



以恒心 · 致恒长
Think Far Grow Further

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CORPORATE OVERVIEW

We are a fast-growing upscale property management and city operation service provider in China. According to the information from China Index Academy on the multiple indicators including operating scale, operating performance, service quality, development potential and social responsibility, we are an industry-leading company, and ranked among the top 15 in the list of “Top 100 Property Management Companies in China by Overall Strength” issued by China Index Academy. We were also recognized as “Leading Enterprise in High-end Property Service in China” (“中國高端物業服務領先企業”), “China Excellent State-owned Property Management Enterprise” (“中國國有物業服務優秀企業”), “Leading Enterprise in Property Service Quality in China” (“中國物業服務質量領先企業”), “Growth-Leading Company of China in Property Service” (“中國物業服務成長性領先企業”), among other titles. We were ranked among the top 15 in the top 100 property management companies in China and ranked first among the top ten in China’s high-end property service companies, and received various recognitions such as “Leading Enterprise in Property Service Satisfaction Rate” (“物業服務滿意度領先企業”) and “Leading Low-carbon Property Enterprise in China” (“中國物業低碳領先企業”), according to the information on property management from CRIC Research.

Our history can be traced back to 1993 when we were established as a subsidiary of Sinochem Group Co., Ltd. (“**Sinochem Group**”) to provide property management services in Beijing, the PRC for properties developed by the predecessor of China Jinmao Holdings Group Limited (“**China Jinmao**”) and its subsidiaries (collectively, the “**Jinmao Group**”). China Jinmao, our controlling shareholder, is a leading comprehensive property developer in China, and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”, stock code: 00817). Over the years, we provide a full spectrum of property management services to a broad range of properties, and we have established a nationwide business in China, with a strong focus on high-end properties in core cities. For the twelve months ended December 31, 2023, our total contracted gross floor area (the “**GFA**”) reached approximately 106.4 million sq.m., covering 70 cities across 24 provinces, municipalities and autonomous regions in China, and we managed 501 properties in China with a total GFA under management of approximately 84.2 million sq.m., including 321 residential communities and 180 non-residential properties.



Covering
70
cities

CORPORATE OVERVIEW

Our property management services cover a wide range of property types, including residential communities, commercial and office properties primarily comprising office buildings and shopping malls, as well as public properties such as schools, government facilities and other public spaces. In addition to property management services, we also provide value-added services to non-property owners, including sales assistance services to property developers, and consultancy and other value-added services. We also provide community value-added services mainly to property owners and residents of our managed properties to address their daily lifestyle needs, which mainly consist of platform services for interior decoration, community living services, community space operation services, and real estate brokerage services.



**Contracted GFA
of 106.4
million sq.m.**



**501 properties
under management**

MAJOR EVENTS FOR THE YEAR 2023

In February 2023, Sinochem Jinmao Property Management (Beijing) Co., Ltd. (“**Jinmao PM**”), a wholly-owned subsidiary of Jinmao Property Services Co., Limited (“**Jinmao Services**”, the “**Company**” or “**our Company**”), took over the Goertek Industrial Park, to provide enterprises with customized services such as office security, safety operation and maintenance, fire management, conference services, apartment services and other services, and maximize the resource allocation capacity and benefits of the park with high-standard professional services.



In May 2023, Jinmao PM took over Qingzhou Museum, a national first-class museum, to build a more comprehensive and diversified business portfolio, and form a synergic effect of managing diversified types of high-quality properties, helping the Company achieve diversified income and enhance brand influence.



In May 2023, Jinmao Services took the lead in the property industry to publish the White Paper on HSE Accident Warning Education of Jinmao Services. Based on the accident data of the property industry from 2019 to 2022 of the Company and social news, the Company has set a good example and direction for the safety management of the property industry, provided safety guidance for the frontline employees of the property industry, and built the core competitiveness in the Company's HSE.



In June 2023, Jinmao PM and Fujian Hengsheng Jiulue Business Management Co., Ltd. jointly established Hengmao (Fuzhou) Urban Services Co., Ltd., a joint venture engaged in urban comprehensive operation services. Based on the resources, experience and strengths of both parties, we will continue to deepen the exploration and layout in the field of urban comprehensive services, continuously improve the economic and social benefits of the projects under our management, and achieve win-win cooperation.



MAJOR EVENTS FOR THE YEAR 2023

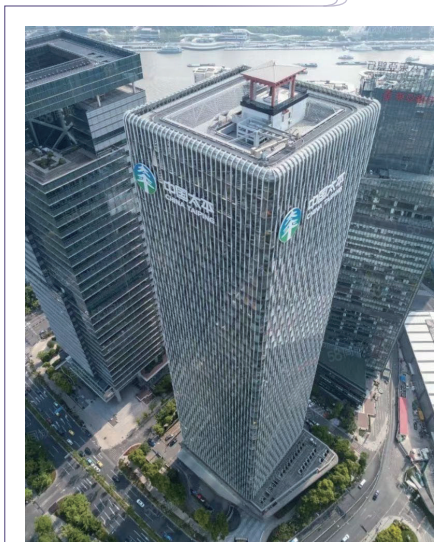
In June 2023, Jinmao PM and Xiong'an Xiongzhou Construction and Investment Group Co., Ltd. jointly established a joint venture Hebei Xiong'an Xiongmao Urban Service Co., Ltd. With its established service capabilities and management system, the Company will help improve the urban environment of Xiong'an, improve the urban operation efficiency of Xiong'an, and promote the continuous release of the vitality of Xiong'an.



In July 2023, Jinmao PM and Huashida Holding Group jointly established Hebei Huamao Property Service Co., Ltd., which not only empowered property owners to enjoy a better life, but also built a new platform and new mechanism for the cooperation and development of both parties, and continued to deepen the cooperation in various fields. The cooperation is also of great significance for the Company to expand the market in Beijing-Tianjin-Hebei region, especially in Hebei Province.



In June 2023, Jinmao Services officially took over Shanghai Taiping Financial Tower, insisting on growing together with the building with visionary perspectives and international standards, and running through the management services of Shanghai Taiping Financial Tower with the objective of "building a new benchmark for properties" and "a new service experience model". We have developed customized and featured services in all dimensions while striving to build the Shanghai Taiping Financial Tower Project into another iconic super high-rise office building with a customer-centric approach and tailor-made services.



In August 2023, the "Voice of Customer (VOC)" operation system of Jinmao Service won the "National User Experience Innovation Typical Case in 2023" selected by the China Quality Management Association For Electronics Industry, and was awarded the "Best Practice of User Experience in 2023" selected by the User Experience Standard Committee of China Electronics Standardization Association. It has become a model of innovative application of customer experience management selected by the industry associations.



MAJOR EVENTS FOR THE YEAR 2023

In November 2023, Jinmao Services, as the property service provider of the 2023 Forum of Traditional Chinese Medicine organized by The Shanghai Cooperation Organization, provided a full range of conference services and logistics and support services to the main venue of the forum at the Conference Service Center of China (Nanchang) Traditional Chinese Medicine Science and Technology City. The refined, customized and professional high-standard services have fully demonstrated Jinmao Services' solid foundation and strong strength in special reception and high-end conference services, and also demonstrated to the world the professional capabilities of China's property management services and the new look of property management practitioners in China.



In December 2023, Jinmao Services successfully won the bid for the lease project of the Zhonghaojiayuan community of China National Chemical Corporation ("**ChemChina**") located at Haidian District, Beijing. Jinmao Services will lease 82 residential units, and may then lease them out to employees of Sinochem Holdings Corporation Ltd. ("**Sinochem Holdings**") or other third parties and carry out community value-added services and other businesses after necessary renovation and maintenance are made, with a lease term of five years. Such business will bring stable revenue and profit to Jinmao Services and further facilitate the diversified business development of Jinmao Services.



CORPORATE INFORMATION

Legal Name of the Company

Jinmao Property Services Co., Limited

Stock Code

00816

Date of Listing

10 March 2022

Principal Place of Business In the PRC

6F, YouAn International Tower
Unit 2, Xitieying Middle Ave
Fengtai
Beijing
the PRC

Registered Office

Rm 4702-03, 47/F
Office Tower Convention Plaza
1 Harbour Road, Wanchai
Hong Kong

Executive Directors

Mr. Song Liuyi (*Chairman*)
Mr. Li Yulong (*Chief Executive Officer*)
Ms. Zhou Liye

Non-executive Directors

Ms. Qiao Xiaojie
Mr. Gan Yong

Independent Non-executive Directors

Dr. Chen Jieping
Dr. Han Jian
Mr. Sincere Wong

Audit Committee

Dr. Chen Jieping (*Chairman*)
Mr. Sincere Wong
Ms. Qiao Xiaojie

Remuneration and Nomination Committee

Dr. Han Jian (*Chairman*)
Dr. Chen Jieping
Mr. Gan Yong

Strategy and ESG Committee

Mr. Song Liuyi (*Chairman*)
Mr. Li Yulong
Ms. Zhou Liye
Mr. Sincere Wong

Company Secretary

Ms. Ho Wing Tsz Wendy

Authorised Representatives

Ms. Zhou Liye
Ms. Ho Wing Tsz Wendy

Share Registrar and Transfer Office

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17/F Hopewell Centre
183 Queen's Road East
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Auditor

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor
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Quarry Bay
Hong Kong

Legal Adviser

Latham & Watkins LLP
18/F, One Exchange Square
Central, Hong Kong

Compliance Adviser

First Shanghai Capital Limited
19/F, Wing On House
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Principal Banks

DBS Bank Ltd., Hong Kong Branch
Bank of China, Hong Kong Branch

Investor and Media Relations

Email: ir_jmservices@sinochem.com
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FINANCIAL SUMMARY

Financial summary Consolidated results

	2023 RMB'000	2022 RMB'000	change
Revenue	2,704,412	2,436,035	11.0%
Gross profit	746,542	733,870	1.7%
Gross profit margin (%)	27.6%	30.1%	-2.5pts
Profit for the year	342,947	341,421	0.4%
Net profit margin (%)	12.7%	14.0%	-1.3pts
Profit attributable to owners of the parent	337,315	336,002	0.4%
Basic and diluted earnings per share (RMB)	0.37	0.38	-2.6%

Consolidated financial position

	2023 RMB'000	2022 RMB'000	change
Total assets	3,613,790	3,003,528	20.3%
Total equity	1,568,017	1,360,226	15.3%
Equity attributable to owners of the parent	1,541,794	1,343,173	14.8%
Cash resources ¹	1,254,055	1,020,607	22.9%
Gearing ratio ²	–	–	–
Current Ratio (times)	1.57	1.59	-0.02

Notes:

- including restricted cash.
- interest-bearing borrowings (excluding lease liabilities) divided by total equity, multiplied by 100%.

HONOURS AND AWARDS



With its benchmark position in the high-end service sector, its outstanding performance in terms of service quality, customer satisfaction, city operation services and digital construction, Jinmao Services has been recognized by many industry authorities and won dozens of honors in 2023.

CHAIRMAN'S STATEMENT



Property service starts with trust, thrives with quality and accomplishes with value. Jinmao Services will stay customer-centric and continue to improve service quality and enhance operation management efficiency, creating greater values for shareholders, customers and society.

Chairman of the Board and Executive Director

Song Liuyi

Dear shareholders:

On behalf of the board (the “**Board**”) of directors (the “**Directors**”), I hereby present the 2023 annual business review and future business prospects of Jinmao Property Services Co., Limited and its subsidiaries (collectively, the “**Group**”, “**our Group**” or “**We**”).

Review of 2023

In 2023, amidst the complex and volatile international environment, the post-pandemic economy in China experienced a better than expected recovery at the macro level. Nevertheless, risks still hung around at the micro level; while the balance sheet in the household sector continued to shrink, showing insufficient development momentum. There was an overall decline in the growth rate in the property management sector, and its relevance to the real estate industry subsided gradually, leading to increasing market competition. Against this backdrop,

the Group actively evaluated the sector’s development trends, adhered to the strategic focus and refined the management capabilities, achieving stable growth in its business segments, with its high-end service capabilities and enterprise growth capabilities maintaining an industry-leading position.

Persistence in high-quality services. In 2023, we were committed to refining our capabilities to serve our customers by establishing the Voice of Customers (VOC) and Voice of Employees (VOE) systems and creating the Maolinli community operation system, which extended our reach to the customers, strengthened our insights to the customer demands, and ensured our service offerings could effectively match with the customer satisfaction. The Company launched various initiatives to improve service quality and implemented various management benchmarks, which has further improved the customer

CHAIRMAN'S STATEMENT

service experience and maintained the quality of the projects under management and the customer satisfaction at a high level.

Pursuing high-quality growth. In 2023, we further focused on the quality projects in core cities, and under the expansion logic of "100% success rate for each of our projects", we have made some achievements in four aspects including single project expansion, city service, investment and M&A, as well as strategic cooperation, and the operation performance was far beyond the expectation of the investment model, which continued to consolidate the Company's strategic positioning and market position from brand reputation and business results. The high-quality service capabilities have been further recognized by the residents and business customers; the city service expansion mode of "operation + properties" and "industry + properties" has received further market validation; the successful acquisition of Beijing Shengrui Property Services Co., Ltd. (北京市聖瑞物業服務有限公司) ("**Beijing Shengrui**") has injected quality project resources and a well-established operation team to the core cities for the Company, further lifting the density of our urban projects; our strategic cooperation with Sinochem Group, Jinmao Group and city investment companies (城投公司) provided a strong backing for the Company's sustainable development and further reinforced the stable expectation on its development.

Striving for value-added business innovation. In 2023, amidst the backdrop of sluggish macroeconomy and weakened consumer spending, we stayed customer-oriented, focused on customer pain points and promoted business innovation, so as to continuously enrich the categories of community life services and the packaging of community retail products, leading to a year-on-year increase in the proportion of C-end business and enhanced business stability. We actively facilitated the development of community business by combining the community themes with the customer persona, creating a wide variety of selected services including parent-child interaction and art of living, which has continued to enrich our ecosystem of value-added services.

Persistence in digital development. In 2023, we continued to promote the integration of business and finance and completed the integration of business and finance for the Company's major businesses at the current stage, which has significantly improved our accounting efficiency. We continued our efforts in the Company's basic data governance by connecting our data with the big data of third-party enterprises, realizing the automatic risk warning for the partners and constantly improving the

Company's lean management capabilities; we continued to strengthen the mechanical and digital empowerment at the operational level, which has effectively improved our customer service efficiency and project delivery efficiency.

Improving organizational ability constantly. In 2023, we launched a series of initiatives to improve quality and efficiency, and further explored into optimizing the organizational structure as well as the power and responsibility procedure, creating the supply chain system, building the investment and operation integrated mechanism and improving the cost management system, etc., for new breakthroughs, further releasing the organizational vitality and lifting our human-efficiency indicators, laying a solid foundation for achieving the annual results.

Outlook for 2024

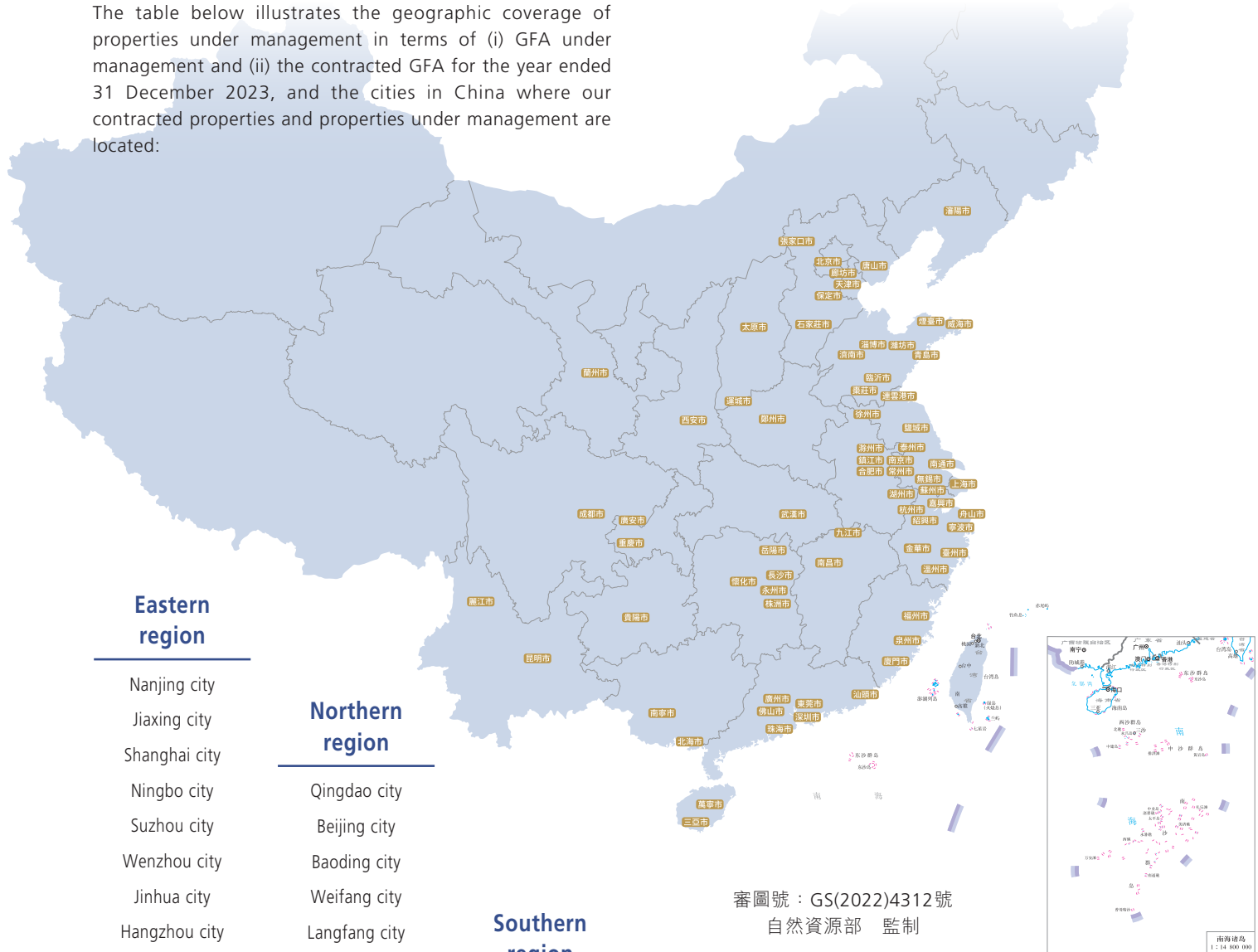
Looking ahead to 2024, with the gradual recovery of domestic economic growth, the recovery of the upstream real estate industry in a rational manner and the policy guidance to the industries focusing on people's livelihood and community consumption, the property management industry's fundamental of high-quality development will be further consolidated. The property enterprises with outstanding service quality, remarkable product differentiation, excellent market expansion capabilities, high-efficiency corporate governance and leading innovative business planning will be well recognized by the market over time.

