

APPENDIX I

ACCOUNTANTS’ REPORT

The following is the text of a report set out on pages I-1 to I-71, received from the Company’s reporting accountants, KPMG, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this document.



ACCOUNTANTS’ REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF 上海生生醫藥冷鏈科技股份有限公司 SHANGHAI SHENGSHENG PHARMACEUTICAL COLD CHAIN TECHNOLOGY CO., LTD. AND CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED AND SINOLINK SECURITIES (HONG KONG) COMPANY LIMITED

Introduction

We report on the historical financial information of Shanghai Shengsheng Pharmaceutical Cold Chain Technology Co., Ltd. 上海生生醫藥冷鏈科技股份有限公司 (the “Company”) and its subsidiaries (together, the “Group”) set out on pages I-4 to I-71, which comprises the consolidated statements of financial position of the Group and the statements of financial position of the Company as at December 31, 2023, 2024 and 2025 and April 30, 2026 and the consolidated statements of profit or loss, the consolidated statements of profit or loss and other comprehensive income, the consolidated statements of changes in equity and the consolidated cash flow statements for each of the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2026 (the “Track Record Period”), and material accounting policy information and other explanatory information (together, the “Historical Financial Information”). The Historical Financial Information set out on pages I-4 to I-71 forms an integral part of this report, which has been prepared for inclusion in the document of the Company dated [date] (the “Document”) in connection with the initial [REDACTED] of shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited.

Directors’ responsibility for the Historical Financial Information

The directors of the Company are responsible for the preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information, and for such internal control as the directors of the Company determine is necessary to enable the preparation of the Historical Financial Information that is free from material misstatement, whether due to fraud or error.

Reporting accountants’ responsibility

Our responsibility is to express an opinion on the Historical Financial Information and to report our opinion to you. We conducted our work in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 200 “Accountants’ Reports on Historical

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Financial Information in Investment Circulars” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). This standard requires that we comply with ethical standards and plan and perform our work to obtain reasonable assurance about whether the Historical Financial Information is free from material misstatement.

Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants’ judgment, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity’s preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. Our work also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the Historical Financial Information.

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

Opinion

In our opinion, the Historical Financial Information gives, for the purpose of the accountants’ report, a true and fair view of the Company’s and the Group’s financial position as at December 31, 2023, 2024 and 2025 and April 30, 2026 and of the Group’s financial performance and cash flows for the Track Record Period in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information.

Review of stub period corresponding financial information

We have reviewed the stub period corresponding financial information of the Group which comprises the consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the four months ended April 30, 2025 and other explanatory information (the “Stub Period Corresponding Financial Information”). The directors of the Company are responsible for the preparation and presentation of the Stub Period Corresponding Financial Information in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information. Our responsibility is to express a conclusion on the Stub Period Corresponding Financial Information based on our review. We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” as issued by the HKICPA. A review consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted

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in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. Based on our review, nothing has come to our attention that causes us to believe that the Stub Period Corresponding Financial Information, for the purpose of the accountants’ report, is not prepared, in all material respects, in accordance with the basis of preparation and presentation set out in Note 1 to the Historical Financial Information.

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

Adjustments

In preparing the Historical Financial Information, no adjustments to the Underlying Financial Statements as defined on page I-4 have been made.

Dividends

We refer to Note 26(b) to the Historical Financial Information which contains information about the dividends paid by the Company in respect of the Track Record Period.

KPMG

Certified Public Accountants

8th Floor, Prince’s Building

10 Chater Road

Central, Hong Kong

[Date]

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HISTORICAL FINANCIAL INFORMATION

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

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

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Consolidated statements of profit or loss

(Expressed in Renminbi (“RMB”))

	Note	Year ended December 31,			Four months ended April 30,	
		2023	2024	2025	2025	2026
		RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Revenue	4	614,186	654,489	727,574	236,815	256,411
Cost of sales		(411,933)	(439,031)	(458,812)	(148,817)	(159,165)
Gross profit		202,253	215,458	268,762	87,998	97,246
Other net income	5	13,040	17,397	16,168	5,027	6,286
Selling and marketing expenses		(24,726)	(38,781)	(31,343)	(8,711)	(10,765)
Administrative expenses		(62,068)	(121,742)	(68,524)	(20,312)	(32,344)
Research and development costs		(21,860)	(22,875)	(23,113)	(6,933)	(7,839)
(Provision for)/reversal of impairment loss on trade and other receivables		(961)	(1,567)	246	(953)	(1,216)
Profit from operations		105,678	47,890	162,196	56,116	51,368
Finance costs	6(a)	(4,221)	(3,687)	(2,660)	(1,025)	(770)
Share of profits of associates . .	16	1,852	253	304	(67)	(373)
Profit before taxation	6	103,309	44,456	159,840	55,024	50,225
Income tax	7	(11,276)	(18,060)	(20,825)	(5,284)	(4,983)
Profit for the year/period . . .		92,033	26,396	139,015	49,740	45,242
Attributable to:						
Equity shareholders of the Company		93,373	27,550	139,166	49,989	44,938
Non-controlling interests		(1,340)	(1,154)	(151)	(249)	304
Profit for the year/period . . .		92,033	26,396	139,015	49,740	45,242
Earnings per share	10					
– basic (RMB)		0.28	0.08	0.41	0.15	0.13
– diluted (RMB)		0.28	0.08	0.41	0.15	0.13

The accompanying notes form part of the Historical Financial Information.

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Consolidated statements of profit or loss and other comprehensive income

(Expressed in RMB)

	Year ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
Profit for the year/period	92,033	26,396	139,015	49,740	45,242
Other comprehensive income for the year/period (after tax and reclassification adjustments)					
Item that may be reclassified subsequently to profit or loss:					
Exchange difference on translation of financial statements of entities with functional currencies other than RMB	(17)	(127)	(547)	(1,996)	(676)
Other comprehensive income for the year/period	(17)	(127)	(547)	(1,996)	(676)
Total comprehensive income for the year/period	<u>92,016</u>	<u>26,269</u>	<u>138,468</u>	<u>47,744</u>	<u>44,566</u>
Attributable to:					
Equity shareholders of the Company	93,379	27,429	138,619	47,993	44,262
Non-controlling interests	(1,363)	(1,160)	(151)	(249)	304
Total comprehensive income for the year/period	<u>92,016</u>	<u>26,269</u>	<u>138,468</u>	<u>47,744</u>	<u>44,566</u>

The accompanying notes form part of the Historical Financial Information.

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Consolidated statements of financial position

(Expressed in RMB)

		As at December 31,			As at April 30,
	Note	2023	2024	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000
Non-current assets					
Property, plant and equipment	11	96,675	71,578	57,046	63,110
Right-of-use assets	12	88,413	63,156	46,354	52,542
Intangible assets	13	6,448	6,450	6,462	6,429
Goodwill	14	13,753	13,753	13,753	13,753
Interests in associates	16	20,859	21,112	21,114	20,741
Other financial assets	17	81,731	84,191	—	—
Deferred tax assets	25(b)	11,211	12,656	16,958	18,871
Other non-current assets	18	6,196	4,345	11,597	9,330
Total non-current assets . . .		325,286	277,241	173,284	184,776
Current assets					
Inventories	19	19,737	19,862	19,785	21,142
Trade and other receivables . .	20	192,093	228,688	258,407	301,209
Other financial assets	17	—	1,444	92,404	491,140
Restricted cash	21	4,003	4,003	5,745	3,817
Cash and cash equivalents . .	21	450,565	514,932	625,376	207,079
Total current assets		666,398	768,929	1,001,717	1,024,387
Current liabilities					
Trade and other payables . . .	22	60,322	61,476	86,835	73,881
Contract liabilities		11,154	7,218	7,401	6,277
Interest-bearing borrowings . .		—	—	136	136
Lease liabilities	23	33,032	31,327	28,113	30,045
Financial liabilities measured at fair value through profit or loss (“FVPL”)		150	—	—	—
Current taxation	25(a)	7,480	8,314	6,095	2,840
Total current liabilities		112,138	108,335	128,580	113,179
Net current assets		554,260	660,594	873,137	911,208
Total assets less current liabilities					
		879,546	937,835	1,046,421	1,095,984

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		As at December 31,			As at April 30,
	<i>Note</i>	2023	2024	2025	2026
		<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Non-current liabilities					
Lease liabilities	23	55,348	33,350	19,074	24,095
Deferred tax liabilities	25(b)	340	1,101	789	765
Total non-current liabilities					
		55,688	34,451	19,863	24,860
Net assets					
		823,858	903,384	1,026,558	1,071,124
Capital and reserves					
Share capital	26	340,000	340,000	340,000	340,000
Reserves		485,720	565,884	689,209	733,471
Total equity attributable to equity shareholders of the Company					
		825,720	905,884	1,029,209	1,073,471
Non-controlling interests					
		(1,862)	(2,500)	(2,651)	(2,347)
Total equity					
		823,858	903,384	1,026,558	1,071,124

The accompanying notes form part of the Historical Financial Information.

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Statements of financial position of the Company

(Expressed in RMB)

		As at December 31,			As at April 30,
	Note	2023	2024	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000
Non-current assets					
Property, plant and equipment		1,404	935	657	581
Intangible assets		1,085	1,035	8,975	8,838
Investments in subsidiaries . .	15	205,642	291,855	306,494	326,494
Interests in associates		18,932	19,496	19,362	19,295
Other financial assets	17	30,795	31,730	—	—
Deferred tax assets		6,432	7,112	7,664	10,694
Other non-current assets . . .		—	—	—	726
Total non-current assets . . .		264,290	352,163	343,152	366,628
Current assets					
Trade and other receivables .	20	140,900	72,434	62,680	67,240
Other financial assets	17	—	—	32,658	340,811
Cash and cash equivalents . .	21	184,485	264,419	363,284	18,540
Total current assets		325,385	336,853	458,622	426,591
Current liabilities					
Trade and other payables . . .	22	48,240	101,492	162,249	163,166
Contract liabilities		—	9	264	67
Financial assets measured at FVPL		150	—	—	—
Total current liabilities		48,390	101,501	162,513	163,233
Net current assets		276,995	235,352	296,109	263,358
Total assets less current liabilities					
Net assets		541,285	587,515	639,261	629,986
Capital and reserves					
Share capital	26	340,000	340,000	340,000	340,000
Reserves		201,285	247,515	299,261	289,986
Total equity		541,285	587,515	639,261	629,986

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	Attributable to equity shareholders of the Company							
	Equity interests held for employee incentive scheme			Statutory reserve	Exchange reserve	Retained profits	Non-controlling interests	Total equity
Note	Share capital	Capital reserves	Statutory reserve					
	RMB '000 (note 26(c))	RMB '000 (note 26(e)(i))	RMB '000 (note 26(e)(ii))	RMB '000 (note 26(e)(iii))	RMB '000	RMB '000	RMB '000	RMB '000
Balance at January 1, 2024	340,000	(1,194)	160,686	2,951	108	323,169	(1,862)	823,858
Changes in the equity for 2024:								
Profit/(loss) for the year	–	–	–	–	–	27,550	(1,154)	26,396
Other comprehensive income	–	–	–	–	(121)	–	(6)	(127)
Total comprehensive income	–	–	–	–	(121)	27,550	(1,160)	26,269
Share-based payments	–	1,194	72,123	–	–	–	–	73,317
Dividends approved and paid in respect of the previous year	–	–	–	–	–	(20,060)	–	(20,060)
Change of shares in non-controlling interests	–	–	(522)	–	–	–	522	–
Balance at December 31, 2024	340,000	–	232,287	2,951	(13)	330,659	(2,500)	903,384

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	Attributable to equity shareholders of the Company						Non-controlling interests	Total equity
	Share capital	Capital reserves	Statutory reserve	Exchange reserve	Retained profits	Total		
<i>Note</i>	<i>RMB'000</i> <i>(note 26(c))</i>	<i>RMB'000</i> <i>(note 26(e)(i))</i>	<i>RMB'000</i> <i>(note 26(e)(ii))</i>	<i>RMB'000</i> <i>(note 26(e)(iii))</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Balance at January 1, 2025 .	340,000	232,287	2,951	(13)	330,659	905,884	(2,500)	903,384
Changes in the equity for 2025:								
Profit/(loss) for the year	–	–	–	–	139,166	139,166	(151)	139,015
Other comprehensive income	–	–	–	(547)	–	(547)	–	(547)
Total comprehensive income	–	–	–	(547)	139,166	138,619	(151)	138,468
Share-based payments	–	4,639	–	–	–	4,639	–	4,639
Appropriation to statutory reserves	–	–	6,571	–	(6,571)	–	–	–
Dividends approved and paid in respect of the previous year	–	–	–	–	(20,000)	(20,000)	–	(20,000)
Other <i>(note 26(f)(iii))</i>	–	67	–	–	–	67	–	67
Balance at December 31, 2025	340,000	236,993	9,522	(560)	443,254	1,029,209	(2,651)	1,026,558

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(Unaudited)	Note	Attributable to equity shareholders of the Company							
		Share capital	Capital reserves	Statutory reserve	Exchange reserve	Retained profits	Total	Non-controlling interests	Total equity
		RMB '000 (note 26(c))	RMB '000 (note 26(e)(i))	RMB '000 (note 26(e)(ii))	RMB '000 (note 26(e)(iii))	RMB '000	RMB '000	RMB '000	RMB '000
Balance at January 1, 2025		340,000	232,287	2,951	(13)	330,659	905,884	(2,500)	903,384
Changes in the equity for the period:									
Profit/(loss) for the period		–	–	–	–	49,989	49,989	(249)	49,740
Other comprehensive income		–	–	–	(1,996)	–	(1,996)	–	(1,996)
Total comprehensive income		–	–	–	(1,996)	49,989	47,993	(249)	47,744
Share-based payments		–	4,639	–	–	–	4,639	–	4,639
Dividends approved in respect of the previous year	26(b)	–	–	–	–	(20,000)	(20,000)	–	(20,000)
Other (note 26(f)(iii))		–	67	–	–	–	67	–	67
Balance at April 30, 2025		340,000	236,993	2,951	(2,009)	360,648	938,583	(2,749)	935,834

The accompanying notes form part of the Historical Financial Information.

