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## SUMMARY

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*This summary aims to give you an overview of the information contained in this prospectus. As it is a summary, it does not contain all the information that may be important to you. You should read the whole document and particularly the section headed “Risk Factors” in this prospectus which sets out some of the particular risks in investing in the Offer Shares before you decide to invest in the Offer Shares.*

### OVERVIEW

We operate online automobile vertical media platforms in China that offer comprehensive and high quality<sup>(1)</sup> automobile content produced by our in-house content team and distributed across our proprietary, comprising our PC websites, mobile websites and mobile applications, and over 1,000 business partner platforms. Our widely distributed content drives high user traffic which in turn attracts automobile advertisers to use our advertising services. According to the CIC Report, we experienced a high growth rate for the three years ended December 31, 2017, 2018 and 2019, based on our increase in revenue from approximately RMB117.6 million in 2017 to approximately RMB177.6 million in 2019, representing a CAGR of approximately 22.9% which was higher than the growth of our main competitors with an average growth rate at CAGR of approximately 0.3% during the same period. For the six months ended June 30, 2020, our revenue amounted to approximately RMB58.9 million as compared to approximately RMB77.5 million in the corresponding period in 2019.

The “Cheshi (網上車市)” brand has over 20 years of history. We acquired the business and assets of “Cheshi.com” in 2015. During the Track Record Period, we have built a large and stable user base for our comprehensive and high quality automobile-related content on our proprietary platform, comprising our proprietary PC websites, mobile websites and mobile applications under the name of “網上車市”; and a network of over 1,000 business partners platforms. While the coverage of our Company’s proprietary platforms, such as Cheshi.com, extends to a national level, our Company adopted a targeted and precise marketing strategy to provide more customized contents and attract more audience in the cities of different tiers. We developed platform tools to enable our users to utilize relevant data from our automobile database, so as to assist their search and selection to purchase process. Apart from content creation of PGC, we have built a user community on our platform in February 2018 that generated over 4.0 million UGC as of June 30, 2020.

We receive user behavior data from our proprietary and third party platforms. Together with our insights in the online automotive advertising industry, we offer Online Advertising Service and Transaction Facilitation Service to our customers by providing advertising services and solutions, and promotion services of their group-purchase events, respectively.

We are led by a visionary and experienced management team with relevant professional work experience, proven execution capabilities and an extensive knowledge of China’s online automotive information and advertising industries. Our founder and executive Director, Mr. Xu, has extensive experience in the online automobile advertising industry, and is one of the pioneers of the automobile vertical media operator in China. Other members of our management team have extensive relevant experience and share the same vision and dedication.

*Note:*

<sup>(1)</sup> According to the CIC Report, by industry practice, the indicators of high-quality automobile content primarily includes attractiveness in terms of the number of users to view the content, recognition for the quality and market reception of the content, effective quality control process of the content. For the year ended December 31, 2019, we ranked first among all automobile vertical media advertising platforms in China in terms of DUV of approximately 11.2 million, and ranked fifth in terms of media-related revenue, according to the CIC Report. In terms of media-related revenue, the Company accounted for approximately 2.1% of the top one automobile vertical media platform in 2019. Additionally, the Company’s websites were visited by users with an industry-leading 10.6 times per month on average as of December 31, 2019.

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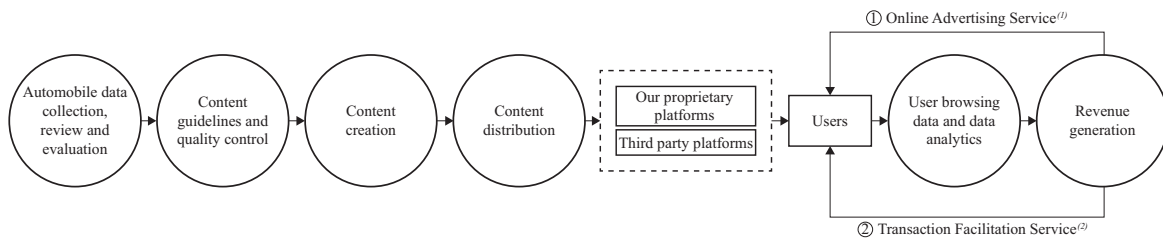
### OUR BUSINESS SEGMENTS

During the Track Record Period, our revenue is substantially generated through providing Online Advertising Service to our advertising agency, automaker and autodealer customers. For the three years ended December 31, 2017, 2018, 2019 and six months ended June 30, 2020, our revenue from advertising agency customers accounted for approximately RMB108.1 million, RMB145.6 million, RMB162.7 million and RMB53.5 million, representing 91.9%, 92.2%, 91.6% and 90.8% of our total revenue, respectively. We also generated a small amount of revenue from Transaction Facilitation Service.

The following table sets out a summary of the revenue of our results of operations during the Track Record Period:

Category	Year ended December 31,						Six months ended June 30,			
	2017		2018		2019		2019 (Unaudited)		2020	
	RMB'000	% of total revenue	RMB'000	% of total revenue	RMB'000	% of total revenue	RMB'000	% of total revenue	RMB'000	% of total revenue
Online Advertising Service	117,578	100.0	157,757	99.9	175,055	98.6	75,151	97.0	58,720	99.7
Transaction Facilitation Service	—	—	90	0.1	2,560	1.4	2,353	3.0	177	0.3
<b>Total</b>	<b>117,578</b>	<b>100.0</b>	<b>157,847</b>	<b>100.0</b>	<b>177,615</b>	<b>100.0</b>	<b>77,504</b>	<b>100.0</b>	<b>58,897</b>	<b>100.0</b>

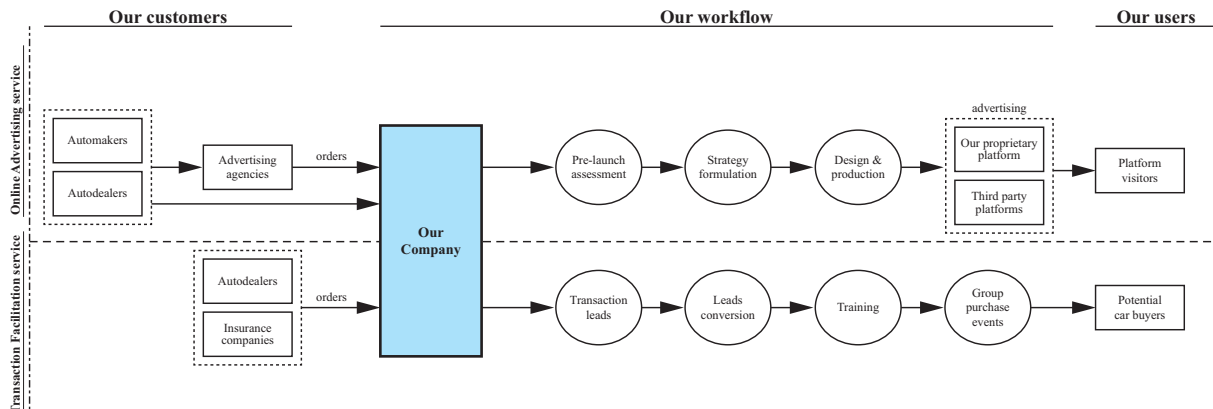
The following flowchart illustrates the major components of our business model:



Notes:

- (1) For the Online Advertising Service, our customers comprise of advertising agencies, automakers and autodealers.
- (2) For the Transaction Facilitation Service, our customers comprise of autodealers and an insurance company.

The following flowchart illustrates the business process of our Online Advertising Service and Transaction Facilitation Service:



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**Online Advertising Service.** We provide Online Advertising Service to advertising agency, automaker and autodealer customers. Our Online advertising Service comprises a range of advertising solutions, comprising pre-launch assessment, advertising strategy formulation, design and production, and evaluation of advertisement performance. We generally charge a pre-agreed fee on a project-by-project basis. For the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, we have 344, 359, 406 and 168 advertising service contracts, respectively, and the average contract fee was approximately RMB430,000, RMB566,000, RMB561,000 and RMB447,000 during those periods, respectively. As customary in the online automobile advertising industry, we may give rebates to certain advertising agencies after project completion. Such rebates may be given to them on an annual aggregate or on a project basis. For the year ended December 31, 2019, we ranked first among all automobile vertical media advertising platforms in China in terms of DUV of approximately 11.2 million, and ranked fifth in terms of media-related revenue, according to the CIC Report. In terms of media-related revenue, we accounted for approximately 2.1% of the top one automobile vertical media platform in 2019. Additionally, our websites were visited by our users with an industry-leading 10.6 times per month on average as of December 31, 2019. See “Business—Our Platform—Our proprietary platform” and “Business—Our Platform—Third party platforms” for further details on our platform and infrastructure.

