
APPENDIX I

ACCOUNTANTS’ REPORT

The following is the text of a report on Logory Logistics Technology Co., Ltd., prepared for the purpose of incorporation in this document received from the reporting accountants of the Company, Ernst & Young, Certified Public Accountants, Hong Kong.

[To insert the firm’s letterhead]

ACCOUNTANTS’ REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF LOGORY LOGISTICS TECHNOLOGY CO., LTD. AND HAITONG INTERNATIONAL CAPITAL LIMITED

Introduction

We report on the historical financial information of Logory Logistics Technology Co., Ltd. (the “Company”) and its subsidiaries (together, the “Group”) set out on pages [I-3] to [I-107], which comprises the consolidated statements of profit or loss and comprehensive income, statements of changes in equity and statements of cash flows of the Group for each of the years ended 31 December 2019, 2020 and 2021, and the nine months ended 30 September 2022 (the “Relevant Periods”), and the consolidated statements of financial position of the Group and the statements of financial position of the Company as at 31 December 2019, 2020 and 2021 and 30 September 2022 and a summary of significant accounting policies and other explanatory information (together, the “Historical Financial Information”). The Historical Financial Information set out on pages [I-3] to [I-107] forms an integral part of this report, which has been prepared for inclusion in the document of the Company dated [Date] (the “Document”) in connection with the [REDACTED] of the shares of the Company [REDACTED].

Directors’ responsibility for the Historical Financial Information

The directors of the Company are responsible for the preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information, and for such internal control as the directors determine is necessary to enable the preparation of the Historical Financial Information that is free from material misstatement, whether due to fraud or error.

Reporting accountants’ responsibility

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

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Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants’ judgement, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity’s preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information, in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. Our work also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the Historical Financial Information.

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

Opinion

In our opinion, the Historical Financial Information gives, for the purposes of the accountants’ report, a true and fair view of the financial position of the Group and the Company as at 31 December 2019, 2020 and 2021 and 30 September 2022 and of the financial performance and cash flows of the Group for each of the Relevant Periods in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information.

Review of interim comparative financial information

We have reviewed the interim comparative financial information of the Group which comprises the consolidated statement of profit or loss and comprehensive income, statement of changes in equity and statement of cash flows for the nine months ended 30 September 2021 and other explanatory information (the “Interim Comparative Financial Information”). The directors of the Company are responsible for the preparation and presentation of the Interim Comparative Financial Information in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information. Our responsibility is to express a conclusion on the Interim Comparative Financial Information based on our review. We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* issued by the HKICPA. A review consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. Based on our review, nothing has come to our attention that causes us to believe that the Interim Comparative Financial Information, for the purposes of the accountants’ report, is not prepared, in all material respects, in accordance with the basis of preparation set out in note 2.1 to the Historical Financial Information.

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

Adjustments

In preparing the Historical Financial Information, no adjustments to the Underlying Financial Statements as defined on page [I-3] have been made.

Dividends

We refer to note 11 to the Historical Financial Information which states that no dividends have been paid by the Company in respect of the Relevant Periods.

[●]

Certified Public Accountants

Hong Kong

[Date]

I HISTORICAL FINANCIAL INFORMATION

Preparation of Historical Financial Information

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

The financial statements of the Group for the Relevant Periods, on which the Historical Financial Information is based, were audited by Ernst & Young in accordance with Hong Kong Standards on Auditing issued by the HKICPA (the “Underlying Financial Statements”).

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

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CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND COMPREHENSIVE INCOME

	Notes	Year ended 31 December			Nine months ended 30 September	
		2019	2020	2021	2021	2022
		RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
REVENUE	5	3,560,542	4,664,587	6,297,250	4,676,704	4,710,591
Cost of revenue	6	(3,348,716)	(4,363,629)	(5,897,389)	(4,382,496)	(4,451,508)
GROSS PROFIT		211,826	300,958	399,861	294,208	259,083
Other income and gains	5	8,040	13,277	25,782	18,484	22,597
Selling and marketing expenses	6	(109,006)	(129,575)	(153,602)	(114,727)	(109,489)
Administrative expenses	6	(48,510)	(53,907)	(86,718)	(56,407)	(73,584)
Research and development expenses	6	(29,872)	(46,741)	(72,821)	(48,209)	(58,221)
(Impairment)/reversal of impairment of financial and contract assets, net	6	(8,598)	(7,896)	(9,659)	1,077	412
Other expenses	6	(10,324)	(33,586)	(39,222)	(21,710)	(30,900)
Finance costs	7	(16,186)	(6,697)	(4,925)	(2,533)	(3,490)
Share of losses of associates		(579)	(786)	(778)	(614)	(1,195)
(LOSS)/PROFIT BEFORE TAX		(3,209)	35,047	57,918	69,569	5,213
Income tax expense	10	(89)	(8,977)	(7,174)	(12,849)	(1,514)
(LOSS)/PROFIT FOR THE YEAR/PERIOD		<u>(3,298)</u>	<u>26,070</u>	<u>50,744</u>	<u>56,720</u>	<u>3,699</u>
Attributable to:						
Owners of the parent		(3,516)	26,070	50,744	56,720	3,699
Non-controlling interests		218	-	-	-	-
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT						
Basic and diluted	12	<u>-</u>	<u>0.02</u>	<u>0.04</u>	<u>0.04</u>	<u>-</u>
(LOSS)/PROFIT FOR THE YEAR/PERIOD		<u>(3,298)</u>	<u>26,070</u>	<u>50,744</u>	<u>56,720</u>	<u>3,699</u>
OTHER COMPREHENSIVE INCOME						
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:						
Equity investments designated at fair value through other comprehensive income:						
Changes in fair value		-	-	120	-	-
Income tax effect		-	-	(30)	-	-
OTHER COMPREHENSIVE INCOME FOR THE YEAR/PERIOD, NET OF TAX		<u>-</u>	<u>-</u>	<u>90</u>	<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR/PERIOD		<u>(3,298)</u>	<u>26,070</u>	<u>50,834</u>	<u>56,720</u>	<u>3,699</u>
Attributable to:						
Owners of the parent		(3,516)	26,070	50,834	56,720	3,699
Non-controlling interests		218	-	-	-	-

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CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	<i>Notes</i>	As at 31 December			As at
		2019	2020	2021	30 September
		<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	2022
				<i>RMB’000</i>	
NON-CURRENT ASSETS					
Property, plant and equipment	13	84,300	80,119	71,209	68,046
Right-of-use assets	14	9,415	8,472	9,323	7,773
Intangible assets	15	2,079	1,194	1,542	1,835
Investments in associates	16	5,421	6,236	6,258	9,663
Equity investments designated at fair value through other comprehensive income	17	1,000	1,000	–	–
Prepayments, other receivables and other assets	21	–	–	2,814	2,665
Deferred tax assets	28	13,667	9,042	12,849	16,323
Total non-current assets		115,882	106,063	103,995	106,305
CURRENT ASSETS					
Inventories	18	686	555	3,144	4,206
Trade and notes receivables	19	128,631	189,373	176,284	93,011
Contract assets	20	6,340	5,098	7,112	4,764
Prepayments, other receivables and other assets	21	1,215,133	1,583,208	1,638,719	1,176,325
Financial assets at fair value through profit or loss (“FVTPL”)	22	358	358	5,010	110,000
Pledged deposits	23	3,473	502	–	–
Restricted bank deposits	23	–	–	–	4,068
Cash and cash equivalents	23	350,385	421,654	728,838	508,736
Total current assets		1,705,006	2,200,748	2,559,107	1,901,110
CURRENT LIABILITIES					
Trade payables	24	111,724	151,009	113,298	91,699
Other payables and accruals	25	1,409,675	1,776,352	1,896,712	1,324,221
Contract liabilities	26	8,612	11,148	10,259	12,413
Interest-bearing bank and other borrowings	27	95,162	57,776	92,194	11,819
Lease liabilities	14	2,282	2,093	2,839	2,771
Tax payable		4,206	3,824	11,648	10,952
Total current liabilities		1,631,661	2,002,202	2,126,950	1,453,875

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		As at 31 December			As at
	<i>Notes</i>	2019	2020	2021	30 September
		<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	2022
					<i>RMB’000</i>
NET CURRENT ASSETS		<u>73,345</u>	<u>198,546</u>	<u>432,157</u>	<u>447,235</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>189,227</u>	<u>304,609</u>	<u>536,152</u>	<u>553,540</u>
NON-CURRENT LIABILITIES					
Lease liabilities	<i>14</i>	<u>1,698</u>	<u>1,355</u>	<u>717</u>	<u>739</u>
Total non-current liabilities		<u>1,698</u>	<u>1,355</u>	<u>717</u>	<u>739</u>
NET ASSETS		<u>187,529</u>	<u>303,254</u>	<u>535,435</u>	<u>552,801</u>
EQUITY					
Equity attributable to owners of the parent					
Share capital	<i>29</i>	<u>78,771</u>	<u>80,084</u>	<u>84,417</u>	<u>84,417</u>
Reserves	<i>31</i>	<u>108,758</u>	<u>223,170</u>	<u>451,018</u>	<u>468,384</u>
TOTAL EQUITY		<u>187,529</u>	<u>303,254</u>	<u>535,435</u>	<u>552,801</u>

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CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Attributable to owners of the parent							Non-controlling interests	Total equity
	Share capital	Capital reserve	Share-based payments reserve	Statutory surplus reserve	Other reserve	Accumulated losses	Total		
	<i>RMB'000</i> <i>Note 29</i>	<i>RMB'000</i> <i>Note 31</i>	<i>RMB'000</i> <i>Note 30</i>	<i>RMB'000</i> <i>Note 31</i>	<i>RMB'000</i> <i>Note 31</i>	<i>RMB'000</i>	<i>RMB'000</i>		
As at 1 January 2019	66,956	48,044	78,403	625	–	(221,368)	(27,340)	(2,306)	(29,646)
Issue of shares	11,815	207,355	–	–	–	–	219,170	–	219,170
Total comprehensive income for the year	–	–	–	–	–	(3,516)	(3,516)	218	(3,298)
Equity-settled share-based payments	–	–	1,503	–	–	–	1,503	–	1,503
Acquisition of non-controlling interests	–	–	–	–	(2,288)	–	(2,288)	2,088	(200)
At 31 December 2019	78,771	255,399	79,906	625	(2,288)	(224,884)	187,529	–	187,529
As at 1 January 2020	78,771	255,399	79,906	625	(2,288)	(224,884)	187,529	–	187,529
Issue of shares	1,313	73,039	–	–	–	–	74,352	–	74,352
Total comprehensive income for the year	–	–	–	–	–	26,070	26,070	–	26,070
Equity-settled share-based payments	–	–	15,303	–	–	–	15,303	–	15,303
At 31 December 2020	80,084	328,438	95,209	625	(2,288)	(198,814)	303,254	–	303,254

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	Attributable to owners of the parent									
	Share capital	Capital reserve	Share-based payments reserve	Statutory surplus reserve	Fair value reserve of financial assets at fair value through other comprehensive income	Other reserve	Accumulated losses	Total	Non-controlling interests	Total equity
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	<i>Note 29</i>	<i>Note 31</i>	<i>Note 30</i>	<i>Note 31</i>	<i>Note 31</i>	<i>Note 31</i>				
As at 1 January 2021	80,084	328,438	95,209	625	-	(2,288)	(198,814)	303,254	-	303,254
Issue of shares	4,333	160,667	-	-	-	-	-	165,000	-	165,000
Total comprehensive income for the year	-	-	-	-	90	-	50,744	50,834	-	50,834
Equity-settled share-based payments	-	-	22,347	-	-	-	-	22,347	-	22,347
Other comprehensive income that has been reclassified to accumulated losses	-	-	-	-	(90)	-	90	-	-	-
Acquisition of non-controlling interests	-	-	-	-	-	(6,000)	-	(6,000)	-	(6,000)
At 31 December 2021	<u>84,417</u>	<u>489,105</u>	<u>117,556</u>	<u>625</u>	<u>-</u>	<u>(8,288)</u>	<u>(147,980)</u>	<u>535,435</u>	<u>-</u>	<u>535,435</u>

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	Attributable to owners of the parent						Total	Non-controlling interests	Total equity
	Share capital	Capital reserve	Share-based payments reserve	Statutory surplus reserve	Other reserve	Accumulated losses			
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	<i>Note 29</i>	<i>Note 31</i>	<i>Note 30</i>	<i>Note 31</i>	<i>Note 31</i>				
As at 1 January 2022	84,417	489,105	117,556	625	(8,288)	(147,980)	535,435	-	535,435
Total comprehensive income for the period	-	-	-	-	-	3,699	3,699	-	3,699
Equity-settled share-based payments	-	-	13,667	-	-	-	13,667	-	13,667
At 30 September 2022	<u>84,417</u>	<u>489,105</u>	<u>131,223</u>	<u>625</u>	<u>(8,288)</u>	<u>(144,281)</u>	<u>552,801</u>	<u>-</u>	<u>552,801</u>
As at 1 January 2021	80,084	328,438	95,209	625	(2,288)	(198,814)	303,254	-	303,254
Issue of shares	4,333	160,667	-	-	-	-	165,000	-	165,000
Total comprehensive income for the period (unaudited)	-	-	-	-	-	56,720	56,720	-	56,720
Equity-settled share-based payments (unaudited)	-	-	15,060	-	-	-	15,060	-	15,060
Acquisition of non-controlling interests (unaudited)	-	-	-	-	(6,000)	-	(6,000)	-	(6,000)
At 30 September 2021 (unaudited)	<u>84,417</u>	<u>489,105</u>	<u>110,269</u>	<u>625</u>	<u>(8,288)</u>	<u>(142,094)</u>	<u>534,034</u>	<u>-</u>	<u>534,034</u>

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CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES					
(Loss)/profit before tax	(3,209)	35,047	57,918	69,569	5,213
Adjustments for:					
Finance costs	16,186	6,697	4,925	2,533	3,490
Interest income	(995)	(2,393)	(5,001)	(4,735)	(4,642)
Investment income arising from financial investments	(46)	(50)	(4,179)	(1,709)	(3,488)
Changes in fair value of FVTPL	–	–	358	–	–
Share of losses of associates	579	786	778	614	1,195
Equity-settled share-based payments expenses	1,503	15,303	22,347	15,060	13,667
Loss on disposal of items of property, plant and equipment, net	25	211	494	–	197
Loss on revision of lease terms	–	–	–	–	8
Depreciation of property, plant and equipment	8,540	12,393	13,431	10,066	9,065
Depreciation of right-of-use assets	3,483	3,315	3,060	2,309	2,203
Amortisation of intangible assets	1,281	1,243	782	705	303
Impairment/(reversal of impairment) of financial and contract assets, net	8,598	7,896	9,659	(1,077)	(412)
Impairment of investments in associates	920	–	–	–	–
Impairment of inventories	–	–	460	–	331
(Increase)/decrease in inventories	(146)	131	(3,049)	(426)	(1,393)
(Increase)/decrease in trade and notes receivables	(27,625)	(66,873)	13,331	(49,851)	82,641
(Increase)/decrease in contract assets	(4,946)	1,272	(2,061)	(452)	2,397
(Increase)/decrease in prepayments, other receivables and other assets	(308,743)	(370,573)	(68,059)	(72,849)	468,237
(Increase)/decrease in pledged deposits	(1,476)	2,971	502	502	–
Increase in restricted bank deposits	–	–	–	–	(4,068)
Increase/(decrease) in trade payables	44,861	39,285	(37,711)	45,337	(21,599)
Increase/(decrease) in other payables and accruals	326,885	367,649	121,494	87,774	(571,480)
Increase/(decrease) in contract liabilities	2,322	2,536	(889)	4,468	2,154
Cash generated from/(used in) operations	67,997	56,846	128,590	107,838	(15,981)
Interest received	995	2,393	5,001	4,735	4,642
Income tax paid	(8,043)	(4,032)	(3,187)	(1,776)	(10,383)
Net cash flows from/(used in) operating activities	60,949	55,207	130,404	110,797	(21,722)

