

APPENDIX I

ACCOUNTANTS’ REPORT

The following is the text of a report set out on pages I-1 to I-[•], received from the Company’s reporting accountants, [Deloitte Touche Tohmatsu], Certified Public Accountants, Hong Kong, for the purpose of incorporation in this Document.

[To insert the firm’s letterhead]

ACCOUNTANTS’ REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF RELYEZ ENERGY STORAGE TECHNOLOGY CO., LTD. AND CMB INTERNATIONAL CAPITAL LIMITED

Introduction

We report on the historical financial information of 深圳市遠信儲能技術股份有限公司 (RelyEZ Energy Storage Technology Co., Ltd., being translation for identification purpose only, formerly known as “深圳市遠信儲能技術有限公司”) (the “**Company**”) and its subsidiaries (together, the “**Group**”) set out on pages I-4 to I-[•], which comprises the consolidated statements of financial position of the Group as at 31 December 2023, 2024 and 2025 and 30 April 2026, the statements of financial position of the Company as at 31 December 2023, 2024 and 2025 and 30 April 2026 and the consolidated statements of profit or loss and other comprehensive income, the consolidated statements of changes in equity and the consolidated statements of cash flows of the Group for each of the three years ended 31 December 2025 and the four months ended 30 April 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-[•] forms an integral part of this report, which has been prepared for inclusion in the document of the Company dated [•] (the “**Document**”) in connection with the initial [REDACTED] of H Shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Directors’ responsibility for the Historical Financial Information

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

Reporting accountants’ responsibility

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

Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants’ judgement, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity’s preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 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

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also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors of the Company, as well as evaluating the overall presentation of the Historical Financial Information.

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

[Opinion

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

[Review of stub period comparative financial information

We have reviewed the stub period comparative financial information of the Group which comprises the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the four months ended 30 April 2025 and other explanatory information (the “**Stub Period Comparative Financial Information**”). The directors of the Company are responsible for the preparation of the Stub Period Comparative Financial Information in accordance with the basis of preparation set out in note 1 to the Historical Financial Information. Our responsibility is to express a conclusion on the Stub Period Comparative Financial Information based on our review. We conducted our review in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the International Auditing and Assurance Standards Board. A review consists of making inquiries, 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 in accordance with International 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 Comparative Financial Information, for the purposes of the accountants’ report, is not prepared, in all material respects, in accordance with the basis of preparation 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 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.

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Dividends

We refer to note 12 to the Historical Financial Information which contains information about the dividends declared and paid by the Company in respect of the Track Record Period.

[Deloitte Touche Tohmatsu]

Certified Public Accountants

Hong Kong

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HISTORICAL FINANCIAL INFORMATION OF THE GROUP

Preparation of 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, have been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards as issued by the International Accounting Standards Board (the “**IASB**”) and were audited by us in accordance with International Standards on Auditing issued by the International Auditing and Assurance Standards Board (the “**Underlying Financial Statements**”).

The Historical Financial Information is presented in Renminbi (“**RMB**”), which is also the functional currency of the Company, and all values are rounded to the nearest thousand (RMB’000) except when otherwise indicated.

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CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Notes	Year ended 31 December			Four months ended 30 April	
		2023	2024	2025	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Revenue	5	434,612	1,144,123	1,867,611	8,469	279,907
Cost of sales		(340,786)	(940,217)	(1,567,002)	(9,389)	(203,322)
Gross profit (loss)		93,826	203,906	300,609	(920)	76,585
Other income, expenses, gains and losses	6	1,855	2,306	7,605	2,536	1,711
Selling and marketing expenses		(3,372)	(7,585)	(16,538)	(5,682)	(6,222)
Administrative expenses		(17,368)	(32,366)	(43,962)	(13,683)	(17,665)
Research and development expenses		(18,977)	(34,102)	(38,032)	(10,444)	(13,507)
Impairment losses under expected credit loss (“ECL”) model, net of reversal	7	(1,816)	(4,004)	(13,015)	(8,494)	(8,584)
Changes in carrying amounts of redemption liabilities		(6,115)	(8,246)	(5,078)	427	—
Finance costs	8	(3,904)	(5,133)	(9,245)	(1,117)	(3,422)
[REDACTED]		—	—	[REDACTED]	—	[REDACTED]
Profit (loss) before tax	9	44,129	114,776	174,937	(37,377)	23,705
Income tax (expense) credit	10	(3,388)	(18,511)	(21,376)	8,518	(634)
Profit (loss) for the year/period		40,741	96,265	[REDACTED]	(28,859)	[REDACTED]
Other comprehensive (expense) income						
Items that may be reclassified subsequently to profit or loss:						
Exchange differences arising on translation of foreign operations		—	(170)	(322)	443	(1,310)
Impairment losses (reversal of impairment losses) for bill receivables at fair value through other comprehensive income (“FVTOCI”) included in profit or loss		—	—	582	390	(237)
Other comprehensive (expense) income for the year/period, net of income tax		—	(170)	260	833	(1,547)
Total comprehensive income (expense) for the year/period		40,741	96,095	153,821	(28,026)	21,524
Profit (loss) for the year/period attributable to:						
Owners of the Company		38,789	97,205	154,101	(28,734)	23,245
Non-controlling interests		1,952	(940)	(540)	(125)	(174)
		40,741	96,265	153,561	(28,859)	23,071
Total comprehensive income (expense) for the year/period attributable to:						
Owners of the Company		38,789	97,035	154,381	(27,952)	21,647
Non-controlling interests		1,952	(940)	(560)	(74)	(123)
		40,741	96,095	153,821	(28,026)	21,524
Earnings (loss) per share (RMB)	13					
— Basic		[0.23]	[0.32]	[0.51]	[(0.09)]	[0.07]
— Diluted		[0.23]	[0.32]	[0.51]	[(0.09)]	[0.07]

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STATEMENTS OF FINANCIAL POSITION

		The Group				The Company			
		At 31 December			At 30 April	At 31 December			At 30 April
Notes		2023	2024	2025	2026	2023	2024	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
NON-CURRENT ASSETS									
Property, plant and equipment	14	51,944	83,774	109,111	120,524	1,213	2,275	1,766	1,937
Right-of-use assets	15	31,629	37,594	41,850	46,736	2,638	2,432	4,774	4,138
Deposits paid for property, plant and equipment		3,248	7,216	337	45,394	—	—	—	—
Intangible assets	16	123	56	429	1,032	—	—	52	240
Deferred tax assets	17	9,914	7,025	2,593	8,710	2,396	1,013	1,253	1,018
Financial assets at fair value through profit or loss (“FVTPL”)	18	—	10,800	12,307	13,015	—	10,800	12,301	13,009
Other receivables	20	—	6,725	6,725	6,725	—	6,725	6,725	6,725
Restricted bank deposits	21	—	—	41,000	38,000	—	—	41,000	38,000
Investments in subsidiaries	38	—	—	—	—	27,740	44,731	74,731	156,031
		96,858	153,190	214,352	280,136	33,987	67,976	142,602	221,098
CURRENT ASSETS									
Inventories	19	228,497	339,239	379,681	606,519	91,108	77,804	40,098	2,070
Trade, bills and other receivables	20	204,439	743,095	1,167,282	1,243,094	59,946	205,230	289,985	761,129
Contract assets	20	21,543	83,087	118,365	111,013	4,624	4,211	21,436	23,971
Tax recoverable		—	176	492	910	—	—	—	—
Financial assets at FVTPL	18	5,000	—	—	—	5,000	—	—	—
Restricted bank deposits	21	79,022	30,191	624,753	652,727	9,729	19,487	38,228	45,819
Cash and cash equivalents	21	52,154	77,823	262,445	175,885	35,655	34,238	171,441	80,693
		590,655	1,273,611	2,553,018	2,790,148	206,062	340,970	561,188	913,682

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		The Group				The Company			
		At 31 December			At 30 April	At 31 December			At 30 April
<i>Notes</i>		2023	2024	2025	2026	2023	2024	2025	2026
		<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
CURRENT LIABILITIES									
Trade, bills and other payables	22	438,107	990,921	1,870,753	1,653,387	131,977	161,768	345,589	351,487
Contract liabilities	23	37,888	26,362	144,060	212,412	4,975	19,962	29,544	45,679
Tax payable		3,767	9,251	25,777	8,476	—	1,361	1,806	1,896
Bank and other borrowings.	24	46,524	139,056	187,378	533,477	25,098	119,530	93,800	382,633
Provisions	25	244	487	966	1,246	—	—	—	—
Redemption liabilities	26	47,115	55,361	—	—	47,115	55,361	—	—
Lease liabilities.	27	8,083	8,107	9,989	12,166	1,183	1,586	1,967	1,988
		<u>581,728</u>	<u>1,229,545</u>	<u>2,238,923</u>	<u>2,421,164</u>	<u>210,348</u>	<u>359,568</u>	<u>472,706</u>	<u>783,683</u>
NET CURRENT ASSETS (LIABILITIES)		<u>8,927</u>	<u>44,066</u>	<u>314,095</u>	<u>368,984</u>	<u>(4,286)</u>	<u>(18,598)</u>	<u>88,482</u>	<u>129,999</u>
TOTAL ASSETS LESS CURRENT LIABILITIES.		<u>105,785</u>	<u>197,256</u>	<u>528,447</u>	<u>649,120</u>	<u>29,701</u>	<u>49,378</u>	<u>231,084</u>	<u>351,097</u>
NON-CURRENT LIABILITIES									
Lease liabilities.	27	21,919	15,496	6,454	10,382	1,572	983	3,082	2,349
Bank and other borrowings.	24	326	—	36,750	32,300	—	—	—	—
Provisions	25	445	1,159	3,019	3,741	—	—	—	—
Deferred tax liabilities.	17	11,132	16,243	3,606	2,555	396	365	—	—
		<u>33,822</u>	<u>32,898</u>	<u>49,829</u>	<u>48,978</u>	<u>1,968</u>	<u>1,348</u>	<u>3,082</u>	<u>2,349</u>
NET ASSETS		<u>71,963</u>	<u>164,358</u>	<u>478,618</u>	<u>600,142</u>	<u>27,733</u>	<u>48,030</u>	<u>228,002</u>	<u>348,748</u>
CAPITAL AND RESERVES									
Paid-in capital/share capital	28	31,621	31,621	33,600	35,200	31,621	31,621	33,600	35,200
Reserves	39	36,331	132,611	445,452	565,522	(3,888)	16,409	194,402	313,548
Equity attributable to owners of the Company		67,952	164,232	479,052	600,722	27,733	48,030	228,002	348,748
Non-controlling interests.		4,011	126	(434)	(580)	—	—	—	—
TOTAL EQUITY.		<u>71,963</u>	<u>164,358</u>	<u>478,618</u>	<u>600,142</u>	<u>27,733</u>	<u>48,030</u>	<u>228,002</u>	<u>348,748</u>

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CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Attributable to owners of the Company							Non-controlling interests	Total
	Paid-in capital/share capital	Capital reserve	Surplus reserve	FVTOCI reserve	Translation reserve	Retained profits	Subtotal		
	RMB'000	RMB'000	RMB'000 (Note i)	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	16,040	—	—	—	—	5,163	21,203	2,059	23,262
Profit and total comprehensive income for the year	—	—	—	—	—	38,789	38,789	1,952	40,741
Capital injection by investors (note 28)	15,581	39,379	—	—	—	—	54,960	—	54,960
Recognition of redemption liabilities (note 26)	—	(41,000)	—	—	—	—	(41,000)	—	(41,000)
Acquisition of an entity under common control (note 1).	—	(6,000)	—	—	—	—	(6,000)	—	(6,000)
Transfer to surplus reserve	—	—	492	—	—	(492)	—	—	—
At 31 December 2023	31,621	(7,621)	492	—	—	43,460	67,952	4,011	71,963
Profit (loss) for the year	—	—	—	—	—	97,205	97,205	(940)	96,265
Other comprehensive expense for the year	—	—	—	—	(170)	—	(170)	—	(170)
Total comprehensive (expense) income for the year	—	—	—	—	(170)	97,205	97,035	(940)	96,095
Capital injection from a non-controlling shareholder of a subsidiary	—	—	—	—	—	—	—	300	300
Acquisition of additional interests from non-controlling interests of a subsidiary of the Company	—	(755)	—	—	—	—	(755)	(3,245)	(4,000)
Transfer to surplus reserve	—	—	3,090	—	—	(3,090)	—	—	—
At 31 December 2024	31,621	(8,376)	3,582	—	(170)	137,575	164,232	126	164,358
Profit (loss) for the year	—	—	—	—	—	154,101	154,101	(540)	153,561
Other comprehensive income (expense) for the year	—	—	—	582	(302)	—	280	(20)	260
Total comprehensive income (expense) for the year	—	—	—	582	(302)	154,101	154,381	(560)	153,821
Conversion into a joint stock company with limited liability of the Company (Note ii)	379	11,966	(3,582)	—	—	(8,763)	—	—	—
Issue of new shares (note 28)	1,600	98,400	—	—	—	—	100,000	—	100,000
Transfer to surplus reserve	—	—	3,234	—	—	(3,234)	—	—	—
Derecognition of redemption liabilities (note 26)	—	60,439	—	—	—	—	60,439	—	60,439
At 31 December 2025	33,600	162,429	3,234	582	(472)	279,679	479,052	(434)	478,618

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	Attributable to owners of the Company							Non-controlling interests	Total
	Paid-in capital/share capital	Capital reserve	Surplus reserve	FVTOCI reserve	Translation reserve	Retained profits	Subtotal		
	RMB'000	RMB'000	RMB'000 (Note i)	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Profit (loss) for the period	—	—	—	—	—	23,245	23,245	(174)	23,071
Other comprehensive (expense) income for the period	—	—	—	(237)	(1,361)	—	(1,598)	51	(1,547)
Total comprehensive (expense) income for the period	—	—	—	(237)	(1,361)	23,245	21,647	(123)	21,524
Issue of new shares (note 28)	1,600	98,400	—	—	—	—	100,000	—	100,000
Acquisition of additional interests from non-controlling interests of a subsidiary of the Company	—	23	—	—	—	—	23	(23)	—
At 30 April 2026	35,200	260,852	3,234	345	(1,833)	302,924	600,722	(580)	600,142
At 1 January 2025	31,621	(8,376)	3,582	—	(170)	137,575	164,232	126	164,358
Loss for the period (unaudited)	—	—	—	—	—	(28,734)	(28,734)	(125)	(28,859)
Other comprehensive income for the period (unaudited)	—	—	—	390	392	—	782	51	833
Total comprehensive income (expense) for the period (unaudited)	—	—	—	390	392	(28,734)	(27,952)	(74)	(28,026)
At 30 April 2025 (unaudited)	31,621	(8,376)	3,582	390	222	108,841	136,280	52	136,332

Notes:

- (i) Amount represents the surplus reserve of the Company. In accordance with the articles of association of the Company, an entity established in the Chinese Mainland, the Company is required to transfer at least 10% of its profit after tax in accordance with the relevant accounting principles and financial regulations applicable to enterprises established in the Chinese Mainland before any distribution of dividends to owner each year to surplus reserve until the reserve reaches 50% of their respective registered capitals. The surplus reserve can be used to make up for previous years’ losses, expand the existing operations or convert into additional capital of the Company. The amounts of surplus reserves of subsidiaries of the Company established in the Chinese Mainland are included in the retain profits.
- (ii) This represents the effect of the conversion of the Company into a joint stock company with limited liability during the year ended 31 December 2025. According to the relevant rules in the PRC, the surplus of the net assets of the Company prepared in accordance with the relevant accounting principles and financial regulations applicable to the enterprises established in the Chinese Mainland over the then agreed number of ordinary shares of the Company of RMB1.00 each upon the conversion is credited to the capital reserve.

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CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
OPERATING ACTIVITIES					
Profit (loss) before tax	44,129	114,776	174,937	(37,377)	23,705
Adjustments for:					
Finance costs	3,904	5,133	9,245	1,117	3,422
Interest income	(409)	(1,069)	(4,587)	(710)	(5,198)
Depreciation of property, plant and equipment	6,700	10,327	11,529	4,119	3,784
Depreciation of right-of-use assets	6,230	7,759	8,492	2,524	2,808
Amortisation of intangible assets	25	68	180	40	95
Loss on disposal of property, plant and equipment	19	126	83	1	1,177
Impairment losses under ECL model, net of reversal	1,816	4,004	13,015	8,494	8,584
Write-down of inventories, net of reversal	3,052	4,416	209	1,997	1,208
Gain on fair value changes of financial assets at FVTPL	(82)	(394)	(1,501)	—	(708)
Net (gain) loss on termination of right-of-use assets and lease liabilities	—	—	(1,304)	(1,209)	84
Changes in carrying amounts of redemption liabilities	6,115	8,246	5,078	(427)	—
Net unrealised foreign exchange loss	—	—	1,627	—	2,332
Operating cash flows before movements in working capital	71,499	153,392	217,003	(21,431)	41,293
Increase in inventories	(125,053)	(115,158)	(40,651)	(396,464)	(228,046)
(Increase) decrease in trade, bills and other receivables	(112,825)	(550,583)	(313,959)	137,209	(98,121)
(Increase) decrease in contract assets	(17,341)	(62,944)	(39,793)	7,996	8,272
Increase (decrease) in trade, bills and other payables	298,124	550,183	874,126	257,415	(217,085)
(Decrease) increase in contract liabilities	(51,556)	(11,526)	117,698	70,087	68,352
Increase (decrease) in provisions	390	957	2,339	(46)	1,002
Cash generated from (used in) operations	63,238	(35,679)	816,763	54,766	(424,333)
Income tax paid	(1,406)	(5,203)	(13,494)	(9,262)	(25,469)
NET CASH FROM (USED IN) OPERATING ACTIVITIES	61,832	(40,882)	803,269	45,504	(449,802)