In 2024, standing at the new starting point of its fourth decade of development, the Company will fully upgrade its strategy and drive its corporate governance capability and operational level to a new level with the "three creation standards" (三創標) campaign of investment expansion, service and operation. Jinmao Services will adhere to its industry image of "excellent quality, quality growth, high efficiency and market recognition" to create sustainable value for the customers, the shareholders, the society and the employees. On behalf of the Board, I would like to express my sincere gratitude to the shareholders of the Company, customers and the community for their trust and support.

Jinmao Property Services Co., Limited
Chairman of the Board and Executive Director
Song Liuyi

GEOGRAPHIC COVERAGE

The table below illustrates the geographic coverage of properties under management in terms of (i) GFA under management and (ii) the contracted GFA for the year ended 31 December 2023, and the cities in China where our contracted properties and properties under management are located:



Eastern region

Nanjing city
Jiaxing city
Shanghai city
Ningbo city
Suzhou city
Wenzhou city
Jinhua city
Hangzhou city
Changzhou city
Xuzhou city
Taizhou city
Wuxi city
Hefei city
Shaoxing city
Taizhou city
Lianyungang city
Nantong city
Yancheng city
Huzhou city
Zhoushan city
Zhenjiang city
Chuzhou city

Northern region

Qingdao city
Beijing city
Baoding city
Weifang city
Langfang city
Jinan city
Zibo city
Tianjin city
Tangshan city
Taiyuan city
Shijiazhuang city
Yuncheng city
Zhengzhou city
Zaozhuang city
Zhangjiakou city
Yantai city
Shenyang city
Weihai city
Linyi city

Southern region

Foshan city
Guangzhou city
Fuzhou city
Xiamen city
Zhuhai city
Quanzhou city
Shenzhen city
Sanya city
Shantou city
Dongguan city
Nanning city
Wanning city
Beihai city

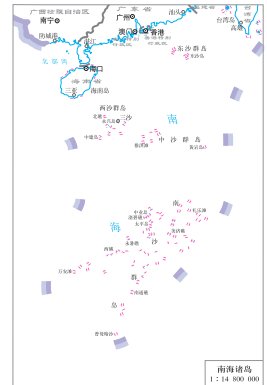
Central region

Changsha city
Wuhan city
Nanchang city
Yongzhou city
Jiujiang city
Huaihua city
Yueyang city
Zhuzhou city

Southwestern region

Chongqing city
Kunming city
Xi'an city
Chengdu city
Guiyang city
Guang'an city
Lijiang city
Lanzhou city

審圖號：GS(2022)4312號
自然資源部 監制



MANAGEMENT DISCUSSION AND ANALYSIS

A discussion and analysis of the Group for the year ended 31 December 2023 is set out below:

BUSINESS REVIEW

Business overview

We are engaged in three business lines, namely property management services, value-added services to non-property owners, and community value-added services. We also provide city operation services, the scope of which spans across our three business lines.

Property management services

We provide a range of property management services to property owners and residents, as well as property developers, including, among others, security, cleaning, greening, gardening and repair and maintenance services for the operation of common area facilities.

Our property management portfolio covers residential properties, in particular, high-end ones, and a wide range of non-residential properties, including commercial properties, such as office buildings and shopping malls, and public and other properties, such as schools, government facilities and other public spaces.

For the year ended 31 December 2023, we charged property management fees for property management services substantially on a lump sum basis, with a small portion charged on a commission basis.

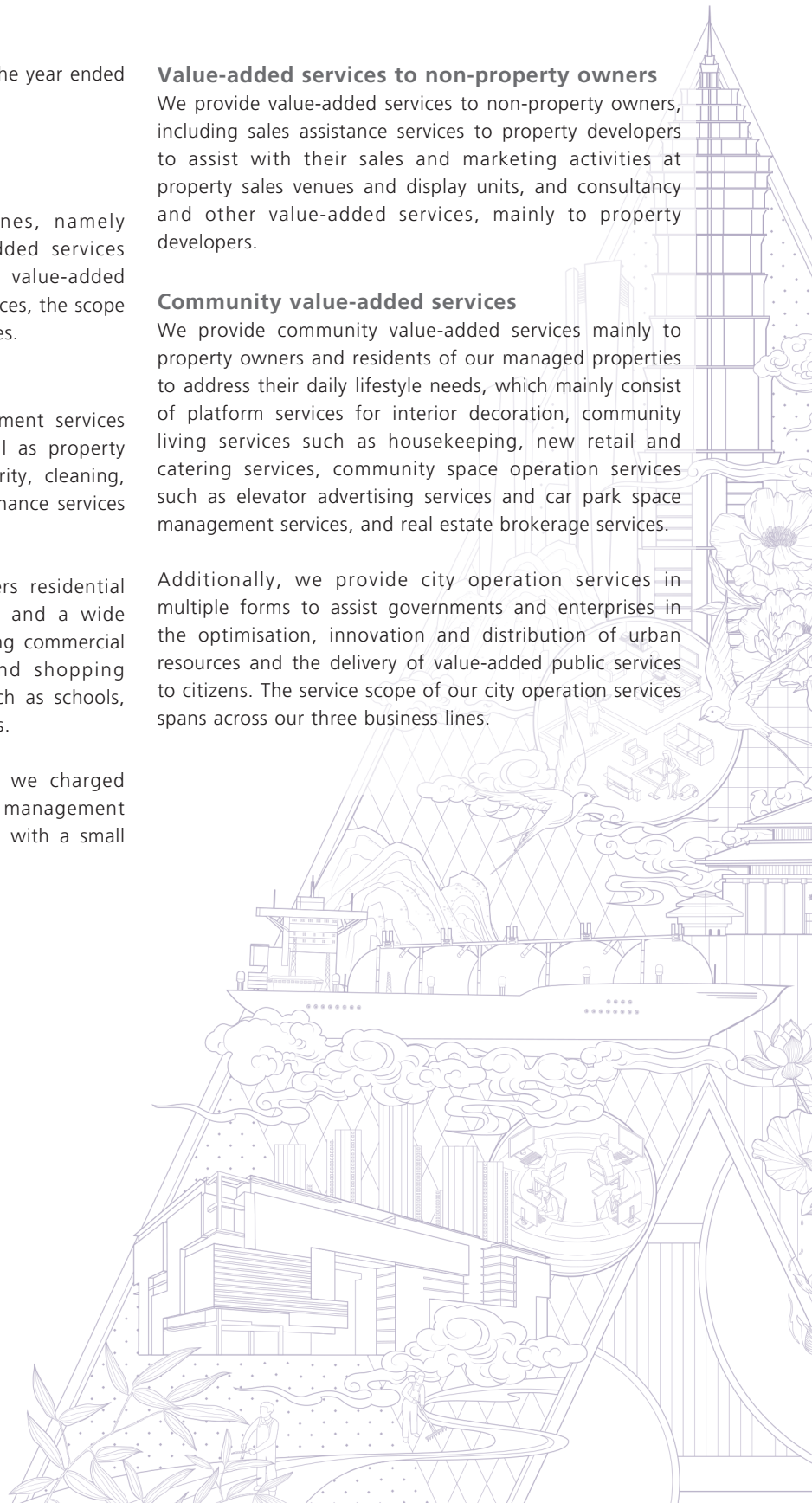
Value-added services to non-property owners

We provide value-added services to non-property owners, including sales assistance services to property developers to assist with their sales and marketing activities at property sales venues and display units, and consultancy and other value-added services, mainly to property developers.

Community value-added services

We provide community value-added services mainly to property owners and residents of our managed properties to address their daily lifestyle needs, which mainly consist of platform services for interior decoration, community living services such as housekeeping, new retail and catering services, community space operation services such as elevator advertising services and car park space management services, and real estate brokerage services.

Additionally, we provide city operation services in multiple forms to assist governments and enterprises in the optimisation, innovation and distribution of urban resources and the delivery of value-added public services to citizens. The service scope of our city operation services spans across our three business lines.



MANAGEMENT DISCUSSION AND ANALYSIS

Property management services

We insist on rapid development to achieve rapid growth of contracted GFA and GFA under management. As of 31 December 2023, our contracted GFA was approximately 106.4 million sq.m., and GFA under management was approximately 84.2 million sq.m., representing an increase of approximately 31.7% and approximately 48.0%, respectively, as compared to 31 December 2022. Our undelivered GFA, as the main source of the GFA under management, was approximately 22.2 million sq.m., laying a solid foundation for the future stable growth of the Group.

We focus on diversified business lines in first-tier, new first-tier and second-tier cities with prominent advantages for high-end commercial and office properties. Our diversified property management portfolio extends to an increasing variety of office buildings, shopping malls, industrial parks and public properties such as government facilities, international schools and other public spaces. Our all-inclusive property portfolio maximises synergies across different property types under our management, and enhances the vitality of our multi-dimensional service offerings. In particular, we have gained rich property management experience in the field of high-end commercial and office properties and large-scale public buildings, such as the service experience in benchmark projects including Shanghai Jinmao Tower (Shanghai), Chemsunny World Trade Center (Beijing), Xicheng Jinmao Centre (Beijing), Shanghai Taiping Finance Tower (Shanghai), Asia-Europe International Building (Lanzhou), Jinmao ICC (Changsha), National Tennis Centre, etc.

The table below sets forth the breakdown of our GFA under management as of the dates indicated and revenue from property management services by property type for the year ended 31 December 2023 and 2022:

	As at 31 December or for the year ended 31 December					
	2023			2022		
	GFA under management '000 sq.m.	Revenue RMB'000	%	GFA under management '000 sq.m.	Revenue RMB'000	%
Residential properties	54,553	1,070,401	68.0	38,674	776,856	64.4
Non-residential properties	29,660	504,490	32.0	18,189	430,003	35.6
Total	84,213	1,574,891	100.0	56,863	1,206,859	100.0

We explore new projects based on our existing projects, and continue to tap into the potential scale of independent markets. While receiving strong support from China Jinmao and Sinochem Holdings (the ultimate controlling shareholder of China Jinmao), we are also actively working towards the open market in diversified ways. We will take the projects that we have already obtained as the starting point and continue to penetrate into the local regions, so as to achieve the expansion of the scale of GFA under management and the density increase of projects in the local cities.

MANAGEMENT DISCUSSION AND ANALYSIS

The table below sets forth the breakdown of our GFA under management by the source of the projects as of 31 December 2023 and 2022:

	2023		2022	
	GFA under management '000 sq.m.	%	GFA under management '000 sq.m.	%
– Properties developed by Jinmao Group and Sinochem Holdings and their subsidiaries (and their respective joint ventures and associates)	45,004	53.4	35,453	62.3
– Properties developed by independent third parties	39,209	46.6	21,410	37.7
Total	84,213	100.0	56,863	100.0

As a pioneer in the city operation service sector in China, we have rapidly scaled up and further diversified our city operation property portfolio and service offerings. Leveraging our outstanding property management and customer service capabilities, we step beyond traditional property management services to provide specialised, standardised and digital city operation solutions for customers from all walks of life. Our well-rounded capabilities and deep-rooted connection with Jinmao Group enable us to continuously capitalise on Jinmao Group's strong project pipeline in the city operation sector. As of 31 December 2023, we had entered into preliminary property management contracts for 28 city operation projects of Jinmao Group, representing a diverse portfolio of office building complexes, new towns, cultural towns and smart cities in Shanghai, Changsha, Lijiang, Qingdao, Nanjing, Sanya, Wenzhou, Tianjin, Wuxi, Ningbo etc., among which we have already provided services for 23 projects.

City operation has high entry barriers in terms of technology and experience due to the scope and complexity of services involved. As the upscale property management arm of Jinmao Group, and benefiting from our extensive experience in multi-format and premium-grade city operation services, we believe we are well positioned to capture future market opportunities from independent third parties in the city operation service sector by expanding our management scale and diversifying our city operation portfolio and service offerings. We typically seek to enter into strategic cooperation agreements with government authorities and state-owned enterprises to optimise the allocation of social resources and build a multi-dimensional management mechanism for city operation services. As of 31 December 2023, we had established cooperative relationships with the government authorities of Baoding, Jiaxing, Jinhua, Langfang, Nanchang, Nanjing, Wenzhou, Xuzhou, Zhoushan and Zibo to provide city operation services for an area of approximately 117.1 sq.km..

Our projects covered 70 cities across 24 provinces, municipalities and autonomous regions in China as at 31 December 2023, with a focus on high-end properties in core cities, and the proportion of GFA under management in the first-tier, new first-tier and second-tier cities reached 90%. We have significant advantages in Eastern region and Northern region and have established a nationwide business in China. GFA under management of Eastern region, Northern region, Central region, Southwestern region and Southern region accounted for 44.8%, 27.0%, 10.7%, 9.0% and 8.5% of our total GFA under management as at 31 December 2023.

MANAGEMENT DISCUSSION AND ANALYSIS

The table below sets forth a breakdown of our GFA under management by geographic location as of 31 December 2023 and 2022:

	2023	2022
	GFA under management '000 sq.m.	GFA under management '000 sq.m.
Eastern region ⁽¹⁾	37,747	26,124
Northern region ⁽²⁾	22,734	15,277
Central region ⁽³⁾	9,047	5,860
Southwestern region ⁽⁴⁾	7,582	4,769
Southern region ⁽⁵⁾	7,103	4,833
Total	84,213	56,863

Notes:

- (1) "Eastern region" refers to Shanghai, Zhejiang Province, Jiangsu Province and Anhui Province;
- (2) "Northern region" refers to Beijing, Tianjin, Shanxi Province, Shandong Province, Hebei Province, Henan Province and Liaoning Province;
- (3) "Central region" refers to Hubei Province, Hunan Province and Jiangxi Province;
- (4) "Southwestern region" refers to Chongqing, Sichuan Province, Shaanxi Province, Guizhou Province, Yunnan Province and Gansu Province;
- (5) "Southern region" refers to Fujian Province, Guangdong Province, Hainan Province and Guangxi Zhuang autonomous region.

MANAGEMENT DISCUSSION AND ANALYSIS

According to the city classification by China Business Network in 2023, the table below sets out the GFA under management in different city-tiers where our projects are mainly located as at 31 December 2023:

	GFA under management	%
	'000 sq.m.	
First-tier cities ¹	10,773	12.8
New first-tier cities ²	39,943	47.4
Second-tier cities ³	25,030	29.7
Other cities ⁴	8,467	10.1
Total	84,213	100.0

Notes:

- 1) First-tier cities include Shanghai, Beijing, Guangzhou and Shenzhen.
- 2) New first-tier cities include Chengdu, Chongqing, Hangzhou, Wuhan, Suzhou, Xi'an, Nanjing, Changsha, Tianjin, Zhengzhou, Dongguan, Qingdao, Kunming, Ningbo and Hefei.
- 3) Second-tier cities include Foshan, Shenyang, Wuxi, Ji'nan, Xiamen, Fuzhou, Wenzhou, Harbin, Shijiazhuang, Dalian, Nanning, Quanzhou, Jinhua, Guiyang, Changzhou, Changchun, Nanchang, Nantong, Jiaxing, Xuzhou, Huizhou, Taiyuan, Taizhou, Shaoxing, Baoding, Zhongshan, Weifang, Linyi, Zhuhai and Yantai.
- 4) Other cities: all prefecture-level cities other than the above.

We seek growth with both quality and efficiency, and maintain high charging rates. While we are growing rapidly, we keep following the overall high-quality development standards by continuously optimizing our projects under management. As of 31 December 2023, the average property management fees for residential projects under management were approximately RMB3.19/sq.m./month, while the average property management fees for non-residential projects under management were approximately RMB16.08/sq.m./month.

In 2023, the Group has focused on the high-quality services based on the needs of property owners, and continued to improve the loyalty and satisfaction rate of property owners. According to FG Consulting, an independent researcher focusing on real estate customer relationship, our overall customer satisfaction rate was 90% in 2023, maintaining an industry-leading level. At the same time, the Group adhered to the management concept of price matching quality, and raised the prices for some projects during the year to improve the sustainable development capabilities of existing projects. In terms of third-party expansion, the Group has made active efforts to enter first-tier, new first-tier and second-tier key cities with bright development prospects to develop diverse projects.

MANAGEMENT DISCUSSION AND ANALYSIS

Value-added services to non-property owners

In 2023, Jinmao Services has standardized its service model from the dimensions of organization team, service process and product standards to continuously improve its service level. Our revenue from value-added services to non-property owners for the year ended 31 December 2023 was approximately RMB504.6 million, representing a year-on-year decrease of approximately 13.7%, accounting for 18.7% of the Group's total revenue.

	2023		2022	
	RMB'000	%	RMB'000	%
Sales assistance services	254,160	50.4	265,273	45.4
Consultancy and other value-added services to non-property owners	250,476	49.6	319,346	54.6
Total	504,636	100.0	584,619	100.0

Community value-added services

In 2023, Jinmao Services continued to improve the community value-added service team, continuously optimized service products and established a standardized service system. Our revenue from community value-added services for the year ended 31 December 2023 was approximately RMB624.9 million, representing a year-on-year decrease of approximately 3.1%, accounting for 23.1% of the Group's total revenue.

	2023		2022	
	RMB'000	%	RMB'000	%
Community space operation services ¹	263,942	42.2	184,708	28.7
Real estate brokerage services	140,056	22.4	153,765	23.8
Community living services	139,402	22.3	172,802	26.8
Platform services for interior decoration	81,485	13.1	133,282	20.7
Total	624,885	100.0	644,557	100.0

Note:

1 Includes gross rental income from investment properties operating leases.

MANAGEMENT DISCUSSION AND ANALYSIS

FUTURE OUTLOOK

Future development plans

Looking ahead to 2024, with the recovery of the macro economy, the upstream real estate industry will return to rational development, and the demands for high-quality life services, professional commercial enterprise services and refined urban management in higher-tier cities will continue to increase. The Group has deployed community life services, commercial enterprise services and urban operation services in core cities, and has established a good customer reputation and market foundation with its outstanding quality.

In 2024, Jinmao Services will stand at a new starting point for development, and will upgrade the “High, Comprehensive, Innovative and Fast” strategy to a “1245” strategy, set the high-quality development goal of “Rebuilding New Jinmao Services in Five Years”, determine the strategic positioning of the industry-leading property enterprise and the second growth curve of Jinmao Group, achieve the four success criteria of “Excellent Service Quality, Qualitative Growth in Scale, Lean and Efficient Management, and Market Recognition of Value”, and create five competitive core business lines, namely “property management, enterprise services IFM, city services, smart IoT and energy management”, so as to lead the Company’s high-quality development with the new strategy.

