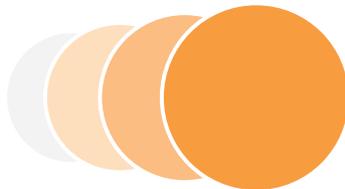


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GOLDEN SOLAR

GOLDEN SOLAR NEW ENERGY TECHNOLOGY HOLDINGS LIMITED

金陽新能源科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1121)

**ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021**

The board (the “Board”) of directors (the “Directors”) of Golden Solar New Energy Technology Holdings Limited (the “Company”) announces the audited consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2021, together with the comparative figures for 2020 and the relevant explanatory notes as set out below.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME**

For the year ended 31 December 2021

	<i>Notes</i>	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
REVENUE	4	313,506	111,869
Cost of sales		<u>(224,989)</u>	<u>(93,866)</u>
GROSS PROFIT		88,517	18,003
Other net income and gains	4	32,486	13,651
Impairment loss on trade receivables from sales of goods		(648)	(527)
Selling and distribution expenses		(10,559)	(7,922)
General and administrative expenses		(88,530)	(59,744)
Amortisation of intangible assets	12	(107)	(12,280)
Impairment loss on intangible assets	12	–	(64,842)
Finance costs	5	(5,572)	(5,912)
Fair value gain on financial assets at fair value through profit or loss		707	–
Fair value (loss)/gain on investment properties	10	<u>(4,763)</u>	<u>14,073</u>
PROFIT/(LOSS) BEFORE TAX	6	11,531	(105,500)
Income tax expense	7	<u>(2,308)</u>	<u>(3,256)</u>
PROFIT/(LOSS) FOR THE YEAR AND TOTAL COMPREHENSIVE INCOME/(EXPENSES) FOR THE YEAR ATTRIBUTABLE TO OWNERS OF THE COMPANY		<u>9,223</u>	<u>(108,756)</u>
EARNINGS/(LOSS) PER SHARE	9		
– Basic (RMB cent)		<u>0.579</u>	<u>(7.315)</u>
– Diluted (RMB cent)		<u>0.512</u>	<u>(7.315)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2021

	<i>Notes</i>	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
NON-CURRENT ASSETS			
Property, plant and equipment		85,401	28,125
Investment properties	<i>10</i>	66,116	60,029
Right-of-use assets	<i>11</i>	8,479	4,533
Intangible assets	<i>12</i>	881	154
		<u>160,877</u>	<u>92,841</u>
CURRENT ASSETS			
Inventories		110,659	39,127
Trade and bills receivables	<i>13</i>	88,340	44,454
Prepayments, deposits and other receivables		79,883	14,813
Financial assets at fair value through profit or loss		707	–
Pledged deposits		426	3,780
Cash and bank balances		135,794	625
		<u>415,809</u>	<u>102,799</u>
CURRENT LIABILITIES			
Trade and bills payables	<i>14</i>	88,867	65,705
Deposits received, other payables and accruals		70,835	38,926
Short term borrowings	<i>15</i>	100,441	130,140
Contract liabilities		694	–
Deferred income		3,912	–
Lease liabilities	<i>16</i>	2,325	131
Income tax payable		1,400	–
		<u>268,474</u>	<u>234,902</u>
NET CURRENT ASSETS/(LIABILITIES)		<u>147,335</u>	<u>(132,103)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>308,212</u>	<u>(39,262)</u>
NON-CURRENT LIABILITIES			
Deferred income		16,208	–
Lease liabilities	<i>16</i>	2,144	211
Deferred tax liability		5,024	5,416
		<u>23,376</u>	<u>5,627</u>
NET ASSETS/(NET LIABILITIES)		<u>284,836</u>	<u>(44,889)</u>
EQUITY			
Share capital		110,606	99,310
Reserves		174,230	(144,199)
TOTAL EQUITY/(CAPITAL DEFICIENCY)		<u>284,836</u>	<u>(44,889)</u>

NOTES:

1. CORPORATE INFORMATION

The Company is a limited liability company incorporated in the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company's principal places of business are located in Huoju Industrial Zone, Jiangnan Town, Licheng District, Quanzhou City, Fujian Province, the People's Republic of China ("PRC") and Room 504, 5/F, OfficePlus @Sheung Wan, 93-103 Wing Lok Street, Sheung Wan, Hong Kong. The ordinary shares of the Company ("Shares") were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 28 January 2011.

The principal activity of the Company is investment holding. The Group is engaged in the manufacture and sale of slippers, sandals, casual footwear, graphene-based ethylene-vinyl acetate ("EVA") foam material ("Graphene-based EVA Foam Material") and slippers ("Graphene-based Slippers"), graphene deodorizing and sterilizing chips for air purifiers and air conditioners ("Sterilizing Chips"), graphene air sterilizers, cast monocrystalline silicon ("Cast-mono") wafers and Cast-mono heterojunction ("HJT") solar cells and modules, and the provision of technology licensing service.

In the opinion of the Directors, the immediate holding company and the ultimate holding company of the Company are Best Mark International Limited and Market Dragon Investments Limited, respectively, which were incorporated in the British Virgin Islands. Its ultimate controlling party is Mr. Chiu Hsin-Wang.

2. BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with all applicable International Financial Reporting Standards ("IFRSs"), which collective term includes all applicable individual IFRSs, International Accounting Standards ("IASs") and Interpretations issued by the International Accounting Standards Board ("IASB"). In addition, the consolidated financial statements include 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.

The Group has applied the following revised IFRSs, which include IFRSs and IASs issued by the IASB for the first time in the current year.

Amendments to IFRS 9, IAS 39 and IFRS 7, IFRS 4 and IFRS 16	Interest Rate Benchmark Reform - phase 2
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The Directors consider the application of the above amendments to IFRSs do not have any material impact on the consolidated financial statements for the current or prior accounting periods.