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	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchases of items of property, plant and equipment	(16,428)	(9,448)	(6,285)	(4,736)	(8,172)
Purchase of intangible assets	–	(403)	(1,292)	(375)	(673)
Investments in associates	(6,000)	(1,600)	(800)	(800)	(4,600)
Purchase of FVTPL financial assets	(24,000)	(15,010)	(2,306,008)	(1,461,011)	(3,007,000)
Purchase of equity investments designated at fair value through other comprehensive income	(1,000)	–	–	–	–
Proceeds from disposal of equity investments designated at fair value through other comprehensive income	–	–	1,000	–	–
Proceeds from disposal of items of property, plant and equipment	863	98	298	344	1,139
Maturity or disposal of FVTPL financial assets	24,046	15,060	2,305,177	1,318,712	2,905,498
Net cash flows used in investing activities	(22,519)	(11,303)	(7,910)	(147,866)	(113,808)
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from issue of shares	219,170	74,352	165,000	165,000	–
Proceeds from interest-bearing bank and other borrowings	1,426,200	1,003,653	1,150,640	857,550	244,686
Repayment of interest-bearing bank and other borrowings	(1,479,264)	(1,041,039)	(1,118,387)	(879,757)	(323,148)
Interest paid	(16,186)	(6,697)	(2,760)	(2,533)	(5,403)
Acquisition of non-controlling interests	(200)	–	(6,000)	(6,000)	–
Principal portion of lease payments	(3,280)	(2,904)	(3,803)	(1,947)	(707)
Net cash flows from/(used in) financing activities	146,440	27,365	184,690	132,313	(84,572)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	184,870	71,269	307,184	95,244	(220,102)
Cash and cash equivalents at beginning of year/period	165,515	350,385	421,654	421,654	728,838
CASH AND CASH EQUIVALENTS AT END OF YEAR/PERIOD	350,385	421,654	728,838	516,898	508,736

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	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
				<i>(unaudited)</i>	
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS					
Cash and bank balances	353,858	422,156	728,838	516,898	512,804
Less: Pledged deposits	(3,473)	(502)	–	–	–
Restricted bank deposits	–	–	–	–	(4,068)
CASH AND CASH EQUIVALENTS AS STATED IN THE CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AND STATEMENTS OF CASH FLOWS					
	<u>350,385</u>	<u>421,654</u>	<u>728,838</u>	<u>516,898</u>	<u>508,736</u>

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STATEMENTS OF FINANCIAL POSITION OF THE COMPANY

	Notes	As at 31 December			As at
		2019	2020	2021	30 September
		RMB'000	RMB'000	RMB'000	2022
				RMB'000	
NON-CURRENT ASSETS					
Property, plant and equipment	13	68,724	64,657	60,973	61,111
Right-of-use assets	14	4,722	4,354	7,205	6,434
Intangible assets		2,079	1,194	1,249	1,588
Investments in subsidiaries		214,815	290,300	373,600	374,600
Investments in associates		5,421	6,236	6,258	9,663
Prepayments, other receivables and other assets	21	–	–	2,814	2,605
Deferred tax assets		3,319	405	1,061	4,573
Total non-current assets		299,080	367,146	453,160	460,574
CURRENT ASSETS					
Trade and notes receivables		3,647	1,411	4,987	342
Prepayments, other receivables and other assets	21	219,493	255,416	233,519	235,881
FVTPL		358	358	5,010	110,000
Pledged deposits	23	3,473	502	–	–
Cash and cash equivalents	23	93,789	103,635	421,819	134,333
Total current assets		320,760	361,322	665,335	480,556
CURRENT LIABILITIES					
Trade payables		330	221	1,912	569
Other payables and accruals	25	220,982	229,625	421,702	248,283
Contract liabilities	26	7,967	8,871	9,170	9,460
Interest-bearing bank and other borrowings	27	43,000	30,000	–	–
Lease liabilities		135	–	1,870	1,869
Tax payable		112	229	3,845	126
Total current liabilities		272,526	268,946	438,499	260,307
NET CURRENT ASSETS		48,234	92,376	226,836	220,249
TOTAL ASSETS LESS CURRENT LIABILITIES		347,314	459,522	679,996	680,823
NON-CURRENT LIABILITIES					
Lease liabilities		–	–	–	339
Total non-current liabilities		–	–	–	339
NET ASSETS		347,314	459,522	679,996	680,484
EQUITY					
Share capital	29	78,771	80,084	84,417	84,417
Reserves	31	268,543	379,438	595,579	596,067
TOTAL EQUITY		347,314	459,522	679,996	680,484

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II NOTES TO THE HISTORICAL FINANCIAL INFORMATION

1. CORPORATE INFORMATION

The Company is a joint stock company with limited liability established in the People’s Republic of China (“PRC”). The registered office of the Company is located at No. 2700 Chuang Xin Avenue, High-tech District, Hefei, Anhui Province, China.

During the Relevant Periods, the Company and its subsidiaries are principally engaged in digital freight businesses including freight transportation services and freight platform services.

As at the date of this report, the Company had direct and indirect interests in its subsidiaries, all of which are private limited liability companies, the particulars of the principal subsidiaries are set out below:

Name of subsidiaries	Notes	Place and date of incorporation/ registration and place of operations	Nominal value of registered share capital	Percentage of effective equity interest attributable to the Company	Principal activities
Directly held:					
Hubei Log Logistics Co., Ltd. (“Hubei Log”) (湖北路歌物流有限公司)	(e)	PRC 3 November 2014	RMB12,000,000	100%	Digital freight businesses
Anhui Jinwang Express Logistics Technology Co., Ltd. (“Anhui Jinwang Express”) (安徽金網運通物流科技有限公司)	(e)	PRC 12 August 2016	RMB50,000,000	100%	Digital freight businesses
Anhui Yuntongda Logistics Technology Co., Ltd. (“Anhui Yuntongda”) (安徽運通達物流科技有限公司)	(a) (b) (d)	PRC 7 September 2017	RMB50,000,000	100%	Digital freight businesses
Shaanxi Zhongcheng Technology Logistics Co., Ltd. (“Shaanxi Zhongcheng”) (陝西眾誠科技物流有限公司)	(a) (b)	PRC 3 April 2018	RMB10,000,000	100%	Digital freight businesses
Anhui Qiantong Logistics Technology Co., Ltd. (“Anhui Qiantong”) (安徽乾通物流科技有限公司)	(c)	PRC 13 April 2018	RMB50,000,000	100%	Digital freight businesses
Fujian Huilian Logistics Technology Co., Ltd. (“Fujian Huilian”) (福建慧連物流科技有限公司)	(a)	PRC 25 May 2018	RMB50,000,000	100%	Digital freight businesses
Sichuan Quanwang Express Logistics Technology Co., Ltd. (“Sichuan Quanwang Express”) (四川全網運通物流科技有限公司)	(e)	PRC 12 July 2018	RMB10,000,000	100%	Digital freight businesses
Ma’anshan Cloud Net Logistics Technology Co., Ltd. (“Ma’anshan Cloud Net”) (馬鞍山雲網物流科技有限公司)	(a)	PRC 11 January 2019	RMB30,000,000	100%	Digital freight businesses
Anhui Log Transportation Co., Ltd. (“Anhui Log”) (安徽路歌運輸有限公司)	(b) (d)	PRC 2 March 2020	RMB50,000,000	100%	Digital freight businesses
Huainan Log Express Logistics Co., Ltd. (“Huainan Log”) (淮南路歌物流運輸有限公司)	(e)	PRC 2 March 2022	RMB30,000,000	100%	Digital freight businesses
Indirectly held:					
Fujian Jinwang Express Logistics Technology Co., Ltd. (“Fujian Jinwang Express”) (福建金網運通物流科技有限公司)	(e)	PRC 10 August 2018	RMB50,000,000	100%	Digital freight businesses
Anqing Jinwang Express Transportation Co., Ltd. (“Anqing Jinwang Express”) (安慶金網運通運輸有限公司)	(d)	PRC 25 December 2018	RMB50,000,000	100%	Digital freight businesses
Hefei Huika Automobile Service Co., Ltd. (“Hefei Huika”) (合肥惠卡汽車服務有限公司)	(e)	PRC 23 April 2018	RMB2,000,000	100%	Sales of trucks and accessories

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The English names of all group companies registered in the PRC represent the best efforts made by management of the Company to translate the Chinese names of these companies as they do not have official English names.

Notes:

- (a) The statutory financial statements of these entities for the year ended 31 December 2019 prepared in accordance with PRC GAAP and regulations were audited by Beijingyongkun Certified Public Accountants LLP (北京永坤會計師事務所(普通合夥)), a certified public accounting firm registered in the PRC.
- (b) The statutory financial statements of these entities for the year ended 31 December 2020 prepared in accordance with PRC GAAP and regulations were audited by Beijingyongkun Certified Public Accountants LLP (北京永坤會計師事務所(普通合夥)), a certified public accounting firm registered in the PRC.
- (c) The statutory financial statements of these entities for the year ended 31 December 2020 prepared in accordance with PRC GAAP and regulations were audited by Beijingninghong Certified Public Accountants LLP (北京寧鴻會計師事務所(普通合夥)), a certified public accounting firm registered in the PRC.
- (d) The statutory financial statements of these entities for the year ended 31 December 2021 prepared in accordance with PRC GAAP and regulations were audited by Beijingzhongzhehuaren Certified Public Accountants LLP (北京中責華任會計師事務所(普通合夥)), a certified public accounting firm registered in the PRC.
- (e) No statutory audited financial statements of these entities have been prepared for the years ended 31 December 2019, 2020 and 2021.

2.1 BASIS OF PREPARATION

The Historical Financial Information has been prepared in accordance with International Financial Reporting Standards (“IFRSs”), which comprise all standards and interpretations approved by the International Accounting Standards Board (the “IASB”). All IFRSs effective for the accounting period commencing from 1 January 2022 together with the relevant transitional provisions, have been early adopted by the Group in the preparation of the Historical Financial Information throughout the Relevant Periods and in the period covered by the Interim Comparative Financial Information.

The Historical Financial Information has been prepared under the historical cost convention, except for certain financial instruments that are measured at fair value, as explained in the accounting policies set out below.

Basis of consolidation

The Historical Financial Information includes the financial information of the Group for the Relevant Periods. A subsidiary is an entity, directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group’s voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

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The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group’s share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

2.2 ISSUED BUT NOT YET EFFECTIVE IFRSs

The Group has not applied the following new and revised IFRSs, that have been issued but are not yet effective, in this Historical Financial Information.

Amendments to IAS 8	<i>Definition of Accounting Estimates¹</i>
Amendments to IAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction¹</i>
IFRS 17	<i>Insurance Contracts^{1,3}</i>
Amendments to IFRS 17	<i>Insurance Contracts^{1,3}</i>
Amendment to IFRS 17	<i>Initial Application of IFRS 17 and IFRS 9 – Comparative Information¹</i>
Amendments to IAS 1	<i>Classification of Liabilities as Current or Non-current¹</i>
Amendments to IAS 1	<i>Disclosure of Accounting Policies¹</i>
Amendments to IAS 1	<i>Non-current Liabilities with Covenants²</i>
Amendments to IFRS 16	<i>Lease Liability in a Sale and Leaseback²</i>

1 Effective for annual periods beginning on or after 1 January 2023

2 Effective for annual periods beginning on or after 1 January 2024

3 As a consequence of the amendments to IFRS 17 issued in June 2020, IFRS 4 was amended to extend the temporary exemption that permits insurers to apply IAS 39 rather than IFRS 9 for annual periods beginning before 1 January 2023

The Group is in the process of making an assessment of the impact of these new and revised IFRSs upon initial application. So far, the Group has expected that these standards will not have significant effect on the Group’s financial performance and financial position.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investments in associates and joint ventures

An associate is an entity in which the Group has a long term interest of generally not less than 20% of the equity voting rights and over which it is in a position to exercise significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

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The Group’s investments in associates and joint ventures are stated in the consolidated statement of financial position at the Group’s share of net assets under the equity method of accounting, less any impairment losses. The Group’s share of the post-acquisition results and other comprehensive income of associates and joint ventures is included in the consolidated statement of profit or loss and consolidated other comprehensive income, respectively. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group’s investments in the associates or joint ventures, except where unrealised losses provide evidence of an impairment of the assets transferred. Goodwill arising from the acquisition of associates or joint ventures is included as part of the Group’s investments in associates or joint ventures.

If an investment in an associate becomes an investment in a joint venture or vice versa, the retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method. In all other cases, upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

When an investment in an associate or a joint venture is classified as held for sale, it is accounted for in accordance with IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*.

Fair value measurement

The Group measures its equity investments, wealth management products and notes receivables which are managed in the business model of both collecting contractual cash flows and selling the financial assets at fair value at the end of each of the Relevant Periods. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant’s ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Historical Financial Information are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly
- Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the Historical Financial Information on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each of the Relevant Periods.

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Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, contract assets, deferred tax assets, financial assets and non-current assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs. In testing a cash-generating unit for impairment, a portion of the carrying amount of a corporate asset (e.g., a headquarters building) is allocated to an individual cash-generating unit if it can be allocated on a reasonable and consistent basis or, otherwise, to the smallest group of cash-generating units.

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to the statement of profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each of the Relevant Periods as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to the statement of profit or loss in the period in which it arises.

Related parties

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and that person
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

- (b) the party is an entity where any of the following conditions applies:
 - (i) the entity and the Group are members of the same group;
 - (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
 - (iii) the entity and the Group are joint ventures of the same third party;
 - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
 - (vi) the entity is controlled or jointly controlled by a person identified in (a);
 - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
 - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

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Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the statement of profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Buildings	3% to 5%
Furniture, fixtures and equipment	3% to 33 $\frac{1}{3}$ %
Motor vehicles	19%
Leasehold improvements	Over the shorter of the lease terms and 5 years

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the statement of profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

Patents and licences

Patents and licences are stated at cost less any impairment losses and are amortised on the straight-line basis over their estimated useful lives of 10 years. The useful lives are estimated both based on authorization period of the patents and licences and the period over which the Group expects to obtain economic benefits from the patents and licences.

Software

Purchased software is stated at cost less any impairment loss and is amortised on the straight-line basis over its estimated useful life of 5 to 10 years. The useful life is estimated both based on contract terms of the purchased software and the period over which the Group expects to obtain economic benefits from the purchased software.

Research and development costs

All research costs are charged to the statement of profit or loss as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is expensed when incurred.

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Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Prepaid land lease payments	50 years
Office premises	2 to 8 years

If ownership of the leased asset transfers to the Group by the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

(b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate the lease. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of equipment and office premises (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of office equipment that are considered to be of low value.

Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

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Group as a lessor

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. When a contract contains lease and non-lease components, the Group allocates the consideration in the contract to each component on a relative stand-alone selling price basis. Rental income is accounted for on a straight-line basis over the lease terms and is included in revenue in profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases that transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee are accounted for as finance leases.

Investments and other financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset’s contractual cash flow characteristics and the Group’s business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15 in accordance with the policies set out for “Revenue recognition” below.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest (“SPPI”) on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss when the asset is derecognised, modified or impaired.

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Financial assets at fair value through other comprehensive income (debt instruments) (“FVOCI-debt”)

For debt investments at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to the statement of profit or loss.

Financial assets designated at fair value through other comprehensive income (equity investments) (“FVOCI-equity”)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity investments designated at fair value through other comprehensive income when they meet the definition of equity under IAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to the statement of profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity investments designated at fair value through other comprehensive income are not subject to impairment assessment.

FVTPL

FVTPL are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes derivative instruments and equity investments which the Group had not irrevocably elected to classify at fair value through other comprehensive income. Dividends on equity investments classified as FVTPL are also recognised as other income in the statement of profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group’s consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a “pass-through” arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group’s continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

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Impairment of financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At the end of each of the Relevant Periods, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the end of each of the Relevant Periods with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information.

In certain cases, the Group may consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Debt investments at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables and contract assets which apply the simplified approach as detailed below.

- Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs
- Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs
- Stage 3 – Financial assets that are credit-impaired at the end of each of the Relevant Periods (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Simplified approach

For trade receivables and contract assets that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group’s financial liabilities include trade payables, other payables and accruals, interest-bearing bank and other borrowings and lease liabilities.

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Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities at amortised cost (loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the statement of profit or loss.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis and, in the case of work in progress and finished goods, comprises direct materials, direct labour and an appropriate proportion of overheads. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and demand deposits, and short term highly liquid investments that are readily convertible into known amounts of cash, are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired, less bank overdrafts which are repayable on demand and form an integral part of the Group’s cash management.

For the purpose of the consolidated statement of financial position, cash and cash equivalents comprise cash on hand and at banks, including term deposits, and assets similar in nature to cash, which are not restricted as to use.

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of each of the Relevant Periods of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the statement of profit or loss.

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Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of each of the Relevant Periods, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of each of the Relevant Periods between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, and the carryforward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each of the Relevant Periods and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each of the Relevant Periods and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Government grants

Government grants are recognised in the consolidated statement of financial position initially when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with.

When the grant relates to an expense item, it is recognised as income or as a reduction of specific costs and expenses on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed. Government grants related to digital freight businesses are recognised as a reduction of freight costs or related expenses.

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For freight transportation services, government grants related to digital freight businesses are recognised as a reduction of freight costs in accordance with the agreed purpose, which are considered to compensate the costs incurred with contracted freight transportation services for freight transportation.

For freight platform services, government grants related to digital freight businesses are recognised as a reduction from the consideration paid to the trucker in accordance with the agreed purpose. Because the revenue from freight platform services is recognised on a net basis at the point of fulfilment of the shipping order, the government grants are indirectly reflected as net revenue of freight platform services.

Government grants related to digital freight businesses in accordance with the agreed purpose to compensate taxes and surcharges are recognised as a reduction of taxes and surcharge expenses.