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Consolidated cash flow statements

(Expressed in RMB)

		For the years ended December 31,			Four months ended April 30,	
	Note	2023	2024	2025	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
					(unaudited)	
Operating activities						
Cash generated from						
operations	21(b)	188,466	157,213	211,552	36,109	10,405
Income tax paid		(17,327)	(17,910)	(27,658)	(9,125)	(10,175)
Net cash generated from						
 operating activities		<u>171,139</u>	<u>139,303</u>	<u>183,894</u>	<u>26,984</u>	<u>230</u>
Investing activities						
Acquisition of property, plant						
and equipment and other						
long-term assets		(29,550)	(22,104)	(15,449)	(2,961)	(9,813)
Proceeds from disposal of						
property, plant and						
equipment and other						
long-term assets		22	105	74	10	8
Acquisition of other financial						
assets with maturity period						
over three months		(230,000)	(271,325)	(290,000)	(50,000)	(160,000)
Proceeds from disposal of						
other financial assets with						
maturity period over three						
months		151,366	274,292	291,664	50,305	42,843
Net proceeds from/						
(investments in) other						
financial assets with						
maturity period of three						
months or less		4,001	2,925	2,960	(402,021)	(278,576)
Payment for acquisition of an						
associate		(2,000)	–	(98)	–	–
Dividend received from an						
associate		623	–	467	–	–
Net cash used in investing						
 activities		<u>(105,538)</u>	<u>(16,107)</u>	<u>(10,382)</u>	<u>(404,667)</u>	<u>(405,538)</u>

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		For the years ended December 31,			Four months ended April 30,	
	Note	2023	2024	2025	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
					(unaudited)	
Financing activities						
Proceeds from bank loans . . .	21(c)	—	—	136	—	—
Lease payments	21(c)	(40,626)	(38,126)	(42,371)	(10,750)	(10,099)
Payment for [REDACTED] expenses	21(c)	—	—	(513)	—	(1,817)
Dividends paid	21(c)	—	(20,060)	(20,000)	—	—
Net cash used in financing activities		(40,626)	(58,186)	(62,748)	(10,750)	(11,916)
Net increase/(decrease) in cash and cash equivalents .						
		24,975	65,010	110,764	(388,433)	(417,224)
Effect of foreign exchange rate changes		700	(643)	(320)	632	(1,073)
Cash and cash equivalents at the beginning of the year/period		424,890	450,565	514,932	514,932	625,376
Cash and cash equivalents at the end of the year/period .	21(a)	450,565	514,932	625,376	127,131	207,079

The accompanying notes form part of the Historical Financial Information.

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NOTES TO THE HISTORICAL FINANCIAL INFORMATION

(Expressed in RMB unless otherwise indicated)

1 BASIS OF PREPARATION AND PRESENTATION OF HISTORICAL FINANCIAL INFORMATION

Shanghai Shengsheng Pharmaceutical Cold Chain Technology Co., Ltd. (上海生生醫藥冷鏈科技股份有限公司), hereinafter referred to as the “Company”, was established in Shanghai, the People’s Republic of China (the “PRC”) on August 7, 2017 as a limited liability company under the PRC Company Law. In January 2022, the Company was converted into a joint stock limited liability company.

The Company and its subsidiaries (together, “the Group”) is an integrated temperature-control supply chain service provider in China for the pharmaceutical and life science industry. With a core focus on temperature-control supply chain services for clinical trials, the Group also extend its business to temperature-control supply chain services for commercial medical products, as well as the R&D and manufacturing of temperature-control equipment and materials.

The financial statements of the Company and the subsidiaries of the Group for which there are statutory requirements were prepared in accordance with the relevant accounting rules and regulations applicable to entities in the countries in which they were incorporated and/or established. The statutory financial statements of the Company for the years ended December 31, 2023 and 2024 were prepared in accordance with the Accounting Standards for Business Enterprises issued by the Ministry of Finance of the PRC and audited by BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所(普通合夥)). No audited financial statements were prepared for the Company for the year ended December 31, 2025.

As at the date of this report, the Company has direct or indirect interests in the following principal subsidiaries, all of which are private companies:

Company name	Place and date of incorporation/ establishment	Registered capital/ issued and fully paid-up capital	Effective interest held by the Company		Principal activities and place of operation
			Direct	Indirect	
Shanghai Shengsheng Logistics Co., Ltd. (“Shengsheng Logistics”) 上海生生物流有限公司 (i)(iii)	PRC October 28, 2009	RMB50,000,000/ RMB50,000,000	100.00%	–	Research development and pharmaceutical temperature-control supply chain services; PRC
Shanghai Shengsheng Cold Chain Logistics Co., Ltd. (“Shengsheng Cold Chain”) 上海生生冷鏈物流有限公司 (i)(ii)	PRC September 20, 2022	RMB36,000,000/ RMB36,000,000	–	100.00%	Pharmaceutical temperature-control supply chain services; PRC
Shanghai Shengsheng International Logistics Co., Ltd. (“Shengsheng International”) 上海生生國際物流有限公司 (i)(v)	PRC March 15, 2022	RMB50,000,000/ RMB30,000,000	100.00%	–	International pharmaceutical temperature-control supply chain services; PRC
Hainan Yinhan Investment Co., Ltd. (“Hainan Yinhan”) 海南銀瀚投資有限公司 (i)(vii)	PRC June 12, 2023	RMB100,000,000/ RMB100,000,000	100.00%	–	Investment holding; PRC
Shanghai Yuanling Technology Co., Ltd. (“Yuanling Technology”) 上海元廷科技有限公司 (i)(iv)	PRC October 16, 2015	RMB50,000,000/ RMB50,000,000	100.00%	–	Research development, production, and sales of temperature-control products; PRC
Beijing MED-LOGISTICS Co., Ltd. (“Med-Logistics”) 北京邁迪朗傑醫療器械股份有限公司 (i)(ii)	PRC April 15, 2013	RMB30,000,000/ RMB30,000,000	51.17%	–	Temperature-control supply chain services for commercial medical products; PRC

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Company name	Place and date of incorporation/ establishment	Registered capital/ issued and fully paid-up capital	Effective interest held by the Company		Principal activities and place of operation
			Direct	Indirect	
American Shengsheng Supply Chain LLC (“American Shengsheng”) (vi)	the United States of America September 9, 2020	USD3,000,000/ USD3,000,000	–	100.00%	International pharmaceutical temperature-control supply chain services; the United States of America

Notes:

- (i) The official names of these entities are in Chinese. The English translation is for identification purposes only. These entities are limited liability companies established in the PRC.
- (ii) No audited financial statements were prepared for these entities during the Track Record Period.
- (iii) The statutory financial statements of this entity for the year ended December 31, 2023 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by Shang Hai Renqian Certified Public Accountants (上海仁前會計師事務所(普通合夥)). The statutory financial statements of this entity for the year ended December 31, 2024 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所(特殊普通合夥)). The statutory financial statements of this entity for the year ended December 31, 2025 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by Shanghai Youdao Certified Public Accountants (General Partnership) (上海友道會計師事務所(普通合夥)).
- (iv) No audited financial statements were prepared for this entity for the year ended December 31, 2023. The statutory financial statements of this entity for the year ended December 31, 2024 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by Shanghai Liding Certified Public Accountants (General Partnership) (上海力鼎會計師事務所(普通合夥)). No audited financial statements were prepared for this entity for the year ended December 31, 2025.
- (v) No audited financial statements were prepared this entity for the year ended December 31, 2023. The statutory financial statements of this entity for the year ended December 31, 2024 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所(特殊普通合夥)). At the date of this report, the statutory financial statements for the year ended December 31, 2025 for this entity is under preparation and not issued yet.
- (vi) The statutory financial statements of this entity for the year ended December 31, 2023 were prepared in accordance with the Accounting Principles Generally Accepted in the United States of America and were audited by One Stop Accountancy Inc. No audited financial statements were prepared this entity for the year ended December 31, 2024 and 2025.
- (vii) No audited financial statements were prepared for this entity for the years ended December 31, 2023 and 2024. The statutory financial statements of this entity for the year ended December 31, 2025 were prepared in accordance with the Accounting Standards for Business Enterprises applicable to the enterprises in the PRC and were audited by Shanghai Yuanxin Certified Public Accountants (General Partnership) (上海元新會計師事務所(普通合夥)).

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

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

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

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the Track Record Period. The Group has not applied any new standard or interpretation that is not yet effective during the Track Record Period. The revised and new accounting standards and interpretations issued but not yet effective for the Track Record Period are set out in note 31.

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

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

The Stub Period Corresponding Financial Information has been prepared in accordance with the same basis of preparation and presentation adopted in respect of the Historical Financial Information.

The Historical Financial Information and the Stub Period Corresponding Financial Information are presented in RMB and all values are rounded to the nearest thousand (“RMB’000”) except when otherwise indicated.

2 MATERIAL ACCOUNTING POLICY INFORMATION

(a) Basis of measurement

The measurement basis used in the preparation of the Historical Financial Information is the historical cost basis except that the financial assets and liabilities are stated at their fair value as explained in the accounting policies as set out in note 2(f).

(b) Use of estimates and judgments

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

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

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

(c) Subsidiaries and non-controlling interests

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

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

For each business combination, the Group can elect to measure any non-controlling interests (“NCI”) either at fair value or at the NCI’s proportionate share of the subsidiary’s net identifiable assets. NCI are presented in the consolidated statement of financial position within equity, separately from equity attributable to the equity shareholders of the Company. NCI in the results of the Group are presented on the face of the consolidated statement of profit or loss and the consolidated statement of profit or loss and other comprehensive income as an allocation of the total profit or loss and total comprehensive income for the year between NCI and the equity shareholders of the Company.

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

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

In the Company’s statement of financial position, an investment in a subsidiary is stated at cost less impairment losses (see note 2(j)(ii)).

(d) Associates

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

An investment in an associate is accounted for in the Historical Financial Information under the equity method. Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group’s share of the acquisition-date fair values of the investee’s identifiable net assets over the cost of the investment (if any). The cost of the investment includes purchase price, other costs directly attributable to the acquisition of the investment, and any direct investment into the associate that forms part of the Group’s equity investment. Thereafter, the investment is adjusted for the post acquisition change in the Group’s share of the investee’s net assets and any impairment loss relating to the investment (see note 2(j)(ii)). At each reporting date, the Group assesses whether there is any objective evidence that the investment is impaired. Any acquisition-date excess over cost, the Group’s share of the post-acquisition, post-tax results of the investees and any impairment losses for the reporting period are recognized in profit or loss, the Group’s share of the post-acquisition post-tax items of the investees’ other comprehensive income are recognized as other comprehensive income of the Group.

When the Group’s share of losses exceeds its interest in the associate, the Group’s interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For this purpose, the Group’s interest is the carrying amount of the investment under the equity method, together with any other long-term interests that in substance form part of the Group’s net investment in the associate, after applying the ECL model to such other long-term interests where applicable (see note 2(j)(i)).

Unrealized gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group’s interest in the investee, except where unrealized losses provide evidence of an impairment of the asset transferred, in which case they are recognized immediately in profit or loss.

In all other cases, when the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognized in profit or loss. Any interest retained in that former investee at the date when significant influence is lost is recognized at fair value and this amount is regarded as the fair value on initial recognition of a financial asset.

(e) Goodwill

Goodwill arising on acquisition of businesses is measured at cost less accumulated impairment losses and is tested annually for impairment (see note 2(j) (ii)).

(f) Other investments in securities

The Group’s policies for investments in securities, other than investments in subsidiaries and associates, are set out below.

Investments in securities are recognized/derecognized on the date the Group commits to purchase/sell the investment. The investments are initially stated at fair value plus directly attributable transaction costs, except for those investments measured at FVPL for which transaction costs are recognized directly in profit or loss. For an explanation of how the Group determines fair value of financial instruments, see note 27(e). These investments are subsequently accounted for as follows, depending on their classification.

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(i) Non-equity investments

Non-equity investments are classified into one of the following measurement categories:

- amortized cost, if the investment is held for the collection of contractual cash flows which represent solely payments of principal and interest. Expected credit losses, interest income calculated using the effective interest method (see note 2(s)(ii)(a)), foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.
- FVOCI – recycling, if the contractual cash flows of the investment comprise solely payments of principal and interest and the investment is held within a business model whose objective is achieved by both the collection of contractual cash flows and sale. Expected credit losses, interest income (calculated using the effective interest method) and foreign exchange gains and losses are recognized in profit or loss and computed in the same manner as if the financial asset was measured at amortized cost. The difference between the fair value and the amortized cost is recognized in OCI. When the investment is derecognized, the amount accumulated in OCI is recycled from equity to profit or loss.
- FVPL if the investment does not meet the criteria for being measured at amortized cost or FVOCI (recycling). Changes in the fair value of the investment (including interest) are recognized in profit or loss.

(ii) Equity investments

An investment in equity securities is classified as FVPL, unless the investment is not held for trading purposes and on initial recognition the Group makes an irrevocable election to designate the investment at FVOCI (non-recycling) such that subsequent changes in fair value are recognized in OCI. Such elections are made on an instrument-by-instrument basis, but may only be made if the investment meets the definition of equity from the issuer’s perspective. If such election is made for a particular investment, at the time of disposal, the amount accumulated in the fair value reserve (non-recycling) is transferred to retained earnings and not recycled through profit or loss. Dividends from an investment in equity securities, irrespective of whether classified as at FVPL or FVOCI, are recognized in profit or loss as other income.

(g) Property, plant and equipment

Property, plant and equipment are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses (see note 2(j) (ii)):

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

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

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

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

– Plant and buildings	20 years
– Machinery and equipment	5 years
– Motor vehicles	4 years
– Specialised equipment	2-5 years
– Office and other equipment	3 years

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

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Construction in progress is stated at cost less impairment losses (see note 2(j)(ii)). Cost comprises direct costs of construction as well as interest expense capitalized during the periods of construction and installation. Capitalization of these costs ceases and the construction in progress is transferred to property, plant and equipment when substantially all the activities necessary to prepare the assets for their intended use are completed. No depreciation is provided for in respect of construction in progress until it is completed and ready for its intended use.

(h) Intangible assets (other than goodwill)

Expenditure on research activities is recognized in profit or loss as incurred. Development expenditure is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the resulting asset. Otherwise, it is recognized in profit or loss as incurred. Capitalized development expenditure is subsequently measured at cost less accumulated Amortization and any accumulated impairment losses.

Other intangible assets, including software, that are acquired by the Group and have finite useful lives are measured at cost less any accumulated impairment losses (see note 2(j)).

Expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

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

The estimated useful lives for software were decided with reference to the shortest period among the expected service life, the expected beneficial life and the effective life stipulated by the applicable law. The estimated useful lives for the current and comparative periods are as follows:

– Software 5 years

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

Entitlements for license plate are capitalized on the basis of the costs incurred to acquire and bring the specific entitlements into usage. The useful life of entitlements for license plate is assessed to be indefinite, and the useful life of an intangible asset with an indefinite life is reviewed by management annually to determine whether the indefinite life assessment continues to be supportable.

(i) Leased assets

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

(i) As a lessee

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

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

Where the lease is capitalized, the lease liability is initially recognized at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. After initial recognition, the lease

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liability is measured at amortized cost and interest expense is recognized using the effective interest method. Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability, and are charged to profit or loss as incurred.