3. SEGMENT INFORMATION

Information reported to the Directors, being the chief operating decision maker (the “CODM”), for the purposes of resource allocation and assessment of segment performance, focuses on types of goods or services delivered or provided. Specifically, the Group’s reportable and operating segments are as follows:

- (a) the Boree branded products segment manufactures and sells Boree branded slippers, sandals and casual footwear (“Boree Products”);
- (b) the graphene-based products segment applied the technology know-how by applying graphene in the production of Graphene-based EVA Foam Material, Graphene-based Slippers, Sterilizing Chips and graphene air sterilizers (collectively as “Graphene-based Products”);
- (c) the Original Equipment Manufacturer (“OEM”) segment produces slippers for branding and resale by others; and
- (d) the photovoltaic products segment manufactures and sells Cast-mono wafers and Cast-mono HJT solar cells and modules (collectively as “Photovoltaic Products”), and the provision of technology licensing service.

The CODM monitors the results of the Group’s operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment result, which is a measure of adjusted result before tax.

The segment profit or loss represents the profit earned by or loss from each segment without allocation of interest income, other unallocated net income and gains, amortisation of intangible assets, impairment loss on intangible assets, fair value gain on financial assets at fair value through profit or loss (“FVTPL”), fair value change on investment properties, finance costs as well as corporate and other unallocated expenses.

Segment assets exclude property, plant and equipment, investment properties, certain right-of-use assets, intangible assets, raw materials, work in progress, prepayments, deposits and other receivables, financial assets at FVTPL, pledged deposits and cash and bank balances as these assets are managed on a group basis.

Segment liabilities exclude trade and bills payables, certain other payables and accruals, short term borrowings, contract liabilities, deferred income, certain lease liabilities, income tax payable and deferred tax liability as these liabilities are managed on a group basis.

3. SEGMENT INFORMATION *(continued)*

Year ended 31 December 2021

	Boree Products <i>RMB'000</i>	Graphene- based Products <i>RMB'000</i>	OEM <i>RMB'000</i>	Photovoltaic Products <i>RMB'000</i>	Total <i>RMB'000</i>
Segment revenue					
Sales to external customers	1,300	5,663	261,709	24,834	293,506
Provision of technology licensing service	–	–	–	20,000	20,000
	<u>1,300</u>	<u>5,663</u>	<u>261,709</u>	<u>44,834</u>	<u>313,506</u>
Segment results	<u>(640)</u>	<u>467</u>	<u>52,233</u>	<u>25,111</u>	<u>77,171</u>
<i>Reconciliation:</i>					
Interest income					82
Other unallocated net income and gains					32,404
Impairment loss on trade receivables from sales of goods					(648)
Corporate and other unallocated expenses					(87,743)
Amortisation of intangible assets					(107)
Fair value gain on financial assets at FVTPL					707
Fair value loss on investment properties					(4,763)
Finance costs					<u>(5,572)</u>
Profit before tax					<u><u>11,531</u></u>
Segment assets	1,367	1,142	74,677	34,802	111,988
<i>Reconciliation:</i>					
Corporate and other unallocated assets					<u>464,698</u>
Total assets					<u><u>576,686</u></u>
Segment liabilities	2	158	477	3,832	4,469
<i>Reconciliation:</i>					
Corporate and other unallocated liabilities					<u>287,381</u>
Total liabilities					<u><u>291,850</u></u>

3. SEGMENT INFORMATION *(continued)*

Year ended 31 December 2020

	Boree Products <i>RMB'000</i>	Graphene- based Products <i>RMB'000</i>	OEM <i>RMB'000</i>	Total <i>RMB'000</i>
Segment revenue				
Sales to external customers	2,025	4,154	105,690	111,869
Segment results	(3,082)	1,914	10,876	9,708
<i>Reconciliation:</i>				
Interest income				43
Other unallocated net income and gains				13,608
Impairment loss on trade receivables from sales of goods				(527)
Corporate and other unallocated expenses				(59,371)
Amortisation of intangible assets				(12,280)
Impairment loss on intangible assets				(64,842)
Fair value gain on investment properties				14,073
Finance costs				(5,912)
Loss before tax				(105,500)
Segment assets	606	682	66,197	67,485
<i>Reconciliation:</i>				
Corporate and other unallocated assets				128,155
Total assets				195,640
Segment liabilities	300	322	–	622
<i>Reconciliation:</i>				
Corporate and other unallocated liabilities				239,907
Total liabilities				240,529

3. SEGMENT INFORMATION *(continued)*

Geographical information

(a) *Revenue from external customers*

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
PRC (principal place of operations)	26,824	8,778
United States of America (“US”)	276,910	97,515
South America	576	123
Europe	3,790	2,061
South East Asia	376	141
Other countries	5,030	3,251
	<u>313,506</u>	<u>111,869</u>

The revenue information above is based on the locations of the customers.

(b) *Non-current assets*

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
PRC (principal place of operations)	<u>160,855</u>	<u>92,841</u>

The non-current assets information above is based on the locations of the assets.

Information about major customers

Revenue from customers of the corresponding years contributing over 10% of the total sales of the Group are as follows:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Customer A	172,913	74,834
Customer B	<u>53,707</u>	<u>15,066</u>

The Group's major customers are included in the OEM segment.

4. REVENUE, OTHER NET INCOME AND GAINS

Revenue, which is also the Group's turnover, represents i) the net invoiced value of goods sold, after allowances for returns and trade discounts, and ii) the provision of technology licensing service.