**Transaction Facilitation Service.** We have, since October 2018, commenced our Transaction Facilitation Service to expand our coverage in the automobile value chain and diversify our customer base to include an automobile insurance company, and allow us to explore business opportunities with different stakeholders of the automobile industry in China. We offer our Transaction Facilitation Service to autodealers and an automobile insurance company, by providing promotion service to their group-purchase events. As of the Latest Practicable Date, we charge a pre-agreed fee for each project, after taking into account the scope of service and extent of work that is required for its execution. We believe our Transaction Facilitation Service offers potential for expansion, and we have experienced a substantial increase in the monthly average of group-purchase events from 1 to 8.3 for the three months ended December 31, 2018 and the year ended December 31, 2019. For the six months ended June 30, 2020, we only completed seven group-purchase events due to government measures in relation to COVID-19.

Due to the robust growth of our Online Advertising Service, our revenue has increased significantly for the three years ended December 31, 2017, 2018 and 2019, increasing by RMB40.2 million from approximately RMB117.6 million in 2017 to approximately RMB157.8 million in 2018, and further increasing by 12.5% to approximately RMB177.6 million in 2019. Our net profit margin increased from 23.4% in 2017 to 30.2% in 2018, with a slight decrease to 29.1% in 2019. We recorded revenue of approximately RMB58.9 million and a net profit margin of 42.0% for the six months ended June 30, 2020, compared with revenue of approximately RMB77.5 million and a net profit margin of 28.1% for the six months ended June 30, 2019.

## OUR PLATFORMS AND INFRASTRUCTURE

We believe that the key factor that differentiates us from other participants in the online automobile advertising industry is our platform and infrastructure through which our users are engaged and where we can offer value to our users, business partners and customers. Our platforms through which we distribute our automobile content and engage viewership of our content consist of (i) the proprietary PC websites, mobile websites and mobile applications under the name of “網上車市”; and (ii) third party platforms, namely the business partner platforms via our Picker engine, Applets and Official Accounts. For the three years ended December 31, 2017, 2018 and 2019 and the six months

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ended June 30, 2020, we had 38, 35, 27 and 26 business partners that entered into collaboration agreements with us and distributed our automobile contents on their platforms.

A major capability of our Picker engine is its ability to collect data. As we are connected to our business partner platforms, the Picker engine can gradually enhance its capability in guiding our content creation team and optimizing our advertisement production and design capabilities, by using the real-time user behavior data collected from both our own platform and those of the business partner platforms. After collection of user data through APIs on our proprietary and business platforms, we compile user data obtained into more valid, meaningful and organized data through the AI of our Picker engine and machine learning algorithms, which can be applied to various aspects of our business and allow us to provide advertising strategies to our customers. Such capability also allows us to better analyze the data accumulated in a meaningful way and to form a comprehensive database, which will help our customers' advertising campaigns. Through data analytics, we can identify the needs of users and thus tailoring the advertisements to optimize the chances of being viewed by users, based on user preferences and interests. As the Picker engine monitors users' browsing rate and time spent on advertisements at a particular advertising space, we are able to perform targeted marketing by delivering advertising content to the space of which such advertisements are most likely to be viewed on our proprietary and business partner platforms. When creating an advertisement, our machine learning models would help to analyze various advertisements, so as to automatically allocate more advertising budget to the more effective advertisements based on viewership or click-through rate, and then to provide recommendations on optimizing the delivery of these advertisements. These initial intelligent optimization settings enable advertisements to be delivered more efficiently and more accurately to users who meet such conditions. Based on the browsing patterns of users, we are able to automatically recommend customized advertisements. By doing so, we are able to formulate the strategy to place advertisements, such as, adjusting the display frequency and themes of automobile advertisements on our proprietary and business partner platforms according to the prevailing browsing patterns. For details of our Picker engine, please see "Business—Third party platforms—Picker engine".

## PLATFORM TECHNOLOGY AND TOOLS DEVELOPMENT

Our platform infrastructure, technology and tools are critical to our success. We introduced our iOS and Android-based mobile application (App) to allow our users to access our platform. Users can enjoy features that are available on our websites from their mobile devices, such as reading articles, checking vehicle prices and model parameters, viewing pictures, and participating in user community discussions via the Cheshi App installed on their mobile devices. We also maintain PC websites, namely "Cheshi (網上車市)", "Hao Che Shi (豪車事)" and "Pika Cheshi (皮卡車市)", and mobile websites that are easily assessable by our users via their mobile browser. We are committed to developing and investing in our in-house technology capabilities to strengthen our market position. Our R&D expenses were approximately RMB4.8 million, RMB7.8 million, RMB12.5 million and RMB3.3 million for the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, respectively, accounting for approximately 6.0%, 7.9%, 9.8% and 8.0% of our expenses during the Track Record Period. Our R&D expenses primarily consist R&D staff expenses, depreciation and other office and utilities expenses, which were incurred for website maintenance, Internet improvement, optimization of software, tools, functions, and development of mini-programs and systems of our platform. For details of our R&D and technologies, please see "Business—Platform technology and tools development" and "Business—Third party platforms—Picker engine".

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### OUR COMPETITIVE STRENGTHS

We believe that the following competitive strengths differentiate us from our competitors: (i) a leading vertical media platform with brand recognition; (ii) strong automobile content creation capabilities with quality and quantity assurance; (iii) an established cross-platform collaboration network of over 1,000 business partner platforms to distribute content widely in China where our business partners allow us to distribute our content on their platforms, and our automobile content serves to enrich and supplement the content of business partner platforms at minimal cost; (iv) advertising solutions to attract automobile advertisers; and (v) professional and experienced management team. See “Business—Our competitive strengths” for further details.

### OUR BUSINESS STRATEGIES

We intend to maintain and further our success by implementing the following strategies over three years of time in 2021, 2022 and 2023:

- solidify our market position in the automobile vertical media advertising industry by:
  - enhancing quality and quantity of our PGC, which involved an expansion of our content team including video production team;
  - collaborating with KOLs, to attract their followers to our platforms;
  - strengthening the collaboration with our business partners and expanding our geographical coverage and user base in three tier and lower cities while the coverage of our Company’s proprietary platform, such as Cheshi.com, extends to a national level with deeper penetration by adopting a targeted and precise marketing strategy to provide more customized contents and attract more audience in the cities of different tiers, in order to increase both the breadth and depth of our content coverage;
  - enhancing our brand awareness through promotion;
  - capturing new customers and business opportunities through establishing and operating new offices in Chengdu and Beihai and expanding our sales and business development team staff;
  - extending our customer base to include automobile aftermarket service companies through the expansion of our transaction team;
- strengthen our R&D, further enhance our IT systems and products development by:
  - optimizing our Picker engine, and recruiting computer personnels;
  - enhancing IT systems infrastructure by installing new computer servers;
  - developing new products, tools and services to meet the needs of users and customers, including Vehicle Owner Service (車主服務), Cheshi Hao (車市號), Cheshi Mall (車市商城) and Cheshi VR (車市Virtual Reality), and recruiting computing programmers; and
- selectively pursue strategic alliance, investment and acquisition opportunities which can satisfy the criteria adopted by us.

See “Business—Our Business Strategies” and “Future Plans and Use of Proceeds”.

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### OUR CUSTOMERS AND SUPPLIERS

Our customers primarily comprise advertising agencies, automakers, autodealers and insurance companies to whom we provide our Online Advertising Service and Transaction Facilitation Service. We have a broad base of customers. For the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, we had 140, 134, 156 and 122 customers. Among them, our five largest customers were advertising agencies who contributed 37.6%, 38.3%, 41.3% and 50.4% of our revenue in the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, respectively. Our largest customer accounted for 12.6%, 16.1%, 11.2% and 17.7% of our revenue in the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, respectively. According to the CIC Report, it is customary for online automobile advertising service providers in China to sell advertising services and solutions primarily through advertising agencies that represent automakers and autodealers as their end customers. See “Business—Our Customers” for further details.

Our suppliers include brand promotion, information technology, exhibition promotion and offline event promotion service providers. For the three years ended December 31, 2017, 2018 and 2019 and the six months ended June 30, 2020, purchases from our five largest suppliers, accounted for approximately 47.3%, 25.6%, 30.7% and 31.1% of our total cost of procurement, respectively. Our largest supplier accounted for approximately 19.9%, 10.2%, 13.1% and 11.0% of our total cost of procurement for the same periods, respectively. See “Business—Our Suppliers” for further details.

### LEGAL PROCEEDINGS AND COMPLIANCE

During the Track Record Period, Congshu Beijing and Congshu Hubei had paid the social insurance fund and housing provident fund contributions for certain employees through a third party payment agent, and Congshu Beijing and Congshu Hubei did not pay the contributions in full. During the period from January 1, 2017 to March 14, 2017, we had been operating ICP service without possessing the ICP License ourselves, and we had been penalized RMB3,000 for publication of video clips on the Internet without obtaining the relevant license in September 2017. With the support of our PRC Legal Advisor, our Directors confirm that, save as disclosed above, our Group had conducted our operations and carried out our business in compliance with the relevant laws and regulations in the PRC during the Track Record Period and up to the Latest Practicable Date in all material respects. See “Business—Legal Proceedings and Compliance” for further details.