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	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
INVESTING ACTIVITIES					
Placements of restricted bank deposits	(130,560)	(217,910)	(712,055)	(36,373)	(376,517)
Purchases of financial assets at FVTPL	(113,090)	(214,800)	(6)	—	—
Purchases of property, plant and equipment . . .	(33,550)	(35,873)	(21,551)	(9,912)	(62,437)
Advance to a related party	(4,300)	(71,400)	(28,805)	(22,005)	—
Loans to third parties	—	(57,850)	(217,610)	(52,970)	—
Loan to a non-controlling shareholder of a subsidiary	—	—	(25,051)	(1,818)	—
Payments for right-of-use assets	(1,967)	(10,918)	(16,161)	(16,161)	—
Purchases of intangible assets	(134)	—	(553)	—	(698)
Proceeds on disposal of property, plant and equipment	5	3	141	—	—
Interest received	409	648	787	702	3,247
Repayment from a related party	4,710	74,420	14,800	8,000	14,005
Withdrawal of restricted bank deposits	75,129	266,741	76,667	9,477	351,558
Proceeds from disposal of financial assets at FVTPL	108,172	209,394	—	—	—
Repayment of loans from third parties	—	50,100	83,135	—	—
NET CASH USED IN INVESTING ACTIVITIES	(95,176)	(7,445)	(846,262)	(121,060)	(70,842)
FINANCING ACTIVITIES					
Proceeds from bank and other borrowings	60,000	150,700	255,377	110,256	372,649
Proceeds from capital injection by investors . . .	54,960	—	—	—	—
Interest paid	(3,736)	(5,301)	(9,245)	(1,117)	(3,422)
Payments for acquisition of an entity under common control	(6,000)	—	—	—	—
Repayments of lease liabilities	(7,291)	(9,207)	(6,266)	(1,412)	(1,938)
Repayments of bank and other borrowings . . .	(24,364)	(58,326)	(110,305)	(47,856)	(31,000)
Capital injection from a non-controlling shareholder of a subsidiary	—	300	—	—	—
Acquisition of additional interests in a subsidiary	—	(4,000)	—	—	—
Issue of new shares	—	—	100,000	—	100,000
Payment of share issue costs	—	—	(1,937)	—	(2,070)
NET CASH FROM FINANCING ACTIVITIES	73,569	74,166	227,624	59,871	434,219
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	40,225	25,839	184,631	(15,685)	(86,425)
Effect of changes in exchange rates	—	(170)	(9)	—	(135)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR/PERIOD . . .	11,929	52,154	77,823	77,823	262,445
CASH AND CASH EQUIVALENTS AT END OF THE YEAR/PERIOD, represented by bank balances and cash	52,154	77,823	262,445	62,138	175,885

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NOTES TO THE HISTORICAL FINANCIAL INFORMATION

1. GENERAL, GROUP REORGANISATION AND BASIS OF PREPARATION

The Company was incorporated and registered in the Chinese Mainland on 15 July 2019 as a limited liability company. In December 2025, the Company was converted into a joint stock limited company under the Company Law of the People’s Republic of China (the “**PRC**”). During the Track Record Period, (i) Mr. Wang Yu (“**Mr. Wang**”), co-founder, chairman and [executive director] of the Company and (ii) Ms. Zhang Jiajing (“**Ms. Zhang**”), co-founder, chief executive officer and [executive director] of the Company have been acting in concert throughout the Track Record Period control the Group via four entities and limited partnership in the PRC. Mr. Wang, Ms. Zhang and these four entities/limited partnership are considered to be the controlling shareholders of the Company (the “**Controlling Shareholders**”). The addresses of the registered office and the principal place of business of the Company are set out in the section headed “Corporate Information” in this document.

The Group is principally engaged in the research and development, production and sales of integrated energy storage system solutions (the “**integrated ESS solutions**”) and energy storage system products under various brands of “RelyEZ” (the “**ESS products**”) and for provision of operations and maintenance (“**O&M**”) and entrusted power trading services.

The Historical Financial Information is presented in RMB, which is also the functional currency of the Company.

The Historical Financial Information has been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards issued by IASB and the principles of merger accounting under Accounting Guideline 5 “Merger Accounting for Common Control Combination” (“**AG5**”) as issued by the HKICPA.

Prior to the completion of the reorganisation as set forth below, the Company has been the holding company of the subsidiaries as listed out in note 37 other than 大理致信儲能科技有限公司 (Dali Zhixin Energy Storage Technology Co., Ltd., being translation for identification purpose only) (“**RelyEZ Dali**”). Immediately prior to the completion of the reorganisation, RelyEZ Dali was wholly-owned by an entity owned by Mr. Wang and Ms. Zhang, who represented to us have been acting in concert therein. To streamline the business of the Group, the Company entered into a share transfer agreement and a supplementary agreement with this entity on 24 March 2023 and 31 March 2023, respectively, pursuant to which the Company agreed to acquire from the entity at cash consideration of RMB6,000,000 for the entire equity interest in RelyEZ Dali. The transaction was completed on 6 April 2023.

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Since the Group comprises the Company, RelyEZ Dali and subsidiaries of the Company other than RelyEZ Dali resulting from the above reorganisation have always been under the common control of the Controlling Shareholders throughout the Track Record Period or from the respective date of establishment, whichever is a shorter period, the Group is regarded as a continuing entity and merger accounting has been applied for the preparation of the Historical Financial Information. The Historical Financial Information has been prepared under the principles of common control combination as if the Company had been the holding company of RelyEZ Dali and subsidiaries of the Company other than RelyEZ Dali throughout the Track Record Period. The consolidated statements of profit or loss and other comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the Track Record Period include the results, changes in equity and cash flows of the companies comprising the Group as if the current group structure had been in existence throughout the Track Record Period, or since their respective dates of establishment. The consolidated statement of financial position of the Group as at 31 December 2023 has been prepared to present the assets and liabilities of the companies now comprising the Group, as if the current group structure had been in existence at that date taking into account the respective dates of establishment, where applicable.

The statutory financial statements of the Company for each of the years ended 31 December 2023, 2024 and 2025 were prepared in accordance with Accounting Standards for Business Enterprises of the PRC and were audited by ShineWing Certified Public Accountants Shenzhen Branch (信永中和會計師事務所(特殊普通合伙)深圳分所), certified public accountants registered in the PRC.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS

For the purpose of preparing and presenting the Historical Financial Information for the Track Record Period, the Group has consistently applied the accounting policies which conform with IFRS Accounting Standards, which are effective for the Group’s financial year beginning on 1 January 2026 throughout the Track Record Period.

New and amendments to IFRS Accounting Standards in issue but not yet effective

At the date of this report, the Group has not early adopted the following new and amendments to IFRS Accounting Standards that have been issued but are not yet effective.

Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendments to IAS 21	Translation to a Hyperinflationary Presentation Currency ²
Amendments to IAS 28	Amendments to the Fair Value Option for Investments in Associates and Joint Ventures ²
IFRS 18	Presentation and Disclosure in Financial Statements ²
IFRS 20	Regulatory Assets and Regulatory Liabilities ³

¹ Effective for annual periods beginning on or after a date to be determined

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

³ Effective for annual periods beginning on or after 1 January 2029

Except for the new IFRS Accounting Standard mentioned below, the directors of the Company anticipate that the application of all the amendments to IFRS Accounting Standards above will have no material impact on the Historical Financial Information of the Group in the foreseeable future.

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IFRS 18 “Presentation and Disclosure in Financial Statements”, which sets out requirements on presentation and disclosures in financial statements, will replace IAS 1 “Presentation of Financial Statements”. This new IFRS Accounting Standard, while carrying forward many of the requirements in IAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some IAS 1 paragraphs have been moved to IAS 8 “Accounting Policies, Changes in Accounting Estimates and Errors (the title of which will be changed to “Basis of Preparation of Financial Statements” upon effective of IFRS 18)” and IFRS 7 “Financial Instruments and Disclosures”. Minor amendments to IAS 7 “Statement of Cash Flows” and IAS 33 “Earnings per Share” are also made.

IFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. The application of the new standard is not expected to have material impact on the financial position of the Group but is expected to affect the structure and presentation of the statements of profit or loss and other comprehensive income and consolidated statements of cash flows and disclosures in the future financial statements.

3. MATERIAL ACCOUNTING POLICY INFORMATION

The Historical Financial Information has been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards issued by the IASB and the AG5 as issued by HKICPA. For the purpose of preparation of the Historical Financial Information, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the Historical Financial Information includes applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and by the Hong Kong Companies Ordinance.

Basis of consolidation

The Historical Financial Information incorporates the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group’s accounting policies.

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All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are presented separately from the Group’s equity therein, which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiaries upon liquidation.

Merger accounting for a business combination involving entity under common control

The Historical Financial Information incorporates the financial statement items of the combining entity in which the common control combination occurs as if they had been combined from the date when the combining entity first came under the control of the controlling party.

The net assets of the combining entity are combined using the existing book values from the controlling party’s perspective. No amount is recognised in respect of goodwill or bargain purchase gain at the time of common control combination.

The consolidated statements of profit or loss and other comprehensive income include the results of each of the combining entity from the earliest date presented or since the date when the combining business first came under the common control, where this is a shorter period.

Changes in the Group’s interests in existing subsidiaries

Changes in the Group’s interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group relevant components of equity and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries, including re-attribution of relevant reserves between the Group and the non-controlling interests according to the Group’s and the non-controlling interests’ proportionate interests.

Any difference between the amount by which the non-controlling interests are adjusted, and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Investments in subsidiaries

Investments in subsidiaries are stated at cost less than any identified impairment loss on the statements of financial position of the Company.

Revenue from contracts with customers

Information about the Group’s accounting policies relating to revenue from contracts with customers is provided in notes 5 and 23.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under IFRS 16 “Leases” at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

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The Group as a lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Non-lease components are separated from lease component and are accounted for by applying other applicable standards.

Short-term leases

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Right-of-use assets

The cost of right-of-use assets includes the amounts of the initial measurement of the lease liabilities.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statements of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under IFRS 9 “Financial Instruments” and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include fixed payments.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

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The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.
- the lease payments change due to changes in market rental rates following a market rent review in which cases the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.
- a lease contract is modified and the lease modification is not accounted for as a separate lease (see below for the accounting policy for “**lease modifications**”)

The Group presents lease liabilities as a separate line item on the consolidated statements of financial position.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability, less any lease incentives receivable, based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use assets.

When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Sale and leaseback transactions — the Group as a seller-lessee

The Group applies the requirements of IFRS 15 “Revenue from Contracts with Customers” to assess whether sale and leaseback transaction constitutes a sale by the Group. For a transfer that does not satisfy the requirements as a sale, the Group as a seller-lessee continues to recognise the assets and accounts for the transfer proceeds as other borrowings within the scope of IFRS 9.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recognised at the rates of exchanges prevailing on the dates of the transactions. At the end of each reporting period, monetary

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items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the Historical Financial Information, the assets and liabilities of the Group’s operations are translated into the presentation currency of the Group (i.e. RMB) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

Borrowing costs

All borrowing costs not qualified for capitalisation are recognised in profit or loss in the period in which they are incurred.

Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Government grants are presented under “other income, expenses, gains and losses”.

Employee benefits

Retirement benefit costs

Payments to government managed retirement benefit schemes are recognised as an expense when employees have rendered service entitling them to the contributions.

Short-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense unless another IFRS Accounting Standard requires or permits the inclusion of the benefit in the cost of an asset.

A liability is recognised for benefits accruing to employees (such as wages and salaries) after deducting any amount already paid.

Equity-settled share-based payment transactions

Shares granted to employees and others providing similar services

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

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The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group’s estimate of equity instruments that will eventually vest, with a corresponding increase in equity (included in share-based payment reserve). At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share-based payment reserve.

When equity-settled shares are exercised, the amount previously recognised in share-based payment reserve will be transferred to retained profits. When the equity-settled shares are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognized in share-based payment reserve will be transferred to retained profits.

Taxation

Income tax expense represents the sum of current and deferred income tax expense.

The tax currently payable is based on taxable profit for the year/period. Taxable profit differs from profit (loss) before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group’s liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of each reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Historical Financial Information and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of the transaction does not give rise to equal taxable and deductible temporary difference.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

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

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For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies IAS 12 “Income Taxes” requirements to the lease liabilities and the right of use assets separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognised in profit or loss.

Property, plant and equipment

Property, plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes (other than construction in progress as described below). Property, plant and equipment (other than construction in progress) are stated in the consolidated statements of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Property, plant and equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost of assets other than construction in progress less their residual values over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at costs less accumulated amortisation and any accumulated impairment losses. Amortisation for intangible assets with finite useful lives is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Research and development expenses

Expenditure on research activities is recognised as an expense in the year/period in which it is incurred.

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Cash and cash equivalents

Cash and cash equivalents presented on the statements of financial position include cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash.

For the purposes of the consolidated statements of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a weighted average method. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of each reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

Provisions for the expected cost of assurance-type warranty obligations under the relevant contracts with customers for sales of integrated ESS solutions and ESS products are recognised at the date of sale of the relevant products, at the directors’ best estimate of the expenditure required to settle the Group’s obligation.

Contingent liabilities

A contingent liability is a present obligation arising from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

The Group assesses continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the Historical Financial Information in the reporting period in which the change in probability occurs, except in the extremely rare circumstances where no reliable estimate can be made.

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument.

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Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with IFRS 15. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in profit or loss.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established generally by regulation or convention in the market place concerned.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets that meet the following conditions are subsequently measured at FVTOCI:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at FVTPL.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling in the near term; or
- on initial recognition it is a part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or

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ACCOUNTANTS’ REPORT

- it is a derivative, except for a derivative that is a designated and effective hedging instrument.

(i) Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost or receivables subsequently measured at FVTOCI. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

(ii) Receivables classified as at FVTOCI

Subsequent changes in the carrying amounts for receivables classified as at FVTOCI as a result of interest income calculated using the effective interest method are recognised in profit or loss. The amounts that are recognised in profit or loss are the same as the amounts that would have been recognised in profit or loss if these receivables had been measured at amortised cost. All other changes in the carrying amount of these receivables are recognised in other comprehensive income and accumulated under the heading of FVTOCI reserve. Impairment allowances are recognised in profit or loss with corresponding adjustment to other comprehensive income without reducing the carrying amounts of these receivables. When these receivables are derecognised, the cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.

(iii) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI or designated as FVTOCI are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss includes any interest earned on the financial asset and is included in the “other income, expenses, gains and losses” line item.

Impairment of financial assets and contract assets subject to impairment assessment under IFRS 9

The Group performs impairment assessment under ECL model on financial assets (including trade and other receivables, bills receivables at FVTOCI, restricted bank deposits and cash and cash equivalents) and contract assets, which are subject to impairment assessment under IFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL (“**12m ECL**”) represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessments are done based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of past events and the current conditions at the reporting date as well as the forecast of future economic conditions.

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The Group always recognises lifetime ECL for trade receivables and contract assets.

For all other instruments, the Group measures the impairment loss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Group’s debtors operate, obtained from economic expert reports, financial analysts and governmental bodies, as well as consideration of various external sources of actual and forecast economic information that relate to the Group’s core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument’s external (if available) or internal credit rating;
- significant deterioration in external (if available) market indicators of credit risk, e.g. a significant increase in the credit spread;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor’s ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor’s ability to meet its debt obligations.

When contractual payments are more than 30 days past due, the Group may consider that the credit risk has not increased significantly based on past experience and satisfactory settlement history from the trade debtors.

The Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A debt instrument is determined to have low credit risk if (i) it has a low risk of default, (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

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(ii) Definition of default

For internal credit risk management purposes, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

When a financial asset is more than 90 days past due, it may not be considered as in default by the Group considering the historical and expected subsequent repayment from the trade debtors.

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower’s financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider; or
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group’s recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights. The Group uses a practical expedient in estimating ECL on trade receivables and contract assets using a provision matrix taking into consideration historical credit loss experience, adjusted for forward-looking information that is available without undue cost or effort.

Generally, the ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the original effective interest rate determined at initial recognition.

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The ECL on trade receivables and contract assets are assessed on a collective basis taking into consideration of the aging of the outstanding balances and relevant credit information such as forward-looking macroeconomic information.

The grouping is regularly reviewed by the management of the Group to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on amortised cost of the financial asset.

Except for receivables classified as at FVTOCI, the Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount through a loss allowance account. For financial assets at FVTOCI, the loss allowance is recognised in other comprehensive income and accumulated in the reserve without reducing the carrying amount of these receivables. Such amount represents the changes in the reserve in relation to accumulated loss allowance.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group retains substantially all the risks and rewards of ownership of a transferred asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

On derecognition of receivables at FVTOCI, the cumulative gain or loss previously accumulated in the FVTOCI reserve is reclassified to profit or loss.

Financial liabilities or equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

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Financial liabilities at amortised cost

Financial liabilities including bank and other borrowings, trade, bills and other payables and redemption liabilities are subsequently measured at amortised cost, using the effective interest method.

Redemption liabilities

A contract that contains an obligation to purchase the equity instruments of the Company for cash or another financial asset gives rise to a financial liability for the present value or the estimated carrying amount of the redemption amount, even if the obligations to purchase by the Company is conditional on the counterparty exercising a right to redeem. Such redemption obligations are granted to certain investors in forms of certain preferred shareholders’ rights. The redemption liabilities are recognised as financial liabilities initially at the present value or the carrying amount of the redemption amount and reclassified from equity. Subsequently, the redemption liabilities are measured at amortised cost with changes in carrying amount recognised under “changes in carrying amount of redemption liabilities” line items in profit or loss; and are reassessed at the end of each reporting period based on updated estimates.

The Group derecognises the financial liabilities when, and only when, the Group’s obligations are discharged, cancelled or have expired. Upon a termination of the redemption obligation, the carrying amount of the financial instruments derecognised is credited into the equity.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the “other income, expenses, gains and losses” line item in profit or loss (note 6) as part of net foreign exchange losses for financial liabilities that are not part of a designated hedging relationship.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

Derecognition of financial liabilities other than redemption liabilities

The Group derecognises financial liabilities when, and only when, the Group’s obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Offsetting a financial asset and a financial liability

A financial asset and a financial liability are offset and the net amount presented in the consolidated statements of financial position when, and only when, the Group currently has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group’s accounting policies, the management of the Group is required to make judgements, estimates and assumptions about the carrying amounts of assets that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised 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.

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of each reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next twelve months.

Provision of ECL for trade receivables and contract assets

The Group performs impairment assessment under ECL model on trade receivables and contract assets collectively, as set out in note 3. The Group uses practical expedient in estimating ECL on trade receivables and contract assets using a provision matrix. The provision rates are based on aging of trade debtors as groupings of various debtors, taking into consideration their historical default rates and forward-looking information that is reasonable and supportable available without undue costs or effort. At every reporting date, the historical observed default rates are reassessed and changes in the forward-looking information are considered.

The provision of ECL is sensitive to changes in estimates. The information about the ECL and the Group’s trade receivables and contract assets are disclosed in notes 20 and 35.

Write-down of inventories

The Group’s inventories are stated at the lower of cost and net realisable value. The Group writes down its inventories based on estimates of the realisable value with reference to aging and the conditions of the inventories, together with the economic circumstances on the marketability of such inventories. Inventories will be reviewed at the end of each reporting period for write-down, if appropriate. Further details of the inventories are set out in note 19.