An analysis of revenue and other net income and gains is as follows:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Revenue		
Recognised at a point in time		
Manufacture and sale of goods	293,506	111,869
Provision of technology licensing service	20,000	–
	<u>313,506</u>	<u>111,869</u>
Other net income and gains		
Interest income	82	43
Sales of scrap materials	35	–
Rental income from investment properties	2,182	1,445
Rental income under operating leases	1,197	1,330
Subsidy income*	1,207	3,298
Compensation for land resumption	22,158	–
Reversal of provision for social security	4,570	5,154
Reversal of long outstanding payables	745	2,265
Rent concession	–	52
Gain on termination of lease	5	24
Others	305	40
	<u>32,486</u>	<u>13,651</u>

* *There are no unfulfilled conditions or contingencies relating to these subsidies.*

5. FINANCE COSTS

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Interest on bank loans and other borrowings	5,466	5,868
Interest on lease liabilities	93	44
Effective interest on deferred rental income	13	–
	<u>5,572</u>	<u>5,912</u>

6. PROFIT/(LOSS) BEFORE TAX

The Group's profit/(loss) before tax is arrived at after charging/(crediting) the following items:

	2021	2020
	<i>RMB'000</i>	<i>RMB'000</i>
Cost of inventories sold	226,653	94,762
Depreciation of property, plant and equipment	8,671	6,217
Depreciation of right-of-use assets	954	750
Amortisation of intangible assets	107	12,280
Employee benefit expenses (including directors' remuneration):		
Wages and salaries	66,274	44,513
Equity-settled share-based payments	6,030	15,889
Staff welfares	1,894	1,022
Contributions to retirement benefits schemes	4,156	3,192
	78,354	64,616
Auditors' remuneration	1,378	1,511
Impairment loss on intangible assets	–	64,842
Impairment loss on trade receivables from sales of goods	648	527
Reversal of write-down of inventories	(3,382)	(896)
Loss on disposals of items of property, plant and equipment	1,500	614
Exchange loss, net	7,845	1,946
Research and development costs	18,873	14,055

7. INCOME TAX EXPENSE

No provision for Hong Kong profits tax has been provided as the Group did not generate any assessable profits arising in Hong Kong for the year (2020: Nil). Taxes on profits assessable in the PRC have been calculated at the prevailing rates, based on existing legislation, interpretations and practices in respect thereof.

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
PRC Enterprise Income Tax		
Charge for the year	2,699	200
Under-provisions in prior years	1	197
Deferred tax	(392)	2,859
	<hr/>	<hr/>
Total tax expense for the year	<u>2,308</u>	<u>3,256</u>

8. DIVIDEND

No dividend was proposed for the years ended 31 December 2021 and 2020 and since the end of the reporting period.

9. EARNINGS/(LOSS) PER SHARE

(a) Basic earnings/(loss) per share

The calculation of basic earnings per share is based on the consolidated profit for the year attributable to owners of the Company of approximately RMB9,223,000 (2020: consolidated loss of approximately RMB108,756,000) and the weighted average number of Shares of 1,591,515,624 (2020: 1,486,859,608) in issue during the year.

The weighted average number of Shares used to calculate the basic earnings per share for the year ended 31 December 2021 included the 1,486,859,608 Shares in issue as at 1 January 2021, 98,050,000 Shares issued during the year in respect of the exercise of share options and 20,000,000 Shares and 57,000,000 Shares issued in respect of the completion of subscription and placing of new Shares on 19 April 2021.

The weighted average number of Shares used to calculate the basic loss per share for the year ended 31 December 2020 included the 1,486,859,608 Shares in issue as at 1 January 2020 and 31 December 2020.

9. EARNINGS/(LOSS) PER SHARE *(continued)*

(b) Diluted earnings/(loss) per share

The diluted earnings per share is calculated by dividing the consolidated profit for the year attributable to owners of the Company by the weighted average number of Shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of Shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential Shares into Shares.

A reconciliation of the weighted average number of Shares used in calculating the diluted earnings per share amount is as follows:

	2021
	Number of
	Shares
Weighted average number of Shares used in the basic earnings per share calculation	1,591,515,624
Weighted average number of Shares, assuming issued at no consideration on the deemed exercise of all share options during the year	<u>208,482,658</u>
Weighted average number of Shares used in the diluted earnings per share calculation	<u><u>1,799,998,282</u></u>

During the years ended 31 December 2020, diluted loss per share does not assume the exercise of the Company's share options as the exercise of the Company's share options would result in a decrease in loss per share, and is regarded as anti-dilutive.

10. INVESTMENT PROPERTIES

	<i>RMB'000</i>	
As at 1 January 2020		–
Upon the completion of construction:		
Building-Transfer from property, plant and equipment		24,074
Land-Transfer from right-of-use assets		21,882
Fair value gain on investment properties		<u>14,073</u>
As at 31 December 2020 and 1 January 2021		60,029
Addition		10,850
Fair value loss on investment properties		<u>(4,763)</u>
As at 31 December 2021		<u><u>66,116</u></u>
	2021	2020
	<i>RMB'000</i>	<i>RMB'000</i>
Representing:		
Land	35,180	31,189
Building	<u><u>30,936</u></u>	<u><u>28,840</u></u>

The Group's properties located in the PRC are leased to a third party to earn rentals or for capital appreciation purposes.

The fair values of the Group's investment properties as at 31 December 2021 and 2020 had been arrived at on the basis of the valuations carried out by Quanzhou Heyi Assets and Real Estate Appraisal Co., Ltd, an independent professional valuer. In estimating the fair value of the investment properties, the management of the Group has considered the highest and best use of the investment properties.

The Group has pledged the land of investment properties with a net carrying amount of approximately RMB35,180,000 (2020: RMB31,189,000) to secure general banking facilities granted to the Group. The building of investment properties with a net carrying amount of approximately RMB11,137,000 (2020: RMB10,547,000) was pledged to secure loan facility from an independent third party.