As of the Latest Practicable Date, we were not aware of any pending or threatened litigation, arbitration or administrative proceedings against us or our Directors which may have a material and adverse impact on our business, financial condition or results of operations.

### COMPETITIVE LANDSCAPE

According to the CIC Report, there are approximately 25 automobile vertical media platforms operating in China with market size in terms of revenue at approximately RMB14.5 billion, representing 75.6% of the total market size to the whole online automobile advertising industry in 2019. The market concentration is significantly high, with the top 5 platforms accounting for approximately 96.6% of the total market revenue of automobile vertical media platforms in 2019. For the year ended December 31, 2019, we ranked first among all automobile vertical media advertising platforms in China in terms of DUV of approximately 11.2 million, and ranked fifth in terms of media-related revenue, according to the CIC Report. In terms of media-related revenue, we accounted for

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approximately 2.1% of the top one automobile vertical media platform in 2019. We compete with other automobile vertical media platforms on our content generation capabilities and our extensive collaboration with a network of business partners leading to a wide user reach. We believe that we are in an advantageous position to compete on these factors, leveraging our in-depth understanding of the automobile industry in China, extensive industry experience and our integrated vertical media platform.

For the year ended December 31, 2019, we ranked first among all automobile vertical media advertising platforms in China in terms of DUV of approximately 11.2 million, and ranked fifth in terms of media-related revenue, according to the CIC Report. In terms of media-related revenue, we accounted for approximately 2.1% of the top one automobile vertical media platform in 2019. Compared with our main competitors, we were able to reach a wide range of users through our collaboration with our business partners and we were able to distribute our automobile content effectively.

### RISK FACTORS

Our business faces risks including those set out in the “Risk Factors” section of this prospectus. As different investors may have different interpretations and criteria when determining the significance of a risk, you should read the “Risk Factors” section of this prospectus in its entirety. Some of the material risk factors include:

- Demand for our services primarily depends on the trends and development of the PRC automobile industry and we may be unable to innovate, adapt and respond timely and effectively to rapidly changing technologies and market trends.
- We face intense competition in the markets we operate in, and if we fail to compete effectively, we may lose market share and our business, prospects and results of operations may be adversely affected.
- If we are unable to maintain our relationships with our customers, our business and financial condition may be materially and adversely affected.
- We may be unable to successfully implement or implement in full and effectively our future business plans and business strategies.
- Our limited operating history makes it difficult to evaluate our results of operations and prospects.
- We are subject to credit risk in collecting the accounts receivables due from the customers.

### CONTRACTUAL ARRANGEMENTS

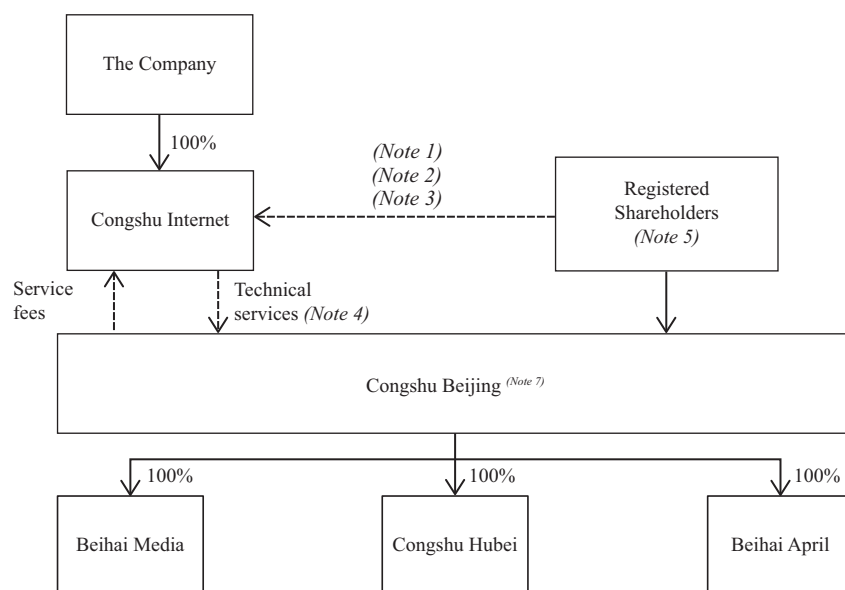
As of the Latest Practicable Date, we conduct our automobile online advertising business through the Consolidated Affiliated Entities. Pursuant to the applicable PRC laws and regulations, foreign investors are restricted from holding equity interest in an entity conducting value-added telecommunications services. For further details of the limitations under the applicable PRC laws and regulations on foreign ownership in PRC companies conducting value-added telecommunications services, please see “Regulatory Overview”. Due to these restrictions, we conduct our operations in the PRC through the Contractual Arrangements with Congshu Beijing and the Registered Shareholders. The Contractual Arrangements allow the financial position and results of operations of the Consolidated Affiliated Entities to be consolidated into our Group’s financial statements as if they are

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wholly owned subsidiaries of our Group. Our Directors believe that the use of the Contractual Arrangements is for the primary purpose of ensuring that we comply with the in-force foreign investment restrictions. Our PRC Legal Advisor has advised that while the provision of Online Advertising Service is subject to foreign ownership restrictions, the provision of Transaction Facilitation Service is not subject to foreign ownership restrictions. See “Contractual Arrangements – Directors’ views on the Contractual Arrangements” for further details.

The following simplified diagram illustrates the flow of economic benefits from our Consolidated Affiliated Entities to our Group pursuant to the Contractual Arrangements:

- (1) Irrevocable appointment as attorney-in-fact to exercise all shareholders’ rights in Congshu Beijing (Note 1)
- (2) Exclusive option to acquire all or part of the equity interest in and/or assets of Congshu Beijing (Note 2)
- (3) First priority security interest over the entire equity interest in Congshu Beijing (Note 3)



*Notes:*

- (1) Please see “Summary of Material Terms of the Contractual Arrangements—Shareholders’ Rights Proxy Agreement” for details.
- (2) Please see “Summary of Material Terms of the Contractual Arrangements—Exclusive Option Agreement” for details.
- (3) Please see “Summary of Material Terms of the Contractual Arrangements—Equity Pledge Agreements” for details.
- (4) Please see “Summary of Material Terms of the Contractual Arrangements—Exclusive Technical Service Agreement” for details.
- (5) As of the Latest Practicable Date, the Registered Shareholders were Mr. Xu and Mr. Li, who held 95.00% and 5.00% of Congshu Beijing, respectively.
- (6) “→” denotes direct legal and beneficial ownership in the equity interest and “-.->” denotes contractual relationship.
- (7) Congshu Beijing also holds minority investment in Leikewo as to 15% of its registered capital. Leikewo has not commenced business operations as of the Latest Practicable Date, and it is intended that Leikewo will be engaged in the production of automobile PGC. Such minority investment is not controlled by our Group.

In March 2019, the PRC National People’s Congress promulgated the PRC Foreign Investment Law (《中華人民共和國外商投資法》), and in December 2019, the State Council promulgated the Implementing Rules of the PRC Foreign Investment Law (《中華人民共和國外商投資法實施條例》), or the Implementing Rules, to further clarify and elaborate the relevant provisions of the Foreign Investment Law. The Foreign Investment Law and the Implementing Rules do not explicitly provide whether the contractual arrangements like us would be deemed as a method of foreign investment. The PRC Foreign Investment Law does not explicitly stipulate contractual arrangement as a form of foreign



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investment. The PRC Legal Advisor is of the view that the Contractual Arrangements will not be affected and will continue to be valid, legal and binding on the parties. However, the Foreign Investment Law has a catch-all provision that includes the investments made by foreign investors in China in the methods as specified in laws, administrative regulations, or as stipulated by the State Council into the definition of “foreign investments”. Pursuant to the Foreign Investment Law and the Implementing Rules, and the Information Reporting Measures for Foreign Investment (《外商投資信息報告辦法》) jointly promulgated by the MOFCOM and the SAMR, which took effect on January 1, 2020, a foreign investment information reporting system shall be established and foreign investors or foreign-invested enterprises shall report investment information to competent commerce departments of the government through the enterprise registration system and the enterprise credit information publicity system, and the administration for market regulation shall forward the above investment information to the competent commerce departments in a timely manner. See “Risk Factors—Substantial uncertainties exist with respect to the interpretation and implementation of the newly adopted PRC Foreign Investment Law and its implementing rules and how they may impact the viability of our current corporate structure, corporate governance and business operations”, “Regulatory Overview—Regulations on Foreign Investment” and “Contractual Arrangements—Development in the PRC Legislation on Foreign Investment” for further details.

In addition, we have applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted, a waiver from strict compliance with certain requirements under Chapter 14A of the Listing Rules in relation to the Contractual Arrangements and intragroup transactions, contracts and agreements. See “Connected Transactions” for further details.