First, we will continue to adhere to the principle of customer-centric development, leverage the Company’s strengths in customer research, service design, customer experience management, and service product innovation, and improve customer experience management system and quality management system, so as to continue to steadily deliver high-quality services to our customers.

Secondly, we will deploy and promote the “setting up of three benchmarks”, focusing on promoting the establishment of benchmarks for external investment, product and service and operation management, so as to maximise the potential in three areas of market power, service power and operation power, and to achieve excellence in operation on the basis of customer satisfaction.

1. In terms of external investment benchmarking, the Group will adhere to high-quality market expansion, continue to improve the investment and expansion management system, focus on higher-tier cities, core markets and core sectors, increase market investment, increase the scale of commercial and enterprise services and city services, and build differentiated competitive barriers, thereby consolidate the Company’s high-quality positioning and strengthen the Company’s independent development capability through incremental expansion. Meanwhile, we will further strengthen the synergy of resources with Sinochem and China Jinmao, and conduct mergers and acquisitions with high quality targets to rapidly enhance the Group’s management capabilities and expand the management scale.
2. In terms of product benchmarking, the Company will insist on upgrading the service system, continue to consolidate and develop the distinctive features of the residential property management product line for different business formats and business scenarios, and continue to carry out the construction of enterprise service IFM, city services, smart IoT, energy operation and maintenance product lines, so as to strengthen its brand influence in the market segments. In terms of basic business, we will combine customer demand insights with project positioning, optimise and improve the hierarchical service system and differentiated service model in accordance with the principle of matching quality with price, and accurately match service resources with customer demand; in terms of value-added business, we will vigorously pursue service innovation and continuously enrich the value-added service ecosystem by focusing on the entire lifecycle of the housing units and the entire life scenario of the customers, in order to provide diversified service solutions to the needs of different customers.

MANAGEMENT DISCUSSION AND ANALYSIS

3. In terms of operational benchmarking, we will firmly promote the improvement of quality and efficiency, and continue to optimise the mechanism iteration in key areas such as market expansion, value-added marketing, integration of investment and operation, integration of business and finance, cost management, supply chain construction, assessment and incentives through the establishment of an excellent operation system. Through long-term continuous digital investment, management and decision-making efficiency will be improved, and business costs and sales management expenses will be continuously reduced.

Thirdly, we will adhere to the people-oriented principle. On the one hand, we will continue to improve the pre-job training and on-the-job rotation training mechanism for employees, continuously improve the competence, quality and service level of employees, strengthen employees' corporate culture recognition, and ensure the stable quality of service delivered. On the other hand, we will further strengthen the construction of talent pool, continuing to create a broad development space for employees, and to promote mutual responsibility, co-creation and growth of employees and the enterprise.

Fourthly, the Group takes the ESG management as its long-term strategic task, and the Company has established an ESG management architecture comprising the Board of Directors, Strategy and ESG Committee, ESG workgroup, as well as many other departments and divisions, and to integrate ESG management into the Company's governance system. In 2024, the Company will shoulder corporate community responsibility together with its partners, drive the sustainable development targets of ESG to be implemented, and insist on the long-termism to create everlasting values for customers, shareholders, society and employees.

FINANCIAL REVIEW

Revenue

Our Group's revenue was generated from three business lines: (i) property management services; (ii) value-added services to non-property owners; and (iii) community value-added services.

The following table sets out the breakdown of our total revenue by business lines for the years ended 31 December 2023 and 2022 respectively:

	2023		2022		Changes
	RMB'000	%	RMB'000	%	%
Property management services	1,574,891	58.2	1,206,859	49.5	30.5
Value-added services to non-property owners	504,636	18.7	584,619	24.0	-13.7
Community value-added services ⁽¹⁾	624,885	23.1	644,557	26.5	-3.1
Total	2,704,412	100.0	2,436,035	100.0	11.0

Note:

- (1) Includes gross rental income from investment properties operating leases.

MANAGEMENT DISCUSSION AND ANALYSIS

Revenue from property management services increased by approximately 30.5% to approximately RMB1,574.9 million in 2023 from approximately RMB1,206.9 million in 2022. This increase was mainly attributable to the increase in our GFA under management from approximately 56.9 million sq.m. as at 31 December 2022 to approximately 84.2 million sq.m. as at 31 December 2023 as a result of our business expansion.

Revenue from value-added services to non-property owners decreased by approximately 13.7% to approximately RMB504.6 million in 2023 from approximately RMB584.6 million in 2022, primarily due to the decrease in revenue from preliminary planning and design services and undertaking inspection and consultancy services due to the impact of market cycles.

Revenue from community value-added services decreased slightly by approximately 3.1% to approximately RMB624.9 million in 2023 from approximately RMB644.6 million in 2022. The change was mainly due to the decrease in revenue from community living and interior decoration services affected by the renovation rate and the consumption power of property owners.

Cost of sales

Cost of sales increased by approximately 15.0% to approximately RMB1,957.9 million for the year ended 31 December 2023 from approximately RMB1,702.2 million for the year ended 31 December 2022. The increase was basically in line with the revenue growth trend, but due to the decrease in the proportion of value-added services to non-property owners, the increase in cost of sales was slightly higher than the increase in revenue.

Gross profit and gross profit margin

Gross profit increased by approximately 1.7% to approximately RMB746.5 million for the year ended 31 December 2023 from approximately RMB733.9 million for the year ended 31 December 2022. Our overall gross profit margin decreased to approximately 27.6% for the year ended 31 December 2023 from approximately 30.1% for the year ended 31 December 2022 primarily due to the decrease in the proportion of value-added services to non-property owners.

Gross profit and gross profit margin of the Group by business lines were as follows:

	2023		2022	
	Gross profit RMB'000	Gross profit margin %	Gross profit RMB'000	Gross profit margin %
Property management services	248,833	15.8	203,248	16.8
Value-added services to non-property owners	224,828	44.6	270,499	46.3
Community value-added services ⁽¹⁾	272,881	43.7	260,123	40.4
Total	746,542	27.6	733,870	30.1

Note:

(1) Includes gross rental income from investment properties operating leases.

MANAGEMENT DISCUSSION AND ANALYSIS

Gross profit margin of property management services for the year ended 31 December 2023 was approximately 15.8%, representing a decrease of 1.0 percentage point as compared to that of approximately 16.8% for the year ended 31 December 2022, primarily due to increased investment in quality enhancement as the Company further consolidated its high-quality positioning.

Gross profit margin of value-added services to non-property owners decreased to approximately 44.6% for the year ended 31 December 2023 from approximately 46.3% for the year ended 31 December 2022, primarily due to the decrease in revenue from preliminary planning and design services and undertaking inspection and consultancy services, which generally resulted in higher profit margins as compared to other value-added services we provided to the non-property owners.

Gross profit margin of community value-added services increased to approximately 43.7% for the year ended 31 December 2023 from approximately 40.4% for the year ended 31 December 2022, primarily due to the increase in revenue from parking space management services, which typically generated higher profit margins.

Other income and gains

Other income and gains include (i) gains on fair value changes; (ii) bank interest income; (iii) tax incentives on value-added tax; (iv) government grants; (v) others such as late fees charged to customers who failed to make timely payments. Our other income and gains decreased by approximately RMB16.1 million or 34.9% from approximately RMB46.1 million for the year ended 31 December 2022 to approximately RMB30.0 million for the year ended 31 December 2023. Such decrease was mainly due to the decrease in gains on fair value changes generated from the appraised appreciation of the investment properties during the year.

Selling and distribution expenses

Selling and distribution expenses increased by approximately 3.9% to approximately RMB56.1 million for the year ended 31 December 2023 from approximately RMB54.0 million for the year ended 31 December 2022. The increase was mainly due to the increase in advertising and marketing expenses.

Administrative expenses

Administrative expenses increased by approximately 5.8% to approximately RMB253.4 million for the year ended 31 December 2023 from approximately RMB239.5 million for the year ended 31 December 2022. This increase was mainly attributable to the increase in staff costs primarily as a result of our business expansion.

Finance costs

Finance costs increased by approximately 181.3% to approximately RMB4.5 million for the year ended 31 December 2023 from approximately RMB1.6 million for the year ended 31 December 2022. The increase was mainly due to the increase in interest on lease liabilities.

Income tax expenses

Income tax expenses decreased by approximately 1.0% to approximately RMB103.8 million for the year ended 31 December 2023 from approximately RMB104.9 million for the year ended 31 December 2022. The decrease was mainly due to the impact of deferred income tax during the year.

Profit for the year

As a result of the foregoing, our profit for the year increased by approximately 0.4% to approximately RMB342.9 million for the year ended 31 December 2023 from approximately RMB341.4 million for the year ended 31 December 2022 and net profit margin decreased to approximately 12.7% for the year ended 31 December 2023 from approximately 14.0% for the year ended 31 December 2022.

Property, plant and equipment

Property, plant and equipment mainly consists of electronic equipment, leasehold improvements, and furniture and office equipment. Property, plant and equipment increased from approximately RMB90.5 million as of 31 December 2022 to approximately RMB95.9 million as of 31 December 2023, primarily due to leasehold improvements and the purchase of electronic equipment, office equipment and IoT equipment for our business operations.

MANAGEMENT DISCUSSION AND ANALYSIS

Investment properties

Our investment properties consist of car park spaces and commercial properties. Our investment properties increased from approximately RMB94.2 million as of 31 December 2022 to approximately RMB128.2 million as of 31 December 2023, mainly due to (i) the increase in fair value of commercial properties amounting to approximately RMB2.2 million, (ii) the decrease in fair value of the investment properties of approximately RMB0.6 million as the remaining term of the lease agreement was shortened over a period of time, and (iii) the additional recognition of newly leased car parking spaces as investment properties of approximately RMB32.3 million.

Right-of-use assets

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by us. Assets arising from a lease are initially measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The right-of-use asset is depreciated over the shorter of the estimated asset's useful life and the lease term on a straight-line basis. Our right-of-use assets decreased from approximately RMB28.3 million as of 31 December 2022 to approximately RMB27.8 million as of 31 December 2023, mainly due to the depreciation of the right-of-use assets.

Intangible assets

Our intangible assets mainly comprise the contractual right of the acquiree and the software, information technology infrastructure and other smart management systems for properties under our management. Our intangible assets increased from approximately RMB91.7 million as of 31 December 2022 to approximately RMB101.7 million as of 31 December 2023, mainly due to our new acquisition of software assets for the integration of business and finance.

Inventories

Our inventories mainly comprise consumables, spare parts and general merchandise. Our inventories amounted to approximately RMB4.3 million and RMB4.4 million as of 31 December 2023 and 31 December 2022, respectively, and the decrease was mainly due to the normal consumption of inventories.

Trade receivables

Trade receivables comprise receivables from property management services, community space operation services and sales assistance services. We typically do not grant a credit term to individual customers for our property management services and customers for our community value-added services. We typically grant a credit term of 90 days to 180 days to property developers.

Our trade receivables from related parties are primarily related to value-added services to non-property owners, the gross carrying amount of which decreased from approximately RMB401.6 million as of 31 December 2022 to approximately RMB361.4 million as of 31 December 2023. Our revenue from value-added services to non-property owners also decreased. Our trade receivables from third parties are primarily related to property management fees, the gross carrying amount of which increased from approximately RMB393.2 million as of 31 December 2022 to approximately RMB566.9 million as of 31 December 2023. This was mainly attributable to an increase in our property management revenue as we expanded our business with an increase in our GFA under management during the year ended 31 December 2023.

Prepayments, other receivables and other assets

Prepayments, other receivables and other assets mainly include: (i) amounts due from related parties, (ii) prepayments primarily in relation to utility fees and lease payments, (iii) deposits placed for contract performance, tender and bidding process and leases, (iv) advances to employees, (v) other receivables, (vi) payments on behalf of residents and tenants, and (vii) others.

Of which, other receivables amounted to approximately RMB52.0 million as of 31 December 2023, mainly including: (i) advances in relation to labour outsourcing in the amount of approximately RMB35.0 million; (ii) prepaid taxes available for deduction of value-added tax in the future in the amount of approximately RMB8.6 million; (iii) advances of energy fee to be reimbursed in the amount of approximately RMB8.4 million.

MANAGEMENT DISCUSSION AND ANALYSIS

Of which, as of 31 December 2023, the amounts due from related parties amounted to approximately RMB564.7 million, mainly including: (i) refundable payment of performance guarantees paid to related parties for the agency sales of car parking spaces in the amount of approximately RMB502.0 million (for details, please refer to the “Directors’ Report – Continuing Connected Transactions – Property Agency Services Framework Agreement” below); (ii) energy fee paid on behalf of the related parties and reimbursable by related parties in the amount of approximately RMB30.9 million; (iii) other costs paid on behalf of the related parties and reimbursable by related parties in the amount of approximately RMB31.8 million.

We had prepayments, other receivables and other assets of approximately RMB612.7 million and approximately RMB821.4 million as of 31 December 2022 and 2023, respectively. Such increase was primarily attributable to the increase in the refundable payment of performance guarantees paid to related parties for the agency sales of car parking spaces.

Trade payables

Trade payables primarily represent our obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. The increase in trade payables to third parties from approximately RMB451.5 million as of 31 December 2022 to approximately RMB597.3 million as of 31 December 2023 was primarily due to the expansion of our business, reflecting an increase in the procurement of security and cleaning services and facilities and equipment maintenance services. Trade payables to related parties were in relation to procurement of information technology services, dining services and other goods and services from related parties.

Other payables and accruals

Other payables and accruals represent (i) amounts due to related parties, (ii) receipts on behalf of residents and tenants, (iii) deposits and temporary receipts primarily in relation to bidding and renovation, (iv) payroll and welfare payables, (v) other tax payables, and (vi) other payables such as labor union fees payable. Our other payables and accruals amounted to approximately RMB756.5 million and approximately RMB664.3 million as of 31 December 2023 and 31 December 2022, respectively.

Contingent liabilities

As of 31 December 2023, we did not have any outstanding guarantees or other material contingent liabilities.

Pledge of assets

As of 31 December 2023, none of the assets of our Group was pledged.

Foreign currency risk

The Group’s principal activities are conducted in the PRC. Except for certain net proceeds raised from the listing in March 2022, which are denominated in Hong Kong dollars, the Group is not exposed to any significant risk directly related to foreign exchange fluctuations. Taking into account the potential RMB exchange rate fluctuations, we will continue to monitor our foreign exchange exposure and take prudent measures to reduce our foreign exchange risk. For the year ended 31 December 2023, the Group did not use any financial instruments for hedging purposes.

Capital commitment and capital expenditure

The Group’s capital expenditure for the year ended 31 December 2024 is expected to be funded mainly by proceeds from the Global Offering (as defined below) and working capital generated from the operating activities of the Group.

Liquidity and capital resources, current assets and current ratio

In order to manage the Group’s cash, maintain a sound liquidity and ensure that the Group is well positioned to take advantage of future growth opportunities, the Group has adopted comprehensive treasury policies and internal control measures to review and monitor its financial resources and has maintained stable financial condition and sufficient liquidity throughout. As at 31 December 2023, the Group did not have any outstanding borrowings (31 December 2022: nil).

As at 31 December 2023, the Group’s cash and cash equivalents amounted to approximately RMB1,252.0 million (31 December 2022: RMB1,019.0 million). The increase was mainly attributable to the net cash inflows from operating activities. The Group’s net cash flows from operating activities increased to approximately RMB450.8 million for the year ended 31 December 2023 from approximately RMB154.1 million for the year ended 31 December 2022. The management believes that the Group has sufficient financial resources and future revenue to support the current working capital requirement and future expansion of the Group.

As at 31 December 2023, the Group’s current assets amounted to approximately RMB2,998.2 million, representing an increase of approximately 22.8% as compared to approximately RMB2,442.3 million as at 31 December 2022. Current ratio as at 31 December 2023 was approximately 1.57 times, representing a decrease as compared to 1.59 times as at 31 December 2022.

MANAGEMENT DISCUSSION AND ANALYSIS

Use of proceeds from the Global Offering

The Company was listed on the Main Board of the Stock Exchange on 10 March 2022 (the “**Listing Date**”) by way of global offering of ordinary shares of the Company, including a public offering in Hong Kong of 10,142,000 shares and an international offering of 91,269,500 shares, in each case at a price of HK\$8.14 per share (collectively, the “**Global Offering**”). On 1 April 2022, the international underwriters of the Global Offering partially exercised the over-allotment option, as a result of which an aggregate of 2,777,500 shares were issued and allotted by the Company at HK\$8.14 per share. After deducting the underwriting fees and relevant expenses, net proceeds from the Global Offering (including the number of shares issued and allotted pursuant to the partial exercise of over-allotment options) amounted to approximately HK\$781.9 million.

As of 31 December 2023, approximately RMB558 million of the net cash proceeds of HK\$781.9 million from the Global Offering (representing 78.76% of the net proceeds from the Global Offering) have been utilized for the purposes stated in the paragraph headed “Future Plans and Use of Proceeds” in the Company’s prospectus dated 25 February 2022 (the “**Prospectus**”). The use of proceeds from the Global Offering is as follows:

Usage	% of net proceeds from the Global Offering	Intended use of net proceeds from the Global Offering	Unutilized net proceeds from the Global Offering as at 1 January 2023	Actual expenditures of net proceeds from the Global Offering for the period from 1 January 2023 to 31 December 2023	Unutilized net proceeds from the Global Offering as at 31 December 2023
		HK\$ million (approximately)	HK\$ million (approximately)	HK\$ million (approximately)	HK\$ million (approximately)
(A) Pursue selective strategic investment and acquisition opportunities with companies engaged in property management, city operation services and/or community operations and to expand the Group’s business scale and solidify the Group’s leading industry position, including:					
(i) Acquire, invest in or cooperate with other property management companies and professional service providers in the upstream and downstream of city operation services which are suitable for and complementary to the Group’s business operations and strategies; and	50%	391.0 <i>(Note 1)</i>	–	–	–
(ii) Acquire or invest in companies which provide community products and services complementary to those of the Group’s.	5%	39.1	39.1	–	39.1
(B) Upgrade the Group’s systems for smart management services and for the development of the Group’s smart communities and smart city solutions, aiming to offer a higher-quality living experience with more convenience for the Group’s property owners and residents and further enhance cost efficiency for the Group’s property management and city operation services.	22%	172.0	157.7	30.7	127
(C) Develop the Group’s community value-added services in an effort to diversify our service offering and enhance profitability.	13%	101.6	23.5	23.5	–
(D) Working capital and general corporate purpose.	10%	78.2	78.2	78.2	–

MANAGEMENT DISCUSSION AND ANALYSIS

Note 1: The amount of HK\$391.0 million (equivalent to RMB315 million) was fully utilized for the acquisition of 100% equity interests in Beijing Capital Property Services Limited (“**Beijing Capital Property**”), the details of which were disclosed in the announcement of the Company dated 17 June 2022.