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

Refundable rental deposits are accounted for separately from the right-of-use assets in accordance with the accounting policy applicable to investments in non-equity securities carried at amortized cost (see notes 2(f)(i) and 2(j)(i)). Any excess of the nominal value over the initial fair value of the deposits is accounted for as additional lease payments made and is included in the cost of right-of-use assets.

Leasehold land is depreciated over the unexpired term of lease.

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

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

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

(j) Credit losses and impairment of assets

(i) Credit losses from financial instruments

The Group recognizes a loss allowance for expected credit losses (“ECL”)s on:

- financial assets measured at amortized cost (including cash and cash equivalents, trade receivables and other receivables, including those loans to associates that are held for the collection of contractual cash flows which represent solely payments of principal and interest).

Measurement of ECLs

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

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

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

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

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

ECLs are measured on either of the following bases:

- 12-month ECLs: these are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months); and
- lifetime ECLs: these are the ECLs that result from all possible default events over the expected lives of the items to which the ECL model applies.

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

- financial instruments that are determined to have low credit risk at the reporting date; and
- other financial instruments (including loan commitments issued) for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

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

Significant increases in credit risk

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

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

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

ECLs are remeasured at each reporting date to reflect changes in the financial instrument’s credit risk since initial recognition. Any change in the ECL amount is recognized as an impairment gain or loss in profit or loss. The Group recognizes an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in non-equity securities that are measured at FVOCI (recycling), for which the loss allowance is recognized in OCI and accumulated in the fair value reserve (recycling) does not reduce the carrying amount of the financial asset in the statement of financial position.

Credit-impaired financial assets

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

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

- significant financial difficulties of the debtor;
- a breach of contract, such as a default;

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- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties of the issuer.

Write-off policy

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

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

(ii) Impairment of other non-current assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units (“CGU”s). Goodwill arising from a business combination is allocated to CGUs or Groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, 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 or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the resulting carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or Amortization, if no impairment loss had been recognized.

(k) Inventories

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

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Turnover materials include low-value consumables, which are amortized on a one-off or 50-50 basis according to their useful life and value.

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

(l) Contract liabilities

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

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When the contract includes a significant financing component, the contract balance includes interest accrued under the effective interest method (see note 2(s)(ii)(a)).

(m) Trade and other receivables

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

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

(n) Cash and cash equivalents and restricted cash

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

Guarantee deposits which are restricted to use are presented separately in consolidated statements of financial position as “Restricted cash”. Restricted cash is excluded from cash and cash equivalents in the consolidated cash flow statements.

Cash and cash equivalents and restricted cash are assessed for ECL (see note 2(j)(i)).

(o) Trade and other payables

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

(p) Employee benefits

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

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Obligations for contributions to defined contribution retirement plans are expensed as the related service is provided.

(ii) Share-based payments

The fair value of share-based payment awards granted to employees is recognized as an employee cost with a corresponding increase in a reserve within equity. The fair value is measured at grant date by reference to the market price or the valuer’s valuation of the underlying shares. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service conditions at the vesting date. The equity amount is recognized in the capital reserve until either the restricted share is exercised (when it is included in the amount recognized in share capital for the shares issued) or the option expires (when it is released directly to retained profits).

(iii) Termination benefits

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

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(q) Income tax

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

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

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

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

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;
- temporary differences related to investment in subsidiaries, associates and joint venture to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future;
- taxable temporary differences arising on the initial recognition of goodwill; and
- those related to the income taxes arising from tax laws enacted or substantively enacted to implement the Pillar Two model rules published by the Organization for Economic Co-operation and Development.

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

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

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

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

(r) Provisions and contingent liabilities

Generally provisions are determined by discounting the expected future cash flows at a pretax rate that reflects current market assessment of the time value of money and the risks specific to the liability.

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

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

(s) Revenue and other income

Income is classified by the Group as revenue when it arises from the sale of goods, the provision of services or the use by others of the Group’s assets under leases in the ordinary course of the Group’s business.

Further details of the Group’s revenue and other income recognition policies are as follows:

(i) Revenue from contracts with customers

The Group is the principal for its revenue transactions and recognizes revenue on a gross basis. In determining whether the Group acts as a principal or as an agent, it considers whether it obtains control of the services or products before they are transferred to the customers. Control refers to the Group’s ability to direct the use of and obtain substantially all of the remaining benefits from the services or products.

Revenue is recognized when control over a product or service is transferred to the customer at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties such as value added tax or other sales taxes.

(a) Temperature-control supply chain services

The Group provides temperature-control supply chain services to customers. Revenue from these services represents the contract amount charged to customers for these services. Revenue from temperature-control supply chain services is recognized at the point in time when the services are delivered to customers.

The Group also provides temperature-controlled storage services to customers. Revenue from temperature-controlled storage services is recognized over time when services are rendered according to the terms of the respective contracts.

(b) Sales of temperature-control products

Revenue from the sale of temperature-control products is recognized at the point in time when control of the asset is transferred to the customers, generally on delivery of the goods.

(ii) Revenue from other sources and other income

(a) Interest income

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

(b) Government grants

Government grants are recognized in the statement of financial position initially when there is reasonable assurance that they will be received and that the Group will comply with the conditions attaching to them.

Grants that compensate the Group for expenses incurred are recognized as income in profit or loss on a systematic basis in the same periods in which the expenses are incurred.

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Grants that compensate the Group for the cost of an asset are deducted from the carrying amount of the asset and consequently are effectively recognized in profit or loss over the useful life of the asset by way of reduced depreciation expense.

(t) Translation of foreign currencies

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

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

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into RMB at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into RMB at the exchange rates at the dates of the transactions.

Foreign currency differences are recognized in OCI and accumulated in the exchange reserve, except to the extent that the translation difference is allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the exchange reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. On disposal of a subsidiary that includes a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation that have been attributed to the NCI shall be derecognized, but shall not be reclassified to profit or loss. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to NCI. When the Group disposes of only part of an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

(u) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of that asset. Other borrowing costs are expensed in the period in which they are incurred.

(v) Related parties

- (a) A person, or a close member of that person’s family, is related to the Group if that person:
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or the Group’s parent.
- (b) An entity is related to the Group if any of the following conditions applies:
 - (i) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

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- (v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
- (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the Group’s parent.

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

(w) Segment reporting

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

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

3 CRITICAL ACCOUNTING JUDGMENT AND ESTIMATES

Notes 24 and 27(e) contain information about the assumptions and risk factors relating to fair value of share-based payments and other financial assets. Other key sources of estimation uncertainty are as follows:

Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the Group to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate the present value.

Value in use is determined using the discounted cash flow method. Due to inherent risk associated with estimations in the timing and magnitude of the future cash flows, the estimated recoverable amount of the assets may be different from its actual recoverable amount and the Group’s profit or loss could be affected by the accuracy of the estimations. Changes in facts and circumstances may result in revisions to the estimates of recoverable amount, which would affect profit or loss in future years.

4 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are provision of integrated temperature-control supply chain services. Further details regarding the Group’s principal activities are disclosed in note 1.

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(i) Disaggregation of revenue

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

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Revenue from contracts with customers within the scope of IFRS 15					
Disaggregated by major products or service lines					
Temperature-control supply chain services	607,511	640,195	702,938	225,752	248,220
Sales of temperature-control products	6,675	14,294	24,636	11,063	8,191
	<u>614,186</u>	<u>654,489</u>	<u>727,574</u>	<u>236,815</u>	<u>256,411</u>

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

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Revenue from contracts with customers					
Point in time	571,809	605,788	672,991	219,742	238,767
Over time	42,377	48,701	54,583	17,073	17,644
	<u>614,186</u>	<u>654,489</u>	<u>727,574</u>	<u>236,815</u>	<u>256,411</u>

The Group’s customer base is diversified, and the Group did not have any customer with whom transactions have exceeded 10% of the Group’s aggregate revenue for each of the years ended December 31, 2023, 2024 and 2025 and for the four months ended April 30, 2025 and 2026.

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

As at December 31, 2023, 2024 and 2025 and April 30, 2026, the aggregated amount of the transaction price allocated to the remaining performance obligations under the Group’s existing contracts is RMB4,468,000, RMB3,911,000, RMB3,404,000 and RMB6,363,000, which is expected to occur over the next 1 to 12 months, and RMB411,000, RMB249,000, RMB646,000 and RMB181,000, which is expected to occur over the next 12 months or more. This amount represents revenue expected to be recognized in the future from contracts with customers in existence at each reporting date.

(b) Segment reporting

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

The Group’s most senior executive management makes resources allocation decisions based on internal management functions and assess the Group’s business performance as one integrated business instead of by separate business lines or geographical regions. Accordingly, the Group has only one operating segment and therefore, no segment information is presented.

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(c) Geographical information

The following table sets information about the Group’s revenue from external customers. The geographic allocation of revenues is based on the place of incorporation of the customers. The revenue is generated from China and overseas markets, such as North America, Europe, and Asia Pacific regions for the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026.

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Chinese Mainland	594,051	606,972	674,821	214,547	234,582
Overseas	20,135	47,517	52,753	22,268	21,829
	<u>614,186</u>	<u>654,489</u>	<u>727,574</u>	<u>236,815</u>	<u>256,411</u>

Substantially all of the Group’s non-current assets are generated and located in Chinese Mainland.

5 OTHER NET INCOME

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Net realized and unrealized gain on other financial assets	7,357	9,947	11,201	3,792	2,975
Government grants (i) . . .	4,549	7,097	3,888	185	3,339
Net (losses)/gains on disposal of property, plant and equipment . . .	(824)	(824)	1,084	852	111
Interest income	2,888	1,332	617	188	265
Impairment loss on intangible assets (note 13)	(1,471)	–	–	–	–
Net foreign exchange gains/(losses)	<u>541</u>	<u>(155)</u>	<u>(622)</u>	<u>10</u>	<u>(404)</u>
	<u>13,040</u>	<u>17,397</u>	<u>16,168</u>	<u>5,027</u>	<u>6,286</u>

- (i) Government grants represent various forms of incentives and subsidies granted to the Group by the local government authorities in the PRC.

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6 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging:

(a) Finance costs

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Interest on lease liabilities (note 21(b))	4,221	3,687	2,659	1,025	769
Interest on interest-bearing borrowings	—	—	1	—	1
	<u>4,221</u>	<u>3,687</u>	<u>2,660</u>	<u>1,025</u>	<u>770</u>

(b) Staff costs

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Salaries, wages and other benefits	192,410	201,271	210,801	64,849	73,795
Contributions to defined contribution retirement plan	15,150	15,617	16,341	5,182	5,943
Share-based payments (note 21(b))	1,598	72,123	4,639	4,639	—
	<u>209,158</u>	<u>289,011</u>	<u>231,781</u>	<u>74,670</u>	<u>79,738</u>

The Group’s PRC entities participate in defined contribution retirement benefit schemes (the “Schemes”) organized by the PRC municipal and provincial government authorities, whereby the PRC entities are required to make contribution at the rates required by different local government authorities. The local government authorities are responsible for the pension obligations payable to the retired employees covered under the Schemes.

The Group has no other material obligations for payments of pension benefits beyond the contributions above.

(c) Other items

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Amortization cost of intangible assets (note 13)	283	489	609	193	246
Depreciation charge					
– property, plant and equipment (note 11) . . .	34,703	35,442	30,617	11,125	7,650
– right-of-use assets (note 12)	28,362	35,885	30,611	10,865	10,126
– long-term deferred expense (note 18)	2,321	3,056	2,884	1,171	774
	<u>65,386</u>	<u>74,383</u>	<u>64,112</u>	<u>23,161</u>	<u>18,550</u>

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	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Supply chain service fulfilment cost	114,307	131,166	143,133	46,589	54,521
[REDACTED] expenses					
– in connection with previous A-share listing attempt	[REDACTED]	[REDACTED]	–	–	–
– in connection with the [REDACTED]	–	–	[REDACTED]	–	[REDACTED]

7 INCOME TAX IN THE CONSOLIDATED STATEMENTS OF PROFIT OR LOSS

(a) Taxation in the consolidated statement of profit or loss represents:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Current tax					
– Provision for the year/period	19,365	18,729	25,403	8,576	6,933
– (Over)/under-provision in respect of prior years	(405)	15	36	36	(13)
	18,960	18,744	25,439	8,612	6,920
Deferred tax					
Origination and reversal of temporary differences (note 25(b))	(7,684)	(684)	(4,614)	(3,328)	(1,937)
	11,276	18,060	20,825	5,284	4,983

(b) Reconciliation between tax expense and accounting profit at applicable tax rates:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Profit before taxation	103,309	44,456	159,840	55,024	50,225
Tax at the statutory tax rate of 25% in Chinese Mainland	25,827	11,114	39,960	13,756	12,556
Effect of different tax rates applicable to subsidiaries (notes (i)(ii)(iii))	(13,237)	(13,735)	(21,202)	(6,554)	(7,135)
Tax effect of additional deduction on research and development expenses (note (i))	(3,296)	(3,501)	(3,562)	(1,080)	(1,227)

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	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Tax effect of temporary differences and unused tax losses not recognized, net of utilization	1,835	7,799	8,197	2,151	558
Changes in opening balances of deferred tax assets due to tax rate adjustments	–	–	(3,164)	(3,164)	–
Tax effect of non-deductible expenses . . .	1,041	16,337	637	127	175
Tax effect of non-taxable income	(477)	(63)	(76)	17	77
(Over)/under-provision in respect of prior years . .	(405)	15	36	36	(13)
Others	(12)	94	(1)	(5)	(8)
Actual tax expense	<u>11,276</u>	<u>18,060</u>	<u>20,825</u>	<u>5,284</u>	<u>4,983</u>

Notes:

(i) PRC corporate income tax (“CIT”)

The income tax provision of the Group in respect of its operations in Chinese Mainland was calculated at tax rate of 25% on the assessable profits for the periods presented, based on the existing legislation, interpretation and practices in respect thereof, except for the subsidiaries below. Certain subsidiaries of the Company in the Chinese Mainland were subject to the following preferential corporate income tax policies for years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026:

- A certain subsidiary of the Company in the Chinese Mainland was approved as “High and New Technology Enterprises”, and it was subject to a preferential corporate income tax rate of 15%;
- Certain subsidiaries of the Company in the Chinese Mainland fulfil the micro and small enterprises qualification under the PRC corporate income tax system. Therefore, partial assessable profits of these subsidiaries were subject to the preferential income tax rate of 20%.

The additional deduction for qualified research and development expenses mainly represents an additional 100% tax deduction on eligible research and development expenses incurred by certain subsidiaries during the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026.