Government grants other than above are recognised in other income and gains. Further details are contained in notes 5 and 6 to the Historical Financial Information.

Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

When the contract contains a financing component which provides the customer with a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in IFRS 15.

(a) Freight transportation services

The Group provides freight transportation services to shippers. Revenue from freight transportation services represents the contract amount charged to shippers for these services. Costs incurred with contracted truckers for freight transportation are recorded in cost of revenue.

The primary performance obligation of the Group under the contracts with shippers is to transport the shippers' freight. The Group has the responsibility for transportation of the freight from the origin to the destination, once the shipper places the transportation service request and the Group accepts the service request, a transportation service order is set up between the shipper and the Group. The transaction price for each transportation request is generally fixed and readily determinable at inception.

The Group contracts with truckers separately, to deliver the transportation services. Contracted truckers are mainly individual drivers. Judgement is required in determining whether the Group is the principal or agent in transactions with shippers. The Group is at its own discretion for acceptance of transportation requests and release the transportation requests to the truckers on the Group's own behalf to deliver the services. The Group also oversees the transportation process during the transit period. Therefore, the Group effectively controls the service before it is transferred to the shipper. The Group is primarily responsible for fulfilling the contract with the shipper and is legally liable for loss or damage to shippers' goods in transit period according to the contract. The Group also has the pricing discretion and negotiates separately the prices charged to shippers and amounts paid to truckers. Accordingly, the Group is the principal in these transactions. The Group recognises revenue over time using an output method of progress as shippers receive the benefits of the Group's services as the freights are shipped from the origin to the destination.

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(b) Freight platform services

The Group provides freight platform services to the shippers registered on its platform. The platform provides the access to the shippers so they can select the appropriate truckers, coordinate with the truckers and negotiate freight price to complete the freight transportation request. As a freight platform service provider, the Group enters into shipping contract with the shipper and trucker separately to fulfill the shipping order.

The Group concludes that it acts as an agent in the provision of transportation services as the Group does not have the ability to fully control the related services. Specifically, the Group cannot fully direct truckers to perform the transportation service on the Group’s behalf. The platform service fee recognised by the Group is the difference between the contract amount to be received from the shipper and the contract amount to be paid to the trucker, which are both fixed at the time a transaction is entered into. The revenue is recognised on a net basis at the point of fulfilment of the shipping order.

The Group also earns freight platform service fee by allowing the users to use its software products and the nature of the Group’s performance obligation in granting a license is considered to be a right to access the Group’s software products. The Group accounts the grant of license as a performance obligation satisfied over the contracted period on a straight-line basis. The Group also charges additional fees to its users on the basis of the number times of the additional functions used, such as short messaging service and location service in the software products. The additional fees are recognised at the point of fulfilment of such services.

(c) Sale of goods

Revenue from the sale of goods, mainly including trucks and other related accessories is recognised at the point in time when control of the asset is transferred to the customers, generally on delivery of the goods.

(d) Other value-added services

The Group collects service fees from other value-added services, such as advertising services. Revenue from these services are recognised at the point in time when the relevant services are rendered.

Revenue from other sources

Rental income is recognised on a time proportion basis over the lease terms. Variable lease payments that do not depend on an index or a rate are recognised as income in the accounting period in which they are incurred.

Other income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Contract assets are subject to impairment assessment, details of which are included in the accounting policies for impairment of financial assets.

Contract liabilities

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

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Share-based payments

The Company operates share award schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group’s operations. Employees (including directors) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (“equity-settled transactions”).

The cost of equity-settled transactions with employees for grants is measured by reference to the fair value at the date at which they are granted. Further details of the fair value are given in note 30 to the Historical Financial Information.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each of the Relevant Periods until the vesting date reflects the extent to which the vesting period has expired and the Group’s best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the statement of profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group’s best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payments, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. This includes any award where non-vesting conditions within the control of either the Group or the employee are not met. However, if a new award is substituted for the cancelled award, and is designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Other employee benefits

Pension scheme

The employees of the Company and its subsidiaries which operate in Mainland China are required to participate in a central pension scheme operated by the local municipal government. The Group is required to contribute a certain percentage of their payroll costs to the central pension scheme. The contributions are charged to the statement of profit or loss as they become payable in accordance with the rules of the central pension scheme.

Borrowing costs

All the borrowing costs of the Group are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Dividends

Final dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed final dividends are disclosed in the notes to the History Financial Information.

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3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group’s Historical Financial Information requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

Judgements

In the process of applying the Group’s accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the Historical Financial Information:

Principal versus agent

In freight transportation services and freight platform services, judgement is required in determining whether the Group is the principal or agent in transactions with shippers. When determining whether the Group is acting as the principal or agent in offering services to the shippers, the Group needs to first identify who controls the transportation services before they are transferred to the shippers. Further details are contained in note 2.3 Revenue recognition to the Historical Financial Information.

Government grants

Government grants shall not be recognised until there is reasonable assurance that: (i) the entity will comply with the conditions attaching to them; and (ii) the grants will be received. The conditions of the government grants awarded by the local government authorities to the Group generally include the achievement of income target and financial contribution target. The judgement is required to determine whether the Group will comply with the conditions attached to the government grants and should be recognised.

When the government grant relates to an expense item, it is recognised as income or as a reduction of specific costs and expenses on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed. Based on the analysis of the digital freight business model and nature of the government grants, the Group makes its accounting policy choice to account the government grant related to freight digital businesses on a net basis, i.e., as a reduction of specific costs and expense. Further details are contained in notes 5 and 6 to the Historical Financial Information.

Deferred tax assets

Deferred tax assets are recognised for unused tax losses and deductible temporary differences to the extent that it is probable that taxable profit will be available against which the losses and deductible temporary difference can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. Further details are contained in note 28 to the Historical Financial Information.

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of each of the Relevant Periods, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Provision for expected credit losses on trade and notes receivables

The Group uses a provision matrix to calculate ECLs for trade and notes receivables. The provision rates are based on their recoverability and ageing analysis.

The provision matrix is initially based on the Group’s historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

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The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group’s historical credit loss experience and forecast of economic conditions may also not be representative of a customer’s actual default in the future. The information about the ECLs on the Group’s trade and notes receivables is disclosed in note 19.

4. OPERATING SEGMENT INFORMATION

No operating segment information is presented as the Group’s revenue and reported results during each of the Relevant Periods, and the Group’s total assets as at the end of each of the Relevant Periods were derived from one single operating segment, i.e., provision of digital freight businesses and related services.

Geographical information

No geographical information is presented as the Group’s revenue from the external customers is derived solely from its operation in Mainland China and no non-current assets of the Group are located outside Mainland China.

Information about major customers

No revenue from sales to a single customer or a group of customers under common control accounted for 10% or more of the Group’s revenue for each of the Relevant Periods and the nine months ended 30 September 2021.

5. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Revenue from contracts with customers	3,558,771	4,663,194	6,296,608	4,676,115	4,710,431
Revenue from other sources					
Rental income	1,771	1,393	642	589	160
	<u>3,560,542</u>	<u>4,664,587</u>	<u>6,297,250</u>	<u>4,676,704</u>	<u>4,710,591</u>

Revenue from contracts with customers

(i) *Disaggregated revenue information*

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Types of goods or services					
Freight transportation services	3,259,740	4,377,922	5,928,657	4,410,042	4,464,966
Freight platform services*	275,284	261,666	349,201	253,605	231,327
Sale of goods	17,625	13,179	9,530	6,858	7,345
Other value-added services	6,122	10,427	9,220	5,610	6,793
Total revenue from contracts with customers	<u>3,558,771</u>	<u>4,663,194</u>	<u>6,296,608</u>	<u>4,676,115</u>	<u>4,710,431</u>

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* The revenue from freight platform services mainly represents the difference between the contract amount to be received from the shipper and the net freight cost, which is the contract amount to be paid to the trucker net of the government grants related to digital freight businesses. Such government grants are presented in the line of revenue with the amounts of RMB631,627,035, RMB812,480,753, RMB1,180,357,209, RMB845,878,753 and RMB876,920,618 for each of the Relevant Periods and the nine months ended 30 September 2021, respectively.

Geographical markets

All of the Group’s revenue was generated from customers located in Mainland China during the Relevant Periods and the nine months ended 30 September 2021.

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
				<i>(unaudited)</i>	
<i>Timing of revenue recognition</i>					
Services transferred over time	3,260,518	4,378,271	5,928,772	4,410,142	4,465,014
Services and goods transferred at a point in time	298,253	284,923	367,836	265,973	245,417
Total revenue from contracts with customers	<u>3,558,771</u>	<u>4,663,194</u>	<u>6,296,608</u>	<u>4,676,115</u>	<u>4,710,431</u>

The following table shows the amounts of revenue recognised in the Relevant Periods and the nine months ended 30 September 2021 that were included in the contract liabilities at the beginning of each of the Relevant Periods:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
				<i>(unaudited)</i>	
<i>Revenue recognised that was included in contract liabilities at the beginning of the year/period:</i>					
Freight platform services	6,196	8,548	10,069	10,069	9,897
Freight transportation services	94	64	1,079	1,079	362
	<u>6,290</u>	<u>8,612</u>	<u>11,148</u>	<u>11,148</u>	<u>10,259</u>

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(ii) Performance obligations

Information about the Group’s performance obligations is summarised below:

Freight transportation services

The performance obligation is satisfied over time as services are rendered and payment is generally due upon delivery of the shipments and issuance of the invoice to the customers.

Freight platform services

The main performance obligation is satisfied at the point in time as services are rendered and payment is generally due upon fulfilment of the shipping order by a trucker and issuance of the invoice to the customers.

Sale of goods

The performance obligation is satisfied upon delivery of the trucks and other goods and payment is generally due upon delivery of goods.

The amounts of transaction prices allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at the end of each of the Relevant Periods:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Amounts expected to be recognised as revenue:				
Within one year	8,612	11,148	10,259	12,413
	<u>8,612</u>	<u>11,148</u>	<u>10,259</u>	<u>12,413</u>

All the amounts of transaction prices allocated to the remaining performance obligations are expected to be recognised as revenue within one year. The amounts disclosed above do not include variable consideration which is constrained.

An analysis of other income and gains is as follows:

	Year ended 31 December			Nine months ended	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
				(unaudited)	
Other income and gains					
Bank interest income	995	2,393	5,001	4,735	4,642
Other government grants*					
– related to income	6,496	10,477	15,975	11,584	14,176
Others	549	407	4,806	2,165	3,779
	<u>8,040</u>	<u>13,277</u>	<u>25,782</u>	<u>18,484</u>	<u>22,597</u>

* The government grants other than those related to digital freight businesses are recognised in other income and gains. There are no unfulfilled conditions or contingencies relating to these government grants.

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6. (LOSS)/PROFIT BEFORE TAX

The Group’s (loss)/profit before tax is arrived at after charging/(crediting):

	Notes	Year ended 31 December			Nine months ended 30 September	
		2019	2020	2021	2021	2022
		RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
						(unaudited)
Cost of freight transportation services	(i)	3,205,653	4,318,987	5,852,945	4,354,213	4,412,938
Cost of assistance from logistics cooperation partners	(ii)	103,858	17,205	15,373	7,883	13,705
Other cost of digital freight businesses	(iii)	21,562	14,563	21,030	14,262	17,792
Cost of inventories sold		17,643	12,874	8,041	6,138	7,073
Cost of revenue		3,348,716	4,363,629	5,897,389	4,382,496	4,451,508
Taxes and surcharges	(iv)	6,780	29,912	36,244	20,429	29,268
Depreciation of property, plant and equipment		8,540	12,393	13,431	10,066	9,065
Depreciation of right-of-use assets		3,483	3,315	3,060	2,309	2,203
Amortisation of intangible assets		1,281	1,243	782	705	303
Impairment/(reversal of impairment) of trade and notes receivables		9,651	6,131	(242)	(924)	632
Impairment/(reversal of impairment) of contract assets		74	(30)	47	1	(49)
(Reversal of Impairment)/impairment of financial assets included in prepayments, other receivables and other assets		(1,127)	1,795	9,854	(154)	(995)
Impairment of investments in associates		920	–	–	–	–
Impairment of inventories		–	–	460	–	331
Employee benefit expense (excluding directors’, supervisors’ and chief executive’s remuneration (note 8):						
Salaries, bonuses, allowances and benefits in kind		95,987	117,291	142,537	105,765	119,130
Pension scheme contributions and social welfare	(v)	11,020	10,991	27,951	17,952	24,808
Equity-settled share-based payments expenses		1,497	14,121	19,292	13,889	10,273
Lease payments not included in the measurement of lease liabilities		2,352	1,347	1,300	912	753
Loss on disposal of items of property, plant and equipment		25	211	481	–	197
Loss on disposal of items of intangible assets		–	–	13	–	–
Auditor’s remuneration		1,313	1,696	85	–	16

(i) Cost of freight transportation services provided mainly represents costs incurred with contracted truckers for freight transportation, net of the government grants related to digital freight businesses, the amounts of which are RMB112,341,450, RMB168,716,911, RMB236,445,960, RMB183,572,354 and RMB173,496,529 for each of the Relevant Periods and the nine months ended 30 September 2021, respectively.

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- (ii) The portion of the Group’s day-to-day contact with its shippers is through its network of independent logistics cooperation partners. The logistics cooperation partners could arrange temporary truckers on short notice, multiple pick-up and delivery points and drop-and-hook operations. Costs to logistics cooperation partners are directly related to the freight transportation and freight platform services, and then are recognised as costs of the Group.
- (iii) Other cost of digital freight businesses provided mainly represents staff cost and cost incurred with third party suppliers for the digital freight businesses, such as location service cost, short message service cost, and payment channels service cost.
- (iv) It mainly represents taxes and surcharges, net of the government grants related to digital freight businesses, the amounts of which are RMB172,055,122, RMB211,349,605, RMB354,992,886, RMB256,228,113 and RMB262,048,182 for each of the Relevant Periods and the nine months ended 30 September 2021.
- (v) As at the end of each of the Relevant Periods, the Group had no forfeited contributions available to reduce its contributions to the pension scheme in future years.

7. FINANCE COSTS

An analysis of finance costs is as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Interest on bank loans and other borrowings	15,892	6,483	4,765	2,414	3,373
Interest on lease liabilities	294	214	160	119	117
	<u>16,186</u>	<u>6,697</u>	<u>4,925</u>	<u>2,533</u>	<u>3,490</u>

8. DIRECTORS’, SUPERVISORS’ AND CHIEF EXECUTIVE’S REMUNERATION

The aggregate amounts of remuneration of the directors, supervisors and chief executive officer for the Relevant Periods and the nine months ended 30 September 2021 are as follows.

