 內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排>第五議定書》), which came in to effect on December 6, 2019, adds a criteria for the qualification of entitlement to enjoy treaty benefits. Although there may be other provisions under the Arrangement, the treaty benefits under the criteria shall not be granted in the circumstance where relevant gains, after taking into account all relevant facts and conditions, are reasonably deemed to be one of the main purposes for the arrangement transactions which will bring any direct or indirect benefits under this Agreement, except when the grant of benefits under such circumstance is consistent with relevant objective and goal under the Arrangement. The application of the dividend clause of tax agreements is subject to the requirements of PRC tax law documents, such as the Notice of the State Administration of Taxation on the Issues Concerning the Application of the Dividend Clauses of Tax Agreements (《國家稅務總局關於執行稅收協定股息條款有關問題的通知》) (Guo Shui Han [2009] No. 81) .

Tax Treaties

Non-PRC resident investors residing in countries which have entered into treaties for the avoidance of double taxation with the PRC or residing in Hong Kong or Macau are entitled to a reduction of the withholding taxes imposed on the dividends received from PRC companies. The PRC currently has entered into Avoidance of Double Taxation Treaties/Arrangements with a number of countries and regions including Hong Kong, Macau, Australia, Canada, France, Germany, Japan, Malaysia, the Netherlands, Singapore, the United Kingdom and the United States. Non-PRC resident enterprises entitled to preferential tax rates in accordance with the relevant income tax agreements or arrangements are required to apply to the Chinese tax authorities for a refund of the withholding tax in excess of the agreed tax rate, and the refund payment is subject to approval by the Chinese tax authorities.

TAXATION ON SHARE TRANSFER

Individual Investor

According to the Individual Income Tax Law of the People’s Republic of China (《中華人民共和國個人所得稅法》) and its implementation provisions, gains realized on the sale of equity interests in the PRC resident enterprises are subject to individual income tax at a rate of 20% .

Pursuant to the Circular of Declaring that Individual Income Tax Continues to be Exempted over Income of Individuals from the Transfer of Shares (《關於個人轉讓股票所得繼續暫免徵收個人所得稅的通知》) (Cai Shui Zi [1998] No. 61) issued by the MOF and the SAT on March 20, 1998, from January 1, 1997, income of individuals from transfer of the shares of listed enterprises continues to

APPENDIX III

TAXATION AND FOREIGN EXCHANGE

be exempted from individual income tax. On December 31, 2009, the MOF, the SAT and CSRC jointly issued the Circular on Related Issues on Levying Individual Income Tax over the Income Received by Individuals from the Transfer of Listed Shares Subject to Sales Limitation (《關於個人轉讓上市公司限售股所得徵收個人所得稅有關問題的通知》) (Cai Shui [2009] No. 167), which became effective on December 31, 2009, states that individuals' income from the transfer of listed shares on the Shanghai Stock Exchange and the Shenzhen Stock Exchange shall continue to be exempted from individual income tax, except for the relevant shares which are subject to sales restriction (as defined in the Supplementary Notice on Issues Concerning the Levy of Individual Income Tax on Individuals' Income from the Transfer of Restricted Stocks of Listed Companies (《關於個人轉讓上市公司限售股所得徵收個人所得稅有關問題的補充通知》) (Cai Shui [2010] No. 70) jointly issued by the above three departments on November 10, 2010). As of the Latest Practicable Date, no aforesaid provisions had expressly provided that whether individual income tax shall be levied from non-Chinese resident individuals on the transfer of shares in PRC resident enterprises listed on overseas stock exchanges. To the knowledge of the Company, in practice, the PRC tax authorities have not levied income tax from non-PRC resident individuals on gains from the transfer of PRC resident enterprises listed on overseas stock exchange.

Enterprise Investors

In accordance with the EIT Law and its implementation provisions, a non-resident enterprise is generally subject to EIT at the rate of a 10% on PRC-sourced income, including gains derived from the disposal of equity interests in a PRC resident enterprise, if it does not have an establishment or premise in the PRC or has an establishment or premise in the PRC but its PRC-sourced income has no real connection with such establishment or premise. Such income tax payable for non-resident enterprises are deducted at source, where the payer of the income are required to withhold the income tax from the amount to be paid to the non-resident enterprise when such payment is made or due. Such tax may be reduced or exempted pursuant to relevant tax treaties or agreements on avoidance of double taxation.

Stamp Duty

Pursuant to the Provisional Regulations of the PRC Concerning Stamp Duty (《中華人民共和國印花稅暫行條例》) effective as of October 1, 1988, amended on January 8, 2011 and replaced by Stamp Duty Law (《中華人民共和國印花稅法》) promulgated June 10, 2021 and effective as of July 1, 2022, and the Detailed Rules for Implementation of Provisional Regulations of the PRC Concerning Stamp Duty (《中華人民共和國印花稅暫行條例施行細則》) effective as of October 1, 1988, PRC stamp duty only applies on specific proof executed or received within the PRC and legally binding force in the PRC and protected under the PRC laws, thus the requirements of the stamp duty imposed on the transfer of shares of PRC listed companies shall not apply to the acquisition and disposal of H Shares by non-PRC investors outside of the PRC.

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TAXATION AND FOREIGN EXCHANGE

MAJOR TAXES ON THE COMPANY IN PRC

EIT Law

According to the EIT Law, which was amended on December 29, 2018 and became effective on the same date and the Regulation on the Implementation of the Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法實施條例》), which was amended on December 6, 2024 and became effective on January 20, 2025, the applicable EIT rate of both domestic and foreign-funded enterprises shall be 25% . Enterprises are classified into resident and non-resident enterprises. A resident enterprise shall pay EIT on its incomes derived from both inside and outside China. For a non-resident enterprise having offices or establishments inside China, it shall pay EIT on its incomes derived from China as well as on incomes that it earns outside China but which has real connection with the said offices or establishments, the EIT rate applicable shall be 25% . For a non-resident enterprise having no office or establishment inside China, or for a non-resident enterprise whose incomes have no actual connection to its office or establishment inside China, it shall pay EIT on the incomes derived from China the EIT rate applicable shall be 10% .

VAT

According to the Interim Regulations of the PRC on Value Added Tax (《中華人民共和國增值稅暫行條例》) which was promulgated by the State Council on December 13, 1993, and amended on November 10, 2008, February 6, 2016 and November 19, 2017, and replaced by Value Added Tax Law (《中華人民共和國增值稅法》) promulgated December 25, 2024 and effective as of January 1, 2026, all enterprises and individuals that engage in the sale of goods, the provision of processing, repair and replacement services, sales of service, intangible assets and real estate and the importation of goods within the territory of the PRC shall pay VAT at the rate of 0%, 6%, 9% and 13% for the different goods it sells and different services it provides, except when specified otherwise.

PRC LAWS AND REGULATIONS RELATING TO FOREIGN EXCHANGE

Foreign currencies conversion is mainly subject to the Administrative Regulations on Foreign Exchange of the PRC (《中華人民共和國外匯管理條例》) promulgated by the PRC State Council on January 29, 1996 and latest amended on August 5, 2008 and the Administrative Provisions on the Settlement, Sales and Payment of Foreign Exchange (《結匯、售匯及付匯管理規定》) promulgated by the People’s Bank of China on June 20, 1996. Under such regulations, RMB is generally freely convertible to foreign currencies for current account transactions (such as trade and service-related foreign exchange transactions and dividend payments), but not for capital account transactions (such as capital transfer, direct investment, securities investment, derivative products or loans), except where a prior approval from the SAFE and/or its competent local counterparts is obtained.

According to the Decision of the State Council on Canceling and Adjusting A Batch of Items Requiring Administrative Approval (《國務院關於取消和調整一批行政審批項目等事項的決定》) issued by the State Council on October 23, 2014, SAFE and its branches cancelled the review and approval on the foreign exchange settlement for the repatriation of funds raised abroad under the overseas listed foreign capital stock account.

APPENDIX III

TAXATION AND FOREIGN EXCHANGE

According to the Notice on Relevant Issue Concerning the Administration of Foreign Exchange for Overseas Listing (《關於境外上市外匯管理有關問題的通知》) issued on December 26, 2014, and replaced by Stamp Duty Law (《關於境內企業境外上市資金管理有關問題的通知》) promulgated December 24, 2025 and effective as of April 1, 2026, the domestic companies shall register the overseas listed with the foreign exchange control bureau located at its registered address in 30 working days after the completion of the overseas listing and issuance or the completion of the over-allotment option. In principle, funds raised by domestic enterprises through overseas listings shall be remitted back to the territory in a timely manner. Where such funds are retained overseas for the conduct of overseas direct investment, overseas securities investment, overseas lending and other businesses, the domestic enterprise shall obtain the approval or filing documents from the business competent authorities before the date of completion of the overseas issuance or the over-allotment option, and shall comply with relevant cross-border funds administration provisions.

According to the Notice of State Administration of Foreign Exchange on Reforming and Standardizing Capital Account Foreign Exchange Settlement Administration Policies (《國家外匯管理局關於改革和規範資本項目結匯管理政策的通知》) issued by SAFE on June 9, 2016 and amended on December 4, 2023, it has been specified clearly in the relevant policies that, for the capital account foreign exchange income subject to voluntary foreign exchange settlement (including the repatriation of the proceeds from overseas listing), the domestic institutions may conduct the foreign exchange settlement at the banks according to their operation needs. The proportion of the capital account foreign exchange income subject to voluntary foreign exchange settlement was tentatively set as 100%, provided that SAFE may adjust the aforesaid proportion according to the international payment balance status in good time.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

PRC LAWS AND REGULATIONS

The PRC Legal System

The PRC legal system is based on the PRC Constitution (《中華人民共和國憲法》) (hereinafter referred to as the “Constitution”) and is made up of statutes, administrative regulations, local regulations, autonomous regulations, separate regulations, rules and regulations of State Council departments, rules and regulations of local governments, laws of special administrative regions and international treaties of which the PRC government is the signatory and other regulatory documents. Court judgments do not constitute legally binding precedents, although they are used for the purposes of judicial reference and guidance.

According to the Constitution and the Legislation Law of the PRC (《中華人民共和國立法法》) (hereinafter referred to as the “Legislation Law”), the NPC and its Standing Committee are empowered to exercise the legislative power of the State. The NPC has the power to formulate and amend basic laws governing State organs, civil, criminal and other matters. The Standing Committee of the NPC formulates and amends the laws other than those required to be enacted by the NPC and to supplement and amend parts of the laws enacted by the NPC during the adjournment of the NPC, provided that such supplements and amendments are not in conflict with the basic principles of such laws.

The State Council is the highest organ of state administration and has the power to formulate administrative regulations based on the Constitution and laws. The people’s congresses of the provinces, autonomous regions and municipalities and their standing committees may formulate local regulations based on the specific circumstances and actual needs of their respective administrative areas, provided that such regulations do not contravene any provision of the Constitution, laws or administrative regulations. The people’s congresses of cities divided into districts and their respective standing committees may formulate local regulations on aspects such as urban and rural construction and management, environmental protection and historical and cultural protection based on the specific circumstances and actual needs of such cities, provided that such local regulations do not contravene any provision of the Constitution, laws, administrative regulations and local regulations of their respective provinces or autonomous regions. If the law provides otherwise on the formulation of local regulations by cities divided into districts, those provisions shall prevail. Such local regulations will come into effect after being reported to and approved by the standing committees of the people’s congresses of the relevant provinces or autonomous regions. The standing committees of the people’s congresses of the provinces or autonomous regions shall examine the legality of local regulations submitted for approval, and such approval shall be granted within four months if they are not in conflict with the Constitution, laws, administrative regulations and local regulations of the relevant provinces or autonomous regions. Where, during the examination for approval of local regulations of cities divided into districts by the standing committees of the people’s congresses of the provinces or autonomous regions, conflicts are identified with the rules and regulations of the people’s governments of the provinces or autonomous regions, a decision should be made to resolve the issue. People’s congresses of national autonomous areas have the power to enact autonomous regulations and separate regulations in light of the political, economic and cultural characteristics of the ethnic groups in the areas concerned.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

The ministries and commissions of the State Council, the People’s Bank of China, the National Audit Office and the subordinate institutions with administrative functions directly administered by the State Council may formulate departmental rules and regulations within the permissions of their respective departments based on the laws and administrative regulations, and the decisions and orders of the State Council. Provisions of departmental rules should be the matters related to the enforcement of the laws and administrative regulations, and the decisions and orders of the State Council. The people’s governments of the provinces, autonomous regions, municipalities and cities or autonomous prefectures divided into districts may formulate rules and regulations based on the laws, administrative regulations and local regulations of such provinces, autonomous regions and municipalities.

The Constitution has supreme legal authority and no laws, administrative regulations, local regulations, autonomous regulations or separate regulations or rules may contravene the Constitution. The authority of laws is greater than that of administrative regulations, local regulations and rules. The authority of administrative regulations is greater than that of local regulations and rules. The authority of the rules enacted by the people’s governments of the provinces and autonomous regions is greater than that of the rules enacted by the people’s governments of the cities divided into districts within their respective administrative regions.

The NPC has the power to alter or annul any inappropriate laws enacted by the SCNPC, and to annul any autonomous regulations and separate regulations which have been approved by the SCNPC but which contravene the Constitution and the Legislation Law; the SCNPC has the power to annul administrative regulations that contravene the Constitution and laws, to annul local regulations that contravene the Constitution, laws and administrative regulations, and to annul autonomous regulations and separate regulations which have been approved by the standing committees of the people’s congresses of the relevant provinces, autonomous regions or municipalities directly under the Central Government, but which contravene the Constitution and the Legislation Law; The State Council has the power to alter or annul any inappropriate ministerial rules and rules of local governments; The people’s congresses of provinces, autonomous regions and municipalities directly under the Central Government have the power to alter or annul any inappropriate local regulations enacted or approved by their respective standing committees; The standing committees of the local people’s congresses have the power to annul inappropriate rules enacted by the people’s governments at the corresponding level; The people’s governments of provinces and autonomous regions have the power to alter or annul any inappropriate rules enacted by the people’s governments at a lower level.

Pursuant to the Resolution of the Standing Committee of the NPC Providing an Improved Interpretation of the Law (全國人民代表大會常務委員會關於加強法律解釋工作的決議) passed on June 10, 1981, in cases where the scope of provisions of laws or decrees needs to be further defined or additional stipulations need to be made, the Standing Committee of the NPC shall provide interpretations or make stipulations by means of decrees. Issues related to the application of laws in a court trial should be interpreted by the Supreme People’s Court, issues related to the application of laws in a prosecution process of the procuratorate should be interpreted by the Supreme People’s Procuratorate, and issues related to laws other than the above mentioned should be interpreted by the State Council and the competent authorities. The State Council and its ministries and commissions are also vested with the power to give interpretations of the administrative regulations and departmental rules which they have promulgated. At the regional level, the power to interpret regional regulations is vested in the regional legislative and administrative authorities which promulgate such regulations.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

THE PRC JUDICIAL SYSTEM

Under the Constitution, the Law of Organization of the People’s Court of the PRC (《中華人民共和國人民法院組織法》) and the Law of Organization of the People’s Procuratorate of the PRC (2018 Revision) (《中華人民共和國人民檢察院組織法》(2018修訂)), the people’s courts of the PRC are divided into the Supreme People’s Court, the local people’s courts at all levels and special people’s courts. The local people’s courts at all levels are divided into three levels, namely, the basic people’s courts, the intermediate people’s courts and the higher people’s courts. The basic people’s courts may set up certain people’s tribunals based on the status of the region, population and cases. The Supreme People’s Court shall be the highest judicial organ of the state. The Supreme People’s Court shall supervise the administration of justice by the local people’s courts at all levels and by the special people’s courts. The people’s courts at a higher level shall supervise the judicial work of the people’s courts at lower levels. The people’s procuratorates of the PRC are divided into the Supreme People’s Procuratorate, the local people’s procuratorates at all levels, Military Procuratorates and other special people’s procuratorates. The Supreme People’s Procuratorate shall be the highest procuratorial organ. The Supreme People’s Procuratorate shall direct the work of the local people’s procuratorates at all levels and of the special people’s procuratorates; the people’s procuratorates at higher levels shall direct the work of those at lower levels.

The people’s courts employ a two-tier appellate system, i.e., judgments or rulings of the second instance at the people’s courts are final. A party may appeal against the judgment or ruling of the first instance of a local people’s court. The people’s procuratorate may present a protest to the people’s courts at the next higher level in accordance with the procedures stipulated by the laws. In the absence of any appeal by the parties and any protest by the people’s procuratorate within the stipulated period, the judgments or rulings of the people’s courts shall become final. Judgments or rulings of the second instance of the intermediate people’s courts, the higher people’s courts and the Supreme People’s Court and those of the first instance of the Supreme People’s Court are final. However, if the Supreme People’s Court or the people’s courts at the next higher level finds any definite errors in a legally effective final judgment or ruling of the people’s court at a lower level, or if the chief judge of a people’s court at any level finds any definite errors in a legally effective final judgment or ruling of such court, the case can be retried according to judicial supervision procedures.