11. RIGHT-OF-USE ASSETS

	Leasehold lands	Land for development of investment properties	Leased properties	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Cost:				
At 1 January 2020	4,488	22,466	1,712	28,666
Additions	–	–	345	345
Write-off	–	–	(879)	(879)
Transfer to investment properties on completion of construction	–	(22,466)	–	(22,466)
At 31 December 2020 and 1 January 2021	4,488	–	1,178	5,666
Additions	–	–	5,134	5,134
Write-off	–	–	(1,178)	(1,178)
At 31 December 2021	4,488	–	5,134	9,622
Accumulated depreciation:				
At 1 January 2020	147	584	584	1,315
Provided for the year	147	–	603	750
Write-off	–	–	(348)	(348)
Transfer to investment properties on completion of construction	–	(584)	–	(584)
At 31 December 2020 and 1 January 2021	294	–	839	1,133
Provided for the year	147	–	807	954
Write-off	–	–	(944)	(944)
At 31 December 2021	441	–	702	1,143
Net carrying amount:				
At 31 December 2021	4,047	–	4,432	8,479
At 31 December 2020	4,194	–	339	4,533

11. RIGHT-OF-USE ASSETS (continued)

	2021 RMB'000	2020 RMB'000
Expense relating to short-term leases and other leases with lease terms end within 12 months	<u>1,867</u>	<u>2,231</u>
Total cash outflow for leases for the year	<u>838</u>	<u>1,328</u>

12. INTANGIBLE ASSETS

	Technology Know-how RMB'000	O2O distribution vending system RMB'000	Deferred development costs and patents RMB'000	Total RMB'000
Cost:				
At 1 January 2020	1,587,518	60,000	92,577	1,740,095
Addition	<u>–</u>	<u>–</u>	<u>21</u>	<u>21</u>
At 31 December 2020 and 1 January 2021	1,587,518	60,000	92,598	1,740,116
Addition	<u>–</u>	<u>–</u>	<u>834</u>	<u>834</u>
At 31 December 2021	<u>1,587,518</u>	<u>60,000</u>	<u>93,432</u>	<u>1,740,950</u>
Accumulated amortisation and impairment:				
At 1 January 2020	1,526,518	44,000	92,322	1,662,840
Provided for the year	9,632	2,526	122	12,280
Impairment loss for the year	<u>51,368</u>	<u>13,474</u>	<u>–</u>	<u>64,842</u>
At 31 December 2020 and 1 January 2021	1,587,518	60,000	92,444	1,739,962
Provided for the year	<u>–</u>	<u>–</u>	<u>107</u>	<u>107</u>
At 31 December 2021	<u>1,587,518</u>	<u>60,000</u>	<u>92,551</u>	<u>1,740,069</u>
Net carrying amount:				
At 31 December 2021	<u>–</u>	<u>–</u>	<u>881</u>	<u>881</u>
At 31 December 2020	<u>–</u>	<u>–</u>	<u>154</u>	<u>154</u>

13. TRADE AND BILLS RECEIVABLES

The Group's trading terms with its customers are mainly on credit. The credit period offered to its customers is generally for a period of one to three months (2020: three to six months). The Group seeks to apply strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Trade receivables:		
– sales of goods	68,215	45,633
– provision of technology licensing service	21,200	–
Less: Allowance for credit losses	(1,367)	(1,179)
Bills receivables	292	–
	<hr/>	<hr/>
Total trade and bills receivables	88,340	44,454
	<hr/> <hr/>	<hr/> <hr/>

An aging analysis of the Group's trade and bills receivables, net of allowance for credit losses as at the end of the reporting period, based on the invoice dates, is as follows:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Within 3 months	84,617	42,167
4 to 6 months	3,723	1,635
7 to 9 months	–	652
	<hr/>	<hr/>
	88,340	44,454
	<hr/> <hr/>	<hr/> <hr/>

14. TRADE AND BILLS PAYABLES

An aging analysis of the Group's trade and bills payables as at the end of the reporting period, based on the invoice dates, is as follows:

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Within 3 months	68,770	40,993
Over 3 months	20,097	24,712
	<u>88,867</u>	<u>65,705</u>

The trade and bills payables are non-interest-bearing and are normally settled on six months terms (2020: six months). Bills payable of approximately RMB1,420,000 (2020: RMB12,600,000) were secured by the Group's pledged deposits amounted to approximately RMB426,000 as at 31 December 2021 (2020: RMB3,780,000).

15. SHORT TERM BORROWINGS

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Secured bank loans repayable within one year	91,000	97,500
Unsecured loans repayable within one year	9,441	32,640
	<u>100,441</u>	<u>130,140</u>

(a) At 31 December 2021 and 2020, the loans were denominated in Renminbi and bore interest rates ranging from:

Year ended 31 December 2021 4.35% to 5.13% per annum

Year ended 31 December 2020 4.35% to 5.22% per annum

(b) At 31 December 2021, the secured bank loans of the Group were secured by a pledge of the Group's buildings with carrying amount of approximately RMB2,238,000 (2020: RMB3,575,000), leasehold land of right-of-use assets and the land of investment properties with carrying amounts of approximately RMB4,047,000 (2020: RMB4,194,000) and approximately RMB35,180,000 (2020: RMB31,189,000) respectively. In addition, the bank loans were secured by guarantees provided by an independent third party and a Director and his son.

16. LEASE LIABILITIES

	2021 <i>RMB'000</i>	2020 <i>RMB'000</i>
Lease liabilities payable:		
Within one year	2,325	131
Within a period of more than one year but not more than two years	1,818	116
Within a period of more than two years but not more than five years	<u>326</u>	<u>95</u>
	4,469	342
Less: Amount due for settlement within 12 months shown under current liabilities	<u>(2,325)</u>	<u>(131)</u>
Amount due for settlement after 12 months shown under non-current liabilities	<u><u>2,144</u></u>	<u><u>211</u></u>

17. EVENTS AFTER REPORTING PERIOD

On 30 December 2021, the Company entered into a placing agreement with a placing agent, pursuant to which the Company has agreed to place through the placing agent, on a best effort basis, up to 50,000,000 new Shares at HK\$10 per share (the “Placing 2022”).

The Placing 2022 was completed on 14 January 2022 in accordance with the terms and conditions of the placing agreement. A total of 50,000,000 Shares have been successfully placed by the placing agent to two places at the placing price of HK\$10 per Share. The gross proceeds and the net proceeds from the Placing 2022 are approximately HK\$500,000,000 and approximately HK\$497,900,000 respectively. Reference is made to the announcements of the Company dated 30 December 2021 and 14 January 2022.