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000 (unaudited)	RMB’000
Salaries, bonuses, allowances and benefits in kind	2,095	2,584	3,300	2,205	3,840
Pension scheme contributions and social welfare	159	147	312	219	240
Equity-settled share-based payment expenses	–	1,144	2,872	1,114	3,354
	<u>2,254</u>	<u>3,875</u>	<u>6,484</u>	<u>3,538</u>	<u>7,434</u>

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- (a) The remuneration of each director, supervisor and chief executive officer for the Relevant Periods and the nine months ended 30 September 2021 is set out below:

Year ended 31 December 2019

	Salaries, bonuses, allowances and benefits in kind	Pension scheme contributions and social welfare	Equity-settled share-based payment expense	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:				
Mr. Feng Lei ¹	724	64	–	788
Mr. Du Bing ²	698	69	–	767
Non-executive directors:				
Mr. Liu Junjie	–	–	–	–
Mr. Dai Dingyi ³	99	–	–	99
Mr. Wang Wei ⁴	–	–	–	–
Mr. Qi Lei ⁵	–	–	–	–
Supervisors:				
Mrs. Shi Shujing ⁶	92	12	–	104
Mr. Qi Hao ⁷	482	14	–	496
Mr. Fan Hua ⁸	–	–	–	–
	2,095	159	–	2,254

Year ended 31 December 2020

	Salaries, bonuses, allowances and benefits in kind	Pension scheme contributions and social welfare	Equity-settled share-based payment expense	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:				
Mr. Feng Lei ¹	953	64	–	1,017
Mr. Du Bing ²	919	53	–	972
Non-executive directors:				
Mr. Liu Junjie	–	–	–	–
Mr. Wang Wei ⁴	–	–	–	–
Mr. Qi Lei ⁵	–	–	–	–
Supervisors:				
Mrs. Shi Shujing ⁶	97	8	–	105
Mr. Qi Hao ⁷	615	22	1,144	1,781
Mr. Fan Hua ⁸	–	–	–	–
	2,584	147	1,144	3,875

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Year ended 31 December 2021

	Salaries, bonuses, allowances and benefits in kind	Pension scheme contributions and social welfare	Equity-settled share-based payment expense	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:				
Mr. Feng Lei ¹	1,059	84	–	1,143
Mr. Du Bing ²	968	84	–	1,052
Mr. Ye Sheng ⁹	295	21	1,612	1,928
Mrs. Wang Yao ¹⁰	161	14	371	546
Non-executive directors:				
Mr. Liu Junjie	–	–	–	–
Mr. Chen Zhijie ¹¹	–	–	–	–
Independent non-executive directors:				
Mr. Liu Xiaofeng ¹²	–	–	–	–
Mr. Dai Dingyi ³	19	–	–	19
Mr. Li Dong ¹³	–	–	–	–
Supervisors:				
Mrs. Shi Shujing ⁶	75	22	–	97
Mr. Qi Hao ⁷	618	68	848	1,534
Mr. Fan Hua ⁸	–	–	–	–
Mr. Wang Yang ¹⁴	–	–	–	–
Mrs. Liang Xiaojia ¹⁵	105	19	41	165
	3,300	312	2,872	6,484

Nine months ended 30 September 2022

	Salaries, bonuses, allowances and benefits in kind	Pension scheme contributions and social welfare	Equity-settled share-based payment expense	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:				
Mr. Feng Lei ¹	977	48	–	1,025
Mr. Du Bing ²	893	48	–	941
Mr. Ye Sheng ⁹	783	48	2,472	3,303
Mrs. Wang Yao ¹⁰	780	48	766	1,594
Non-executive directors:				
Mr. Liu Junjie	–	–	–	–
Mr. Chen Zhijie ¹¹	–	–	–	–
Independent non-executive directors:				
Mr. Liu Xiaofeng ¹²	–	–	–	–
Mr. Dai Dingyi ³	81	–	–	81
Mr. Li Dong ¹³	–	–	–	–
Supervisors:				
Mr. Fan Hua ⁸	–	–	–	–
Mr. Wang Yang ¹⁴	–	–	–	–
Mrs. Liang Xiaojia ¹⁵	326	48	116	490
	3,840	240	3,354	7,434

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Nine months ended 30 September 2021 (unaudited)

	Salaries, bonuses, allowances and benefits in kind	Pension scheme contributions and social welfare	Equity-settled share-based payment expense	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:				
Mr. Feng Lei ¹	781	60	–	841
Mr. Du Bing ²	735	72	–	807
Mr. Ye Sheng ⁹	62	3	256	321
Non-executive directors:				
Mr. Liu Junjie	–	–	–	–
Mr. Wang Wei ⁴	–	–	–	–
Mr. Qi Lei ⁵	–	–	–	–
Mr. Chen Zhijie ¹¹	–	–	–	–
Supervisors:				
Mrs. Shi Shujing ⁶	75	22	–	97
Mr. Qi Hao ⁷	552	62	858	1,472
Mr. Fan Hua ⁸	–	–	–	–
Mr. Wang Yang ¹⁴	–	–	–	–
Mrs. Liang Xiaojia ¹⁵	–	–	–	–
	2,205	219	1,114	3,538

- 1 Mr. Feng Lei was appointed as an executive director and the chief executive officer on 10 June 2010, and resigned as the chief executive officer on 9 September 2021.
- 2 Mr. Du Bing was appointed as the chief executive officer on 10 September 2021.
- 3 Mr. Dai Dingyi resigned as a non-executive director on 25 March 2019 and appointed as an independent non-executive director on 28 October 2021.
- 4 Mr. Wang Wei was appointed as a non-executive director on 25 March 2019 and resigned on 9 September 2021.
- 5 Mr. Qi Lei was appointed as a non-executive director on 25 March 2019 and resigned on 9 September 2021.
- 6 Mrs. Shi Shujing resigned as a supervisor on 9 September 2021.
- 7 Mr. Qi Hao resigned as a supervisor on 28 October 2021.
- 8 Mr. Fan Hua was appointed as a supervisor on 25 March 2019.
- 9 Mr. Ye Sheng was appointed as an executive director on 10 September 2021.
- 10 Mrs. Wang Yao was appointed as an executive director on 28 October 2021.
- 11 Mr. Chen Zhijie was appointed as a non-executive director on 10 September 2021.
- 12 Mr. Liu Xiaofeng was appointed as an independent non-executive director on 28 October 2021.

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- 13 Mr. Li Dong was appointed as an independent non-executive director on 28 October 2021.
- 14 Mr. Wang Yang was appointed as a supervisor on 10 September 2021.
- 15 Mrs. Liang Xiaojia was appointed as a supervisor on 30 September 2021.

There was no arrangement under which a director, a supervisor or the chief executive officer waived or agreed to waive any remuneration during the Relevant Periods and the nine months ended 30 September 2021.

9. FIVE HIGHEST PAID EMPLOYEES

The five individuals with the highest emoluments in the Group for the Relevant Periods and the nine months ended 30 September 2021 include two, one, three, two and three directors disclosed above, respectively, details of whose remuneration is set out above in note 8. Details of the remuneration of the remaining three, four, two, three and two highest paid employees who are not a director, supervisor or chief executive of the Company for the Relevant Periods and the nine months ended 30 September 2021 are as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				<i>(unaudited)</i>	
Salaries, bonuses, allowances and benefits in kind	3,222	4,650	1,675	2,399	2,255
Pension scheme contributions and social welfare	96	156	197	106	198
Equity-settled share-based payment expenses	9	69	3,896	157	4,825
	<u>3,327</u>	<u>4,875</u>	<u>5,768</u>	<u>2,662</u>	<u>7,278</u>

The number of non-director, non-supervisor and non-chief executive highest paid employees whose remuneration fell within the following bands is as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
				<i>(unaudited)</i>	
Nil to RMB1,000,000	1	–	–	–	–
RMB1,000,001 to RMB2,000,000	2	4	–	2	2
RMB2,000,001 to RMB3,000,000	–	–	1	–	–
RMB3,000,001 to RMB4,000,000	–	–	1	–	–
RMB4,000,001 to RMB5,000,000	–	–	–	–	–
RMB5,000,001 to RMB6,000,000	–	–	–	–	1
	<u>3</u>	<u>4</u>	<u>2</u>	<u>2</u>	<u>3</u>

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10. INCOME TAX EXPENSE

The Company and its subsidiaries are all incorporated in Mainland China which are subject to income tax at a rate of 25% on the taxable income pursuant to the Enterprise Income Tax Law of the PRC and the respective regulations, except for:

- (i) The Company is recognised as a high-tech enterprise and accordingly is entitled to a preferential enterprise income tax rate of 15% during the Relevant Periods and the nine months ended 30 September 2021.
- (ii) Certain of the subsidiaries are qualified as small and micro enterprises and are entitled to a preferential enterprise income tax rate of 20% during the Relevant Periods and the nine months ended 30 September 2021.

The income tax expense of the Group during the Relevant Periods and the nine months ended 30 September 2021 are analysed as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
Current	5,502	4,352	10,981	10,115	4,988
Deferred tax	(5,413)	4,625	(3,807)	2,734	(3,474)
Total tax charge for the year/period	89	8,977	7,174	12,849	1,514

A reconciliation of the tax expense applicable to (loss)/profit before tax at the statutory rate of 25% in Mainland China to the tax expense at the effective tax rate is as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
(Loss)/profit before tax	(3,209)	35,047	57,918	69,569	5,213
Tax at the statutory tax rate of 25% in Mainland China	(802)	8,762	14,480	17,392	1,303
Effect of tax rate differences in the Company and certain subsidiaries	1,309	(2,008)	(2,376)	(2,427)	2,298
Losses attributable to associates	145	196	194	153	299
Expenses not deductible for tax*	3,564	7,694	6,639	4,291	3,876
Additional deductible allowance for qualified research and development expenses	(5,485)	(7,834)	(12,528)	(8,153)	(7,602)
Utilisation of previously unrecognised tax losses and temporary differences	–	–	–	–	(56)
Unrecognised tax losses and temporary differences	1,358	2,167	765	1,593	1,396
Tax charge at the Group’s effective tax rate	89	8,977	7,174	12,849	1,514

* The items of expenses not deductible for tax were mainly comprised of the share-based payments expenses, business development expenses in excess of the deductible thresholds and other expenses which cannot be deducted on the tax basis.

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11. DIVIDENDS

No dividend has been paid or declared by the Company in respect of the Relevant Periods.

12. (LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amounts is based on the (loss)/profit for the year/period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the year. The newly issued shares are calculated in accordance with the conditions stated in the issuance agreement, starting from the consideration receivable date (usually the issuance date).

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i> <i>(unaudited)</i>	<i>RMB’000</i>
(Loss)/earnings (Loss)/profit attributable to ordinary equity holders of the Company	(3,516)	26,070	50,744	56,720	3,699
Shares Weighted average number of ordinary shares in issue during the year/period (in thousand) <i>(i)</i>	1,205,438	1,262,125	1,343,932	1,342,333	1,350,665
Earnings per share attributable to ordinary equity holders of the Company (RMB yuan per share) – Basic and Diluted <i>(ii)</i>	–	0.02	0.04	0.04	–

(i) The weighted average number of ordinary shares during the years ended 31 December 2019, 2020, 2021 and the nine months ended 30 September 2021 and 2022, respectively, was adjusted retrospectively to reflect the approval of the subdivision of shares on a one-for-sixteen basis in October 2021.

(ii) The Group had no potentially dilutive ordinary shares in issue during the Relevant Periods.

13. PROPERTY, PLANT AND EQUIPMENT

The Group

31 December 2019

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2019					
Cost	67,699	12,629	1,234	9,103	90,665
Accumulated depreciation	(6,957)	(3,596)	(185)	(909)	(11,647)
Net carrying amount	60,742	9,033	1,049	8,194	79,018

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	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2019, net of accumulated depreciation	60,742	9,033	1,049	8,194	79,018
Additions	–	8,407	2,377	3,926	14,710
Disposals	–	(888)	–	–	(888)
Depreciation provided during the year	(2,234)	(3,485)	(313)	(2,508)	(8,540)
At 31 December 2019, net of accumulated depreciation	<u>58,508</u>	<u>13,067</u>	<u>3,113</u>	<u>9,612</u>	<u>84,300</u>
At 31 December 2019:					
Cost	67,699	19,733	3,611	13,029	104,072
Accumulated depreciation	(9,191)	(6,666)	(498)	(3,417)	(19,772)
Net carrying amount	<u>58,508</u>	<u>13,067</u>	<u>3,113</u>	<u>9,612</u>	<u>84,300</u>
31 December 2020					
	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2020					
Cost	67,699	19,733	3,611	13,029	104,072
Accumulated depreciation	(9,191)	(6,666)	(498)	(3,417)	(19,772)
Net carrying amount	<u>58,508</u>	<u>13,067</u>	<u>3,113</u>	<u>9,612</u>	<u>84,300</u>
At 1 January 2020, net of accumulated depreciation	58,508	13,067	3,113	9,612	84,300
Additions	–	2,499	1,226	4,796	8,521
Disposals	–	(309)	–	–	(309)
Depreciation provided during the year	(2,229)	(4,643)	(767)	(4,754)	(12,393)
At 31 December 2020, net of accumulated depreciation	<u>56,279</u>	<u>10,614</u>	<u>3,572</u>	<u>9,654</u>	<u>80,119</u>
At 31 December 2020:					
Cost	67,699	21,769	4,837	17,825	112,130
Accumulated depreciation	(11,420)	(11,155)	(1,265)	(8,171)	(32,011)
Net carrying amount	<u>56,279</u>	<u>10,614</u>	<u>3,572</u>	<u>9,654</u>	<u>80,119</u>

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31 December 2021

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2021					
Cost	67,699	21,769	4,837	17,825	112,130
Accumulated depreciation	(11,420)	(11,155)	(1,265)	(8,171)	(32,011)
Net carrying amount	<u>56,279</u>	<u>10,614</u>	<u>3,572</u>	<u>9,654</u>	<u>80,119</u>
At 1 January 2021, net of accumulated depreciation	56,279	10,614	3,572	9,654	80,119
Additions	247	3,109	342	1,602	5,300
Disposals	–	(274)	(505)	–	(779)
Depreciation provided during the year	(2,205)	(5,197)	(915)	(5,114)	(13,431)
At 31 December 2021, net of accumulated depreciation	<u>54,321</u>	<u>8,252</u>	<u>2,494</u>	<u>6,142</u>	<u>71,209</u>
At 31 December 2021:					
Cost	67,946	24,393	4,429	19,427	116,195
Accumulated depreciation	(13,625)	(16,141)	(1,935)	(13,285)	(44,986)
Net carrying amount	<u>54,321</u>	<u>8,252</u>	<u>2,494</u>	<u>6,142</u>	<u>71,209</u>

30 September 2022

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2022					
Cost	67,946	24,393	4,429	19,427	116,195
Accumulated depreciation	(13,625)	(16,141)	(1,935)	(13,285)	(44,986)
Net carrying amount	<u>54,321</u>	<u>8,252</u>	<u>2,494</u>	<u>6,142</u>	<u>71,209</u>
At 1 January 2022, net of accumulated depreciation	54,321	8,252	2,494	6,142	71,209
Additions	–	2,652	764	3,822	7,238
Disposals	–	(704)	(632)	–	(1,336)
Depreciation provided during the period	(1,664)	(3,196)	(715)	(3,490)	(9,065)
At 30 September 2022, net of accumulated depreciation	<u>52,657</u>	<u>7,004</u>	<u>1,911</u>	<u>6,474</u>	<u>68,046</u>
At 30 September 2022:					
Cost	67,946	26,106	3,772	23,249	121,073
Accumulated depreciation	(15,289)	(19,102)	(1,861)	(16,775)	(53,027)
Net carrying amount	<u>52,657</u>	<u>7,004</u>	<u>1,911</u>	<u>6,474</u>	<u>68,046</u>

Certain of the Group’s property, plant and equipment with carrying amounts of approximately RMB52,424,614, RMB54,593,544, RMB48,564,027 and RMB47,116,306 as at 31 December 2019, 2020 and 2021 and 30 September 2022, respectively, have been pledged to secure bank and other borrowings granted to the Group (note 27).

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The Company

31 December 2019

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2019					
Cost	62,874	11,337	1,234	275	75,720
Accumulated depreciation	(6,758)	(3,364)	(185)	(275)	(10,582)
Net carrying amount	<u>56,116</u>	<u>7,973</u>	<u>1,049</u>	<u>–</u>	<u>65,138</u>
At 1 January 2019, net of accumulated depreciation	56,116	7,973	1,049	–	65,138
Additions	–	6,765	190	2,965	9,920
Disposals	–	(887)	–	–	(887)
Depreciation provided during the year	(1,993)	(2,956)	(256)	(242)	(5,447)
At 31 December 2019, net of accumulated depreciation	<u>54,123</u>	<u>10,895</u>	<u>983</u>	<u>2,723</u>	<u>68,724</u>
At 31 December 2019:					
Cost	62,874	16,803	1,424	3,240	84,341
Accumulated depreciation	(8,751)	(5,908)	(441)	(517)	(15,617)
Net carrying amount	<u>54,123</u>	<u>10,895</u>	<u>983</u>	<u>2,723</u>	<u>68,724</u>

31 December 2020

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2020					
Cost	62,874	16,803	1,424	3,240	84,341
Accumulated depreciation	(8,751)	(5,908)	(441)	(517)	(15,617)
Net carrying amount	<u>54,123</u>	<u>10,895</u>	<u>983</u>	<u>2,723</u>	<u>68,724</u>
At 1 January 2020, net of accumulated depreciation	54,123	10,895	983	2,723	68,724
Additions	–	2,101	605	965	3,671
Disposals	–	(218)	–	–	(218)
Depreciation provided during the year	(1,992)	(3,850)	(288)	(1,390)	(7,520)
At 31 December 2020, net of accumulated depreciation	<u>52,131</u>	<u>8,928</u>	<u>1,300</u>	<u>2,298</u>	<u>64,657</u>
At 31 December 2020:					
Cost	62,874	18,575	2,029	4,205	87,683
Accumulated depreciation	(10,743)	(9,647)	(729)	(1,907)	(23,026)
Net carrying amount	<u>52,131</u>	<u>8,928</u>	<u>1,300</u>	<u>2,298</u>	<u>64,657</u>

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31 December 2021

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2021					
Cost	62,874	18,575	2,029	4,205	87,683
Accumulated depreciation	(10,743)	(9,647)	(729)	(1,907)	(23,026)
Net carrying amount	<u>52,131</u>	<u>8,928</u>	<u>1,300</u>	<u>2,298</u>	<u>64,657</u>
At 1 January 2021, net of accumulated depreciation	52,131	8,928	1,300	2,298	64,657
Additions	247	2,765	342	1,470	4,824
Disposals	–	(247)	(15)	–	(262)
Depreciation provided during the year	(1,996)	(4,357)	(396)	(1,497)	(8,246)
At 31 December 2021, net of accumulated depreciation	<u>50,382</u>	<u>7,089</u>	<u>1,231</u>	<u>2,271</u>	<u>60,973</u>
At 31 December 2021:					
Cost	63,121	20,886	2,346	5,675	92,028
Accumulated depreciation	(12,739)	(13,797)	(1,115)	(3,404)	(31,055)
Net carrying amount	<u>50,382</u>	<u>7,089</u>	<u>1,231</u>	<u>2,271</u>	<u>60,973</u>

30 September 2022

	Buildings	Furniture, fixtures and equipment	Motor vehicles	Leasehold improvements	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2022					
Cost	63,121	20,886	2,346	5,675	92,028
Accumulated depreciation	(12,739)	(13,797)	(1,115)	(3,404)	(31,055)
Net carrying amount	<u>50,382</u>	<u>7,089</u>	<u>1,231</u>	<u>2,271</u>	<u>60,973</u>
At 1 January 2022, net of accumulated depreciation	50,382	7,089	1,231	2,271	60,973
Additions	–	2,569	545	3,735	6,849
Disposals	–	(704)	(11)	–	(715)
Depreciation provided during the period	(1,494)	(2,691)	(378)	(1,433)	(5,996)
At 30 September 2022, net of accumulated depreciation	<u>48,888</u>	<u>6,263</u>	<u>1,387</u>	<u>4,573</u>	<u>61,111</u>
At 30 September 2022:					
Cost	63,121	22,514	2,673	9,410	97,718
Accumulated depreciation	(14,233)	(16,251)	(1,286)	(4,837)	(36,607)
Net carrying amount	<u>48,888</u>	<u>6,263</u>	<u>1,387</u>	<u>4,573</u>	<u>61,111</u>

Certain of the Company’s property, plant and equipment with carrying amounts of approximately RMB52,424,614, RMB50,494,320, RMB48,564,027 and RMB47,116,306 as at 31 December 2019, 2020 and 2021 and 30 September 2022, respectively, have been pledged to secure bank and other borrowings granted to the Company (note 27).