As of 31 December 2023, the unutilized net proceeds from the Global Offering for each of the purposes stated in the table above were held in bank deposits and were expected to be used up by the end of 2024. The business objectives and the intended use of the net proceeds stated in the Prospectus of the Company were based on the Group’s best estimate of future market conditions at the time of preparation of the Prospectus. The actual use of net proceeds is determined based on actual market development. As of 31 December 2023, the net proceeds from the Global Offering were used according to the intentions previously disclosed in the Prospectus.

As disclosed in an announcement of the Company published on 18 January 2024, in order to enhance the efficiency of the use of the net proceeds, and to enable the Group to capture, in a timely manner, the opportunity to acquire a high-quality target that can strategically support the Group’s business capability, so as to further enhance the Group’s comprehensive service capabilities and consolidate its position in the industry, the Board resolved to change the proposed use of the net proceeds. An analysis of the original and revised allocation of the net proceeds is summarized as follows:

Use of Net Proceeds	Original allocation of the Net Proceeds		Revised allocation of the Net Proceeds	
	% of total Net Proceeds	HK\$ million (approximately)	% of total Net Proceeds	HK\$ million (approximately)
(A) Pursue selective strategic investment and acquisition opportunities with companies engaged in property management, city operation services and/or community operations and to expand the Group’s business scale and solidify the Group’s leading industry position, including:				
(i) Acquire, invest in or cooperate with other property management companies and professional service providers in the upstream and downstream of city operation services which are suitable for and complementary to the Group’s business operations and strategies; and	50.0%	391.0	67.8%	530.1 (Note 1)
(ii) Acquire or invest in companies which provide community products and services complementary to the Group’s.	5.0%	39.1	–	–

MANAGEMENT DISCUSSION AND ANALYSIS

Use of Net Proceeds	Original allocation of the Net Proceeds		Revised allocation of the Net Proceeds	
	% of total Net Proceeds	HK\$ million (approximately)	% of total Net Proceeds	HK\$ million (approximately)
(B) Upgrade the Group's systems for smart management services and for the development of the Group's smart communities and smart city solutions, aiming to offer a higher-quality living experience with more convenience for the Group's property owners and residents and further enhance cost efficiency for the Group's property management and city operation services.	22.0%	172.0	9.2%	72.0
(C) Develop the Group's community value-added services in an effort to diversify the Group's service offering and enhance profitability.	13.0%	101.6 (Note 2)	13.0%	101.6
(D) Working capital and general corporate purpose.	10.0%	78.2 (Note 2)	10.0%	78.2
Total	100%	781.9	100%	781.9

Notes:

1. The additional portion of the net proceeds reallocated for the use as described in (A)(i) above has been fully utilized to satisfy part of the total consideration for the acquisition of 100% equity interests in Beijing Runwu Jiaye Enterprise Management Co., Ltd. (北京市潤物嘉業企業管理有限公司) ("Runwu Jiaye").
2. The net proceeds allocated for the use as described in (C) and (D) above have been fully utilized as at the date of this report.

MANAGEMENT DISCUSSION AND ANALYSIS

Employees and remuneration policies and employee diversity

As of 31 December 2023, the Group had 2,098 full-time employees (as of 31 December 2022: 2,614 full-time employees). We recognize the importance of gender diversity. In terms of recruitment, we do not treat people differently due to their differences in social status such as gender, sexual orientation and marital status, and ensure that the recruitment process is fair, objective and open and we will continue to step up measures to promote and strengthen gender diversity at all levels of the Company. The following table sets forth the gender ratio of the Group's employees as at the date of this report:

	Female	Male
Manager	26.53% (39)	73.47% (108)
Overall workforce	36.75% (771)	63.25% (1,327)

During the reporting period, the Board was not aware of any mitigating factors or circumstances that made achieving gender diversity for all employees, including senior management, more challenging or less relevant. Further details on the gender ratio of the Group together with relevant data can be found in the Environmental, Social and Governance Report of the Company.

The total staff costs for the year ended 31 December 2023 were approximately RMB0.5 billion (2022: approximately RMB0.5 billion).

The Group determines and regularly reviews the remuneration and benefits of its employees according to the Group's profitability, market practice and the relevant employee's performance. The Group has deepened the reform of the human resource system and explored the possibility of establishing remuneration systems for high-quality personnel and corporate executives that are compatible with competitive selection and recruitment. The Group has implemented various types of motivation plans for different levels of employees with reference to employee performance and contributions. According to the relevant regulations, the Group is required to pay social insurance and housing funds on behalf of its employees.

The Group places a strong emphasis on the improvement of the organizational efficiency and the work of organizational team construction to facilitate the high-quality development of the Group and provides employees with constant training programmes and career development opportunities. Based on the Company's strategic positioning, the Company improved and optimized the standards and measures for human resources effectiveness, lifting our human-efficiency indicators year-on-year. The Company continued to strengthen employee empowerment, optimized a multi-dimensional training system for employees in diverse business areas at varying development stages with characteristics of different job positions, encouraging multi-channel development of employees, and committed to the development of talent pool, ensuring the supply of talents and at the same time laying a strong foundation for the rapid growth of our employees. The annual employee satisfaction and engagement have been on the rise for three consecutive years and the good atmosphere of staff's enthusiasm for work and entrepreneurship has been further consolidated and enhanced, providing a solid guarantee for the Company's high-quality development.

DIRECTORS AND SENIOR MANAGEMENT

Directors



Mr. Song Liuyi

Mr. Song Liuyi, born in November 1975, is an executive Director and the chairman of the Board. He was appointed as a non-executive Director and the chairman of the Board of the Company in April 2023, and redesignated from a non-executive Director to an executive Director in October 2023. He is mainly responsible for the daily operations, formulation of the overall strategy, business planning and operation decisions of our Group.

He joined China Jinmao as the assistant to the president in May 2011 and became the vice president of China Jinmao in January 2013. He served as the senior vice president of China Jinmao since March 2017, and as an executive director of China Jinmao from August 2017 to October 2023. Mr. Song joined Sinochem Group in 2001 and worked at the investment business department of Sinochem International Corporation, the investment department and general office of Sinochem Group. Mr. Song has over 20 years of experience in project investment, real estate development and corporate management.

Mr. Song obtained a bachelor's degree in high polymer materials and processing from the Beijing Institute of Technology (北京理工大學) in 1998 and a master's degree in materials from the Beijing Institute of Technology (北京理工大學) in 2001.

DIRECTORS AND SENIOR MANAGEMENT

**Mr. Li Yulong**

Mr. Li Yulong, born in September 1986, is an executive Director and the chief executive officer. He was appointed as an executive Director in April 2024.

Mr. Li Yulong served as the director of the cooperation and development department of Beijing Vanke Real Estate Service Co., Ltd. (北京萬科物業服務有限公司) from July 2009 to May 2016, where he was responsible for market expansion, investment mergers and acquisitions and equity cooperation. He joined the Group in May 2016, and has served as a deputy general manager of Jinmao PM ever since and served as a Director since October 2022. He has served as a vice president of the Company since August 2021, as a director of Chuangmao Technology (Beijing) Co., Ltd. since February 2020, as a director and the general manager of Beijing Capital Property since July 2022, and as a director and the general manager of Beijing Shengrui and the chairman of Beijing Huaruihe Hotel Management Co., Ltd. (北京華瑞和酒店管理有限公司) since January 2024.

Mr. Li graduated with bachelor's degrees in agriculture and forestry economic management and computer science and technology from Shanxi Agricultural University (山西農業大學) in Shanxi, the PRC in June 2009 and July 2009, respectively. He then obtained a post-graduate master's degree of business administration from Peking University (北京大學) in Beijing, the PRC in July 2021. He obtained the intermediate business management economist qualification from Beijing Municipal Human Resources and Social Security Bureau (北京市人力資源和社會保障局) in November 2014.

DIRECTORS AND SENIOR MANAGEMENT

**Ms. Zhou Liye**

Ms. Zhou Liye, born in February 1974, is an executive Director and the chief financial officer. She was appointed as an executive Director in August 2021. She is mainly responsible for the overall financial and cost management, tax planning and capital market-related matters of our Group.

Ms. Zhou Liye obtained a post-graduate master's degree in accounting from Central University of Finance and Economics (中央財經大學) in Beijing, the PRC in March 2001. She then obtained a post-graduate doctoral degree in accounting also from Central University of Finance and Economics in June 2008. She has been a member (and currently a non-practicing member) of The Chinese Institute of Certified Public Accountants (中國註冊會計師協會) since August 2002, and obtained the senior accountant qualification from the Beijing Advanced Professional and Technical Qualification Evaluation Committee (北京市高級專業技術資格評審委員會) in February 2008.

From April 2001 to October 2006, Ms. Zhou Liye worked in the finance department of Sinochem Fertilizer Company Limited (中化化肥有限公司). From November 2006 to February 2008, she worked in the accounting management department of Sinochem Group.

Ms. Zhou Liye joined Jinmao Group in April 2008. From April 2008 to September 2016, she successively served in the capital market department of China Jinmao as deputy general manager, general manager and capital market director. From September 2016 to May 2021, she successively served as general manager of JM Capital (金茂資本, a subsidiary of China Jinmao), deputy general manager of Jinmao Capital Holdings Limited (金茂資本控股有限公司) and general manager of Jinmao Assets (金茂資產, a subsidiary of China Jinmao). Ms. Zhou Liye joined our Group in May 2021 as the financial controller of Jinmao PM.

DIRECTORS AND SENIOR MANAGEMENT

**Ms. Qiao Xiaojie**

Ms. Qiao Xiaojie (with the former Chinese name of 喬曉杰), born in October 1973, is a non-executive Director. She was appointed as a non-executive Director of the Company in August 2021. She is mainly responsible for formulation of business strategies and providing guidance for the overall development of our Group.

Ms. Qiao joined China Jinmao in February 2008, where she served as the general manager of the financial management department up until January 2013. She then joined Sinochem Group, where she successively served as the deputy general manager of the accounting management department, the deputy general manager and general manager of the analysis and valuation department and the deputy director of the strategy implementation department from January 2013 to September 2017. She rejoined China Jinmao in September 2017 as the deputy financial controller. She has concurrently served as the general manager of the financial capital center since May 2021 and as the executive director and chief financial officer since April 2023. Prior to joining China Jinmao, Ms. Qiao successively worked in Beijing Three Gorges Economic Development Group (北京三峽經濟開發集團) and China Resources Land (Beijing) Company Ltd. (華潤置地(北京)股份有限公司) as the accounting head of the finance department and deputy general manager and held other managerial positions from July 1995 to February 2008. Ms. Qiao has over 25 years of experience in corporate financing and financial management.

Ms. Qiao obtained a bachelor's degree in accounting from North China University of Technology (北方工業大學) in July 1995. She then obtained a master's degree in accounting from Central University of Finance and Economics (中央財經大學) in December 2006. Ms. Qiao obtained the senior accountant qualification of Beijing, and has been a member of The Chinese Institute of Certified Public Accountants (中國註冊會計師協會). Ms. Qiao is also a certified management accountant of the Institute of Management Accountants of United States of America.

DIRECTORS AND SENIOR MANAGEMENT



Mr. Gan Yong

Mr. Gan Yong, born in September 1982, is a non-executive Director. He was appointed as a non-executive Director of the Company in June 2023. Mr. Gan has over 16 years of experience in human resources management and is mainly responsible for formulating business strategies and providing guidance for the overall development of the Group.

He joined Sinochem Group in July 2007 and worked in the human resources department of Sinochem Group from 2007 to 2013. He served as the manager of the human resources department of Sinochem Finance Co., Ltd. ("**Sinochem Finance**") from October 2013 to July 2016. Mr. Gan joined China Jinmao in July 2016 and served as the deputy general manager of human resources department from July 2016 to April 2020. He served as the deputy general manager of the Fuzhou regional branch of China Jinmao from April 2020 to July 2021. From July 2021 to January 2023, Mr. Gan served as the chief human resources officer of China VAST Industrial Urban Development Company Limited. He was subsequently re-appointed as the deputy general manager of the human resources centre of China Jinmao in January 2023. Since September 2023, he has served as the general manager of the Human Resources Department (Party Committee Organization Department) of China Jinmao.

Mr. Gan obtained a bachelor's degree in management science in July 2004 and a post-graduate master's degree in system theory in July 2007, respectively from Beijing Normal University in Beijing, the PRC.

DIRECTORS AND SENIOR MANAGEMENT

**Dr. Chen Jieping**

Dr. Chen Jieping, born in August 1953, is an independent non-executive Director and his appointment took effect from the Listing Date. He is mainly responsible for providing independent advice on the operation and management of our Group.

Dr. Chen Jieping obtained a bachelor's degree of science majoring in hotel and restaurant management and a master's degree of hospitality management from the University of Houston in Texas, the United States in August 1990. He then obtained a master's degree of business administration and a doctoral degree in business administration from the University of Houston in May 1992 and August 1995, respectively.

Dr. Chen Jieping has over 20 years of experience in accounting. From September 1995 to August 2008, he was a faculty member of the Department of Accountancy at the City University of Hong Kong, and from November 2005 to August 2008, he served as the Head of the department. He was a professor of accounting at China Europe International Business School from August 2008 to December 2018 and is currently an emeritus professor.

Dr. Chen Jieping has served as an independent non-executive director in Huafa Property Services Group Company Limited (a company listed on the Stock Exchange with the stock code of 982) and Saurer Intelligent Technology Co., Ltd. (a company listed on the Shanghai Stock Exchange with the stock code of 600545), since July 2014 and September 2017, respectively. He also served as an independent director of Milkyway Chemical Supply Chain Service Co., Ltd. (密爾克衛化工供應鏈服務股份有限公司, a company listed on the Shanghai Stock Exchange with the stock code of 603713) from September 2021 to August 2023.

DIRECTORS AND SENIOR MANAGEMENT

**Dr. Han Jian**

Dr. Han Jian, born in September 1972, is an independent non-executive Director and her appointment took effect from the Listing Date. She is mainly responsible for providing independent advice on the operation and management of the Group.

Dr. Han Jian obtained a bachelor's degree in English language and literature from Renmin University of China in Beijing, the PRC in July 1995. She then obtained the degree of doctor of philosophy majoring in human resources management from the School of Industrial and Labor Relations of Cornell University in New York State, the United States in January 2005.

Dr. Han Jian has been a Professor of Management at China Europe International Business School since 2008. Dr. Han Jian served as an external director of Shenzhen Jiang & Associates Creative Design Co., Ltd. (深圳市傑恩創意設計股份有限公司, a company listed on the Shenzhen Stock Exchange with the stock code of 300668) from June 2015 to June 2018. She has been an independent director of Midea Group Co., Ltd. (美的集團股份有限公司, a company listed on the Shenzhen Stock Exchange with the stock code of 000333) since September 2018. She has also served as an independent director of Changzhou Xingyu Automotive Lighting System Co., Ltd. (常州星宇車燈股份有限公司, a company listed on the Shanghai Stock Exchange with the stock code of 601799) since April 2022. She has also been serving as an independent director of Dada Group Limited (a company listed on Nasdaq in the United States of America, stock code: DADA) since August 2022.

DIRECTORS AND SENIOR MANAGEMENT

**Mr. Sincere Wong**

Mr. Sincere Wong, born in July 1964, is an independent non-executive Director and his appointment took effect from the Listing Date. He is mainly responsible for providing independent advice on the operation and management of the Group.

Mr. Sincere Wong received his bachelor's degree in social science from The Chinese University of Hong Kong in December 1986. He passed the Common Professional Examination at Wolverhampton Polytechnic (now known as University of Wolverhampton) in the United Kingdom in July 1990, and the Solicitors' Final Examination of the Law Society of England and Wales with first class honours in October 1991. He was then admitted as a solicitor of the High Court of Hong Kong in October 1993 and a solicitor of the Supreme Court of England & Wales in February 1994. Mr. Sincere Wong was qualified as a lawyer in the Guangdong-Hong Kong-Macao Greater Bay Area in September 2022.

From September 1996 to January 2005, Mr. Sincere Wong served as an in-house legal counsel of Hutchison Whampoa Group (和記黃埔集團), a multinational conglomerate mainly engaging in ports and related services, property and hotels, retail, infrastructure, energy and telecommunications, where he was involved in cross-border acquisitions and day-to-day commercial transactions of a container terminal operator. From February 2005 to November 2006, he served as an in-house legal counsel of China Resources Enterprise, Limited (now known as China Resources Beer (Holdings) Company Limited, whose shares are listed on the Stock Exchange with the stock code of 291 and whose business focus is on the manufacturing, sales and distribution of beer products). From November 2006 to June 2010, he served as the chief legal officer of Shui On Construction and Materials Limited (now known as SOCAM Development Limited, whose shares are listed on the Stock Exchange with the stock code of 983 and whose business focus is on construction and property businesses in the PRC, Hong Kong and Macau). From July 2010 to May 2011, he served as the vice president of the legal department and company secretary of Sateri Holdings Limited (a global specialty cellulose producer, subsequently renamed as Bracell Limited, whose shares were listed on the Stock Exchange with the stock code of 1768 prior to its privatization and delisting in October 2016).

From August 2011 to April 2016, he worked at the Listing Department of Hong Kong Exchanges and Clearing Limited, and he served as a vice president at the time of his departure, primarily responsible for reviewing IPO applications and making recommendations to the Listing Committee. In May 2016, he became the founding partner of Wong Heung Sum & Lawyers (黃香沈律師事務所) (formerly known as Sincere Wong & Co. (黃誠思律師事務所)). Mr. Sincere Wong has served as an independent non-executive director of U Banquet Group Holding Limited (now known as Net-a-Go Technology Company Limited, a company listed on the Stock Exchange with the stock code of 1483) and Fulu Holdings Limited (a company listed on the Stock Exchange with the stock code of 2101) since September 2018 and August 2020, respectively. From August 2017 to October 2023, he also served as an independent non-executive director of Bank of Gansu Co., Ltd. (a company listed on the Stock Exchange with the stock code of 2139).