(ii) Hong Kong Profits Tax

No Hong Kong Profits Tax has been provided in the financial statements as the operations of the Hong Kong subsidiary during the year/period resulted in an offshore income.

(iii) Corporate income tax in other jurisdictions

The income tax rates of the subsidiaries in Belgium, Australia and Singapore are 25%, 25% and 17%, respectively. The subsidiary in the United States of America is subject to a federal income tax rate of 21%, along with state income tax rates ranging from 6.5% to 9.5%.

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8 DIRECTORS’ EMOLUMENTS

Details of directors’ and supervisors’ emoluments during the years ended December 31, 2023, 2024, and 2025 and the four months ended April 30, 2025 and 2026 are as follows:

For the year ended December 31, 2023

	Directors’ fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to defined Contribution Schemes	Share-based payments	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Directors						
Mr. Ju Jibing	—	1,005	660	143	—	1,808
Mr. Liu Chaojun	—	1,005	660	145	—	1,810
Mr. Xu Yufei	—	678	600	143	—	1,421
Mr. Yin Junping (i)	—	—	—	—	—	—
Mr. Xue Long	—	—	—	—	—	—
Mr. Lv Dong (iii)	—	—	—	—	—	—
Independent directors						
Mr. Chen Xin (v)	200	—	—	—	—	200
Mr. Chen Qiang (v)	200	—	—	—	—	200
Mr. Qin Yuming (v)	—	—	—	—	—	—
Supervisors						
Mr. Zuo Beiqing (vii)	—	158	438	72	—	668
Mr. Liu Qingyuan (vii)	—	192	154	53	—	399
Mr. Wang Yuliang (vii)	—	—	—	—	—	—
	400	3,038	2,512	556	—	6,506

For the year ended December 31, 2024

	Directors’ fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to defined Contribution Schemes	Share-based payments	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Directors						
Mr. Ju Jibing	—	1,005	660	145	—	1,810
Mr. Liu Chaojun	—	1,005	660	147	—	1,812
Mr. Xu Yufei	—	618	420	145	—	1,183
Mr. Yin Junping (i)	—	—	—	—	—	—
Mr. He Chuan (ii)	—	—	—	—	—	—
Mr. Xue Long	—	—	—	—	—	—
Mr. Lv Dong (iii)	—	—	—	—	—	—
Independent directors						
Mr. Chen Xin (v)	200	—	—	—	—	200
Mr. Chen Qiang (v)	200	—	—	—	—	200
Mr. Qin Yuming (v)	—	—	—	—	—	—
Supervisors						
Mr. Zuo Beiqing (vii)	—	252	967	80	—	1,299
Mr. Liu Qingyuan (vii)	—	214	202	68	—	484
Mr. Wang Yuliang (vii)	—	—	—	—	—	—
	400	3,094	2,909	585	—	6,988

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For the year ended December 31, 2025

	Directors’ fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to defined Contribution Schemes	Share-based payments	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Directors						
Mr. Ju Jibing	–	1,005	1,200	146	–	2,351
Mr. Liu Chaojun	–	1,005	1,180	149	–	2,334
Mr. Xu Yufei	–	802	800	146	–	1,748
Ms. Chen Lu (vi)	–	11	10	2	–	23
Mr. He Chuan (ii)	–	–	–	–	–	–
Mr. Xue Long	–	–	–	–	–	–
Mr. Lv Dong (iii)	–	–	–	–	–	–
Ms. Wang Xiaoyu (iv)	–	–	–	–	–	–
Independent directors						
Mr. Chen Xin (v)	17	–	–	–	–	17
Mr. Chen Qiang (v)	17	–	–	–	–	17
Mr. Qin Yuming (v)	–	–	–	–	–	–
Supervisors						
Mr. Zuo Beiqing (vii)	–	288	1,274	80	–	1,642
Mr. Liu Qingyuan (vii)	–	227	105	72	–	404
Mr. Wang Yuliang (vii)	–	–	–	–	–	–
	34	3,338	4,569	595	–	8,536

For the four months ended April 30, 2025 (unaudited)

	Directors’ fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to defined Contribution Schemes	Share-based payments	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Directors						
Mr. Ju Jibing	–	335	300	48	–	683
Mr. Liu Chaojun	–	335	400	49	–	784
Mr. Xu Yufei	–	267	220	48	–	535
Mr. He Chuan (ii)	–	–	–	–	–	–
Mr. Xue Long	–	–	–	–	–	–
Mr. Lv Dong (iii)	–	–	–	–	–	–
Ms. Wang Xiaoyu (iv)	–	–	–	–	–	–
Independent directors						
Mr. Chen Xin (v)	17	–	–	–	–	17
Mr. Chen Qiang (v)	17	–	–	–	–	17
Mr. Qin Yuming (v)	–	–	–	–	–	–
Supervisors						
Mr. Zuo Beiqing (vii)	–	105	230	27	–	362
Mr. Liu Qingyuan (vii)	–	74	21	23	–	118
Mr. Wang Yuliang (vii)	–	–	–	–	–	–
	34	1,116	1,171	195	–	2,516

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For the four months ended April 30, 2026

	Directors’ fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to defined Contribution Schemes	Share-based payments	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Directors						
Mr. Ju Jibing	–	361	400	49	–	810
Mr. Liu Chaojun	–	335	393	50	–	778
Mr. Xu Yufei	–	335	267	49	–	651
Ms. Chen Lu (vi)	–	268	233	49	–	550
Mr. He Chuan (ii)	–	–	–	–	–	–
Mr. Xue Long	–	–	–	–	–	–
	–	1,299	1,293	197	–	2,789

Notes:

- (i) Mr. Yin Junping resigned as the director of the Company in September 2024.
- (ii) Mr. He Chuan was appointed as director of the Company in September 2024.
- (iii) Mr. Lv Dong resigned as the director of the Company in February 2025.
- (iv) Ms. Wang Xiaoyu was appointed as director of the Company in February 2025 and resigned in December 2025.
- (v) Mr. Chen Xin, Mr. Chen Qiang and Mr. Qin Yuming resigned as the independent directors of the Company in February 2025.
- (vi) Ms. Chen Lu was appointed as director of the Company in December 2025.
- (vii) Mr. Zuo Beiqing, Mr. Liu Qingyuan and Mr. Wang Yuliang resigned as the supervisors of the Company in December 2025.

In addition to the directors’ remuneration disclosed above, Mr. Yin Junping, Mr. Xue Long, Mr. Lv Dong, Mr. He Chuan and Ms. Wang Xiaoyu are not paid directly by the Company but receive remuneration from the Company’s institutional investors, in respect of their services to the institutional investors. No apportionment has been made as the qualifying services provided by these directors to the Company and its subsidiaries are incidental to their responsibilities to the institutional investors.

During the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026, the directors and the supervisors have provided management services in connection with the management of the affairs of the Company or its subsidiaries undertaking. Since the emoluments as directors, supervisors or management cannot be distinguished from each other, emoluments as the mentioned roles are combined disclosed together.

During the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026, no director or supervisor has waived or agreed to waive any emoluments and no amounts were paid or payable by the Group to the directors and the supervisors as an inducement to join or upon joining the Group or as compensation for loss of any office in connection with the management of the affairs of any member of the Group.

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9 INDIVIDUALS WITH HIGHEST EMOLUMENTS

Of the five individuals with the highest emoluments, 3, nil, 3, 2 (unaudited) and 3 are directors of the Company, whose emoluments are disclosed in note 8 for the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026, respectively. The aggregate of the emoluments in respect of the remaining individuals are as follows:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i> (unaudited)	<i>RMB'000</i>
Salaries, allowances and other benefits in kind . .	2,310	3,250	2,466	776	992
Discretionary bonuses . . .	683	1,884	185	427	227
Share-based payments . . .	–	55,931	3,840	4,639	–
Contributions to defined contribution schemes . .	26	538	107	50	10
	<u>3,019</u>	<u>61,603</u>	<u>6,598</u>	<u>5,892</u>	<u>1,229</u>

The emoluments of the individuals with the highest emoluments other than the directors as disclosed in note 8 are within the following band:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	<i>Number of individuals</i>	<i>Number of individuals</i>	<i>Number of individuals</i>	<i>Number of individuals</i> (unaudited)	<i>Number of individuals</i>
HK\$nil-HK\$1,000,000 . .	–	–	–	1	2
HK\$1,000,001-HK\$1,500,000	–	–	–	1	–
HK\$1,500,001-HK\$2,000,000	2	–	1	–	–
HK\$2,000,001-HK\$2,500,000	–	–	–	1	–
HK\$2,500,001-HK\$3,000,000	–	–	1	–	–
HK\$3,000,001-HK\$3,500,000	–	1	–	–	–
HK\$3,500,001-HK\$4,000,000	–	1	–	–	–
HK\$4,000,001-HK\$4,500,000	–	1	–	–	–
HK\$4,500,001-HK\$5,000,000	–	1	–	–	–
HK\$5,000,001-HK\$5,500,000	–	1	–	–	–
HK\$5,500,001-HK\$6,000,000	–	1	–	–	–
HK\$6,000,001-HK\$6,500,000	–	1	–	–	–
HK\$6,500,001-HK\$7,000,000	–	1	–	–	–
HK\$7,000,001-HK\$7,500,000	–	1	–	–	–
HK\$7,500,001-HK\$8,000,000	–	1	–	–	–
HK\$8,000,001-HK\$8,500,000	–	1	–	–	–
HK\$8,500,001-HK\$9,000,000	–	1	–	–	–
HK\$9,000,001-HK\$9,500,000	–	1	–	–	–
HK\$9,500,001-HK\$10,000,000	–	1	–	–	–
HK\$10,000,001-HK\$10,500,000	–	1	–	–	–
HK\$10,500,001-HK\$11,000,000	–	1	–	–	–
HK\$11,000,001-HK\$11,500,000	–	1	–	–	–
HK\$11,500,001-HK\$12,000,000	–	1	–	–	–
HK\$12,000,001-HK\$12,500,000	–	1	–	–	–
HK\$12,500,001-HK\$13,000,000	–	1	–	–	–
HK\$13,000,001-HK\$13,500,000	–	1	–	–	–
HK\$13,500,001-HK\$14,000,000	–	1	–	–	–
HK\$14,000,001-HK\$14,500,000	–	1	–	–	–
HK\$14,500,001-HK\$15,000,000	–	1	–	–	–
HK\$15,000,001-HK\$15,500,000	–	1	–	–	–
HK\$15,500,001-HK\$16,000,000	–	1	–	–	–
HK\$16,000,001-HK\$16,500,000	–	1	–	–	–
HK\$16,500,001-HK\$17,000,000	–	1	–	–	–
HK\$17,000,001-HK\$17,500,000	–	1	–	–	–
HK\$17,500,001-HK\$18,000,000	–	1	–	–	–
HK\$18,000,001-HK\$18,500,000	–	1	–	–	–
HK\$18,500,001-HK\$19,000,000	–	1	–	–	–
HK\$19,000,001-HK\$19,500,000	–	1	–	–	–
HK\$19,500,001-HK\$20,000,000	–	1	–	–	–
HK\$20,000,001-HK\$20,500,000	–	1	–	–	–
HK\$20,500,001-HK\$21,000,000	–	1	–	–	–
HK\$21,000,001-HK\$21,500,000	–	1	–	–	–
HK\$21,500,001-HK\$22,000,000	–	1	–	–	–
HK\$22,000,001-HK\$22,500,000	–	1	–	–	–

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10 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to equity shareholders of the Company for the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026 respectively and the weighted average number of ordinary shares in issue, calculated as follows:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Profit for the year/period attributable to equity shareholders of the Company	93,373	27,550	139,166	49,989	44,938

Weighted average number of ordinary shares:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	'000	'000	'000	RMB'000 (unaudited)	RMB'000
Issued ordinary shares at the beginning of the year/period	340,000	340,000	340,000	340,000	340,000
Effect of equity interests held for employee incentive scheme (note 24(a))	(4,947)	(4,774)	—	—	—
Weighted average number of ordinary shares at the end of the year/period .	335,053	335,226	340,000	340,000	340,000

(b) Diluted earnings per share

During the years ended December 31, 2023 and 2024 restricted shares under the 2019 RS Scheme (see note 24) were not included in the calculation of diluted earnings per share because their effect would have been anti-dilutive. Therefore, the diluted earnings per share were the same as the basic earnings per share.

During the year ended December 31, 2025 and the four months ended April 30, 2025 and 2026, there were no dilutive potential ordinary shares outstanding. Hence, the diluted earnings per share were the same as basic earnings per share.

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11 PROPERTY, PLANT AND EQUIPMENT

Reconciliation of carrying amount

The Group:

	Plant and buildings	Machinery and equipment	Motor vehicles	Specialised equipment	Office and other equipment	Construction in progress	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Cost:							
At January 1, 2023	7,869	13,411	60,650	73,803	5,117	2,079	162,929
Additions	–	351	5,295	10,488	722	9,710	26,566
Transfer from construction in progress	1,095	–	–	2,045	–	(3,140)	–
Disposals	–	–	(658)	(2,295)	(41)	–	(2,994)
At December 31, 2023 . .	8,964	13,762	65,287	84,041	5,798	8,649	186,501
Additions	–	282	6,755	4,581	704	–	12,322
Transfer from construction in progress	–	–	–	8,649	–	(8,649)	–
Disposals	–	–	(12)	(4,044)	(111)	–	(4,167)
At December 31, 2024 . .	8,964	14,044	72,030	93,227	6,391	–	194,656
Additions	–	1,698	7,613	5,674	675	1,565	17,225
Transfer from construction in progress	–	3	–	1,562	–	(1,565)	–
Disposals	–	–	(478)	(3,201)	(100)	–	(3,779)
At December 31, 2025 . .	8,964	15,745	79,165	97,262	6,966	–	208,102
Additions	–	49	1,200	3,750	220	9,022	14,241
Transfer from construction in progress	–	–	–	229	–	(229)	–
Disposals	–	–	(2)	(885)	–	–	(887)
At April 30, 2026	8,964	15,794	80,363	100,356	7,186	8,793	221,456
Accumulated depreciation:							
At January 1, 2023	(353)	(4,040)	(18,898)	(30,698)	(2,595)	–	(56,584)
Charge for the year	(391)	(1,971)	(14,477)	(16,683)	(1,181)	–	(34,703)
Written back on disposals	–	–	539	893	29	–	1,461
At December 31, 2023 . .	(744)	(6,011)	(32,836)	(46,488)	(3,747)	–	(89,826)
Charge for the year	(426)	(2,348)	(14,728)	(16,767)	(1,173)	–	(35,442)
Written back on disposals	–	–	4	2,082	104	–	2,190
At December 31, 2024 . .	(1,170)	(8,359)	(47,560)	(61,173)	(4,816)	–	(123,078)
Charge for the year	(426)	(2,241)	(13,265)	(13,782)	(903)	–	(30,617)
Written back on disposals	–	–	445	2,102	92	–	2,639
At December 31, 2025 . .	(1,596)	(10,600)	(60,380)	(72,853)	(5,627)	–	(151,056)
Charge for the period . . .	(142)	(720)	(3,398)	(3,170)	(220)	–	(7,650)
Written back on disposals	–	–	2	358	–	–	360
At April 30, 2026	(1,738)	(11,320)	(63,776)	(75,665)	(5,847)	–	(158,346)

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	Plant and buildings	Machinery and equipment	Motor vehicles	Specialised equipment	Office and other equipment	Construction in progress	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Net book value:							
At December 31, 2023 . .	8,220	7,751	32,451	37,553	2,051	8,649	96,675
At December 31, 2024 . .	7,794	5,685	24,470	32,054	1,575	–	71,578
At December 31, 2025 . .	7,368	5,145	18,785	24,409	1,339	–	57,046
At April 30, 2026	7,226	4,474	16,587	24,691	1,339	8,793	63,110

Property, plant and equipment with net book value of RMB5,198,000, RMB4,938,000, RMB4,678,000 and RMB4,591,000 were without property ownership certificates as at December 31, 2023, 2024 and 2025 and April 30, 2026, respectively.