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14. LEASES

As a lessee

The Group has lease contracts for office premises in its operations. Lump sum payments were made upfront to acquire the leased land from the owners with lease periods of 50 years, and no ongoing payments will be made under the terms of these land leases. Leases of office premises generally have lease terms between 2 and 8 years. Other rental agreements generally have lease terms of 12 months or less and are individually of low value. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

(a) Right-of-use assets

The carrying amounts of the Group’s right-of-use assets and the movements during the Relevant Periods are as follows:

The Group

	Office premises	Prepaid land lease payments	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
As at 1 January 2019	7,376	4,535	11,911
Additions	987	–	987
Depreciation provided during the year	(3,376)	(107)	(3,483)
As at 31 December 2019	4,987	4,428	9,415
Additions	2,372	–	2,372
Depreciation provided during the year	(3,208)	(107)	(3,315)
As at 31 December 2020	4,151	4,321	8,472
Additions	3,911	–	3,911
Depreciation provided during the year	(2,953)	(107)	(3,060)
As at 31 December 2021	5,109	4,214	9,323
Additions	738	–	738
Revision of a lease term arising from a change in the non-cancellable period of a lease	(85)	–	(85)
Depreciation provided during the period	(2,123)	(80)	(2,203)
As at 30 September 2022	<u>3,639</u>	<u>4,134</u>	<u>7,773</u>

The prepaid land lease payments of the Group with carrying amounts of RMB4,428,780, RMB4,322,277, RMB4,215,773, and RMB4,135,896 as at 31 December 2019, 2020 and 2021 and 30 September 2022, respectively, have been pledged to secure bank and other borrowings granted to the Group (note 27).

The Company

	Office premises	Prepaid land lease payments	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
As at 1 January 2019	695	4,535	5,230
Additions	367	–	367
Depreciation provided during the year	(768)	(107)	(875)

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	Office premises	Prepaid land lease payments	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
As at 31 December 2019	294	4,428	4,722
Depreciation provided during the year	(261)	(107)	(368)
As at 31 December 2020	33	4,321	4,354
Additions	3,455	–	3,455
Depreciation provided during the year	(497)	(107)	(604)
As at 31 December 2021	2,991	4,214	7,205
Additions	567	–	567
Depreciation provided during the period	(1,258)	(80)	(1,338)
As at 30 September 2022	<u>2,300</u>	<u>4,134</u>	<u>6,434</u>

The prepaid land lease payments of the Company with carrying amounts of RMB4,428,780, RMB4,322,277, RMB4,215,773 and RMB4,135,896 as at 31 December 2019, 2020 and 2021 and 30 September 2022, respectively, have been pledged to secure bank and other borrowings granted to the Company (note 27).

(b) Lease liabilities

The carrying amount of lease liabilities and the movements during the Relevant Periods are as follows:

	As at 31 December			As at 30 September
	2019	2020	2021	2022
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Carrying amount at beginning of the year/period	6,273	3,980	3,448	3,556
New leases	987	2,372	3,911	738
Accretion of interest recognised during the year/period	294	214	160	117
Revision of a lease term arising from a change in the non-cancellable period of a lease	–	–	–	(77)
Payments	(3,574)	(3,118)	(3,963)	(824)
Carrying amount at end of the year/period	<u>3,980</u>	<u>3,448</u>	<u>3,556</u>	<u>3,510</u>
Analysed into:				
Current portion	2,282	2,093	2,839	2,771
Non-current portion	1,698	1,355	717	739

The maturity analysis of lease liabilities is disclosed in note 39 to the Historical Financial Information.

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(c) The amounts recognised in profit or loss in relation to leases are as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i> <i>(unaudited)</i>	<i>RMB'000</i>
Interest on lease liabilities	294	214	160	119	117
Depreciation charge of right-of-use assets	3,483	3,315	3,060	2,309	2,203
Expenses relating to short- term leases and leases of low-value assets	2,352	1,347	1,419	912	753
Total amount recognised in profit or loss	<u>6,129</u>	<u>4,876</u>	<u>4,639</u>	<u>3,340</u>	<u>3,073</u>

(d) The total cash outflow for leases is disclosed in note 32 to the Historical Financial Information.

As a lessor

The Group leases its temporary vacant buildings and trucks under operating lease arrangements. The terms of the leases generally require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions. Rental income recognised by the Group was RMB1,770,702, RMB1,393,183, RMB642,875, RMB159,940 and RMB589,384 for each of the Relevant Periods and the nine months ended 30 September 2021, respectively, details of which are included in note 5 to the Historical Financial Information.

At the end of each of the Relevant Periods, the undiscounted lease payments receivable by the Group in future periods under non-cancellable operating leases with its tenants are as follows:

	As at 31 December			As at 30 September
	2019	2020	2021	2022
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Within one year	1,393	1,105	267	25
After one year but within two years	1,105	253	40	–
After two years but within three years	253	40	–	–
After three years but within four years	40	–	–	–
	<u>2,791</u>	<u>1,398</u>	<u>307</u>	<u>25</u>

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15. INTANGIBLE ASSETS

31 December 2019

	Software	Patents and licences	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2019			
Cost	498	11,500	11,998
Accumulated amortisation	(63)	(8,575)	(8,638)
Net carrying amount	<u>435</u>	<u>2,925</u>	<u>3,360</u>
At 1 January 2019, net of accumulated amortisation	435	2,925	3,360
Amortisation provided during the year	(131)	(1,150)	(1,281)
At 31 December 2019, net of accumulated amortisation	<u>304</u>	<u>1,775</u>	<u>2,079</u>
At 31 December 2019:			
Cost	498	11,500	11,998
Accumulated amortisation	(194)	(9,725)	(9,919)
Net carrying amount	<u>304</u>	<u>1,775</u>	<u>2,079</u>

31 December 2020

	Software	Patents and licences	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2020			
Cost	498	11,500	11,998
Accumulated amortisation	(194)	(9,725)	(9,919)
Net carrying amount	<u>304</u>	<u>1,775</u>	<u>2,079</u>
At 1 January 2020, net of accumulated amortisation	304	1,775	2,079
Additions	358	–	358
Amortisation provided during the year	(93)	(1,150)	(1,243)
At 31 December 2020, net of accumulated amortisation	<u>569</u>	<u>625</u>	<u>1,194</u>
At 31 December 2020:			
Cost	856	11,500	12,356
Accumulated amortisation	(287)	(10,875)	(11,162)
Net carrying amount	<u>569</u>	<u>625</u>	<u>1,194</u>

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31 December 2021

	Software	Patents and licences	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2021			
Cost	856	11,500	12,356
Accumulated amortisation	(287)	(10,875)	(11,162)
Net carrying amount	<u>569</u>	<u>625</u>	<u>1,194</u>
At 1 January 2021, net of accumulated amortisation	569	625	1,194
Additions	1,143	–	1,143
Disposals	(13)	–	(13)
Amortisation provided during the year	(157)	(625)	(782)
At 31 December 2021, net of accumulated amortisation	<u>1,542</u>	<u>–</u>	<u>1,542</u>
At 31 December 2021:			
Cost	1,939	11,500	13,439
Accumulated amortisation	(397)	(11,500)	(11,897)
Net carrying amount	<u>1,542</u>	<u>–</u>	<u>1,542</u>

30 September 2022

	Software	Patents and licences	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
At 1 January 2022			
Cost	1,939	11,500	13,439
Accumulated amortisation	(397)	(11,500)	(11,897)
Net carrying amount	<u>1,542</u>	<u>–</u>	<u>1,542</u>
At 1 January 2022, net of accumulated amortisation	1,542	–	1,542
Additions	596	–	596
Amortisation provided during the period	(303)	–	(303)
At 30 September 2022, net of accumulated amortisation	<u>1,835</u>	<u>–</u>	<u>1,835</u>
At 30 September 2022:			
Cost	2,535	11,500	14,035
Accumulated amortisation	(700)	(11,500)	(12,200)
Net carrying amount	<u>1,835</u>	<u>–</u>	<u>1,835</u>

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16. INVESTMENTS IN ASSOCIATES

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Share of net assets	5,421	6,236	6,258	9,663

The Group’s receivable and payable balances and transactions with the associates are disclosed in note 36 to the Historical Financial Information.

(a) Particulars of the Group’s associates are as follows:

Name	Place and date of incorporation and place of business	Nominal value of registered share capital	Percentage of ownership interest attributable to the Group				Principal activities
			30 September				
			2019	2020	2021	2022	
Xinjiang Zhongya Log Digital Technology Co., Ltd. (“Xinjiang Zhongya”) 新疆中亞路歌數字科技有限公司	PRC 18 January 2022	RMB10,000,000	-	-	-	46%	Freight transportation
Qingkong Shoulu Supply Chain Management (Tianjin) Co., Ltd. (“Qingkong Shoulu”) 清控首路供應鏈管理(天津)有限公司	PRC 4 January 2019	RMB20,000,000	30%	30%	30%	30%	Supply chain management and freight transportation
Anhui Jika Lubrication Technology Co., Ltd. (“Anhui Jika”) 安徽吉卡潤滑科技有限公司	PRC 17 November 2017	RMB5,000,000	40%	40%	40%	40%	Lubricant production and sales
Xuzhou Boyang Logistics Co., Ltd. (“Xuzhou Boyang”) 徐州柏陽物流有限公司	PRC 19 June 2018	RMB2,000,000	40%	-	-	-	Freight transportation
Wuhu Luge Logistics Technology Co., Ltd. (“Wuhu Luge”) 蕪湖路歌物流科技有限公司	PRC 8 September 2020	RMB10,000,000	-	40%	24%	24%	Freight transportation

The Group’s shareholdings in the all associates comprise equity shares held by the Company, except for Anhui Jika and Xuzhou Boyang, the shareholdings in which are held through a wholly-owned subsidiary of the Company.

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The following table illustrates the aggregate financial information of the Group’s associates that are not individually material:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Share of the associates’ losses for the year/period	(579)	(786)	(778)	(1,195)
Aggregate carrying amount of the Group’s investments in the associates	5,421	6,236	6,258	9,663

The associates have been accounted for using the equity method in this Historical Financial Information.

The Group assessed at the end of each of the Relevant Periods whether there is any indication that investments in associates may be impaired. If any such indication exists (e.g., continuous loss-making), the Group estimated the recoverable amount of the investment. Based on the assessment results, the Group made an impairment provision of RMB920,000, nil, nil, nil and nil during the Relevant Periods and the nine months ended 30 September 2021, respectively.

17. EQUITY INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Unlisted equity investments, at fair value:				
Wuhan Xiaoxiang Zhiyun Technology Co., Ltd. (“Wuhan Xiaoxiang”) (武漢小象智雲科技有限公司)	1,000	1,000	–	–
	1,000	1,000	–	–

The above equity investments were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

There was no dividend received from equity investments designated at fair value through other comprehensive income during the Relevant Periods.

Wuhan Xiaoxiang was established in 2018 and invested by the Group in 2019. Wuhan Xiaoxiang had no significant operations during the years ended 31 December 2019 and 2020, so no material revenue, costs and expenses were incurred. Based on the financial performance of Wuhan Xiaoxiang, the Group assessed that the fair value is approximate to the investment cost of RMB1,000,000, therefore the Group did not adjust the fair values of Wuhan Xiaoxiang as at 31 December 2019 and 2020 respectively.

In December 2021, the Group sold its equity interest in Wuhan Xiaoxiang as this investment no longer coincided with the Group’s investment strategy. The fair value on the date of sale was RMB1,120,000 and the accumulated gain recognised in other comprehensive income of RMB120,000 was transferred to accumulated losses.

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18. INVENTORIES

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i>
				<i>RMB’000</i>
Goods	686	555	3,144	4,206

19. TRADE AND NOTES RECEIVABLES

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i>
				<i>RMB’000</i>
Trade receivables	120,687	173,292	111,879	85,494
Notes receivables	8,331	16,515	65,663	7,760
	129,018	189,807	177,542	93,254
Less: ECLs	(387)	(434)	(1,258)	(243)
	128,631	189,373	176,284	93,011

The Group’s trading terms are normally due upon delivery and issuance of the invoice, except for a small number of customers with credit terms, of which is generally 7 to 90 days, depending on the specific payment terms in each contract. The Group seeks to maintain strict control over its outstanding receivables. 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 single significant amount 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.

As of the end of each of the Relevant Periods, included in the Group’s notes receivables are amounts of RMB650,000, RMB2,045,000, RMB1,183,269 and RMB7,000,000, respectively, which are classified as debt investments at fair value through other comprehensive income, because they are managed in the business model of both collecting contractual cash flows and selling the financial assets. Further details are contained in note 37 to the Historical Financial Information.

As of the end of each of the Relevant Periods, included in the Group’s trade receivables are amounts due from the Group’s associate of RMB86,319, nil, nil and nil, respectively, which are repayable on credit terms similar to those offered to the other customers of the Group.

As of the end of each of the Relevant Periods, the Group has pledged trade receivables of approximately RMB851,413, RMB181,883, RMB658,463 and nil to secure loans from other financial institution. Further details are contained in note 27 to the Historical Financial Information.

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An ageing analysis of the trade and notes receivables as at the end of each of the Relevant Periods, based on the transaction date and net of ECLs, is as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
Within 90 days	109,980	174,988	165,544	89,631
90 days to 1 year	17,773	13,626	9,466	3,085
1 to 2 years	878	759	1,274	295
	<u>128,631</u>	<u>189,373</u>	<u>176,284</u>	<u>93,011</u>

As of the end of each of the Relevant Periods, ECLs for trade and notes receivables based on the individually or collectively assessment are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
Individually determined to be impaired	–	–	462	–
Less: ECLs	–	–	(462)	–
	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>
Collectively determined to be impaired	129,018	189,807	177,080	93,254
Less: ECLs	(387)	(434)	(796)	(243)
	<u>128,631</u>	<u>189,373</u>	<u>176,284</u>	<u>93,011</u>
	<u>128,631</u>	<u>189,373</u>	<u>176,284</u>	<u>93,011</u>

The movements in the expected credit losses for trade and notes receivables are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
At the beginning of the year/period	109	387	434	1,258
ECLs	9,651	6,131	(242)	632
Amounts written off as uncollectible	(9,373)	(6,084)	–	(1,647)
Recoveries of trade receivables previously written off	–	–	1,066	–
At the end of the year/period	<u>387</u>	<u>434</u>	<u>1,258</u>	<u>243</u>

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An impairment analysis is performed at the end of each of the Relevant Periods using a provision matrix to measure expected credit losses. The provision rates are based on ageing for the customers. The calculation reflects the best estimated outcome based on the reasonable and supportable information that is available at the end of each of the Relevant Periods about past events, current conditions and forecasts of future economic conditions.