Provision for warranty

The Group makes a provision for product warranty for the sales of integrated ESS solutions and ESS products based on prior experience. The provision amount takes into account the Group’s recent claims, past warranty data and the weight of all possible results and their related probabilities. As the Group continues to upgrade its product design and introduce new models, the recent claims may not represent the claims it will face in the future for past sales. When the future costs and the probability of incurring warranty claims are higher or lower than expected and where events or circumstances that indicating the amount of warranty provision may not be adequate or excessive, such impact will affect the profit and loss in the years/periods in which such estimate has been changed. Further details of the provision are set out in note 25.

5. REVENUE AND SEGMENT INFORMATION

(i) Disaggregation of revenue from contracts with customers

Revenue represents the amounts received and receivable from the sales of integrated ESS solutions and ESS products, provision of O&M services and entrusted power trading services, net of sales-related taxes, during the Track Record Period.

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	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Type of goods/services					
Sales of products and provision of services					
— Integrated ESS solutions	58,496	482,627	1,669,272	—	213,891
— ESS products	376,116	661,496	172,691	8,154	36,324
— O&M and entrusted power trading services .	—	—	25,648	315	29,692
	<u>434,612</u>	<u>1,144,123</u>	<u>1,867,611</u>	<u>8,469</u>	<u>279,907</u>
Timing of revenue recognition for contracts with customers					
At point in time	434,612	1,144,123	1,841,963	8,154	250,215
Over time	—	—	25,648	315	29,692
Total.	<u>434,612</u>	<u>1,144,123</u>	<u>1,867,611</u>	<u>8,469</u>	<u>279,907</u>

(ii) Performance obligations for contracts with customers and revenue recognition policies

Sales of integrated ESS solutions and ESS products

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer.

Revenue arising from sales of integrated ESS solutions and ESS products is recognised at a point in time when the goods are accepted by the customers since only by that time the Group passes control of the goods to the customers. Transportation and handling activities that occur before customers obtain control are considered as fulfilment activities.

Customers are generally required to make certain percentages of the total consideration as prepayments before the Group deliver the products. Contract liabilities are recognised when consideration is received in which revenue has yet been recognised.

O&M and entrusted power trading services

The Group provides O&M services and entrusted power trading services to asset owners of energy storage projects for typical services periods of ten years. The management of the Group considers that each of the series of distinct O&M and entrusted power trading services as a single performance obligation and there is no significant financing component. Service income is recognised as a performance obligation satisfied over the period of services (i.e. over time). The Group charges the customers on a quarterly basis for the O&M and entrusted power trading services and payment is generally due within two weeks’ time from the date of billing.

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(iii) Transaction price allocated to the remaining performance obligation for contracts with customers

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 December 2025 and 30 April 2026 for the Group’s O&M and entrusted power trading services and the expected timing of recognising revenue are as follows:

	At 31 December 2025	At 30 April 2026
	RMB’000	RMB’000
Within one year	23,868	38,019
More than one year but not more than five years	113,097	155,928
More than five years	105,134	176,792
	<u>242,099</u>	<u>370,739</u>

For other types of revenue during Track Record Period, the Group applies the practical expedient of not disclosing the transaction price allocated to performance obligations that were unsatisfied as the Group’s contract has an original expected duration of less than one year.

(iv) Segment information

For the purpose of resource allocation and assessment of segment performance, the executive directors of the Company, being the chief operating decision makers, focus and review on the overall results and financial position of the Group as a whole which are prepared based on the same accounting policies of the Group. Accordingly, the Group has only one single operating segment and no further analysis of the single segment is presented.

The Group’s non-current assets are mainly located in the Chinese Mainland.

The geographical information of the Group’s revenue, determined based on geographical location of the registered offices of the customers, during the Track Record Period is as follows:

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Chinese Mainland	434,612	1,144,123	1,858,832	8,469	154,964
Europe (<i>Note</i>)	—	—	207	—	124,943
North America	—	—	8,572	—	—
	<u>434,612</u>	<u>1,144,123</u>	<u>1,867,611</u>	<u>8,469</u>	<u>279,907</u>

Note: Europe mainly includes Hungary, Poland and Spain. The revenue from Hungary for the four months ended 30 April 2026 was RMB122,106,000, contributed more than 10% of the total revenue. Each of other countries individually contributed less than 10% of total revenue of each period.

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(v) Information about major customers

Revenue from customers contributing over 10% of the total revenue of the Group during the Track Record Period is as follows:

Customer	Type of revenue	Year ended 31 December			Four months ended 30 April	
		2023	2024	2025	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
					(unaudited)	
Customer A.	Sales of integrated ESS solutions	51,327	—	N/A*	—	—
Customer B.	Sales of ESS products	49,381	N/A*	N/A*	—	N/A*
Customer C.	Sales of ESS products and integrated ESS solutions	45,990	N/A*	N/A*	—	91,785
Customer D.	Sales of ESS products	44,747	—	—	—	—
Customer E.	Sales of ESS products and integrated ESS solutions	N/A*	465,487	N/A*	2,619	—
Customer F.	Sales of ESS products	—	169,877	N/A*	N/A*	—
Customer G.	Sales of ESS products	N/A*	126,397	N/A*	1,027	—
Customer H.	Sales of integrated ESS solutions	—	—	831,858	—	—
Customer I.	Sales of integrated ESS solutions and O&M and entrusted power trading services	—	—	274,684	—	N/A*
Customer J.	Sales of integrated ESS solutions	—	—	203,468	—	—
Customer K.	Sales of integrated ESS solutions	—	—	—	—	122,106
Customer L.	Sales of ESS products	N/A*	N/A*	N/A*	2,814	N/A*
Customer M.	Sales of ESS products	N/A*	N/A*	N/A*	1,043	—

* The corresponding revenue did not contribute over 10% of the Groups’ total revenue in the relevant year(s)/period(s).

6. OTHER INCOME, EXPENSES, GAINS AND LOSSES

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
Interest income	409	1,069	4,587	710	5,198
Government grants (<i>Note i</i>)	1,009	522	1,489	390	460
Extra deduction of input value-added tax (“VAT”) (<i>Note ii</i>)	248	823	—	—	—
Fair value gain on financial assets at FVTPL	82	394	1,501	—	708
Loss on disposal of property, plant and equipment	(19)	(126)	(83)	(1)	(1,177)
Net gain (loss) on termination and modification of right-of-use assets and lease liabilities	—	—	1,304	1,209	(84)
Net foreign exchange (losses) gains.	—	(234)	(1,651)	88	(2,467)
Others.	126	(142)	458	140	(927)
	1,855	2,306	7,605	2,536	1,711

Notes:

- The government grants recognised mainly represent subsidies granted by local government authorities to support the operating activities of the Group, in which no future related cost is expected to be incurred. These government grants with no unfulfilled conditions or contingencies are recognised when payments were received or became receivable.

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- ii According to the Ministry of Finance and the State Taxation Administration of the PRC, from 1 January 2023 to 31 December 2027, advanced manufacturing enterprises are allowed to deduct an additional 5% of the deductible input VAT from the VAT payable.

7. IMPAIRMENT LOSSES UNDER ECL MODEL, NET OF REVERSAL

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Impairment losses recognised (reversed) on:					
— trade receivables	1,198	2,139	6,626	1,395	10,127
— bills receivables at FVTOCI	—	—	705	520	(289)
— other receivables	—	465	1,169	3,633	(334)
— contract assets	618	1,400	4,515	2,946	(920)
	<u>1,816</u>	<u>4,004</u>	<u>13,015</u>	<u>8,494</u>	<u>8,584</u>

Details of impairment assessment are set out in notes 20 and 35.

8. FINANCE COSTS

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Interests on:					
— bank and other borrowings.	1,567	2,061	5,212	900	2,920
— discounting bills receivables.	51	1,284	2,973	—	256
— lease liabilities	2,286	1,788	1,060	217	246
	<u>3,904</u>	<u>5,133</u>	<u>9,245</u>	<u>1,117</u>	<u>3,422</u>

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9. PROFIT (LOSS) BEFORE TAX

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Profit (loss) before tax has been arrived at after charging (crediting):					
Depreciation of property, plant and equipment	6,700	10,327	11,529	4,119	3,784
Depreciation of right-of-use assets	6,230	7,759	9,199	2,664	3,073
Amortisation of intangible assets	25	68	180	40	95
Total depreciation and amortisation	12,955	18,154	20,908	6,823	6,952
Less: capitalised in inventories	(5,444)	(8,563)	(12,929)	(4,136)	(3,690)
Less: capitalised in construction in progress	—	—	(707)	(140)	(265)
Total depreciation and amortisation charged to profit or loss.	7,511	9,591	7,272	2,547	2,997
Auditors’ remuneration	85	245	168	59	97
[REDACTED].	—	—	[REDACTED]	—	[REDACTED]
Cost of inventories recognised as cost of sales	336,194	931,245	1,558,383	7,013	198,982
Write-down of inventories, net of reversal, recognised as cost of sales.	3,052	4,416	209	1,997	1,208
Provision for warranty (note 25)	594	1,500	3,063	93	1,530
Directors’ and supervisors’ remunerations (note 11)	855	1,605	3,596	746	1,110
Other staff costs					
— Salaries and other benefits	27,776	55,339	59,468	14,263	16,298
— Retirement benefit scheme contributions	1,573	2,935	4,117	1,353	1,553
— Discretionary performance-related bonus.	—	7,837	6,038	—	—
Total other staff costs	29,349	66,111	69,623	15,616	17,851
Less: capitalised in inventories	(8,283)	(12,303)	(13,809)	(3,525)	(3,928)
Total other staff costs charged to profit or loss	21,066	53,808	55,814	12,091	13,923
Included in research and development expenses analysed as:					
— Staff costs	3,953	14,401	15,386	4,975	4,718
— Depreciation and amortisation.	147	537	1,377	162	341

10. INCOME TAX EXPENSE (CREDIT)

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Current tax					
— PRC Enterprise Income Tax (“EIT”)	3,948	10,291	28,677	71	2,792
— Cyprus	—	—	—	—	4,577
— United States	—	—	—	—	428
	3,948	10,291	28,677	71	7,797
Under (over) provision of PRC EIT in prior years	740	220	1,027	152	(47)
Deferred tax (credit) expenses	(1,300)	8,000	(8,328)	(8,741)	(7,116)
	3,388	18,511	21,376	(8,518)	634

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PRC EIT

The Company obtained the “High and New Technology Enterprise” certification in December 2022 and entitles to a preferential tax rate of 15% for a period of three years from the date of the relevant certification. The same qualification has been renewed for a period of three years from 2025 to 2027.

According to the relevant PRC EIT laws, enterprises are eligible for a preferential tax rate of 15% if they are located in applicable PRC regions and conducted specific businesses as specified in the Catalogue of Encouraged Industries in Western Regions, which initially effective from 1 January 2011 to 31 December 2020 and further extended to 31 December 2030. The reduced rate of EIT applies to companies incorporated in certain western regions of China, engaged in specific businesses (as prescribed by the government in the Catalogue of Encouraged Industries in the Western Regions), and with revenues from such businesses accounting for more than 60% of total revenue. Certain subsidiaries of the Company are qualified as the enterprise within the Catalogue of Encouraged Industries in Western Regions and are entitled to preferential income tax rate of 15% throughout the Track Record Period. Certain subsidiaries of the Company are eligible as small and low-profit enterprises and shall be reduced to 25% of taxable income and subject to income tax at a rate of 20% throughout the Track Record Period. Other subsidiaries established in the Chinese Mainland are subjected to PRC EIT rate of 25% during the Track Record Period.

Cyprus

A subsidiary of the Company incorporated in Cyprus is subject to Cyprus corporate income tax which is calculated at 15% on the estimated assessable profits throughout the Track Record Period.

United States

Pursuant to the relevant tax laws of the United States, the income tax rates applicable to subsidiaries incorporated in the United States is 21% of the applicable United States federal income tax rate and 4.4% for state income tax.

Income tax expense (credit) for the year/period can be reconciled to profit (loss) before tax per the consolidated statements of profit or loss and other comprehensive income as follows:

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Profit (loss) before tax.	44,129	114,776	174,937	(37,377)	23,705
Tax at PRC EIT rate of 25%	11,032	28,694	43,735	(9,345)	5,926
Tax effect of expenses not deductible for tax purpose	1,054	1,870	2,112	618	680
Tax effect of tax losses not recognised	—	201	2,705	1,831	709
Utilisation of tax losses previously not recognised	(4,833)	—	(201)	—	—
Tax effect attributable to the additional qualified tax deduction relating to research and development expenditures (<i>Note</i>)	(2,936)	(5,390)	(5,899)	(1,676)	(2,683)
Income tax at concessionary rate in the Chinese Mainland	(1,669)	(7,084)	(22,103)	(98)	(860)
Effect of different tax rates of subsidiaries operating in other jurisdictions	—	—	—	—	(3,091)
Under (over) provision in prior years	740	220	1,027	152	(47)
Income tax expense (credit)	3,388	18,511	21,376	(8,518)	634

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Note: Pursuant to relevant laws and regulations in the PRC, the Company and its subsidiaries established in the Chinese Mainland entitle to super deduction of 100% on qualifying research and development expenditures throughout the Track Record Period.

11. DIRECTORS’, SUPERVISORS’, CHIEF EXECUTIVE’S AND EMPLOYEES’ EMOLUMENTS

(a) Directors’, Supervisors’ and the chief executive’s emoluments

During the Track Record Period, directors’, supervisors’ and chief executive’s remuneration (including emoluments for the services as employees of the group entities prior to becoming the directors of the Company) disclosed pursuant to the applicable Listing Rules and Hong Kong Companies Ordinance are as follows:

	Salaries and other benefits	Retirement benefit scheme contributions	Discretionary performance- related bonus	Total
	RMB’000	RMB’000	RMB’000 (Note i)	RMB’000
Year ended 31 December 2023				
<i>Executive directors</i>				
Mr. Wang (Note ii)	315	30	—	345
Ms. Zhang (Note iii)	337	31	—	368
<i>Supervisors</i>				
Ms. Zhu Kaihua (“ Ms. Zhu ”) (Note iv)	131	11	—	142
Mr. Li Jian (“ Mr. Li ”) (Note v)	—	—	—	—
	<u>783</u>	<u>72</u>	<u>—</u>	<u>855</u>
Year ended 31 December 2024				
<i>Executive directors</i>				
Mr. Wang (Note ii)	616	35	60	711
Ms. Zhang (Note iii)	616	35	60	711
<i>Supervisor</i>				
Ms. Zhu (Note iv)	161	12	10	183
	<u>1,393</u>	<u>82</u>	<u>130</u>	<u>1,605</u>
Year ended 31 December 2025				
<i>Executive directors</i>				
Mr. Wang (Note ii)	703	40	300	1,043
Ms. Zhang (Note iii)	703	40	300	1,043
Mr. Liu Zejian (“ Mr. Liu Z. ”) (Note vi)	140	3	72	215
Mr. Dong Wei (“ Mr. Dong ”) (Note vi)	217	8	123	348
<i>Supervisors</i>				
Ms. Zhu (Note iv)	163	16	26	205
Mr. Liu Xiangkai (“ Mr. Liu X. ”) (Note vii)	327	16	78	421
Mr. Zhang Jingchao (“ Mr. Zhang ”) (Note vii)	251	16	54	321
	<u>2,504</u>	<u>139</u>	<u>953</u>	<u>3,596</u>

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	Salaries and other benefits	Retirement benefit scheme contributions	Discretionary performance- related bonus	Total
	RMB'000	RMB'000	RMB'000 (Note i)	RMB'000
Four months ended 30 April 2025 (unaudited)				
<i>Executive directors</i>				
Mr. Wang (Note ii)	235	13	—	248
Ms. Zhang (Note iii)	235	13	—	248
<i>Supervisors</i>				
Ms. Zhu (Note iv)	50	6	—	56
Mr. Liu X.(Note vii)	83	6	—	89
Mr. Zhang (Note vii)	99	6	—	105
	<u>702</u>	<u>44</u>	<u>—</u>	<u>746</u>
Four months ended 30 April 2026				
<i>Executive directors</i>				
Mr. Wang (Note ii)	234	14	—	248
Ms. Zhang (Note iii)	234	14	—	248
Mr. Liu Z. (Note vi)	161	6	—	167
Mr. Dong (Note vi)	162	6	—	168
<i>Supervisors</i>				
Ms. Zhu (Note iv)	56	6	—	62
Mr. Liu X.(Note vii)	85	6	—	91
Mr. Zhang (Note vii)	120	6	—	126
	<u>1,052</u>	<u>58</u>	<u>—</u>	<u>1,110</u>

Notes:

- i. Discretionary performance-related bonus is determined based on their duties and responsibilities of the relevant individuals within the Group and the Group’s performance.
- ii. Mr. Wang was appointed as a director of the Company on 20 June 2023 and was re-designated as an executive director on 8 January 2026.
- iii. Ms. Zhang is the chief executive of the Group and the emoluments disclosed above include those for services rendered as the chief executive and [an executive director] of the Company. Ms. Zhang was appointed as a director of the Company on 2 December 2025 and was re-designated as an executive director on 8 January 2026.
- iv. Ms. Zhu was appointed as a supervisor of the Company on 15 March 2023.
- v. Mr. Li was appointed as a supervisor of the Company on 15 July 2019 and resigned from this office on 15 March 2023.
- vi. Mr. Liu Z. and Mr. Dong were appointed as directors of the Company on 30 December 2025 and were redesignated as executive directors of the Company on 8 January 2026.
- vii. Mr. Liu X. and Mr. Zhang were appointed as supervisors of the Company on 2 December 2025.
- viii. [Mr. Liu Huajun, Mr. Liu Zhanghua and Mr. Wang Ding were appointed as independent non-executive directors of the Company on [•].]

The directors’ and chief executive’s emoluments shown above were paid for their services in connection with the management of the affairs of the Company and the Group during the Track Record Period. The supervisors’ emoluments shown above were for their services as directors and supervisors of the Company during the Track Record Period.

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During the Track Record Period, there was no arrangement under which a director or supervisor or the chief executive waived or agreed to waive any emolument, and no emoluments were paid by the Group to any of the directors or supervisors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office.