12 RIGHT-OF-USE ASSETS

Reconciliation of carrying amount

The Group:

	Plant and buildings	Motor vehicles	Total
	RMB'000	RMB'000	RMB'000
Cost:			
At January 1, 2023	122,590	3,735	126,325
Additions	49,959	155	50,114
Disposals	(33,424)	(936)	(34,360)
At December 31, 2023	139,125	2,954	142,079
Additions	10,571	3,071	13,642
Disposals	(14,938)	(2,954)	(17,892)
At December 31, 2024	134,758	3,071	137,829
Additions	26,228	5,513	31,741
Disposals	(57,412)	(1,192)	(58,604)
At December 31, 2025	103,574	7,392	110,966
Additions	16,388	–	16,388
Disposals	(857)	–	(857)
At April 30, 2026	119,105	7,392	126,497
Accumulated depreciation:			
At January 1, 2023	(44,859)	(954)	(45,813)
Charge for the year	(26,838)	(1,524)	(28,362)
Written back on disposals	19,622	887	20,509
At December 31, 2023	(52,075)	(1,591)	(53,666)
Charge for the year	(34,263)	(1,622)	(35,885)
Written back on disposals	11,961	2,917	14,878
At December 31, 2024	(74,377)	(296)	(74,673)
Charge for the year	(28,296)	(2,315)	(30,611)
Written back on disposals	40,328	344	40,672
At December 31, 2025	(62,345)	(2,267)	(64,612)
Charge for the period	(9,334)	(792)	(10,126)
Written back on disposals	783	–	783
At April 30, 2026	(70,896)	(3,059)	(73,955)

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	Plant and buildings	Motor vehicles	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Net book value:			
At December 31, 2023	87,050	1,363	88,413
At December 31, 2024	60,381	2,775	63,156
At December 31, 2025	41,229	5,125	46,354
At April 30, 2026	48,209	4,333	52,542

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

	Year ended December 31,			As at April 30,
	2023	2024	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Depreciation charge of right-of-use assets	28,362	35,885	30,611	10,126
Interest on lease liabilities (<i>note 6(a)</i>)	4,221	3,687	2,659	769
Expense relating to short-term leases	3,683	4,079	3,927	1,663
	36,266	43,651	37,197	12,558

Details of total cash outflow for leases and the maturity analysis of lease liabilities are set out in notes 21(d) and 23.

13 INTANGIBLE ASSETS

	Software	License plate	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Cost:			
At January 1, 2023	1,717	5,758	7,475
Additions	1,545	36	1,581
At December 31, 2023	3,262	5,794	9,056
Additions	469	22	491
At December 31, 2024	3,731	5,816	9,547
Additions	928	8	936
Disposals	(826)	–	(826)
At December 31, 2025	3,833	5,824	9,657
Additions	213	–	213
At April 30, 2026	4,046	5,824	9,870
Accumulated amortization and impairment:			
At January 1, 2023	(854)	–	(854)
Charge for the year	(283)	–	(283)
Impairment loss recognized	–	(1,471)	(1,471)
At December 31, 2023	(1,137)	(1,471)	(2,608)
Charge for the year	(489)	–	(489)
At December 31, 2024	(1,626)	(1,471)	(3,097)
Charge for the year	(609)	–	(609)
Written back on disposals	511	–	511

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	Software	License plate	Total
	RMB'000	RMB'000	RMB'000
At December 31, 2025	(1,724)	(1,471)	(3,195)
Charge for the period	(246)	—	(246)
At April 30, 2026	(1,970)	(1,471)	(3,441)
Net book value:			
At December 31, 2023	2,125	4,323	6,448
At December 31, 2024	2,105	4,345	6,450
At December 31, 2025	2,109	4,353	6,462
At April 30, 2026	2,076	4,353	6,429

Note:

- (i) The license plates were purchased from certain third parties. Since the license plates have no expire date, they are accounted for as intangible assets with an indefinite life. License plates are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. The estimates of recoverable amount were based on the fair values less costs of disposal, using market comparison approach by reference to its quoted price for an identical unit from third party potential vendors in relevant cities. During the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026, an impairment loss of RMB1,471,000, nil, nil, nil (unaudited) and nil was recognized in “other net income”, respectively, as the carrying amount of certain license plates exceeded their recoverable amount.

14 GOODWILL

RMB'000

Cost:

At January 1, 2023, December 31, 2023, December 31, 2024, December 31, 2025 and April 30, 2026	13,753
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Accumulated impairment losses:

At January 1, 2023, December 31, 2023, December 31, 2024, December 31, 2025 and April 30, 2026	—
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Net value:

At January 1, 2023, December 31, 2023, December 31, 2024, December 31, 2025 and April 30, 2026	13,753
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Impairment testing for cash-generating unit containing goodwill

Goodwill is allocated to the Group’s CGUs as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Carrying amount:				
Med-Logistics	12,267	12,267	12,267	12,267
Other unit without significant goodwill	1,486	1,486	1,486	1,486
	13,753	13,753	13,753	13,753

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(a) Med-Logistics CGU

The recoverable amounts of Med-Logistics CGU were estimated based on the value in use. The Group engaged an independent professional valuer to assist with the calculation. These calculations use cash flow projections based on financial budgets approved by the management covering a five-year period. The discount rate used is pre-tax and reflects specific risks relating to the relevant industry, the CGUs themselves and macro-environment. The key assumptions used in estimating the recoverable amount are as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
Annual revenue growth rate during the forecast period (i):	from 7.50% to 20.00%	from 10.00% to 35.46%	from 2.00% to 29.24%	from 2.00% to 29.24%
Gross profit margin	from 14.34% to 25.13%	from 3.67% to 31.99%	from 16.50% to 30.95%	from 16.50% to 30.95%
Growth rate beyond the forecast period	2%	2%	2%	2%
Pre-tax discount rate	13.93%	13.57%	13.83%	13.83%

- (i) The basis used to determine the value assigned to the annual growth rate of revenue was based on the average growth levels experienced over the past years and the estimated sales volume and price growth for the next five years.

Details of the headroom calculated based on the recoverable amounts deducting the carrying amount of the CGU is set out as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Med-Logistics	3,633	4,893	9,588	9,588

Management have undertaken sensitive analysis on the impairment of goodwill. The following table sets out the hypothetical changes to annual growth rate during the 5-year forecast, gross margin rate and discount rate that would, in isolation, have removed the remaining headroom respectively as at December 31, 2023, 2024 and 2025 and April 30, 2026:

	Med-Logistics			
	As at December 31,			As at April 30,
	2023	2024	2025	2026
Annual growth rate of revenue during the 5-year forecast period	(3.12%)	(4.44%)	(9.81%)	(9.81%)
Gross margin rate	(1.99%)	(3.56%)	(6.01%)	(6.01%)
Pre-tax discount rate	1.35%	1.77%	3.91%	3.91%

The Company performs impairment test on goodwill as of December 31, 2023, 2024 and 2025 and April 30, 2026. The recoverable amount of the CGU based on the VIU calculations is higher than its carrying amount as at December 31, 2023, 2024 and 2025 and April 30, 2026. With regard to the assessment of the VIU of the CGUs, the directors of the Company believe that any reasonably possible change in any of the above key assumptions would not cause the carrying value, including goodwill, of the CGUs to exceed the recoverable amounts.

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15 INVESTMENTS IN SUBSIDIARIES

The carrying amounts of investments in subsidiaries of the Company is listed below:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Cost	205,642	291,855	306,494	326,494
Less: impairment	—	—	—	—
	<u>205,642</u>	<u>291,855</u>	<u>306,494</u>	<u>326,494</u>

Further details of the principal subsidiaries of the Group are set out in note 1.

The subsidiaries of the Group do not have material non-controlling interest.

16 INTERESTS IN ASSOCIATES

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

Name of associate	Place and date of incorporation/ establishment	Particulars of issued and paid-up capital	Proportion of ownership interest				Principal activities
			As at December 31, 2023	As at December 31, 2024	As at December 31, 2025	As at April 30, 2026	
Held by the Company: ClinsChain (Shanghai) Clinical Services Co., Ltd. (“ClinsChain Shanghai”) (Note (i)) 柯乾(上海)醫藥技術有限公司	PRC March 6, 2018	RMB25.33 million	13.93%	13.93%	13.93%	13.93%	Clinical supply service
Held by subsidiaries: Shanghai Becquerel Science & Technology Co., Ltd. (“Shanghai Becquerel”) (Note (ii)) 上海貝可勒爾科技有限公司 .	PRC May 5, 2023	RMB5 million	40.00%	40.00%	40.00%	40.00%	Energy storage system solution for residential and commercial application, charge solution and energy management solution
Nera Cold Chain Solutions (“NERA France”) (Note (iii))	France November 13, 2025	EUR27,300	—	—	43.96%	43.96%	Sales and rental of temperature control products

Notes:

- (i) In February 2021, the Company acquired 15% of equity interest in ClinsChain (Shanghai) Clinical Services Co., Ltd. (“ClinsChain Shanghai”) through capital injection of RMB15,000,000. In October 2022, another shareholder of ClinsChain Shanghai increased its capital injection. As a result of the transaction, the Company’s equity interest in the associate decreased from 15% to 13.93%. Among the

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three directors to the board of ClinsChain Shanghai, the Company has a right to appoint one director in accordance with the shareholders agreement. Therefore, the director of the Company is in the view that the Company can cast significant influence on ClinsChain Shanghai and consider it to be an associate of the Company.

- (ii) In May 2023, the Group invested 40% of the equity interest in Shanghai Becquerel through capital injection of RMB2,000,000.
- (iii) In November 2025, the Group invested 43.96% of the equity interest in NERA France through capital injection of EUR12,000.

All of the above associates are accounted for using the equity method in the Historical Financial Information and are not individually material.

Summary financial information on associates

Aggregate information of associates that are not individually material is disclosed below:

The Group:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Aggregate carrying amount of individually immaterial associates in the consolidated statements of financial position	20,859	21,112	21,114	20,741
Aggregate amounts of the Group's share of these associates				
– Profits less losses from operations	1,852	253	304	(373)

17 OTHER FINANCIAL ASSETS

The Group:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Non-current financial assets measured at amortized cost				
– certificate of deposits with banks (i)	81,731	84,191	–	–
Current financial assets measured at amortized cost				
– certificate of deposits with banks (i)	–	–	86,643	54,487
Current financial assets measured at FVPL				
– structured deposits and wealth management products with banks	–	1,444	5,761	436,653

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The Company:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Non-current financial assets measured at amortized cost				
– certificate of deposits with banks (i)	30,795	31,730	–	–
Current financial assets measured at amortized cost				
– certificate of deposits with banks (i)	–	–	32,658	–
Current financial assets measured at FVPL				
– structured deposits and wealth management products with banks .	–	–	–	340,811

Note:

- (i) The Group invested in certain negotiable certificate of deposits with banks in the PRC. The negotiable certificate of deposits were transferable and carried at fixed interest rate of 3.05%-3.10% per annum.

18 OTHER NON-CURRENT ASSETS

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Prepayments for property, plant and equipment	1,225	260	8,212	6,110
Long-term deferred expense	4,971	4,085	3,385	3,220
	6,196	4,345	11,597	9,330

19 INVENTORIES

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

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Raw materials	2,810	3,459	3,681	3,682
Low value consumables	7,603	8,376	8,175	9,221
Work in progress	85	96	54	–
Finished goods	9,239	7,931	7,875	8,239
	19,737	19,862	19,785	21,142

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

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Carrying amount of inventories sold	4,485	9,536	12,156	5,124	3,650

20 TRADE AND OTHER RECEIVABLES

The Group

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Trade receivables, net of loss allowance	157,868	192,277	226,110	263,812
Deposits and others	17,991	17,695	22,344	24,925
Prepayment to suppliers	5,408	4,519	4,506	6,882
Bills receivable measured at amortized cost	—	1,804	2,159	704
Capitalized [REDACTED] expenses	—	—	[REDACTED]	[REDACTED]
Value-added tax recoverable	10,826	12,393	1,669	1,109
	192,093	228,688	258,407	301,209

The Company

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Trade receivables, net of loss allowance	5,173	3,241	1,125	902
Amounts due from subsidiaries . . .	134,920	68,935	59,644	61,198
Value-added tax recoverable	575	109	218	599
Capitalized [REDACTED] expenses	—	—	[REDACTED]	[REDACTED]
Deposits and others	232	149	74	764
	140,900	72,434	62,680	67,240

All of the current portion of trade and other receivables are expected to be recovered within one year.

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Aging analysis:

As at the end of each reporting period, the aging analysis of trade receivables, based on the revenue recognition date, is as follows:

The Group

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Within 1 year	158,025	193,774	225,701	265,888
More than 1 year but within 2 years	3,180	2,197	3,889	2,472
More than 2 years but within 3 years	169	1,270	193	221
More than 3 years	3	86	–	–
	161,377	197,327	229,783	268,581
Less: loss allowance	(3,509)	(5,050)	(3,673)	(4,769)
	157,868	192,277	226,110	263,812

The Company

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Within 1 year	5,223	3,269	1,123	904
More than 1 year but within 2 years	2	3	4	–
More than 2 years but within 3 years	–	2	1	–
	5,225	3,274	1,128	904
Less: loss allowance	(52)	(33)	(3)	(2)
	5,173	3,241	1,125	902

21 CASH AND CASH EQUIVALENTS AND OTHER CASH FLOW INFORMATION

(a) Cash and cash equivalents comprise:

The Group

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Cash at bank and on hand	454,568	518,935	631,121	210,896
Less: Restricted cash	4,003	4,003	5,745	3,817
Cash and cash equivalents in the consolidated statement of financial position and the consolidated cash flow statement	450,565	514,932	625,376	207,079

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Restricted cash of RMB4,003,000, RMB4,003,000, RMB5,745,000 and RMB3,817,000 as at December 31, 2023, 2024 and 2025 and April 30, 2026, mainly was pledged for letters of credit.