DIRECTORS AND SENIOR MANAGEMENT

Senior Management

Senior Management

Ms. Zhao Yuexi

Ms. Zhao Yuexi, born in May 1982, has been the vice president of Jinmao Services since December 2023. She is primarily responsible for party-masses construction, human resources management and supply chain management of the Group.

Ms. Zhao Yuexi graduated from Nanjing University (南京大學) in Nanjing, the PRC with a bachelor's degree in electronic information science and technology in June 2004. Later, she obtained a postgraduate master's degree in microelectronics and solid-state electronics from Peking University (北京大學) in Beijing, the PRC in July 2007.

Ms. Zhao Yuexi joined China Jinmao in April 2011 and successively served as deputy manager and department manager of the general management department, assistant to the general manager of the Company, deputy general manager of Jinmao Beijing Company (金茂北京公司), and became the general manager of Jinmao Education Company (金茂教育公司) in 2020. Ms. Zhao Yuexi joined the human resources department of Sinochem Group in July 2007.

Ms. Zhao Meihua

Ms. Zhao Meihua, born in December 1978, has been the assistant to the general manager of Jinmao PM since June 2015, an assistant to president of our Company since August 2021 and the vice president of the Company since 6 January 2024. She is primarily responsible for the general management department of our Group, as well as the operation and management of the business of our Group in Beijing, Qingdao and Guangzhou regions.

Ms. Zhao Meihua obtained a bachelor's degree in economics, majoring in corporate management from Renmin University of China (中國人民大學) in Beijing, the PRC in July 1999. She then obtained a post-graduate master's degree in management also from Renmin University of China in January 2010. She obtained the intermediate human resources management economist qualification from Beijing Municipal Human Resources and Social Security Bureau of the PRC in November 2010,

and the level 1 corporate human resource management qualification and the level 1 corporate trainer qualification from Vocational Skills Appraisal Centre of Human Resources and Social Security Bureau of the PRC (人力資源和社會保障部職業技能鑒定中心) in March 2011 and December 2013, respectively. She also obtained the senior economist qualification from Sinochem Holdings Corporation Ltd. Professional and Technical Position Qualification Evaluation Committee in March 2022.

Prior to joining our Group and Jinmao Group, from July 1999 to July 2002, she worked in Beijing Yanlong Consulting Co., Ltd. (北京彥隆諮詢有限責任公司), an information and corporate management consultancy and talent development company in the PRC, as the administration and human resources manager of the administration department. From July 2002 to October 2004, she served as an assistant consultant in Guangzhou Zhiren Consulting Service Co., Ltd., Beijing Branch (廣州市智仁諮詢服務有限公司), a corporate management and human resources consultancy company in the PRC, where she was responsible for human resources consultancy. From November 2004 to September 2005, she worked in Jinyindao (Beijing) Network Technology Co., Ltd. (金銀島(北京)網絡科技股份有限公司), an e-commerce company in the PRC, as the manager of human resources department. From October 2005 to December 2006, she worked in Wangfujing Hotel Management Co., Ltd., as the assistant to the manager of the human resources department. From December 2006 to March 2008, she worked in Xinda Huawang Communication Technology Co., Ltd. (先達華網通信技術有限公司), as the manager of the human resources department. In April 2008, she rejoined Wangfujing Hotel Management Co., Ltd., as the director of the human resources department, up until February 2013.

Ms. Zhao Meihua joined Jinmao Group in February 2013, where she served as the senior manager of the human resources department of China Jinmao up until June 2015. She then joined our Group in June 2015. She has served as the assistant to the general manager of the Company since August 2021 and the vice president of the Company since 6 January 2024. She has held her current positions at Jinmao Services since then.

DIRECTORS AND SENIOR MANAGEMENT

Mr. Cai Yun

Mr. Cai Yun, born in August 1978, has been a deputy general manager of Jinmao PM since January 2020 and a vice president of our Company since August 2021. He is primarily responsible for the operation of the business of our Group in Shanghai, Nanjing and Chongqing regions and office building business management.

Mr. Cai Yun graduated with a bachelor's degree in modern building electronics (現代建築電氣) from Shanghai University of Engineering Science (上海工程技術大學) in Shanghai, the PRC in July 2001. He then obtained a postgraduate master's degree of business administration from Shanghai International Studies University (上海外國語大學) in Shanghai, the PRC in June 2017.

Prior to joining our Group, from August 2001 to April 2003, Mr. Cai Yun served as the deputy project manager of the project department of Cornell Properties Services (Shanghai) Co., Ltd. (港力物業管理(上海)有限公司), a property management company in the PRC, where he assisted the project manager in the operation and management of property management projects. From April 2003 to May 2004, he served as the deputy project manager of the project department of Shanghai Lianyang Gangli Property Management Co., Ltd. (上海聯洋港力物業管理有限公司), a property management company in the PRC, where he was responsible for the operation and management of property management projects. From May 2004 to May 2005, he served as the project officer of the engineering department of Hutchison Estate Service & Agency (Shanghai) Limited (和記物業服務(上海)有限公司) (now known as Cayley Property Management (Shanghai) Co., Ltd. (家利物業管理(上海)有限公司)), a property management company in the PRC, where he was responsible for the engineering management of properties. From May 2005 to May 2006, he served as the deputy project manager of the engineering department of Shanghai Shimao Real Estate Co., Ltd. (上海世茂房地產有限公司), a real estate company in the PRC, where he was responsible for the management of the engineering business segment of the company. From May 2006 to November 2006, he worked in Savills Property Services (Shanghai) Company Limited (第一太平戴維斯物業顧問(上海)有限公司), an integrated property services provider in the PRC, as the engineering manager.

From November 2006 to June 2010, he worked in Shanghai China Merchants Property Management Co., Ltd. (上海招商局物業管理有限公司), a property management company in the PRC, as the engineering manager of the quality management department. From August 2010 to June 2013, he worked in Cheung Kong Holdings (Shanghai) Enterprises Management Company Limited (長江實業(上海)企業管理有限公司), a property management and consultancy company in the PRC, as the engineering manager of the property department. From June 2013 to December 2016, he served as the assistant general manager of Shanghai Vanke Real Estate Service Co., Ltd. (上海萬科物業服務有限公司), a property management company and property services provider in the PRC, as well as the general manager of the commercial and office management centre where he was responsible for the operation and management of the non-residential business.

Mr. Cai Yun joined our Group in December 2016, where he held various positions in Jinmao PM such as regional general manager being responsible for the overall operation and management of the Shanghai region, and assistant to general manager and deputy general manager being responsible for the operation and management of business in the Shanghai, Nanjing and Changsha regions, prior to his promotion to his current position. Since April 2021, he has also served as a director of Jinmao (Shanghai) Property Management Co., Ltd. where he is responsible for its overall operation and management.

DIRECTORS AND SENIOR MANAGEMENT

Company Secretary

Ms. Ho Wing Tsz Wendy is the company secretary of our Company and her appointment took effect from the Listing Date. She is also an executive director of corporate services division of Tricor Services Limited, a global professional services provider specializing in integrated business, corporate and investor services.

Ms. Ho Wing Tsz Wendy has over 26 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. She is currently acting as the company secretary or joint company secretary of a few listed companies on the Stock Exchange.

Ms. Ho Wing Tsz Wendy is a Chartered Secretary, a Chartered Governance Professional and a fellow of both The Hong Kong Chartered Governance Institute (“**HKCGI**”) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators in the United Kingdom). She is a Council Member of HKCGI. She has obtained a master’s degree of business administration from The Hong Kong Polytechnic University in September 2019.

CORPORATE GOVERNANCE REPORT

The Board is pleased to present the corporate governance report of the Company for the year ended 31 December 2023.

CORPORATE GOVERNANCE PRACTICES Commitment to corporate governance

Since its establishment, the Company has been committed to enhancing the level of its corporate governance. The Company has adopted the principles and code provisions as set out in the Corporate Governance Code (the “**Corporate Governance Code**”) as set out in Appendix C1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) as its own code of corporate governance. The principles of the Company’s corporate governance are to promote effective internal control measures and to enhance the transparency and accountability of the Board to all the shareholders. The Company will continue to improve its corporate governance practices, focusing on maintenance and enhancement of the management quality of the Board, internal control and high transparency to shareholders, so as to increase the confidence of shareholders in the Company. The Company believes that good corporate governance is crucial to maintaining its long-term healthy and sustainable development and is vital for the interests of its shareholders.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board has reviewed the Company’s corporate governance practices and is satisfied that the Company has adopted and complied with the principles and code provisions as set out in the Corporate Governance Code during the year ended 31 December 2023.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Director of Listed Issuers as set out in Appendix C3 to the Listing Rules (the “**Model Code**”) as the code of conduct regarding Directors’ dealings in the securities of the Company. The Company has made specific enquiry to all Directors and all Directors have confirmed that they have complied with the Model Code during the year ended 31 December 2023.

The Company has also established written guidelines for securities transactions by employees who are likely to be in possession of inside information of the Company on terms no less exacting than the Model Code. No incident of non-compliance with such guidelines by relevant employees has been noted by the Company during the year ended 31 December 2023.

THE BOARD

The Board is accountable to the shareholders and is responsible for the Group’s overall strategy, internal control and risk management system. In order to fulfil its responsibilities, the Board has established and adhered to explicit operating policies and procedures, reporting hierarchy and delegated authority. The management is authorised to handle the daily operations of the Group.

Responsibilities of the Board

The Board is responsible for managing the overall business of the Company and overseeing the functions performed by the subordinate special committees, which mainly include:

- management and monitoring of the Group’s assets, liabilities, revenues and expenditures as well as proposing changes in areas critical to the Group’s performance;
- financial and operational performance – through overall strategic planning, the implementation and maintenance of the effective financial management system and the improvement of the performance-driven operational monitoring system;
- management of relationship with stakeholders of the Company – through frequent communication with partners, governments, customers and other parties who have legal interests in the business of the Company;
- risk management – continuous risk management through review of the reports from the Risk Management and Audit Department to identify, evaluate and appropriately manage the risks faced by the Company; and

CORPORATE GOVERNANCE REPORT

- corporate governance – development and review of the Company’s corporate governance policies and practices; review and monitoring of the training and continuous professional development of Directors and senior management; review and monitoring of the Company’s policies and practices in relation to compliance with laws and regulatory requirements; formulation, review and monitoring of the code of conduct for employees and Directors; as well as review of the Company’s compliance with the Corporate Governance Code and disclosure in the Corporate Governance Report.

Board Diversity Policy

We have adopted the board diversity policy (the “**Board Diversity Policy**”) which sets out the objective and approach to achieve and maintain diversity on our Board in order to enhance the effectiveness of our Board. The Board Diversity Policy provides that our Company should endeavour to ensure that our Board members have the appropriate balance of skills, experience and diversity of perspectives that are required to support the execution of our business strategies. Pursuant to the Board Diversity Policy, we seek to achieve Board diversity through the consideration of a number of factors, including but not limited to talent, skills, gender, age, cultural and educational background, ethnicity, professional experience, independence, knowledge and length of service. Our Remuneration and Nomination Committee reviews the Board Diversity Policy and its implementation from time to time to ensure its continued effectiveness and we will disclose in our corporate governance report about the implementation of the Board Diversity Policy on an annual basis.

Our Board comprises eight members, including three executive Directors, two non-executive Directors and three independent non-executive Directors. Our Directors have a balanced mix of experiences, including overall management and strategic development, business and risk management, and finance and accounting experiences. Our Board has a wide range of age, ranging from 37 to 70 years old. Furthermore, we recognize the particular importance of gender diversity and have set a goal of gender diversity. Out of our total eight Board members, three are female Directors and five are male Directors.

We have reached our goal of Board diversity, and we will continue to take steps to promote and enhance gender diversity at all levels of our Company, including but without limitation at our Board and senior management levels. After due consideration, our Board believes that based on the meritocracy of our Directors, the composition of our Board satisfies the Board Diversity Policy.

At the date of this report, the composition of the Board is as follows:

Executive Directors:

Mr. Song Liuyi (*Chairman*)
Mr. Li Yulong
Ms. Zhou Liye

Non-executive Directors:

Ms. Qiao Xiaojie
Mr. Gan Yong

Independent Non-executive Directors:

Dr. Chen Jieping
Dr. Han Jian
Mr. Sincere Wong

To the best knowledge of the Company, there is no relationship (including financial, business, family or other material/related relationship(s)) among the members of the Board.

Changes in the members of the Board of the Company during the year ended 31 December 2023 and as of the date of this report are as follows:

1. On 28 April 2023, Mr. Jiang Nan resigned as a non-executive Director, Chairman of the Board and the chairman of the Strategy and ESG Committee of the Company, and Mr. Song Liuyi was appointed as a non-executive Director, Chairman of the Board and the chairman of the Strategy and ESG Committee of the Company. Mr. Song Liuyi has been re-designated as an executive Director from a non-executive Director on 19 October 2023.

CORPORATE GOVERNANCE REPORT

2. On 9 June 2023, Ms. He Yamin resigned as a non-executive Director and a member of the Remuneration and Nomination Committee of the Company, and Mr. Gan Yong was appointed as a non-executive Director and a member of the Remuneration and Nomination Committee of the Company.
3. On 1 April 2024, Mr. Xie Wei resigned as an executive Director, Chief Executive Officer and a member of the Strategy and ESG Committee of the Company, and Mr. Li Yulong was appointed as an executive Director, Chief Executive Officer and a member of the Strategy and ESG Committee of the Company.

Mr. Song Liuyi, Mr. Gan Yong and Mr. Li Yulong obtained legal advice as required by Rule 3.09D of the Listing Rules on 6 May 2023, 13 June 2023 and 27 March 2024, respectively and acknowledged their responsibilities as directors of the Company.

Nomination Policy and Procedures

The Company has put in place procedures for the election of Directors, which provide guidance to the Board on nomination and appointment of Directors of the Company. In assessing the suitability and the potential contribution to the Board of a proposed candidate, the Remuneration and Nomination Committee may make reference to certain selection criteria, such as reputation for integrity, professional qualifications and skills, accomplishment and experience in the industry, commitment and relevant contribution, with the Company's Board Diversity Policy in mind, and take into account the strategic and commercial challenges and opportunities faced by the Company and the skills and expertise needed by the Company in the future. The Remuneration and Nomination Committee will report its findings and make recommendations to the Board on the appointment of appropriate candidate for directorship for decision and succession planning. The ultimate responsibility for selection and appointment of Directors rests with the entire Board.

Supply of and Access to Information and Resource

The Board Independence Evaluation Mechanism sets out the principles and guidelines that the Company intends to ensure independent views and input are available to

the Board. All Directors have timely access to all relevant information as well as the advice and services of the joint company secretaries and senior management of the Company, with a view to ensuring that Board procedures and all applicable laws and regulations are followed.

Any Director may seek independent professional advice in appropriate circumstances at the Company's expenses, upon reasonable request made to the Board. The Company has arranged appropriate insurance to cover the liabilities of the Directors arising from corporate activities. The insurance coverage is reviewed on an annual basis. During the year ended 31 December 2023, the Board has reviewed the board independence mechanisms and considered that the implementation of the mechanisms was effective.

Continuing Development

Directors shall keep abreast of the responsibilities as a Director and of the conduct, business activities and development of the Company.

Every newly appointed Director of the Company has received a comprehensive, formal and tailored induction prior to or on the first occasion of his appointment, and subsequently such briefing and professional development are also available as necessary, to ensure that he/she has a proper understanding of the operations and business of the Company and that he/she is fully aware of his/her responsibilities under statute and common law, the Listing Rules, applicable legal requirements and other regulatory requirements and the business and governance policies of the Company.

Pursuant to the applicable code provisions as set out in the Corporate Governance Code, all Directors should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that they are able to make informed and relevant contributions to the Board on an ongoing basis.

All the Directors have been updated with the latest developments regarding the Listing Rules and other applicable regulatory requirements to ensure compliance and enhance their awareness of good corporate governance practices. In addition, continuing briefing and professional development to Directors will be arranged whenever necessary.

CORPORATE GOVERNANCE REPORT

According to information provided by the Directors, records of training received by each Director during the year ended 31 December 2023 are summarized below:

Directors	Types of Training
Mr. Song Liuyi (appointed on 28 April 2023)	A B D
Ms. Zhou Liye	A B D
Ms. Qiao Xiaojie	B C D
Mr. Gan Yong (appointed on 9 June 2023)	B C D
Dr. Chen Jieping	A B D
Dr. Han Jian	A B D
Mr. Sincere Wong	A B D
Mr. Jiang Nan (resigned on 28 April 2023)	A B C
Ms. He Yamin (resigned on 9 June 2023)	A B C
Mr. Xie Wei (resigned on 1 April 2024)	A C D

Notes:

- A. attending seminars and/or conferences and/or forums related to the property industry
- B. attending seminars and/or conferences and/or forums related to the real estate industry
- C. reading professional journals and updates relating to the economy, property management or Director's duties and responsibilities, etc.
- D. participating in relevant trainings on directors' duties and responsibilities, etc.

Board Meetings

The Company adopts the practice of holding Board meetings regularly, at least four times a year either in person or through electronic means of communication and at approximately quarterly intervals. Notices of not less than fourteen days are given for all regular Board meetings to provide all Directors with an opportunity to attend and include matters in the agenda for regular Board meetings.

For other Board meetings and Board committee meetings, reasonable notice is generally given. Minutes of meetings are kept by the Company with copies circulated to all Directors for information and records.

In 2023, the Board held a total of 5 Board meetings and 6 circulations of written resolutions. The matters considered and approved mainly included the 2022 annual report and the 2023 interim report of the Company, the Company's 2022 sustainable development report, the Company's 2024 budget and strategic planning, appointing board members, appointing senior management members, submission of resolutions at the annual general meeting, renewing a series of continuing connected transaction agreements with China Jinmao and Sinochem Holdings and the plans on improvement of corporate governance and implementation of the Board's powers and responsibilities.