### **EQUITY INVESTMENT BY MR. LI**

On February 1, 2018, Congshu Beijing increased its registered capital to RMB37,631,200, of which RMB1,881,200 was contributed by Mr. Li, who is known to be one of the prominent KOLs in the automobile industry in China. Immediately after completion of the capital contribution, Mr. Li held 5.00% of the registered capital of Congshu Beijing. Our Directors believe that our Group will be able to leverage on Mr. Li’s extensive insights in the automotive industry as a prominent KOL, and that Mr. Li will provide valuable business related advice to us alongside with our business expansion in the future. See “History, Reorganization and Corporate Structure—Equity Investment by Mr. Li Anding” for further details.

### **PRE-IPO INVESTMENT**

On May 14, 2019, we received an investment from LYL Weihui Limited the Pre-IPO Investor, a BVI business company incorporated in the BVI with limited liability which is wholly-owned by Mr. Liu Yunli (劉運利), who became acquainted with Mr. Xu through Mr. Xu’s business network. We allotted and issued to the Pre-IPO Investor 25,000,000 Series A Preferred Shares (representing approximately 5.00% of the enlarged issued share capital of our Company immediately after the subscription) at an aggregate consideration of RMB50.0 million. We consider the Pre-IPO Investment as additional funding for our business operations and development, and our Directors believe that the Pre-IPO Investment also serves as an endorsement of our Group’s performance, strength and prospects. We also believe that the experience of the Pre-IPO Investor in the operations of the Internet industry and its abundant industry resources may allow our Company to leverage on its experience in further developing our business. See “History, Reorganization and Corporate Structure—Pre-IPO Investment” for further details.

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### CONTROLLING SHAREHOLDERS

Immediately after completion of the Global Offering (without taking into account the exercise of the Over-allotment Option), XC Group, which is wholly-owned by Mr. Xu, our founder, our executive Director, our chairman of the Board and chief executive officer, will hold approximately 66.65% of the issued share capital of our Company.

### KEY OPERATING DATA

The following table sets out the approximate MUV, DUV and average daily PV on our proprietary platforms and third party platforms during the Track Record Period, where MUV represents monthly unique visitors (i.e. the number of unique visitors that access the platforms for a single month), DUV represents daily unique visitors (i.e. the number of unique visitors that access the platforms for a single day) and average daily PV represents the average number of page views by a user on the platforms on a single day. For further breakdown of our key operating data, see “Business—Distribution of Automobile Content—Distribution through third party platforms.”

	For the year ended December 31,									Six months ended June 30,		
	2017			2018			2019			2020		
	MUV <sup>(1)</sup>	DUV <sup>(1)</sup>	Average daily PV <sup>(1)</sup>	MUV <sup>(1)</sup>	DUV <sup>(1)</sup>	Average daily PV <sup>(1)</sup>	MUV <sup>(1)</sup>	DUV <sup>(1)</sup>	Average daily PV <sup>(1)</sup>	MUV <sup>(1)</sup>	DUV <sup>(1)</sup>	Average daily PV <sup>(1)</sup>
	million	million	million	million	million	million	million	million	million	million	million	million
<b>Proprietary Platforms</b> . . . . .	<b>18.0<sup>(2)</sup></b>	<b>4.1<sup>(3)</sup></b>	<b>33.5</b>	<b>20.3</b>	<b>4.8<sup>(3)</sup></b>	<b>49.8</b>	<b>29.0</b>	<b>4.9<sup>(3)</sup></b>	<b>53.2</b>	<b>33.7</b>	<b>5.2<sup>(3)</sup></b>	<b>55.8</b>
PC websites <sup>(4)</sup> . . . . .	19.2	3.2	30.0	20.1	3.5	45.0	20.7	3.5	48.0	24.5	3.6	50.0
Mobile website . . . . .	3.2	0.7	3.5	4.5	0.9	4.8	4.9	1.0	5.2	5.5	1.2	5.8
App . . . . .	2.0	0.4	—	3.0	0.5	—	5.0	0.6	—	5.5	0.7	—
<b>Third Party Platforms</b> . . . . .	<b>38.9<sup>(2)</sup></b>	<b>8.1<sup>(3)</sup></b>	<b>39.3</b>	<b>39.1<sup>(2)</sup></b>	<b>8.4<sup>(3)</sup></b>	<b>41.5</b>	<b>43.9<sup>(2)</sup></b>	<b>9.0<sup>(3)</sup></b>	<b>44.8</b>	<b>44.7<sup>(2)</sup></b>	<b>9.1<sup>(3)</sup></b>	<b>49.8</b>
Over 1,000 business partner platforms <sup>(5)</sup> . . . . .	25.9	4.7	35.0	26.0	5.0	37.0	30.3	5.5	40.0	31.4	5.6	45.0
<b>12 we-media platforms<sup>(6)</sup></b> . . . . .	15.2	3.6	4.3	15.3	3.8	4.5	16.1	3.9	4.8	15.8	4.0	4.8
<b>Total</b> . . . . .	<b>54.5<sup>(2)</sup></b>	<b>9.9<sup>(3)</sup></b>	<b>72.8</b>	<b>56.9<sup>(2)</sup></b>	<b>10.6<sup>(3)</sup></b>	<b>91.3</b>	<b>57.2<sup>(2)</sup></b>	<b>11.2<sup>(3)</sup></b>	<b>98.0</b>	<b>61.3<sup>(2)</sup></b>	<b>11.6<sup>(3)</sup></b>	<b>105.6</b>

*Notes:*

- (1) The calculation of DUV is based on the number of daily unique visitor visiting and browsing on our platforms. The calculation of MUV is based on the calculation of DUV accumulated on a monthly basis. The calculation of average daily PV is based on the average number of webpage on our platforms browsed and viewed by users on a daily basis.
- (2) According to the CIC Report, the total MUV deducts any duplicate in MUV in proprietary platforms and third party platforms.
- (3) According to the CIC Report, the total DUV deducts any duplicate in DUV in proprietary platforms and third party platforms.
- (4) The operating data of our PC websites are primarily attributed by our main “Cheshi (網上車市)” website, which is our proprietary platform. Our other proprietary platforms, namely, Haoche18.com and Pika18.com, which are our channels for niche vehicles market, their DUV and PV are still at early growth stage and hence did not make significant contributions to the DUV and average daily PV on our PC websites as a whole during the Track Record Period.
- (5) Our business partners primarily include (i) communications operator integrated websites; (ii) financial institution websites; (iii) key local news integrated websites; and (iv) local newspaper websites. For further details, see “Business – Distribution of automobile content – Distribution through third party platforms”.
- (6) Some of the prominent we-media platforms on which we deliver automobile content include Sohuhaio, Sina Aspect, Chejiahaio and Toutiao.
- (7) According to the CIC Report, during the Track Record Period, the percentage of deducted total DUV of proprietary platforms to total DUV was 29.9%, 32.6%, 31.5% and 32.9%, and the percentage of deducted total DUV of third party platforms to total DUV was 70.1%, 67.4%, 68.5% and 67.1%.

During the Track Record Period, the percentage of total DUV to total MUV was 18.2%, 18.6%, 19.6% and 18.9%, respectively. The percentage of DUV to MUV represents the level of user stickiness. The larger the percentage of DUV to MUV is, the higher the level of user stickiness. By industry norm, the approximate average percentage of DUV to MUV for an automobile vertical media platform ranges from 10% to 30%.

## SUMMARY

We have built one of the most comprehensive online automobile database in China. As of June 30, 2020, our automobile database contained over 1.9 million vehicle configurations, over 4.2 million automobile photos with a coverage of over 57,000 car models, 3,300 series and 330 brands.

We are able to create a large quantity of automobile content in the form of articles, photos and video clips per year. In particular, we created approximately 320, 1,600, 2,400 and 2,300 video clips in the three years ended December 31, 2017, 2018, and 2019 and the six months ended June 30, 2020, respectively. The following table sets out the approximate statistics of content produced by our Group for the Track Record Period:

	Year ended December 31,			Six months ended June 30,
	2017	2018	2019	2020
Articles .....	617,000	663,000	698,000	354,000
Photos .....	134,000	144,000	141,000	72,000
Videos <sup>(1)</sup> .....	320	1,600	2,400	2,300
<b>Total</b> .....	<b>751,320</b>	<b>808,600</b>	<b>841,400</b>	<b>428,300</b>

*Notes:*

- (1) For the two years ended December 31, 2018 and 2019 and six months ended June 30, 2020, we substantially increased our production of videos. According to the CIC Report, tech-based online media represented by online video platforms are attracting more audience to access updated information as digital media have become the major channel of news and entertainment for Internet users in China since 2016. The growing popularity of video and interactive content is due to their enhancement in user acquisition and increasing daily view time of users.
- (2) Generally, when our automobile contents, including articles, photos and videos, are published on our proprietary platforms, they are simultaneously displayed and updated on platforms operated by our business partners. In some instances where our business partner requests, we may enter into specific arrangements with certain business partners that only selected type of automobile contents from our proprietary platforms would be distributed to the platforms operated by our business partners. As of the Latest Practicable Date, we had 26 business partners in which 22 of them have full display of our automobile contents on their platforms while 4 of them have only partial display of our automobile contents on their platforms.