The Company

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Cash at bank and on hand	184,485	264,419	363,284	18,540

(b) Reconciliation of profit before taxation to cash generated from operations:

Note	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Profit before taxation	103,309	44,456	159,840	55,024	50,225
Adjustments for: .					
Depreciation	6(c) 65,386	74,383	64,112	23,161	18,550
Amortization	6(c) 283	489	609	193	246
Impairment loss on intangible assets	5 1,471	—	—	—	—
Finance costs	6(a) 4,221	3,687	2,660	1,025	770
Share-based payments	6(b) 1,598	72,123	4,639	4,639	—
Unrealized gains on other financial assets	5 (1,109)	(1,623)	(1,735)	(1,432)	(1,393)
Realized gains on other financial assets	5 (6,248)	(8,324)	(9,466)	(2,360)	(1,582)
Share of profits less losses of associates	(1,852)	(253)	(304)	67	373
Provision for/(reversal of) impairment loss on trade and other receivables	961	1,567	(246)	953	1,216
Losses/(gains) on disposal of property, plant and equipment and other long-term assets	5 824	824	(1,084)	(852)	(111)
Net interest income	5 (2,888)	(1,332)	(617)	(188)	(265)
Changes in working capital:					
(Increase)/decrease in inventories	(651)	(125)	77	567	(1,357)

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Note	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Decrease/(increase) in trade and other receivables . . .	6,448	(36,406)	(31,461)	(30,915)	(42,802)
Increase/(decrease) in trade and other payables .	16,713	7,747	24,528	(13,773)	(13,465)
Cash generated from operations	188,466	157,213	211,552	36,109	10,405

(c) Reconciliation of liabilities arising from financing activities:

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

	Interest-bearing borrowings	Lease liabilities	Dividends payable	Other payables	Total
	RMB'000	RMB'000 (note 23)	RMB'000	RMB'000	RMB'000
At January 1, 2023	–	79,958	–	–	79,958
Changes from financing cash flows:					
Payment of capital element and interest element of lease liabilities	–	(40,626)	–	–	(40,626)
Total changes from financing cash flows	–	(40,626)	–	–	(40,626)
Other changes:					
Increase in lease liabilities	–	44,827	–	–	44,827
Interest expenses (note 6(a)) . . .	–	4,221	–	–	4,221
Total other changes	–	49,048	–	–	49,048
At December 31, 2023	–	88,380	–	–	88,380
At January 1, 2024	–	88,380	–	–	88,380
Changes from financing cash flows:					
Payment of capital element and interest element of lease liabilities	–	(38,126)	–	–	(38,126)
Dividends paid to equity shareholders of the Company and non-controlling interests .	–	–	(20,060)	–	(20,060)
Total changes from financing cash flows	–	(38,126)	(20,060)	–	(58,186)

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	Interest-bearing borrowings	Lease liabilities	Dividends payable	Other payables	Total
	RMB'000	RMB'000 (note 23)	RMB'000	RMB'000	RMB'000
Other changes:					
Increase in lease liabilities	–	10,736	–	–	10,736
Interest expenses (note 6(a)) . . .	–	3,687	–	–	3,687
Dividends declared to equity shareholders of the Company and non-controlling interests .	–	–	20,060	–	20,060
Total other changes	–	14,423	20,060	–	34,483
At December 31, 2024	–	64,677	–	–	64,677
At January 1, 2025	–	64,677	–	–	64,677
Changes from financing cash flows:					
Proceeds from bank loans	136	–	–	–	136
Payment of capital element and interest element of lease liabilities	–	(42,371)	–	–	(42,371)
Payment for [REDACTED] expenses	–	–	–	[REDACTED]	[REDACTED]
Dividends paid to equity shareholders of the Company and non-controlling interests .	–	–	(20,000)	–	(20,000)
Total changes from financing cash flows	136	(42,371)	(20,000)	(513)	(62,748)
Other changes:					
Increase in lease liabilities	–	22,222	–	–	22,222
Interest expenses (note 6(a)) . . .	–	2,659	–	–	2,659
Increase in other payables	–	–	–	1,619	1,619
Dividends declared to equity shareholders of the Company and non-controlling interests .	–	–	20,000	–	20,000
Total other changes	–	24,881	20,000	1,619	46,500
At December 31, 2025	136	47,187	–	1,106	48,429
At January 1, 2026	136	47,187	–	1,106	48,429
Changes from financing cash flows:					
Payment of capital element and interest element of lease liabilities	–	(10,099)	–	–	(10,099)
Payment for [REDACTED] expenses	–	–	–	[REDACTED]	[REDACTED]
Total changes from financing cash flows	–	(10,099)	–	(1,817)	(11,916)
Other changes:					
Increase in lease liabilities	–	16,283	–	–	16,283
Interest expenses (note 6(a)) . . .	–	769	–	–	769
Increase in other payables	–	–	–	3,777	3,777
Total other changes	–	17,052	–	3,777	20,829
At April 30, 2026	136	54,140	–	3,066	57,342

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(d) Total cash outflow for leases

Amounts included in the cash flow statement for leases comprise the following:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Within operating cash flows	3,683	4,079	3,927	1,018	1,663
Within financing cash flows	40,626	38,126	42,371	10,750	10,099
	<u>44,309</u>	<u>42,205</u>	<u>46,298</u>	<u>11,768</u>	<u>11,762</u>

These amounts relate to the following:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Lease rentals paid	<u>44,309</u>	<u>42,205</u>	<u>46,298</u>	<u>11,768</u>	<u>11,762</u>

22 TRADE AND OTHER PAYABLES

The Group

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Trade payables	25,400	25,323	34,333	35,040
Accrued payroll, welfare and bonus .	29,818	31,207	37,160	20,873
VAT and other tax payables	940	737	2,512	2,453
Payables related to share-based payments	1,194	—	—	—
[REDACTED] expense payable . . .	—	—	[REDACTED]	[REDACTED]
Others	<u>2,970</u>	<u>4,209</u>	<u>4,166</u>	<u>3,591</u>
	<u>60,322</u>	<u>61,476</u>	<u>86,835</u>	<u>73,881</u>

All trade and other payables (including amounts due to related parties) are expected to be settled within one year or are repayable on demand.

As of the end of each reporting period, the aging analysis of trade and bills payables, based on the invoice date, is as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Within 1 year	25,221	24,745	33,950	34,667
More than 1 year but within 2 years	105	490	289	279

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	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
More than 2 years but within 3 years	1	15	8	8
More than 3 years	73	73	86	86
	<u>25,400</u>	<u>25,323</u>	<u>34,333</u>	<u>35,040</u>

The Company

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Trade payables	43,954	7,318	20,067	169
Accrued payroll, welfare and bonus	2,836	2,666	4,046	1,646
Amounts due to related parties	14	91,019	129,002	149,475
Payables related to share-based payments	1,194	—	—	—
[REDACTED] expense payable	—	—	[REDACTED]	[REDACTED]
Others	242	489	470	242
	<u>48,240</u>	<u>101,492</u>	<u>162,249</u>	<u>163,166</u>

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

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Within 1 year	13,105	7,316	20,065	167
More than 1 year but within 2 years	30,849	2	—	—
More than 2 years but within 3 years	—	—	2	2
	<u>43,954</u>	<u>7,318</u>	<u>20,067</u>	<u>169</u>

23 LEASE LIABILITIES

As at December 31, 2023, 2024 and 2025 and April 30, 2026, the lease liabilities were repayable as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Within 1 year	35,254	33,299	29,527	31,328
After 1 year but within 2 years	29,310	23,073	16,514	14,174
After 2 years but within 5 years	30,100	11,679	2,790	11,126
Less: total future interest expenses	(6,284)	(3,374)	(1,644)	(2,488)
Present value of lease liabilities	<u>88,380</u>	<u>64,677</u>	<u>47,187</u>	<u>54,140</u>

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24 SHARE-BASED PAYMENTS

(a) 2019 Restricted Share Plan

Pursuant to a written shareholders’ resolution of the Company approved on 15 February 2019, a restricted share scheme (the “2019 RS Scheme”) was adopted for purpose of providing incentives to eligible employees of the Group. The participant of the 2019 RS Scheme invested in the Company by the way of acquiring share capital of the Company through an employee share purchase platform (the “Platform A”), namely 寧波良生企業管理合夥企業(有限合伙) (the “Ningbo Liangsheng”).

The 2019 RS Scheme includes a non-marketing condition. Restricted shares (“RSs”) will vest upon the completion of the Company’s [REDACTED]. If the employment relationship of the grantees is terminated before the RSs vest, the employees must transfer their equity interests to a person designated by the general partner of Platform A at the initial price paid by the grantees plus a certain interest. This term represents a variable vesting period that extending until the successful completion of the [REDACTED]. At the end of each reporting period, management estimates the length of this variable vesting period. Share-based payment expenses are recognized over the expected vesting period on a true-up basis.

On February 28, 2019, 5,137,021 shares of the Company were granted to the eligible employees at a subscription price of RMB0.22 per restricted share. On July 1, 2021, 380,924 shares of the Company were granted to the eligible employees at a subscription price of RMB0.45 per restricted share. The terms and conditions of the RSs granted in 2021, were consistent with the 2019 RS Scheme.

Certain grantees terminated their employment relationships between the grant date and December 31, 2022, resulting in the forfeiture of 571,385 shares. Among these forfeited shares, 380,924 equity interests were granted in 2021, and 190,461 equity interests were temporarily held by Ms. Xiao Zhongmei, the spouse of Mr. Ju Jibing and the controlling shareholder of the Company as well as the person designated by the general partner, and then granted to employees under 2019 RS Scheme in 2024.

Set out below are details of the movements of RSs during each reporting period:

	Number of RSs	Exercise price	Weighted average remaining contractual life	Weighted average grant date fair value
		RMB	Year	RMB
Outstanding at January 1, 2023 . . .	4,946,560		2	2.49
Forfeited	—			
Exercised	—			
Outstanding at December 31, 2023 .	4,946,560		1	2.49
Exercised	(4,538,427)	0.22		
Exercised	(380,924)	0.45		
Forfeited (Note)	(27,209)			
Outstanding at December 31, 2024, December 31, 2025 and April 30, 2026	—			

Note: On August 1, 2024, one grantee terminated his employment relationships, and he transferred all his equity interests in the Platform A to Ms. Xiao Zhongmei, which were treated as the forfeited RSs. These forfeited equity interests in the Platform A were temporarily held by Ms. Xiao Zhongmei and then granted to employees in the second batch of the 2019 RS Scheme in 2024.

For the grants in 2019, the fair value of the RSs was determined using a market approach, with the fair value of each restricted share set at RMB1.68. For the grants in 2021, the fair value of the RSs was determined with reference to the fair value of shares of the Company in equity financing transaction with external investors close to the grant date.

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The Group recognized relevant costs in relation to 2019 RS Scheme in cost of sales, selling and marketing expenses and administrative expenses as follows:

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Cost of sales	229	219	—	—	—
Selling and marketing expenses	517	333	—	—	—
Administrative expenses	852	1,010	—	—	—
	<u>1,598</u>	<u>1,562</u>	<u>—</u>	<u>—</u>	<u>—</u>

Pursuant to a resolution passed at the board of directors’ meeting of the Company on December 20, 2024, certain terms and conditions of the 2019 RS Scheme were modified. The variable vesting period was changed from the period till the completion of [REDACTED] to the period till December 20, 2024. As such modification resulted in the cancellation of non-marketing condition in relation to the RSs granted before December 20, 2024, the Group used the modified vesting period when applying the requirements of the modified grant-date method and recognized the rest share-based payment expenses in 2024.

On the same date, the second batch of 2019 RS Scheme was granted to employees for purpose of providing incentives to eligible employees of the Group without any service or performance conditions. Participants in this second batch of 2019 RS Scheme acquired shares in the Company by purchasing them from Ms. Xiao Zhongmei, through Platform A and another employee share purchase platform (Platform B), namely 寧波宴嘉企業管理合夥企業(有限合夥) (“Ningbo Yanjia”). 6,117,058 shares of the Company were granted to the eligible employees at a subscription price of RMB0.22 per restricted share.

For the second batch of 2019 RS Scheme in 2024, the fair value of RSs was calculated based on the fair value of underlying ordinary shares as at the grant date. Management of the Company used the discounted cash flow method to determine the underlying equity fair value. The fair value of each underlying share was then calculated based on the total number of shares. The risk-free interest rate is based on the yield of Chinese government bonds with maturity of 20 years. The terminal growth rates are estimated by reference to the long-term expected inflation rate. Terminal values are based on the expected lives of assets, the forecasted life cycles and forecasted cash flows over that period.

Fair value of RSs and assumptions

	Year ended December 31, 2024
	<i>Second batch of 2019 RS Scheme</i>
Fair value at measurement date	RMB11.76
Exercise price	RMB0.22
DLOM	12.00%
Terminal growth rate	2.00%
Weighted average cost of capital	11.00%

During the year ended December 31, 2024, expenses in relation to the second batch of 2019 RS Scheme of RMB1,255,000, RMB9,295,000 and RMB60,011,000 were recognized in cost of sales, selling and marketing expenses and administrative expenses, respectively.

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Set out below are details of the movements of RSs during each reporting period:

	Number of RSs	Exercise price	Weighted average remaining contractual life	Weighted average grant date fair value
		RMB	Year	RMB
Outstanding at January 1, 2023 and December 31, 2023	—			
Granted	6,117,058	0.22	—	11.76
Exercised	(6,117,058)			
Outstanding at December 31, 2024, December 31, 2025 and April 30, 2026	—			

(b) 2025 share-based payments

In March 2025, Ms. Xiao Zhongmei transferred 493,417 ordinary shares via Ningbo Yanga Enterprise Management Partnership (Limited Partnership) (寧波宴伽企業管理合夥企業(有限合夥)), representing 0.15% of the total outstanding shares of the Company, to two employees for a cash consideration of RMB1,162,000. The fair value of these ordinary shares was RMB5,801,000 with reference to the fair value of shares of the Company in the second batch of 2019 RS Scheme resulting in the recognition of share-based payment expenses of RMB800,000 and RMB3,839,000 in cost of sales and administrative expenses, respectively, for the four months ended April 30, 2025 (unaudited) and the year ended December 31, 2025.