Set out below is the information about the credit risk exposure on the Group’s trade receivables based on the collectively assessment using a provision matrix:

As at 31 December 2019

	Ageing			Total
	Within 1 year	1 to 2 years	Over 2 years	
Gross carrying amount (RMB’000)	119,535	1,151	1	120,687
Expected credit loss (RMB’000)	113	273	1	387
Expected credit loss rate	0.09%	23.72%	100.00%	0.32%

As at 31 December 2020

	Ageing			Total
	Within 1 year	1 to 2 years	Over 2 years	
Gross carrying amount (RMB’000)	172,263	994	35	173,292
Expected credit loss (RMB’000)	164	235	35	434
Expected credit loss rate	0.10%	23.64%	100.00%	0.25%

As at 31 December 2021

	Ageing			Total
	Within 1 year	1 to 2 years	Over 2 years	
Gross carrying amount (RMB’000)	109,528	1,814	75	111,417
Expected credit loss (RMB’000)	181	540	75	796
Expected credit loss rate	0.17%	29.77%	100.00%	0.71%

As at 30 September 2022

	Ageing			Total
	Within 1 year	1 to 2 years	Over 2 years	
Gross carrying amount (RMB’000)	85,074	420	–	85,494
Expected credit loss (RMB’000)	118	125	–	243
Expected credit loss rate	0.14%	29.76%	–	0.28%

For notes receivables, based on historical data and management’s analysis, loss on collection is not material and hence no provision is considered.

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20. CONTRACT ASSETS

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
Contract assets arising from:				
Freight transportation services	6,425	5,153	7,214	4,817
Less: ECLs	(85)	(55)	(102)	(53)
At the end of the year/period	<u>6,340</u>	<u>5,098</u>	<u>7,112</u>	<u>4,764</u>

Contract assets are initially recognised for revenue earned from the provision of freight transportation services as the receipt of consideration is conditional upon delivery of the shipments to the customers. Upon delivery of the shipments to the customers, the amounts recognised as contract assets are reclassified to trade receivables.

The expected timing of recovery or settlement for contract assets as at the end of each of the Relevant Periods is as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
Within one year	<u>6,340</u>	<u>5,098</u>	<u>7,112</u>	<u>4,764</u>

The movements of the expected credit losses of contract assets are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
At the beginning of the year/period	11	85	55	102
ECLs	74	(30)	47	(49)
At the end of the year/period	<u>85</u>	<u>55</u>	<u>102</u>	<u>53</u>

An impairment analysis is performed at the end of each of the Relevant Periods using a provision matrix to measure expected credit losses. The provision rates are based on ageing for the customers. The calculation reflects the best estimated outcome based on reasonable and supportable information that is available at the end of each of the Relevant Periods about past events, current conditions and forecasts of future economic conditions.

Set out below is the information about the credit risk exposure on the Group’s contract assets using a provision matrix:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
Gross carrying amount	6,425	5,153	7,214	4,817
ECLs	85	55	102	53
Expected credit loss rate	1.32%	1.07%	1.41%	1.10%

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21. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

The Group

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
Non-current:				
Prepaid expenses	–	–	2,814	2,665
Current:				
Other receivables from shippers for shipping fees (i)	819,949	1,194,546	1,018,974	683,453
Government grants receivables (ii)	266,309	328,122	581,520	441,350
Advances to suppliers	99,036	29,994	28,093	28,135
Rental and business deposits	7,138	5,828	4,805	9,314
Due from related parties	10,284	9,142	929	417
Prepaid tax	703	–	–	4,699
Prepaid expenses	2,845	3,227	1,168	288
Others	10,813	16,299	15,690	9,749
	1,217,077	1,587,158	1,651,179	1,177,405
Less: ECLs	(1,944)	(3,950)	(12,460)	(1,080)
	1,215,133	1,583,208	1,638,719	1,176,325
	1,215,133	1,583,208	1,641,533	1,178,990

- (i) Other receivables from shippers for shipping fees mainly represent the shipping fees uncollected from shippers upon fulfilment of the shipping orders under the freight platform services.
- (ii) Government grants receivables represent the government grants from local government authorities to support the Group’s digital freight businesses.

As of the end of each of the Relevant Periods, the Group has pledged other receivables of approximately RMB14,628,815, RMB3,125,084, RMB32,240,275 and RMB10,807,343 to secure loans from other financial institution. Further details are contained in note 27 to the Historical Financial Information.

Other receivables of the Group are unsecured, non-interest-bearing and have no fixed terms of repayment.

The movements in the credit loss for the financial assets included in prepayments, other receivables and other assets are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
At the beginning of the year/period	712	1,944	3,950	12,460
ECLs	(1,127)	1,795	9,854	(995)
Amounts written off as uncollectible	–	–	(1,344)	(10,385)
Recoveries of other receivables previously written off	2,359	211	–	–
At the end of the year/period	1,944	3,950	12,460	1,080

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Government grants receivables, rental and business deposits, and due from related parties included in the above balances relate to receivables for which there was no recent history of default and past due amounts. At the end of each of the Relevant Periods, the above balances were classified in stage 1 and the loss allowance was assessed to be minimal.

The allowance for ECLs of other receivables was mainly credit impairment losses for receivables from shippers for shipping fees. Long ageing amounts were regarded as credit-impaired at the end of each Relevant Periods and classified in stage 3, for which the loss allowance was provided with an amount equal to lifetime ECLs. At the end of each of the Relevant Periods, the gross amounts of other receivables at stage 3 were nil, RMB1,384,067, RMB8,574,719 and nil, respectively.

The Company

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
Non-current:				
Prepaid expenses	–	–	2,814	2,605
Current:				
Due from subsidiaries	205,356	242,679	217,739	212,162
Rental and business deposits	2,904	1,974	1,740	6,655
Advances to suppliers	1,917	2,658	9,453	10,819
Due from related parties	1,119	538	221	359
Prepaid expenses	2,845	3,227	1,168	288
Prepaid tax	703	–	–	975
Others	4,649	4,340	3,198	4,623
	219,493	255,416	233,519	235,881
Less: ECLs	–	–	–	–
	219,493	255,416	233,519	235,881
	219,493	255,416	236,333	238,486

Other receivables of the Company are unsecured, non-interest-bearing and have no fixed terms of repayment.

The movements in the credit loss for the financial assets included in prepayments, other receivables and other assets are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
				RMB'000
At the beginning of the year/period	–	–	–	–
ECLs	–	–	–	1,245
Amounts written off as uncollectible	–	–	–	(1,245)
At the end of the year/period	–	–	–	–

Due from subsidiaries, rental and business deposits, and due from related parties included in the above balances relate to receivables for which there was no recent history of default and past due amounts. At the end of each of the Relevant Periods, the above balances were classified in stage 1 and the loss allowance was assessed to be minimal.

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22. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Other unlisted investments, at fair value	358	358	5,010	110,000

The above unlisted investments of RMB110,000,000 as at 30 September 2022 were mainly wealth management products issued by banks. They were mandatorily classified as financial assets at fair value through profit or loss as their contractual cash flows are not solely payments of principal and interest.

23. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

The Group

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Cash and bank balances	353,858	422,156	728,838	512,804
Less: Pledged deposits (i)	3,473	502	–	–
Restricted bank deposits (ii)	–	–	–	4,068
Cash and cash equivalents	350,385	421,654	728,838	508,736

As at the end of each of the Relevant Periods, all the cash and bank balances of the Group are denominated in RMB. Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances and deposits are deposited with creditworthy banks with no recent history of default.

- (i) It represents pledged deposits in commercial banks to secure interest-bearing bank and other borrowings. None of these deposits are either past due or impaired. The pledged bank deposits will be released upon repayment of the relevant borrowings.
- (ii) It represents the balance of a guarantee deposit required by the court under pending litigation.

The Company

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Cash and bank balances	97,262	104,137	421,819	134,333
Less: Pledged deposits (i)	3,473	502	–	–
Cash and cash equivalents	93,789	103,635	421,819	134,333

As at the end of each of the Relevant Periods, all the cash and bank balances of the Company are denominated in RMB. Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances and deposits are deposited with creditworthy banks with no recent history of default.

- (i) It represents pledged deposits in commercial banks to secure interest-bearing bank and other borrowings. None of these deposits are either past due or impaired. The pledged bank deposits will be released upon the repayment of relevant borrowings.

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24. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of each of the Relevant Periods, based on the invoice date, is as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
Within 1 year	111,724	151,009	113,298	91,699

Trade payables are unsecured and interest-free and are normally settled within 1 year.

25. OTHER PAYABLES AND ACCRUALS

The Group

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB'000	RMB'000	RMB'000	2022
Other payables to truckers for transportation fees (i)	865,813	1,218,071	932,477	639,524
Other taxes payable	404,920	432,255	786,090	370,414
Advances from shippers (ii)	48,446	57,821	78,225	155,889
Due to related parties (iii)	18,537	1,225	416	400
Employee benefit payables	20,842	20,112	28,241	31,822
Deposits	27,156	28,998	54,580	116,120
Accrued expenses	12,499	10,399	5,704	1,212
Others	11,462	7,471	10,979	8,840
	1,409,675	1,776,352	1,896,712	1,324,221

- (i) Other payables to truckers for transportation fees represent transportation fees collected from shippers but yet to be paid to truckers under freight platform services.
- (ii) Mainly representing the refundable prepayments from shippers for future shipping arrangements under freight transportation services and freight platform services. Upon signing of the contract, the amounts which will be recognised as revenue will be reclassified to contract liabilities.
- (iii) Shangrong (Shanghai) Commercial Factoring Co., Ltd. (“商融(上海)商業保理有限公司”) (“Shangrong Factoring”), which is a related party of the Group, provided reverse factoring services to the Group. Through the above arrangement, in digital freight businesses, Shangrong Factoring directly paid the consideration to truckers, then the Group repaid the consideration with interest rate of 8.50% per annum to Shangrong Factoring with credit terms of 7-90 days, which resulted in the conversion of the Group’s payables to truckers for transportation fees into borrowings from Shangrong Factoring. As at 31 December 2019, included in the Group’s other payables due to related parties were amounts of RMB16,922,074, which were related to the above reverse factoring services.

Except for the Group’s payables due to Shangrong Factoring as at 31 December 2019, other payables and accruals of the Group are non-interest-bearing. All the other payables and accruals of the Group are unsecured.

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The Company

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i> <i>RMB’000</i>
Due to subsidiaries	162,759	197,286	388,176	226,298
Employee benefit payables	17,191	14,115	14,615	12,471
Accrued expenses	12,499	10,399	5,704	1,212
Due to related parties	18,537	1,225	416	400
Other taxes payable	3,729	661	4,126	3,536
Others	6,267	5,939	8,665	4,366
	<u>220,982</u>	<u>229,625</u>	<u>421,702</u>	<u>248,283</u>

Except for the Company’s payables due to Shangrong Factoring as at 31 December 2019, other payables and accruals of the Group are non-interest-bearing. All the other payables and accruals of the Company are unsecured.

26. CONTRACT LIABILITIES

The Group

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i> <i>RMB’000</i>
Short-term advances received from customers:				
Freight platform services	8,548	10,069	9,897	10,515
Freight transportation services	64	1,079	362	1,898
Total contract liabilities	<u>8,612</u>	<u>11,148</u>	<u>10,259</u>	<u>12,413</u>

Contract liabilities of the Group mainly arise from the advance payments made by customers while the services are yet to be provided.

The above contract liabilities with regard to the remaining performance obligations are expected to be recognised as revenue within one year.

The Company

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i> <i>RMB’000</i>
Short-term advances received from customers:				
Freight platform services	7,967	8,871	9,170	9,460
Total contract liabilities	<u>7,967</u>	<u>8,871</u>	<u>9,170</u>	<u>9,460</u>

Contract liabilities of the Company mainly arise from the advance payments made by customers while the services are yet to be provided.

The above contract liabilities with regard to the remaining performance obligations are expected to be recognised as revenue within one year.

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27. INTEREST-BEARING BANK AND OTHER BORROWINGS

The Group

	<u>Effective interest rate</u>	<u>Maturity</u>	<u>31 December 2019</u>
	(%)		RMB’000
Bank loans – secured (i)	5.22%-5.66%	2020	43,000
Bank loans – unsecured	4.35%	2020	29,000
Other borrowings – secured (ii)	10.80%	2020	15,480
Other borrowings – unsecured	2.87%	2020	7,682

95,162

	<u>Effective interest rate</u>	<u>Maturity</u>	<u>31 December 2020</u>
	(%)		RMB’000
Bank loans – secured (i) (iii)	4.35%-5.00%	2021	30,000
Bank loans – unsecured	4.62%	2021	10,000
Other borrowings – secured (ii)	9.00%	2021	3,307
Other borrowings – unsecured	4.13%-4.20%	2021	14,469

57,776

	<u>Effective interest rate</u>	<u>Maturity</u>	<u>31 December 2021</u>
	(%)		RMB’000
Other borrowings – secured (ii)	9.00%	2022	35,063
Other borrowings – unsecured	1.70%-3.40%	2022	57,131

92,194

	<u>Effective interest rate</u>	<u>Maturity</u>	<u>30 September 2022</u>
	(%)		RMB’000
Other borrowings – secured	8.00%	2022	11,059
Other borrowings – unsecured	1.35%-2.40%	2022	760

11,819

As at the end of each of the Relevant Periods, all the bank and other borrowings are repayable within one year and denominated in RMB.

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Certain of the Group’s bank and other borrowings are secured by the pledges of the following assets with carrying values at the end of each of the Relevant Periods as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Property, plant and equipment	52,425	54,594	48,564	47,116
Other receivables	14,629	3,125	32,240	10,807
Right-of-use assets-prepaid land				
lease payments	4,428	4,321	4,215	4,136
Trade receivables	851	182	658	–
Pledged deposits	3,473	502	–	–
	<u>75,806</u>	<u>62,724</u>	<u>85,677</u>	<u>62,059</u>

- (i) The shareholders, Mr. Feng Lei and Mr. Du Bing, together with their spouses, had guaranteed certain of the Group’s bank and other borrowings amounting to RMB43,000,000 and RMB20,000,000 as at 31 December 2019 and 2020, respectively.
- (ii) The shareholders, Mr. Feng Lei and Mr. Du Bing, had guaranteed certain of the Group’s bank and other borrowings amounting to RMB15,480,227, RMB3,307,049 and RMB448 as at 31 December 2019, 2020 and 2021, respectively.
- (iii) Anhui Province Science and Technology Financing Guarantee Co., Ltd. (安徽省科技融資擔保有限公司) and the shareholders, Mr. Feng Lei and Mr. Du Bing, had guaranteed certain of the Group’s bank and other borrowings amounting to RMB10,000,000 as at 31 December 2020.

The Group has no pledge nor guarantee provided by or to its related parties as at 30 September 2022.

The Company

	Effective interest rate	Maturity	31 December 2019
	(%)		
Bank loans – secured (i)	5.22%-5.66%	2020	43,000
			<u>43,000</u>
	Effective interest rate	Maturity	31 December 2020
	(%)		
Bank loans – secured (i) (ii)	4.35%-5.00%	2021	30,000
			<u>30,000</u>

As at 31 December 2021 and 30 September 2022, the Company has no interest-bearing bank and other borrowings.

As at 31 December 2019 and 2020, all the bank and other borrowings are repayable within one year and denominated in RMB.

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Certain of the Company’s bank and other borrowings are secured by the pledges of the following assets with carrying values at the end of each of the Relevant Periods as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Property, plant and equipment	52,425	50,494	48,564	47,116
Right-of-use assets-prepaid land lease payments	4,428	4,321	4,215	4,136
Pledged deposits	3,473	502	–	–
	<u>60,326</u>	<u>55,317</u>	<u>52,779</u>	<u>51,252</u>

- (i) The shareholders, Mr. Feng Lei and Mr. Du Bing, together with their spouses, had guaranteed certain of the Company’s bank and other borrowings amounting to RMB43,000,000 and RMB20,000,000 as at 31 December 2019 and 2020, respectively.
- (ii) Anhui Province Science and Technology Financing Guarantee Co., Ltd. (安徽省科技融資擔保有限公司) and the shareholders, Mr. Feng Lei and Mr. Du Bing, had guaranteed certain of the Company’s bank and other borrowings amounting to RMB10,000,000 as at 31 December 2020.

The Company has no pledge nor guarantee provided by or to its related parties as at 30 September 2022.

28. DEFERRED TAX

The movements in deferred tax assets during the Relevant Periods are as follows:

	Provision for impairment losses	Tax losses	Others	Total
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2019	1,483	6,405	366	8,254
Deferred tax credited to profit or loss during the year	<u>2,378</u>	<u>1,908</u>	<u>1,127</u>	<u>5,413</u>
At 31 December 2019 and 1 January 2020	3,861	8,313	1,493	13,667
Deferred tax credited/(charged) to profit or loss during the year	<u>1,906</u>	<u>(5,404)</u>	<u>(1,127)</u>	<u>(4,625)</u>
At 31 December 2020 and 1 January 2021	5,767	2,909	366	9,042
Deferred tax credited to profit or loss during the year	<u>2,391</u>	<u>924</u>	<u>492</u>	<u>3,807</u>
At 31 December 2021 and 1 January 2022	8,158	3,833	858	12,849
Deferred tax credited/(charged) to profit or loss during the period	<u>12</u>	<u>4,084</u>	<u>(622)</u>	<u>3,474</u>
At 30 September 2022	<u>8,170</u>	<u>7,917</u>	<u>236</u>	<u>16,323</u>

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Deferred tax assets have not been recognised in respect of the following items:

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>2022</i> <i>RMB’000</i>
Tax losses	4,296	12,796	15,851	21,710
Deductible temporary differences	2,148	2,316	2,318	114
	<u>6,444</u>	<u>15,112</u>	<u>18,169</u>	<u>21,824</u>

Certain subsidiaries of the Group had tax losses of RMB4,295,357, RMB12,796,922, RMB15,850,897 and RMB21,709,676 as at the end of each of the Relevant Periods that will expire in one to five years for offsetting against their future taxable profits. Deferred tax assets have not been recognised in respect of these losses and temporary differences as they are not considered probable that taxable profits will be available against which the tax losses and temporary differences can be utilised.