EXTRACTS FROM INDEPENDENT AUDITOR’S REPORT

The following is an extract from the report issued by Confucius International CPA Limited, the Company’s auditor, on the consolidated financial statements of the Group for the year ended 31 December 2021:

Opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021 and of its consolidated financial performance and consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (“IFRSs”) issued by the International Accounting Standards Board (the “IASB”) and the consolidated financial statements have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

MANAGEMENT DISCUSSION AND ANALYSIS

During the year, the revenue of the Group amounted to approximately RMB313.5 million (2020: RMB111.9 million), representing a substantial increase of approximately RMB201.6 million or 180.2%. The gross profit of the Group during the year also increased substantially to approximately RMB88.5 million, being approximately 5 times of gross profit of 2020. The gross profit margin of the Group during the year also increased to approximately 28.2% as compared to approximately 16.1% in 2020.

The increase in revenue and gross profit were primarily attributable to the following factors:

- i) The Group successfully utilised casting technology to produce Cast-mono wafers, which was then used to manufacture Cast-mono HJT solar cells with an energy conversion efficiency exceeding 24.0% in 2020. During the year, the Group has received and completed the first procurement order for photovoltaic modules based on our Cast-mono HJT solar cells. The first production facility of our Cast-mono wafers in Xuzhou has successfully entered the commercial production stage during the year, bringing a new source of income to the Group, and
- ii) During the year, the novel coronavirus (“COVID-19”) epidemic still had a serious impact on Southeast Asia and India, the severity of the domestic epidemic and the economy in the PRC had recovered substantially. Customers of the OEM business had transferred their original orders from Southeast Asia and Indian manufacturers to the Group, resulting in an increase in revenue of OEM business this year.

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

During the year, the Group recorded a net profit of approximately RMB9.2 million, as compared with the net loss of approximately RMB108.8 million of last year. Such turnaround from net loss to net profit was mainly attributable to (i) increase in gross profit of approximately RMB70.5 million; (ii) decrease in impairment loss on intangible assets of approximately RMB64.8 million; (iii) compensation for land resumption of approximately RMB22.2 million; (iv) decrease in amortisation of intangible assets of approximately RMB12.2 million; (v) decrease in share-based payments of approximately RMB9.9 million; net-off by (vi) decrease in fair value gain on investment properties of approximately RMB18.8 million; (vii) consultancy fee incurred for the new business of Photovoltaic Products of approximately RMB22.5 million; (viii) increase in wages and salaries of approximately RMB7.1 million as more senior management and administrative staff were recruited to support the new business of Photovoltaic Products; (ix) increase in research and development costs of approximately RMB4.8 million; and (x) increase in exchange loss of approximately RMB5.9 million.

FINANCIAL REVIEW

Revenue by Product Category

	2021	2020	Increase/ (decrease)
	RMB'000	RMB'000	% change
Revenue (Boree Products)	1,300	2,025	(35.8)%
Revenue (Graphene-based Products)	5,663	4,154	36.3%
Revenue (OEM Business)	261,709	105,690	147.6%
Revenue (Photovoltaic Products)	44,834	–	N/A
Revenue (Total)	<u>313,506</u>	<u>111,869</u>	<u>180.2%</u>

Boree Products

Revenue from Boree Products decreased by 35.8% to approximately RMB1.3 million during the year (2020: RMB2.0 million) because of the decrease in online sales.

FINANCIAL REVIEW *(continued)*

Graphene-based Products

The revenue of Graphene-based products increased by approximately RMB1.5 million to approximately RMB5.7 million during the year (2020: RMB4.2 million), the indoor graphene-based sterilizing slippers “Graphener” and the other graphene application products accounted for approximately RMB2.1 million and approximately RMB3.6 million respectively. Following the launch of air sterilizers “Graphenix” and the completion of the first order in the second half of last year, the Group has successfully designed and developed a new air purification device tailored made according to customer requirement in return of a tooling income of approximately RMB1.9 million and sales of such devices of approximately RMB1.6 million during the year.

OEM Business

The revenue of OEM business increased by approximately RMB156.0 million to approximately RMB261.7 million during the year (2020: RMB105.7 million). As the COVID-19 epidemic still had a serious impact on the Southeast Asia and India, customers of the OEM business had transferred their original orders from Southeast Asia and Indian manufacturers to the Group, resulting in an increase in both revenue and gross profit margin of the OEM business during the year.

Photovoltaic Products

The Group successfully utilised casting technology to produce Cast-mono wafers, which was then used to manufacture Cast-mono HJT solar cells with an energy conversion efficiency exceeding 24.0% in 2020. During the year, the Group has received and completed the first procurement order for photovoltaic modules based on our Cast-mono HJT solar cells which will be used for building a demonstrating integrated charging station for new energy vehicles for State Grid Corporation of China. In April 2021, Golden Solar Silicon Science & Technology (Xu Zhou) Co., Ltd. (“Golden Solar Xuzhou”), an indirect wholly-owned subsidiary of the Company was set up to manufacture Cast-mono wafers and has entered into a silicon wafer framework sale and purchase agreement with Jiangsu Runergy New Energy Technology Co., Ltd. and has entered into silicon wafer sales agreements with Taoistic Solar Technology (Changzhou) Co., Ltd. and Panda PV Tech Co., Ltd. respectively, providing Cast-mono wafers with a total amount up to 400 million pieces. The signing of the above agreements demonstrated that the Cast-mono wafers of the Group have been recognised by the photovoltaic manufacturers.

FINANCIAL REVIEW *(continued)*

Photovoltaic Products *(continued)*

The first production facility of our Cast-mono wafers in Xuzhou has successfully achieved commercial mass production in the second half of the year. Despite the power restriction measures in the PRC having impact on the operation in Xuzhou and Quanzhou, the main bases of the business of the Photovoltaic Products, the impact was limited as the restriction measures only lasted for just more than two months and operation resumed quickly. This new business of Photovoltaic Products brought a new source of income to the Group mainly in the last two months of the fourth quarter and the revenue totally amounted to approximately RMB44.8 million. The Group expects that this new business would become the main business of the Group and the driving force of higher profit growth for the near future.