CORPORATE GOVERNANCE REPORT

In addition, the Directors regularly review the relevant matters of corporate governance, including inquiring into the work reports and business plans of all departments of the Company's headquarters and member companies, review of the Company's compliance with the policies and practices on laws and regulatory requirements, training and continuous professional development of Directors and senior management, code of conduct for employees and Directors and the Company's compliance with the Corporate Governance Code. In 2023, meeting and resolution participation of each Director is set out below:

Position	Name	Meeting attended in person	Meeting attendance rate	Total number of resolutions	Resolution participation rate
Executive Director	Song Liuyi ¹	4/4	100%	8/8	100%
Executive Director	Zhou Liye	5/5	100%	11/11	100%
Non-executive Director	Qiao Xiaojie	5/5	100%	11/11	100%
Non-executive Director	Gan Yong ²	3/3	100%	6/6	100%
Independent non-executive Director	Chen Jieping	5/5	100%	11/11	100%
Independent non-executive Director	Han Jian	5/5	100%	11/11	100%
Independent non-executive Director	Sincere Wong	5/5	100%	11/11	100%
Former Directors					
Non-executive Director	Jiang Nan (resigned on 28 April 2023)	1/1	100%	2/2	100%
Non-executive Director	He Yamin (resigned on 9 June 2023)	1/2	50%	3/4	75%
Executive Director	Xie Wei ³ (resigned on 1 April 2024)	5/5	100%	11/11	100%

Notes:

1. Mr. Song Liuyi was appointed as a non-executive Director, chairman of the Board and chairman of the Strategy and ESG Committee of the Company on 28 April 2023, and was re-designated from a non-executive Director to an executive Director since 19 October 2023.
2. Mr. Gan Yong was appointed as a non-executive Director and a member of the Remuneration and Nomination Committee of the Company on 9 June 2023.
3. Mr. Xie Wei resigned as an executive Director, the Chief Executive Officer and a member of the Strategy and ESG Committee of the Company on 1 April 2024.
4. Mr. Li Yulong was appointed as an executive Director, the Chief Executive Officer and a member of the Strategy and ESG Committee of the Company on 1 April 2024.
5. In accordance with code provision C.2.7 of Corporate Governance Code, the Chairman of the Board also held a meeting with the independent non-executive Directors in 2023.

CORPORATE GOVERNANCE REPORT

The Directors are given sufficient information both at meetings and at regular intervals so that they can maintain effective control over strategic, financial, operational, compliance and corporate governance issues. They also have unrestricted access to independent professional advice and the advice and services from the Company Secretary to ensure compliance with all procedures of the Board. The Company keeps minutes of each meeting of the Board and the subordinate committees, which are available to all Directors for review at any time.

The Company continuously updates all Directors on the latest developments regarding the Listing Rules and other applicable regulatory requirements to ensure compliance with the requirements by the Directors, and to maintain good corporate governance practices.

Chairman and Chief Executive Officer

The Company fully supports the division of responsibility between the Chairman of the Board and the Chief Executive Officer to ensure a balance of power and authority. Their respective responsibilities are clearly defined. The Chairman provides leadership and is responsible for the effective functioning of the Board in accordance with good corporate governance practice. The Chief Executive Officer focuses on implementing objectives, policies and strategies approved and delegated by the Board. During the year ended 31 December 2023, the posts of Chairman and Chief Executive Officer of the Company were held by Mr. Jiang Nan (resigned on 28 April 2023)/Mr. Song Liuyi (appointed on 28 April 2023) and Mr. Xie Wei (resigned on 1 April 2024), respectively. As at the date of this report, the posts of Chairman and Chief Executive Officer of the Company were held by Mr. Song Liuyi and Mr. Li Yulong (appointed on 1 April 2024), respectively. There is a clear division of power and responsibility between the Chairman and Chief Executive Officer.

Independent Non-executive Directors

For the year ended 31 December 2023 and up to the date of this report, the Board met the requirements of Rules 3.10 and 3.10A of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing no less than one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received written confirmation from each of the independent non-executive Directors in respect of his/her independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

Appointment and Re-election

The Board may from time to time appoint any person to be a Director either to fill a casual vacancy or as an additional Director. Any Director so appointed shall hold office only until the first annual general meeting of the Company after his/her appointment and shall then be eligible for re-election.

According to the articles of association of the Company adopted on 18 February 2022, which has become effective on the Listing Date (the “**Articles of Association**”), at each annual general meeting one-third of the Directors for the time being, or, if their number is not a multiple of three, then the number nearest to but greater than one-third, shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years.

Each of the Directors (including the non-executive Directors) has entered into an appointment letter with the Company. The term of office of executive Directors and non-executive Directors shall be three years after the date of appointment by the Board, and the term of office of independent non-executive Directors shall be three years after the Listing Date. They are subject to retirement and re-election in accordance with the provisions of the Articles of Association as mentioned above.

BOARD COMMITTEES

The Board has established the Audit Committee, the Remuneration and Nomination Committee and the Strategy and ESG Committee to oversee key aspects of its affairs.

In order to discharge their dedicated functions, each of our Board committees may seek professional advice if necessary and will be provided with sufficient resources at our cost.

The following lists out the membership and responsibilities of the Audit Committee, the Remuneration and Nomination Committee and the Strategy and ESG Committee.

CORPORATE GOVERNANCE REPORT

Audit Committee

The Board has established the Audit Committee since the Listing Date.

Membership and Responsibilities

The Audit Committee currently consists of two independent non-executive Directors, Dr. Chen Jieping (chairman of the Audit Committee) and Mr. Sincere Wong, and one non-executive Director, Ms. Qiao Xiaojie. Dr. Chen Jieping possesses appropriate professional qualifications on accounting or related financial management expertise as required under Rules 3.10(2) and 3.21 of the Listing Rules. None of the Audit Committee members is a member of the previous or existing auditor of the Company.

The terms of reference of our Audit Committee set out its authority, responsibilities, membership and frequency of meetings, which are posted on the Company's website and the Stock Exchange's website and are in compliance with the Corporate Governance Code. The primary duties of the Audit Committee include, among others, (i) assisting the Board in ensuring that our Group has an effective financial reporting, risk management and internal control system in compliance with the Listing Rules; (ii) overseeing the integrity of the financial statements of our Group; (iii) selecting, and assessing the independence and qualifications of, our Company's external auditor; (iv) ensuring effective communication between our Directors and the internal and external auditors of our Company; (v) providing advice and comments to our Board; and (vi) performing other duties and responsibilities as may be assigned by the Board.

In 2023, the financial reporting and control reviews undertaken by the Audit Committee included the following:

- reviewed the integrity and accuracy of the 2022 annual report, the 2023 interim report and formal announcements relating to the Group's financial performance;
- reviewed the 2023 work report and 2024 work plans for internal audit and internal control of the Company, confirmed the effectiveness of the internal audit and internal control functions, and carried out profound communication and discussion on strengthening the capacity building of internal audit teams and enhancing the feedback skills of internal audit work; and
- reviewed the annual audit plan and other significant issues within the terms of reference of the Audit Committee for 2023.

CORPORATE GOVERNANCE REPORT

The Audit Committee held three meetings in 2023. Participation in decision-making by each member is set out below:

Position	Name	Total number of resolutions	Resolution participation rate
Independent non-executive Director (Chairman of the Audit Committee)	Chen Jieping	3/3	100%
Non-executive Director	Qiao Xiaojie	3/3	100%
Independent non-executive Director	Sincere Wong	3/3	100%

The meetings attended by the chief financial officer, the qualified accountant and the auditor of the Company included the meetings concerning the review of the integrity and accuracy of the 2022 annual report and the 2023 interim report of the Company and the formal announcements relating to the Group's financial performance.

Remuneration and Nomination Committee

The Board has established the Remuneration and Nomination Committee since the Listing Date.

Membership and Responsibilities

The Remuneration and Nomination Committee currently consists of two independent non-executive Directors, Dr. Han Jian (chairman of the Remuneration and Nomination Committee) and Dr. Chen Jieping, and one non-executive Director, Mr. Gan Yong, which is in compliance with the requirements set out under Rules 3.25 and 3.27A of the Listing Rules.

The terms of reference of the Remuneration and Nomination Committee set out its authority, responsibilities, membership and frequency of meetings, which are posted on the Company's website and the Stock Exchange's website and are in compliance with the Corporate Governance Code. The primary duties of the Remuneration and Nomination Committee include, among others, (i) establishing, reviewing and providing advices to our Board on our policy and structure concerning remuneration of our Directors and senior management and on the establishment of a formal and transparent procedure for developing policies concerning such remuneration; (ii) authorized by the board of directors to determine the terms of the specific remuneration package of each Director and senior management; (iii) reviewing and approving performance-based remuneration by reference to corporate goals and objectives resolved by our Directors from time to time; (iv) reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules; (v) reviewing the structure, size and composition of our Board on a regular basis and make recommendations to the Board regarding any proposed changes to the composition of our Board; (vi) identifying, selecting or making recommendations to our Board on the selection of individuals nominated for directorship, and ensure the diversity of our Board members; (vii) assessing the independence of our independent non-executive Directors; and (viii) making recommendations to our Board on relevant matters relating to the appointment, re-appointment and removal of our Directors and succession planning for our Directors.

CORPORATE GOVERNANCE REPORT

In 2023, the work of the Remuneration and Nomination Committee included the following:

- to nominate Directors and senior management to the Board in accordance with the policies and procedures relating to the nomination of Directors and with due regard to the selection and recommendation criteria such as gender, age, cultural and educational background, professional experience, skills and knowledge;
- to determine the remuneration packages for Directors and senior management based on the Company's performance and with reference to market levels, and to evaluate the performance of executive Directors and approve the terms of executive Directors' service contracts; and
- to consider human resources related systems and submit them to the Board for consideration.

The Remuneration and Nomination Committee held a total of 1 meeting and entered into 5 written resolutions in 2023. Resolution participation of each member is set out below:

Position	Name	Total number of resolutions	Resolution participation rate
Independent non-executive Director (Chairman of the Remuneration and Nomination Committee)	Han Jian	6/6	100%
Independent non-executive Director	Chen Jieping	6/6	100%
Non-executive Director	Gan Yong ¹	4/4	100%
<i>Former Committee Member</i>			
Non-executive Director	He Yamin ²	1/1	100%

Notes:

1. Mr. Gan Yong was appointed as a non-executive Director and a member of the Remuneration and Nomination Committee of the Company on 9 June 2023.
2. Ms. He Yamin resigned as a non-executive Director and a member of the Remuneration and Nomination Committee of the Company on 9 June 2023.

CORPORATE GOVERNANCE REPORT

The remuneration of the senior management (excluding executive Directors) during the year falls within the following bands:

Remuneration	Number of Individuals
Below HK\$1 million	2
Above HK\$1 million	1

Please refer to the sections headed “Corporate Governance Report – Nomination Policy and Procedures”, “Directors’ Report – Remuneration of Directors and Senior Management” and “Management Discussion and Analysis – Employees and Remuneration Policies and Employee Diversity” for details of the policies and procedures adopted for the nomination of Directors, the Directors’ remuneration policies implemented by the Remuneration and Nomination Committee and employee diversity during the year.

Strategy and ESG Committee

The Strategy and Investment Committee was changed to the Strategy and Environmental, Social and Governance Committee (the “**Strategy and ESG Committee**”) by a resolution of the Board on 2 June 2022.

Membership and Responsibilities

The Strategy and ESG Committee currently consists of three executive Directors, Mr. Song Liuyi (chairman of the Strategy and ESG Committee), Mr. Li Yulong and Ms. Zhou Liye, and one independent non-executive Director, Mr. Sincere Wong.

The primary duties of the Strategy and ESG Committee include: (i) formulating the Group’s development strategies, formulating and regularly reviewing the Company’s ESG vision, objectives, strategies and policies; (ii) considering investment projects involving the establishment, acquisition and disposal of property management companies and upstream and downstream businesses with substantial businesses; (iii) considering asset-heavy investment projects of value-added business; (iv) considering the matters in relation to the capital expenditure on technology systems regarding intelligent management, and matters with a single expenditure amounting to or exceeding RMB10 million; (v) studying major strategic cooperation projects; (vi) monitoring the Company’s ESG risk management, material issues, target progress, and communication with stakeholders; (vii) reviewing the Company’s annual ESG report for the Board’s consideration, approval and disclosure; and (viii) performing other duties and responsibilities as assigned by the Board.

In 2023, the work of the Strategy and ESG Committee includes the following:

- reviewing the Company’s 2022 ESG report; and
- reviewing investment projects and other matters that fall within the scope of responsibilities of the Strategy and ESG Committee.

CORPORATE GOVERNANCE REPORT

The Strategy and ESG Committee entered into 3 written resolutions in 2023. Participation in decision-making by each member is set out below:

Position	Name	Total number of resolutions	Resolution participation rate
Executive Director	Song Liuyi ¹	2/2	100%
Executive Director	Zhou Liye	3/3	100%
Independent non-executive Director	Sincere Wong	3/3	100%
<i>Former Committee Member</i>			
Non-executive Director	Jiang Nan ²	1/1	100%
Executive Director	Xie Wei ³	3/3	100%

Notes:

1. Mr. Song Liuyi was appointed as a non-executive Director, chairman of the Board and chairman of the Strategy and ESG Committee of the Company on 28 April 2023, and was re-designated to an executive Director on 19 October 2023.
2. Mr. Jiang Nan resigned as a non-executive Director, chairman of the Board and chairman of the Strategy and ESG Committee of the Company on 28 April 2023.
3. Mr. Xie Wei resigned as an executive Director, the Chief Executive Officer and a member of the Strategy and ESG Committee of the Company on 1 April 2024.
4. Mr. Li Yulong was appointed as an executive Director, the Chief Executive Officer and a member of the Strategy and ESG Committee of the Company on 1 April 2024.

CORPORATE GOVERNANCE REPORT

EXTERNAL AUDITOR AND AUDITOR'S REMUNERATION

Ernst & Young, Hong Kong, Certified Public Accountants, were engaged as the Company's external auditor for the year ended 31 December 2023. There had been no change in auditor of the Company in the past four years. External auditor may provide certain non-audit services to the Group as long as these services do not involve any management or decision making functions for and on behalf of the Group, or performing self-assessment or action as an advocacy role for the Group. Before any engagement with external auditor for non-audit services, external auditor must comply with the independence requirements under Code of Ethics for Professional Accountants issued by Hong Kong Institute of Certified Public Accountants. The statement of the independent auditor of the Company about their reporting responsibilities on the financial statements is set out in the Independent Auditor's Report of this report.

During the year ended 31 December 2023, the remunerations paid or payable to the accounting firm regarding the audit and non-audit services are set out as follows:

	RMB'000
Audit services	2,450
Non-audit services:	
Review and other services	750
Consulting services	88
Total	3,288

Anti-Money Laundering Policy

The anti-money laundering policy is in place to combat money laundering and terrorist financing activities, and formalise such procedures and systems. Compliance of the policy by internal control departments is monitored and administered by the Risk Management and Audit Department.

INTERNAL CONTROL AND RISK MANAGEMENT

Risk Management and Internal Control

The Company is of the view that effective risk management and internal control system are integral and indispensable to the Company's achievement of long term business growth and sustainable development. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

In 2023, the Company continued to carry out efficient and independent internal control, optimize the governance environment, improve the control level, and promote the operation and management of the Company to meet the requirements of the Company's overall strategic objectives.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control systems. The Board acknowledges its responsibility for risk management and internal control systems and is responsible for reviewing the effectiveness of the Group's risk management and internal control systems.

The Audit Committee assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems.

Risk Management Structure of the Company

The comprehensive risk management works are managed by the Company on a hierarchical basis and this framework includes the general manager of the Company, functional departments at the headquarters of the Company and its subordinate companies, and the audit and legal department.

CORPORATE GOVERNANCE REPORT

The general manager (the decision-making level) guides the Company's comprehensive risk management works and ensures that the Company establishes and maintains suitable and effective risk management and internal control systems. The general manager is held accountable for the effectiveness of the comprehensive risk management.

Functional departments at the headquarters of the Company and its subordinate companies (the implementation level) are responsible for the identification, evaluation, report analysis and handling work for comprehensive risk management, and responsible for pushing forward and implementing specific risk management measures as well as monitoring various risks of the business.

The audit and legal department (the supervision level) is responsible for establishing a sound supervision and evaluation system of comprehensive risk management to facilitate supervision and evaluation.

The Company has in place comprehensive internal audit functions and, through its internal control department, conducts regular audits, including economic duty audit, compliant operation audit and special audit where the scope of audits covers all aspects including the implementation of the Group's internal regulations and procedures, finance, cost, tender and procurement, project quality, strategic operations and HSE management to prevent assets from inappropriate use. The Company also maintains proper accounts and ensures that relevant regulations are complied with. In 2023, the internal audit department of the Company carried out 2 economic duty audits, 2 special audits, 1 operational audit and 4 trainings.

Internal Control

The Company has formulated a complete internal control system, which is revised and updated by each sub-line of functional departments at the headquarters, including 400 policies and procedures and 772 record lists in 24 categories on administration, legal management, brand management, purchasing management, planned operation and management, HSE management, system management, financial management, data management,

party and mass administration, human resources management, engineering management, basic property management business management, investment business management, business management, risk control management, corporate governance and innovation customer research. In 2023, a total of 105 systems were added/revised, 183 records were added/revised and 30 appendices were added/revised.

In 2023, the Company formulated the "Contract Management Rules 《合同管理細則》" and the "Reference Guidelines for Review of Common Contract Points 《常用合同要點審查參考指引》". The Rules further standardize the requirements for contract management and clarify the application of contract templates, the expression of contract terms and the key points for contract approval; at the same time, the Rules further improve the matters relating to contract conclusion, contract performance, contract modification and contractual dispute resolution, thereby enhancing the ability to control risks in advance. The Reference Guidelines expressly stipulate the approval responsibilities of relevant departments in contract approval to prevent the "formalization" of contract approval. Meanwhile, the Reference Guidelines set out the key points for contract review that are commonly seen in daily business as well as examples of relevant mandatory clauses, which provide an important guideline to enhance the quality of contract review and safeguard the security of business transactions. In addition, the Company amended the "Management Measures for Internal Control Evaluation of Jinmao Services 《金茂服務內部控制評價管理辦法》" to further refine the internal control evaluation process and the necessary contents of the internal control evaluation report.

In particular, the Strategy and ESG Committee under the Board assisted in and supervised the development of the Company and the implementation of ESG work, and determined the major ESG management issues such as ESG-related risks and opportunities of the Company that had been assessed and identified; monitored ESG management risks, progress of key issues and targets, and communication with stakeholders, etc.; and continuously controlled and managed risks to improve the efficiency and standards of the Company's risk management.

CORPORATE GOVERNANCE REPORT

The management has confirmed to the Board and the Audit Committee on the effectiveness and adequateness of the risk management and internal control systems for the year ended 31 December 2023.

The annual review is performed once a year by the Board and covers the risk management (including ESG risk) and internal control systems, the financial reporting and internal audit function and staff qualifications, experiences and relevant resources. The Board, as supported by the Audit Committee as well as the management report and the internal audit findings, reviewed the risk management and internal control systems, including the financial, operational and compliance controls, for the year ended 31 December 2023, and considered that such systems are effective and adequate with no significant areas of concern identified.