(b) Five highest paid individuals

The five highest paid individuals of the Group for the years ended 31 December 2023, 2024 and 2025 and the four months ended 30 April 2025 and 2026 include 2, 2, 2, 2 (unaudited) and 2 directors of the Company, respectively, whose emoluments are set out above. The emoluments of the remaining 3, 3, 3, 3 (unaudited) and 3 individuals for the Track Record Period are as follows:

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Salaries and other benefits	1,054	1,810	1,638	567	751
Retirement benefit scheme contributions	40	64	52	26	18
Discretionary performance related bonus (<i>Note</i>).	—	7	678	—	—
	<u>1,094</u>	<u>1,881</u>	<u>2,368</u>	<u>593</u>	<u>769</u>

Note: Discretionary performance related bonus is determined based on their duties and responsibilities of the relevant individuals within the Group and the Group’s performance.

The number of the five highest paid employees (who are not the directors or supervisors of the Company) are within the following bands presented in Hong Kong Dollar (“HK\$”):

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	Number of individuals			(unaudited)	
Nil to HK\$1,000,000	3	3	2	3	3
HK\$1,000,001 to HK\$1,500,000.	—	—	1	—	—
	<u>3</u>	<u>3</u>	<u>3</u>	<u>3</u>	<u>3</u>

During the Track Record Period, no emoluments were paid by the Group to the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

12. DIVIDENDS

No dividend was paid or declared by the Company during the Track Record Period, nor proposed since the end of the Track Record Period.

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13. EARNINGS (LOSS) PER SHARE

The calculation of basic and diluted earnings (loss) per share attributable to owners of the Company is based on the following data:

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
				(unaudited)	
Earnings (loss) (RMB’000):					
Earnings (loss) for the purpose of basic and diluted earnings (loss) per share	38,789	97,205	154,101	(28,734)	23,245
Number of shares (‘000):					
Weighted average number of ordinary shares for the purpose of basic and diluted earnings (loss) per share	[167,441]	[303,600]	[305,081]	[303,600]	[351,200]

The shares of the Company with preferential rights, which are recorded as redemption liabilities in note 26 are not treated as outstanding shares and thus are excluded from the calculation of basic earnings (loss) per share until they were legally terminated in December 2025. During the years ended 31 December 2023, 2024 and 2025 and the four months ended 30 April 2025, potential ordinary shares of the Company represent the Series A Shares (as defined and detailed in note 26). The potential ordinary shares were not included in the calculation of diluted earnings (loss) per share as their inclusion would be anti-dilutive for each of years ended 31 December 2023, 2024 and 2025 and the four months ended 30 April 2025. During the four months ended 30 April 2026, potential ordinary shares in issue of the Company represent the share options granted on 8 January 2026 (as detailed in note 29). As the share options are subject to the successful [REDACTED] of the shares of the Company on the Stock Exchange which has not yet been effective during the four months ended 30 April 2026, they are not included in the calculation of the diluted earnings per share for the four months ended 30 April 2026.

The weighted average number of ordinary shares for the purpose of basic and diluted earnings (loss) per share for the Track Record Period has been adjusted retrospectively for the effect of the issue of shares upon conversion of the Company into joint stock limited liability company and share subdivision as set out in note 28 as if they had been completed on 1 January 2023.

14. PROPERTY, PLANT AND EQUIPMENT

The Group

	Leasehold improvements	Machinery	Office equipment, motor vehicles and others	Construction in progress	Total
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
COST					
At 1 January 2023.	8,874	17,681	2,207	—	28,762
Additions	6,166	5,832	3,906	15,990	31,894
Disposals	—	(8)	(41)	—	(49)
At 31 December 2023.	15,040	23,505	6,072	15,990	60,607
Additions	1,483	12,464	4,327	24,012	42,286
Disposals	—	(13)	(158)	—	(171)
Transfer.	—	10,496	—	(10,496)	—

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	Leasehold improvements	Machinery	Office equipment, motor vehicles and others	Construction in progress	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 31 December 2024.	16,523	46,452	10,241	29,506	102,722
Additions	777	52	2,940	30,205	33,974
Disposals	(255)	(58)	(185)	—	(498)
Transfer from right-of-use assets	—	4,170	—	—	4,170
At 31 December 2025.	17,045	50,616	12,996	59,711	140,368
Additions	3,095	2,076	1,669	9,534	16,374
Written off	—	—	—	(1,177)	(1,177)
At 30 April 2026	20,140	52,692	14,665	68,068	155,565
DEPRECIATION					
At 1 January 2023.	1,085	576	327	—	1,988
Provided for the year	3,832	2,013	855	—	6,700
Eliminated on disposals.	—	—*	(25)	—	(25)
At 31 December 2023.	4,917	2,589	1,157	—	8,663
Provided for the year	4,883	3,465	1,979	—	10,327
Eliminated on disposals.	—	—*	(42)	—	(42)
At 31 December 2024.	9,800	6,054	3,094	—	18,948
Provided for the year	4,641	4,389	2,499	—	11,529
Eliminated on disposals.	(255)	(3)	(16)	—	(274)
Transfer from right-of-use assets	—	1,054	—	—	1,054
At 31 December 2025.	14,186	11,494	5,577	—	31,257
Provided for the period	1,137	1,616	1,031	—	3,784
At 30 April 2026	15,323	13,110	6,608	—	35,041
CARRYING VALUE					
At 31 December 2023.	10,123	20,916	4,915	15,990	51,944
At 31 December 2024.	6,723	40,398	7,147	29,506	83,774
At 31 December 2025.	2,859	39,122	7,419	59,711	109,111
At 30 April 2026	4,817	39,582	8,057	68,068	120,524

* Less than RMB1,000

The Company

	Leasehold improvements	Machinery	Office equipment, motor vehicles and others	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
COST				
At 1 January 2023	—	—	36	36
Additions	180	—	1,227	1,407
Disposals	—	—	(21)	(21)
At 31 December 2023	180	—	1,242	1,422
Additions	110	299	1,178	1,587

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	Leasehold improvements	Machinery	Office equipment, motor vehicles and others	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 31 December 2024.....	290	299	2,420	3,009
Additions.....	624	15	877	1,516
Disposals.....	(255)	—	(25)	(280)
Disposal to a subsidiary.....	—	(314)	(887)	(1,201)
At 31 December 2025.....	659	—	2,385	3,044
Additions.....	—	—	482	482
At 30 April 2026.....	659	—	2,867	3,526
DEPRECIATION				
At 1 January 2023.....	—	—	25	25
Provided for the year.....	33	—	171	204
Eliminated on disposals.....	—	—	(20)	(20)
At 31 December 2023.....	33	—	176	209
Provided for the year.....	71	8	446	525
At 31 December 2024.....	104	8	622	734
Provided for the year.....	272	13	648	933
Eliminated on disposals.....	(255)	—	(6)	(261)
Eliminated on disposal to a subsidiary.....	—	(21)	(107)	(128)
At 31 December 2025.....	121	—	1,157	1,278
Provided for the period.....	69	—	242	311
At 30 April 2026.....	190	—	1,399	1,589
CARRYING VALUE				
At 31 December 2023.....	147	—	1,066	1,213
At 31 December 2024.....	186	291	1,798	2,275
At 31 December 2025.....	538	—	1,228	1,766
At 30 April 2026.....	469	—	1,468	1,937

The above items of property, plant and equipment of the Group and the Company, except for construction in progress, are depreciated on a straight-line basis over the following estimated useful lives after taking into account their estimated residual values:

	Useful lives
Leasehold improvements.....	Over the shorter of the term of the lease, or 5 years
Machinery.....	10 years
Office equipment, motor vehicles and others.....	3–5 years

During the Track Record Period, the Group generally recognises a significant portion of revenue in the fourth quarter of each year due to fluctuation of the downstream demand, the timing of commissioning and customer acceptance check, among others. Taking these factors into considerations, the directors of the Company conclude that no impairment indicator is identified during the Track Record Period for the non-financial assets, including property, plant and equipment, intangible assets and right-of-use assets, of the Group and the Company.

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15. RIGHT-OF-USE ASSETS

The Group

	Leasehold lands	Leased properties	Leased machinery	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
COST				
At 1 January 2023	471	24,967	—	25,438
Additions	1,967	8,240	4,160	14,367
At 31 December 2023	2,438	33,207	4,160	39,805
Additions	10,918	2,806	—	13,724
At 31 December 2024	13,356	36,013	4,160	53,529
Additions	16,161	14,469	73	30,703
Termination of leases	(471)	(19,591)	—	(20,062)
Transfer to property, plant and equipment	—	—	(4,170)	(4,170)
At 31 December 2025	29,046	30,891	63	60,000
Additions/modification	—	7,959	—	7,959
At 30 April 2026	29,046	38,850	63	67,959
ACCUMULATED DEPRECIATION				
At 1 January 2023	84	1,862	—	1,946
Provided for the year	125	5,842	263	6,230
At 31 December 2023	209	7,704	263	8,176
Provided for the year	266	7,098	395	7,759
At 31 December 2024	475	14,802	658	15,935
Provided for the year	707	8,081	411	9,199
Termination of leases	(281)	(5,649)	—	(5,930)
Transfer to property, plant and equipment	—	—	(1,054)	(1,054)
At 31 December 2025	901	17,234	15	18,150
Provided for the period	265	2,803	5	3,073
At 30 April 2026	1,166	20,037	20	21,223
CARRYING VALUE				
At 31 December 2023	2,229	25,503	3,897	31,629
At 31 December 2024	12,881	21,211	3,502	37,594
At 31 December 2025	28,145	13,657	48	41,850
At 30 April 2026	27,880	18,813	43	46,736

The Company

	Lease properties
	<i>RMB’000</i>
COST	
At 1 January 2023	—
Additions	3,517
At 31 December 2023	3,517

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	Lease properties
	<i>RMB'000</i>
Additions	1,087
At 31 December 2024	4,604
Additions	5,893
Termination of leases	(4,604)
At 31 December 2025 and 30 April 2026	5,893
DEPRECIATION	
At 1 January 2023	—
Provided for the year	879
At 31 December 2023	879
Provided for the year	1,293
At 31 December 2024	2,172
Provided for the year	2,015
Termination of leases	(3,068)
At 31 December 2025	1,119
Provided for the period	636
At 30 April 2026	1,755
CARRYING VALUE	
At 31 December 2023	2,638
At 31 December 2024	2,432
At 31 December 2025	4,774
At 30 April 2026	4,138

	The Group					The Company				
	Year ended 31 December			Four months ended 30 April		Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026	2023	2024	2025	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
				(unaudited)					(unaudited)	
Expenses relating to short-term leases	—	21	545	378	1,459	—	—	322	151	61
Total cash outflow for leases . . .	11,544	21,934	24,032	18,168	2,280	1,007	1,481	2,251	330	824

During the Track Record Period, the Group leases various lands, properties and machineries from independent third parties for the operations. Lease contracts are entered into for a fixed term of more than 1 year to 50 years. The above items of right-of-use assets are depreciated on a straight-line basis over their estimated useful lives based on lease terms. The Group has obtained the land use right certificates for all leasehold lands. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

The Group regularly entered into short-term leases. At 31 December 2024 and 2025 and 30 April 2026, the portfolio of short-term leases is similar to the portfolio of short-term leases to which the short-term lease expense disclosed above.

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In addition, the Group’s lease liabilities of RMB30,002,000, RMB23,603,000, RMB16,443,000 and RMB22,548,000 are recognised with related right-of-use assets of RMB29,400,000, RMB24,713,000, RMB13,705,000 and RMB18,856,000 as at 31 December 2023, 2024 and 2025 and 30 April 2026, respectively. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor.

To better manage the Group’s capital structure and financing needs, the Group entered into sale and leaseback arrangements in relation to certain machineries. These legal transfers do not satisfy the requirements of IFRS 15 to be accounted for as a sale of the machineries. During the year ended 31 December 2023, the Group has raised borrowings of RMB9,960,000, in respect of such sale and leaseback arrangements. No such arrangements during the years ended 31 December 2024 and 2025 and the four months ended 30 April 2025 and 2026.

Details of the lease maturity analysis of lease liabilities are set out in notes 27 and 35.

16. INTANGIBLE ASSETS

The intangible assets of the Group represent software acquired and have finite useful lives. Such intangible assets are amortised on a straight-line basis over 2 to 5 years.

17. DEFERRED TAXATION

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

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Deferred tax assets	9,914	7,025	2,593	8,710	2,396	1,013	1,253	1,018
Deferred tax liabilities	(11,132)	(16,243)	(3,606)	(2,555)	(396)	(365)	—	—
	(1,218)	(9,218)	(1,013)	6,155	2,000	648	1,253	1,018

The following are the major deferred tax balances recognised and movements thereon of the Group and the Company during the Track Record Period:

The Group

	Right-of-use assets	Lease liabilities	Accelerated tax depreciation	Impairment loss on assets	Unrealised profit	Others	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	(3,967)	4,131	(4,293)	39	526	1,046	(2,518)
(Charge) credit to profit or loss . . .	(1,514)	1,123	(1,358)	1,285	1,356	408	1,300
At 31 December 2023	(5,481)	5,254	(5,651)	1,324	1,882	1,454	(1,218)
Credit (charge) to profit or loss . . .	947	(1,292)	(3,606)	1,156	(4,162)	(1,043)	(8,000)
At 31 December 2024	(4,534)	3,962	(9,257)	2,480	(2,280)	411	(9,218)
Credit (charge) to profit or loss . . .	1,113	(918)	681	2,366	3,008	1,955	8,205
At 31 December 2025	(3,421)	3,044	(8,576)	4,846	728	2,366	(1,013)
(Charge) credit to profit or loss . . .	(637)	1,591	550	2,330	2,719	615	7,168
At 30 April 2026	(4,058)	4,635	(8,026)	7,176	3,447	2,981	6,155

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The Company

	Right-of-use assets	Lease liabilities	Impairment loss on assets	Others	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	—	—	39	1,061	1,100
(Charge) credit to profit or loss	(396)	413	106	777	900
At 31 December 2023	(396)	413	145	1,838	2,000
Credit (charge) to profit or loss	31	(28)	483	(1,838)	(1,352)
At 31 December 2024	(365)	385	628	—	648
(Charge) credit to profit or loss	(351)	372	809	(225)	605
At 31 December 2025	(716)	757	1,437	(225)	1,253
Credit (charge) to profit or loss	95	(107)	(118)	(105)	(235)
At 30 April 2026	(621)	650	1,319	(330)	1,018

The following are the details of the tax losses of the Group and the Company during the Track Record Period:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Unused tax losses	8,551	804	21,497	26,362	8,551	—	—	—
Less: deferred tax asset recognised	(8,551)	—	(10,676)	(12,704)	(8,551)	—	—	—
Unrecognised tax losses	—	804	10,821	13,658	—	—	—	—

No deferred tax asset has been recognised by the Group and the Company for the remaining tax losses as set out above due to the unpredictability of future profit streams. RMB804,000, RMB1,540,000 and RMB1,966,000 of the unrecognised tax losses as at 31 December 2024 and 2025 and 30 April 2026, respectively, of the Group will expire in 2029, 2030 and 2031, respectively. The remaining unrecognised tax losses as at 31 December 2025 and 30 April 2026 of the Group have no expiry date and may be carried forward indefinitely.

18. FINANCIAL ASSETS AT FVTPL

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Unlisted financial products (Note i)	5,000	—	—	—	5,000	—	—	—
Unlisted equity investments (Note ii).	—	10,800	12,307	13,015	—	10,800	12,301	13,009
	5,000	10,800	12,307	13,015	5,000	10,800	12,301	13,009
Analysed as:								
Non-current	—	10,800	12,307	13,015	—	10,800	12,301	13,009
Current.	5,000	—	—	—	5,000	—	—	—
	5,000	10,800	12,307	13,015	5,000	10,800	12,301	13,009

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Notes:

- i. During the year ended 31 December 2023, the Group and the Company entered into contracts of financial products with several financial institutions in the Chinese Mainland. All investments had maturity date within one year and are classified as financial assets measured at FVTPL.
- ii. Amount as at 31 December 2024 represents the Group’s and the Company’s equity investment in a private entity established in the Chinese Mainland during the year then ended. During the year ended 31 December 2025, the Group further invested in the equity interest in another private entity established in the Republic of Kenya and the balance of the Group at 31 December 2025 and 30 April 2026 represents the investments in these two private entities while that of the Company represents investment in the private entity established in Chinese Mainland only. In the opinion of the directors of the Company, the investments are for long-term strategic purpose and not for trading. The directors of the Company have elected to present subsequent changes in fair value of these equity investments in profit or loss. Accordingly, these equity investments are classified as financial assets at FVTPL and is measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss (see note 6).

19. INVENTORIES

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Raw materials	180,026	239,800	15,677	99,853	74,416	18	339	1,989
Work in progress	6,480	9,335	4,227	129,270	—	—	—	—
Finished goods	41,991	90,104	359,777	377,396	16,692	77,786	39,759	81
	<u>228,497</u>	<u>339,239</u>	<u>379,681</u>	<u>606,519</u>	<u>91,108</u>	<u>77,804</u>	<u>40,098</u>	<u>2,070</u>
The carrying amounts of inventories above is net of write-down of	<u>3,459</u>	<u>7,875</u>	<u>8,084</u>	<u>9,292</u>	<u>—</u>	<u>2,672</u>	<u>4,052</u>	<u>—</u>

20. TRADE, BILLS AND OTHER RECEIVABLES AND CONTRACT ASSETS

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Trade receivables at amortised costs								
— Third parties	105,417	625,127	837,620	685,316	38,182	72,538	45,373	114,741
— A related party	—	815	—	—	—	—	—	—
— Subsidiaries	—	—	—	—	10,547	14,891	12,388	88,948
Less: impairment loss allowance (Note ix)	<u>(1,605)</u>	<u>(3,744)</u>	<u>(10,370)</u>	<u>(20,497)</u>	<u>(772)</u>	<u>(378)</u>	<u>(3,890)</u>	<u>(7,200)</u>
Trade receivables, net (Notes i, ii)	<u>103,812</u>	<u>622,198</u>	<u>827,250</u>	<u>664,819</u>	<u>47,957</u>	<u>87,051</u>	<u>53,871</u>	<u>196,489</u>
Bills receivables at FVTOCI								
— Third parties	51,554	70,826	70,294	64,598	—	—	—	340
— A subsidiary	—	—	—	—	—	60,000	804	50,000
Bills receivables at FVTOCI (Notes iii, viii)	<u>51,554</u>	<u>70,826</u>	<u>70,294</u>	<u>64,598</u>	<u>—</u>	<u>60,000</u>	<u>804</u>	<u>50,340</u>

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	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
<i>Other receivables and prepayments</i>								
Prepayments to suppliers								
— Third parties	11,631	1,894	44,830	247,116	159	10	13,148	18,008
— Subsidiaries	—	—	—	—	—	10,818	5,868	116,821
Deposits	1,669	1,618	5,534	5,994	659	503	5,507	5,436
VAT recoverable	26,610	27,390	12,556	46,382	11,115	3,072	1,592	1,816
Loans receivables from third parties (<i>Note iv</i>)	—	9,350	146,688	148,676	—	7,750	144,005	146,024
Loan receivable from a non-controlling shareholder of a subsidiary (<i>Note v</i>) . . .	—	—	25,112	25,617	—	—	—	—
Amounts due from related parties (<i>Note vi</i>)	3,020	—	14,707	—	—	—	14,707	—
Amounts due from subsidiaries (<i>Note vii</i>)	—	—	—	—	1	30,167	41,808	207,029
Prepayments and deferred expenses for product insurances	—	6,725	6,725	6,725	—	6,725	6,725	6,725
Others	6,143	10,284	19,461	36,958	55	6,324	6,919	15,378
Deferred issue costs	—	—	2,484	4,234	—	—	2,484	4,234
	49,073	57,261	278,097	521,702	11,989	65,369	242,763	521,471
Less: impairment loss allowance for other receivables (<i>Note ix</i>) .	—	(465)	(1,634)	(1,300)	—	(465)	(728)	(446)
	49,073	56,796	276,463	520,402	11,989	64,904	242,035	521,025
Total	204,439	749,820	1,174,007	1,249,819	59,946	211,955	296,710	767,854
Analysed as:								
Non-current	—	6,725	6,725	6,725	—	6,725	6,725	6,725
Current	204,439	743,095	1,167,282	1,243,094	59,946	205,230	289,985	761,129
	204,439	749,820	1,174,007	1,249,819	59,946	211,955	296,710	767,854
Contract assets for sales of products, analysed as current	22,161	85,105	124,898	116,626	4,817	4,882	22,344	25,121
Less: impairment loss allowance (<i>Note ix</i>)	(618)	(2,018)	(6,533)	(5,613)	(193)	(671)	(908)	(1,150)
Contract assets, net (<i>Notes i, ii</i>)	21,543	83,087	118,365	111,013	4,624	4,211	21,436	23,971

Notes:

- i. As at 1 January 2023, trade receivables from contracts with customers net of allowance for credit losses amounted to RMB45,874,000 and RMB24,672,000, respectively, for the Group and the Company.