29. SHARE CAPITAL

Ordinary shares

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>	<i>2022</i> <i>RMB</i>
Issued and fully paid	78,771,294	80,084,149	84,416,569	84,416,569
	<u>78,771,294</u>	<u>80,084,149</u>	<u>84,416,569</u>	<u>84,416,569</u>

The movements in the Company’s share capital during the Relevant Periods are as follows:

	Number of shares in issue	Share capital
		<i>RMB</i>
At 1 January 2019	66,955,600	66,955,600
New shares issued	11,815,694	11,815,694
At 31 December 2019 and 1 January 2020	78,771,294	78,771,294
New shares issued	1,312,855	1,312,855
At 31 December 2020 and 1 January 2021	80,084,149	80,084,149
New shares issued	4,332,420	4,332,420
At 31 December 2021 and 30 September 2022	<u>84,416,569</u>	<u>84,416,569</u>

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30. EQUITY-SETTLED SHARE-BASED PAYMENTS

Below is recognised in profit or loss under share-based payments arrangement:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
The amount of services rendered by the employees in exchange for share-based payments during the year/period	1,503	15,303	22,347	15,060	13,667

(unaudited)

2019 Logory Logistics Share Incentive Plan

On 31 October 2019, the Company’s board of directors approved a share incentive plan (the “2019 Logory Logistics Share Incentive Plan”), for the purpose of attracting and retaining the employees and directors who are considered essential to the success of the Company and the Group.

Pursuant to the 2019 Logory Logistics Share Incentive Plan, the Company grants employees awards, including new options (the “Logory Logistics Options”) to purchase ordinary shares of the Company and restricted shares (the “2019 Logory Logistics RSs”). Vesting of the above awards requires the employees to remain in service for the period from the date of grant to the date of vesting, and meet the performance assessment requirements, along with a condition requiring an [REDACTED] of the Company, which was a performance vesting condition.

Logory Logistics Options granted are generally subject to a vesting schedule from 19 months to 55 months and were classified as an equity award. Depending on the nature and the purpose of the grant, Logory Logistics Options generally vest 25% upon the later of the 19th month of the grant date or the date of [REDACTED] occurred, as provided in the grant agreement, and 25% every year from the 19th month of the grant date thereafter. No outstanding Logory Logistics Options will be exercisable after the expiry of a maximum of 12 months from the date of vesting or when the employees cease to remain in service. The exercise price per option is RMB2.50.

2019 Logory Logistics RSs granted to the senior management of the Company are subject to a vesting schedule of 12 months upon the date of [REDACTED] and were classified as an equity award. The grant price per share is RMB2.50.

Modification Plan of Logory Logistics Options

On 30 November, 2020, the Company’s board of directors approved a modification plan of Logory Logistics Options (the “Modification Plan”). Pursuant to the Modification Plan, all the Logory Logistics Options should be converted into restricted shares with the same conditions under corresponding Logory Logistics Option awards other than extending the remaining vesting schedule. IFRS 2 requires the entity to continue to recognise an expense for the grant date fair value of the unmodified award over its original vesting period, even where the vesting period of the modified award is longer. Therefore, except for extending the vesting schedule, the modification involved neither changes to the other vesting condition nor the amount of awards granted under the original plan, as such, no additional expenses need to be recognised on the modification date.

2020 Logory Logistics Share Incentive Plan

On 30 November 2020, the Company’s board of directors approved a share incentive plan (the “2020 Logory Logistics Share Incentive Plan”), for the purpose of attracting and retaining the employees and directors who are considered essential to the success of the Company and the Group.

Pursuant to the 2020 Logory Logistics Share Incentive Plan, the Company grants employees restricted shares (the “2020 Logory Logistics RSs”). Vesting of the above 2020 Logory Logistics RSs requires the employees to remain in service for the period from the date of grant to the date of vesting, and meet the performance assessment requirements, along with a condition requiring an [REDACTED] of the Company, which was deemed as a performance vesting condition.

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2020 Logory Logistics RSs granted are generally subject to a vesting schedule from 2 years to 5 years and were classified as an equity award. Depending on the nature and the purpose of the grant, 2020 Logory Logistics RSs generally vest 25% upon the later of the second year of the grant date or the 12th months upon the date of [REDACTED], as provided in the grant agreement, and 25% every year from the second year of the grant date thereafter. The grant price per share is RMB2.50.

2021 Logory Logistics Share Incentive Plan

On 13 September 2021, the Company’s board of directors approved a share incentive plan (the “2021 Logory Logistics Share Incentive Plan”), for the purpose of attracting and retaining the employees and directors who are considered essential to the success of the Company and the Group.

Pursuant to the 2021 Logory Logistics Share Incentive Plan, the Company grants employees restricted shares (the “2021 Logory Logistics RSs”). Vesting of the above 2021 Logory Logistics RSs requires the employees to remain in service for the period from the date of grant to the date of vesting, and meet the performance assessment requirements, along with a condition requiring an [REDACTED] of the Company, which was deemed as a performance vesting condition.

2021 Logory Logistics RSs granted to the senior management of the Company are subject to a vesting schedule of 12 months upon the date of [REDACTED] and were classified as an equity award. The grant price per share is RMB2.50.

2021 Logory Logistics RSs granted to the employees except for the senior management are generally subject to a vesting schedule from 2 years to 5 years and were classified as an equity award. Depending on the nature and the purpose of the grant, 2021 Logory Logistics RSs generally vest 25% upon the later of the second year of the grant date or the 12th months upon the date of [REDACTED], as provided in the grant agreement, and 25% every year from the second year of the grant date thereafter. The grant price per share is RMB2.50.

Logory Logistics Options

The following table summarises the activity of Logory Logistics Options granted by the Company for the Relevant Periods and the nine months ended 30 September 2021:

	<u>Number of share options</u>	<u>Exercise price</u> <i>RMB</i>	<u>Weighted average remaining contractual life</u> <i>Year</i>	<u>Weighted average grant date fair value</u> <i>RMB</i>
As at 1 January 2019	–	–	–	–
Granted	1,903,400	2.50	4.08	18.34
Forfeited	–	–	–	–
As at 31 December 2019 and 1 January 2020	<u>1,903,400</u>	2.50	3.92	18.34
Forfeited	(23,600)	2.50	–	18.34
Modified as Logory Logistics RSs	(1,879,800)	2.50	–	18.34
As at 31 December 2020, 30 September 2021, 31 December 2021 and 30 September 2022	<u>–</u>	–	–	–

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The fair value of Logory Logistics Options granted was estimated as at the date of grant using a binomial model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used:

	2019
Dividend yield (%)	0.00
Expected volatility (%)	33.49~36.55
Risk-free interest rate (%)	2.91~3.14
Weighted average share price (RMB per share)	20.61

The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

The Group recognised share-based payment expenses of Logory Logistics Options for the Relevant Periods and the nine months ended 30 September 2021 of RMB1,502,760, RMB8,265,182, nil, nil and nil, respectively.

Logory Logistics RSs

The following table summarises the activity of Logory Logistics RSs granted by the Company for the Relevant Periods and the nine months ended 30 September 2021:

	Number of restricted shares	Weighted average grant date fair value
		<i>RMB</i>
As at 1 January 2019	–	–
Granted	1,200,000	18.11
As at 31 December 2019 and 1 January 2020	<u>1,200,000</u>	18.11
Modified from Logory Logistics Options	1,879,800	18.34
Granted	497,015	35.58
As at 31 December 2020 and 1 January 2021	<u>3,576,815</u>	20.66
Granted	702,000	44.72
Forfeited	(264,000)	19.21
As at 31 December 2021 and 1 January 2022	<u>4,014,815</u>	24.96
Granted	40,000	44.72
Forfeited	(118,300)	31.58
As at 30 September 2022	<u>3,936,515</u>	24.96
As at 1 January 2021	3,576,815	20.66
Granted	702,000	44.72
Forfeited	(264,000)	19.21
At 30 September 2021 (unaudited)	<u>4,014,815</u>	24.96

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Restricted shares granted are measured by reference to the fair value of the Company’s ordinary shares on the grant date. The fair value is computed based on the share price from the independent recent round financing occurred around the grant date or the fair value of the Company valued by income approach, deducted by the grant price.

The Group recognised share-based payment expenses of Logory Logistics RSs for the Relevant Periods and the nine months ended 30 September 2021 of nil, RMB7,037,805, RMB22,346,611, RMB13,666,589 and RMB15,060,220, respectively.

31. RESERVES

The amounts of the Group’s reserves and the movements therein are presented in the consolidated statements of changes in equity in the Historical Financial Information.

(i) Capital reserve

The share premium represents the difference between the par value of the shares issued and the consideration received.

(ii) Statutory surplus reserve

In accordance with the Company Law of the People’s Republic of China, the companies in the PRC are required to allocate 10% of the statutory after tax profits to the statutory reserve until the cumulative total of the reserve reaches 50% of the companies registered capital. Subject to approval from the relevant PRC authorities, the statutory reserve may be used to offset any accumulated losses or increase the registered capital of the companies. The statutory reserve is not available for dividend distribution to shareholders of the PRC companies.

(iii) Other reserve

The other reserve of the Group represents the excess of the consideration over the carrying amount of the non-controlling interests acquired.

(iv) Fair value reserve of financial assets at fair value through other comprehensive income

Fair value reserve of financial assets at fair value through other comprehensive income mainly represents the fair value changes of equity instruments at fair value through other comprehensive income.

(v) A summary of the Company’s reserves as at the end of each of the Relevant Periods are as follows:

	Capital reserve	Share-based payments reserve	Statutory surplus reserve	Accumulated losses	Total reserves
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 1 January 2019	48,044	78,403	625	(76,607)	50,465
Issue of shares	207,355	–	–	–	207,355
Equity-settled share-based payments	–	1,503	–	–	1,503
Total comprehensive income for the year	–	–	–	9,220	9,220
At 31 December 2019 and 1 January 2020	255,399	79,906	625	(67,387)	268,543
Issue of shares	73,039	–	–	–	73,039
Equity-settled share-based payments	–	15,303	–	–	15,303
Total comprehensive income for the year	–	–	–	22,553	22,553

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	Capital reserve	Share-based payments reserve	Statutory surplus reserve	Accumulated losses	Total reserves
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At 31 December 2020 and 1 January 2021	328,438	95,209	625	(44,834)	379,438
Issue of shares	160,667	–	–	–	160,667
Equity-settled share-based payments	–	22,347	–	–	22,347
Total comprehensive income for the year	–	–	–	33,127	33,127
At 31 December 2021 and 1 January 2022	489,105	117,556	625	(11,707)	595,579
Equity-settled share-based payments	–	13,667	–	–	13,667
Total comprehensive income for the period	–	–	–	(13,179)	(13,179)
At 30 September 2022	489,105	131,223	625	(24,886)	596,067
At 1 January 2021	328,438	95,209	625	(44,834)	379,438
Issue of shares	160,667	–	–	–	160,667
Equity-settled share-based payments (unaudited)	–	15,060	–	–	15,060
Total comprehensive income for the period (unaudited)	–	–	–	25,673	25,673
At 30 September 2021 (unaudited)	489,105	110,269	625	(19,161)	580,838

32. NOTES TO THE CONSOLIDATED STATEMENTS OF CASH FLOWS

(i) Major non-cash transactions

During the Relevant Periods, the Group had non-cash additions to right-of-use assets and lease liabilities of RMB986,588, RMB2,372,345, RMB3,911,415 and RMB737,734 for the years ended 31 December 2019, 2020 and 2021 and the nine months ended 30 September 2022, respectively, in respect of lease arrangements for offices.

(ii) Changes in liabilities arising from financing activities

Interest-bearing bank and other borrowings

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
At beginning of the year/period	148,226	95,162	57,776	57,776	92,194
Changes (used in)/from financing cash flows	(68,956)	(43,869)	29,653	(24,621)	(83,748)
Interest accrued	15,892	6,483	4,765	2,414	3,373
At end of the year/period	95,162	57,776	92,194	35,569	11,819

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Lease liabilities

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				<i>(unaudited)</i>	
At beginning of the year/period	6,273	3,980	3,448	3,448	3,556
Changes from financing cash flows	(3,574)	(3,118)	(3,963)	(2,066)	(824)
New leases	987	2,372	3,911	1,087	738
Revision of lease terms	–	–	–	–	(77)
Interest accrued	294	214	160	119	117
At end of the year/period	<u>3,980</u>	<u>3,448</u>	<u>3,556</u>	<u>2,588</u>	<u>3,510</u>

(iii) Total cash outflow for leases

The total cash outflow for leases included in the statements of cash flows is as follows:

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				<i>(unaudited)</i>	
Within operating activities	2,118	1,209	1,495	1,453	1,217
Within financing activities	3,574	3,118	3,963	2,066	824
	<u>5,692</u>	<u>4,327</u>	<u>5,458</u>	<u>3,519</u>	<u>2,041</u>

33. PLEDGE OF ASSETS

Details of the Group’s assets pledged for the Group’s bank and other borrowings are contained in note 27 to the Historical Financial Information.

34. CONTINGENT LIABILITIES

As at 31 December 2019, 2020 and 2021 and 30 September 2022, neither the Group nor the Company had any significant contingent liabilities.

35. COMMITMENTS

The Group had the following capital commitments at the end of the years/period:

	As at 31 December			As at 30 September
	2019	2020	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000
Contracted for but not yet incurred				
Purchase of property, plant and equipment	<u>1,929</u>	<u>–</u>	<u>–</u>	<u>–</u>

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36. RELATED PARTY TRANSACTIONS

Details of the Group’s related parties that had transactions and/or balances with the Group during the Relevant Periods are as follows:

Company	Relationship with the Group
Mr. Feng Lei	Shareholder with significant influence over the Group
Mr. Du Bing	Shareholder with significant influence over the Group
Ms. Liu Fei	Close family member of a shareholder with significant influence over the Group
Shangrong Factoring	An entity controlled by a shareholder with significant influence over the Group
Ant Blockchain Technology (Shanghai) Co., Ltd. (“Ant Blockchain”) 螞蟻區塊鏈科技(上海)有限公司	An entity controlled by a shareholder with significant influence over the Group
Nanjing Luge Information Technology Co., Ltd. (“Nanjing Luge Information”) 南京路歌信息技術有限公司	An entity controlled by a shareholder with significant influence over the Group
Nanjing Luge Investment Management Center LLP (“Nanjing Luge Investment”) 南京路歌投資管理中心(有限合夥)	An entity controlled by a shareholder with significant influence over the Group
Ganzhou Yanjing Hotel Management Co., Ltd. (“Ganzhou Yanjing”) 贛州燕京酒店管理有限公司	An entity controlled by a close family member of a shareholder with significant influence over the Group
Haitong UniTrust International Leasing Co., Ltd. (“Haitong UniTrust”) 海通恆信國際租賃有限公司	Parent of a shareholder with significant influence over the Group
Anhui Jika	An associate of the Group
Qingkong Shoulu	An associate of the Group
Wuhu Luge	An associate of the Group
Xinjiang Zhongya	An associate of the Group

(i) The Group had the following transactions with related parties during the Relevant Periods and the nine months ended 30 September 2021:

	Notes	Year ended 31 December			Nine months ended 30 September	
		2019	2020	2021	2021	2022
		RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
						(unaudited)
Provision of services						
Qingkong Shoulu	(a)	722	3,199	288	287	183
Anhui Jika	(a)	9	–	–	–	–
Shangrong Factoring	(a)	1,639	1,247	–	–	–
Xinjiang Zhongya	(a)	–	–	–	–	221
Wuhu Luge	(a)	–	–	–	–	305
Purchases of goods or services:						
Anhui Jika	(b)	3,347	–	–	–	–
Ant Blockchain	(b)	–	116	113	112	–
Borrowings from:						
Haitong UniTrust	(c)	710,319	249,157	–	–	–
Shangrong Factoring	(d)	520,657	179,825	–	–	–
Repayments to:						
Haitong UniTrust	(c)	774,670	264,638	–	–	–
Shangrong Factoring	(d)	529,122	196,747	–	–	–
Interest expenses to:						
Haitong UniTrust	(c)	6,629	556	–	–	–
Shangrong Factoring	(d)	3,958	1,617	–	–	–

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Notes:

- (a) The provision of services to related parties was made according to the published prices and conditions offered to the major customers of the Group.
- (b) The purchases from a related party were made according to the published prices and conditions offered by the related party to its major customers.
- (c) Haitong UniTrust provided secured factoring services to the Group. The interest rate of factoring financing was 10.80% per annum, pledged by trade receivables and other receivables of the Group.
- (d) Shangrong Factoring provided unsecured reverse factoring services to the Group. The interest rate of factoring financing was 8.50% per annum. Further details are contained in note 25 Other payables and accruals to the Historical Financial Information.