Selling and Distribution Expenses

During the year, selling and distribution expenses increased by 33.3% to approximately RMB10.6 million as compared with that of last year (2020: RMB7.9 million), which accounted for 3.4% (2020: 7.1%) of the Group's revenue. The increase was mainly attributable to the increase in sales during the year.

General and Administrative Expenses

General and administrative expenses recorded an increase of approximately RMB28.8 million or 48.2% during the year to approximately RMB88.5 million as compared with that of last year (2020: RMB59.7 million), which was mainly attributable to (i) consultancy fee incurred for the new business of Photovoltaic Products of approximately RMB22.5 million; (ii) increase in wages and salaries of approximately RMB7.1 million as more senior management and administrative staff were recruited to support the new business of Photovoltaic Products; (iii) increase in research and development costs of approximately RMB4.8 million; and (iv) increase in exchange loss of approximately RMB5.9 million; net-off by (v) decrease in share-based payments of approximately RMB9.9 million.

Liquidity and Financial Resources

During the year, net cash outflow from operating activities of the Group amounted to approximately RMB63.1 million (2020: RMB2.6 million). As at 31 December 2021, cash and bank balances were approximately RMB135.8 million, representing an increase of approximately 216.3 times as compared with the cash and bank balances as at the end of last year (2020: RMB0.6 million). As at 31 December 2021, around 68.5% and 25.9% of the Group's cash and bank balances were denominated in Hong Kong dollars and Renminbi respectively. As at 31 December 2021, the short term borrowings of the Group were approximately RMB100.4 million (2020: RMB130.1 million). All loans were denominated in Renminbi, with fixed interest rates and repayable within one year.

As at 31 December 2021, the gearing ratio of the Group was 100.2% (2020: -523.8%). Gearing ratio was calculated as total debt divided by the total equity. Total debt refers to the total liability minus the sum of tax payable and deferred tax liability.

FINANCIAL REVIEW *(continued)*

Capital Structure

As at 1 January 2021, the Company had 1,486,859,608 Shares in issue and a paid-up capital of approximately RMB99,310,000. During the year, the Company issued a total of 98,050,000 Shares to share option holders who exercised their share options, and issued a total of 20,000,000 Shares and 57,000,000 Shares in respect of the completion of share subscription and placing on 19 April 2021. As disclosed in the Company's announcements dated 24 March 2021 and 19 April 2021, Mr. Lin Dongliang, an independent subscriber, subscribed for a total of 20,000,000 new Shares of US\$0.01 each at a subscription price of HK\$4 per subscription share (the "Share Subscription"), and the Company placed a total of 57,000,000 new Shares through a placing agent at placing price of HK\$4 per placing share (the "Placing"). As at 31 December 2021, the Company had 1,661,909,608 Shares in issue and a paid-up capital of approximately RMB110,606,000.

Significant Investments, Material Acquisitions and Disposals

During the year, the Group did not have any other significant investments, material acquisitions and disposals.

Pledge of Assets

As at 31 December 2021, the bills payables were secured by a pledge of the Group's time deposits amounting to approximately RMB0.4 million (2020: RMB3.8 million). As at 31 December 2021, the bank borrowings of the Group were secured by a pledge of the Group's buildings with carrying amount of approximately RMB2.2 million (2020: RMB3.6 million), leasehold land of right-of-use assets and the land of investment properties with carrying amounts of approximately RMB4.0 million (2020: RMB4.2 million) and approximately RMB35.2 million (2020: RMB31.2 million) respectively.

The building of investment properties with a net carrying amount of approximately RMB11.1 million (2020: RMB10.5 million) was pledged to an independent third party for a loan facility of RMB20 million (2020: RMB20 million). The loan facility was not yet utilised as at 31 December 2021 and 2020.

FINANCIAL REVIEW *(continued)*

Contingent Liabilities

During the year of 2020, a supplier had filed lawsuit against the overdue payment of Quanzhou Baofeng Shoes Co., Ltd. (“Quanzhou Baofeng”), an indirect wholly-owned subsidiary of the Company, with total amount of approximately RMB0.5 million (the “Amount in Question”) and the first trial held that Quanzhou Baofeng shall repay the Amount in Question plus interest.

Based on the best estimation of the management of the Company at that time, Quanzhou Baofeng had valid ground in opposing the Amount in Question in the judgement of the above said case. As the lawsuit was in the process of appeal, the corresponding legal fee and interest were uncertain. Accordingly, no provision had been made in the consolidated financial statement as at 31 December 2020.

According to the judgement of the second trial, the appeal was rejected and Quanzhou Baofeng was required to repay the Amount in Question plus interest to the supplier. Subsequently on 28 April 2021, Quanzhou Baofeng entered into a settlement agreement with the supplier, which Quanzhou Baofeng would settle the Amount in Question without interest to the supplier in five monthly instalments from April to August 2021. As at 31 December 2021, the Amount in Question and the corresponding legal fee were fully settled by Quanzhou Baofeng.

Except as described above, there was no material contingent liabilities as at 31 December 2021 and 2020.

Foreign Exchange Risk

During the year, the revenue of the Group were mainly denominated in US dollars and Renminbi. The cost of sales and operating expenses were mainly denominated in Renminbi. Management of the Group monitors the foreign exchange risk and will consider hedging significant foreign currency risk exposure if necessary.

FINANCIAL REVIEW *(continued)*

Human Resources

As at 31 December 2021, the Group had a total of approximately 800 employees (2020: 600 employees), with total staff costs for the year ended 31 December 2021, including directors' remuneration, amounted to approximately RMB78,354,000 (2020: RMB64,616,000). The Group's emolument policies are based on the merit, qualifications and competence of individual employee and are reviewed by the remuneration committee periodically. The emoluments of the Directors are recommended by the remuneration committee and are decided by the Board, having regard to the Group's operating results, individual performance and comparable market statistics. The Company also adopted a new share option scheme on 2 July 2021 to motivate and reward its Directors and eligible employees.