The Civil Procedure Law of the PRC (《中華人民共和國民事訴訟法》) (hereinafter referred to as the “PRC Civil Procedure Law”) adopted on April 9, 1991 and amended five times on October 28, 2007, August 31, 2012, June 27, 2017, December 24, 2021, and September 1, 2023 respectively, prescribes the conditions for instituting a civil action, the jurisdiction of the people’s court, the procedures for conducting a civil action, and the procedures for enforcement of a civil judgment or ruling. All parties to a civil action conducted within the PRC must abide by the PRC Civil Procedure Law. A civil case is generally heard by the court located in the defendant’s place of domicile. The court of jurisdiction in respect of a civil action may also be chosen by explicit agreement among the parties to a contract, provided that the people’s court having jurisdiction should be located at places directly connected with the disputes, such as the plaintiff’s or the defendant’s place of domicile, the place where the contract is executed or signed or the place where the object of the action is located. Meanwhile, such choice shall not in any circumstances contravene the regulations of differential jurisdiction and exclusive jurisdiction.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

A foreign individual, a person without nationality, a foreign enterprise or a foreign organization is given the same litigation rights and obligations as a citizen, a legal person or other organizations of the PRC when initiating actions or defending against litigations at a people’s court. Should a foreign court limit the litigation rights of PRC citizens or enterprises, the PRC court may apply the same limitations to the citizens or enterprises of such foreign country. A foreign individual, a person without nationality, a foreign enterprise or a foreign organization must engage a PRC lawyer in case he or it needs to engage a lawyer for the purpose of initiating actions or defending against litigations at a people’s court. In accordance with the international treaties to which the PRC is a signatory or participant or according to the principle of reciprocity, a people’s court and a foreign court may request each other to serve documents, conduct investigation and collect evidence and conduct other actions on its behalf. A people’s court shall not accommodate any request made by a foreign court which will result in the violation of sovereignty, security or public interests of the PRC.

All parties to a civil action shall perform the legally effective judgments and rulings. If any party to a civil action refuses to abide by a judgment or ruling made by a people’s court or an award made by an arbitration tribunal in the PRC, the other party may apply to the people’s court for the enforcement of the same within two years subject to application for postponed enforcement or revocation. If a party fails to satisfy within the stipulated period a judgment which the court has granted an enforcement approval, the court may, upon the application of the other party, mandatorily enforce the judgment against such party.

Where a party requests for enforcement of an effective judgment or ruling made by a people’s court, but the opposite party or his property is not within the territory of the PRC, the party may directly apply to the foreign court with jurisdiction for recognition and enforcement of the judgment or ruling, or the people’s court may, in accordance with the provisions of international treaties to which the PRC is a signatory or in which the PRC is a participant or according to the principle of reciprocity, request for recognition and enforcement by the foreign court. Similarly, for an effective judgment or ruling made by a foreign court that requires recognition and enforcement by a people’s court of the PRC, a party may directly apply to an intermediate people’s court of the PRC with jurisdiction for recognition and enforcement of the judgment or ruling, or the foreign court may, in accordance with the provisions of international treaties to which its country and the PRC are signatories or in which its country is a participant or according to the principle of reciprocity, request for recognition and enforcement by the people’s court, unless the people’s court considers that the recognition or enforcement of such judgment or ruling would violate the basic legal principles of the PRC, its sovereignty or national security or would not be in social and public interest.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

THE PRC COMPANY LAW AND THE GUIDELINES FOR THE ARTICLES OF ASSOCIATION OF LISTED COMPANIES

A joint stock limited company incorporated in the PRC seeking a list on the Stock Exchange is mainly subject to the following laws and regulations of the PRC:

The Company Law was adopted by the Fifth Standing Committee Meeting of the Eighth NPC on December 29, 1993 and came into effect on July 1, 1994, and was amended on December 25, 1999, August 28, 2004, October 27, 2005, December 28, 2013, October 26, 2018 and December 29, 2023, respectively. The latest revised Company Law came into effect on July 1, 2024.

According to the Guidelines on the Application of Regulatory Rules — No. 1 for Overseas Offering and Listing (《監管規則適用指引 — 境外發行上市類第1號》) which was promulgated by the CSRC on February 17, 2023, and came into effect on March 31, 2023, the domestic companies that directly offer and list securities in overseas markets, shall formulate their articles of association in line with the Guidelines for the Articles of Association of Listed Companies (《上市公司章程指引》) (hereinafter referred to as the “PRC Guidelines on AoA”) promulgated by the CSRC on March 16, 2006 and latest amended on March 28, 2025, to standardize corporate governance.

Set out below is a summary of the major provisions of the Company Law and the PRC Guidelines on AoA which are applicable to the Company.

General

A “joint stock limited company” is a corporate legal person established under the Company Law, whose registered capital is divided into shares of equal par value. The liability of its shareholders is limited to the extent of the shares held by them and the liability of a company is limited to the full value of all the property owned by it.

A company must conduct its business in accordance with the laws and regulations, social morality and business ethics, be honest and faithful and accept the supervision of the government and the general public. A company may invest in other limited liability companies. The liabilities of the company to such invested companies are limited to the amount invested. Unless otherwise provided by laws, a company cannot be the capital contributor who has the joint liabilities associated with the debts of the invested enterprises.

Incorporation

A company may be established by promotion or subscription. A company shall have a minimum of one but no more than 200 people as its promoters, over half of which must have a domicile within the PRC.

The board of directors shall, within 30 days after the end of the establishment meeting of a company, authorize a representative to file an application for registration of establishment with the company registration authority. A company established in accordance with the law shall be issued a business license by the company registration authority. The date of issuance of the company’s business license is the date of establishment of the company.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

Where the shares to be issued have not been fully subscribed for at the time of the establishment of a company, or the promoters fail to hold an establishment meeting within 30 days after the full payment has been made for the shares to be issued, subscribers may claim against the promoters for refund of the payment for shares plus the interest on the bank deposits for the same term. The promoters and subscribers may not withdraw their share capital after they have made payment for the shares or delivered non-monetary property as capital contributions, except the case that the shares have not been fully subscribed for within the time limit, the promoters fail to hold the establishment meeting on schedule, or the establishment meeting decides not to establish the company.

If the company fails to be established, the legal consequences incurred shall be undertaken by the shareholders at the time of the establishment of the company. If there are two or more shareholders at the time of the establishment, they shall enjoy the claims and assume the debts jointly and severally. If a shareholder at the time of the establishment of the company engages in the civil activities in its own name for the purpose of establishing the company, the third party has the right to request the company or such shareholder to assume the civil liability incurred. Where a shareholder at the time of the establishment of a company causes any damage to any other person due to fulfilling the duties for the establishment of the company, the company or the shareholder who is not at fault may, after making compensations, claim the compensation from the shareholder who is at fault.

Registered Shares

Shares in a company take the form of share certificates. Share certificates are certificates issued by the company evidencing the shares held by the shareholders. The shares issued by a company shall be registered shares.

A joint stock limited company shall make a register of shareholders and keep it in the company. The register of shareholders shall contain the following items: (1) name and domicile of each shareholder; (2) class and number of shares subscribed for by each shareholder; (3) serial number of shares if the shares are issued in paper form; and (4) date for each shareholder to obtain shares.

Allotment and Issue of Shares

All issuance of shares by a joint stock limited company shall be on an equal and equitable basis. Shares of the same class must carry the same rights. Shares of the same class issued at the same time must be issued on the same conditions and at the same price. A joint stock limited company may issue shares at par value or at a premium, but cannot issue shares at a price below par value.

A domestic enterprise seeking to be listed overseas shall file with the CSRC in accordance with the provisions of the Trial Measures, and submit a filing report, legal opinion and other relevant materials, and give an authentic, accurate and complete description of shareholders' information. Where a domestic enterprise issues shares directly for listing overseas, the issuer shall file with the CSRC. Where a domestic enterprise plans to go for indirect listing overseas, the issuer shall designate the major domestic operating entity as the domestic responsible person and make a filing with the CSRC.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

Reduction of Share Capital

A company may reduce its registered capital in accordance with the following procedures prescribed by the Company Law: (1) To prepare a balance sheet and a property list. (2) A company makes a resolution at shareholders’ general meeting to reduce its registered capital. (3) A company shall inform its creditors within 10 days and publish an announcement in newspapers within 30 days after the approval of resolution of reducing registered capital. (4) The creditors shall have the right to require a company to repay its debts or provide corresponding guarantees within 30 days after receiving the notice or within 45 days after the announcement if the creditors have not received the notice. (5) When a company reduces its registered capital, it shall register the change with a company registration authority in accordance with the law.

Repurchase of Shares

Pursuant to the Company Law, a company may not repurchase its own shares other than for the following purposes: (1) reducing its registered capital; (2) merging with other companies which hold its shares; (3) granting shares to its employees as incentives or for employee stock ownership plan; (4) acquiring its shares at the request of its shareholders who vote in a shareholders’ general meeting against a resolution regarding a merger and division; (5) utilizing the shares for conversion of listed corporate bonds which are convertible into shares; and (6) where it is necessary for the listed company to safeguard the value of the company and the interests of its shareholders.

The acquisition by a company of its own shares on the grounds set out in item (1) to (2) above shall be approved by way of a resolution of a shareholders’ general meeting; the acquisition by a company of its own shares in circumstances as set out in items (3), (5) and (6) above maybe approved by way of a resolution at a board meeting with two-third or more of the directors present in accordance with the provisions of the company’s articles of association or the authorization of the shareholders’ general meeting.

Following the acquisition by a company of its own shares in accordance with these requirements, such shares shall be cancelled within 10 days from the date of the acquisition under the circumstance in item (1); such shares shall be transferred or cancelled within six months under the circumstances in items (2) or (4); the total shares held by the Company shall not exceed 10% of the total shares issued by the Company and such shares shall be transferred or cancelled within three years under the circumstances in items (3), (5) or (6).

A listed company shall perform its information disclosure obligations in accordance with the provisions of the Securities Law of the PRC (《中華人民共和國證券法》) (the “PRC Securities Law”) when acquiring its own shares. The acquisition by a listed company of its own shares in circumstances as set out in items (3), (5) and (6) of this article shall be conducted through open centralized trading.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

Transfer of Shares

The shares held by a shareholder of a joint stock limited company may be transferred to other shareholders or persons other than the shareholders of the company. Where the articles of association of the company have any restriction on the transfer of shares, the transfer shall be carried out in accordance with the articles of association. The share transfer by a shareholder shall be conducted on a lawfully established stock exchange or by any other means as prescribed by the State Council.

The stocks shall be transferred by a shareholder in the form of endorsement or by any other means prescribed by the relevant laws or administrative regulations. After the transfer, the company shall record the name and domicile of the transferee in the register of shareholders. The register of shareholders shall not be modified within 20 days before any shareholders’ meeting is held, or within 5 days prior to the benchmark date decided by the company for the distribution of dividends. Where it is otherwise provided for in any law, administrative regulation or by the securities regulatory authority of the State Council for the modification of the register of shareholders of a listed company, such provisions shall prevail.

The shares issued before a company makes a public offering of shares shall not be transferred within 1 year as of the day when the stocks of the company are listed and traded on the stock exchange. Where it is otherwise provided for in any law, administrative regulation or by the securities regulatory authority of the State Council for the transfer of shares held by the shareholders or actual controllers of a listed company, such provisions shall prevail. The directors, supervisors and senior executives of the company shall declare to the company the shares they hold and the changes thereof. During the term of office as determined when they assume the posts, the shares transferred each year shall not exceed 25% of the total shares they hold of the company. The shares of the company held by them shall not be transferred within 1 year as of the day when the stocks of the company are listed and traded on the stock exchange. Any of the aforesaid persons shall not transfer the shares of the company held within six months after he/she leaves office. Any other restrictions on the transfer of company shares held by directors, supervisors or senior executives may be specified in the articles of association.

Shareholders

Under the Company Law, the rights of shareholders include the rights: (1) to receive dividends and other forms of distribution in accordance with the proportion of shares held or as stipulated in the articles of association. (2) to attend or appoint a proxy to attend shareholders’ meetings and exercise voting rights. (3) to make suggestions or inquiries regarding the company’s operations. (4) to transfer, donate, or pledge shares in accordance with laws, administrative regulations, and the articles of association. (5) to review and copy the articles of association, register of shareholders, records of shareholders’ meetings, resolutions of the board of directors, resolutions of the board of supervisors, and financial accounting reports. (6) shareholders who individually or collectively hold more than three percent of the company’s shares for at least 180 consecutive days have the right to review the company’s accounting books and vouchers. (7) in the event of the company’s dissolution or liquidation, to participate in the distribution of the company’s remaining assets in proportion to the shares held. (8) any shareholder who objects to a shareholders’ meeting resolution regarding company merger or division has the right to request the company to repurchase its shares. (9) other rights granted by laws, administrative regulations, and the articles of association.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

The obligations of shareholders include: (1) to comply with laws, administrative regulations and the articles of association. (2) to pay for the shares subscription and the method of contribution. (3) may not damage the interests of the company or of other shareholders by abusing its rights. (4) not to abuse the independent legal status of the company and the limited liability of shareholders to evade debts or harm the interests of the company’s creditors. (5) other obligations that shall be undertaken as stipulated by laws, administrative regulations, and the articles of association.

Shareholders’ General Meetings

The shareholders’ meeting of a joint-stock limited company is composed of all the shareholders. The shareholders’ meeting is the company’s authority and exercises the following powers: (1) to elect and replace directors and supervisors, and to determine matters relating to the remuneration of directors and supervisors. (2) to deliberate and approve the report of the board of directors. (3) to deliberate and approve the report of the board of supervisors. (4) to deliberate and approve the company’s profit distribution plan and loss compensation plan. (5) to make resolutions on the increase or decrease of the company’s registered capital. (6) to make resolutions on the issuance of corporate bonds. (7) to make resolutions on the company’s merger, division, dissolution, liquidation, or change of corporate form. (8) to amend the articles of association. (9) other powers stipulated in the articles of association.

In addition, the PRC Guidelines on AoA stipulate that the powers of the shareholders’ meeting also include: (1) to make resolutions on the engagement or dismissal of the accounting firm undertaking the company’s audit business. (2) to deliberate and approve the guarantee matters stipulated in Article 47 of the PRC Guidelines on AoA. (3) to deliberate on matters concerning the purchase or sale of significant assets exceeding 30% of the company’s most recently audited total assets within one year. (4) to deliberate and approve changes in the use of raised funds. (5) to deliberate on equity incentive plans and employee share ownership plans. (6) to deliberate on other matters that should be decided by the shareholders’ meeting as stipulated by laws, administrative regulations, departmental rules, or the articles of association.

A shareholders’ general meeting is required to be held once a year. An extraordinary general meeting is required to be held within two months upon the occurrence of any of the following: (1) the number of directors is less than the number required by the Company Law or less than two-thirds of the number specified in the articles of association; (2) the total outstanding losses of the company amounted to one-third of the company’s total paid-in share capital; (3) shareholders individually or in aggregate holding 10% or more of the company’s shares request to convene an extraordinary general meeting; (4) the board deems necessary; (5) the board of supervisors so proposes; or (6) any other circumstances as provided for in the articles of association.

A shareholders’ general meeting shall be summoned by the board of directors and presided over by the chairman of the board of directors. In the event that the chairman is incapable of performing or is not performing his duties, the meeting shall be presided over by the vice chairman. In the event that the vice chairman is incapable of performing or is not performing his duties, a director recommended by half or more of the directors shall preside over the meeting.

Where the board of directors is incapable of performing or is not performing its duties, the board of supervisors shall summon and preside over the shareholders’ general meeting in a timely manner.

APPENDIX IV SUMMARY OF PRINCIPAL LEGAL AND REGULATORY PROVISIONS

If the board of supervisors fails to summon and preside over the shareholders’ general meeting, shareholders individually or in aggregate holding 10% or more of the company’s shares for 90 days or more consecutively may summon and preside over the shareholders’ general meeting on their own initiative.

A notice of the general meeting stating the date and venue of the meeting and the matters to be considered at the meeting shall be given to all shareholders 20 days prior to the meeting. A notice of extraordinary general meeting shall be given to all shareholders 15 days prior to the meeting.

Shareholders may appoint proxies to attend the shareholders’ meeting. The proxy shall submit to the company a power of attorney from the shareholder and exercise the voting rights within the scope of the authorization. The Company Law does not contain any specific provisions regarding the number of shareholders required to constitute a quorum for a shareholders’ meeting.

Each shareholder attending the shareholders’ meeting has one voting right for each share held, except for shareholders of preference shares. Shares held by the company in its own name do not have voting rights.

An accumulative voting system may be adopted for the election of directors and supervisors at the general meeting pursuant to the provisions of the articles of association or a resolution of the general meeting. Under the accumulative voting system, each share shall be entitled to the number of votes equivalent to the number of directors or supervisors to be elected at the general meeting, and shareholders may consolidate their votes for one or more directors or supervisors when casting a vote.

Resolutions of the general meeting must be passed by more than half of the voting rights held by shareholders present at the meeting, with the exception of resolutions relating to merger, division or dissolution of the company, increase or reduction of registered share capital, change of corporate form or amendments to the articles of association, in each case of which must be passed by more than two-thirds of the voting rights held by the shareholders present at the meeting.

Board of Directors

A joint stock limited company shall establish a board of directors. However, a joint stock limited company with a smaller scale or fewer shareholders may, instead of establishing a board of directors, appoint a single director to exercise the powers of the board of directors as stipulated in the Company Law.

For joint stock limited companies that establish a board of directors, the number of members shall be three or more, and the members may include representatives of the company’s employees. In a joint stock limited company with more than 300 employees, unless it has established a board of supervisors with employee representatives in accordance with the law, the board of directors shall include employee representatives.

The term of office for directors shall be stipulated in the articles of association, but each term shall not exceed three years. A director whose term has expired may be re-elected for consecutive terms.