25 INCOME TAX IN THE CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AND STATEMENTS OF FINANCIAL POSITION

(a) Current taxation in the financial position represents:

The Group:

	As at December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
At the beginning of the year/period	5,847	7,480	8,314	8,314	6,095
Provision for current income tax for the year/period	18,960	18,744	25,439	8,612	6,920
Income tax paid	(17,327)	(17,910)	(27,658)	(9,125)	(10,175)
At the end of the year/period	7,480	8,314	6,095	7,801	2,840

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(b) Deferred tax assets and liabilities recognized:

(i) *Movement of each component of deferred tax assets and liabilities*

The components of deferred tax assets/(liabilities) recognized in the statements of financial position and the movements during the years/periods are as follows:

Deferred tax arising from:	Depreciation allowances difference	Unused tax losses	Lease liabilities	Right-of-use assets	Credit loss allowance	Share-based payments	Unrealized profits arising from intra-group transactions	Others	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at January 1, 2023	(5,693)	3,854	10,034	(9,941)	515	3,422	931	65	3,187
Credited/(charged) to profit or loss . . .	2,517	5,518	1,817	(1,734)	138	(153)	(516)	97	7,684
Balance at December 31, 2023	(3,176)	9,372	11,851	(11,675)	653	3,269	415	162	10,871
Credited/(charged) to profit or loss . . .	1,441	2,589	(4,273)	4,449	244	(3,269)	(244)	(253)	684
Balance at December 31, 2024	(1,735)	11,961	7,578	(7,226)	897	–	171	(91)	11,555
Credited/(charged) to profit or loss . . .	907	2,505	(2,170)	1,964	(159)	–	1,826	(259)	4,614
Balance at December 31, 2025	(828)	14,466	5,408	(5,262)	738	–	1,997	(350)	16,169
Credited/(charged) to profit or loss . . .	214	1,534	136	63	334	–	(53)	(291)	1,937
Balance at April 30, 2026	(614)	16,000	5,544	(5,199)	1,072	–	1,944	(641)	18,106

(ii) Reconciliation to the consolidated statement of financial position:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Net deferred tax assets in the consolidated statements of financial position	(11,211)	(12,656)	(16,958)	(18,871)
Net deferred tax liabilities in the consolidated statements of financial position	340	1,101	789	765
	(10,871)	(11,555)	(16,169)	(18,106)

As at December 31, 2023, 2024 and 2025 and April 30, 2026, the Group has no significant unrecognized deferred tax assets or deferred tax liabilities.

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26 CAPITAL, RESERVES AND DIVIDENDS

(a) Movements in components of equity

The reconciliation between the opening and closing balances of each component of the Group’s consolidated equity is set out in the consolidated statement of changes in equity. Details of the changes in the Company’s individual components of equity between the beginning and the end of the year are set out below:

Note	Share capital	Equity interests held for employee incentive scheme	Capital reserve	Statutory reserve	Retained profits	Total	Non-controlling interests	Total equity
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
	(note 26(c))	(note 26(d))	(note 26(e)(i))	(note 26(e)(ii))				
Balance at January 1, 2023	340,000	(1,194)	172,006	1,702	15,316	527,830	–	527,830
Changes in the equity for 2023:								
Profit for the year	–	–	–	–	11,690	11,690	–	11,690
Share-based payments	–	–	1,598	–	–	1,598	–	1,598
Appropriation to statutory reserves	–	–	–	1,249	(1,249)	–	–	–
Other	–	–	167	–	–	167	–	167
Balance at December 31, 2023 and January 1, 2024	340,000	(1,194)	173,771	2,951	25,757	541,285	–	541,285
Changes in the equity for 2024:								
Loss for the year	–	–	–	–	(7,027)	(7,027)	–	(7,027)
Share-based payments	–	1,194	72,123	–	–	73,317	–	73,317
Dividends approved and paid in respect of the previous year	26(b) –	–	–	–	(20,060)	(20,060)	–	(20,060)
Balance at December 31, 2024 and January 1, 2025	340,000	–	245,894	2,951	(1,330)	587,515	–	587,515
Profit for the year	–	–	–	–	67,040	67,040	–	67,040
Share-based payments	–	–	4,639	–	–	4,639	–	4,639
Appropriation to statutory reserves	–	–	–	6,571	(6,571)	–	–	–
Dividends approved and paid in respect of the previous year	26(b) –	–	–	–	(20,000)	(20,000)	–	(20,000)
Other	–	–	67	–	–	67	–	67
Balance at December 31, 2025 and January 1, 2026	340,000	–	250,600	9,522	39,139	639,261	–	639,261
Loss for the period	–	–	–	–	(9,275)	(9,275)	–	(9,275)
Balance at April 30, 2026	340,000	–	250,600	9,522	29,864	629,986	–	629,986

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Note	Share capital	Equity interests held for employee incentive scheme	Capital reserve	Statutory reserve	Retained profits	Total	Non-controlling interests	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	(note 26(c))	(note 26(d))	(note 26(e)(i))	(note 26(e)(ii))				
Balance at January 1, 2025	340,000	–	245,894	2,951	(1,330)	587,515	–	587,515
Loss for the period (unaudited)	–	–	–	–	(962)	(962)	–	(962)
Share-based payments (unaudited)	–	–	4,639	–	–	4,639	–	4,639
Dividends approved in respect of the previous year (unaudited)	26(b) –	–	–	–	(20,000)	(20,000)	–	(20,000)
Balance at April 30, 2025 (unaudited)	<u>340,000</u>	<u>–</u>	<u>250,533</u>	<u>2,951</u>	<u>(22,292)</u>	<u>571,192</u>	<u>–</u>	<u>571,192</u>

(b) Dividends

Year ended December 31,			Four months ended April 30,	
2023	2024	2025	2025	2026
RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
			(unaudited)	

Ordinary shares

Final dividends in respect of the previous year, declared during the year/period (tax inclusive)	–	20,060	20,000	20,000	–
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During the Track Record Period, the dividends paid in respect of the approved dividends amounted to nil, RMB20,060,000, RMB20,000,000, nil and nil for the year ended December 31, 2023, 2024, 2025 and for the four months ended April 30, 2025 and April 30, 2026.

No dividend is declared nor paid during the four months ended April 30, 2026.

(c) Share capital

(i) Issued share capital

	Number of shares ('000)	RMB'000
Ordinary shares, issued and fully paid:		
At January 1, 2023, December 31, 2023, December 31, 2024, December 31, 2025 and April 30, 2026	340,000	340,000

(d) Equity interests held for employee incentive scheme

The Company has the right to repurchase the restricted shares at the original subscription price if the service requirement is not satisfied. As at December 31, 2023, 2024 and 2025 and April 30, 2026, the liabilities recognized under 2019 RS Scheme were RMB1,194,000, nil, nil and nil respectively.

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(e) Nature and purpose of reserves

(i) Capital reserves

The capital reserve comprises the following:

- the portion of the grant date fair value of unexercised restricted shares granted to employees of the Company that has been recognized in accordance with the accounting policy adopted for share-based payments in note 2(p)(ii); and
- the difference between the consideration and the par value of the issued and paid-up shares of the Company.

(ii) Statutory reserve

According to the PRC laws, the PRC subsidiaries of the Group and the Company are required to set up two statutory reserve funds, general reserve fund and staff general fund. General reserve fund was set up by appropriating at least 10% of the entity’s annual profit after taxation, as determined under PRC regulations, until the balance of the fund equals 50% of the entity’s registered capital. This fund can be used to make up previous years’ losses or to convert into paid-in capital. Transfer from retained profits to staff general fund is made at the discretion of the board of directors of the entities.

As at December 31, 2023, 2024 and 2025 and April 30, 2026, the consolidated retained earnings attributable to equity shareholders of the Company included appropriations to statutory reserve made by the subsidiaries in the PRC amounting to RMB38,658,000, RMB32,552,000, RMB37,410,000 and RMB37,410,000 respectively.

(iii) Exchange reserve

The exchange reserve comprises all foreign exchange differences arising from the translation of the financial statements of the Group’s subsidiaries outside the Chinese Mainland which are dealt with in accordance with the accounting policies set out in note 2(t).

(f) Others

(i) Change of shares in non-controlling interests during the year ended December 31, 2023

As of January 1, 2023, the registered capital of Shengsheng Australia Pty Ltd. (“Australia Shengsheng”) was AUD600,000, with AUD420,000 subscribed and fully paid by Shengsheng Logistics, representing a 70% equity interest. The remaining AUD180,000 was subscribed by the minority shareholder Mr. Ou Zhouhu but not yet been contributed, representing a 30% equity interest. On December 20, 2022, Shengsheng Logistics held a board meeting, resolving to increase the registered capital of Australia Shengsheng by AUD500,000. Following the change in registered capital, the registered capital of Australia Shengsheng was AUD1,100,000 and Shengsheng Logistics held 83.64% equity interest in Australia Shengsheng, while Mr. Ou Zhouhu held 16.36% equity interest. After the aforementioned change in equity interest of Australia Shengsheng, the difference between the net assets held by Shengsheng Logistics in Australia Shengsheng amounting to RMB3,961,000 and the contributed registered capital of AUD920,000 (equivalent to RMB4,192,000) was RMB231,000, which was recorded as capital reserve.

(ii) Change of shares in non-controlling interests during the year ended December 31, 2024

On April 11, 2024, Shengsheng Logistics held a board meeting, the minority shareholder Mr. Ou Zhouhu decided not to contribute the remaining AUD180,000 of registered capital. As a result, the total registered capital of Australia Shengsheng was adjusted to AUD920,000, which was fully contributed by Shengsheng Logistics.

Following the aforementioned change in equity interest of Australia Shengsheng, the difference between the net assets held by Shengsheng Logistics in Australia Shengsheng amounting to RMB3,670,000 and the contributed capital of AUD920,000 (equivalent to RMB4,192,000) was RMB522,000, which was recorded as capital reserve.

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(iii) *Others*

In 2023, 上海柯乾商務諮詢中心(有限合夥) (“ClinsChain Consulting”), the shareholder of the Group’s associate, ClinsChain (Shanghai) Clinical Services Co., Ltd. (“ClinsChain Shanghai”), fulfilled the previously agreed-upon capital injection of RMB1,200,500 to ClinsChain Shanghai. As the Group held a 13.93% equity interest in ClinsChain Shanghai, the Group adjusted the capital reserve by RMB167,000 accordingly.

In 2025, ClinsChain Consulting, the shareholder of the Group’s associate, ClinsChain Shanghai, fulfilled the previously agreed-upon capital injection of RMB481,500 to ClinsChain Shanghai. As the Group held a 13.93% equity interest in ClinsChain Shanghai, the Group adjusted the capital reserve by RMB67,000 accordingly.

(g) **Capital management**

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

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

27 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

Exposure to credit, liquidity, interest rate and currency risks arises in the normal course of the Group’s business. The Group is also exposed to equity price risk arising from its equity investments in other entities and movements in its own equity share price.

(a) **Credit risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group’s credit risk is primarily attributable to trade receivables. The Group’s exposure to credit risk arising from cash and cash equivalents, restricted cash and other financial assets measured at fair value through profit or loss are limited because the counterparties are banks with sound credit ratings, for which the Group considers to have low credit risk.

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

(i) *Trade receivables*

The Group has established a credit risk management policy under which individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer’s past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. Trade receivables are due within 10 to 90 days after issuance of invoices. Normally, the Group does not obtain collateral from customers.

As the Group’s customer base is diversified, the Group has no significant concentration of credit risk in individual customers, or industries or countries in which the customers operate. As at December 31, 2023, 2024 and 2025 and April 30, 2026, 8.24%, 17.57%, 16.79% and 18.42% of the total trade receivables was due from the Group’s largest customer respectively, and 16.34%, 27.15%, 30.17% and 31.32% of the total trade receivables, respectively, was due from the Group’s top five customers.

The Group measures loss allowances for trade receivables at an amount equal to lifetime ECLs, which is calculated using a provision matrix. As the Group’s historical credit loss experience does not indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is not further distinguished between the Group’s different customer bases.

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The following table provides information about the Group’s exposure to credit risk and ECLs for trade receivables:

As at December 31, 2023			
	Expected loss rate	Gross carrying amount	Loss allowance
	%	RMB’000	RMB’000
Current (not past due)	0.15%	106,378	161
1-30 days past due	1.18%	16,973	200
31-60 days past due	1.83%	12,210	224
61-90 days past due	2.57%	9,014	231
91-180 days past due	3.48%-7.15%	10,662	560
181-365 days past due	11.25%-27.91%	3,869	563
	34.45%-		
More than 365 days past due	100.00%	1,473	772
Subtotal		160,579	2,711
Customers with high credit risk		798	798
Total		161,377	3,509

As at December 31, 2024			
	Expected loss rate	Gross carrying amount	Loss allowance
	%	RMB’000	RMB’000
Current (not past due)	0.15%	128,958	187
1-30 days past due	1.16%	21,549	249
31-60 days past due	1.78%	16,174	287
61-90 days past due	2.53%	14,213	360
91-180 days past due	3.93%-8.86%	10,709	567
181-365 days past due	13.40%-38.96%	2,481	538
	45.26%-		
More than 365 days past due	100.00%	2,135	1,754
Subtotal		196,219	3,942
Customers with high credit risk		1,108	1,108
Total		197,327	5,050

As at December 31, 2025			
	Expected loss rate	Gross carrying amount	Loss allowance
	%	RMB’000	RMB’000
Current (not past due)	0.08%	161,941	133
1-30 days past due	0.57%	23,610	135
31-60 days past due	0.82%	14,542	119
61-90 days past due	1.06%	8,544	91
91-180 days past due	1.93%-5.61%	14,530	413
181-365 days past due	8.35%-38.66%	2,890	665
	45.88%-		
More than 365 days past due	100.00%	1,742	1,098
Subtotal		227,799	2,654
Customers with high credit risk		1,984	1,019
Total		229,783	3,673

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As at April 30, 2026			
	Expected loss rate	Gross carrying amount	Loss allowance
	%	RMB'000	RMB'000
Current (not past due)	0.11%	176,925	201
1-30 days past due	0.76%	26,840	203
31-60 days past due	1.10%	17,764	196
61-90 days past due	1.45%	13,585	197
91-180 days past due	2.50%-6.08%	20,808	825
181-365 days past due	8.84%-49.98%	9,824	1,283
More than 365 days past due	59.48%-100.00%	1,258	1,034
Subtotal		267,004	3,939
Customers with high credit risk		1,577	830
Total		268,581	4,769

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

Movement in the loss allowance account in respect of trade receivables during the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2026 is as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
At the beginning of the year/period	2,641	3,509	5,050	3,673
Loss allowance recognized	880	1,548	–	1,328
Loss allowance reversed	–	–	(300)	(232)
Amounts written off	(12)	(7)	(1,077)	–
At the end of the year/period	3,509	5,050	3,673	4,769

The directors of the Company consider the Group’s exposure to credit risk arising from other receivables is not significant as the balances of other receivables as at December 31, 2023, 2024 and 2025 and April 30, 2026 mainly are deposits or value-added tax recoverable and no significant actual losses were experienced historically by the Group.