Our Transaction Facilitation Service had experienced strong growth from October 2018 to December 2019. Our Transaction Facilitation Service was affected by the COVID-19 outbreak as no group-purchase events were being organized for the three months ended March 31, 2020 due to government measures to contain COVID-19. Our Transaction Facilitation Service resumed gradually and we completed seven group-purchase events for the three months ended June 30, 2020. As of the Latest Practicable Date, the operation of our Transaction Facilitation Service had been in recovery as, according to the CIC Report, there had been an overall recovery of automobile-related transactions services within the months after June 30, 2020. The following table sets out the number of group-purchase events and number of vehicles sold for our Transaction Facilitation Service:

	Three months ended December 31,	Year ended December 31,	Six months ended June 30,	
	2018	2019	2019	2020
Number of group-purchase events (monthly average) .....	3 (1)	100 (8.3)	59 (9.8)	7 (1.2)
Number of vehicles sold (monthly average) .....	214 (71.3)	4,358 (363.2)	2,542 (423.7)	270 (45.0)

## SUMMARY OF KEY FINANCIAL INFORMATION

The following tables set forth summary financial data from our consolidated financial information for the Track Record Period, derived from the Accountant's Report in Appendix I to this prospectus. The summary of consolidated financial information set out below should be read together with, and is qualified in its entirety by reference to, our consolidated financial information disclosed

## SUMMARY

elsewhere in this prospectus, including the related notes. Our consolidated financial information was prepared in accordance with IFRSs.

### Consolidated statements of comprehensive income

	Year ended December 31,						Six months ended June 30,			
	2017		2018		2019		2019 (Unaudited)		2020	
	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue
	RMB'000		RMB'000	RMB'000		RMB'000		RMB'000		RMB'000
Revenue .....	117,578	100.0	157,847	100.0	177,615	100.0	77,504	100	58,897	100
Cost of providing services .....	(16,836)	14.3	(21,263)	13.5	(28,852)	16.2	(15,213)	19.6	(9,472)	16.1
<b>Gross profit</b> .....	<b>100,742</b>	<b>85.7</b>	<b>136,584</b>	<b>86.5</b>	<b>148,763</b>	<b>83.8</b>	<b>62,291</b>	<b>80.4</b>	<b>49,425</b>	<b>83.9</b>
Other income .....	443	0.4	131	0.1	3,056	1.7	659	0.9	1,664	2.8
Other gains, net (Net impairment loss)/ reversal of net impairment loss on financial assets ...	607	0.5	1,035	0.7	3,932	2.2	574	0.7	8,366	14.2
Selling and distribution expenses .....	(1,386)	1.2	(6,837)	4.3	(3,703)	2.1	6,681	8.6	1,873	3.2
Administrative expenses ...	(45,009)	38.3	(43,791)	27.7	(47,757)	26.9	(21,723)	28.0	(16,794)	28.5
Research and development expenses .....	(12,606)	10.7	(19,463)	12.3	(34,426)	19.4	(17,340)	22.4	(13,057)	22.2
<b>Operating income</b> .....	<b>(4,843)</b>	<b>4.1</b>	<b>(7,823)</b>	<b>5.0</b>	<b>(12,507)</b>	<b>7.0</b>	<b>(4,243)</b>	<b>5.5</b>	<b>(3,275)</b>	<b>5.6</b>
Finance income .....	37,948	32.3	59,836	37.9	57,358	32.3	26,899	34.7	28,202	47.9
Finance costs .....	5	—	23	—	383	0.2	25	0.0	161	0.3
Finance (costs)/income, net .....	(299)	0.3	(187)	0.1	(84)	0.0	(57)	0.0	(223)	0.4
Share of loss of an associate .....	(294)	0.3	(164)	0.1	299	0.2	(32)	0.0	(62)	0.1
<b>Profit before income tax</b> ..	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(56)</b>	<b>0.1</b>
Income tax expense .....	37,654	32.0	59,672	37.8	57,657	32.5	26,867	34.7	28,084	47.7
<b>Profit and total comprehensive income for the year/period attributable to owners of the Company</b> .....	<b>(10,179)</b>	<b>8.7</b>	<b>(12,069)</b>	<b>7.6</b>	<b>(5,947)</b>	<b>3.4</b>	<b>(5,072)</b>	<b>6.5</b>	<b>(3,377)</b>	<b>5.7</b>
	<b>27,475</b>	<b>23.4</b>	<b>47,603</b>	<b>30.2</b>	<b>51,710</b>	<b>29.1</b>	<b>21,795</b>	<b>28.1</b>	<b>24,707</b>	<b>42.0</b>

### Revenue and profit

For the three years ended December 31, 2017, 2018 and 2019, we generated total revenue of approximately RMB117.6 million, RMB157.8 million and RMB177.6 million, respectively; such growth in revenue was mainly attributable to the improvement in diversity and quality of our content, which attracted more customers to engage our services. Our profit for the year increased by 73.3% from approximately RMB27.5 million in 2017 to approximately RMB47.6 million in 2018 and further increased by 8.6% to approximately RMB51.7 million in 2019. Such growth in profit was mainly attributable to our growth in revenue and as a result of our effective cost control in our employee benefit expenses and advertising expenses. Our revenue amounted to approximately RMB77.5 million and RMB58.9 million for the six months ended June 30, 2019 and 2020, respectively. We recorded a decrease in revenue from approximately RMB77.5 million for the six months ended June 30, 2019 to RMB58.9 million in the corresponding period in 2020, which was attributable to the overall decrease of advertising expenditure sourced from our customers for the six months ended June 30, 2020, which, our Directors believe was likely caused by the dates of new car launches and automobile exhibitions

## SUMMARY

(which were typically held in March and April of the year) being pushed back to the latter half of 2020 due to the COVID-19 outbreak, thus affecting the market appetite for automobile advertising services during the first half of 2020. Our gross profit decreased from approximately RMB62.3 million for the six months ended June 30, 2019 to approximately RMB49.4 million for the six months ended June 30, 2020, primarily due to the decrease in our revenue generated. Our profit for the period increased by 13.4% from approximately RMB21.8 million for the six months ended June 30, 2019 to approximately RMB24.7 million for the six months ended June 30, 2020, the increase of which was attributable to a substantial increase of our other gains, net from approximately RMB0.6 million for the six months ended June 30, 2019 to approximately RMB8.4 million for the six months ended June 30, 2020, primarily due to an increase in our fair value gain on convertible redeemable preference shares from nil to approximately RMB5.9 million from the latest valuation of the convertible redeemable preference shares in the corresponding period, and also the overall decrease in our selling and distribution, administrative and R&D expenses in 2020.

### Cost of providing services

The following table sets forth a breakdown of our costs of providing services for the periods indicated:

	Year ended December 31,						Six months ended June 30,			
	2017		2018		2019		2019 (Unaudited)		2020	
	RMB'000	%	RMB'000	%	RMB'000	%	RMB'000	% of total	RMB'000	% of total
Amortization of intangible assets . . . . .	935	5.6	935	4.4	935	3.2	467	3.0	468	4.9
Depreciation of property, plant and equipment . . . . .	—	—	54	0.3	100	0.4	46	0.3	61	0.6
Employee benefit expenses . . . . .	6,761	40.2	8,583	40.4	9,252	32.1	4,378	28.8	3,758	39.7
Advertisement production and other direct expenses . . . . .	7,679	45.6	11,331	53.2	17,808	61.7	9,884	65.0	4,817	50.9
Expense of website maintenance and internet improvement . . . . .	844	5.0	274	1.3	609	2.1	368	2.4	368	3.9
Miscellaneous . . . . .	617	3.6	86	0.4	148	0.5	70	0.5	—	—
<b>Total . . . . .</b>	<b>16,836</b>	<b>100.0</b>	<b>21,263</b>	<b>100.0</b>	<b>28,852</b>	<b>100.0</b>	<b>15,213</b>	<b>100.0</b>	<b>9,472</b>	<b>100.0</b>

Employee benefit expenses include salary paid to staff involved in our provision of services, including content editors, photographers and video producers. Advertisement production and other direct expenses refer to fees paid to certain of our business partners under our content distribution collaboration arrangements and fees paid to third parties for advertisement production relating to videography and venue rentals. The increase of our cost of providing services was due to the expansion of content team and the increase in advertisement production. Our costs of providing services decreased to approximately RMB9.5 million for the six months ended June 30, 2020, from approximately RMB15.2 million in the corresponding period in 2019, primarily attributable to: (i) a decrease of advertisement production and other direct expenses, which was in line with the decrease in revenue, and (ii) also due to the suspension of offline events being organized and executed as a result of the COVID-19 outbreak; and (iii) a decrease in employee benefit expenses (in the form of bonus reductions which were in line with the decrease in revenue, and also due to the decreased number of content creation staff).

## SUMMARY

We expect our cost of providing services to continue increasing as our business continues to grow. See “Financial Information—Description of Major Components of Our Result of Operations—Cost of providing services” for further details.