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The board of directors shall convene at least two meetings per year, and all directors and supervisors shall be notified at least 10 days before each meeting.

The board of directors may exercise its powers: (1) to convene shareholders’ general meetings; (2) to implement the resolutions passed by the shareholders at the shareholders’ general meetings; (3) to decide on the company’s operational plans and investment proposals; (4) to formulate the company’s profit distribution proposals and loss recovery proposals; (5) to formulate proposals for the increase or reduction of the company’s registered capital and the issue of corporate bonds; (6) to formulate proposals for the merger, division or dissolution of the company or change of corporate form; (7) to decide on the setup of the company’s internal management organs; (8) to appoint or dismiss the company’s manager and decide on his/her remuneration and, based on the manager’s recommendation, to appoint or dismiss any deputy general manager and financial officer of the company and to decide on their remunerations; (9) to formulate the company’s basic management system; and (10) to exercise any other authority stipulated in the articles of association or granted by the shareholders’ meeting.

In addition, the PRC Guidelines on AoA stipulate that the powers of the board of directors also include: (1) within the scope of authorization by the shareholders’ meeting, to decide on matters such as the company’s external investments, acquisition and sale of assets, asset mortgage, external guarantees, entrusted financial management, related-party transactions, and external donations. (2) to formulate plans for significant acquisitions by the company, and for the company to acquire its own shares. (3) to draft the plan for amending the articles of association. (4) to manage the company’s information disclosure matters. (5) to submit proposals to the shareholders’ meeting for the engagement or replacement of the accounting firm that audits the company. (6) to hear work reports from the company’s manager and to inspect the work of the manager.

A board of directors meeting shall be held only if more than half of the directors are in attendance. Resolutions made by the board of directors must be passed by a majority of the directors. The directors shall attend the meeting of the board of directors in person. Where any director is unable to attend the meeting for any reason, he/she may, by issuing a written power of attorney, entrust another director to attend the meeting on his/her behalf. The power of attorney shall indicate the scope of authorization.

The directors shall be responsible for the resolutions made by the board of directors. Where a resolution of the board of directors is in violation of any law, administrative regulation, articles of association or resolution of the shareholders’ meeting and causes any serious loss to the company, the directors who participate in adopting such resolution shall be liable for compensation to the company. If a director is proved to have expressed his/her objection to the voting on such resolution and such objection has been recorded in the minutes, he/she may be exempted from liability.

Under the Company Law, the following person may not serve as a director in a company: (1) having no capacity for civil conduct or having limited capacity for civil conduct. (2) having been sentenced to any criminal penalty due to an offence of corruption, bribery, encroachment of property,

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misappropriation of property or disrupting the order of the socialist market economy, or having been deprived of political rights due to a crime, where a five-year period has not elapsed since the expiration of execution period; if he/she is pronounced for suspension of sentence, a two-year period has not elapsed since the expiration of the suspension of sentence. (3) serving as a director, factory director or manager of a company or enterprise which has been bankrupt and liquidated and being personally liable for the bankruptcy of such company or enterprise, where a three-year period has not elapsed since the completion of the bankruptcy and liquidation. (4) acting as the legal representative of a company or enterprise whose business license has been revoked or which was ordered to close down due to any violation of the law and being personally liable, where a three-year period has not elapsed since the date of revocation of business license or the order for closure; or (5) being listed as a dishonest person subject to enforcement by the people’s court due to his/her failure to pay off a relatively large amount of due debts.

According to the PRC Guidelines on AoA, the board of directors shall appoint one chairman, who shall be elected by a majority of all the directors. The chairman shall exercise the following powers (including but not limited to: (1) to preside over the shareholders’ meeting and to convene and chair the board of directors meetings. (2) to urge and inspect the implementation of the resolutions of the board of directors. (3) other powers granted by the board of directors).

Directors owe a duty of loyalty to the company and shall take measures to avoid conflicts between their personal interests and the interests of the company. They must not use their position to seek improper benefits. Directors also owe a duty of care to the company and shall exercise their duties in the best interests of the company, with the reasonable care that a manager would normally be expected to exercise.

Audit Committee/Supervisor/Board of Supervisors

A joint stock limited company may establish an audit committee composed of directors within its board of directors in accordance with the provisions of its articles of association, to exercise the powers of the board of supervisors as stipulated in the Company Law, without setting up a board of supervisors or supervisors. The audit committee shall consist of three or more members, with a majority of the members not holding any position in the company other than that of a director, and they must not have any relationship with the company that could affect their independent and objective judgment. Employee representatives on the board of directors may serve as members of the audit committee.

Unless the audit committee is established to exercise the powers of the board of supervisors, or in the case of a joint stock limited company with a smaller scale or fewer shareholders, which may appoint a single supervisor to exercise the powers of the board of supervisors as stipulated in the Company Law, otherwise, a joint-stock limited company shall establish a board of supervisors. The board of supervisors shall consist of three or more members, including representatives of shareholders and an appropriate proportion of employee representatives, with the proportion of employee representatives not being less than one-third, the specific proportion to be stipulated in the articles of association. Employee representatives on the board of supervisors shall be elected democratically by the company’s employees through a workers’ representative congress, workers’ congress, or other forms. Company directors or senior management may not concurrently serve as supervisors.

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The board of supervisors may exercise the following powers: (1) to review the company’s financial position. (2) to supervise the directors and senior management in their performance of their duties and to propose the removal of directors and senior management who have violated laws, regulations, the articles of association or resolutions of the shareholders’ general meetings. (3) when the acts of a director or a senior management personnel are detrimental to the company’s interests, to require the director and senior management to correct these acts. (4) to propose the convening of extraordinary shareholders’ general meetings and to summon and preside over shareholders’ general meetings when the board fails to perform the duty of summoning and presiding over shareholders’ general meetings under the Company Law. (5) to submit proposals to the shareholders’ general meetings. (6) to bring law suits against directors and senior management personnel pursuant to the relevant provisions of the Company Law and (7) to exercise any other authority stipulated in the articles of association.

Supervisors shall comply with laws, administrative regulations, and the articles of association, and owe a duty of loyalty to the company. They shall take measures to avoid conflicts between their personal interests and the interests of the company and must not use their position to seek improper benefits. Supervisors also owe a duty of care to the company and shall exercise their duties in the best interests of the company, with the reasonable care that a manager would normally be expected to exercise.

Manager and Senior Management

A joint stock company shall have a manager who shall be appointed or removed by the board of directors. The manager shall be responsible to the board of directors and exercise his/her functions and powers according to the articles of association or the authorization of the board of directors.

Under the relevant requirements of the PRC Guidelines on AoA, the manager shall exercise the following powers: (1) to manage the production and operation and administration of the company and arrange for the implementation of the resolutions of the board of directors, and report work to the board of directors. (2) to arrange for the implementation of the company’s annual operation plans and investment proposals. (3) to formulate proposals for the establishment of the company’s internal management organs. (4) to formulate the fundamental management system of the company. (5) to formulate the company’s specific rules and regulations. (6) to recommend the appointment or dismissal of any deputy manager and any financial officer of the company. (7) to appoint or dismiss management personnel (other than those shall be appointed or dismissed by the board of directors). (8) to exercise any other authority granted by the board of directors.

According to the Company Law, senior management personnel refer to the company’s manager, deputy manager, chief financial officer, the secretary of the board of directors of a listed company, and other personnel as stipulated in the articles of association. Senior management personnel owe a duty of loyalty to the company and shall take measures to avoid conflicts between their personal interests and the interests of the company. They must not use their position to seek improper benefits. Senior management personnel also owe a duty of care to the company and shall exercise their duties in the best interests of the company, with the reasonable care that a manager would normally be expected to exercise.

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According to the PRC Guidelines on AoA, the articles of association of the company are binding on the company’s manager and other management personnel. Senior management personnel shall faithfully perform their duties and safeguard the best interests of the company and all shareholders. If senior management personnel fail to faithfully perform their duties or breach their duty of good faith, causing damage to the interests of the company and public shareholders, they shall be held legally liable for compensation.

Finance and Accounting

Under the PRC Company Law, a company shall establish its own financial and accounting systems according to the laws, administrative regulations and the regulations of the competent financial departments under the State Council. At the end of each accounting year, a company shall prepare a financial report which shall be audited by an accounting firm in accordance with laws. The financial and accounting reports shall be prepared in accordance with laws, administrative regulations and the regulations of the financial departments under the State Council.

The company’s financial and accounting reports shall be made available for shareholders’ inspection at the company within 20 days before the convening of an annual general meeting. A joint stock limited company that makes public stock offerings must announce its financial and accounting reports.

When a company distributes its after-tax profit for the current year, 10% of the profit shall be accrued and included in the company’s statutory reserve. Such accrual is no longer required when the accumulated amount of the company’s statutory reserve is 50% or more of the company’s registered capital. Where the accumulative amount of the company’s statutory reserve is not enough to make up for the losses of the previous year, the current year’s profits shall first be used to make up for the losses before the statutory reserve is accrued according to the provisions of the preceding paragraph. After having accrued statutory reserve from the after-tax profits, a company can also set aside discretionary reserve from the after-tax profits upon a resolution made by the shareholders’ meeting.

A joint stock limited company shall distribute profits in proportion to the shares held by the shareholders, unless otherwise stipulated in the articles of association of the company.

The premiums received by a company from the issuance of shares at an issue price in excess of the par value of the shares, the amount of share proceeds from the issuance of no-par shares that have not been credited to the registered capital, and other items required by the financial department of the State Council to be included in the capital reserve shall be classified as the capital reserve of the company. The reserve of a company shall be used for making up losses, expanding the production and business scale or increasing the registered capital of the company. Where the reserve of a company is used for making up losses, the discretionary reserve and statutory reserve shall be firstly used. If losses still cannot be made up, the capital reserve can be used according to the relevant provisions. Where the statutory reserve is converted to increase registered capital, the amount of such reserve retained shall not be less than 25% of the registered capital of the company prior to the conversion.

The company shall have no accounting books other than the statutory books. The company’s assets shall not be deposited in any account opened under the name of an individual.

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Appointment and Dismissal of Auditors

Pursuant to the Company Law, the engagement or dismissal of an accounting firm responsible for the company’s auditing shall be determined by a shareholders’ general meeting or the board of directors or the board of supervisors in accordance with the articles of association. The accounting firm should be allowed to make representations when the general meeting or the board of directors or the board of supervisors conducts a vote on the dismissal of the accounting firm.

The company should provide true and complete accounting evidence, accounting books, financial and accounting reports and other accounting information to the engaged accounting firm without any refusal or withholding or falsification of data.

Pursuant to the PRC Guidelines on AoA, the company engages an accounting firm that complies with the provisions of the PRC Securities Law to carry out audit of accounting statements, verification of net assets and other related advisory services for a period of one year, which is renewable.

Profit Distribution

According to the Company Law, a company shall not distribute profits before losses are covered and the statutory common reserve fund is provided.

Dissolution and Liquidation

Under the Company Law, a company shall be dissolved for any of the following reasons: (1) the term of its operation set out in the articles of association has expired or other events of dissolution specified in the articles of association have occurred. (2) the shareholders have resolved at a shareholders’ general meeting to dissolve the company. (3) the company shall be dissolved by reason of its merger or division. (4) the business license of the company is revoked or the company is ordered to close down or to be dissolved in accordance with the laws. or (5) the company is dissolved by the people’s court in response to the request of shareholders holding shares that represent more than 10% of the voting rights of all shareholders of the company, on the grounds that the operation and management of the company has suffered serious difficulties that cannot be resolved through other means, rendering ongoing existence of the company a cause for significant losses to the shareholders’ interests.

In the event of paragraph (1) or (2) above, and the company has not distributed the assets to its shareholders yet, it may survive by modifying its articles of association or upon a resolution of the shareholders’ meeting.

Where the company is dissolved under the circumstances set forth in paragraph (1), (2), (4) or (5) above, it should establish a liquidation committee within 15 days of the date on which the dissolution matter occurs. The liquidation committee shall be composed of directors or any other person determined by a shareholders’ general meeting. If a liquidation committee is not established within the stipulated period, the company’s creditors can apply to the people’s court for setting up a liquidation committee with designated relevant personnel to conduct the liquidation. The people’s court should accept such application and form a liquidation committee to conduct liquidation in a timely manner.

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The liquidation committee may exercise the following powers during the liquidation: (1) to sort out the company’s assets and to prepare a balance sheet and an inventory of assets. (2) to notify the company’s creditors or publish announcements. (3) to deal with any outstanding business related to the liquidation. (4) to pay any overdue tax together with any tax arising during the liquidation process. (5) to settle the company’s claims and liabilities. (6) to handle the company’s remaining assets after its debts have been paid off and (7) to represent the company in any civil procedures.

The remaining property of the company, after respectively paying the liquidation expenses, wages of employees, social insurance contributions, and statutory compensation, paying the taxes owed, and repaying the company’s debts, shall be distributed in proportion to the shares held by the shareholders. During the liquidation period, the company continues to exist but shall not engage in any business activities unrelated to the liquidation. The company’s property shall not be distributed to the shareholders before it is liquidated in accordance with the provisions of the preceding paragraph.

Where the liquidation group finds that the property of the company are not sufficient for paying off the debts after liquidating the property of the company and preparing a balance sheet and an inventory of property, it shall file an application to a people’s court for bankruptcy liquidation. After the people’s court accepts the application for bankruptcy, the liquidation group shall hand over the liquidation matters to the bankruptcy administrator designated by the people’s court.

Upon completion of the liquidation of the company, the liquidation group shall produce a liquidation report, report the same to the shareholders’ meeting or the people’s court for confirmation, and submit the same to the company registration authority to apply for deregistration of the company.

The members of the liquidation group performing their duties of liquidation are obliged to loyalty and diligence. Any member of the liquidation group who neglects to fulfill his/her liquidation duties, thus causing any loss to the company shall be liable for compensation, and any member of the liquidation group who cause any loss to any creditor due to his/her intentional or gross negligence shall be liable for compensation.

THE SECURITIES LAWS AND REGULATIONS

The PRC has promulgated a series of regulations that relate to the issue and [REDACTED] of the Shares and disclosure of information. In October 1992, the State Council established the Securities Committee and CSRC. The Securities Committee is responsible for coordinating the drafting of securities regulations, formulating securities-related policies, planning the development of securities markets, directing, coordinating and supervising all securities related institutions in the PRC and administering CSRC. CSRC is the regulatory arm of the Securities Committee and is responsible for the drafting of regulatory provisions governing securities markets, supervising securities companies, regulating public offerings of securities by PRC companies in the PRC or overseas, regulating the trading of securities, compiling securities-related statistics and undertaking relevant research and analysis. In April 1998, the State Council consolidated the Securities Committee and CSRC and reformed CSRC.

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The Provisional Regulations Concerning the Issue and Trading of Shares (《股票發行與交易管理暫行條例》) promulgated by the State Council and effective on April 22, 1993, provide the application and approval procedures for listing of shares, trading in shares, the acquisition of listed companies, the deposit, settlement and transfer of listed shares, the disclosure of information with respect to a listed company, investigation and penalties and dispute arbitration.

The Regulations of the State Council Concerning the Domestic Listed Foreign Shares of Joint Stock Limited Companies (《國務院關於股份有限公司境內上市外資股的規定》), which were promulgated by the State Council and came into effect on December 25, 1995, mainly provide for the issue, subscription, trading and payment of dividends of domestic listed foreign shares and disclosure of information of joint stock limited companies with domestic listed foreign shares.

The PRC Securities Law, which was amended by the Standing Committee of the NPC on December 28, 2019 and came into effect on March 1, 2020, provide a series of provisions regulating, among other things, the issue and trading of securities, takeovers by listed companies, securities exchanges, securities companies and the duties and responsibilities of the State Council’s securities regulatory authorities in the PRC, and comprehensively regulates activities in the PRC securities market. The PRC Securities Law provides that a domestic enterprise must comply with the relevant provisions of the State Council in issuing securities directly or indirectly outside the PRC or listing and trading its securities outside the PRC. Currently, the issue and trading of foreign issued shares are mainly governed by the rules and regulations promulgated by the State Council and the CSRC.

OVERSEAS LISTING

On February 17, 2023, the CSRC released several regulations regarding the management of filings for overseas offerings and listings by domestic companies, including the Trial Measures for the Administration on Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) (the “Overseas Listing Trial Measures”) together with 5 supporting guidelines. Under these regulations, PRC domestic companies that seek to offer and list securities in overseas markets, either in direct or indirect means, are required to file the required documents with the CSRC within three working days after its application for overseas listing is submitted.

On February 24, 2023, the CSRC and three other relevant government authorities jointly promulgated the Provisions on Strengthening the Confidentiality and Archives Administration Related to the Overseas Securities Offering and Listing by Domestic Enterprises (《關於加強境內企業境外發行證券和上市相關保密和檔案管理工作的規定》) (the “Archives Rules”). Pursuant to the Archives Rules, where a domestic enterprise provides or publicly discloses any document or material that involving state secrets and working secrets of state agencies to the relevant securities companies, securities service institutions, overseas regulatory authorities and other entities and individuals, it shall report to the competent department with the examination and approval authority for approval in accordance with the law, and submit to the secrecy administration department of the same level for filing. The working papers formed within the territory of the PRC by the securities companies and

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securities service agencies that provide corresponding services for the overseas issuance and listing of domestic enterprises shall be kept within the territory of the PRC, and cross-border transfer shall go through the examination and approval formalities in accordance with the relevant provisions of the State.