The contract assets of the Group and the Company relate to the rights to consideration for sales of integrated ESS solutions and ESS products delivered and not billed because the rights are conditioned on the future performance of the Group and the Company. The Group and the Company typically receive certain percentages of the total contact amount as deposit before delivery of the relevant integrated ESS solutions and ESS products (see note 23) and the remaining consideration is payable no more than 180 days after the delivery and acceptance of the goods by customers in general. The Group and the

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Company typically agree to a retention period of one year for sales of integrated ESS solutions and ESS products for no more than 10% of the contract values. This amount is included in contract assets until the end of the retention period as the Group’s and the Company’s entitlement to this final payment is conditioned on satisfactory performance of the relevant goods sold. The contract assets are transferred to trade receivables when the rights become unconditional. The Group and the Company classify these contract assets as current because the Group and the Company expect to realise them in its normal operating cycle.

The significant increase in the Group’s contract assets during the Track Record Period and the Company’s contract assets during the year ended 31 December 2025 was mainly due to increase in sales of integrated ESS solutions and ESS products of the Group and the Company, which correspondingly resulted in significant increases in the retention amounts.

Included in the balance of trade receivables and contract assets as at 31 December 2024 was a total amount of RMB840,000 due from 陝西致信博衍電力工程有限公司 (Shaanxi Zhixin Boyan Electric Power Engineering Co, Ltd., being translation for identification purpose only) (“**Zhixin Boyan Electric Power**”), an entity controlled by Mr. Wang and Ms. Zhang. The balance was fully settled during the year ended 31 December 2025.

- ii. The following is an aged analysis of trade receivables at amortised cost, net of impairment loss allowance, presented based on the revenue recognition dates at the end of each reporting period.

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Within 180 days	69,317	601,454	732,609	481,968	23,561	79,833	30,086	167,096
181 days to one year	31,646	11,140	42,256	108,288	24,239	7,035	—	6,296
Over one year	2,849	9,604	52,385	74,563	157	183	23,785	23,097
	103,812	622,198	827,250	664,819	47,957	87,051	53,871	196,489

The following is an aged analysis of contract assets, net of impairment loss allowance, presented based on the revenue recognition dates at the end of each reporting period.

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Within 180 days	14,495	63,749	60,925	57,561	1,733	65	2,481	4,597
181 days to one year	4,278	9,377	17,226	27,039	2,650	1,709	15,017	17,259
Over one year	2,770	9,961	40,214	26,413	241	2,437	3,938	2,115
	21,543	83,087	118,365	111,013	4,624	4,211	21,436	23,971

- iii. The following is an aged analysis of bills receivables at FVTOCI, net of impairment loss allowance, presented based on the issue dates of the bills at the end of each reporting period.

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Within 180 days	51,554	70,826	70,294	64,598	—	60,000	804	50,340

- iv. The amounts as at 31 December 2024 and 2025 and 30 April 2026 are non-trade in nature, interest bearing at 4% per annum, unsecured and repayable within one year.
- v. The amount of the Group as at 31 December 2025 and 30 April 2026 is non-trade in nature, interest bearing at 12% per annum, unsecured and repayable within one year.

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vi. Details of the amounts of the Group are as follows:

	Maximum amounts due from the related parties during								
	At 1 January	At 31 December				Year ended 31 December			
	2023 RMB'000	2023 RMB'000	2024 RMB'000	2025 RMB'000	2026 RMB'000	2023 RMB'000	2024 RMB'000	2025 RMB'000	Four months ended 30 April 2026 RMB'000
深圳市致信博衍投资控股有限公司(Shenzhen Zhixin Boyan Investment Holding Co., Ltd., being translation for identification purpose only) (“Zhixin Boyan”)	3,320	3,020	—	160	—	7,020	6,980	6,800	160
深圳市致信雲投新能源有限公司(Shenzhen Zhixin Yuntou New Energy Co., Ltd., being translation for identification purpose only) (“Zhixin Yuntou”)	—	—	—	14,547	—	—	—	22,005	14,559
	<u>3,320</u>	<u>3,020</u>	<u>—</u>	<u>14,707</u>	<u>—</u>	<u>7,020</u>	<u>6,980</u>	<u>22,005</u>	<u>160</u>

Both Zhixin Boyan and Zhixin Yuntou are controlled by Mr. Wang and Ms. Zhang. The amounts are non-trade in nature, interest bearing at 4% per annum, unsecured and repayable within one year. These amounts have been fully settled during the four months ended 30 April 2026.

vii. The amounts of the Company are non-trade in nature, interest free, unsecured and repayable on demand.

viii. Transfers of financial assets

The following were the Group’s and the Company’s financial assets as at 31 December 2023, 2024 and 2025 and 30 April 2026 that were transferred to a financial institution or suppliers by discounting/endorsing on a full recourse basis. As the Group and the Company has not transferred the significant risks and rewards, it continues to recognise the full carrying amount and has recognised the cash received on the transfer as a collateralised borrowing (see note 24). These financial assets are carried at amortised cost in the statements of financial position.

The Group

	At 31 December				At 30 April	
	2023	2024		2025	2026	
	Bills endorsed to suppliers with full recourse	Bills discounted to a financial institution with full recourse	Bills endorsed to suppliers with full recourse	Total	Bills endorsed to suppliers with full recourse	Bills endorsed to suppliers with full recourse
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Carrying amount of transferred assets	1,223	60,000	10,157	70,157	102,141	47,640
Carrying amount of associated liabilities	(1,223)	(60,000)	(10,157)	(70,157)	(102,141)	(47,640)
	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>

The Company

As at 31 December 2024 and 30 April 2026, the Company had discounted bills receivables of RMB60,000,000 and RMB50,000,000, to a financial institution and a bank under full recourse, respectively. The carrying amounts of the transferred assets as at 31 December 2024 and 30 April 2026 is RMB60,000,000 and RMB50,000,000, respectively. The carrying amounts of the associated liabilities as at 31 December 2024 and 30 April 2026 is RMB60,000,000 and RMB49,533,000, respectively.

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ix. Impairment loss allowance on trade receivables, bills receivables at FVTOCI, contract assets and other receivables

Movements of impairment loss allowance for trade receivables at lifetime ECL for the Track Record Period:

	The Group	The Company
	Lifetime ECL (not credit-impaired)	Lifetime ECL (not credit-impaired)
	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2023	407	219
Impairment loss allowance recognised	1,198	553
At 31 December 2023	1,605	772
Impairment loss allowance recognised (reversed)	2,139	(394)
At 31 December 2024	3,744	378
Impairment loss allowance recognised	6,626	3,512
At 31 December 2025	10,370	3,890
Impairment loss allowance recognised	10,127	3,310
At 30 April 2026	20,497	7,200

The significant increase in the Group’s and the Company’s impairment loss allowance for trade receivables for the year ended 31 December 2025 and the four months ended 30 April 2026 was mainly due to the increase in the total gross carrying amounts of trade receivables and the gross carrying amounts of trade receivables over 180 days as at 31 December 2025 and 30 April 2026.

Movements of impairment loss allowance for bills receivables at FVTOCI at 12m ECL for the Track Record Period:

	The Group
	12m ECL
	<i>RMB’000</i>
At 1 January 2023, 31 December 2023 and 31 December 2024	—
Impairment loss allowance recognised	705
At 31 December 2025	705
Impairment loss allowance reversed	(289)
At 30 April 2026	416

The Company

There was no impairment loss allowance recognised for the Company’s bills receivables at FVTOCI at 12m ECL for the Track Record Period.

Movements of impairment loss allowance for other receivables for the Track Record Period:

	The Group	The Company
	12m ECL	12m ECL
	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2023 and 31 December 2023	—	—
Impairment loss allowance recognised	465	465
At 31 December 2024	465	465
Impairment loss allowance recognised	1,169	263
At 31 December 2025	1,634	728
Impairment loss allowance reversed	(334)	(282)
At 30 April 2026	1,300	446

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Movements of impairment loss allowance for contract assets at lifetime ECL for the Track Record Period:

	The Group	The Company
	Lifetime ECL (not credit-impaired)	Lifetime ECL (not credit-impaired)
	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2023	—	—
Impairment loss allowance recognised	618	193
At 31 December 2023	618	193
Impairment loss allowance recognised	1,400	478
At 31 December 2024	2,018	671
Impairment loss allowance recognised	4,515	237
At 31 December 2025	6,533	908
Impairment loss allowance (reversed) recognised	(920)	242
At 30 April 2026	5,613	1,150

The significant increase in the Group’s impairment loss allowance for contract assets for the year ended 31 December 2025 was mainly due to the increase in the total gross carrying amounts of contract assets and the gross carrying amounts of contract assets over 180 days as at 31 December 2025.

Details of currency risk and impairment assessment of trade, bills and other receivables and contract assets are set out in note 35.

21. RESTRICTED BANK DEPOSITS/CASH AND CASH EQUIVALENTS

The Group’s and the Company’s restricted bank deposits are deposited to banks for the issue of bills payables, bank borrowings and letters of credit that are due within one year from the end of the respective reporting periods by the Group and the Company and are therefore classified as current assets other than the amount of RMB41,000,000 and RMB38,000,000 of the Group and the Company as at 31 December 2025 and 30 April 2026, respectively, for security for long-term bank borrowings and are therefore classified as non-current assets. These restricted bank deposits will be released upon the settlement of relevant bills payables, bank borrowings and letters of credit.

Bank balances and restricted bank deposits carry interest at market rates ranging from 0.20% to 1.70%, 0.10% to 1.30%, 0.00% to 1.20% and 0.00% to 1.45% per annum as at 31 December 2023, 2024 and 2025 and 30 April 2026, respectively.

22. TRADE, BILLS AND OTHER PAYABLES

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables (<i>Note i</i>)								
— Third parties	294,468	892,098	1,168,734	956,000	54,490	75,396	15,733	18,014
— Subsidiaries	—	—	—	—	43,591	10,054	59,783	125,251
	294,468	892,098	1,168,734	956,000	98,081	85,450	75,516	143,265
Bills payables (<i>Note ii</i>)								
— Third parties	126,349	63,780	653,743	643,567	32,431	9,700	50,398	52,514
— Subsidiaries	—	—	—	—	—	53,780	33,000	29,507
	126,349	63,780	653,743	643,567	32,431	63,480	83,398	82,021
Salaries and wages payables . .	3,066	7,350	10,955	4,314	475	4,167	6,877	2,788
Other taxes payables	6,916	6,126	17,267	26,550	707	2,751	6,309	8,452

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	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Payables for purchases of property, plant and equipment	1,392	11,773	16,610	15,339	—	20	5	22
Payables for product insurances	—	5,391	—	—	—	5,391	—	—
Other payables	5,916	4,403	1,299	6,771	283	509	402	282
Accrued [REDACTED] and issue costs	—	—	[REDACTED]	[REDACTED]	—	—	[REDACTED]	[REDACTED]
Amounts due to subsidiaries (Note iii)	—	—	—	—	—	—	170,937	113,811
	17,290	35,043	48,276	53,820	1,465	12,838	186,675	126,201
	438,107	990,921	[REDACTED]	[REDACTED]	131,977	161,768	[REDACTED]	[REDACTED]

Notes:

- i. Payment terms with suppliers are mainly on credit within 180 days from the time when the goods are received from the suppliers. The following is an aged analysis of trade payables presented based on the invoice dates at the end of each reporting period:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Within 180 days	285,292	708,439	776,428	577,654	96,576	80,904	51,789	129,148
181 days to one year	2,980	27,516	218,307	110,735	180	133	19,817	6,213
Over one year	6,196	156,143	173,999	267,611	1,325	4,413	3,910	7,904
	294,468	892,098	1,168,734	956,000	98,081	85,450	75,516	143,265

- ii. Bills payables represent payables that are trade in nature of which the Group and the Company issued bills to the relevant suppliers for settlement of these trade debts. The suppliers (or the then holders) of these bills may request for settlements of the invoiced amounts from the issuing banks on the maturity dates of the bills. The Group and the Company continue to recognise these trade payables as the Group and the Company are obliged to make payments to the relevant banks on due dates of the bills under the same conditions as agreed with the suppliers without further extension. In the consolidated statements of cash flows, settlements of these bills by the Group are included as operating cash flows based on the nature of the arrangements.

The aging of bills payables of the Group and the Company as at 31 December 2023, 2024 and 2025 and 30 April 2026 is within 180 days.

- iii. The amounts of the Company are non-trade in nature, interest free, unsecured and repayable on demand.

23. CONTRACT LIABILITIES

	The Group					The Company				
	At 1 January	At 31 December			At 30 April	At 1 January	At 31 December			At 30 April
	2023	2023	2024	2025	2026	2023	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Amounts received in advance for sales of products	89,445	37,888	26,362	144,060	212,412	4,000	4,975	19,962	29,544	45,679

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The following table shows the revenue recognised relates to carried-forward contract liabilities at the beginning of the respective reporting period:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Sales of products	89,445	35,454	23,929	65,279	4,000	2,541	17,529	14,368

The Group and the Company normally requires certain customers to pay certain percentages of total consideration as advance payment as part of credit risk management policies, which represents the Group’s and the Company’s obligation to transfer goods or services to a customer for which the Group and the Company had received consideration from the customer.

Contract liabilities that are expected to be settled within the Group’s and the Company’s normal operating cycle are classified as current liabilities based on the Group’s and the Company’s earliest obligation to transfer goods to the customers.

The significant decrease in the Group’s contract liabilities for the years ended 31 December 2023 and 2024 was mainly due to the general decrease in proportion of received in advance for sales of products for contracts entered into in these two years. The significant increase in the Group’s contract liabilities for the year ended 31 December 2025 and the four months ended 30 April 2026 was mainly due to the expansion of the Group and increased amounts of advances received from new contracts.

The significant increase in the Company’s contract liabilities for the years ended 31 December 2024 and 2025 and the four months ended 30 April 2026 was mainly due to the expansion of the Company and increased amounts of advances received from new contracts.

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24. BANK AND OTHER BORROWINGS

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Bank borrowings								
— unsecured and guaranteed								
(Note i)	36,098	77,430	152,034	511,743	25,098	59,530	92,600	333,100
— secured and unguaranteed								
(Note ii)	—	—	50,844	48,800	—	—	—	49,533
— secured and guaranteed								
(Notes i, ii)	—	—	20,000	—	—	—	—	—
Other borrowings								
— unsecured and unguaranteed								
(Note iii)	—	1,300	1,250	5,234	—	—	1,200	—
— secured and unguaranteed								
(Note ii)	10,752	60,326	—	—	—	60,000	—	—
	<u>46,850</u>	<u>139,056</u>	<u>224,128</u>	<u>565,777</u>	<u>25,098</u>	<u>119,530</u>	<u>93,800</u>	<u>382,633</u>
Analysed as:								
Interest-free borrowings	—	1,300	50	5,234	—	—	—	—
Fixed-rate borrowings (Note								
iv)	<u>46,850</u>	<u>137,756</u>	<u>224,078</u>	<u>560,543</u>	<u>25,098</u>	<u>119,530</u>	<u>93,800</u>	<u>382,633</u>
	<u>46,850</u>	<u>139,056</u>	<u>224,128</u>	<u>565,777</u>	<u>25,098</u>	<u>119,530</u>	<u>93,800</u>	<u>382,633</u>
The carrying amounts of bank								
borrowings are repayable:								
Within one year	36,098	77,430	186,128	528,243	25,098	59,530	92,600	382,633
Within a period of more than								
one year but not exceeding								
two years	—	—	36,750	32,300	—	—	—	—
The carrying amounts of other								
borrowings are repayable:								
Within one year	10,426	61,626	1,250	5,234	—	60,000	1,200	—
Within a period of more than								
one year but not exceeding								
two years	<u>326</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>
	<u>46,850</u>	<u>139,056</u>	<u>224,128</u>	<u>565,777</u>	<u>25,098</u>	<u>119,530</u>	<u>93,800</u>	<u>382,633</u>
Less: Amounts due within one								
year shown under current								
liabilities	<u>(46,524)</u>	<u>(139,056)</u>	<u>(187,378)</u>	<u>(533,477)</u>	<u>(25,098)</u>	<u>(119,530)</u>	<u>(93,800)</u>	<u>(382,633)</u>
Amounts shown under								
non-current liabilities	<u>326</u>	<u>—</u>	<u>36,750</u>	<u>32,300</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>

Notes:

- These bank borrowings of the Group and the Company are guaranteed by Mr. Wang or Ms. Zhang. [These guarantees [have] [been] [released] before the [REDACTED] of the shares of the Company on the Stock Exchange.]
- These borrowings of the Group and the Company were secured by property, plant and equipment, right-of-use assets, bills receivables at FVTOCI and restricted bank deposits as set out in note 30.