Inside Information

The Company has taken prudent measures in handling inside information, for which the Company has formulated effective confidentiality systems and measures, such as the formulation of the "Jinmao Services Inside Information Disclosure Management Standards" (《金茂服務內幕消息披露管理標準》), which provides that inside information shall be kept strictly confidential prior to public disclosure, among which the personnel who have access to inside information must ensure confidentiality of the information, and should not, in any manner, divulge the information of the Company to external parties without authorisation. Besides, consultants and intermediaries engaged by the Company shall enter into strict confidentiality agreements with the Company to ensure the inside information is properly handled. At the same time, any matters that constitute inside information must be reviewed and approved by the relevant Directors before the transactions can be effected and formally disclosed on the Stock Exchange.

Corporate Culture

The Company has established a corporate culture that is consistent with its long-term development objectives, values and strategies, including the corporate vision of realizing the dream of future human settlements and cities; the corporate mission of upholding long-termism and promoting long-term value growth; and the corporate core values of integrity and cooperation, customer orientation, entrepreneurship and innovation, and the pursuit of excellence. The Directors have always set an example with their own conduct and are committed to the promotion of corporate culture. During the reporting

period, organizations at all levels of the Company launched a rich variety of corporate culture-themed activities with reference to operational practices, and created a cultural atmosphere of hard work, compliant operation and active contribution through various kinds of evaluation, sharing and knowledge quiz activities, effectively enhancing the cohesion and combat power of all employees of the Company. The Board's supervision of the above culture covers a range of measures and approaches, including:

Proactive collaboration: The Group encourages collaboration among different business departments, teams and levels to better understand customer needs, promote collaboration and diversify thinking. This helps to stimulate innovation and creativity, and provides a good environment for employees to realize their full potential, thus contributing to the long-term performance and sustainable development of the Group.

Staff training: The Board oversees the establishment of a team with suitable talents and a culture related approach to share the Group's values and expectations with the staff. The Group is committed to providing employees with continuous training programs and career development opportunities, continuously strengthening employee empowerment, optimizing the multidimensional training system for employees in different business areas, different development stages and different job characteristics, and is committed to the construction of talent development echelon, so as to provide good support for the rapid growth of employees while ensuring the supply of talents.

Strict financial reporting: The Group implements a strict financial reporting system to provide stakeholders with accurate and transparent financial information. This commitment helps foster a culture of integrity, responsible and ethical behavior.

After considering various circumstances, the Board considers that the above culture is consistent with the Group's objectives, values and strategies.

DIVIDEND POLICY

The dividend policy incorporates the guidelines for the Board to determine whether to pay a dividend and the level of such dividend to be paid. In general, it is the policy of the Company to allow its shareholders to participate in the Company's profits whilst retaining adequate reserves for future growth.

CORPORATE GOVERNANCE REPORT

Normally, the Company pays dividend once a year, which is final dividend. The Board may also declare special dividends in addition to such dividends as it considers appropriate. The policy also contains a number of factors for which the Board has to consider in determining the frequency, amount and form of any dividend in any financial year/period, including the actual and expected financial performance of the Group, the economic conditions and other internal or external factors, the Group's business strategies and operations, the current and future liquidity position and capital requirements, etc. The Board may also consider the issuance of bonus shares on a basis as permitted by the applicable laws and regulations. The recommendation of the payment of dividend is subject to the absolute discretion of the Board, and any declaration of final dividend for the year will be subject to the approval of the shareholders.

The Board will continue to review and amend the dividend policy as appropriate and from time to time.

DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements of the Company for the year ended 31 December 2023. The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

The statement of the independent auditors of the Company about their reporting responsibilities on the financial statements is set out in the Independent Auditor's Report on pages 74 to 78.

COMPANY SECRETARY

Ms. Ho Wing Tsz Wendy has been appointed as the Company's company secretary. Ms. Ho is an executive director of corporate services division of Tricor Services Limited, a global professional services provider specializing in integrated business, corporate and investor services.

All Directors have access to the advice and services of the company secretary on corporate governance and board practices and matters. Ms. Zhou Liye, an executive Director, has been designated as the primary contact person at the Company, and she works and communicates with Ms. Ho on the Company's corporate governance

and secretarial and administrative matters. Ms. Zhou Liye and Ms. Ho Wing Tsz Wendy also serve as our Company's authorized representatives for the purpose of Rule 3.05 of the Listing Rules to serve as the Company's principal channel of communication with the Stock Exchange.

For the year ended 31 December 2023, Ms. Ho has undertaken not less than 15 hours of relevant professional training respectively in compliance with Rule 3.29 of the Listing Rules.

COMMUNICATION WITH SHAREHOLDERS/ INVESTOR RELATIONS

The Company believes that an efficient and transparent information disclosure mechanism can facilitate investors to understand the Group's business, trends and strategies in a timely and accurate manner, so as to reasonably evaluate the Company's value and enhance investors' confidence. The Company has adopted a shareholders' communication policy to ensure that shareholders and the public investors have timely access to information about the Company, including its financial performance, strategic objectives and schemes, significant developments and corporate governance, so as to enable shareholders to exercise their rights in an informed manner and to enhance communication among shareholders, the public investors and the Company.

To promote effective communication, the Company maintains the website www.jinmaowy.com and publishes up-to-date information on the Company's business operations and developments, financial information, corporate governance practices and other information on the website, available for public access. Latest information on the Group, including annual and interim reports, announcements and press releases, is updated on the Company's website in a timely fashion. The Company also makes timely disclosure of relevant information on the website of the Stock Exchange in accordance with the requirements of the Listing Rules. The Company will also hold annual general meeting and other shareholders' meetings. Meanwhile, in order to facilitate two-way communication between shareholders and potential investors and the Company, the Company has set up an investor relations email at ir_jmservices@sinochem.com to respond to enquiries from shareholders and the public.

CORPORATE GOVERNANCE REPORT

In 2023, we actively communicated with analysts and investors through results presentations and roadshows, and our management also actively participated in the communication with all parties. The 2022 Annual Results Presentation were broadcast live on the online platform, which were signed up and watched by many investors. We held the 2023 Interim Results Presentation in Hong Kong, facing investors and analysts directly, and received good feedback.

The Board also endeavours to maintain an on-going dialogue with our shareholders, uses annual general meetings or other general meetings to communicate with our shareholders in particular and encourages them to participate in these meetings. All annual general meeting materials including but not limited to circular, notice and proxy form will be sent to shareholders in time which contain all adequate information according to the Listing Rules.

The Company held an annual general meeting on 7 June 2023. At the annual general meeting, the Company considered and approved the audited financial statements, the report of the Directors and the auditor's report for the year ended 31 December 2022; declared the final dividend for the year ended 31 December 2022; re-elected Mr. Song Liuyi, Dr. Chen Jieping, Dr. Han Jian and Mr. Sincere Wong as Directors of the Company; authorised the Board of the Company to determine the respective Directors' remuneration; re-appointed Ernst & Young as the auditor of the Company and authorised the Board to determine its remuneration; and considered and approved the general mandate to issue shares and repurchase shares. Except for Ms. He Yamin, a non-executive director who was unable to attend due to other business engagements, all other Directors attended the annual general meeting held on 7 June 2023.

The Company held an extraordinary general meeting on 22 December 2023, at which the continuing connected transaction framework agreements between the Company and China Jinmao and Sinochem Holdings were considered and approved. Except for Mr. Song Liuyi and Mr. Xie Wei (resigned on 1 April 2024), executive Directors, and Ms. Qiao Xiaojie and Mr. Gan Yong,

non-executive Directors, who were unable to attend due to other official duties, all remaining Directors attended the extraordinary general meeting held on 22 December 2023.

We will continue to strengthen communications with investors, strive for wider coverage and more recommendations to enhance investors' recognition, confidence and loyalty in the Company and to safeguard the interests of our Shareholders.

The Company has reviewed its shareholders' communication policy during the year and is of the view that the Company has provided shareholders and investors with various channels for them to understand the Group's business and operations, as well as channels for them to express their views and comments. The Company has also actively responded to the feedback from shareholders and investors. On this basis, the Company considers that the shareholders' communication policy implemented during the year was adequate and effective.

SHAREHOLDERS' RIGHT

To safeguard shareholders' interests and rights, a separate resolution is proposed for each matter to be considered at general meetings, including the election of individual Directors. All resolutions put forward at general meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of the Company and of the Stock Exchange after each general meeting.

Shareholders may refer to the Articles of Association for details of their rights.

Procedures for shareholders to convene a general meeting

General meetings may be convened by the Board on requisition of shareholder(s) of the Company representing at least 5% of the total voting rights of all the shareholders having a right to vote at general meetings or by such shareholder(s) who made the requisition (as the case may be) pursuant to Sections 566 and 568 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the "Companies Ordinance"). Shareholders should follow the requirements and procedures as set out in the Companies Ordinance for convening a general meeting.

CORPORATE GOVERNANCE REPORT

Procedures for putting forward proposals at general meetings

Pursuant to Sections 580 and 615 of the Companies Ordinance, shareholders representing at least 2.5% of the total voting rights of all shareholders, or at least 50 shareholders (as the case may be) who have a right to vote at the relevant general meeting, may put forward proposals for consideration at a general meeting by sending requests in writing to the Company. Shareholders should follow the requirements and procedures as set out in the Companies Ordinance for circulating a resolution for general meeting.

Shareholders' enquiries

If the shareholders are in any doubt about their shareholdings, the shareholders shall inquire the Company's share registrar directly. Shareholders and the investment community may at any time make a request for the Company's information to the extent that such information is publicly available. Shareholders may also make enquiries to the Board by writing to the Company at the Company's registered office in Hong Kong at Room 4702-03, 47/F, Office Tower Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong or at the Company's principal place of business in the PRC at 6/F, YouAn International Tower, Unit 2, Xitieying Middle Ave, Fengtai, Beijing, the PRC.

CONSTITUTIONAL DOCUMENTS

In preparation for the Listing, the Company has adopted the Articles of Association pursuant to a special resolution passed by the shareholders on 18 February 2022. Since then, the Company has not made any changes to its Articles of Association. An up-to-date version of the Company's Articles of Association is also available on the Company's website and the Stock Exchange's website.

On behalf of the Board

SONG Liuyi

Chairman

DIRECTORS' REPORT

The Board hereby submits its report and the audited financial statements of the Group for the year ended 31 December 2023.

Principal Business

The principal activity of the Company is investment holding. The activities of its principal subsidiaries are the provision of property management services in the PRC, details of which are set out in note 1 to the consolidated financial statements. The Group is engaged in three business lines, namely (i) property management services, (ii) value-added services to non-property owners, and (iii) community value-added services.

Annual General Meeting

The forthcoming annual general meeting of the Company (the "2023 AGM") will be held on Wednesday, 5 June 2024, and the notice of the 2023 AGM will be published and dispatched to the shareholders in the manner as required by the Listing Rules in due course.

The register of members of the Company will be closed from Friday, 31 May 2024 to Wednesday, 5 June 2024, both dates inclusive, during which period no transfer of shares will be registered. To determine the persons eligible for attending and voting at the 2023 AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 30 May 2024.

Results and Dividends

The results of the Group for the year ended 31 December 2023 are set out in the consolidated statement of profit or loss of this report.

The state of affairs of the Group as at 31 December 2023 is set out in the consolidated statement of financial position of this report.

The Board recommended the payment of a final dividend of HK\$0.17 per ordinary share of the Company for the year ended 31 December 2023. The final dividend is subject to approval by the shareholders of the Company at the 2023 AGM, which is expected to be paid on or around Monday, 26 August 2024 to the shareholders whose names appeared on the register of members of the Company after the close of business on Friday, 14 June 2024.

The register of members of the Company will be closed, for the purpose of determining shareholders' entitlement to the proposed final dividend, from Wednesday, 12 June 2024 to Friday, 14 June 2024, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 11 June 2024.

As of the date of this report, there was no arrangement under which a shareholder had waived or agreed to waive any dividends.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES OR DEBENTURES

Save as disclosed below, as of 31 December 2023, none of the Directors and chief executives of the Company had any interests and short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were required, pursuant to section 352 of the SFO, to be recorded in the register required to be kept by the Company, or which were required, pursuant to the Model Code as set out in the Listing Rules, to be notified to the Company and the Stock Exchange.

DIRECTORS' REPORT

Interest in the shares or underlying shares of our Company

Interests in our Company

Name of Director/ chief executive of our Company	Capacity/ Nature of interest	Number of shares held	Approximate % shareholding interest in our Company
Song Liuyi	Beneficial owner	45,317 (L)	0.005%

Interests in our associated corporations

Name of Director/chief executive of our Company	Name of associated corporation	Capacity/ Nature of interest	Number of shares held in the associated corporation	Number of underlying shares held in the associated corporation ⁽¹⁾	Approximate % shareholding interest in the associated corporation ⁽²⁾
Song Liuyi	China Jinmao	Beneficial owner	3,500,000	2,000,000(L)	0.041%
Xie Wei ⁽³⁾	China Jinmao	Beneficial owner	–	2,000,000(L)	0.015%
Zhou Liye	China Jinmao	Beneficial owner	–	1,000,000(L)	0.007%
Qiao Xiaojie	China Jinmao	Beneficial owner	–	1,334,000(L)	0.010%
Gan Yong	China Jinmao	Beneficial owner	–	500,000(L)	0.004%

Notes:

The Letter "L" denotes the entity's long position in the shares.

- This refers to underlying shares covered by share options granted pursuant to the share option scheme of China Jinmao, such options being unlisted physically settled equity derivatives.
- This represents the percentage of the aggregate long positions in the shares and underlying shares to the total number of issued shares of China Jinmao as at 31 December 2023.
- Mr. Xie Wei resigned as an executive Director of the Company on 1 April 2024.

Save as disclosed above, as at 31 December 2023, none of the Directors or chief executives of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations as recorded in the register which were required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Save as disclosed above, none of the Directors or their spouses or children under the age of 18 had been granted any right to subscribe for the equity or debt securities of the Company or any of its associated corporations, or had exercised any such right for the year ended 31 December 2023.

Deed of Non-Competition with China Jinmao and Directors' Interest in Competing Business

To protect our Group from potential competition in the future with respect to our provision of property management business, China Jinmao has entered into a deed of non-competition in favour of our Company (for itself and as trustee for each of the members of our Group) on 21 February 2022 (the "**Deed of Non-Competition**"). For details, please refer to the section headed "Relationship with China Jinmao – Deed of Non-Competition" in the Prospectus.

In compliance with the Deed of Non-Competition, China Jinmao has made an annual declaration on its compliance with the Deed of Non-Competition. In addition, our independent non-executive Directors have conducted an annual review of the implementation of the Deed of Non-Competition and confirmed that no non-compliance by China Jinmao with the undertakings in the Deed of Non-Competition has been identified. As of 31 December 2023, the Company is not aware of any other matters regarding the compliance of the undertakings in the Deed of Non-Competition that are required to be brought to the attention of the shareholders of the Company.

During the year, none of the Directors or their respective close associates (as defined in the Listing Rules) had any interest in a business that competed or was likely to compete, either directly or indirectly, with the business of the Group, other than holding overlapping position(s) in China Jinmao (in particular, Ms. Qiao Xiaojie being the executive director and the chief financial officer of China Jinmao; Mr. Gan Yong being the general manager of the human resources department (Party Committee Organization Department) of China Jinmao).

Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares

As at 31 December 2023, so far as is known to the Directors, the following persons, not being a Director or chief executive of the Company, had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name of Shareholder	Capacity	Number of Shares ⁽¹⁾	Approximately percentage of issued shares
China Jinmao	Beneficial owner	608,319,969(L)	67.28%(L)
Sinochem Hong Kong (Group) Company Limited (" Sinochem Hong Kong ")	Interest in controlled corporation ⁽²⁾ Beneficial owner	608,319,969(L) 67,616,133(L)	67.28%(L) 7.48%(L)
Sinochem Corporation (" Sinochem Corporation ")	Interest in controlled corporation ⁽²⁾	675,936,102(L)	74.76%(L)
Sinochem Group	Interest in controlled corporation ⁽²⁾	675,936,102(L)	74.76%(L)
Sinochem Holdings	Interest in controlled corporation ⁽²⁾	675,936,102(L)	74.76%(L)

DIRECTORS' REPORT

Notes:

- (1) The Letter "L" denotes the entity's long position in the shares.
- (2) Sinochem Holdings holds the entire equity interests in Sinochem Group, which in turn holds 98% interest in Sinochem Corporation. Sinochem Corporation holds the entire equity interests in Sinochem Hong Kong, which in turn holds an approximately 37.09% interest in China Jinmao as of 31 December 2023. For the purpose of the SFO, Sinochem Holdings, Sinochem Group, Sinochem Corporation and Sinochem Hong Kong are all deemed to be interested in the shares of the Company beneficially owned by China Jinmao, and Sinochem Holdings, Sinochem Group and Sinochem Corporation are all deemed to be interested in the shares beneficially owned by Sinochem Hong Kong.
- (3) The calculation is based on the total number of issued shares of the Company (i.e. 904,189,000 shares).

Save as disclosed above, as at 31 December 2023, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no person (not being a Director or chief executive of the Company) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Share Option Scheme and Share Award Scheme

As at the date of this report, the Company has not adopted any share option scheme and share award scheme.

Equity-linked Agreement

No equity-linked agreements that will or may result in the Company issuing shares or that require the Company to enter into any agreements that will or may result in the Company issuing shares were entered into by the Company during the year ended 31 December 2023 or subsisted as at 31 December 2023.

Reserves and Distributable Reserves

Details of movements in the reserves of the Company for the year ended 31 December 2023 are set out in note 34 to the consolidated financial statements of this report. As at 31 December 2023, the reserves of the Company available for distribution, calculated in accordance with the provisions of Sections 291, 297 and 299 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), amounted to approximately RMB142.9 million.

Donations

For the year ended 31 December 2023, the Group made charitable donations and other donations totaling RMB150,000 (2022: RMB32,170).

Audit Committee

The Audit Committee of the Company, comprising Dr. Chen Jieping as chairman and Mr. Sincere Wong and Ms. Qiao Xiaojie as members, has reviewed, together with the participation of the management, the accounting principles and practices adopted by the Group and discussed auditing and financial reporting matters including the review of the annual results and audited financial statements of the Group for the year ended 31 December 2023.

Employees and Remuneration Policies

Please refer to the section headed "Management Discussion and Analysis – Employees and Remuneration Policies and Employee Diversity".

Pension Plan

Full-time employees of the Company are covered by various government-sponsored pension plans, under which the employees are entitled to a monthly pension based on certain formulae. These government agencies are responsible for the pension liability to these employees upon retirement. The Company contributes on a monthly basis to these pension plans. All contributions made under the government-sponsored pension plans described above are fully attributable to employees at the time of the payment and the Company is unable to forfeit any amounts contributed by it to such plans.