Use of Net Proceeds from the Share Subscription and Placing

As disclosed in the Company's announcements dated 24 March 2021 and 19 April 2021, the Share Subscription and Placing were completed on 19 April 2021. The closing market price was HK\$4.76 per Share on the date on which the terms of the Share Subscription and Placing were fixed. The gross proceeds from the Share Subscription and Placing were approximately HK\$80,000,000 (equivalent to approximately RMB67,494,000) and approximately HK\$228,000,000 (equivalent to approximately RMB192,359,000) respectively, and the net proceeds (after deducting the relevant expenses incurred in the Share Subscription and Placing) were approximately HK\$79,700,000 (equivalent to approximately RMB67,242,000) and approximately HK\$226,720,000 (equivalent to approximately RMB191,280,000) respectively. The net subscription price and net placing price, after deducting relevant expenses, were approximately HK\$3.99 per subscription share and HK\$3.98 per placing share, respectively.

The Directors considered that the Share Subscription and Placing represented an opportunity to strengthen the Group's financial position and raise additional funding for the business operations of the Group without any interest burden, as well as to enlarge shareholders' base of the Company which may in turn enhance the liquidity of the Shares.

FINANCIAL REVIEW (continued)

Use of Net Proceeds from the Share Subscription and Placing (continued)

The utilisation of the net proceeds as at 31 December 2021 is set out as follows:

Nature	Intended use of the net proceeds RMB'000	Amount of the net proceeds utilised during the year ended 31 December 2021 RMB'000	Balance of the net proceeds unutilised as at 31 December 2021 RMB'000
Development of photovoltaic and related business (Note 1)	134,990	96,181	38,809
Settlement of other payables and short term borrowings (Note 1)	42,184	30,656	11,528
Settlement of other payable for the casting silicon furnaces	37,460	37,460	–
General working capital	43,888	43,888	–
Total:	<u>258,522</u>	<u>208,185</u>	<u>50,337</u>

Note:

1. It is expected that the remaining balances of the unutilised net proceeds allocated for the “Development of photovoltaic and related business” and “Settlement of other payables and short term borrowings” will be utilised in the financial period ending 30 June 2022.

CHANGE OF COMPANY NAME, STOCK SHORT NAME, COMPANY LOGO AND COMPANY WEBSITE

The English name of the Company has been changed from “Baofeng Modern International Holdings Company Limited” to “Golden Solar New Energy Technology Holdings Limited” and its dual foreign name in Chinese has been changed from “寶峰時尚國際控股有限公司” to “金陽新能源科技控股有限公司”, both with effect from 30 June 2021. The stock short name of the Company for trading in the Shares on the Main Board of the Stock Exchange has been changed from “BAOFENGMODERN” to “GOLDENSOLAR” in English and from “寶峰時尚” to “金陽新能源” in Chinese, with effect from 9:00 a.m. on 2 August 2021. The logo of the Company has been changed to  with effect from 28 July 2021. The website of the Company has been changed from “www.baofengmodern.com” to “www.goldensolargroup.com” with effect from 20 August 2021.

FUTURE PROSPECTS

Photovoltaic Products Business

Since the commencement of the business of Photovoltaic Products in early 2021 and the signing of casting silicon furnaces purchase agreement with the subsidiary of GCL-Poly Energy Holdings Limited (“GCL-Poly”) on 29 January 2021, the Group has successively completed the lease arrangements for preliminary production plant, the application for 16 patents in relation to Cast-mono wafers and Cast-mono HJT solar cells technologies, the recruitment of approximately 19 research and development staff and 66 production staff, the upgrade of 113 of the 290 casting silicon furnaces at our Xuzhou production line acquired from GCL-Poly, the commissioning of related equipment, production and delivery of Cast-mono wafer orders of several customers. The Group transformed from a traditional manufacturer to a renewable energy technology company within 2021 as scheduled, and achieved the target of investment, mass production, delivery and realised profit in the same year.

The full production capacity of Cast-mono wafers of Golden Solar Xuzhou, the Cast-mono wafers production base of the Group, reached approximately 300 million pieces per year (Based on a wafer size of 182mm. Due to the gradual shift in customer demand from 158.75mm to 182mm in 2021, all wafer production units in previous announcements of the Company were based on 158.75mm). The unmodified casting silicon furnaces are scheduled to complete modification in 2022. In addition, depending on market demands, the Group will further expand its production capacity in 2022. As disclosed in the announcement of the Company dated 22 October 2021, Golden Solar Xuzhou entered into the investment agreement and related supplemental agreement with Xuzhou Economic & Technological Development Zone Management Committee* (徐州經濟技術開發區管理委員會), in relation to the 20 gigawatts large-sized HJT silicon wafer project. The Group expects to complete the construction of new plant and commence production in the second quarter of 2022.

During the year, the Group invested heavily in research and development and technology and subsequently achieve a major breakthrough in thin silicon wafer mass production technology. The new plant will start mass production of 100 μ ultra-thin silicon wafers for HJT N-type solar cells (according to our understanding, only HJT solar cells can utilise mass production-grade ultra-thin silicon wafers of 100 μ and below), which will give HJT solar cells an absolute cost advantage over other conventional solar cells. The mass production of ultra-thin silicon wafer also represents a significant estimated increase in the profit of the Group.