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iii. Details of the amounts of the Group and the Company are as follows:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
上海時維易泰儲能科技有限公司 (Shanghai Shiwei Yitai Energy Storage Technology Co., Ltd., being translation for identification purpose only) (“Shiwei Yitai”)	—	1,200	50	50	—	—	—	—
上海時維易能管理諮詢有限公司 (Shanghai Shiwei Yineng Management Consulting Co., Ltd., being translation for identification purpose only) (“Shiwei Yineng”)	—	100	—	—	—	—	—	—
Zhixin Boyan	—	—	1,200	—	—	—	1,200	—
威海國際經濟技術合作股份有限 公司 (Weihai International Economic & Technical Cooperative Co., Ltd., being translation for identification purpose only)	—	—	—	5,184	—	—	—	—
	—	1,300	1,250	5,234	—	—	1,200	—

Both Shiwei Yitai and Shiwei Yineng are non-controlling shareholders of a non-wholly owned subsidiary of the Company.

iv. The ranges of effective interest rates (which are also equal to contracted interest rates) on the Group’s and the Company’s bank and other borrowings are as follows:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
Fixed-rate borrowings	3.65% – 12.69%	1.30% – 12.69%	1.80% – 4.00%	1.83% – 3.50%	3.65% – 4.36%	1.30% – 3.90%	1.80% – 4.00%	1.92% – 3.30%

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25. PROVISIONS

The Group

	Warranty provision
	<i>RMB’000</i>
At 1 January 2023	299
Additional provision in the year	594
Utilisation of provision	(204)
At 31 December 2023	689
Additional provision in the year	1,500
Utilisation of provision	(543)
At 31 December 2024	1,646
Additional provision in the year	3,063
Utilisation of provision	(724)
At 31 December 2025	3,985
Additional provision in the period	1,530
Utilisation of provision	(528)
At 30 April 2026	4,987

	At 31 December			At 30 April
	2023	2024	2025	2026
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Analysed for reporting purposes as:				
Current liabilities	244	487	966	1,246
Non-current liabilities	445	1,159	3,019	3,741
	689	1,646	3,985	4,987

The Group makes a provision for product warranty for the sales of integrated ESS solutions and ESS products. The provision amount takes into account the Group’s recent claims, past warranty data and the weight of all possible outcomes and their related probabilities. As the Group continues to upgrade its product design and introduce new models, the recent claims may not represent the claims in the future for the sales in the past. When the future costs and the probability of incurring warranty claims are higher or lower than expected and where events or circumstances that indicating the amount of warranty provision may not be adequate or excessive, such impact will affect the profit and loss in the years/periods in which such estimate has been changed.

26. REDEMPTION LIABILITIES

In April 2023, the Company entered into a shareholders’ agreement with certain independent investors for subscription of certain shares the Company with certain preferential rights in the Company (as set out below) (the “**Series A Shares**”). The Company had received all investment funds for the Series A Shares by June 2023.

On 1 December 2025, the obligations of the Company arising from the redemption rights and liquidation preferences attached to the Series A Shares were terminated pursuant to a supplementary agreement to the shareholders’ agreement entered into between the Company and each of the respective investors whereas Mr. Wang, Ms. Zhang, or an entity controlled thereby, but not the Company or any of

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the Company’s subsidiaries, will bear the relevant obligations arising from these redemption rights and liquidation preferences, [irrespective of whether the H Shares of the Company be [REDACTED] on the Stock Exchange].

The key terms of the Series A Shares prior to the termination of the obligations of the Company arising from the redemption rights and liquidation preferences are summarised as follows:

Redemption rights

Upon the occurrence of certain events as stipulated in the shareholders’ agreement, any holder of the Series A Shares may require the Company and/or the Controlling Shareholders, existing shareholders, individually or collectively to redeem any or all of the outstanding shares held by such holders at the redemption price equal to the original investment amount, plus an interest at an annual rate of 8.5% calculating from the issuance date, less any dividend collected by such holders.

Liquidation preferences

In the event of any liquidation including but not limited to insolvency liquidation, dissolving liquidation and deemed liquidation (as stipulated in the relevant shareholders’ agreement), the holders of the Series A Shares shall be entitled to receive the amount equal to the original investment amount, plus an interest at an annual rate of 8.5% calculating from the issuance date, less any dividend collected by such holders. After the holders of the Series A Shares have fully received their liquidation preference amounts, the remaining distributable liquidation assets (if any) shall be distributed among all shareholders of the Company (including the holders of the Series A Shares) in proportion to their respective paid-in capital contributions.

The movements of the redemption liabilities are as follows:

The Group and the Company

	<i>RMB’000</i>
At 1 January 2023	—
Recognition of redemption liabilities	41,000
Changes in carrying amounts of redemption liabilities	6,115
At 31 December 2023	47,115
Changes in carrying amounts of redemption liabilities	8,246
At 31 December 2024	55,361
Changes in carrying amounts of redemption liabilities	5,078
Derecognition of redemption liabilities	(60,439)
At 31 December 2025 and 30 April 2026	—

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27. LEASE LIABILITIES

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Lease liabilities payable:								
Within one year.	8,083	8,107	9,989	12,166	1,183	1,586	1,967	1,988
Within a period of more than one year but not exceeding two years.	6,416	3,042	5,066	7,825	1,249	691	2,117	2,140
Within a period of more than two years but not exceeding five years.	4,686	3,211	1,388	2,557	323	292	965	209
Within a period of more than five years.	10,817	9,243	—	—	—	—	—	—
	30,002	23,603	16,443	22,548	2,755	2,569	5,049	4,337
Less: amounts due for settlement within 12 months shown under current liabilities.	(8,083)	(8,107)	(9,989)	(12,166)	(1,183)	(1,586)	(1,967)	(1,988)
Amounts due for settlement after 12 months shown under non-current liabilities	21,919	15,496	6,454	10,382	1,572	983	3,082	2,349

The ranges of incremental borrowing rates on the Group’s and the Company’s lease liabilities are as follows:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Incremental borrowing rates.	5.28%–8.72%	3.72%–8.72%	3.20%–6.63%	3.27%–6.63%	3.85%–5.55%	3.85%–5.55%	3.27%–3.27%	3.27%–3.27%

28. PAID-IN CAPITAL/SHARE CAPITAL OF THE COMPANY

Paid-in capital/share capital is generated from founders’ and investors’ capital injection. The excess of total consideration raised over the paid-in capital/share capital was credited to the Company’s capital reserve.

	RMB'000
Fully paid capital.	
At 1 January 2023	16,040
Capital injections (Note i).	15,581
At 31 December 2023 and 2024	31,621
Conversion into a joint stock company with limited liability of the Company	379
At 2 December 2025 immediately before conversion into joint stock limited liability company	32,000

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Upon conversion into a joint stock limited liability company in December 2025, the then registered capital of the Company was converted into 32,000,000 ordinary shares of the Company of a nominal value of RMB1.00 each, which were subscribed by all the then investors of the Company in proportion to their respective equity interests in the Company immediately before the conversion.

Particulars of the share capital of the Company are set out as follows:

	Number of shares	Nominal value of shares RMB’000
<i>Ordinary shares of RMB1.00 each, authorised:</i>		
Issue of ordinary shares upon conversion into joint stock limited liability company on 2 December 2025	32,000,000	32,000
Issue of new shares (<i>Note ii</i>)	3,200,000	3,200
At 31 December 2025 and 30 April 2026	<u>35,200,000</u>	<u>35,200</u>
<i>Ordinary shares of RMB1.00 each, fully paid:</i>		
Issue of ordinary shares upon conversion into joint stock limited liability company on 2 December 2025	32,000,000	32,000
Issue of new shares (<i>Note ii</i>)	1,600,000	1,600
At 31 December 2025	33,600,000	33,600
Issue of new shares (<i>Note ii</i>)	1,600,000	1,600
At 30 April 2026	<u>35,200,000</u>	<u>35,200</u>

Notes:

i. During the year ended 31 December 2023, the founders of the Company made an aggregate capital contribution of RMB13,960,000 to the Company and the entire balance was credited to the Company’s paid-in capital. Pursuant to the shareholders’ agreement entered into in the same year for the Series A Shares, certain investors also made an aggregate capital contribution of RMB41,000,000 to the Company in 2023, of which RMB1,621,000 was credited to the Company’s paid-in capital and the remaining RMB39,379,000 was credited to capital reserve.

ii. Pursuant to an shareholders’ agreement entered into during the year ended 31 December 2025, three investors have agreed to make an aggregate capital contribution of RMB200,000,000 to the Company, of which RMB3,200,000 would be credited to the Company’s share capital and the remaining RMB196,800,000 would be credited to capital reserve.

One of these investors has injected RMB100,000,000 to the Company during the year ended 31 December 2025, of which RMB1,600,000 was credited to the share capital of the Company and the remaining RMB98,400,000 was credited to capital reserve.

The other two investors have injected the remaining RMB100,000,000 to the Company during the four months ended 30 April 2026, of which RMB1,600,000 was credited to the share capital of the Company and the remaining RMB98,400,000 was credited to capital reserve. Pursuant to the shareholders’ agreement, these two investors became shareholders of the Company upon their capital injection in full during the four months ended 30 April 2026. At 31 December 2025, the administrative procedures for the change in the share capital of the Company had been completed prior to the completion of capital injection by these two investors. Accordingly, authorised but not yet paid share capital of the Company at 31 December 2025 amounted to RMB1,600,000 and being paid up during the four months ended 30 April 2026.

iii. [On [•] 2026, a resolution was passed by the then shareholders of the Company, pursuant to which each of the share of the Company with a nominal value of RMB1.00 each shall be sub-divided into 10 shares with a nominal value of RMB0.10 each, and shall take effect immediately before the [REDACTED] of the shares of the Company on the Stock Exchange, upon which the share capital of the Company shall be RMB[REDACTED] divided into [REDACTED] shares with a nominal value of RMB0.10 per share, which will be held on all the then shareholders of the Company in proportion to their respective shareholding interests in the Company.]

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29. SHARE-BASED PAYMENTS

Equity-settled share-based payments before the Track Record Period

In 2022, certain shares in a limited liability partnership held and controlled by Mr. Wang and Ms. Zhang, which directly held certain paid-in capital of the Company, were issued for the purpose of providing incentives and rewards to better aligning the interests of certain senior management (all of which are not directors of the Company) and the Group whereas eligible persons obtained partnership interests of the said limited liability partnership through transfer of interest therein from Mr. Wang and Ms. Zhang. Shares in this limited liability partnership granted to each eligible participant in 2022 were vested and exercised in the same year. The aggregate fair value of the shares as at the grant date was RMB9,612,000. The grantees became limited partners of the said limited liability partnership.

The fair value of the shares granted in 2022 was estimated using the equity value allocation model by an independent valuer, 艾華迪商務諮詢(深圳)有限公司 (Avista Business Consulting (Shenzhen) Co., Ltd., being translation for identification purpose only), registered at Room 201, Block A, No. 1 Qianwan 1st Road, Qianhai Shenzhen Hong Kong Cooperation Zone, Shenzhen, as of the grant date. The shares granted were considered as equity-settled share-based payments by the Group. The Group recognised a total expense of RMB9,612,000 for the year ended 31 December 2022. As the grantees held the shares of the said limited liability partnership, being an indirect shareholder of the Company, where the relevant shares were first transferred from certain shareholders of the Company the issuance of the shares is regarded as a contribution from shareholders and was credited to the equity.

Pre-[REDACTED] Share Option Incentive Scheme

On 8 January 2026, the pre-[REDACTED] share option incentive scheme (the “Pre-[REDACTED] Share Option Incentive Scheme”) was approved and adopted by the Company, pursuant to which the board of directors of the Company is authorized to determine the exercise price of options granted and implement, amend, suspend and terminate the Pre-[REDACTED] Share Option Incentive Scheme within the scope authorised by the shareholders’ meeting of the Company held on the same date. Under the Pre-[REDACTED] Share Option Incentive Scheme, options may be granted to the eligible participants, including directors of the Company and eligible employees and consultants of the Group. The purposes of the Pre-[REDACTED] Share Option Incentive Scheme are to improve the corporate governance structure, establish and improve our Group’s long-term incentive mechanism, attract and retain the directors, senior management, core management and key personnel of the Group, fully mobilize their enthusiasm and creativity to enhance the cohesion of the core team and core competitiveness of the Group, so as to realise the development strategies and business objectives of the Group.

The maximum number of shares to be granted under the Pre-[REDACTED] Share Option Incentive Scheme shall not exceed 5% of the total issued share capital of the Company at the time when the Pre-[REDACTED] Share Option Incentive Scheme is approved. The options granted under the Pre-[REDACTED] Share Option Incentive Scheme will entitle the grantees to subscribe for unlisted domestic shares and/or H Shares to be issued by the Company after the [REDACTED] of the shares of the Company on the Stock Exchange or H Shares repurchased from the market. The Pre-[REDACTED] Share Option Incentive Scheme shall be valid and effective from the date of grant until all options granted thereunder have either been exercised in full or cancelled, subject to a maximum term of ten years from the date of grant. All of the options must be granted before the [REDACTED] of the shares of the Company on the Stock Exchange. The options granted to each grantee are divided into three tranches, and shall vest on the first, second and third anniversary of the date of grant based on the Company’s assessment of each grantee’s actual performance in the year prior to the relevant vesting date. The employee shall remain employment with the Company upon completion of a qualified [REDACTED] (the “[REDACTED]”) of the Company. In any event, no option shall become exercisable before the date of [REDACTED] of the shares of the Company on the Stock Exchange.

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On 8 January 2026, [REDACTED] options assuming that the H Share subdivision on a one-for-[REDACTED] basis had been completed, were granted to certain grantees under the Pre-[REDACTED] Share Option Incentive Scheme, which includes two directors, four senior management members (other than directors), and certain other employees and consultants of the Group. The exercise price of the share option is RMB[2.841] assuming that the H Share subdivision on a one-for-[REDACTED] basis had been completed. The fair values of the options granted is estimated to be RMB29,941,000 by using the Black-Scholes option pricing model by an independent valuer, Avista Business Consulting (Shenzhen) Co., Ltd.. Key inputs to the fair value model include fair value of underlying share price of the Company of RMB[3.416] assuming that the H Share subdivision on a one-for-[REDACTED] basis had been completed, risk-free interest rate of 1.47% to 1.65% per annum, expected volatility of 54.89% to 61.41% and expected dividend yield of nil.

The directors of the Company estimated the risk-free rate based on the yield of the China government bonds with a maturity life close to the option life of the share option. Expected volatility was estimated at grant date based on the average historical volatilities of the comparable companies with length commensurable to the time of maturity of the share options. Expected dividend yield is based on management estimation at the grant date.

As the vesting of the share options is contingent on completion of a qualified [REDACTED], in the opinion of the directors of the Company, no share-based payment expense shall be recognised unless and until the completion of a qualified [REDACTED] becomes probable. As a result, no share-based payments expense was recognised in the consolidated statements of profit or loss and other comprehensive income during the four months ended 30 April 2026.

During the four months ended 30 April 2026, two employees of the Group resigned and [REDACTED] options assuming that the H Share subdivision on a one-for-[REDACTED] basis had been completed under the Pre-[REDACTED] Share Option Incentive Scheme have been lapsed accordingly. Other than that no share option under the Pre-[REDACTED] Share Option Incentive Scheme has been cancelled, lapsed, expired or exercised during the Track Record Period.

30. PLEDGE OF ASSETS

The following assets have been pledged to various banks and other financial institutions for bank and other borrowings and the issue of bills payables at the end of each reporting period:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Property, plant and equipment . .	10,013	8,867	—	—	—	—	—	—
Right-of-use assets	—	—	15,712	—	—	—	—	—
Bills receivables at FVTOCI . . .	42,019	60,000	—	—	—	60,000	—	50,000
Restricted bank deposits	79,022	30,191	665,753	690,727	9,729	19,487	79,228	83,819
	131,054	99,058	681,465	690,727	9,729	79,487	79,228	133,819

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31. CAPITAL COMMITMENTS

The Group had capital commitments for acquisition of property, plant and equipment under non-cancellable contracts as follows:

	At 31 December			At 30 April
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Contracted for but not provided in the Historical Financial Information	18,256	34,272	10,633	45,357

32. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

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

	Lease liabilities	Bank and other borrowings	Redemption liabilities	Deferred issue costs and accrued issue costs	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	24,893	10,648	—	—	35,541
Financing cash flows	(9,179)	34,186	41,000	—	66,007
<i>Non-cash changes</i>					
Addition of leases	12,002	—	—	—	12,002
Changes in carrying amounts of redemption liabilities	—	—	6,115	—	6,115
Interest expenses	2,286	2,016	—	—	4,302
At 31 December 2023	30,002	46,850	47,115	—	123,967
Financing cash flows	(10,995)	88,861	—	—	77,866
<i>Non-cash changes</i>					
Addition of leases	2,808	—	—	—	2,808
Changes in carrying amounts of redemption liabilities	—	—	8,246	—	8,246
Interest expenses	1,788	3,345	—	—	5,133
At 31 December 2024	23,603	139,056	55,361	—	218,020
Financing cash flows	(7,326)	136,887	—	(1,937)	127,624
<i>Non-cash changes</i>					
Addition of leases	14,542	—	—	—	14,542
Termination of leases	(15,436)	—	—	—	(15,436)
Settlements of bills receivables by issuers upon maturities to a financial institution previously discounted by the Group	—	(60,000)	—	—	(60,000)
Changes in carrying amounts of redemption liabilities	—	—	5,078	—	5,078
Derecognition of redemption liabilities	—	—	(60,439)	—	(60,439)
Interest expenses	1,060	8,185	—	—	9,245
Deferred issue costs	—	—	—	2,484	2,484

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	Lease liabilities	Bank and other borrowings	Redemption liabilities	Deferred issue costs and accrued issue costs	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 31 December 2025	16,443	224,128	—	547	241,118
Financing cash flows	(2,184)	338,473	—	(2,070)	334,219
<i>Non-cash changes</i>					
Addition/modification of leases	8,043	—	—	—	8,043
Interest expenses.	246	3,176	—	—	3,422
Deferred issue costs	—	—	—	1,750	1,750
At 30 April 2026	<u>22,548</u>	<u>565,777</u>	<u>—</u>	<u>227</u>	<u>588,552</u>
At 1 January 2025	23,603	139,056	55,361	—	218,020
Financing cash flows (unaudited)	(1,629)	61,500	—	—	59,871
<i>Non-cash changes</i>					
Addition of leases (unaudited)	4,782	—	—	—	4,782
Termination of leases (unaudited)	(13,805)	—	—	—	(13,805)
Settlements of bills receivables by issuers upon maturities to a financial institution previously discounted by the Group (unaudited)	—	(60,000)	—	—	(60,000)
Changes in carrying amounts of redemption liabilities (unaudited)	—	—	(427)	—	(427)
Interest expenses (unaudited)	217	900	—	—	1,117
At 30 April 2025 (unaudited)	<u>13,168</u>	<u>141,456</u>	<u>54,934</u>	<u>—</u>	<u>209,558</u>

33. RETIREMENT BENEFITS PLANS

In accordance with the rules and regulations in the Chinese Mainland, the employees of the Group based in the Chinese Mainland participate in various defined contribution retirement benefit plans organized by the relevant municipal and provincial governments in the Chinese Mainland under which the Group and the relevant employees are required to make monthly contributions to these plans calculated at a certain percentage of the employees’ salaries.