### NET CURRENT ASSETS

We recorded net current assets of approximately RMB58.7 million, RMB57.0 million, RMB161.1 million, RMB171.3 million and RMB199.5 million as of December 31, 2017, 2018, 2019, June 30, 2020 and October 31, 2020, respectively. The following table sets forth our current assets and current liabilities as of the dates indicated:

	As of December 31,			As of	As of
	2017	2018	2019	June 30,	October 31,
	RMB'000	RMB'000	RMB'000	2020	2020
				RMB'000	RMB'000
					(unaudited)
<b>Current assets</b>					
Prepayments, deposits and other receivables . . . . .	1,869	5,470	13,715	17,091	17,230
Amounts due from shareholders . . . . .	—	—	331	336	318
Contract assets . . . . .	2,883	6,244	8,056	2,825	8,050
Trade and bill receivables . . . . .	81,534	102,348	114,563	91,511	105,683
Financial assets at FVTPL . . . . .	7,148	20,300	41,656	92,391	118,034
Income tax recoverable . . . . .	—	32	186	—	—
Cash and cash equivalents . . . . .	14,459	36,130	76,670	55,331	31,524
<b>Total current assets</b> . . . . .	<u>107,893</u>	<u>170,524</u>	<u>255,177</u>	<u>259,485</u>	<u>280,839</u>
<b>Current liabilities</b>					
Trade payables . . . . .	4,822	4,898	5,519	5,136	4,439
Contract liabilities . . . . .	750	846	3,765	3,600	3,149
Accruals and other payables . . . . .	24,508	42,657	60,676	51,356	45,826
Lease liabilities . . . . .	3,311	3,371	555	4,922	4,823
Dividend payable . . . . .	—	50,000	13,600	13,600	13,600
Amount due to a director . . . . .	2	—	—	—	—
Income tax payable . . . . .	15,824	11,796	9,992	9,566	9,529
<b>Total current liabilities</b> . . . . .	<u>49,217</u>	<u>113,568</u>	<u>94,107</u>	<u>88,180</u>	<u>81,366</u>
<b>Net current assets</b> . . . . .	<u><u>58,676</u></u>	<u><u>56,956</u></u>	<u><u>161,070</u></u>	<u><u>171,305</u></u>	<u><u>199,473</u></u>

Our net current assets decreased from approximately RMB58.7 million as of December 31, 2017, to approximately RMB57.0 million as of December 31, 2018. The decrease was primarily due to the dividend payable of approximately RMB50.0 million. Such decrease was partially offset by an increase in trade and bill receivables and cash and cash equivalents.

As of December 31, 2019, the net current assets of our Group were approximately RMB161.1 million. The increase as compared to December 31, 2018 was principally as a result of (i) an increase of trade and bill receivables, (ii) an increase in financial assets at FVTPL, (iii) an increase of cash and cash equivalents, and (iv) a decrease of dividend payable attributable to dividend payout of RMB5.0 million, RMB30.0 million and RMB1.4 million on January 30, 2019, May 23, 2019 and October 30, 2019, respectively. It was partially offset by the increase in accruals and other payables in 2019.

As of June 30, 2020, the net current assets of our Group were approximately RMB171.3 million. The increase as compared to December 31, 2019 was primarily due to: (i) a

## SUMMARY

decrease in accruals and other payables; and (ii) an increase in financial assets at FVTPL, which was partially offset by (i) a decrease in cash and cash equivalents; (ii) a decrease in trade and bill receivables; and (iii) a decrease in contract assets. As of October 31, 2020, based on the unaudited consolidated management accounts, the net current assets of our Group were approximately RMB199.5 million.

### Summary of consolidated statements of financial position

	As of December 31,			As of June 30,
	2017	2018	2019	2020
	RMB'000	RMB'000	RMB'000	RMB'000
Non-current assets	21,359	18,668	14,931	31,335
Current assets	107,893	170,524	255,177	259,485
Non-current liabilities	2,121	107	48,377	50,309
Current liabilities	49,217	113,568	94,107	88,180
Net Assets	77,914	75,517	127,624	152,331
Net current assets	58,676	56,956	161,070	171,305

For the three years ended December 31, 2017, 2018 and 2019 and for the six months ended June 30, 2020, we recorded net assets of approximately RMB77.9 million, RMB75.5 million, RMB127.6 million and RMB152.3 million, respectively. The decrease of our net assets in 2018 was primarily due to a substantial increase of current liability, attributable to dividend payable of approximately RMB50.0 million, which was partially offset by an increase in trade and bill receivables and cash and cash equivalents. The increase of net assets in 2019 was primarily due to increase in cash and cash equivalents and financial assets at fair value through profit and loss. The increase of net asset in 2020 was primarily due to the substantial increase of non-current assets in that our property, plant and equipment and right-of-use assets experienced a substantial increase from approximately RMB1.1 million as of December 31, 2019 to RMB14.0 million as of June 30, 2020.

As of December 31, 2017, 2018 and 2019 and June 30, 2020, we recorded intangible assets of approximately RMB13.8 million, RMB12.6 million, RMB11.6 million and RMB11.2 million, respectively. Intangible assets accounted for 3.8% of our total assets as of June 30, 2020, which include goodwill, trademarks and domain names, customer relationships and computer software. For details of our intangible assets and sensitivity analysis, see note 2.7 and 16 of Appendix I to this prospectus.

As of December 31, 2017, 2018 and 2019 and June 30, 2020, we had a total of RMB6.2 million goodwill, which was due to our acquisition of the online advertising platform in October 2015 from an Independent Third Party. The value of goodwill are based upon a number of assumptions made by our management, and if any of the assumptions does not materialize, or if our performance of business is not consistent with such assumptions, we may need to record impairment losses, which could in turn adversely affect our results of operations. See “Financial Information—Goodwill” and “Risk Factors—Risks Relating to Our Business and Industry—Goodwill impairment could adversely affect our results of operations and financial condition” in this prospectus.

## SUMMARY

### Summary of consolidated statements of cash flows

	Year ended December 31,			Six months ended June 30,	
	2017	2018	2019	2019 (Unaudited)	2020
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Net cash generated from operating activities . . . . .	19,720	38,778	53,021	27,212	31,969
Net cash generated from/(used in) investing activities . .	5,634	(12,563)	(19,791)	(16,410)	(50,615)
Net cash (used in)/generated from financing activities . .	(12,821)	(4,544)	6,862	11,341	(3,460)
<b>Net increase/(decrease) in cash and cash equivalents . . . . .</b>	<b>12,533</b>	<b>21,671</b>	<b>40,092</b>	<b>22,143</b>	<b>(22,106)</b>
Cash and cash equivalents at the beginning of the year/ period . . . . .	1,926	14,459	36,130	36,130	76,670
Effect on exchange rate difference . . . . .	—	—	448	(232)	767
<b>Cash and cash equivalents at end of the year/period . . . . .</b>	<b>14,459</b>	<b>36,130</b>	<b>76,670</b>	<b>58,041</b>	<b>55,331</b>

### Key Financial Ratios

	As of and for the year / six months ended			
	December 31,			June 30,
	2017	2018	2019	2020
<b>Profitability ratios</b>				
Gross profit margin <sup>(1)</sup> . . . . .	85.7%	86.5%	83.8%	83.9%
Net profit margin <sup>(2)</sup> . . . . .	23.4%	30.2%	29.1%	42.0%
Return on equity <sup>(3)</sup> . . . . .	35.3%	63.0%	40.5%	35.3%
Return on total assets <sup>(4)</sup> . . . . .	21.3%	25.2%	19.1%	17.6%
<b>Liquidity ratios</b>				
Current ratio <sup>(5)</sup> . . . . .	2.2	1.5	2.7	2.9
Trade receivables turnover days <sup>(6)</sup> . . . . .	180	213	223	318

*Notes:*

- (1) The calculation of gross profit margin is based on gross profit for the year or period divided by revenue for the respective year or period and multiplied by 100%.
- (2) The calculation of net profit margin is based on the net profit divided by revenue for the respective year or period and multiplied by 100%.
- (3) Calculated as profit for the year/period divided by average balance of total equity at the beginning and the end of that year/period, then multiplied by 100%. Return on equity for the six months ended June 30, 2020 is annualized by dividing profit for this period by 180 and multiplied by 360, then divided by average equity.
- (4) Calculated as profit for the year/period divided by average balance of total assets at the beginning and the end of that year/period, then multiplied by 100%. Return on asset for the six months ended June 30, 2020 is annualized by dividing profit for this period by 180 and multiplied by 360, then divided by average assets.
- (5) The calculation of current ratio is based on our current assets divided by our current liabilities at the end of each financial period.
- (6) Trade receivables turnover days were calculated based on the average of the opening and closing balance of our trade receivables divided by revenue for the relevant year/period multiplied by 365/182 days.

Our gross profit margin remained relatively stable at 85.7% in 2017 and 86.5% in 2018. We had a slight decrease in our gross profit margin from 86.5% in 2018 to 83.8% in 2019, which was mainly attributable to the increase in advertisement production expenses in 2019. Our gross profit margin remained stable at 83.8% in 2019 and 83.9% as of June 30, 2020.