REGULATIONS RELATED TO THE “FULL CIRCULATION” OF H SHARE

On November 14, 2019, CSRC announced the Guidelines for the “Full Circulation” Program for Domestic Unlisted Shares of H-share Listed Companies (《H股公司境內未上市股份申請“全流通”業務指引》) (the “Guidelines for the ‘Full Circulation’”), which were amended in August 10, 2023. According to the Guidelines for the “Full Circulation”, “Full circulation” means listing and circulating on the Stock Exchange of the domestic unlisted shares of an H-share listed company, including unlisted domestic shares held by domestic shareholders prior to overseas listing, unlisted domestic shares additionally issued after overseas listing, and unlisted shares held by foreign shareholders. Under the premise of complying with relevant laws and regulations, as well as policies on state-owned asset management, foreign investment, and industry supervision, shareholders of domestic unlisted shares may independently negotiate to determine the number and proportion of shares to be circulated and may entrust the H-share company to file with the CSRC. Domestic joint-stock limited companies that have not yet been listed may also file for “Full Circulation” with the CSRC when they conduct their initial public offering and listing overseas. Applications for Full Circulation must be lawful, compliant, fair, and just, fully safeguarding the shareholders’ rights to be informed and to participate, and fulfilling the necessary internal decision-making and external approval procedures. After domestic unlisted shares are listed and circulated on the Stock Exchange, they may not be transferred back to China. Shareholders of domestic unlisted shares may reduce or increase their holdings of the company’s shares circulating on the Stock Exchange in accordance with relevant business rules. The H-share company shall report the relevant situation to the CSRC within 15 days after the completion of the transfer registration of the shares involved in the application by China Securities Depository and Clearing Corporation Limited (the “CSDC”).

According to the Overseas Listing Trial Measures, where a domestic enterprise directly issues and lists securities overseas, shareholders holding its domestic unlisted shares who apply to convert their domestic unlisted shares into overseas listed shares for circulation on an overseas trading venue shall comply with the relevant regulations of the CSRC and shall entrust the domestic enterprise to file with the CSRC. Domestic unlisted shares refer to shares that have been issued by a domestic enterprise but have not been listed or traded on a domestic trading venue. Domestic unlisted shares shall be centrally registered and custodied by domestic securities depository and clearing institutions. The registration and settlement arrangements for overseas listed shares shall be governed by the regulations of the overseas listing place.

On December 31, 2019, the CSDC and Shenzhen Stock Exchange (the “SZSE”) jointly announced the Measures for Implementation of H-share “Full Circulation” Business (《H股“全流通”業務實施細則》) (the “Measures for Implementation”). The businesses of cross-border conversion registration, maintenance of deposit and holding details, transaction entrustment and instruction transmission, settlement, management of settlement participants, services of nominal holders, etc. in

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relation to the H-share “full circulation” business, are subject to the Measures for Implementation. Where there is no provision in the Measures for Implementation, it shall be handled with reference to other business rules of the CSDC and China Securities Depository and Clearing (Hong Kong) Company Limited and SZSE.

ARBITRATION AND ENFORCEMENT OF ARBITRAL AWARDS

The Arbitration Law of the PRC (《中華人民共和國仲裁法》) (the “Arbitration Law”) was passed by the Standing Committee of the NPC on August 31, 1994, became effective on September 1, 1995 and was amended on August 27, 2009 and September 1, 2017 and September 12, 2025. Under the Arbitration Law, an arbitration committee may, before the promulgation by the PRC Arbitration Association of arbitration regulations, formulate interim arbitration rules in accordance with the Arbitration Law and the PRC Civil Procedure Law. Where the parties have by agreement provided arbitration as the method for dispute resolution, the people’s court will refuse to handle the case except when the arbitration agreement is declared invalid.

Under the Arbitration Law and the PRC Civil Procedure Law, an arbitral award is final and binding on the parties. If a party fails to comply with an award, the other party to the award may apply to the people’s court for enforcement. A people’s court may refuse to enforce an arbitral award made by an arbitration commission if there is any irregularity on the procedures or composition of arbitrators specified by law or the award exceeds the scope of the arbitration agreement or is outside the jurisdiction of the arbitration commission.

A party seeking to enforce an arbitral award of PRC arbitration panel against a party who, or whose property, is not within the PRC, may apply to a foreign court with jurisdiction over the case for enforcement. Similarly, an arbitral award made by a foreign arbitration body may be recognized and enforced by the PRC courts in accordance with the principles of reciprocity or any international treaty concluded or acceded to by the PRC. The PRC acceded to the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (the “New York Convention”) adopted on June 10, 1958 pursuant to a resolution of the Standing Committee of the NPC passed on December 2, 1986. The New York Convention provides that all arbitral awards made in a state which is a party to the New York Convention shall be recognized and enforced by all other parties to the New York Convention, subject to their right to refuse enforcement under certain circumstances, including where the enforcement of the arbitral award is against the public policy of the state to which the application for enforcement is made. It was declared by the Standing Committee of the NPC simultaneously with the accession of the PRC that (i) the PRC will only recognize and enforce foreign arbitral awards on the principle of reciprocity and (ii) the PRC will only apply the New York Convention in disputes considered under PRC laws to arise from contractual and non-contractual mercantile legal relations.

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An arrangement was reached between Hong Kong and the Supreme People’s Court for the mutual enforcement of arbitral awards. On June 18, 1999, the Supreme People’s Court adopted the Arrangements of the Supreme People’s Court on the Mutual Enforcement of Arbitral Awards between the Mainland and the Hong Kong Special Administrative Region (《最高人民法院關於內地與香港特別行政區相互執行仲裁裁決的安排》), which became effective on February 1, 2000, and Supplemental Arrangement of the Supreme People’s Court for the Mutual Enforcement of Arbitral Awards between the Mainland and the Hong Kong Special Administrative Region (《最高人民法院關於內地與香港特別行政區相互執行仲裁裁決的補充安排》), which promulgated on December 26, 2020. In accordance with these arrangement, awards made by PRC arbitral authorities under the Arbitration Law can be enforced in Hong Kong, and Hong Kong arbitration awards are also enforceable in the PRC.

JUDICIAL JUDGMENT AND ITS ENFORCEMENT

On July 14, 2006, the Supreme People’s Court of the PRC and Hong Kong entered into the Arrangement on Reciprocal Recognition and Enforcement of Judgments in Civil and Commercial Matters by the Courts of the Mainland and of the Hong Kong Special Administrative Region Pursuant to Choice of Court Agreements between Parties Concerned (《關於內地與香港特別行政區法院相互認可和執行當事人協議管轄的民商事案件判決的安排》) (the “2006 Arrangement”). Under the 2006 Arrangement, where any designated PRC court or any designated Hong Kong court has made an enforceable final judgment requiring payment of money in a civil or commercial case under a choice of court agreement in writing any party concerned may apply to the relevant PRC court or Hong Kong court for recognition and enforcement of the judgment. On January 18, 2019, the Supreme People’s Court of the PRC and Hong Kong entered into the Arrangement on Reciprocal Recognition and Enforcement of Judgments in Civil and Commercial Matters by the Courts of the Mainland and of the Hong Kong Special Administrative Region (《關於內地與香港特別行政區法院相互認可和執行民商事案件判決的安排》) (the “2019 Arrangement”), which seeks to establish a mechanism with greater clarity and certainty for recognition and enforcement of judgments in wider range of civil and commercial matters between the PRC court and Hong Kong court. The 2006 Arrangement was superseded upon the effectiveness of the 2019 Arrangement on January 29, 2024.

APPENDIX V

SUMMARY OF ARTICLES OF ASSOCIATION

This appendix contains a summary of the main provisions of the company’s articles of association adopted by our Company on [●], 2026, and will come into effect upon the [REDACTED] of the H-shares on the Stock Exchange. The main purpose of this Appendix is to provide potential [REDACTED] with an overview of the Articles of Association of the Company, and therefore it may not contain all the information that is important for potential [REDACTED].

SHARES AND REGISTERED CAPITAL

The Company’s shares are in the form of stocks. The stocks issued by the Company are denominated in renminbi.

The Company shall issue shares under the principles of openness, fairness and impartiality and shares of the same class shall rank pari passu.

Shares of the same class in the same issue shall be issued at the same price and on same conditions. The same price shall be paid for each share subscribed for by a subscriber.

INCREASE AND REDUCTION OF CAPITAL AND REPURCHASE OF SHARES

Increase of Capital

The Company may, based on its operating and development needs, increase its capital in the following ways pursuant to the provisions of laws, regulations, and the securities regulatory rules of the place where the Company’s stocks are [REDACTED], and subject to the resolutions separately passed at the general meetings: (1) by [REDACTED] of shares. (2) by non-[REDACTED] of shares. (3) by allotting bonus shares to its existing shareholders. (4) by converting common reserve fund into share capital. (5) by any other means which is stipulated by law and administrative regulations, and approved by the CSRC, the regulatory authorities of the place where the Company’s stocks are [REDACTED], and other relevant regulatory bodies.

Reduction of Capital

The Company may reduce its registered capital. When reducing its registered capital, the Company shall follow the procedures stipulated in the Company Law and other relevant provisions, as well as the procedures specified in the Articles of Association.

When the Company needs to reduce its registered capital, it must prepare a balance sheet and an inventory of assets.

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SUMMARY OF ARTICLES OF ASSOCIATION

Within 10 days from the date the shareholders’ meeting makes a resolution to reduce the registered capital, the Company shall notify its creditors and announce the reduction in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. Creditors who receive the notification have the right to request the Company to settle its debts or provide corresponding guarantees within 30 days from the date of receipt of the notification. Creditors who do not receive the notification have the right to make such requests within 45 days from the date of the announcement.

Repurchase of Shares

The Company may not repurchase its own shares other than for the following purposes: (1) reducing its registered capital; (2) merging with other companies which hold its shares; (3) granting shares to its employees as incentives or for employee stock ownership plan; (4) acquiring its shares at the request of its shareholders who vote in a shareholders’ general meeting against a resolution regarding a merger and division; (5) utilizing the shares for conversion of [REDACTED] corporate bonds which are convertible into shares; and (6) where it is necessary for the Company to safeguard the value of the Company and the interests of its shareholders.

The Company may acquire its own shares through public centralized [REDACTED] methods, or through other methods recognized by laws, administrative regulations, the CSRC, and the regulatory authorities of the place where the company’s stocks are [REDACTED].

Where the Company acquires its own shares due to the circumstances stipulated in items (3), (5), and (6) above, it shall do so through public centralized [REDACTED] methods.

Where the Company acquires its own shares due to the circumstances stipulated in items (1) and (2) above, it shall obtain a resolution from the shareholders’ meeting; where the company acquires its own shares due to the circumstances stipulated in items (3), (5), and (6) above, it may, in accordance with the provisions of the Articles of Association or the authorization of the shareholders’ meeting, obtain a resolution from a board of directors meeting attended by more than two-thirds of the directors.

After the Company acquires its own shares, if it is due to the circumstance in item (1), the acquired shares shall be cancelled within 10 days from the date of acquisition; if it is due to the circumstances in items (2) and (4), the shares shall be transferred or cancelled within six months; if it is due to the circumstances in items (3), (5), and (6), the total number of shares held by the company shall not exceed 10% of the total number of issued shares of the company, and the shares shall be transferred or cancelled within three years.

TRANSFER OF SHARES

The Company’s shares may be transferred in accordance with the law.

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All transfers of H-shares shall be made by a written instrument of transfer in the usual or common form or in any other form acceptable to the board of directors (including the standard form of transfer or transfer form from time to time stipulated by the Stock Exchange); and such instrument of transfer may only be executed by manual signature or by affixing the Company’s valid seal (if the transferor or transferee is a company). If the transferor or transferee is a recognized clearing house or its agent as defined from time to time by the relevant regulations in force under the laws of Hong Kong, China, the instrument of transfer may be executed either by manual signature or by mechanical print. All instruments of transfer shall be kept at the Company’s registered office or at such other place as the board of directors may from time to time designate.

The shares issued by the Company prior to its [REDACTED] of shares shall not be transferred within one year from the date on which the Company’s shares are [REDACTED] and [REDACTED] on a stock exchange.

Directors, and senior management personnel of the Company shall report to the Company the shares of the Company they hold and any changes in such shares. During the term of office as determined when they assume the posts, the shares transferred each year shall not exceed 25% of the total shares they hold of the Company. The shares they hold in the Company shall not be transferred within one year from the date on which the Company’s shares are [REDACTED] and [REDACTED]. Within six months after the above-mentioned personnel leave their posts, they shall not transfer the shares they hold in the Company.

If the securities regulatory rules of the place where the Company’s shares are [REDACTED] have other provisions on the transfer restrictions, such provisions shall be followed.

If shares are pledged during the restricted transfer period stipulated by laws and administrative regulations, the pledgee shall not exercise the pledge right during the restricted transfer period.

If the securities regulatory authority of the place where the Company’s shares are [REDACTED] has other provisions on the transfer restrictions of overseas-[REDACTED] shares, such provisions shall prevail.

If a shareholder holding more than 5% of the Company’s shares, or a director or senior management personnel, sells the Company’s shares or other equity-like securities within six months after purchase, or buys them back within six months after sale, the profits derived therefrom shall belong to the Company, and the Company’s board of directors shall recover such profits. However, this does not apply to a securities firm that holds more than 5% of the shares due to the purchase of remaining shares after a firm commitment underwriting, and other circumstances as stipulated by the CSRC and the securities regulatory authority of the place where the Company’s shares are [REDACTED].

The shares or other equity-like securities referred to in the preceding paragraph, held by directors, senior management personnel, and natural person shareholders, include those held by their spouses, parents, and children, as well as those held through other people’s accounts.

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If the board of directors fails to act in accordance with the aforementioned provisions, shareholders have the right to demand that the board take action within 30 days. If the board does not act within the specified period, shareholders have the right to bring a lawsuit in the name of the Company against the relevant parties in the people’s court.

If the board of directors fails to act in accordance with the aforementioned provisions, the directors who are responsible shall bear joint liability in accordance with the law.

REGISTER OF MEMBERS

The Company shall establish a register of members based on the certificates provided by the securities depository and clearing institution. The register of members is conclusive evidence of a member’s shareholding in the Company. The Company may, in accordance with the understandings or agreements reached between the securities regulatory agency under the State Council and the overseas securities regulatory authorities, keep the register of foreign members of the overseas-[REDACTED] shares outside the PRC and entrust an overseas agent to manage it.

The original register of H-share members shall be kept in Hong Kong. The Company shall keep a copy of the register of foreign members of the overseas-[REDACTED] shares at its registered office. The entrusted overseas agent shall at all times ensure the consistency between the original and the copy of the register of foreign members of the overseas-[REDACTED] shares. In the event of any inconsistency between the original and the copy of the register of foreign members of the overseas-[REDACTED] shares, the original shall prevail. The register of members kept in Hong Kong shall be available for inspection by members. The Company may suspend the registration of members in accordance with terms equivalent to those of section 632 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong).

RIGHTS AND OBLIGATIONS OF SHAREHOLDERS

Members shall enjoy rights and assume obligations according to the types of shares they hold. Members holding shares of the same category shall enjoy equal rights and assume the same obligations.

The shareholders of the Company shall enjoy the following rights: (1) to receive dividends and other forms of profit distribution in proportion to the shares they hold. (2) to request, call, chair, attend or appoint a proxy to attend the shareholders’ meeting and exercise the corresponding voting rights in accordance with the law. (3) to supervise the Company’s operations and to make suggestions or inquiries. (4) to transfer, donate, or pledge the shares they hold in accordance with laws, administrative regulations, and the Articles of Association. (5) to review and copy the Articles of Association, register of shareholders, records of shareholders’ meetings, resolutions of the board of directors, and financial accounting reports. Shareholders who meet the specified requirements may review the company’s accounting books and vouchers. (6) to participate in the distribution of the company’s remaining assets in proportion to the shares they hold when the Company is dissolved or liquidated. (7) shareholders who object to the shareholders’ meeting resolutions on Company mergers or divisions may request the Company to repurchase their shares. (8) other rights as stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the company’s shares are [REDACTED], or the Articles of Association.

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If the content to be reviewed and copied involves the Company’s trade secrets, insider information, and personal privacy of relevant personnel, the Company may refuse to provide it.

The shareholders of the Company shall undertake the following obligations:(1) to comply with laws, administrative regulations, and the Articles of Association. (2) to pay for the shares subscribed and the method of contribution. (3) except as otherwise provided by laws and regulations, not to withdraw their capital contributions. (4) not to abuse their shareholder rights to harm the interests of the Company or other shareholders; (5) not to abuse the independent legal status of the Company and the limited liability of shareholders to harm the interests of the Company’s creditors. (6) other obligations that shall be undertaken as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If a shareholder of the Company abuses his or her shareholder rights and causes losses to the Company or other shareholders, he or she shall bear compensation liability in accordance with the law. If a shareholder of the Company abuses the independent legal status of the Company and the limited liability of shareholders to evade debts and seriously harm the interests of the Company’s creditors, he or she shall bear joint liability for the Company’s debts.

RESTRICTIONS ON THE RIGHTS OF CONTROLLING SHAREHOLDERS

The controlling shareholders and actual controllers of the Company shall not use their related-party relationships to harm the interests of the Company. In the event of a violation of the provisions that causes losses to the Company, they shall bear liability for compensation.