(b) Liquidity risk

The Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management of the Group to finance the operations and mitigate the effects of fluctuations of cash flows.

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

Individual operating entities within the Group are responsible for their own cash management, including the short-term investment of cash surpluses, participation in supplier finance arrangements with banks and the raising of loans to cover expected cash demands, subject to approval by the parent company’s board when the borrowings exceed certain predetermined levels of authority.

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

As at December 31, 2023						
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total contractual undiscounted cash flow	Carrying amount
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and other payables . . .	60,322	—	—	—	60,322	60,322
Lease liabilities . . .	35,254	29,310	30,100	—	94,664	88,380
	95,576	29,310	30,100	—	154,986	148,702
As at December 31, 2024						
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total contractual undiscounted cash flow	Carrying amount
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and other payables . . .	61,476	—	—	—	61,476	61,476
Lease liabilities . . .	33,299	23,073	11,679	—	68,051	64,677
	94,775	23,073	11,679	—	129,527	126,153
As at December 31, 2025						
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total contractual undiscounted cash flow	Carrying amount
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and other payables . . .	86,835	—	—	—	86,835	86,835
Interest-bearing borrowings . .	137	—	—	—	137	136
Lease liabilities . . .	29,527	16,514	2,790	—	48,831	47,187
	116,499	16,514	2,790	—	135,803	134,158
As at April 30, 2026						
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total contractual undiscounted cash flow	Carrying amount
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade and other payables . . .	73,881	—	—	—	73,881	73,881
Interest-bearing borrowings . .	137	—	—	—	137	136
Lease liabilities . . .	31,328	14,174	11,126	—	56,628	54,140
	105,346	14,174	11,126	—	130,646	128,157

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(c) Interest rate risk

Interest-bearing financial instruments at variable rates and at fixed rates expose the Group to fair value interest risk and cash flow interest rate risk, respectively. The Group determines the appropriate weightings of the fixed and floating rate interest-bearing instruments based on the current market conditions and performs regular reviews and monitoring to achieve an appropriate mix of fixed and floating rate exposure. The fair value interest rate risk and cash flow interest rate risk that the Group exposed to are not significant.

(i) Interest rate profile

The following table, as reported to the management of the Group, details the interest rate profile of the Group’s financial instruments at the end of the reporting periods.

	As at December 31, 2023		As at December 31, 2024		As at December 31, 2025		As at April 30, 2026	
	Effective Interest rate	Amount	Effective Interest rate	Amount	Effective Interest rate	Amount	Effective Interest rate	Amount
	%	RMB'000	%	RMB'000	%	RMB'000	%	RMB'000
Fixed rate instruments:								
Financial assets . . .								
Other financial assets	3.05%- 3.10%	81,731	3.05%- 3.10%	84,191	3.05%- 3.10%	86,643	3.05%	54,487
Financial liabilities								
Interest-bearing borrowings	—	—	—	—	2.30%	136	2.30%	136
Lease liabilities . . .	4.30%	88,380	4.20%	64,677	3.60%	47,187	3.50%	54,140
		<u>88,380</u>		<u>64,677</u>		<u>47,323</u>		<u>54,276</u>
		<u>(6,649)</u>		<u>19,514</u>		<u>39,320</u>		<u>211</u>
Variable rate instruments:								
Financial assets . . .								
Cash and cash equivalents	0.0001%- 1.5%	450,565	0.0001%- 1.15%	514,932	0.0001%- 1.80%	625,376	0.0001%- 1.8%	207,079
Restricted cash . . .	0.20%	4,003	0.1%- 1.35%	4,003	0.05%- 3.8%	5,745	0.05%- 3.8%	3,817
		<u>454,568</u>		<u>518,935</u>		<u>631,121</u>		<u>210,896</u>

(ii) Sensitivity analysis

At December 31, 2023, 2024 and 2025 and April 30, 2026, it is estimated that a general increase/decrease of 100 basis points in interest rates, with all other variables held constant, would have increased/decreased the Group’s profit after tax and retained profits by approximately RMB4,449,000, RMB4,869,000, RMB5,703,000 and RMB5,569,000 respectively.

The sensitivity analysis above indicates the instantaneous change in the Group’s profit after tax (and retained profits) that would arise assuming that the change in interest rates had occurred at the end of the reporting period. In respect of the exposure to cash flow interest rate risk arising from floating rate non-derivative instruments held by the Group at the end of the reporting period, the impact on the Group’s profit after tax (and retained profits) is estimated as an annualized impact on interest expense or income of such a change in interest rates. The analysis is performed on the same basis during the years ended December 31, 2023, 2024, and 2025 and the four months ended April 30, 2026.

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(d) Currency risk

The Group is exposed to currency risk primarily through sales and purchases which give rise to receivables, payables and cash balances that are denominated in a foreign currency, i.e. a currency other than the functional currency of the operations to which the transactions relate. The currencies giving rise to this risk are primarily Euros (“EUR”) and United States dollars (“USD”).

(i) Exposure to currency risk

The following table details the Group’s major exposures at the end of the reporting period to currency risk arising from recognized assets or liabilities denominated in a currency other than the functional currency of the entity to which they relate. For presentation purposes, the amounts of the exposure are shown in RMB, translated using the spot rate at each year/period end date.

	Exposure to foreign currencies as at December 31, 2023	
	EUR	USD
	RMB’000	RMB’000
Cash and cash equivalents	937	12,942
Trade and other receivables	2,771	5,509
Trade and other payables	(1,326)	(2,034)
	<u>2,382</u>	<u>16,417</u>

	Exposure to foreign currencies as at December 31, 2024	
	EUR	USD
	RMB’000	RMB’000
Cash and cash equivalents	656	11,175
Trade and other receivables	2,673	13,434
Trade and other payables	(1,788)	(7,930)
	<u>1,541</u>	<u>16,679</u>

	Exposure to foreign currencies as at December 31, 2025	
	EUR	USD
	RMB’000	RMB’000
Cash and cash equivalents	816	20,612
Trade and other receivables	301	19,396
Trade and other payables	(2,955)	(5,922)
	<u>(1,838)</u>	<u>34,086</u>

	Exposure to foreign currencies as at April 30, 2026	
	EUR	USD
	RMB’000	RMB’000
Cash and cash equivalents	1,378	17,188
Trade and other receivables	424	26,146
Trade and other payables	(1,728)	(9,923)
	<u>74</u>	<u>33,411</u>

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(ii) Sensitivity analysis

The following table indicates the instantaneous change in the Group’s profit after tax (and retained earnings) and other components of Consolidated equity that would arise if foreign exchange rates to which the Group has significant exposure at the end of each reporting period had changed at that date, assuming all other risk variables remained constant.

	As at December 31, 2023		As at December 31, 2024		As at December 31, 2025		As at April 30, 2026	
	Increase/ (decrease) in foreign exchange rate	Effect on profit after tax and retained earnings	Increase/ (decrease) in foreign exchange rate	Effect on profit after tax and retained earnings	Increase/ (decrease) in foreign exchange rate	Effect on profit after tax and retained earnings	Increase/ (decrease) in foreign exchange rate	Effect on profit after tax and retained earnings
	RMB’000		RMB’000		RMB’000		RMB’000	
EUR . . .	5%	124	5%	89	5%	(62)	5%	2
	-5%	(124)	-5%	(89)	-5%	62	-5%	(2)
USD . . .	5%	690	5%	749	5%	1,495	5%	1,297
	-5%	(690)	-5%	(749)	-5%	(1,495)	-5%	(1,297)

Results of the analysis as presented in the above table represent an aggregation of the instantaneous effects on each of the Group entities’ profit after tax and equity measured in the respective functional currencies, translated into RMB at the exchange rate ruling at the end of the reporting period for presentation purposes.

The sensitivity analysis assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the end of the reporting period. The analysis is performed on the same basis during the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2026.

(e) Fair value measurement

(i) Financial assets and liabilities measured at fair value

Fair value hierarchy

The following table presents the fair value of the Group’s financial instruments measured at the end of the reporting period on a recurring basis, categorized into the three-level fair value hierarchy as defined in IFRS 13, Fair value measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

Analysis on fair value measurement of financial instruments as at December 31, 2023, 2024 and 2025 and April 30, 2026 are as follows:

	Fair value at December 31, 2023	Fair value measurements as at December 31, 2023 categorized into		
		Level 1	Level 2	Level 3
	RMB’000	RMB’000	RMB’000	RMB’000
Recurring fair value measurements				
Financial liabilities measured at FVPL	(150)	—	—	(150)
	(150)	—	—	(150)

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	Fair value at December 31, 2024	Fair value measurements as at December 31, 2024 categorized into		
		Level 1	Level 2	Level 3
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Recurring fair value measurements				
Other financial assets at FVPL:				
– structured deposits and wealth management products with banks	1,444	–	1,444	–
	<u>1,444</u>	<u>–</u>	<u>1,444</u>	<u>–</u>

	Fair value at December 31, 2025	Fair value measurements as at December 31, 2025 categorized into		
		Level 1	Level 2	Level 3
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Recurring fair value measurements				
Other financial assets at FVPL:				
– structured deposits and wealth management products with banks	5,761	–	5,761	–
	<u>5,761</u>	<u>–</u>	<u>5,761</u>	<u>–</u>

	Fair value at April 30, 2026	Fair value measurements as at April 30, 2026 categorized into		
		Level 1	Level 2	Level 3
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Recurring fair value measurements				
Other financial assets at FVPL:				
– structured deposits and wealth management products with banks	436,653	–	436,653	–
	<u>436,653</u>	<u>–</u>	<u>436,653</u>	<u>–</u>

During the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2026, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group’s policy is to recognize transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of wealth management products and short-term bank structured deposits with variable interest rate in Level 2 are measured by referencing to the net asset value published by the banks and the expected return rates of 1.45%~4.5%, respectively.

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28 COMMITMENTS

Capital commitments of the Group outstanding at December 31, 2023, 2024 and 2025 and April 30, 2026 not provided for in the consolidated financial statements were as follows:

	As at December 31,			As at April 30,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Contracted for acquisition of property, plant and equipment, intangible assets and other long-term assets	3,188	847	13,470	18,397

29 MATERIAL RELATED PARTY TRANSACTIONS

(a) Key management personnel remuneration

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

	Year ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Short-term employee benefits	7,850	8,127	9,492	2,829	2,592
Post-employment benefits	790	872	759	264	197
Share-based payment expenses	491	11,718	—	—	—
	9,131	20,717	10,251	3,093	2,789

Total remuneration is included in “staff costs” (see note 6(b)).

(b) Names and relationships with related parties

In addition to those related party information disclosed elsewhere in the Historical Financial Information, the Group entered into the material related party transactions with the following related parties for the years ended December 31, 2023, 2024 and 2025 and the four months ended April 30, 2025 and 2026:

Name of related party	Relationship with the Group
ClinsChain Shanghai	Associate of the Group
ClinsChain (Beijing) Clinical Services Co., Ltd. (“ClinsChain Beijing”) (柯乾(北京)醫藥技術有限公司*)	Entity controlled by ClinsChain Shanghai
Shanghai Becquerel	Associate of the Group
NERA France	Associate of the Group

* The official names of these entities are in Chinese. The English translation of the names are for identification purpose only.

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(c) Material transactions with related parties

	For the years ended December 31,			Four months ended April 30,	
	2023	2024	2025	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i> <i>(unaudited)</i>	<i>RMB'000</i>
Sale of goods/rendering of services					
– ClinsChain Shanghai . . .	4,849	2,733	2,426	990	344
– ClinsChain Beijing	459	34	2	2	–
– NERA France	–	–	982	–	3,323
	<u>5,308</u>	<u>2,767</u>	<u>3,410</u>	<u>992</u>	<u>3,666</u>
Prepayments for property, plant and equipment					
– Shanghai Becquerel . . .	–	–	1,500	–	–
Procurement of property, plant and equipment					
– Shanghai Becquerel . . .	–	–	–	–	18

(d) Balances with related parties

The Group:

	As at December 31,			As at April 30,	
	2023	2024	2025	2026	
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	
Trade receivables (Trade in nature):					
– ClinsChain Shanghai	1,115	753	471	264	
– ClinsChain Beijing	1	1	–	–	
– NERA France	–	–	989	4,242	
	<u>1,116</u>	<u>754</u>	<u>1,460</u>	<u>4,506</u>	
Other non-current assets (Trade in nature):					
– Shanghai Becquerel	–	–	1,500	–	

30 IMMEDIATE AND ULTIMATE CONTROLLING PARTY

As at the date of this report, the Directors consider the immediate parent and ultimate controlling party of the Group to be Mr. Ju Jibing and Ms. Xiao Zhongmei.

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31 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE TRACK RECORD PERIOD

Up to the date of issue of this report, the IASB has issued a number of amendments, new standards and interpretations, which are not yet effective for the Track Record Period and which have not been adopted in preparing the Historical Financial Information. These developments include:

	<u>Effective for accounting periods beginning on or after</u>
IFRS 18, <i>Presentation and disclosure in financial statements</i>	January 1, 2027
IFRS 19, <i>Subsidiaries without public accountability: disclosures</i>	January 1, 2027
Amendments to IAS 21, <i>Translation to a hyperinflationary currency</i>	January 1, 2027
Amendments to IFRS 10 and IAS 28, <i>Sale or contribution of assets between an investor and its associate or joint venture</i>	To be determined

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

IFRS 18, *Presentation and disclosure in financial statements*

IFRS 18 will replace IAS 1 *Presentation of financial statements* and aims to improve the transparency and comparability of information about an entity’s financial statements. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027 and is to be applied retrospectively.

Among other changes, under IFRS 18, entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to provide specific disclosures about management-defined performance measures in a single note in the financial statements.

The Group does not plan to early adopt IFRS 18 and IFRS 18 will impact the presentation of financial statements and is not expected to have significant impact on the financial performance and position of the Group.

32 SIGNIFICANT NON-ADJUSTING EVENTS AFTER THE TRACK RECORD PERIOD

The Group has the following significant non-adjusting event after the Track Record Period:

Pursuant to the resolution of the shareholders of the Company passed on June 12, 2026, the Company declared and approved dividends of RMB30,600,000 to its then shareholders. Such dividends have been settled as at the date of this report.

SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements have been prepared by the Company and its subsidiaries in respect of any period subsequent to April 30, 2026.