The increase in the net profit margin from 23.4% in 2017 to 30.2% in 2018 was mainly attributable to (i) our substantial decrease in marketing and promotion expenses for promotion of our own brand and platform in 2018; and (ii) the preferential tax treatment Congshu Beijing enjoyed in



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## SUMMARY

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2018 as High and New Technology Enterprise. The decrease in the net profit margin from 30.2% in 2018 to 29.1% in 2019 was primarily due to an increase of administrative expenses in 2019 as a result of a substantial increase in listing expenses. Our net profit margin increased from 29.1% in 2019 to 42.0% for the six months ended June 30, 2020, which was primarily due to the increase in other gain from approximately RMB0.6 million for the six months ended June 30, 2019 to approximately RMB8.4 million for the six months ended June 30, 2020, as a result of the latest valuation of our convertible redeemable preference shares.

Our return on equity increased from 35.3% in 2017 to 63.0% in 2018, primarily due to our increase of profit attributable to shareholders from approximately RMB27.5 million in 2017 to approximately RMB47.6 million in 2018 as a result of our improved profitability. Our return on equity decreased from 63.0% in 2018 to 40.5% in 2019 primarily due to a substantial increase in the total equity contributed by the increase of retained earnings. Our return of equity decreased to 35.3% as of June 30, 2020 mainly attributable to increase of total equity in our retained earnings.

Our return on total assets increased from 21.3% for 2017 to 25.2% for 2018 was primarily because of our increased profit attributable to shareholders of approximately RMB27.5 million in 2017 and approximately RMB47.6 million in 2018 as a result of our business expansion, whereas our total assets increased from approximately RMB129.3 million in 2017 to approximately RMB189.2 million in 2018. The decrease on our return on total assets to 19.1% was due to the increase of total asset from approximately RMB189.2 million in 2018 to approximately RMB270.1 million in 2019 attributable to the increase of cash and cash equivalents. Our return on total assets decreased to 17.6% as of June 30, 2020 mainly attributable to increase of total asset in 2020 in our property, plant and equipment and right-of-use assets.

Our current ratio subsequently decreased from 2.2 as of December 31, 2017 to 1.5 as of December 31, 2018 due to the increase of trade and bill receivables from approximately RMB81.5 million as of December 31, 2017 to approximately RMB102.3 million as of December 31, 2018, as well as our increase in cash and cash equivalents from approximately RMB14.5 million as of December 31, 2017 to approximately RMB36.1 million as of December 31, 2018 while our current liabilities had a larger increase due to dividend payable as of December 31, 2018. Our current ratio increased from 1.5 as of December 31, 2018 to 2.7 as of December 31, 2019, which is attributable to the increase of current asset from approximately RMB170.5 million in 2018 to approximately RMB255.2 million in 2019 whereas our current liabilities decreased from approximately RMB113.6 million in 2018 to RMB94.1 million in 2019. Our current ratio increased from 2.7 for the year ended December 31, 2019 to 2.9 for the six months ended June 30, 2020, which was primarily due to the decrease in current liabilities from approximately RMB94.1 million in 2019 to RMB88.2 million in 2020 being mainly attributable to the decrease in accruals and other payables in 2020.

The turnover days of trade receivables increased from 180 days as of December 31, 2017 to 213 days as of December 31, 2018 and further to 223 days as of December 31, 2019. Such increase was primarily because we allowed a longer credit period to certain customers with a view to developing long term business relationships with them. As of June 30, 2020, our turnover days of trade receivables were 318 days, as we extended the credit period of 12 customers due to COVID-19. To the best knowledge of our sales team, almost all these customers have stable business operations and are financially sound. For details, please see “Financial Information—Trade and bill receivables”.

See “Financial Information—Key Financial Ratios” for further details of our key financial ratios.

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## SUMMARY

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### DIVIDENDS

Taking into account past business performance, cash flows and retained profits of Congshu Beijing during the Track Record Period, and the expected funds to be received from the Pre-IPO Investment, Congshu Beijing declared dividends in the aggregate amount of RMB50.0 million for the two years ended December 31, 2017 and 2018. Dividends of RMB36.4 million has been paid by Congshu Beijing in 2019. The remaining balance of the dividends declared but remaining unpaid will be paid with retained earnings of our Group accumulated over the past years in cash before the Listing. Any future declaration and payment of dividends will be subject to our dividend policy and the discretion of our Directors. There can be no assurance that we will be able to declare or distribute any dividend at all. See the sections headed “Financial information—Dividends” and “Risk Factors—We may not be able to pay any dividends on our Shares” for details.

### GLOBAL OFFERING

This prospectus is published solely in connection with the Hong Kong Public Offering. The Hong Kong Public Offering is fully underwritten by the Hong Kong Underwriters on a conditional basis. The International Offering is expected to be fully underwritten by the International Underwriters. The Global Offering comprises the Hong Kong Public Offering of initially 20,400,000 Offer Shares and the International Offering of initially 183,600,000 Offer Shares (subject to, in each case, reallocation on the basis referred to under “Structure of the Global Offering” in this prospectus and, in case of the International Offering, any exercise of the Over-allotment Option).

### OFFERING STATISTICS

The statistics in the following table are based on the assumptions that the Over-allotment Option is not exercised:

	<u>Based on an Offer price of HK\$1.08 per Share</u>	<u>Based on an Offer price of HK\$1.28 per Share</u>
Market capitalization of our Shares <sup>(1)</sup> . . . . .	HK\$1,300.3 million	HK\$1,541.1 million
Unaudited pro forma adjusted net tangible asset value per Share <sup>(2)</sup> . . . . .	HK\$0.38	HK\$0.42

*Notes:*

- (1) The calculation of market capitalization is based on 1,104,000,000 Shares expected to be in issue immediately upon completion of the Global Offering.*
- (2) The unaudited pro forma adjusted net tangible asset per Share is calculated after making adjustments referred to in “Appendix II—Unaudited Pro Forma Financial Information.”*

### LISTING EXPENSES

We expect the total estimated amount of listing expenses (including underwriting commissions) would be approximately RMB37.8 million (based on mid-point of our indicative price range of HK\$1.18 for the Global Offering and assuming that the Over-allotment Option is not exercised) by the completion of the Global Offering. For the Track Record Period, we incurred listing expenses of approximately RMB22.3 million which was charged to our consolidated statements of comprehensive income as listing expenses. We will incur approximately RMB15.5 million, of which an estimated amount of approximately RMB5.4 million will be charged to our consolidated statements of comprehensive income and an estimated amount of approximately RMB10.1 million will be charged to equity for the year ending December 31, 2020. The total estimated amount of listing expenses

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## SUMMARY

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(including underwriting commission) accounted for approximately 18.5% of our gross proceeds from the Listing assuming the Offer Price is fixed at HK\$1.18 per Share (being the mid-point of the indicative Offer Price range stated in this prospectus and assuming that the Over-allotment Option is not exercised).

### USE OF PROCEEDS

Assuming the Offer Price is fixed at HK\$1.18 per Share (being the mid-point of the indicative Offer Price range stated in this prospectus and assuming that the Over-allotment Option is not exercised), we estimate that the net proceeds of the Global Offering, after deducting the estimated underwriting fees and expenses payable by us in connection with the Global Offering, will be approximately HK\$196.3 million. We intend to use the net proceeds from the Global Offering for the following purposes: (i) approximately 39.8% of our net proceeds, or approximately HK\$78.1 million, will be used for business expansion which includes solidifying our market position and quantity of our PGC, strengthening collaboration with business partners and capturing new customer and business opportunities; (ii) approximately 36.1% of our net proceeds, or approximately HK\$70.8 million, will be used for technology development which includes strengthening R&D and IT system, optimizing our Picker engine and developing and promoting new products; (iii) approximately 14.1% of our net proceeds, or approximately HK\$27.7 million, will be used for future investments and acquisitions which includes making future investments and acquisitions on companies that can generate synergy with our current business; and (iv) approximately 10% of our net proceeds, or approximately HK\$19.6 million, for working capital and other general corporate purposes.

The above allocation of the proceeds will be adjusted on a pro rata basis in the event that the Offer Price is fixed below or above the midpoint of the indicative price range. Any additional proceeds received from the exercise of the Over-allotment Option will also be allocated to the above purposes on a pro rata basis. Our Directors consider that the net proceeds from the Global Offering together with our internal resources will be sufficient to finance the implementation of our business plans as set out above. Investors should be aware that any part of our business plans may not proceed according to the time frame as described above due to various factors. Under such circumstances, our Directors will evaluate carefully the situation and will hold the funds as short-term deposits at authorized financial institutions until the relevant business plan(s) materialize. See “Future Plans and Use of Proceeds—Use of Proceeds” for further details.

### RECENT DEVELOPMENTS

Starting in January 2020, an outbreak of respiratory illness caused by COVID-19 continues to expand globally. Since the outbreak of COVID-19, the PRC Government has imposed measures such as extended suspension of business operations, travel restrictions and school closures in China, in an effort to contain the spread of COVID-19. As of the Latest Practicable Date, COVID-19 had spread to over 140 countries and territories around the world with the death toll from the outbreak and the number of infected cases continuing to rise. The outbreak is likely to have an adverse impact on the livelihood of the people in and the economy of the PRC.