If the controlling shareholders or actual controllers of the Company instruct directors or senior management personnel to engage in acts that harm the interests of the Company or shareholders, they shall bear joint liability with such directors or senior management personnel.

The controlling shareholders and actual controllers of the Company owe a duty of good faith to the Company and the public shareholders of the Company. Controlling shareholders shall strictly exercise their rights as contributors in accordance with the law. Controlling shareholders shall not use profit distribution, asset restructuring, external investment, fund occupation, loan guarantees, or other means to harm the lawful rights and interests of the Company and public shareholders, nor shall they use their controlling position to harm the interests of the Company and public shareholders.

General Provisions on the shareholders’ meeting

The shareholders’ meeting is the Company’s authority and exercises the following powers in accordance with the law:(1) to elect and replace directors, and to determine matters relating to the remuneration of directors. (2) to deliberate and approve the report of the board of directors. (3) to deliberate and approve the Company’s profit distribution plan and loss compensation plan. (4) to make resolutions on the increase or decrease of the Company’s registered capital. (5) to make resolutions on the issuance of corporate bonds. (6) to make resolutions on the Company’s merger, division, dissolution, liquidation, or change of corporate form. (7) to amend the Articles of Association. (8) to make resolutions on the engagement or dismissal of the accounting firm undertaking the Company’s

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audit business. (9) to deliberate and approve the guarantee matters stipulated in the relevant provision of the Articles of Association. (10) to deliberate on matters concerning the purchase or sale of significant assets exceeding 30% of the Company’s most recently audited total assets within one year. (11) to deliberate and approve changes in the use of raised funds. (12) to deliberate on equity incentive plans and employee share ownership plans. (13) to deliberate on other matters that should be decided by the shareholders’ meeting as stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

The shareholders’ meeting may authorize the board of directors to make resolutions on the issuance of corporate bonds.

The following external guarantee activities of the Company must be reviewed and approved by the shareholders’ meeting: (1) any guarantee provided after the total amount of external guarantees of the Company and its controlled subsidiaries exceeds 50% of the Company’s most recently audited net assets. (2) any guarantee provided after the total amount of external guarantees of the Company exceeds 30% of the Company’s most recently audited total assets. (3) guarantees where the amount of guarantees provided by the Company within one year exceeds 30% of the Company’s most recently audited total assets. (4) guarantees provided for guarantee objects with a debt-to-asset ratio exceeding 70%. (5) guarantees where the amount of a single guarantee exceeds 10% of the Company’s most recently audited net assets. (6) guarantees provided for shareholders, actual controllers, and their related parties. (7) other guarantees that need to be submitted to the shareholders’ meeting for review as stipulated by laws, regulations, normative documents, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

The shareholders’ meeting is divided into the annual shareholders’ meeting and the extraordinary shareholders’ meeting. The annual shareholders’ meeting shall be held once a year and shall be convened within six months after the end of the previous financial year.

In case of any of the following circumstances, the Company shall convene an extraordinary shareholders’ meeting within two months from the date of occurrence of the relevant event: (1) the number of directors is less than the number stipulated by the Company Law or two-thirds of the number specified in the Articles of Association. (2) the Company’s unrecovered losses reach one-third of the total share capital. (3) a shareholder or shareholders holding individually or collectively more than 10% of the company’s shares make a request. (4) the board of directors deems it necessary. (5) the audit committee proposes to convene a meeting. (6) other circumstances stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

Convening of the shareholders’ meeting

The board of directors shall convene the shareholders’ meeting within the prescribed time limit.

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With the consent of more than half of all the independent non-executive directors, independent non-executive directors have the right to propose to the board of directors to convene an extraordinary shareholders’ meeting. In response to a proposal from independent non-executive directors to convene an extraordinary shareholders’ meeting, the board of directors shall provide a written feedback indicating agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the proposal, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution; if the board of directors disagrees to convene an extraordinary shareholders’ meeting, it shall state the reasons and make an announcement.

The audit committee’s proposal to the board of directors to convene an extraordinary shareholders’ meeting shall be made in writing. The board of directors shall provide a written feedback indicating agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the proposal, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution. Any changes to the original proposal in the notice shall be subject to the consent of the audit committee.

If the board of directors disagrees to convene an extraordinary shareholders’ meeting, or fails to provide feedback within 10 days of receiving the proposal, it shall be deemed that the board of directors is unable or unwilling to perform its duty to convene the shareholders’ meeting. In such case, the audit committee may convene and chair the meeting on its own.

A shareholder or shareholders holding individually or collectively more than 10% of the Company’s shares who request the board of directors to convene an extraordinary shareholders’ meeting shall make the request in writing to the board of directors. The board of directors shall provide a written feedback indicating agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the request, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the board of directors disagrees to convene an extraordinary shareholders’ meeting, or fails to provide feedback within 10 days of receiving the request, a shareholder or shareholders holding individually or collectively more than 10% of the Company’s shares may propose to the audit committee to convene an extraordinary shareholders’ meeting in writing.

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If the audit committee agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days of receiving the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the audit committee fails to issue a notice of the shareholders’ meeting within the prescribed time limit, it shall be deemed that the audit committee is not convening and chairing the shareholders’ meeting. In such case, a shareholder or shareholders holding individually or collectively more than 10% of the company’s shares for more than 90 consecutive days may convene and chair the meeting on their own.

If the audit committee or a shareholder decides to convene the shareholders’ meeting on its own, it shall notify the board of directors in writing. The proportion of shares held by the convening shareholder shall not be less than 10% before the announcement of the resolution of the shareholders’ meeting.

Proposals for the shareholders’ meeting

When the Company convenes a shareholders’ meeting, the board of directors, the audit committee, and a shareholder or shareholders holding individually or collectively more than 1% of the Company’s shares have the right to submit proposals to the Company. A shareholder or shareholders holding individually or collectively more than 1% of the Company’s shares may submit a temporary proposal in writing to the convener 10 days before the shareholders’ meeting. The convener shall issue a supplementary notice of the shareholders’ meeting within 2 days after receiving the proposal, announce the content of the temporary proposal, and submit the temporary proposal to the shareholders’ meeting for deliberation, provided that the temporary proposal does not violate the provisions of laws, administrative regulations, or the Articles of Association, or fall outside the scope of the powers of the shareholders’ meeting.

Except as provided in the preceding paragraph, after the convener has issued the notice of the shareholders’ meeting, it shall not amend the proposals already listed in the notice of the shareholders’ meeting or add new proposals. The shareholders’ meeting shall not vote on or make resolutions regarding proposals that are not listed in the notice of the shareholders’ meeting or do not comply with the Articles of Association.

Notice of the shareholders’ meeting

The convener shall notify each shareholder of the annual shareholders’ meeting by announcement at least 21 days before the meeting and of the extraordinary shareholders’ meeting by announcement at least 15 days before the meeting. The above-mentioned periods shall not include the day of the meeting. If there are other provisions in laws, regulations, and by the securities regulatory authorities of the place where the Company’s shares are [REDACTED], those provisions shall prevail.

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Convening of the shareholders’ meeting

All shareholders or their proxies registered on the record date are entitled to attend the shareholders’ meeting and exercise their voting rights in accordance with relevant laws, regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association (unless they have waived their voting rights for specific matters, such as if the shareholder has a significant interest in the transaction or arrangement under consideration).

Shareholders may attend the shareholders’ meeting in person or by proxy. Each shareholder is entitled to appoint one proxy, who does not have to be a shareholder of the Company. If a shareholder is a recognized clearing house (or its agent) as defined from time to time by the relevant ordinances of Hong Kong, the shareholder may authorize its corporate representative or one or more persons it deems appropriate to act as its proxy at any shareholders’ meeting.

A natural person shareholder attending the meeting in person must present their identity card or other valid identification or proof; a proxy attending on behalf of a shareholder must present their valid identity card and a power of attorney from the shareholder.

A corporate shareholder must be represented by its legal representative or a proxy authorized by the legal representative. The legal representative attending the meeting must present their identity card and valid proof of their status as a legal representative; a proxy attending the meeting must present their identity card and a written power of attorney or representative appointment form issued by the legal representative of the corporate shareholder. If a corporate shareholder has appointed a representative to attend any meeting, it is considered as attending in person, except if the shareholder is a recognized clearing house (or its agent) as defined from time to time by the relevant ordinances of Hong Kong.

If a shareholder is a recognized clearing house (or its agent) as defined from time to time by the relevant ordinances of Hong Kong, the shareholder may authorize its corporate representative or one or more persons it deems appropriate to act as its representative at any shareholders’ meeting; however, if more than one person is authorized, the power of attorney or letter of authorization must specify the number and type of shares involved for each such person, and the authorization must be signed by an authorized person of the recognized clearing house. A person so authorized may represent the recognized clearing house (or its agent) at the meeting (without the need to present share certificates, notarized authorizations, and/or further evidence of formal authorization) and exercise the same statutory rights as other shareholders, including the right to speak and vote, as if the person were an individual shareholder of the Company.

Resolutions of the shareholders’ meeting

Resolutions of the shareholders’ meeting are divided into ordinary resolutions and special resolutions.

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An ordinary resolution of the shareholders’ meeting shall be passed by a majority of the voting rights held by the shareholders present at the meeting. A special resolution of the shareholders’ meeting shall be passed by not less than two-thirds of the voting rights held by the shareholders present at the meeting.

The following matters shall be passed by an ordinary resolution of the shareholders’ meeting: (1) the report of the board of directors; (2) the profit distribution plan and loss compensation plan proposed by the board of directors; (3) the appointment and removal of members of the board of directors and their remuneration and payment methods; (4) the engagement and dismissal of the accounting firm providing regular audit services for the Company, and the determination of its remuneration; (5) other matters not required to be passed by a special resolution under laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

The following matters shall be passed by a special resolution of the shareholders’ meeting: (1) the increase or decrease of the company’s registered capital; (2) the division, spin-off, merger, dissolution, and liquidation of the Company; (3) the amendment of the Articles of Association; (4) the purchase or sale of significant assets by the Company within one year, or the provision of guarantees to others, exceeding 30% of the Company’s most recently audited total assets; (5) equity incentive plans; (6) other matters stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association, and other matters that the shareholders’ meeting deems by ordinary resolution to have a significant impact on the Company and require passage by a special resolution.

DIRECTORS AND THE BOARD OF DIRECTORS

Directors

Directors shall be elected or replaced by the shareholders’ meeting and may be removed from office by the shareholders’ meeting before the expiration of their term of office.

The term of office of a director shall be three years. A director may be re-elected for consecutive terms upon the expiration of his or her term. The term of office of a director shall be calculated from the date of his or her assumption of office and shall end upon the expiration of the term of office of the current board of directors. If a director’s term of office expires and a replacement director has not been elected in a timely manner, the outgoing director shall continue to perform the duties of a director in accordance with laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association until the newly elected director assumes office.

A director may concurrently hold the position of senior management personnel. However, the total number of directors who concurrently hold senior management positions and directors who are employee representatives shall not exceed one-half of the total number of directors of the Company.

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The Board of Directors

The Company shall establish a board of directors, which shall consist of seven directors, including at least three independent non-executive directors, who shall not be less than one-third of the total number of directors of the company. At least one of the independent non-executive directors must possess the appropriate accounting or related financial management expertise, or appropriate professional qualifications, as stipulated by the securities exchange where the Company's shares are [REDACTED]. With respect to the system of independent non-executive directors, matters not provided for in the Articles of Association shall be handled in accordance with the relevant provisions of applicable laws, administrative regulations, and the securities regulatory rules of the place where the Company's shares are [REDACTED].

The board of directors shall exercise the following powers: (1) to convene the shareholders' meeting and report to the shareholders' meeting; (2) to implement the resolutions of the shareholders' meeting; (3) to determine the Company's business plans and investment programs; (4) to formulate the Company's profit distribution plan and loss compensation plan; (5) to formulate plans for the Company's increase or decrease of registered capital, issuance of bonds or other securities, and [REDACTED]; (6) to draft plans for significant acquisitions by the Company, the Company's acquisition of its own shares, and the Company's merger, division, dissolution, or change of corporate form; (7) within the scope of authorization by the shareholders' meeting, to decide on matters such as the Company's external investments, acquisition and sale of assets, asset mortgage, external guarantees, entrusted financial management, related-party transactions, and external donations; (8) to determine the establishment of the Company's internal management institutions; (9) to decide on the appointment or dismissal of the Company's general manager, board secretary, and other senior management personnel, and to determine their remuneration and matters of rewards and punishments; to decide on the appointment or dismissal of the Company's deputy general managers, chief financial officer, and other senior management personnel based on the nomination of the general manager, and to determine their remuneration and matters of rewards and punishments; (10) to formulate the Company's basic management systems; (11) to draft plans for the amendment of these articles of association; (12) to manage the Company's information disclosure matters; (13) to submit proposals to the shareholders' meeting for the engagement or replacement of the accounting firm that audits the Company; (14) to hear work reports from the Company's general manager and to inspect the work of the general manager; (15) to deliberate and approve transactions (including but not limited to disclosable transactions and connected transactions) that are required to be decided by the board of directors in accordance with the securities regulatory rules of the place where the Company's shares are [REDACTED]; (16) other powers granted by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are [REDACTED], or the Articles of Association.

Matters exceeding the scope of authorization by the shareholders' meeting shall be submitted to the shareholders' meeting for deliberation.

No meeting of the board of directors may be held unless more than half of the directors are present. Except as otherwise provided in the Articles of Association, when the board of directors makes a resolution, it shall require the affirmative votes of more than half of all the directors.

For the voting on a resolution of the board of directors, each director shall have one vote. Shall not vote if there is conflict of interest.

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CHAIRMAN OF THE BOARD

The Chairman of the Board shall exercise the following powers: (1) to preside over the shareholders’ meeting and to convene and chair meetings of the board of directors; (2) to urge and inspect the implementation of the resolutions of the board of directors; (3) other powers granted by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED] or the board of directors.

GENERAL MANAGER

The General Manager is accountable to the board of directors and shall exercise the following powers: (1) to be in charge of the Company’s production and business management, implement the resolutions of the board of directors, and report work to the board of directors; (2) to implement the Company’s annual business plan and investment program; (3) To draft plans for the establishment of the Company’s internal management institutions; (4) to draft the Company’s basic management systems; (5) to formulate the Company’s specific regulations; (6) to propose to the board of directors the appointment or dismissal of the Company’s deputy general managers, chief financial officer, and other senior management personnel; (7) to decide on the appointment or dismissal of managers other than those who should be appointed or dismissed by the board of directors;(8) other powers granted by the Articles of Association or the board of directors.

The General Manager shall attend the board of directors meetings.

SECRETARY OF THE BOARD OF DIRECTORS

The Company shall appoint a secretary of the board of directors, who shall be responsible for the preparation of the shareholders’ meeting and board of directors meetings, the custody of documents, and the management of the Company’s shareholders’ information, as well as handling matters related to information disclosure.

The secretary of the board of directors shall comply with the relevant provisions of laws, administrative regulations, departmental rules, and the Articles of Association.

AUDIT COMMITTEE

The board of directors shall establish an audit committee to exercise the powers of the board of supervisors as stipulated in the Company Law.

The audit committee shall consist of 3 members, all of whom are directors who do not hold senior management positions in the company, including 3 independent non-executive directors.

FINANCIAL ACCOUNTING SYSTEM

The Company shall formulate its financial accounting system in accordance with laws, administrative regulations, and the provisions of relevant state departments.

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The Company’s financial year shall be the calendar year, that is, from January 1 to December 31 of the Gregorian calendar. The Company shall prepare the annual financial accounting report within four months from the end of each financial year and prepare the interim results or financial data within two months from the end of the first half of each financial year, which shall be subject to review and verification in accordance with the law.

If there are other provisions in laws, administrative regulations, departmental rules, normative documents, the securities regulatory authorities of the place where the Company’s shares are [REDACTED], and the Listing Rules regarding the preparation and publication of the aforementioned financial accounting reports, results, or financial information, such provisions shall prevail.

DISSOLUTION AND LIQUIDATION OF THE COMPANY

The Company shall be dissolved for any of the following reasons: (1) the expiration of the business term stipulated in the Articles of Association or the occurrence of other dissolution events specified in the Articles of Association; (2) a resolution of the shareholders’ meeting to dissolve the Company; (3) the need for dissolution due to the Company’s merger or division; (4) the Company is legally revoked of its business license, ordered to close, or revoked; (5) the Company encounters severe difficulties in its management and operation, and its continued existence would cause significant losses to the shareholders’ interests. If such issues cannot be resolved through other means, a shareholder holding more than 10% of the voting rights in the Company may request the people’s court to dissolve the Company.

If the Company encounters any of the dissolution events specified in the preceding paragraph, it shall display the reasons for dissolution through the National Enterprise Credit Information Publicity System within 10 days.

If the Company is dissolved due to the reasons specified in items(1), (2), (4), and (5) above, liquidation shall be carried out. The directors are the obligors for the Company’s liquidation and shall form a liquidation group to commence liquidation within 15 days from the occurrence of the dissolution event. The liquidation group shall be composed of directors, unless otherwise stipulated in these articles of association or another person is elected by the shareholders’ meeting. If the obligor for liquidation fails to perform the liquidation obligation in a timely manner and causes losses to the company or creditors, they shall bear liability for compensation.

The liquidation group shall notify the creditors within 10 days from the date of its establishment and announce it in a newspaper or through the National Enterprise Credit Information Publicity System within 60 days, as well as in the manner required by the securities exchange where the Company’s shares are [REDACTED]. Creditors shall declare their claims to the liquidation group within 30 days from the date of receiving the notification, or within 45 days from the date of the announcement if they have not received the notification.