The municipal and provincial governments undertake to assume the retirement benefit obligations of all existing and future retired Chinese Mainland-based employees’ payable under the plans described above. Other than the monthly contributions, the Group has no further obligation for the payment of retirement and other post-retirement benefit of its employees. The assets of these plans are held separately from those of the Group in independently administrated funds managed by the PRC government. The contributions to these plans are recognised as employee benefit charged to profit or loss and capitalized where applicable.

The retirement benefits made by the Group overseas are in accordance with the relevant local regulations.

The total cost charged to profit or loss in respect of the above-mentioned schemes amounted to approximately RMB1,645,000, RMB3,017,000, RMB4,256,000, RMB1,397,000 (unaudited) and RMB1,611,000 for the years ended 31 December 2023, 2024 and 2025 and the four months ended 30 April 2025 and 2026, respectively.

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34. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that the group entities will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance. The Group’s overall strategy remains unchanged.

The capital structure of the Group consists of net debt, which includes bank and other borrowings, redemption liabilities and lease liabilities disclosed in notes 24, 26 and 27, respectively, net of cash and cash equivalents, and equity attributable to owners of the Company, comprising issued share capital and various reserves.

The management of the Group reviews the capital structure from time to time. As a part of this review, the management of the Group considers the cost of capital and the risks associated with its capital. Based on recommendations of the management of the Group, the Group will balance its overall capital structure through the issue of new shares, new debts or the redemption of existing debts.

35. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Financial assets								
At amortised cost.	245,089	749,358	1,962,351	1,738,698	94,056	184,063	515,127	730,624
Financial assets at FVTPL	5,000	10,800	12,307	13,015	5,000	10,800	12,301	13,009
Bills receivables at FVTOCI . . .	51,554	70,826	70,294	64,598	—	60,000	804	50,340
	<u>301,643</u>	<u>830,984</u>	<u>2,044,952</u>	<u>1,816,311</u>	<u>99,056</u>	<u>254,863</u>	<u>528,232</u>	<u>793,973</u>
Financial liabilities								
At amortised cost.	<u>520,903</u>	<u>1,171,759</u>	<u>2,064,159</u>	<u>2,187,409</u>	<u>202,738</u>	<u>329,666</u>	<u>423,775</u>	<u>722,000</u>

(b) Financial risk management objectives and policies

The Group’s and the Company’s major financial instruments include trade, bills and other receivables, bills receivables at FVTOCI, financial assets at FVTPL, restricted bank deposits, cash and cash equivalents, trade, bills and other payables, bank and other borrowings, redemption liabilities and lease liabilities. The Company’s financial instruments also include trade receivable from subsidiaries, amounts due from subsidiaries, trade payables to subsidiaries and amounts due to subsidiaries. Details of the financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management of the Group and the Company manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risk

The Group’s activities expose it primarily to currency risk and interest rate risk. There had been no change in the Group’s exposure to these risks or the manner in which it managed and measured the risks during the years ended 31 December 2023, 2024 and 2025 and the four months ended 30 April 2026.

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(i) Currency risk

The Group and the Company have foreign currency transactions, including sales and purchases, bank balances and bank borrowings, which expose the Group to foreign currency risk. Certain of the Group’s and the Company’s bank balances, trade and other receivables, trade and other payables and bank borrowings are denominated in currencies other than the functional currency of the relevant group entities and expose to such foreign currency risk. In addition, the Group has intra-group balances among several subsidiaries denominated in foreign currency which also expose the Group to foreign currency risk.

The Group and the Company mainly exposed to foreign currency of United States Dollar (“USD”) and Euro (“EUR”). The carrying amounts of the foreign currency denominated monetary assets, monetary liabilities and intra-group balances other than functional currencies of the relevant group entities at the end of the reporting period are as follows:

	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Assets								
USD	—	—	13,729	9,751	—	—	5,131	6,686
EUR	—	—	1,228	993	—	—	1,228	84,438
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
<i>Intra-group balances</i>								
USD	—	—	72,805	76,457	—	—	—	—
EUR	—	—	1,917	83,445	—	—	—	—
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Liabilities								
USD	—	5,391	14	5,147	—	5,391	—	—
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Sensitivity analysis

The following table details the Group’s and the Company’s sensitivity to a 5% increase and decrease in RMB against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management’s assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 5% change in foreign currency rates. A positive number below indicates an increase in post-tax profit where RMB strengthen 5% against the relevant currency. For a 5% weakening of RMB against the relevant currency, there would be an equal and opposite impact on the profit and the amounts below would be negative.

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	The Group				The Company			
	At 31 December			At 30 April	At 31 December			At 30 April
	2023	2024	2025	2026	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
USD impact								
— if USD strengthens against RMB.	—	(229)	3,677	3,445	—	(229)	218	284
— if USD weakens against RMB.	—	229	(3,677)	(3,445)	—	229	(218)	(284)
EUR impact								
— if EUR strengthens against RMB.	—	—	134	3,589	—	—	52	3,589
— if EUR weakens against RMB.	—	—	(134)	(3,589)	—	—	(52)	(3,589)

(ii) Interest rate risk

The Group and the Company is exposed to fair value interest rate risk in relation to, fixed-rate loans receivables from third parties, loan receivable from a non-controlling shareholder of a subsidiary, amounts due from related parties, cash and cash equivalents, bank and other borrowings and lease liabilities (details are set out in notes 20, 21, 24 and 27, respectively). The Group and the Company is also exposed to cash flow interest rate risk in relation to floating-rate restricted bank deposits and cash and cash equivalents (details are set out in note 21). The Group and the Company manages its interest rate exposures by assessing the potential impact arising from any interest rate movements based on interest rate level and outlook.

The Group and the Company currently does not have formal interest rate hedging policies. The management of the Group and the Company monitors the Group’s and the Company’s exposures on an on-going basis and will consider hedging interest rate risk should the need arise.

In the opinion of the management of the Group and the Company, the exposure of cash flow interest rate risk arising from floating-rate restricted bank deposits and cash and cash equivalents is insignificant and thus no sensitivity analysis is presented.

Credit risk and impairment assessment

Credit risk refers to the risk that a customer or counterparty will default on its contractual obligations resulting in financial loss to the Group and the Company. The Group and the Company considers all elements of credit risk exposure such as counterparty default risk and sector risk for risk management purposes.

The Group’s and the Company’s maximum exposure to credit risk in the event of the counterparties’ failure to perform their obligations at the end of each reporting period in relation to each class of recognised financial assets is the carrying amount of those assets stated in the consolidated statements of financial position.

The Group’s and the Company’s credit risk is primarily attributable to its trade and other receivables, bills receivables at FVTOCI, contract assets, restricted bank deposits and bank balances.

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In order to minimise the credit risk, the management of the Group and the Company implement credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group and the Company reviews the recoverable amount of the debtors at the end of each reporting period to ensure that adequate impairment losses allowance are made for irrecoverable amounts. In this regard, the management of the Group and the Company considers that the Group’s and the Company’s credit risk is significantly reduced.

In addition to the credit risk management and other mitigation measures as described above, the Group monitors all financial assets and contract assets that are subjected to impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk, the Group will measure the impairment loss allowance based on lifetime ECL rather than 12m ECL (other than trade receivables and contract assets as set out below).

Trade receivables and contract assets

For trade receivables and contract assets, the Group and the Company have applied the simplified approach in IFRS 9 to measure the impairment loss allowance at lifetime ECL. The Group and the Company determine the ECL on these items collectively by using a provision matrix based on historical credit loss experience based on the past default experience of the debtor, general economic conditions of the industry in which the debtors operate and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group and the Company write off trade receivables and contract assets when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings.

In order to minimise credit risk, the Group and the Company develop and maintain the credit risk gradings to categorise exposures according to their degrees of risk of default.

The Group has concentration of credit risk as 7.68%, 37.83%, 51.88% and 29.39% of the total trade receivables was due from the Group’s largest customer at 31 December 2023, 2024 and 2025 and 30 April 2026, respectively. 39.81%, 81.50%, 86.34% and 55.62% of the total trade receivables was due from the Group’s five largest customers in aggregate at 31 December 2023, 2024 and 2025 and 30 April 2026, respectively.

Other receivables, loans receivables from third parties, loan receivable from a non-controlling shareholder of a subsidiary, amounts due from related parties and amounts due from subsidiaries

The Group and the Company have applied the general approach in IFRS 9 to measure the impairment loss allowance at 12m ECL, since the directors of the Company assessed that there has not been any significant increase in credit risk. The management of the Group and the Company made periodic individual assessment on the recoverability of these amounts based on historical settlement records, past experience, and also quantitative and qualitative information that is reasonable and supportive forward-looking information.

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Restricted bank deposits, bank balances and bills receivables at FVTOCI

The restricted bank deposits, bank balances, bills receivables at FVTOCI are determined to have low credit risk at the end of each reporting period. The credit risk on restricted bank deposits, bank balances, bills receivables at FVTOCI is limited because the majority of the counterparties are reputable banks and corporations in Chinese Mainland and the risk of inability to pay or redeem at the due date is low.

In determining the ECL, the management of the Group and the Company has taken into account the historical credit loss experience based on the past default experience of the counterparty, general economic conditions of the industry in which the counterparty operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

The following table shows the Group’s and the Company’s credit risk grading framework in respect of financial assets:

Categories	Descriptions	Trade receivables	Other financial assets
Performing	For financial assets where there has low risk of default or has not been a significant increase in credit risk since initial recognition and that are not credit-impaired	Lifetime ECL — not credit-impaired	12m ECL
Doubtful	For financial assets where there has been a significant increase in credit risk since initial recognition but that are not credit-impaired	Lifetime ECL — not credit-impaired	Lifetime ECL — not credit- impaired
Default.	Financial assets are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred	Lifetime ECL — credit-impaired	Lifetime ECL — credit-impaired
Write-off.	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery	Amount is written off	Amount is written off

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The tables below detail the credit risk exposures of the Group’s and the Company’s financial assets and contract assets which are subjected to ECL assessment:

	Notes	Internal credit Ratings	12m or lifetime ECL	The Group Gross carrying amount				The Company Gross carrying amount			
				At 31 December			At 30 April 2026	At 31 December			At 30 April 2026
				2023	2024	2025		2023	2024	2025	
				RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade receivables	20	N/A	Lifetime ECL (Note)	105,417	625,942	837,620	685,316	48,729	87,429	57,761	203,689
Bills receivables at FVTOCI	20	Performing	12m ECL	51,554	70,826	70,294	64,598	—	60,000	804	50,340
Loans receivables from third parties	20	Performing	12m ECL	—	9,350	146,688	148,676	—	7,750	144,005	146,024
Loan receivable from a non-controlling shareholder of a subsidiary	20	Performing	12m ECL	—	—	25,112	25,617	—	—	—	—
Amounts due from related parties	20	Performing	12m ECL	3,020	—	14,707	—	—	—	14,707	—
Amounts due from subsidiaries	20	Performing	12m ECL	—	—	—	—	1	30,167	41,808	207,029
Other receivables	20	Performing	12m ECL	7,081	10,261	22,030	34,274	714	5,835	10,795	17,016
Restricted bank deposits	21	Performing	12m ECL	79,022	30,191	665,753	690,727	9,729	19,487	79,228	83,819
Cash and cash equivalents	21	Performing	12m ECL	52,154	77,823	262,445	175,885	35,655	34,238	171,441	80,693
Contract assets	20	N/A	Lifetime ECL (Note)	22,161	85,105	124,898	116,626	4,817	4,882	22,344	25,121

Note: For trade receivables and contract assets, the Group and the Company have applied the simplified approach in IFRS 9 to measure the impairment loss allowance at lifetime ECL. The Group and the Company determine the ECL on these items by using a provision matrix grouped by aging.

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The tables below details the credit risk exposures of the Group’s and the Company’s financial assets and contract assets:

The Group

	At 31 December							
	2023		2024		2025		At 30 April 2026	
	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount
		RMB'000		RMB'000		RMB'000		RMB'000
Trade receivables aged								
Within 180 days	0.54%	69,696	0.31%	603,341	0.52%	736,439	0.98%	486,738
181 days to one year	2.37%	32,413	1.59%	11,320	2.65%	43,408	2.17%	110,689
Over one year	13.88%	3,308	14.87%	11,281	9.33%	57,773	15.16%	87,889
		<u>105,417</u>		<u>625,942</u>		<u>837,620</u>		<u>685,316</u>
Contract assets aged								
Within 180 days	0.46%	14,562	0.32%	63,955	0.57%	61,274	1.18%	58,248
181 days to one year	2.26%	4,377	1.43%	9,513	1.76%	17,534	2.62%	27,767
Over one year	14.03%	3,222	14.40%	11,637	12.75%	46,090	13.71%	30,611
		<u>22,161</u>		<u>85,105</u>		<u>124,898</u>		<u>116,626</u>
Bills receivables at FVTOCI . . .	—	51,554	—	70,826	1.00%	70,294	0.64%	64,598
Loans receivables from third parties	—	—	5.00%	9,350	0.20%	146,688	0.25%	148,676
Loan receivable from a non-controlling shareholder of a subsidiary	—	—	—	—	2.49%	25,112	2.45%	25,617
Amounts due from related parties	—	3,020	—	—	2.49%	14,707	—	—
Other receivables	—	7,081	—	10,261	1.57%	22,030	0.88%	34,274
Restricted bank deposits	—	79,022	—	30,191	—	665,753	—	690,727
Cash and cash equivalents	—	<u>52,154</u>	—	<u>77,823</u>	—	<u>262,445</u>	—	<u>175,885</u>

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The Company

	At 31 December						At 30 April 2026	
	2023		2024		2025			
	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount	Weighted average loss rate	Gross carrying amount
		RMB'000		RMB'000		RMB'000		RMB'000
Trade receivables aged								
Within 180 days	0.21%	23,611	0.25%	80,037	0.25%	30,162	0.35%	167,684
181 days to one year	2.60%	24,886	1.75%	7,160	—	—	0.10%	6,301
Over one year	32.33%	232	21.12%	232	13.82%	27,599	22.24%	29,704
		48,729		87,429		57,761		203,689
Contract assets aged								
Within 180 days	0.40%	1,740	—	65	1.12%	2,509	0.52%	4,621
181 days to one year	2.57%	2,720	1.78%	1,740	1.66%	15,271	2.93%	17,780
Over one year	32.49%	357	20.80%	3,077	13.72%	4,564	22.24%	2,720
		4,817		4,882		22,344		25,121
Bills receivables at FVTOCI . . .	—	—	—	60,000	—	804	—	50,340
Loans receivables from third parties	—	—	6.00%	7,750	0.16%	144,005	0.21%	146,024
Amounts due from related parties	—	—	—	—	2.49%	14,707	—	—
Amounts due from subsidiaries . .	—	1	—	30,167	—	41,808	—	207,029
Other receivables	—	714	—	5,835	1.23%	10,795	0.82%	17,016
Restricted bank deposits	—	9,729	—	19,487	—	79,228	—	83,819
Cash and cash equivalents	—	35,655	—	34,238	—	171,441	—	80,693

The estimated loss rates are estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort. The grouping is regularly reviewed by the management of the Group and the Company to ensure relevant information about specific debtors is updated.

Liquidity risk

The management of the Group and the Company are satisfied that the Group and the Company will have sufficient financial resources to meet its financial obligations as they fall due in the foreseeable future by taking into account the Group’s and the Company’s cash flow projection, and the Group’s and the Company’s future capital expenditure in respect of the non-cancellable capital commitments, the management considers that the Group and the Company have sufficient working capital to meet in full its financial obligations as they fall due for at least the next twelve months from the end of each reporting period.

The following table details the Group’s and the Company’s remaining contractual maturity for its financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

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The Group

At 31 December 2023	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Over 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables . . .	—	426,938	—	—	—	426,938	426,938
Bank and other borrowings	4.21%	47,271	326	—	—	47,597	46,850
Redemption liabilities	—	47,115	—	—	—	47,115	47,115
Lease liabilities	6.91%	10,261	7,449	6,062	14,450	38,222	30,002
		531,585	7,775	6,062	14,450	559,872	550,905

At 31 December 2024	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Over 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables . . .	—	977,342	—	—	—	977,342	977,342
Bank and other borrowings	4.59%	139,860	—	—	—	139,860	139,056
Redemption liabilities	—	55,361	—	—	—	55,361	55,361
Lease liabilities	6.65%	9,249	5,305	6,069	12,552	33,175	23,603
		1,181,812	5,305	6,069	12,552	1,205,738	1,195,362

At 31 December 2025	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Over 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables . . .	—	1,840,031	—	—	—	1,840,031	1,840,031
Bank and other borrowings	3.12%	190,462	37,491	—	—	227,953	224,128
Lease liabilities	4.00%	10,453	5,176	1,400	—	17,029	16,443
		2,040,946	42,667	1,400	—	2,085,013	2,080,602

At 30 April 2026	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Over 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables . . .	—	1,621,632	—	—	—	1,621,632	1,621,632
Bank and other borrowings	2.59%	538,336	32,538	—	—	570,874	565,777
Lease liabilities	3.61%	12,653	8,048	2,580	—	23,281	22,548
		2,172,621	40,586	2,580	—	2,215,787	2,209,957

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The Company

At 31 December 2023	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables	—	130,525	—	—	130,525	130,525
Bank and other borrowings	4.18%	25,628	—	—	25,628	25,098
Redemption liabilities	—	47,115	—	—	47,115	47,115
Lease liabilities	5.55%	1,304	1,304	325	2,933	2,755
		204,572	1,304	325	206,201	205,493

At 31 December 2024	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables	—	154,775	—	—	154,775	154,775
Bank and other borrowings	2.47%	120,131	—	—	120,131	119,530
Redemption liabilities	—	55,361	—	—	55,361	55,361
Lease liabilities	4.65%	1,670	711	294	2,675	2,569
		331,937	711	294	332,942	332,235

At 31 December 2025	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables	—	329,975	—	—	329,975	329,975
Bank and other borrowings	2.93%	95,102	—	—	95,102	93,800
Lease liabilities	3.27%	2,098	2,184	973	5,255	5,049
		427,175	2,184	973	430,332	428,824

At 30 April 2026	Weighted average effective interest rate	On demand or less than 1 year	1 year to 2 years	2 years to 5 years	Total undiscounted cash flows	Carrying amount
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Trade, bills and other payables	—	339,367	—	—	339,367	339,367
Bank and other borrowings	2.69%	389,840	—	—	389,840	382,633
Lease liabilities	3.27%	2,098	2,184	210	4,492	4,337
		731,305	2,184	210	733,699	726,337

(c) Fair value measurements of financial instruments

Certain of the Group’s and the Company’s financial instruments are measured at fair value for financial reporting purposes.