(ii) **Guarantees:**

The shareholders, Mr. Feng Lei and Mr. Du Bing, had guaranteed certain of the Group’s bank and other borrowings amounting to RMB15,480,227, RMB13,307,049, RMB448 and nil as at the end of each of the Relevant Periods, respectively.

The shareholders, Mr. Feng Lei and Mr. Du Bing, together with their spouses, had guaranteed certain of the Group’s bank and other borrowings amounting to RMB43,000,000 and RMB20,000,000 as at 31 December 2019 and 2020, respectively.

(iii) **Outstanding balances with related parties:**

(a) *Trade and notes receivables*

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
				RMB’000
Qingkong Shoulu	86	–	–	–
	86	–	–	–
	<u>86</u>	<u>–</u>	<u>–</u>	<u>–</u>

(b) *Prepayments, other receivables and other assets*

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
				RMB’000
Feng Lei	375	–	–	–
Du Bing	353	–	–	–
Ganzhou Yanjing	250	250	–	–
Liu Fei	130	130	–	–
Nanjing Luge Investment	11	19	–	–
Qingkong Shoulu	9,165	8,604	708	58
Wuhu Luge	–	139	221	204
Xinjiang Zhongya	–	–	–	155
	10,284	9,142	929	417
	<u>10,284</u>	<u>9,142</u>	<u>929</u>	<u>417</u>

As at 30 September 2022, the outstanding balances with related parties are non-trade in nature and are expected be settled prior to the [REDACTED].

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(c) *Other payables and accruals*

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Shangrong Factoring	16,922	–	–	–
Nanjing Luge Information	1,615	825	–	–
Qingkong Shoulu	–	400	400	400
Ant Blockchain	–	–	16	–
	<u>18,537</u>	<u>1,225</u>	<u>416</u>	<u>400</u>

As at 30 September 2022, the outstanding balance with the related party is non-trade in nature and is expected to be settled prior to the [REDACTED].

(d) *Interest-bearing bank and other borrowings*

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
Haitong UniTrust	15,480	–	–	–
	<u>15,480</u>	<u>–</u>	<u>–</u>	<u>–</u>

Except for interest-bearing bank and other borrowings and payables due to Shangrong Factoring, all the other balances with related parties are unsecured, interest-free and repayable on demand.

(iv) **Compensation of key management personnel of the Group:**

	Year ended 31 December			Nine months ended	
	2019	2020	2021	2021	2022
	RMB’000	RMB’000	RMB’000	RMB’000	RMB’000
Salaries, bonuses, allowances and benefits in kind	2,393	3,384	4,325	3,475	3,236
Pension scheme contributions and social welfare	176	175	369	300	192
Equity-settled share-based payment expenses	194	2,312	6,580	2,452	7,543
Total compensation paid to key management personnel	<u>2,763</u>	<u>5,871</u>	<u>11,274</u>	<u>6,227</u>	<u>10,971</u>

(unaudited)

Further details of directors’ and the chief executive’s emoluments are included in note 8 to the Historical Financial Information.

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(v) **Transactions between the Company and its subsidiaries**

(a) *Transactions with subsidiaries*

	Year ended 31 December			Nine months ended 30 September	
	2019	2020	2021	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
Platform service fees charged from subsidiaries	140,561	174,795	229,563	162,878	122,656

(b) *Outstanding balances with subsidiaries*

	As at 31 December			As at 30 September
	2019	2020	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000
Prepayments, other receivables and other assets	205,356	242,679	217,739	212,162
Other payables and accruals	162,759	197,286	388,176	226,298

37. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of each of the Relevant Periods are as follows:

Financial assets

	As at 31 December			As at 30 September
	2019	2020	2021	2022
	RMB'000	RMB'000	RMB'000	RMB'000
<i>Financial assets at amortised cost</i>				
Trade and notes receivables	128,631	189,373	175,101	86,011
Financial assets included in prepayments, other receivables and other assets	846,240	1,221,052	1,027,938	701,853
Pledged deposits	3,473	502	–	–
Restricted bank deposits	–	–	–	4,068
Cash and cash equivalents	350,385	421,654	728,838	508,736
	1,328,729	1,832,581	1,931,877	1,300,668
<i>FVTPL</i>	358	358	5,010	110,000
<i>FVOCI</i>				
Notes receivables	650	2,045	1,183	7,000
Equity investments designated at fair value through other comprehensive income	1,000	1,000	–	–
	1,650	3,045	1,183	7,000
	1,330,737	1,835,984	1,938,070	1,417,668

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Financial liabilities

	As at 31 December			As at
	2019	2020	2021	30 September
	RMB’000	RMB’000	RMB’000	2022
				RMB’000
<i>Financial liabilities at amortised cost</i>				
Trade payables	111,724	151,009	113,298	91,699
Financial liabilities included in other payables and accruals	935,467	1,266,164	1,004,156	766,096
Interest-bearing bank and other borrowings	95,162	57,776	92,194	11,819
	<u>1,142,353</u>	<u>1,474,949</u>	<u>1,209,648</u>	<u>869,614</u>

38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The Group’s finance team is responsible for determining the policies and procedures for the fair value management of financial instruments. The finance team reports directly to the chief financial officer. At each reporting date, the finance team analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

Management has assessed that the fair values of cash and cash equivalents, pledged deposits, trade and notes receivables, financial assets included in prepayments, other receivables and other assets, trade payables, financial liabilities included in other payables and accruals, and interest-bearing bank and other borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The valuations of the financial assets at fair value through profit or loss or other comprehensive income were based on information known to the Group and market conditions existing at the end of each of the Relevant Periods. The fair values were determined by using appropriate valuation techniques. Valuation techniques of notes receivables, unlisted wealth management products, and unlisted equity investments were the discounted cash flow model, recent arm’s length market transactions, reference to the current market value of another instrument that is substantially the same and making use of available and supportable market data as much as possible.

The following tables illustrate the fair value measurement hierarchy of the Group’s financial instruments:

Assets measured at fair value:

31 December 2019

	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
	RMB’000	RMB’000	RMB’000	
FVTPL	–	–	358	358
FVOCI-debt	–	650	–	650
FVOCI-equity	–	–	1,000	1,000

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31 December 2020

	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	
FVTPL	–	–	358	358
FVOCI-debt	–	2,045	–	2,045
FVOCI-equity	–	–	1,000	1,000

31 December 2021

	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	
FVTPL	–	5,010	–	5,010
FVOCI-debt	–	1,183	–	1,183

30 September 2022

	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	
FVTPL	110,000	–	–	110,000
FVOCI-debt	–	7,000	–	7,000

During the Relevant Periods, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for financial assets.

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Below is a summary of significant unobservable inputs to the valuation of financial instruments together with a quantitative sensitivity analysis as at the end of each of the Relevant Periods:

Description	Fair value at 31 December			Valuation technique	Unobservable input	Range of inputs at 31 December			Relationship of unobservable inputs to fair value
	2019	2020	2021			2019	2020	2021	
	RMB'000	RMB'000	RMB'000			2019	2020	2021	
FVTPL	358	358	-	Market comparable model	Discount for lack of marketability (“DLOM”)	30%	30%	-	The higher the DLOM, the lower the fair value
FVOCI	1,000	1,000	-	Market comparable model	DLOM	30%	30%	-	The higher the DLOM, the lower the fair value

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The following table demonstrates the sensitivity to a reasonably possible change in fair value of financial instruments categorised within Level 3 of the Group’s profit before tax or the Group’s other comprehensive income without considering income tax:

	<u>Increase/(decrease) in fair value</u>	<u>Increase/(decrease) in profit before tax</u>	<u>Increase/(decrease) in other comprehensive income without considering income tax</u>
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
31 December 2020	10%	36	100
	(10%)	(36)	(100)
31 December 2019	10%	36	100
	(10%)	(36)	(100)

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair values of financial instruments:

Level 1: fair values measured based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: fair values measured based on valuation techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: fair values measured based on valuation techniques for which any inputs which have a significant effect on the recorded fair value are not based on observable market data (unobservable inputs)

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group’s principal financial instruments comprise interest-bearing bank and other borrowings, pledged deposits, restricted bank deposits and cash and cash equivalents. The main purpose of these financial instruments is to raise finance for the Group’s operations. The Group has various other financial assets and liabilities such as trade and notes receivables, trade payables, financial assets included in prepayments, other receivables, and other assets, and financial liabilities included in other payables and accruals, which mainly arise directly from its operations.

The main risks arising from the Group’s financial instruments are interest rate risk, credit risk and liquidity risk. The board of directors reviews and agrees policies for managing each of these risks and they are summarised below:

(i) Interest rate risk

The Group’s exposure to risk for changes in market interest rates relates primarily to the Group’s interest-bearing bank and other borrowings and payables due to Shangrong Factoring. The Group does not use derivative financial instruments to hedge interest rate risk. The Group manages its interest rate risk by keeping a balanced portfolio of fixed and floating interest rates.

For financial instruments with fixed interest rates, the rates are determined at initial recognition and remain unchanged during the holding period. For those measured at amortised cost, the changes in market interest rates will not impact on the profits or losses or equity.

Financial instruments with floating interest rates including interest-bearing bank and other borrowings, rates of which shall be revalued before the maturity date, expose the Group to cash flow interest rate risk. The net exposure was RMB72,000,000, RMB40,000,000, nil and nil as at 31 December 2019, 2020 and 2021 and 30 September 2022, respectively. If the related interest rate had been 50 basis points higher/lower, the profit before income tax for the years ended 31 December 2019, 2020 and 2021 and the nine months ended 30 September 2022 would have been RMB69,778, RMB55,472, nil and nil lower/higher, respectively.

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The sensitivity analysis above is based on the presumption that static term structures of interest rate are kept, only fluctuations of interest rate within one year are forecasted, impacts related to tax are not taken into consideration and there is a reasonably possible change in interest rates with all other variables held constant. The results represent the impact, derived from re-measurements of financial instruments, on the Group’s profit before tax.

(ii) Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group’s policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group’s exposure to bad debts is not significant.

Maximum exposure and year/period-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group’s credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year/period-end and staging classification as at 31 December 2019, 2020 and 2021 and 30 September 2022. The amounts presented are gross carrying amounts for financial assets.

As at 31 December 2019

	12-month ECLs	Lifetime ECLs			Total
	Stage 1	Stage 2	Stage 3	Simplified approach	
	RMB’000	RMB’000	RMB’000	RMB’000	
Contract assets	–	–	–	6,425	6,425
Trade and notes receivables	–	–	–	129,018	129,018
Financial assets included in prepayments, other receivables and other assets	843,280	4,904	–	–	848,184
Pledged deposits	3,473	–	–	–	3,473
Cash and cash equivalents	350,385	–	–	–	350,385
	<u>1,197,138</u>	<u>4,904</u>	<u>–</u>	<u>135,443</u>	<u>1,337,485</u>

As at 31 December 2020

	12-month ECLs	Lifetime ECLs			Total
	Stage 1	Stage 2	Stage 3	Simplified approach	
	RMB’000	RMB’000	RMB’000	RMB’000	
Contract assets	–	–	–	5,153	5,153
Trade and notes receivables	–	–	–	189,807	189,807
Financial assets included in prepayments, other receivables and other assets	1,221,400	2,218	1,384	–	1,225,002
Pledged deposits	502	–	–	–	502
Cash and cash equivalents	421,654	–	–	–	421,654
	<u>1,643,556</u>	<u>2,218</u>	<u>1,384</u>	<u>194,960</u>	<u>1,842,118</u>

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As at 31 December 2021

	12-month ECLs	Lifetime ECLs			Total
	Stage 1	Stage 2	Stage 3	Simplified approach	
	RMB'000	RMB'000	RMB'000	RMB'000	
Contract assets	–	–	–	7,214	7,214
Trade and notes receivables	–	–	–	177,542	177,542
Financial assets included in prepayments, other receivables and other assets	1,031,388	435	8,575	–	1,040,398
Cash and cash equivalents	728,838	–	–	–	728,838
	<u>1,760,226</u>	<u>435</u>	<u>8,575</u>	<u>184,756</u>	<u>1,953,992</u>

As at 30 September 2022

	12-month ECLs	Lifetime ECLs			Total
	Stage 1	Stage 2	Stage 3	Simplified approach	
	RMB'000	RMB'000	RMB'000	RMB'000	
Contract assets	–	–	–	4,817	4,817
Trade and notes receivables	–	–	–	93,254	93,254
Financial assets included in prepayments, other receivables and other assets	702,493	440	–	–	702,933
Restricted bank deposits	4,068	–	–	–	4,068
Cash and cash equivalents	508,736	–	–	–	508,736
	<u>1,215,297</u>	<u>440</u>	<u>–</u>	<u>98,071</u>	<u>1,313,808</u>

(iii) Liquidity risk

In the management of liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management of the Group to finance the operations and mitigate the effects of fluctuations in cash flows.

The Group’s objective is to maintain a balance between continuity of funding and flexibility through the use of lease liabilities and interest-bearing bank and other borrowings.

The maturity profile of the Group’s financial liabilities as at the end of each of the Relevant Periods, based on contractual undiscounted payments, is as follows:

At 31 December 2019

	Less than 1 year	1 to 2 years	Over 2 years	Total
	RMB'000	RMB'000	RMB'000	RMB'000
Trade payables	111,724	–	–	111,724
Financial liabilities included in other payables and accruals	935,467	–	–	935,467
Lease liabilities	2,452	1,456	307	4,215
Interest-bearing bank and other borrowings	97,219	–	–	97,219
	<u>1,146,862</u>	<u>1,456</u>	<u>307</u>	<u>1,148,625</u>

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At 31 December 2020

	Less than 1 year	1 to 2 years	Over 2 years	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	151,009	–	–	151,009
Financial liabilities included in other payables and accruals	1,266,164	–	–	1,266,164
Lease liabilities	2,222	1,035	422	3,679
Interest-bearing bank and other borrowings	59,159	–	–	59,159
	<u>1,478,554</u>	<u>1,035</u>	<u>422</u>	<u>1,480,011</u>

At 31 December 2021

	Less than 1 year	1 to 2 years	Over 2 years	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	113,298	–	–	113,298
Financial liabilities included in other payables and accruals	1,004,156	–	–	1,004,156
Lease liabilities	2,968	438	336	3,742
Interest-bearing bank and other borrowings	93,597	–	–	93,597
	<u>1,214,019</u>	<u>438</u>	<u>336</u>	<u>1,214,793</u>

At 30 September 2022

	Less than 1 year	1 to 2 years	Over 2 years	Total
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Trade payables	91,699	–	–	91,699
Financial liabilities included in other payables and accruals	766,096	–	–	766,096
Lease liabilities	2,900	404	389	3,693
Interest-bearing bank and other borrowings	12,764	–	–	12,764
	<u>873,459</u>	<u>404</u>	<u>389</u>	<u>874,252</u>

(iv) Capital management

The primary objectives of the Group’s capital management are to safeguard the Group’s ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders’ value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the Relevant Periods.

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The current asset-current liability ratios as at the end of each of the Relevant Periods are as follows:

	As at 31 December			As at
	2019	2020	2021	30 September
	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>	<i>RMB’000</i>
Total current assets	1,705,006	2,200,748	2,559,107	1,901,110
Total current liabilities	1,631,661	2,002,202	2,126,950	1,453,875
Current asset-current liability ratios*	96%	91%	83%	76%

* The current asset-current liability ratio is calculated by dividing the total current liabilities by total current assets and multiplying the product by 100%.

40. EVENT AFTER THE RELEVANT PERIODS

As approved by the Company’s board of directors in October 2021, the ordinary shares of the Company will be [REDACTED] basis, and the nominal value of the shares was changed from [REDACTED] to [REDACTED] each (“[REDACTED]”). Immediately after such [REDACTED], the registered share capital of the Company will become [REDACTED] with [REDACTED] shares of nominal value [REDACTED] each, all of which were fully paid up. The completion of the [REDACTED] is subject to the completion of the [REDACTED] and all necessary consents, approvals, authorisations and permissions required to be obtained for the [REDACTED] have been obtained, in accordance with the applicable PRC laws, regulations and rules.

Except for the event above, the Group did not have any other significant events after the end of the Relevant Periods which need to be disclosed.

41. SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements have been prepared by the Company, the Group or any of the companies now comprising the Group in respect of any period subsequent to 30 September 2022.