After sorting out the Company’s property, preparing the balance sheet, and inventory of assets, if the liquidation group finds that the Company’s property is insufficient to repay the debts, it shall apply to the people’s court for bankruptcy liquidation in accordance with the law.

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After the people’s court accepts the bankruptcy application, the liquidation group shall transfer the liquidation affairs to the bankruptcy administrator designated by the people’s court. Upon the completion of the company’s liquidation, the liquidation group shall prepare a liquidation report, submit it to the shareholders’ meeting or the people’s court for confirmation, and file it with the company registration authority to apply for the cancellation of the Company registration.

AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Company shall amend its articles of association in any of the following circumstances: (1) after amendments to the Company Law or relevant laws, administrative regulations, and the securities regulatory rules of the place where the Company’s shares are [REDACTED], the provisions of the Articles of Association conflict with the amended laws and administrative regulations; (2) changes in the Company’s situation are inconsistent with the matters recorded in the Articles of Association; (3) the shareholders’ meeting decides to amend the Articles of Association.

Matters of amendment to the Articles of Association passed by the shareholders’ meeting that require approval by the competent authority shall be submitted for approval; those involving changes to the Company registration shall be handled in accordance with the law for change registration.

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR COMPANY

1. Incorporation of our Company

Our Company was established as a limited liability company in the PRC on August 12, 2025 and was converted to a joint stock limited company on April 20, 2026 under the laws of the PRC. As of the Latest Practicable Date, the registered share capital of our Company was RMB41,000,000.

Our Company has established a place of business in RM D5, 5/F, King Yip Factory Building, No. 59 King Yip Street, Kwun Tong, Hong Kong and has registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on [●]. Ms. Wan Shuk Ching Candy, a joint company secretary of our Company, has been appointed as our authorised representative for the acceptance of service of process in Hong Kong whose correspondence address is the same as our place of business in Hong Kong.

2. Changes in share capital of our Company

The following sets forth the alteration in the share capital of our Company within the two years immediately preceding the date of this document:

On June 5, 2026, our Company capitalized RMB498,815.32 from our Company’s capital reserve to increase our registered capital from RMB40,501,184.68 to RMB41,000,000, by increasing the number of Shares from 40,501,184.68 Shares to 41,000,000 Shares, each with a nominal value of RMB1.00 each.

Save as disclosed above, there has been no change in our share capital within the two years immediately preceding the date of this document.

3. Changes in the share capital of our subsidiaries

As at the Latest Practicable Date, there has been no alteration in the share capital of our subsidiaries within two years immediately preceding the date of this document.

4. Resolutions of our Shareholders

Pursuant to a general meeting of our Shareholders held on June 6, 2026, the following resolutions, among others, were passed by our Shareholders:

- (a) subject to the relevant regulatory approval and registration, the Share Subdivision prior to the [REDACTED], pursuant to which each Share will be subdivided into two Shares with a nominal value of RMB0.50 each. Upon completion of the Share Subdivision, the total number of issued Shares will increase from 41,000,000 Shares to 82,000,000 Shares;
- (b) the issue by our Company of the H Shares with a nominal value of RMB0.50 each upon completion of the Share Subdivision and that such H Shares be [REDACTED] on the Stock Exchange;

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- (c) that the number of H Shares to be issued shall not be more than [REDACTED] of the total issued share capital of our Company as enlarged by the [REDACTED] (without taking into account the H Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]);
- (d) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED], and the authorization to the Board to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules; and
- (e) authorization of the Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED], the issue and the [REDACTED] of H Shares on the Stock Exchange.

FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of material contract

We have entered into the following contract (not being contract entered into in the ordinary course of business) within the two years immediately preceding the date of this document that are or may be material:

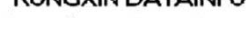
- (a) the [REDACTED].

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2. Intellectual property rights

Trademarks registered in the PRC

As of the Latest Practicable Date, we have registered the following trademarks in the PRC, which we considered to be material to our business:

No.	Owner	Registration No.	Place of registration	Trademark	Class	Registration announcement date
1.	Our Company	73599600	PRC		42	2024-02-28
2.	Our Company	73594654	PRC		35	2024-03-07
3.	Our Company	73597072	PRC		9	2025-03-14
4.	Our Company	73230600	PRC		41	2025-03-14
5.	Our Company	61545600	PRC		42	2023-10-07
6.	Our Company	61521813	PRC		41	2022-08-14
7.	Our Company	61552157	PRC		9	2023-11-07
8.	Our Company	61521835	PRC		38	2022-06-14
9.	Our Company	61533131	PRC		41	2022-08-21
10.	Our Company	61506335	PRC		41	2025-09-14
11.	Our Company	61474836	PRC		35	2024-12-07
12.	Our Company	42373032	PRC		42	2020-10-28
13.	Our Company	42362821	PRC		42	2020-10-07

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Patents

As of the Latest Practicable Date, we have registered the following patents, which we consider to be material to the business of our Group:

No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
1.	Method and System for Full-Process Management of Smart City Perception Data Based on Directory Chain (基於目錄鏈的智慧城市感知數據全流程管理方法、系統)	Invention patent	Our Company	ZL202510460168.9	PRC	2025-04-14
2.	Method, System and Medium for Multi-Source Data Analysis and Early Warning Based on Agent Graph (基於智能體圖譜的多來源數據分析預警方法、系統和介質)	Invention patent	Our Company	ZL202411920822.1	PRC	2024-12-25
3.	Method, System and Medium for Enterprise Risk Analysis and Prediction Based on Neural Network (一種基於神經網路的企業風險分析預測方法、系統及介質)	Invention patent	Our Company	ZL202311096562.6	PRC	2023-08-29
4.	Method, System and Medium for Attribute Annotation of Regional Spatial Venues Based on Signaling Data (基於信令數據的區域空間場所屬性標注方法、系統和介質)	Invention patent	Our Company	ZL202311353777.1	PRC	2023-10-19
5.	Method, System and Storage Medium for Floating Population Monitoring Based on Big Data (一種基於大數據的流動人口監測方法、系統和存儲介質)	Invention patent	Our Company	ZL202311119998.2	PRC	2023-09-01
6.	Method, System and Medium for Graduate Employment Analysis Based on Big Data (一種基於大數據的畢業生人群就業分析方法、系統及介質)	Invention patent	Our Company	ZL202310539643.2	PRC	2023-05-15
7.	Method, System and Medium for Enterprise Risk Analysis Based on Big Data (一種基於大數據的企業風險分析方法、系統及介質)	Invention patent	Our Company	ZL202310403819.1	PRC	2023-04-17
8.	Method and System for Work-Residence Population Statistics in Small Areas Based on Signaling Data (一種基於信令數據的小區域職住人口統計方法及系統)	Invention patent	Our Company	ZL202311452812.5	PRC	2023-11-03
9.	Method and System for Regional Population Age Group Identification Based on Signaling Data (一種基於信令數據的區域人口年齡段識別方法及系統)	Invention patent	Our Company	ZL202311226951.6	PRC	2023-09-22

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
10.	Method and System for Regional Population Gender Identification Based on Signaling Data (一種基於信令數據的區域人口性別識別方法及系統)	Invention patent	Our Company	ZL202311272274.1	PRC	2023-09-28
11.	Method, System and Storage Medium for Unemployment Rate Monitoring Based on Big Data (一種基於大數據的失業率監測方法、系統和存儲介質)	Invention patent	Our Company	ZL202311211424.8	PRC	2023-09-20
12.	Method, System and Readable Storage Medium for Population Data Quality Verification (人口數據質量檢驗方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202310813565.0	PRC	2023-07-05
13.	Method for Identifying One-Person Multiple-SIM Mobile Users Based on Clustering Algorithm (一種基於聚類算法的手機用戶一人多卡識別方法)	Invention patent	Our Company	ZL201811593501.X	PRC	2018-12-25
14.	Method, System and Storage Medium for Enterprise Risk Analysis Based on Knowledge Graph (一種基於知識圖譜的企業風險分析方法、系統和存儲介質)	Invention patent	Our Company	ZL202310897546.0	PRC	2023-07-21
15.	Method, System and Medium for Event Causal Inference Based on Agent Graph (一種基於智能體圖譜的事件因果推斷方法、系統和介質)	Invention patent	Our Company	ZL202310857404.1	PRC	2023-07-13
16.	Method, System and Medium for Outlier Detection in Population Data Based on Big Data (基於大數據的人口數據的離群點檢測方法、系統和介質)	Invention patent	Our Company	ZL202310835961.3	PRC	2023-07-10
17.	Method for User Profiling Based on Signaling Data Combined with Contextual Information (一種基於信令數據結合場景信息的人物畫像刻畫方法)	Invention patent	Our Company	ZL201811126281.X	PRC	2018-09-26
18.	Method, System and Medium for User Regional Identification Based on Communication Data (一種基於通信數據的用戶區域識別方法、系統及介質)	Invention patent	Our Company	ZL202310523906.0	PRC	2023-05-11
19.	Method for Dynamic Monitoring of Graduate Destinations Based on Mobile Signaling Big Data (一種基於移動信令大數據的畢業生去向動態監測方法)	Invention patent	Our Company	ZL202010002298.5	PRC	2020-01-02

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
20.	Method, System and Storage Medium for Named Entity Recognition Based on Polysemous Words (一種基於多義詞的命名實體識別方法、系統和存儲介質)	Invention patent	Our Company	ZL202310323101.1	PRC	2023-03-30
21.	Method, System and Storage Medium for Tourist Statistics in Fixed Areas Based on Signaling Data (基於信令數據的固定區域遊客統計方法、系統和存儲介質)	Invention patent	Our Company	ZL202310180835.9	PRC	2023-03-01
22.	Agent Graph Analysis Method, System and Readable Storage Medium (智能體圖譜分析方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202310146038.9	PRC	2023-02-22
23.	Method for User Workplace Identification Based on Mobile Communication Big Data (一種基於移動通信大數據的用戶工作地識別方法)	Invention patent	Our Company	ZL201811555580.5	PRC	2018-12-18
24.	Method, System and Readable Storage Medium for Metro Driver Identification (一種地鐵司機識別方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210759584.5	PRC	2022-06-29
25.	Method, System and Storage Medium for User Mobility Trajectory Acquisition Based on Mobile Signaling (基於手機信令的用戶行動軌跡獲取方法、系統和存儲介質)	Invention patent	Our Company	ZL202210920955.3	PRC	2022-08-02
26.	Method, System and Storage Medium for Outlier Detection in Population Data Classification (一種判別人口數據的離群點檢測方法、系統和存儲介質)	Invention patent	Our Company	ZL202211250229.1	PRC	2022-10-13
27.	Method, System and Readable Storage Medium for Community Service Analysis Based on Big Data (基於大數據的社區服務分析方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210058105.7	PRC	2022-01-19
28.	Method, System and Storage Medium for Regional Demography Based on Signaling Big Data (基於信令大數據的區域人口統計方法、系統及存儲介質)	Invention patent	Our Company	ZL202211359377.7	PRC	2022-11-02
29.	Method for Crowd Classification Based on Convex Hull of Mobile Signaling Trajectory Points (一種基於手機信令軌跡點凸包的人群分類方法)	Invention patent	Our Company	ZL202010055817.4	PRC	2020-01-17

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
30.	Method and System for Multi-Domain Named Entity Recognition Based on Subword-Level Adapter (基於子詞級別適應器的多領域命名實體識別方法和系統)	Invention patent	Our Company	ZL202211146784.X	PRC	2022-09-21
31.	Method, System and Storage Medium for Crowd Occupation Type Acquisition Based on Mobile Signaling (基於手機信令的人群職業類型獲取方法、系統和存儲介質)	Invention patent	Our Company	ZL202210895704.4	PRC	2022-07-28
32.	Method, System and Medium for Population Residence Prediction Based on Multimodal Cognitive Graph (基於多模態認知圖譜的人口居住預測方法、系統和介質)	Invention patent	Our Company	ZL202210946542.2	PRC	2022-08-09
33.	Method, System and Readable Storage Medium for Base Station Sector Affiliation Identification of Communication Base Stations (通信基站的基站扇區歸屬識別方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202211002396.4	PRC	2022-08-22
34.	Method, System and Readable Storage Medium for Policy Matching Based on Data Analysis (基於數據分析的政策匹配方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210155790.5	PRC	2022-02-21
35.	Method, System and Medium for Enterprise Risk Analysis and Prediction Based on Cognitive Graph (一種基於認知圖譜的企業風險分析預測方法、系統和介質)	Invention patent	Our Company	ZL202210946527.8	PRC	2022-08-09
36.	Method, System and Medium for Constructing an Agent Multimodal Cognitive Graph (一種智能體多模態認知圖譜的構建方法、系統和介質)	Invention patent	Our Company	ZL202210859565.X	PRC	2022-07-22
37.	Method, System and Readable Storage Medium for Fine-Grained Traffic Monitoring (交通精細化監控方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210818157.X	PRC	2022-07-13
38.	Method, System and Readable Storage Medium for Capturing User Behavior Specificity (一種用戶行為特異性捕捉方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202111600496.2	PRC	2021-12-24
39.	Method, System and Readable Storage Medium for Emergency Command Based on Big Data (一種基於大數據的應急指揮方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210744319.X	PRC	2022-06-29

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
40.	Method, System and Storage Medium for Rasterized Data Display (一種數據柵格化顯示方法、系統和存儲介質)	Invention patent	Our Company	ZL202111251493.2	PRC	2021-10-27
41.	Real-Time Decision Support Graphical User Interface for Computer (用於電腦的實時決策支撐圖形用戶界面)	Design patent	Our Company	ZL202230328376.0	PRC	2022-05-31
42.	Method, System and Storage Medium for Population Monitoring Based on Big Data (一種基於大數據的人口監測方法、系統和存儲介質)	Invention patent	Our Company	ZL202111403680.8	PRC	2021-11-24
43.	Method, System and Storage Medium for Consumer Habit Classification Based on Big Data (一種基於大數據的消費習慣分類方法、系統和存儲介質)	Invention patent	Our Company	ZL202210658815.3	PRC	2022-06-13
44.	Method, System and Readable Storage Medium for Epidemic Risk Assessment (一種疫情風險評估方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202111522302.1	PRC	2021-12-13
45.	Method, System and Readable Storage Medium for Knowledge Graph Update Supported by Crowdsourced Annotation (眾包標注支持的知識圖譜更新方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210149195.0	PRC	2022-02-18
46.	Method for Determining the Number of One-Device Multiple-SIM Users in Regional Population Based on Trajectory Similarity (基於軌跡相似性的區域人口中一機多卡用戶數量判定方法)	Invention patent	Our Company	ZL201811126910.9	PRC	2018-09-26
47.	Method, System and Readable Storage Medium for Muck Truck Trajectory Reconstruction (渣土車軌跡還原方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210380975.6	PRC	2022-04-13
48.	Method, System and Readable Storage Medium for Intelligent Identification of Ride-Hailing Drivers Based on Big Data (一種基於大數據的網約車司機智能識別方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202210320903.2	PRC	2022-03-30
49.	Method, System and Readable Storage Medium for Smart Statistics of People, Housing and Enterprises Based on Big Data (一種基於大數據的人房企智慧統計方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202210340504.2	PRC	2022-04-02

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
50.	Method for Identifying One-Device Multiple-SIM Users Based on Trajectory Similarity (一種基於軌跡相似性的一機多卡用戶判別方法)	Invention patent	Our Company	ZL201811126908.1	PRC	2018-09-26
51.	Method, System and Readable Storage Medium for Talent Screening and Recommendation Based on Big Data (基於大數據的人才篩選推薦方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202210115851.5	PRC	2022-02-07
52.	Method, System and Readable Storage Medium for Smart Building Management Based on Big Data (基於大數據的樓宇智慧管理方法、系統及可讀存儲介質)	Invention patent	Our Company	ZL202210058795.6	PRC	2022-01-19
53.	Method, System and Readable Storage Medium for User Profiling Combined with Knowledge Graph (結合知識圖譜的人物畫像刻畫方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210046941.3	PRC	2022-01-17
54.	Method and System for Resource Allocation Evaluation Applicable to Community Service Circles (一種適用於社區服務圈的資源配套評估方法、及系統)	Invention patent	Our Company	ZL202210159629.5	PRC	2022-02-22
55.	Method for Engineering Parameter Data Update Based on Mobile Signaling Handover Chain (一種基於移動信令切換鏈的工參數據更新方法)	Invention patent	Our Company	ZL201810484064.1	PRC	2018-05-19
56.	Method, System and Readable Storage Medium for Constructing Multimodal Event-Logic Graph (多模態事理圖譜的構建方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210008007.2	PRC	2022-01-06
57.	Method, System and Readable Storage Medium for Image Recognition Based on Agent Graph (基於智能體圖譜的圖像識別方法、系統和可讀存儲介質)	Invention patent	Our Company	ZL202210024129.0	PRC	2022-01-11
58.	Method, System and Storage Medium for Strong Relationship Analysis (一種強關係分析方法、系統和存儲介質)	Invention patent	Our Company	ZL202111472424.4	PRC	2021-12-06
59.	Method, System and Storage Medium for Population Characteristics Analysis Based on Big Data (一種基於大數據的人口特徵分析方法、系統和存儲介質)	Invention patent	Our Company	ZL202111285444.0	PRC	2021-11-02