Besides continuous production of Cast-mono wafers to fulfil orders from existing and potential customers, we also expect to establish proprietary production of Cast-mono HJT solar cells and Cast-mono HJT solar modules. As disclosed in the announcement of the Company dated 29 December 2021, Golden Solar (Hong Kong) Solar Material Company Limited, a wholly-owned subsidiary of the Group, will establish a project company with Shangyi County Chahar Wind Power Co., Ltd.* (尚義縣察哈爾風電有限公司), a subsidiary of Hua Yuan Power Co., Ltd.* (華源電力有限公司) and SDIC Power Holding Co., Ltd. which will hold 51%, 29% and 20% of the equity interests in the project company respectively. Under the leadership of the Group, the project company will set up a HJT solar cell and HJT solar module production line and provide related products to the HJT solar power plants planned to be set up by other partners of the project company in the future. The Group will form a complete vertical supply chain consisting of Cast-mono wafers, solar cells, solar modules (including flexible solar modules for Business-to-Customers), distributed household power station, and therefore becoming an integrated solar solution provider covering upstream materials to end users. In addition, the Group will become the industry benchmark as the sole vertical supply chain integrated provider of new generation HJT technology.

We believe that we will lead the new round of cost reduction of worldwide solar energy with the advanced new generation ultra-thin cast HJT solar cell technology and contribute to achieving carbon neutrality for our country and the world.

Other Business

The global outbreak of the COVID-19 epidemic is expected to continue to have a negative impact on the global retail market in 2022. However, the overseas retail market is expected to return to growth as many countries started to ease the restrictive measures and the Group expects a mild increase in the revenue of OEM business in 2022.

For Graphene-based Products, the Group would focus to sell the tailor-made air purification device in 2022 and continue to develop and modify sterilizing modules for air conditioning system through cooperation with customer.

CORPORATE GOVERNANCE

The Board and the management of the Company are committed to the maintenance of good corporate governance practices and procedures. The Company believes that good corporate governance provides a framework that is essential for effective management, a healthy corporate culture, successful business growth and enhancing shareholders' value.

Throughout the year ended 31 December 2021, the Company has complied with the code provisions as set out in the then Corporate Governance Code (the "CG Code") which was effective for the year ended 31 December 2021 contained in Appendix 14 to the Listing Rules, save for the deviations as detailed below. The Company periodically reviews its corporate governance practices to ensure its continuous compliance.

Code Provision A.2.1 stipulates that the roles of the Chairman and Chief Executive Officer should be separated and should not be performed by the same individual. The Company deviates from this provision because Mr. Zheng Jingdong has been performing both the roles of Chairman and Chief Executive Officer from 10 May 2013 to 25 February 2021. The Directors considered that vesting two roles in the same person provided the Group with strong and consistent leadership in the development and execution of the Group's business strategies and was beneficial to the Group. The balance of power and authorities was ensured by the operation of the senior management and the Board, which comprises experienced and high caliber individuals. Since 26 February 2021, Mr. Leung Tsz Chung has been appointed as Chairman of the Board and the Chief Executive Officer of the Group. The Board currently comprises 3 executive Directors, 1 non-executive Director and 3 independent non-executive Directors and therefore has a strong independence element in its composition.

Code Provision A.6.7 stipulates that non-executive Directors and independent non-executive Directors should attend annual general meeting and develop a balanced understanding of the views of the shareholders. The Company deviates from this provision because the independent non-executive Director, Ms. An Na did not attend the annual general meeting held on 29 June 2021 due to her other business commitments.

Code Provision E.1.2 stipulates that the Chairman of the Board should attend the annual general meeting, and the Chairman should also invite the chairpersons of the audit, remuneration, nomination and any other committees (as appropriate) to attend. In their absence, he should invite another member of the committee or failing this his duly appointed delegate, to attend. These persons should be available to answer questions at the annual general meeting. The chairperson of the independent board committee (if any) should also be available to answer questions at any general meeting to approve a connected transaction or any other transaction that requires independent shareholders' approval. Due to her other business commitments, the chairperson of remuneration committee, Ms. An Na was unable to attend the annual general meeting held on 29 June 2021.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as the required standard for securities transactions by the Directors. The Company made specific enquiries of all the Directors and each of them confirmed that they have complied with the required standards set out in the Model Code during the financial year ended 31 December 2021.

AUDIT COMMITTEE

The audit committee was established by the Board with written terms of reference in compliance with the CG Code as set out in Appendix 14 to the Listing Rules. The primary duties of the audit committee are to review and supervise our Group's financial reporting process and risk management and internal control systems, effectiveness of the Group's internal audit function and review and monitor appointment of the auditors and their independence. As at 31 December 2021, the audit committee comprised three independent non-executive Directors, namely Mr. Chen Shaohua, Professor Zhao Jinbao and Ms. An Na, and Mr. Chen Shaohua was the chairperson of the audit committee. The annual results of the Group for the year ended 31 December 2021 have been reviewed by the audit committee.

REVIEW OF THIS ANNUAL RESULTS ANNOUNCEMENT

This preliminary announcement has been compared by the Group's auditor, Confucius International CPA Limited ("Confucius"), Certified Public Accountants, to the amounts set out in the Group's consolidated financial statements for the year and the amounts were found to be in agreement. The work performed by Confucius in this respect did not constitute an audit, review or other assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by the auditor on this preliminary announcement.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

During the year ended 31 December 2021, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31 December 2021.

ANNUAL GENERAL MEETING

A notice convening the annual general meeting will be published on the websites of the Stock Exchange and the Company and despatched to the shareholders of the Company in the manner as required by the Listing Rules in due course.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The annual results announcement is available for viewing on the website of the Stock Exchange and the website of the Company at <http://www.goldensolargroup.com>. The annual report of the Company will be despatched to shareholders of the Company in due course.

- * the English translation of Chinese names or words in this announcement, where indicated, is included for information purpose only, and should not be regarded as the official English translation of such Chinese names or words.

On behalf of the Board
Golden Solar New Energy Technology Holdings Limited
Leung Tsz Chung
Chairman

Hong Kong, 30 March 2022

As at the date of this announcement, the executive Directors are Mr. Leung Tsz Chung, Mr. Zheng Jingdong and Dr. Xu Zhi; the non-executive Director is Ms. Lin Weihuan; and the independent non-executive Directors are Professor Zhao Jinbao, Mr. Chen Shaohua and Ms. An Na.