According to the CIC Report, as the COVID-19 spreads in 2020, car sales in China fell by 92% in February 2020. The sales volume of new passenger automobiles in the six months ended June 30, 2020 was approximately 7.8 million units, representing a negative growth rate of approximately 22.5% compared to that for the corresponding period in 2019. This, according to the CIC Report, was caused

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by changes in consumer behaviors under the COVID-19 outbreak, leading to the postponement in the sales of new passenger automobiles. Moreover, the total sales volume of new passenger automobiles in China is expected to decrease to 19.7 million units in 2020, accounting for a drop of approximately 7.9% compared to that in 2019. In terms of the advertising expenditure of the automobile industry, it is expected to decrease slightly to RMB40.9 billion in 2020 accounting for a drop of approximately 2.6% compared to that in 2019, due to the outbreak of the COVID-19 resulting in reduced marketing expenditures from small and medium-sized automakers and many unexpectedly cancelled offline events. The total sales volume of new passenger automobiles was then understood to be postponed as the COVID-19 outbreak has led to several changes of consumers' behaviors. Furthermore, the demand for automobile advertising industry may also be hindered by the COVID-19 outbreak due to the potential reduction of advertising expenditures by automakers and limited media resources of traditional media, such as, TVs and print media.

For the nine months ended September 30, 2020, the negative growth rate of new car sale accounted for approximately 12.4% indicating a recovery in new car sales as a result of effective containment measures to combat the effects of the COVID-19 outbreak. This is anticipated to help the automobile advertising industry (and thus the advertising expenditure in automobile industry) to rebound. It is also evident that the new car sales market is recovering with the effective containment of the outbreak. For the three months ended June 30, 2020 and the three months ended September 30, 2020, the sales volume of new passenger automobiles in China was approximately 5.0 million units and 5.5 million units, representing year-on-year growth rates of 2.2% and 7.7% compared to those sales volume in the same period of previous year, respectively.

Whilst the total sales volume of new passenger automobiles was understood to be postponed as the COVID-19 outbreak has led to several changes of consumers' behaviors, the sales of new car in China has started to recover with the effective containment of the outbreak in March 2020, which helped the automobile advertising industry to rebound. As for advertising expenditure of the automobile industry, the impact will be alleviated. After the epidemic is effectively controlled, it is expected that consumer confidence will be restored and demand for purchasing automobiles will recover gradually, resulting in a recovery in automobile and automobile advertising industry accordingly. Based on the steady growth of the overall automobile market and the emergence of online advertising, automobile advertising expenditure is forecasted to reach RMB49.4 billion by 2024, representing a CAGR of 3.3% from 2019, while the expenditure of the automobile online advertising market is expected to reach RMB28.9 billion by 2024, representing a CAGR of 8.6% from 2019.

The COVID-19 outbreak has caused certain impacts on our business for the six months ended June 30, 2020, which mainly affected the Transaction Facilitation Service. For the six months ended June 30, 2020, we could not organize as many group-purchase events as expected, which led to a significant decrease from 59 events (generating a revenue of approximately RMB2.4 million) for the six months ended June 30, 2019, to seven events (generating a revenue of approximately RMB0.2 million) for the six months ended June 30, 2020. For the three months ended September 30, 2020, we organized one group-purchase event as compared to 22 group-purchase events in the corresponding period in 2019. However, we expect our Transaction Facilitation Service to gradually recover, in light of the lifting of various restrictions due to the COVID-19 outbreak in the PRC.

The COVID-19 outbreak has also affected our Online Advertising Services. We recorded a decrease in our revenue generated from our Online Advertising Service (from approximately RMB75.2 million to approximately RMB58.7 million), as we experienced an overall decrease of advertising

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expenditure sourced from our customers for the six months ended June 30, 2020, as compared to the corresponding period in 2019. Our Directors believe that this was likely caused by the dates of new car launches and automobile exhibitions (which were typically held in March and April of the year) were pushed back to the latter half of 2020 due to the COVID-19 outbreak, thus affecting the market appetite for automobile advertising services during the first half of 2020. For the three months ended September 30, 2020, we entered into 150 new service contracts for our Online Advertising Service as compared to 104 new service contracts entered in the corresponding period in 2019.

For the three months ended September 30, 2019 and 2020, we recorded our revenue at approximately RMB41.8 million and RMB53.8 million, respectively. The gross profit in the corresponding period amounted to approximately RMB35.3 million and RMB45.1 million, with gross profit margin at 84.6% and 83.8%, respectively. The third quarter financials are extracted from the unaudited condensed consolidated financial information for the three months and nine months ended September 30, 2020 which have been reviewed by the reporting accountant in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information performed by the Independent Auditor of the Entity”.

Further, our Directors are of the view that the impact of the COVID-19 outbreak on our Online Advertising Service was relatively limited in the long run. As of the Latest Practicable Date, all of our business operations had resumed to normal. Considering that the Transaction Facilitation Service are gradually recovering and the majority of our revenue is generated from the Online Advertising Service which experienced less impact despite the COVID-19 outbreak, our Directors will remain alerted and closely monitor and assess the market situation in light of any future development of COVID-19.

In the event that all our business operations have to be suspended due to the impact of the COVID-19 outbreak and assuming that (i) no revenue would be generated; (ii) all the staff would be retained; (iii) the administrative expenses would retain at the normal level other than business travelling being cancelled; (iv) the selling and marketing expenses would remain at approximately RMB2.8 million per month, as per our Directors’ best estimate; (v) the administrative and other expenses would remain at approximately RMB2.2 million per month, as per our Directors’ best estimate; (vi) the trade receivables and trade payables balance would be settled based on historical settlement pattern; and (vii) the net proceeds from Global Offering amount to approximately RMB19.6 million (being 10% of the low-point of the indicative Offer Price range stated in this prospectus which relates to working capital), based on our cash balance and the principal amount and the return generated from our Group’s wealth management products, our Directors are of the view that our Group would remain financially viable for at least 50 months from October 2020.

Please see “Business—Impact of the Outbreak of COVID-19 on our operation in the PRC” for details.

We have also adopted control and prevention measures to protect our employees from outbreaks of infectious diseases, which is in line with the policies issued by the local governments. See “Business—Health, Work Safety, Social and Environmental Matters” in this prospectus for further information.

As our strategies are mainly to be implemented in years 2021, 2022 and 2023, our Directors believe that COVID-19 is unlikely to have any significant long-term adverse impact to the implementation of the business strategies based on the current recovery situation in the PRC. That said,

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our Directors will remain cautious and closely monitor and assess the market situation in light of any future development of COVID-19.

We expect that there will be an increase of our revenue for the year ending December 31, 2020, however, it is expected that our Company will experience a slight decrease of its profit and comprehensive income attributable to owners of our Company in 2020 as compared to the year ended December 31, 2019, primarily due to that our Company received a tax refund in 2019, whereas there is no such tax refund in 2020; and a decrease in revenue from Transaction Facilitation Services in 2020 due to the COVID-19 outbreak.

On June 25, 2019, in recognition of the contributions of our Directors, senior management and key employees and to further incentivize them to promote our development, we have adopted the SA Scheme and the RSU Scheme, pursuant to which 100,000,000 underlying Shares (representing 10.00% of our issued share capital immediately after the allotment and issue of such Shares) were allotted and issued to the RSU Nominee and the SA Nominee for the purpose of the RSU Scheme and the SA Scheme, respectively. See the section headed “Statutory and General Information” in Appendix IV to this prospectus for further details of the schemes.

The participants of the RSU Scheme and the SA Scheme include Directors or their close associates who are connected persons of our Company. As such, the Shares held by the RSU Nominee and the SA Nominee underlying the RSU Scheme and the SA Scheme, respectively, will not be counted as part of the public float of our Company for the purposes of Rules 8.08 and 8.24 of the Listing Rules if any of their grantees are Directors or their close associates.

On December 25, 2020, the Board has resolved to grant Share Awards to certain of our executive Directors and selected employees of the Group, and to grant RSUs to selected employees of the Group, and such grants will be made immediately prior to the Listing. As at the date of this prospectus, all Shares underlying the Share Awards and the RSUs are held by the SA Nominee and the RSU Nominee, respectively, and the grants will not cause any dilution of shareholding of our Shareholders immediately upon the Listing. However, such grants are expected to have a non-cash financial effect on our Company and will be recorded as share-based payments of our Company.

### **NO MATERIAL ADVERSE CHANGE**

Our Directors have confirmed that, since June 30, 2020 and up to the date of this prospectus, save as disclosed above and for the expenses incurred and accrued in connection with the Listing, there has been no material adverse change in our financial or trading position or prospects and no event has occurred that would materially and adversely affect the information shown in our consolidated financial statements set out in the Accountant’s Report included in Appendix I to this prospectus.