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No.	Patent	Category	Owner	Patent number	Place of registration	Date of application
60.	Method, System and Storage Medium for Precise Positioning (一種精確定位方法、系統和存儲介質)	Invention patent	Our Company	ZL202111297014.0	PRC	2021-11-04
61.	Method for Analyzing Job-Hopping Frequency of Recent Graduates Based on Mobile Signaling Big Data (基於移動信令大數據的應屆畢業生跳槽頻率分析方法)	Invention patent	Our Company	ZL202010003495.9	PRC	2020-01-02
62.	Method for Constructing a Directed Trust Propagation Chain Based on Mobility Trajectory (一種基於移動軌跡的有向信任傳遞鏈構建方法)	Invention patent	Our Company	ZL201811130110.4	PRC	2018-09-27
63.	Method for Intelligent Identification of Mobile Phone SIM-Replacement Users (一種手機換卡用戶智能化識別方法)	Invention patent	Our Company	ZL201811591639.6	PRC	2018-12-25
64.	Method for Identifying One-Person Multiple-Number Mobile Users Based on Distance (一種基於距離的一人多號移動用戶識別方法)	Invention patent	Our Company	ZL201811555597.0	PRC	2018-12-18
65.	Method, System and Medium for Crowd Address Matching Based on Cloud Data Processing (一種基於雲數據處理的人群地址匹配方法、系統和介質)	Invention patent	Shandong Rongxin Mathematical Information Technology Co., Ltd.	ZL202311728568.0	PRC	2023-12-15
66.	Method, System and Storage Medium for Urban Flood Control Decision-Making Based on Big Data (一種基於大數據的城市防汛決策方法、系統和存儲介質)	Invention patent	Shandong Rongxin Mathematical Information Technology Co., Ltd.	ZL202311768660.X	PRC	2023-12-21

Software copyrights

As of the Latest Practicable Date, we have registered the following software copyrights which we consider to be material to our Group’s business:

No.	Name of software copyright	Registration number	Registered owner	Registration date
1.	Cognitive Modelling Software (認知模型—軟件)	2025SR2550302	Our Company	2025-12-31
2.	Unified Microservice Application Integration Platform — Backend Management System (微服務應用統一集成平台-後臺管理系統)	2025SR1800431	Our Company	2025-09-17
3.	University Student User Portrait Visualization Platform (高校學生用戶畫像可視化平台)	2025SR1803716	Our Company	2025-09-17
4.	Automated Multi-Source Heterogeneous Data Resource Platform (自動化多源異構數據資源平台)	2025SR1183099	Our Company	2025-07-07

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No.	Name of software copyright	Registration number	Registered owner	Registration date
5.	Multi-Source Heterogeneous Data Resource Platform (多源異構數據資源平台)	2025SR1183190	Our Company	2025-07-07
6.	Regional Population Big Data Monitoring and Early Warning Platform (區域人口大數據監測預警平台)	2024SR0259092	Our Company	2024-02-08
7.	Rongxin Bao APP (融信寶APP)	2023SR1688011	Our Company	2023-12-19
8.	Regional Population Big Data Monitoring and Early Warning Platform (區域人口大數據監測預警平台)	2023SR1598406	Our Company	2023-12-11
9.	Real-Time Public Information Statistical Analysis and Decision Service Platform (實時公眾訊息統計分析及決策服務平台)	2023SR1517114	Our Company	2023-11-27
10.	Regional Traffic Big Data Monitoring Project System (區域交通大數據監控專案系統)	2023SR1465060	Our Company	2023-11-20
11.	Smart Party Affairs Work Platform (智慧黨務工作平台)	2023SR1436155	Our Company	2023-11-15
12.	Population Dynamic Monitoring Big Data Platform (人口動態監測大數據平台)	2023SR1271905	Our Company	2023-10-20
13.	Seventh National Census Data Management and Analysis System (七人普數據管理與分析系統)	2023SR1265372	Our Company	2023-10-19
14.	Regional Population Big Data Monitoring and Early Warning Platform (區域人口大數據監測預警平台)	2023SR1139692	Our Company	2023-09-22
15.	Regional Real-Time Public Information Platform (區域實時公眾訊息平台)	2023SR1133908	Our Company	2023-09-21
16.	Regional Big Data Population Dynamic Monitoring Platform (區域大數據人口動態監測平台)	2023SR1071348	Our Company	2023-09-14
17.	Real-Time Public Information Statistical Analysis and Decision Service Platform (實時公眾訊息統計分析及決策服務平台)	2023SR0996321	Our Company	2023-09-01
18.	Scenic Area Tourist Behavior Analysis System (景區遊客行為分析系統)	2023SR0718302	Our Company	2023-06-26
19.	Fixed-Area Population Portrait Analysis System (定點區域人口畫像分析系統)	2023SR0691200	Our Company	2023-06-19
20.	Dynamic Monitoring and Early Warning System for Key Areas under Special Scenarios (特殊場景下重點區域動態監測預警系統)	2023SR0691201	Our Company	2023-06-19
21.	Regional Big Data Population Dynamic Monitoring Platform (區域大數據人口動態監測平台)	2023SR0585030	Our Company	2023-06-07
22.	Daily Tourist Monitoring and Analysis System for Specific Scenic Areas (特定景區日遊客監測分析系統)	2023SR0585112	Our Company	2023-06-07
23.	Population Dynamic Monitoring Big Data Platform (人口動態監測大數據平台)	2023SR0559724	Our Company	2023-05-23
24.	Intra-Beijing District Arrival Population Monitoring System (京內到區人口監測系統)	2023SR0421694	Our Company	2023-03-31
25.	Commercial District Real-Time Foot Traffic Portrait Analysis System (商圈實時客流量畫像分析系統)	2023SR0311969	Our Company	2023-03-10
26.	Monitoring System for Returnees to the District within 14 Days (14天內返區人群監測系統)	2023SR0311975	Our Company	2023-03-10
27.	Unified System Integration and User Center System (統一系統集成與用戶中心系統)	2023SR0100102	Our Company	2023-01-17
28.	Data Sharing Service Platform (數據共享服務平台)	2023SR0100105	Our Company	2023-01-17
29.	Community Messaging Platform Preliminary Review System (社區消息傳遞平台初審系統)	2023SR0054847	Our Company	2023-01-10

APPENDIX VI STATUTORY AND GENERAL INFORMATION

No.	Name of software copyright	Registration number	Registered owner	Registration date
30.	Commercial District Real-Time Foot Traffic Analysis System (商圈實時客流量分析系統)	2023SR0054849	Our Company	2023-01-10
31.	Population Overview Analysis System (人口概況分析系統)	2023SR0054846	Our Company	2023-01-10
32.	Data Query and Analysis System (數據查詢分析系統)	2023SR0054848	Our Company	2023-01-10
33.	Real-Time Tourist Volume Analysis System for Scenic Areas (景區遊客實時規模分析系統)	2022SR1055470	Our Company	2022-08-09
34.	Commercial District Daily Foot Traffic Monitoring System (商圈日客流量監測系統)	2022SR1055226	Our Company	2022-08-09
35.	Resident Local Tourism Analysis System (市民本地游分析系統)	2022SR0980641	Our Company	2022-07-29
36.	Personnel Identification and Analysis System (人員識別分析系統)	2022SR0980644	Our Company	2022-07-29
37.	Real-Time Information Statistical Analysis System for Scenic Spots (景區景點實時訊息統計分析系統)	2022SR0980647	Our Company	2022-07-29
38.	Regional Geo-Fence Early Warning System (區域圍欄預警系統)	2022SR0980645	Our Company	2022-07-29
39.	Golden Week Monitoring Real-Time Information Statistical Analysis System (黄金周監測實時訊息統計分析系統)	2022SR0980802	Our Company	2022-07-29
40.	Tour Route Analysis System (遊覽線路分析系統)	2022SR0980635	Our Company	2022-07-29
41.	Travel Flow Real-Time Information Statistical Analysis System (出行流量實時訊息統計分析系統)	2022SR0980804	Our Company	2022-07-29
42.	Visitor Origin Real-Time Information Statistical Analysis System (客源地實時訊息統計分析系統)	2022SR0980646	Our Company	2022-07-29
43.	Tourist Group/Independent Travel Attribute Real-Time Information Statistical Analysis System (遊客團散屬性實時訊息統計分析系統)	2022SR0980638	Our Company	2022-07-29
44.	Holiday Population Monitoring System (節日人口監測系統)	2022SR0980648	Our Company	2022-07-29
45.	International Tourist Real-Time Information Statistical Analysis System (國際遊客實時訊息統計分析系統)	2022SR0980803	Our Company	2022-07-29
46.	Top Ten Visitor Origin Analysis System (十大客源地分析系統)	2022SR0980643	Our Company	2022-07-29
47.	Active User Analysis System (活躍用戶分析系統)	2022SR0980650	Our Company	2022-07-29
48.	Tourist Total Distribution Real-Time Information Statistical Analysis System (遊客總量分佈實時訊息統計分析系統)	2022SR0980636	Our Company	2022-07-29
49.	Tourist Dwell Time and Density Early Warning System for Scenic Areas (遊客景區逗留時長及密度預警系統)	2022SR0980639	Our Company	2022-07-29
50.	Transportation Mode Analysis System (交通方式分析系統)	2022SR0980649	Our Company	2022-07-29
51.	Tourist Information Summary Real-Time Statistical Analysis System (遊客訊息匯總實時訊息統計分析系統)	2022SR0980637	Our Company	2022-07-29
52.	Real-Time Public Information Statistical Analysis and Decision Service Platform System (實時公眾訊息統計分析及決策服務平台系統)	2022SR0980642	Our Company	2022-07-29
53.	Mobile Terminal Analysis System (手機終端分析系統)	2022SR0980640	Our Company	2022-07-29
54.	Population Visualization Analysis System (人口可視化分析系統)	2022SR0939348	Our Company	2022-07-15

APPENDIX VI STATUTORY AND GENERAL INFORMATION

No.	Name of software copyright	Registration number	Registered owner	Registration date
55.	Regional Commercial District Working Population and Foot Traffic Analysis System (區域商圈工作人口及客流量分析系統)	2022SR0939476	Our Company	2022-07-15
56.	Indicator and Data Management System (指標與數據管理系統)	2022SR0756585	Our Company	2022-06-14
57.	Community Messaging Platform (社區消息傳遞平台)	2022SR0450830	Our Company	2022-04-11
58.	Dynamic Monitoring System for Incoming Migrant Population (外來人口進區動態監測系統)	2022SR0450866	Our Company	2022-04-11
59.	In-Scenic-Area Daily Tourist Overview Analysis System (景區內日遊客概況分析系統)	2022SR0350442	Our Company	2022-03-16
60.	Regional Population Census Analysis System (區域人口普查分析系統)	2022SR0349820	Our Company	2022-03-16
61.	Regional Economic Operation Monitoring System (區域經濟運行監測系統)	2022SR0249814	Our Company	2022-02-21
62.	Enterprise Business Portrait Analysis System (基於企業經營畫像分析系統)	2022SR0249813	Our Company	2022-02-21
63.	Urban Economic Brain Analysis System (城市經濟大腦分析系統)	2021SR2001678	Our Company	2021-12-06
64.	Employed Student On-Campus Behavior Portrait Analysis System (就業學生在校行為畫像分析系統)	2021SR1990903	Our Company	2021-12-03
65.	Tourist Data Analysis System for Scenic Areas in Specific Regions (特定區域景區遊客數據分析系統)	2021SR1990843	Our Company	2021-12-03
66.	Employed Graduate Basic Information Overview System (就業畢業生基礎訊息概覽系統)	2021SR1990881	Our Company	2021-12-03
67.	Comprehensive Academic Evaluation System for Employed Graduates (就業生學業綜合評價系統)	2021SR1991108	Our Company	2021-12-03
68.	Leadership Dashboard System (領導駕駛艙系統)	2021SR1991101	Our Company	2021-12-03
69.	Regional Vaccine Service System (區域疫苗服務系統)	2021SR1823254	Our Company	2021-11-22
70.	Vaccination Site Query System for Monitored Areas (監測區疫苗接種點查詢系統)	2021SR1829731	Our Company	2021-11-22
71.	Regional Vaccination Service System (地區疫苗接種服務系統)	2021SR1826351	Our Company	2021-11-22
72.	Population Big Data Comprehensive Analysis System (人口大數據綜合分析系統)	2021SR1823249	Our Company	2021-11-22
73.	Regional Industrial Park Economic Correlation Analysis System (區域產業園經濟關聯分析系統)	2021SR1829733	Our Company	2021-11-22
74.	Commercial District Foot Traffic Data Monitoring System (商圈客流量數據監測系統)	2021SR1823250	Our Company	2021-11-22
75.	Real-Time Decision Support System Based on Multi-Source Data Fusion Analysis (基於多源數據融合分析的實時決策支撐系統)	2021SR1785491	Our Company	2021-11-18
76.	DRG Performance Evaluation System (DRG績效評價系統)	2021SR0623169	Our Company	2021-04-29
77.	Real-Time DRGs Pre-Settlement System (實時DRGs預結算系統)	2021SR0623154	Our Company	2021-04-29
78.	In-Hospital Patient Grouping Information Query System (在院患者分組訊息查詢系統)	2021SR0623118	Our Company	2021-04-29
79.	DRGs Hospital Cost Control System (DRGs醫院費用管控系統)	2021SR0623109	Our Company	2021-04-29

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No.	Name of software copyright	Registration number	Registered owner	Registration date
80.	Medical Record Statistics Management System (病案統計管理系統)	2021SR0623168	Our Company	2021-04-29
81.	Data Resource Directory Blockchain Access and Download System (數據資源目錄區塊鏈連接入與下載系統)	2021SR0540426	Our Company	2021-04-14
82.	Data Resource Directory Blockchain Management System (數據資源始目錄區塊鏈管理系統)	2021SR0540071	Our Company	2021-04-14
83.	Data Quality Detection System (數據質量檢測系統)	2020SR1533912	Our Company	2020-10-30
84.	Data Security Governance System (數據安全治理系統)	2020SR1533911	Our Company	2020-10-30
85.	Data Quality Governance System (數據質量治理系統)	2020SR1530733	Our Company	2020-10-29
86.	Data Desensitization Platform (數據脫敏平台)	2020SR1530734	Our Company	2020-10-29
87.	Data Supply-Demand Matching Platform (數據供需對接平台)	2020SR1530735	Our Company	2020-10-29
88.	Enterprise Information Dynamic Tracking and Update System Based on Multi-Source Data (基於多源數據的企業訊息動態跟蹤及更新系統)	2019SR0792819	Our Company	2019-07-31
89.	Telecom Operator Data Quality Early Warning System (電信運營商數據質量預警系統)	2019SR0792900	Our Company	2019-07-31
90.	Industrial-Economic Correlation Analysis System Based on Population Activity Characteristics (基於人口活動特徵的產業經濟關聯分析系統)	2019SR0792816	Our Company	2019-07-31
91.	Transportation Terminal and Hub Analysis System Based on Big Data (基於大數據的交通場站及樞紐分析系統)	2019SR0792592	Our Company	2019-07-31
92.	Telecom Operator Signaling Data Automatic Cleansing and Verification System (電信運營商信令數據自動清洗檢驗系統)	2019SR0792896	Our Company	2019-07-31
93.	Social and Government Affairs Multi-Source Data Fusion System (社會及政務數據多源數據融合系統)	2019SR0792890	Our Company	2019-07-31
94.	Urban Big Data Collection Platform (城市大數據獲取平台)	2019SR0733014	Our Company	2019-07-16
95.	Government Affairs Data Governance Platform (政務數據治理平台)	2019SR0731827	Our Company	2019-07-16
96.	Social Data Governance Platform (社會數據治理平台)	2019SR0732036	Our Company	2019-07-16
97.	Special-Purpose Population Monitoring System (專項人口監測系統)	2018SR537436	Our Company	2018-07-10
98.	Smart Big Data Population System (智慧大數據人口系統)	2018SR538043	Our Company	2018-07-10
99.	Market Foot Traffic Data Analysis System (市場人流量數據分析系統)	2018SR537426	Our Company	2018-07-10
100.	Commercial Big Data Service Procurement Management System (商業大數據服務購買管理系統)	2018SR535935	Our Company	2018-07-10
101.	Mobile Work-Residence User Analysis System (手機職住用戶分析系統)	2018SR536474	Our Company	2018-07-10
102.	Dynamic Crowd Flow Monitoring and Early Warning System (動態人流監測預警系統)	2016SR390324	Our Company	2016-12-23
103.	Working and Residential Population Analysis System (工作居住人口分析系統)	2016SR386477	Our Company	2016-12-22
104.	Trading Market Foot Traffic Monitoring System (交易市場客流量監測系統)	2016SR386535	Our Company	2016-12-22