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In estimating the fair value, the Group and the Company use market-observable data to the extent it is available. For instruments with significant unobservable inputs under Level 3, the Group and the Company engage an independent valuer, Avista Business Consulting (Shenzhen) Co., Ltd., to perform the valuation. The management works closely with the qualified external valuer to establish the appropriate valuation techniques and inputs to the model.

(i) Fair value of the Group’s and the Company’s financial assets that are measured at fair value on a recurring basis

Some of the Group’s and the Company’s financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable. Fair values are categorised into different fair value hierarchy based on the inputs used in the valuation techniques as follows:

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	The Group				The Company				Fair value hierarchy	Valuation technique and key input	Significant unobservable input
	Fair value				Fair value						
	At 31 December			At 30 April	At 31 December			At 30 April			
	2023	2024	2025	2026	2023	2024	2025	2026			
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000			
Financial assets											
Financial assets at FVTPL											
Unlisted financial products	5,000	—	—	—	5,000	—	—	—	Level 2	Discounted cash flows method, estimated based on expected return in the underlying investments	N/A
Unlisted equity investment — a private entity established in the Chinese Mainland .	—	10,800	12,301	13,009	—	10,800	12,301	13,009	Level 3	31 December 2024: Recent transaction method 31 December 2025 and 30 April 2026: Discounted cash flows method using future cash flows that are estimated based on expected applicable yield of the underlying investment and discounted at a rate that reflect the credit risk of investee	N/A Long-term revenue growth rates, taking into account management's experience and knowledge of market conditions of the relevant industry of the investment of 0.4% and 0.4% at 31 December 2025 and 30 April 2026, respectively (Note i)
											Discount rate, taking into account weighted average cost of capital of the investment of 11% and 11% at 31 December 2025 and 30 April 2026, respectively (Note ii)
Unlisted equity investment — a private entity established in the Republic of Kenya	—	—	6	6	—	—	—	—	Level 2	Recent transaction method	N/A
Financial assets at FVTOCI											
Bills receivables . . .	51,554	70,826	70,294	64,598	—	60,000	804	50,340	Level 2	Discounted cash flow method using the discount rate that reflected the credit risk of the corresponding banks which are observable	N/A

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Notes:

- i. A slight increase in the long-term revenue growth rates used in isolation would result in a slight increase in the fair value measurement of the private equity investment, and vice versa. A 5% increase in the long-term revenue growth rate holding all other variables constant would increase the carrying amount of the investment by RMB46,000 and RMB11,000 at 31 December 2025 and 30 April 2026, respectively.
- ii. A slight increase in the discount rate used in isolation would result in a significant decrease in the fair value measurement of the private equity investment, and vice versa. A 5% increase in the discount rate holding all other variables constant would decrease the carrying amount of the investment by RMB5,528,000 and RMB5,395,000 at 31 December 2025 and 30 April 2026, respectively.

Other than the transfer of unlisted equity investments, there were no other transfers between level 2 and 3 during the Track Record Period.

Reconciliation of Level 3 fair value measurements

The following table presents the changes in Level 3 financial instruments of the Group and the Company during the Track Record Period:

	Equity instrument at FVTPL
	<i>RMB’000</i>
At 1 January 2023 and 31 December 2023	—
Purchase	10,800
At 31 December 2024	10,800
Fair value changes through profit or loss	1,501
At 31 December 2025	12,301
Fair value changes through profit or loss	708
At 30 April 2026	13,009

Of the total gains or losses for the years ended 31 December 2024 and 2025 and the four months ended 30 April 2026 included in profit or loss, the entire amounts of the respective years/period relate to financial assets at FVTPL held at the end of each of the reporting period. Fair value gains or losses on financial assets at FVTPL are included in “other income, expenses, gains and losses” line item.

(ii) Fair value of financial assets and financial liabilities that are not measured at fair value on a recurring basis

The management of the Group considers the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the Historical Financial Information approximate their fair value.

The fair values of these financial assets and financial liabilities at amortised cost are determined in accordance with generally accepted pricing models based on discounted cash flow analysis with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

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36. RELATED PARTY DISCLOSURES

(a) Related party transactions

The Group and the Company entered into the following transactions with a related party during the Track Record Period:

Related party	Nature of transactions	Year ended 31 December			Four months ended 30 April	
		2023	2024	2025	2025	2026
		RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Zhixin Boyan Electric	Sales of ESS components					
Power (Note)		—	799	—	—	—

Note: The entity is controlled by Mr. Wang and Ms. Zhang.

As set out in note 24, certain of the Group’s and the Company’s bank borrowings are secured by personal guaranteed by Mr. Wang or Ms. Zhang. [These guarantees [have] [been] [released] before the [REDACTED] of the shares of the Company on the Stock Exchange.]

(b) Related party balances

Details of the outstanding balances with related parties are set out in the statements of financial position and in notes 20 and 24.

(c) Compensation of key management personnel

	Year ended 31 December			Four months ended 30 April	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Salaries and other benefits	1,415	2,391	3,464	983	1,533
Retirement benefit scheme contributions	80	112	168	52	78
Discretionary performance related bonus	—	160	1,596	—	—
	1,495	2,663	5,228	1,035	1,611

The remuneration of key management personnel (being directors of the Company and other key management of the Group) is determined with reference to the performance of individuals and market trends.

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37. PARTICULARS OF SUBSIDIARIES

Details of the subsidiaries directly and indirectly held by the Company at the end of each of the reporting period are set out below.

Name of subsidiaries	Principal place of operation and incorporation, and date of incorporation	Authorized share/registered capital	Paid-up capital	Shareholding/equity interest attributable to the Group				At the date of this report	Principal activities	Notes
				At 31 December			At 30 April			
				2023	2024	2025	2026			
Directly held										
江蘇遠信儲能技術有限公司 Jiangsu RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 15 November 2021	RMB30,000,000	RMB16,690,000	93.33%	100%	100%	100%	[100]%	Manufacturing and trading of integrated ESS solutions and ESS products	i
姚安遠信儲能科技有限公司 Yao'an RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 4 March 2022	RMB10,000,000	RMB5,050,000	100%	100%	100%	100%	[100]%	Manufacturing and trading of integrated ESS solutions and ESS products	i
RelyEZ Dali	The PRC, 26 July 2022	RMB10,000,000	Nil	100%	100%	100%	100%	[100]%	Manufacturing and trading of integrated ESS solutions and ESS products	i
金昌致信博衍新能源有限公司 Jinchang Zhixin Boyan New Energy Co., Ltd.*	The PRC, 11 July 2022	RMB2,000,000	RMB2,000,000	100%	100%	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	i
遼寧遠信儲能技術有限公司 Liaoning RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 28 April 2024	RMB10,000,000	Nil	N/A	100%	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
四川遠信儲能技術有限公司 Sichuan RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 5 June 2026	RMB10,000,000	Nil	N/A	N/A	N/A	N/A	[100%]	Inactive	N/A
重慶市惠昌致信新能源有限公司 Chongqing Huichang Zhixin New Energy Co., Ltd.*	The PRC, 28 April 2023	RMB1,000,000	Nil	100%	N/A	N/A	N/A	N/A	Trading of integrated ESS solutions and ESS products	iii
重慶市惠川致信新能源有限公司 Chongqing Huichuan Zhixin New Energy Co., Ltd.*	The PRC, 4 May 2023	RMB1,000,000	Nil	100%	100%	N/A	N/A	N/A	Trading of integrated ESS solutions and ESS products	iv
廣西致信新能源有限公司 Guangxi Zhixin New Energy Co., Ltd.*	The PRC, 17 April 2023	RMB2,000,000	Nil	100%	100%	100%	N/A	N/A	Trading of integrated ESS solutions and ESS products	vi

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Name of subsidiaries	Principal place of operation and incorporation, and date of incorporation	Authorized share/registered capital	Paid-up capital	Shareholding/equity interest attributable to the Group				At the date of this report	Principal activities	Notes
				At 31 December			At 30 April			
				2023	2024	2025	2026			
肇慶遠信儲能技術有限公司 Zhaoqing RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 28 May 2024	RMB1,000,000	Nil	N/A	100%	100%	100%	N/A	Trading of integrated ESS solutions and ESS products	viii
上海遠信儲能技術有限公司 Shanghai RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 8 March 2024	RMB5,000,000	RMB300,000	N/A	70%	70%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
嘉興遠信儲能技術有限公司 Jiaxing RelyEZ Energy Storage Technology Co., Ltd.*	The PRC, 12 December 2025	RMB100,000,000	31 December 2025: nil; 30 April 2026 [and date of report]: RMB20,000,000	N/A	N/A	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
武漢市星瑞新能源有限公司 Wuhan Xingrui New Energy Co., Ltd.*	The PRC, 4 February 2026	RMB50,000,000	RMB50,000,000	N/A	N/A	N/A	100%	[100]%	Inactive	N/A
伊犁致信新能源有限公司 Yili Zhixin New Energy Co., Ltd.*	The PRC, 5 August 2024	RMB1,000,000	Nil	N/A	100%	N/A	N/A	N/A	Trading of integrated ESS solutions and ESS products	vii
RELYEZ ENERGY STORAGE INTERNATIONAL PTE. LTD	Singapore, 20 July 2023	SGD10,000,000	31 December 2023: nil; 31 December 2024: SGD2,408,761; 31 December 2025: SGD7,866,379; 30 April 2026 [and date of report]: SGD9,934,158	100%	100%	100%	100%	[100]%	Investment holding	ii
RelyEZ Energy HK Limited	Hong Kong, 14 October 2025	HKD100,000	31 December 2025 and 30 April 2026: nil; and date of report: [HKD100,000]	N/A	N/A	100%	100%	[100]%	Inactive	ii
深圳市星策電力有限公司 Shenzhen Xingce Electric Power Co., Ltd.*	The PRC, 3 July 2026	RMB20,000,000	Nil	N/A	N/A	N/A	N/A	[100]%	Inactive	N/A

Indirectly held

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Name of subsidiaries	Principal place of operation and incorporation, and date of incorporation	Authorized share/registered capital	Paid-up capital	Shareholding/equity interest attributable to the Group				At the date of this report	Principal activities	Notes
				At 31 December			At 30 April			
				2023	2024	2025	2026			
金昌致信新能源有限公司 Jinchang Zhixin New Energy Co., Ltd.* . . .	The PRC, 21 August 2023	RMB1,000,000	Nil	100%	100%	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
姚安遠信新型儲能有限公司 Yao'an RelyEZ New Type Energy Storage Technology Co., Ltd.* . .	The PRC, 25 January 2024	RMB2,000,000	Nil	N/A	N/A	N/A	N/A	N/A	Trading of integrated ESS solutions and ESS products	v
RelyEZ Energy Solutions Inc.	The United States, 12 December 2023	US\$50,000	31 December 2023: nil; 31 December 2024 and 2025, 30 April 2026 [and date of report]: US\$50,000	100%	100%	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
RelyEZ South Africa (Pty) Ltd.	South Africa, 7 September 2023	South African Rand (“ZAR”) 1,000	31 December 2023: nil; 31 December 2024 and 2025, 30 April 2026 [and date of report]: ZAR 1,000	51%	51%	51%	51%	[51]%	Inactive	ii
RelyEZ Energy Tech GmbH.	Germany, 29 April 2024	EUR25,000	31 December 2024: EUR12,500; 31 December 2025, 30 April 2026 [and date of report]: EUR25,000	N/A	100%	100%	100%	[100]%	Inactive	ii
RelyEZ Energy Storage Cyprus Ltd.	The Republic of Cyprus, 5 March 2025	EUR100,000	31 December 2025, 30 April 2026 [and date of report]: EUR500	N/A	N/A	100%	100%	[100]%	Trading of integrated ESS solutions and ESS products	ii
GridSpan Energy LLC . . .	The United States, 8 May 2025	Nil	Nil	N/A	N/A	80%	80%	[80]%	Inactive	ii
Aurora AI Limited . . .	Hong Kong, 27 October 2025	HKD100,000	Nil	N/A	N/A	70%	70%	[70]%	Inactive	ii
RELYEZ ENERGY BURKINA FASO SARL .	Burkina Faso, 20 April 2026	Franc CFA 10,000,000	Franc CFA [10,000,000]	N/A	N/A	N/A	100%	[100%]	Inactive	N/A

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Notes:

- i. The statutory financial statements of these entities for the years ended 31 December 2023, 2024 and 2025 were prepared in accordance with Accounting Standards for Business Enterprises of the PRC and were audited by ShineWing Certified Public Accountants Shenzhen Branch (信永中和會計師事務所(特殊普通合伙)深圳分所), certified public accountants registered in the PRC.
- ii. No audited statutory financial statements were prepared for these entities for the years ended 31 December 2023, 2024 and 2025 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- iii. Deregistered on 25 December 2024. No audited statutory financial statement was prepared for the period from the date of incorporation to 31 December 2023 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- iv. Deregistered on 14 April 2025. No audited statutory financial statement was prepared for the period from the date of incorporation to 31 December 2023 and for the year ended 31 December 2024 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- v. Disposed of on 14 November 2024.
- vi. Deregistered on 10 February 2026. No audited statutory financial statement was prepared for the period from the date of incorporation to 31 December 2023 and for the years ended 31 December 2024 and 2025 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- vii. Deregistered on 19 November 2025. No audited statutory financial statement was prepared for the period from the date of incorporation to 31 December 2024 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- viii. Deregistered on 28 April 2026. No audited statutory financial statement was prepared for the period from the date of incorporation to 31 December 2024 and the year ended 31 December 2025 as it is incorporated in the jurisdiction where there is no statutory audit requirement.
- * Translation of English names for identification purpose only

The subsidiaries that incorporated in the PRC are limited liability company. The financial year end date for all the subsidiaries above are same as the Company. None of the subsidiaries had issued any debt securities at the end of each reporting period during the Track Record Period.

38. INVESTMENTS IN SUBSIDIARIES

The Company

	At 31 December			At 30 April
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Cost of investments, unlisted.	27,740	44,731	74,731	156,031

39. MOVEMENTS IN RESERVES OF THE COMPANY

	Capital reserve	Surplus reserve	(Accumulated losses) retained profits	Total
	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2023	—	—	(1,334)	(1,334)
Loss and total comprehensive expense for the year.	—	—	(933)	(933)
Capital injection by shareholders (note 28)	39,379	—	—	39,379
Recognition of redemption liabilities (note 26) . .	(41,000)	—	—	(41,000)
Transferred to surplus reserve	—	492	(492)	—
At 31 December 2023	(1,621)	492	(2,759)	(3,888)

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	Capital reserve	Surplus reserve	(Accumulated losses) retained profits	Total
	RMB'000	RMB'000	RMB'000	RMB'000
Profit and total comprehensive income				
for the year	—	—	20,297	20,297
Transfer to surplus reserve	—	3,090	(3,090)	—
At 31 December 2024	(1,621)	3,582	14,448	16,409
Profit and total comprehensive income				
for the year	—	—	19,533	19,533
Conversion into a joint stock company with				
limited liability of the Company	11,966	(3,582)	(8,763)	(379)
Issue of new shares (note 28).	98,400	—	—	98,400
Transfer to surplus reserve	—	3,234	(3,234)	—
Derecognition of redemption liabilities				
(note 26)	60,439	—	—	60,439
At 31 December 2025	169,184	3,234	21,984	194,402
Profit and total comprehensive income				
for the period.	—	—	20,746	20,746
Issue of new shares (note 28).	98,400	—	—	98,400
At 30 April 2026	267,584	3,234	42,730	313,548
At 1 January 2025	(1,621)	3,582	14,448	16,409
Loss and total comprehensive expense				
for the period (unaudited)	—	—	(15,948)	(15,948)
At 30 April 2025 (unaudited)	(1,621)	3,582	(1,500)	461

40. EVENTS AFTER THE END OF THE REPORTING PERIOD

In July 2026, a third party (the “**Plaintiff**”) instituted a civil proceeding against the Company and a subsidiary of the Company with a court in the Chinese Mainland arising out of disputes concerning quality issues with products involved in a sales contract entered into between the Group and a customer before the Track Record Period. Pursuant to such sales contract, the Group supplied ESS products to a customer which in turn sold to the Plaintiff before ultimately selling to an end user. The Plaintiff did not have a direct contractual relationship with the Group. The Plaintiff alleged that certain components of the ESS products failed to meet agreed quality criteria, resulting in a fire incident that occurred in October 2022 and consequential losses suffered by the Plaintiff, and the Plaintiff determined the Group as the manufacturer of the relevant components to bear the responsibility for product quality, and claimed damages of approximately RMB7,713,000 and corresponding interest against the Group.

The aforesaid legal proceeding involving the Group arose after the end of the Track Record Period but prior to the date of this report. The first hearing of the proceeding was held on 28 July 2026 and [no judgment had been issued up to date of this report]. Based on information available to the Group, the directors of the Company are of the opinion that it is premature to assess the possible outcome of the case and the Group is unable to ascertain the likelihood and estimate a reliable amount of the claim and no provision has been made in respect of this pending litigation at the current stage.

[The Group and the Company have no significant event took place subsequent to 30 April 2026 other than the event set out above and those disclosed in relevant notes.]

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41. SUBSEQUENT FINANCIAL STATEMENTS

[No audited financial statements of the Company, any of its subsidiaries, or the Group have been prepared in respect of any period subsequent to 30 April 2026 and up to the date of this report.]