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No.	Name of software copyright	Registration number	Registered owner	Registration date
105.	Regional Mobile User Traffic Statistics Platform (區域移動用戶流量統計平台)	2016SR386356	Our Company	2016-12-22
106.	Population Dynamic Monitoring System (人口動態監測系統)	2016SR386532	Our Company	2016-12-22
107.	Smart Regional Passenger Flow Application Platform (智慧區域客流應用平台)	2016SR386635	Our Company	2016-12-22
108.	Fixed-Area Population Analysis System (定點區域人口分析系統)	2016SR386567	Our Company	2016-12-22
109.	Data Collection and Governance Platform (數據採集治理平台)	2025SR2550306	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2025-12-31
110.	Unified Microservice Application Integration Platform (微服務應用統一集成平台)	2025SR1758624	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2025-09-11
111.	Smart Light Pole Lighting Management System (智慧燈杆照明管理系統)	2025SR1758629	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2025-09-11
112.	Population Big Data Visualization Analysis System (人口大數據可視化分析系統)	2022SR0758729	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2022-06-14
113.	Street and Township Information Delivery Platform (街鄉訊息觸達平台)	2022SR0756584	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2022-06-14
114.	Population Mobility Analysis System (人口流動性分析系統)	2022SR0756760	Beijing Rongxin Mathematical Technology Group Co., Ltd.	2022-06-14
115.	Waste Classification Supervision System (垃圾分類監管系統)	2024SR1237849	Shandong Rongxin Mathematical Information Technology Co., Ltd.	2024-08-23
116.	Smart Environmental Sanitation Management System (智慧環境衛生管理系統)	2024SR1237598	Shandong Rongxin Mathematical Information Technology Co., Ltd.	2024-08-23
117.	Regional Beer Festival Data Monitoring Platform (區域啤酒節數據監測平台)	2024SR0094403	Shandong Rongxin Mathematical Information Technology Co., Ltd.	2024-01-15
118.	Street and Town Population Monitoring System (街鎮人口監測系統)	2021SR0131802	Xi Xian New Area Rongxin Shulian Information Technology Co., Ltd.	2021-01-25
119.	Population Dispersal Site Statistics System (疏解人口點位統計系統)	2021SR0129709	Xi Xian New Area Rongxin Shulian Information Technology Co., Ltd.	2021-01-25

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No.	Name of software copyright	Registration number	Registered owner	Registration date
120.	New Population Site Statistics System (新增人口點位統計系統)	2021SR0132424	Xi Xian New Area Rongxin Shulian Information Technology Co., Ltd.	2021-01-25
121.	District-Wide User In-Flow and Out-Flow Change Analysis System (全區用戶流入流出變化分析系統)	2021SR0129707	Xi Xian New Area Rongxin Shulian Information Technology Co., Ltd.	2021-01-25
122.	Work-Residence Population Correlation Analysis System (職住人口關聯分析系統)	2021SR0131801	Xi Xian New Area Rongxin Shulian Information Technology Co., Ltd.	2021-01-25
123.	Enterprise Competitiveness Analysis System (企業競爭力分析系統)	2020SR1216271	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
124.	Urban Spatial Structure Analysis System (城市空間結構分析系統)	2020SR1218861	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
125.	Smart Park Analysis System (智慧園區分析系統)	2020SR1215899	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
126.	Smart Parking Lot Real-Time Monitoring System (智能停車場實時監控系統)	2020SR1216086	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
127.	Actual Population Comprehensive Evaluation System (實有人口綜合評估系統)	2020SR1215934	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
128.	Road Condition Analysis System for Specific Areas (特定區域路況分析系統)	2020SR1218715	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
129.	Crowd Flow Direction Monitoring System (人群流向監控系統)	2020SR1218871	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
130.	Intelligent Traffic Condition Analysis System (交通路況智能化分析系統)	2020SR1216091	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
131.	Smart Parking Lot Transaction Record Analysis System (智能停車場交易記錄分析系統)	2020SR1218868	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
132.	Smart Parking Lot Daily Average Transaction Volume Analysis System (智能停車場日均交易量分析系統)	2020SR1215890	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
133.	Smart Parking Lot Fee Analysis System (智能停車場費用分析系統)	2020SR1218865	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
134.	Policy Evaluation and Analysis System (政策評估分析系統)	2020SR1215895	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14
135.	Resident Livability Index Analysis System (居民宜居指數分析系統)	2020SR1216208	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-14

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No.	Name of software copyright	Registration number	Registered owner	Registration date
136.	Smart Transportation Service Platform (智慧交通服務平台)	2020SR1211004	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-13
137.	Traffic Flow Big Data Analysis System (交通流量大數據分析系統)	2020SR1210478	Henan Rongxin Datainfo Science and Technology Co., Ltd.	2020-10-13
138.	Population Overview Analysis System (人口概況分析系統)	2025SR0252436	Beijing Rongxin Digital Intelligence Technology Co., Ltd.	2025-02-13
139.	Commercial District Real-Time Foot Traffic Analysis System (商圈實時客流量分析系統)	2025SR0252440	Beijing Rongxin Digital Intelligence Technology Co., Ltd.	2025-02-13
140.	Scenic Area Tourist Behavior Analysis System (景區遊客行為分析系統)	2025SR0252429	Beijing Rongxin Digital Intelligence Technology Co., Ltd.	2025-02-13
141.	Commercial District Real-Time Foot Traffic Portrait Analysis System (商圈實時客流量畫像分析系統)	2025SR0252450	Beijing Rongxin Digital Intelligence Technology Co., Ltd.	2025-02-13
142.	Daily Tourist Monitoring and Analysis System for Specific Scenic Areas (特定景區日遊客監測分析系統)	2025SR0252417	Beijing Rongxin Digital Intelligence Technology Co., Ltd.	2025-02-13

Domain names

As of the Latest Practicable Date, we have registered the following domain name which we considered to be material to our Group’s business:

No.	Owner	Domain name	Registration no.	Registration date
1.	Our Company	rx-datainfo.com	Jing ICP Bei 17037912 Hao-1	2025-02-26

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of interests of Directors and chief executive of our Company

Save as disclosed below, immediately following completion of the Share Subdivision and the [REDACTED] (without taking into account the H Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]), so far as our Directors are aware, none of our Directors and chief executive has any interest or short positions in our Shares, underlying Shares or debentures of our Company or any associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules.

Name of Shareholders	Positions	Nature of interest	Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares		Immediately following completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares (assuming the [REDACTED] is not exercised)	
			Number of Unlisted Shares held/interest (L) ^(Note 1)	Approximate percentage of shareholding in our Company	Number of H Shares held/interest (L) ^(Note 1)	Approximate percentage of shareholding in our Company
Mr. Yu	Executive Director, chairman of our Board and chief executive officer	Beneficial owner	18,707,386	22.8139%	[REDACTED]	[REDACTED]%
		Interest in controlled corporation and interest held jointly with another person ^(Note 2)	37,341,860	45.5389%	[REDACTED]	[REDACTED]%
Mr. Cheng	Executive Director, and executive president	Interest in controlled corporation and interest held jointly with another person ^(Note 2)	37,341,860	45.5389%	[REDACTED]	[REDACTED]%

Notes:

- All interests stated are long position.

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2. As at the Latest Practicable Date, Mr. Yu owns the entire equity interest in Daihan Junge and he is the general partner of Xintai Tiancheng. As such, Mr. Yu is deemed to be interested in the Shares held by Daihan Junge and Xintai Tiancheng. Mr. Yu, Mr. Cheng and Mr. Li entered into the Acting-in-Concert Agreement, pursuant to which they agreed and confirmed that they had been acting in concert in relation to the voting rights and management of Rongfucheng. As such, each of Mr. Yu, Mr. Cheng and Mr. Li is deemed to be interested in the Shares held by Rongfucheng. Further, by virtue of the Acting-in-Concert Agreement and the SFO, Mr. Yu, Mr. Cheng and Mr. Li are collectively interested in our the Shares held by Mr. Yu, Rongfucheng, Xintai Tiancheng and Daihan Junge.

2. Disclosure of interests of substantial shareholders of our Company

For the information on the persons who will, immediately following the completion of the [REDACTED], have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, please see “Substantial Shareholders” in this Document.

Save as set out above, our Directors are not aware of any other person (other than our Directors or chief executive) will, immediately following completion of the [REDACTED], directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group.

3. Service contracts

We have entered into a contract with each of our Directors in respect of, among other things, compliance with relevant laws and regulations, the Articles of Association and applicable provisions on arbitration.

Save as disclosed above, none of our Directors has or is proposed to have entered into any service contract with any member of our Group (excluding contracts expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

4. Remuneration of Directors

Save as disclosed in the section headed “Directors and Senior Management” and Note 8 to the Accountants’ Report as set as in Appendix I to this document for the three financial years ended December 31, 2025, none of our Directors received other remunerations or benefits in kind from us.

5. Employee Incentive Scheme

Our Company adopted the Employee Incentive Scheme in April 2022 which was amended in November 2022. Xintai Tiancheng was established as our employee incentive platform under the Employee Incentive Scheme, with Mr. Yu as the general partner. As of the Latest Practicable Date, 1,822,290 Shares were held by Xintai Tiancheng, representing approximately 4.4446% of our total issued share capital. Immediately following completion of the Share Subdivision, Xintai Tiancheng will hold 3,644,580 Shares, representing approximately 4.4446% of our total issued share capital immediately prior to the [REDACTED] and the Conversion of Unlisted Shares into H Shares.

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The Employee Incentive Scheme is not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of Shares or the grant of options by our Company to subscribe for Shares after the [REDACTED]. Given the underlying Shares under the Employee Incentive Scheme had already been issued, there will not be any dilution effect to the issued Shares upon the vesting of the awards under the Employee Incentive Scheme. No further awards will be granted after the [REDACTED].

The following is a summary of the principal terms of the Employee Incentive Scheme (as amended from time to time).

(a) Purposes

The major purposes of the Employee Incentive Scheme are to (i) recognize and reward the value created by our employees, ensure their remuneration remains competitive in the market; (ii) attract individuals with relevant expertise to join our Group; (iii) retain key personnel who are critical to our Group’s long-term development and profitability, enhance their contribution and loyalty, and strengthen their alignment with and commitment to our Group’s sustained success; and (iv) align the interests of our employees, our Company and our Shareholders.

(b) Participants

The participants of the Employee Incentive Scheme include our Directors, employees, consultants and any other personnel as may be determined by the Board or its duly authorized management committee from time to time (collectively, the “**Participants**”).

(c) Administration of the Employee Incentive Scheme

The Board is primarily responsible for the administration of the Employee Incentive Scheme. It is authorized to establish a management committee at its discretion and as deemed necessary for the management of the Employee Incentive Scheme. The Board may delegate to such management committee the authority to review and approve the formulation, implementation, amendment and termination of the Employee Incentive Scheme, as well as to oversee and decide on other matters relating to the Employee Incentive Scheme.

(d) Restrictions on the Shares granted under the Employee Incentive Scheme (the “Restricted Shares”)

The Participants shall be subject to applicable lock-up undertakings and statutory restrictions, pursuant to which they are prohibited from transferring any Restricted Shares granted under the Employee Incentive Scheme during the lock-up period (the “**Lock-up Period**”) in accordance with the requirements of the relevant securities regulatory authorities or the Stock Exchange. Following the expiry of all applicable Lock-up Periods prescribed by laws and regulations and/or undertaken by the Participants, the Participants may realize their respective interests in the Restricted Shares held through Xintai Tiancheng, with the corresponding proceeds distributed accordingly.

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

(e) Vesting of the Restricted Shares

Each Participant’s entitlement to the corresponding portion of the Restricted Shares held by Xintai Tiancheng shall be vested in five equal tranches in the proportion of 20% each over a period of five years.

(f) Details of the Restricted Shares granted under the Employee Incentive Scheme

As of the Latest Practicable Date, an aggregate of 1,822,290 Shares held by Xintai Tiancheng, representing 4.4446% of our Company’s total issued share capital had been granted to 11 Participants. Immediately following completion of the Share Subdivision, Xintai Tiancheng will hold 3,644,580 Shares, representing approximately 4.4446% of our total issued share capital immediately prior to the [REDACTED] and the Conversion of Unlisted Shares into H Share. The following sets forth the Restricted Shares granted pursuant to the Employee Incentive Scheme immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares:

- (i) details of the Restricted Shares granted to our Directors, senior management and connected persons of our Company pursuant to the Employee Incentive Scheme:

		Immediately following completion of the Share Subdivision and before the [REDACTED] and the Conversion of Unlisted Shares into H Shares	
Grantee	Relationship with our Company	Number of Shares held through Xintai Tiancheng	Approximate percentage of interest in our Company
(%)			
Director			
Mr. Yu	Executive Director, chairman of our Board and chief executive officer	777,919	0.95
Mr. Zhao Kangjun	Executive Director and administrative director	884,416	1.08
Mr. Zhang Guangzhi	Executive Director, vice president and chief scientist	1,833,224	2.24

- (ii) Our Company also granted 149,021 Shares to eight other grantees, representing approximately 0.18% of our Company’s total issued share capital immediately prior to the [REDACTED].

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6. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors or any of the parties listed in “Other Information — 5. Qualifications of experts” in this Appendix is:
 - (i) interested in our promotion, or in any assets which have been, within two years immediately preceding the date of this document, acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Company; or
 - (ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;
- (b) save in connection with the [REDACTED] and the [REDACTED], none of the parties listed in “Other Information — 5. Qualifications of experts” in this Appendix:
 - (i) is interested legally or beneficially in any shares in any member of our Group; or
 - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;
- (c) none of our Directors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are [REDACTED] on the Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO; and
- (d) so far as is known to our Directors, none of our Directors or their respective close associates (as defined under the Listing Rules) or Shareholders who owns more than 5% of the issued shares of our Company has any interests in the five largest customers or the five largest suppliers of our Group.

OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or any of our subsidiaries under the laws of the PRC.

2. Litigation

Save as disclosed in this document, as at the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration or claim of material importance, and, so far as we are aware, no litigation, arbitration or claim of material importance is pending or threatened against any member of our Group, which would have a material adverse effect on our financial condition or results of operations, taken as a whole.

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3. Sole Sponsor

The Sole Sponsor has made an application on behalf of our Company to the Stock Exchange for the [REDACTED] of, and permission to [REDACTED], our H Shares. All necessary arrangements have been made to enable the securities to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to sponsor set out in Rule 3A.07 of the Listing Rules. The Sole Sponsor will receive a fee of HK\$4.3 million to act as sponsor to our Company in connection with the [REDACTED].

4. Preliminary expenses

As at the Latest Practicable Date, our Company has not incurred material preliminary expenses.

5. Qualifications of Experts

The qualifications of the experts (as defined under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given opinions and/or advice in this document are as follows:

Name	Qualifications
Rainbow Capital (HK) Limited	A licensed corporation to conduct Type 1 (dealing in securities), and Type 6 (advising on corporate finance) regulated activities (as defined under SFO)
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor under the Accounting and Financial Reporting Council Ordinance
Commerce & Finance Law Offices	Company’s PRC legal adviser
Commerce & Finance Law Offices	Company’s PRC legal adviser as to PRC cybersecurity and data privacy protection law
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant

6. Consents of experts

Each of the experts as referred to in “Other Information — 5. Qualifications of experts” in this Appendix has given and has not withdrawn its respective written consents to the issue of this document with the inclusion of certificates, letters, opinions or reports and the references to its name included herein in the form and context in which it respectively included.

Save as disclosed in this document, none of the experts named above has any of our shareholding interests in any member of our Group or rights (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities in any member of our Group.

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7. Taxation of holders of H Shares

(1) Hong Kong

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are affected on the H Share register of members of our Company, including in circumstances where such transactions are effected on the Stock Exchange. The current rate charged on each of the purchaser and seller is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

(2) Consultation with professional advisers

Potential [REDACTED] in the [REDACTED] are urged to consult their professional tax advisers if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or dealing in our H Shares (or exercising rights attached to them). None of our Company, our Directors, the Sole Sponsor, the Sponsor-[REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], or any other person or party involved in the [REDACTED] accept responsibility for any tax effects on, or liabilities of, any person, resulting from the subscription, purchase, holding or disposal of, dealing in or the exercise of any rights in relation to our H Shares.

8. Promoters

The promoters of our Company are all the 20 then Shareholders of our Company as of April 20, 2026 immediately before our conversion into a joint stock limited company. For details, please refer to the paragraph headed “History, Development and Corporate Structure” in this document.

Save as disclosed in this document, within the two years preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given or is proposed to be paid, allotted or given to any promoter in connection with the [REDACTED] and the related transactions described in this document.

9. Restrictions on Repurchase

For details, please see “Appendix V — Summary of Articles of Association” to this document.

10. Binding effect

This document shall have the effect, if an application is made in pursuance of it, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

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11. Bilingual Document

The English and Chinese language versions of this document are being published separately, in reliance upon the exemption provided under section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

12. Miscellaneous

Save as otherwise disclosed in this document:

- (a) within the two years preceding the date of this document, (i) our Company has not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commission, discount, brokerage or other special term has been granted in connection with the issue or sale of any shares of our Company;
- (b) no Share or loan capital of our Company, if any, is under option or is agreed conditionally or unconditionally to be put under option;
- (c) our Company has not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) our Company has no outstanding convertible debt securities or debentures;
- (e) there is no arrangement under which future dividends are waived or agreed to be waived;
- (f) there has been no interruption in our business which may have or have had a significant effect on the financial position in the last 12 months;
- (g) our Company is not presently [REDACTED] on any stock exchange or [REDACTED] on any trading system; and
- (h) our Company is a joint stock limited company and is subject to the PRC Company Law.

APPENDIX VII

**DOCUMENTS DELIVERED TO THE REGISTRAR OF
COMPANIES IN HONG KONG AND AVAILABLE ON DISPLAY**

10. the industry report issued by Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., the summary of which is set forth in the section headed “Industry Overview”; and
11. the PRC Company Law, the PRC Securities Law, the Trial Measures and Guidelines for Articles of Association of Listed Companies issued by the CSRC, together with their unofficial English translations.