Subsidiaries

Details of the Company's principal subsidiaries as at 31 December 2023 are set out in note 1 to the financial statements.

Significant Investments, Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures

Acquisition of Runwu Jiaye

On 18 January 2024, Jinmao PM and Liu Wenbin, Feng Bo and Shi Jin (collectively, the "Vendors") and Runwu Jiaye and Beijing Shengrui, a non-wholly owned subsidiary of Runwu Jiaye, entered into an equity transfer agreement, pursuant to which the Vendors agreed to sell and Jinmao PM agreed to acquire the entire equity interest in Runwu Jiaye for a total cash consideration of RMB323,800,000 (subject to adjustments) (the "Acquisition"). Upon completion of the Acquisition, Runwu Jiaye has become an indirect wholly-owned subsidiary of the Company.

Runwu Jiaye carries out business principally through Beijing Shengrui and its subsidiaries, engaging mainly in the provision of property management and related services and hotel operation in the PRC. The projects under management and the projects to be managed by the Runwu Jiaye and its subsidiaries under existing

contracts are mainly middle to high-end residential and commercial projects, which is in line with the Group's strategic positioning of managing upscale projects, and the geographical distribution of these projects is highly integrated with the projects under management of the Group, which is conducive to regional intensive management, achieving economies of scale and creating synergies. The various villas, commercial properties and office buildings under management and to be managed by Runwu Jiaye and its subsidiaries under existing contracts will facilitate the Group to enhance its brand and expertise in the area of property services for villas in core cities and commercial projects. In addition, Runwu Jiaye and its subsidiaries have good business structures and a high proportion of revenue from property management services. The acquisition of the Runwu Jiaye is conducive to further strengthening the non-cyclical business of the Company.

Part of the consideration for the Acquisition in the amount of HK\$139.1 million was paid in cash by using such part of the net proceeds from the Global Offering that was re-allocated for the acquisition of property management companies, and the remaining part was paid by the Group with its own funds. For details of the Acquisition, please refer to the announcement of the Company dated 18 January 2024.

Save as disclosed in this report, there were no other significant investments held, material acquisitions or disposals of associates and joint ventures by the Company during the year ended 31 December 2023 and up to the date of this report.

Future Plans for Material Investments or Capital Assets Acquisitions

The Group has utilised and will continue to utilise the net proceeds raised from the Global Offering according to the plans set out in the section headed "Management Discussion and Analysis – Use of proceeds from the Global Offering" in this report. Save as disclosed herein, the Company did not have other plans for material investments or capital assets acquisitions as at the date of this report.

DIRECTORS' REPORT

Contracts between the Company and its Controlling Shareholders

China Jinmao is the controlling shareholder of the Company and Sinochem Holdings is the ultimate controlling shareholder of China Jinmao. Details of the significant contracts entered into between Sinochem Holdings or its subsidiaries and the Company or its subsidiaries, which are mainly connected transactions, continuing connected transactions between them, are set out in the "Connected Transactions" and "Continuing Connected Transactions" below. Save as disclosed in this report, no contract of significance, whether for provision of service or otherwise, has been entered into between the Company or any of its subsidiaries and the controlling shareholders or any of the controlling shareholders' subsidiaries during the year ended 31 December 2023.

Indebtedness

As at 31 December 2023, we had no outstanding borrowings. We had lease liabilities of approximately RMB135.6 million as at 31 December 2023.

Property, Plant and Equipment

Details of the movements in the property, plant and equipment of the Group for the year ended 31 December 2023 are set out in note 13 to the financial statements. No assets of the Group were charged during the year ended 31 December 2023.

Principal Properties

For the year ended 31 December 2023, the Group does not hold any properties for development and/or sale or for investment purposes of which the percentage ratios exceeds 5%.

Management Contract

No contracts, other than labour contracts, concerning the management and administration of the whole or any substantial part of the business of the Group were entered into or existed during the year ended 31 December 2023.

Key Relationships with Employees, Customers and Suppliers

Details of the key relationships between the Company and its employees, customers and suppliers are set out in the paragraphs headed "Management Discussion and Analysis – Employees and Remuneration Policies and Employee Diversity" and "Directors' Report – Major Customers and Suppliers" in this report.

Share Capital

Details of the movements in share capital of the Company for the year ended 31 December 2023 are set out in note 25 to the financial statements.

DIRECTORS' REPORT

Directors

For the year ended 31 December 2023 and as at the date of this report, the Directors of the Company are:

	APPOINTMENT/RESIGNATION DATE
Executive Directors	
Mr. Song Liuyi* (Chairman)	Appointed on 28 April 2023
Mr. Li Yulong	Appointed on 1 April 2024
Ms. Zhou Liye	Appointed on 26 August 2021
Mr. Jiang Nan	Resigned on 28 April 2023
Mr. Xie Wei	Resigned on 1 April 2024
Non-executive Directors	
Ms. Qiao Xiaojie	Appointed on 26 August 2021
Mr. Gan Yong	Appointed on 9 June 2023
Ms. He Yamin	Resigned on 9 June 2023
Independent non-executive Directors	
Dr. Chen Jieping	Appointed on 10 March 2022
Dr. Han Jian	Appointed on 10 March 2022
Mr. Sincere Wong	Appointed on 10 March 2022

Note*: Mr. Song Liuyi was appointed as a non-executive Director, Chairman of the Board and Chairman of the Strategy and ESG Committee of Jinmao Services on 28 April 2023 and was re-designated from a non-executive Director to an executive Director since 19 October 2023.

The list of Directors (by category) is also disclosed in all corporate communications issued by the Company pursuant to the Listing Rules from time to time.

To the best knowledge of the Company, there is no relationship (including financial, business, family or other material/relevant relationship(s)) among the members of the Board.

In accordance with the Articles of Association of the Company, Mr. Li Yulong, Ms. Qiao Xiaojie, Ms. Zhou Liye and Mr. Gan Yong will retire at the forthcoming annual general meeting of the Company and, being eligible, will offer themselves for re-election.

None of the Directors who are proposed for re-election at the forthcoming annual general meeting has a service contract with the Company or any of its subsidiaries which is not determinable within one year without payment of compensation, other than statutory compensation.

During the year ended 31 December 2023 and up to the date of this report, the list of Directors of the Company's subsidiaries is available on the Company's website at www.jinmaow.com.

DIRECTORS' REPORT

Directors' and Senior Management's Biographies

Biographical details of the Directors and the senior management of the Group are set out in the section headed "Directors and Senior Management" of this report.

Remuneration of Directors and Senior Management

The remuneration of the Directors and senior management of the Company are determined by the Remuneration and Nomination Committee by reference to the Company's operating results, market rate and individual performance. In particular, the Remuneration and Nomination Committee will consider factors such as (i) salaries paid by comparable companies, time commitment and responsibilities and employment conditions of the Group; (ii) appointment and termination terms for Directors and senior management to ensure they are fair; (iii) compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure they are reasonable and appropriate; (iv) company culture and other non-financial key performance indicators; and (v) whether the remuneration package for an independent non-executive Director may affect his/her objectivity and independence. No Director is allowed to take part in deciding his/her own remuneration.

For the year ended 31 December 2023, details of the remuneration of the Directors and senior management of the Company are set out in notes 8, 9 and 30 to the financial statements. There was no arrangement under which a Director waived or agreed to waive any remuneration during the year ended 31 December 2023.

Interests of the Directors in Contracts

Save as disclosed in this report, no Directors (or their connected entities) had any direct or indirect material interests in any transactions, arrangements or contracts of significance to the business of the Group to which the Company or any of its subsidiaries was a party as at 31 December 2023 or at any time during the year ended 31 December 2023.

Changes in Directors' Information

The changes in the Directors' information as required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules for the year ended 31 December 2023 and up to the date of this report are set out below:

- On 15 August 2023, Dr. Chen Jieping resigned as an independent director of Milkyway Chemical Supply Chain Service Co., Ltd. (密爾克衛化工供應鏈服務股份有限公司).
- Since September 2023, Mr. Gan Yong has served as the general manager of the Human Resources Department (Party Committee Organization Department) of China Jinmao.
- Since October 2023, Mr. Song Liuyi ceased to serve as an executive director of Shanghai Chentuo Investment Consulting Co., Ltd. (上海晨拓投資諮詢有限公司), a subsidiary of China Jinmao.
- On 18 October 2023, Mr. Sincere Wong resigned as an independent non-executive director of Bank of Gansu Co., Ltd..

Sufficiency of Public Float

Based on the information that is publicly available to the Company and to the knowledge of the Board, the Board confirms that the Company has maintained the public float as required by the Listing Rules as at the date of this report.

Directors' Rights to Subscribe Share

Save as disclosed in this report, no arrangements to which the Company or its controlling shareholder or any of their respective subsidiaries is a party, whose purposes are, or one of whose purposes is, to enable any Director to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, subsisted as at 31 December 2023 or at any time during the year ended 31 December 2023.

Purchase, Sale or Redemption of the Company's Listed Securities

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2023.

Major Customers and Suppliers

We have a large, growing and loyal customer base primarily consisting of (i) property owners and residents using our property management and community value-added services, (ii) property developers using our value-added services to non-property owners and property management services, and (iii) other customers such as advertising companies using our community value-added services.

For the year ended 31 December 2023, the five largest customers of the Group accounted for approximately 35.5% of the total revenue, while the largest customer accounted for approximately 31.5% of the total revenue.

China Jinmao is the controlling shareholder of our Company for the purpose of the Listing Rules. Sinochem Holdings is an indirect controlling shareholder of China Jinmao and consolidates the accounts of China Jinmao and its subsidiaries. When calculating our five largest customers for the year ended 31 December 2023, we aggregated revenue contribution from customers under common control and their subsidiaries, joint ventures and associates.

As a result, our single largest customer for the year ended 31 December 2023 was Sinochem Holdings and its subsidiaries, joint ventures and associates, which include China Jinmao and its subsidiaries (excluding our Group), joint ventures and associates. For further details, please refer to note 30 to the financial statements in this report.

Save as disclosed above, none of the Directors of the Company or any of their close associates or any shareholders (which, to the best knowledge of the Directors, owns more than 5% of the number of issued shares of the Company) had any beneficial interest in the Group's five largest customers.

For the year ended 31 December 2023, most of our five largest suppliers were sub-contractors providing cleaning services and security services as well as power suppliers.

For the year ended 31 December 2023, the five largest suppliers of the Group accounted for approximately 28.6% of the total purchases, while the largest supplier accounted for approximately 20.3% of the total purchases.

None of the Directors of the Company or any of their close associates or any shareholders (which, to the best knowledge of the Directors, owns more than 5% of the number of issued shares of the Company) had any beneficial interest in the Group's five largest suppliers.

Business Review

A review of the business of the Group during the year ended 31 December 2023, a description of the principal risks and uncertainties that the Group may be facing, a discussion on the Group's future business development and an analysis of the Group's performance during the year ended 31 December 2023 using key financial performance indicators are contained in the sections headed "Management Discussion and Analysis" and "Directors' Report – Principal Risks and Uncertainties" of this report.

DIRECTORS' REPORT

Environmental Policies and Performance

The Group has always practiced the philosophy of green and low-carbon sustainable development by fully implementing ecological and environmental protection. To minimize the impact on the environment and natural resources generated from the operation of the Group, the Group has formulated relevant documents such as the "Operation Guide for Energy Conservation and Emission Reduction", "Operation Guide for Waste Management", "Environmental Protection Management Measures", "Chemical Safety Management Standard", "Solid Waste Management" in a bid to continue to improve the environmental management system. By carrying out maintenance of green plants in parks according to regions and seasons, the Group conducted road cleaning, disinfected and killed "Four Pests" – mosquitoes, flies, cockroaches and mice. The Group had in place extensive resource recovery and energy saving initiatives in its offices and branch premises (including their offices). The Group also took the initiatives to promote the concept and behavior of low-carbon life, organized various types of environmental protection public welfare activities and published relevant festival articles, posters and videos utilizing social media platforms such as the Company's official website and official WeChat account to convey low-carbon knowledge and promote the concept of energy conservation.

A separate Environmental, Social and Governance Report for the year ended 31 December 2023 has been published on the websites of the Company and the Stock Exchange in compliance with ESG Reporting Guide as set out in Appendix C2 to the Listing Rules.

Compliance with Relevant Laws and Regulations

The Group has complied with the requirements under the Companies Ordinance, the Listing Rules, and the SFO for, among other things, the disclosure of information and corporate governance. The Group has also complied with other relevant laws and regulations that have a significant impact on the Group's operations.

The Company has formulated the comprehensive administration standards and approval procedures for legal affairs and continued to revise them for improvement. In addition, the Company organised legal

publicity trainings for employees, which introduced the major risks that the Company should focus on and put forward legal risk prevention and control suggestions, so as to ensure continuously effective operation of the legal risk prevention and control system of the Company by making sure that the employees of the Company are aware of and in compliance with the relevant laws and regulations, and acknowledge related major risks and solutions when discharging their duties. During the year ended 31 December 2023, as far as the Company is aware, there was no material breach of or non-compliance with applicable laws and regulations by our Group that has a significant impact on the business and operations of the Group.

Permitted Indemnity Provision

Pursuant to the Articles of Association of the Company, every Director, company secretary or other officer of the Company shall be entitled to be indemnified by the Company against all costs, charges, losses, expenses and liabilities (to the fullest extent permitted by the Companies Ordinance) which he may incur in the execution and discharge of his duties or in relation thereto. The Company has taken out insurance against all loss and liabilities associated with defending any proceedings which may be brought against Directors and other officers of the Company. As at the date of this report and during the year ended 31 December 2023, the permitted indemnity provision for the benefit of the Directors remained in force.

Related Party Transactions

Details of the related party transactions undertaken in the normal course of business are provided under note 30 to the consolidated financial statements of this report.

Save as disclosed below, during the reporting period, none of the related party transactions constituted a connected transaction or continuing connected transaction that is subject to independent shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the Listing Rules.

DIRECTORS' REPORT

CONNECTED TRANSACTIONS

Transactions between members of the Group and the Company's connected persons have become connected transactions or continuing connected transactions of the Company under Chapter 14A of the Listing Rules. Details of the non-exempt continuing connected transactions and connected transactions are set out below:

CONTINUING CONNECTED TRANSACTIONS

For the year 2023 and up to the date of this report, the Company's continuing connected transactions include:

Property Management Services Framework Agreement

On 21 February 2022, our Company entered into a property management services framework agreement with China Jinmao (the "**Original Property Management Services Framework Agreement**") (as amended by the supplemental agreement dated 25 October 2022), pursuant to which our Company (for itself and on behalf of our Group) agreed to provide property management services to China Jinmao and its associates (the "**Jinmao Connected Persons**"), including (i) property management services to the Jinmao Connected Persons in respect of property units developed by the Jinmao Connected Persons which have been sold but not yet been delivered to the buyers, and properties owned, used or operated by the Jinmao Connected Persons, and (ii) those services provided to property owners and residents who have paid their property management fees to the Group by redeeming the reward points they earned through the reward program implemented by China Jinmao. The fees charged by us to the Jinmao Connected Persons shall not be higher than the standard fees designated by the relevant regulatory authorities (if applicable), and the terms offered by us to the Jinmao Connected Persons shall not be less favorable for our Group than the terms offered by us to our independent customers for the same or similar type and scope of property management services. For the services provided to property owners and residents who have paid their property management fees to the Group by redeeming the reward points, China Jinmao will reimburse the equivalent amount of such property management fees to the Group in cash on a dollar-to-dollar basis.

On 26 October 2023, the Company entered into a new property management services framework agreement (the "**New Property Management Services Framework Agreement**") with China Jinmao, and most of the terms of the New Property Management Services Framework

Agreement are substantially the same as the terms of the Original Property Management Services Framework Agreement. The continuing connected transactions under the New Property Management Services Framework Agreement were approved by the independent shareholders of the Company at the extraordinary general meeting held on 22 December 2023.

The Original Property Management Services Framework Agreement commenced on the Listing Date and expired on December 31, 2023. The annual caps of the fees received by the Group for property management services for the two years ended 31 December 2022 and 2023 were RMB200 million and RMB250 million respectively. The New Property Management Services Framework Agreement commenced on 1 January 2024 and will expire on 31 December 2026. The annual caps of fees chargeable by the Group in relation to the property management services are RMB280 million, RMB320 million and RMB350 million for the three years ending 31 December 2024, 2025 and 2026, respectively. The actual transaction amount under the Original Property Management Services Framework Agreement for the year ended 31 December 2023 was approximately RMB159 million.

Sales Assistance Services Framework Agreement

On 21 February 2022, our Company entered into a sales assistance services framework agreement (the "**Original Sales Assistance Services Framework Agreement**") with China Jinmao, pursuant to which our Company (for itself and on behalf of our Group) agreed to provide sales assistance service to the Jinmao Connected Persons with respect to properties developed by them, to assist with their sales and marketing activities at property sales venues and display units. The terms offered by us to the Jinmao Connected Persons shall not be less favorable for our Group than the terms offered by us to our independent customers for the same or similar type and scope of sales assistance services.

On 26 October 2023, the Company entered into a new sales assistance services framework agreement (the "**New Sales Assistance Services Framework Agreement**") with China Jinmao, and most of the terms of the New Sales Assistance Services Framework Agreement are substantially the same as the terms of the Original Sales Assistance Services Framework Agreement. The continuing connected transactions under the New Sales Assistance Services

DIRECTORS' REPORT

Framework Agreement were approved by the independent shareholders of the Company at the extraordinary general meeting held on 22 December 2023.

The Original Sales Assistance Services Framework Agreement took effect from the Listing Date and expired on 31 December 2023. For the two years ended 31 December 2022 and 2023, the annual caps of fees chargeable by our Group in relation to the sales assistance services are RMB330 million and RMB390 million, respectively. The New Sales Assistance Services Framework Agreement commenced on 1 January 2024 and will expire on 31 December 2026. The annual caps of the fees to be received by the Group in relation to the sales assistance services are RMB200 million, RMB240 million and RMB270 million for the three years ending 31 December 2024, 2025 and 2026, respectively. The actual transaction amount under the Original Sales Assistance Services Framework Agreement for the year ended 31 December 2023 was approximately RMB182 million.

Property Agency Services Framework Agreement

On 21 February 2022, our Company entered into a property agency services framework agreement (the "**Original Property Agency Services Framework Agreement**") with China Jinmao, pursuant to which our Company (for itself and on behalf of our Group) agreed to provide property agency services to the Jinmao Connected Persons, by sourcing potential purchasers and providing assistance in entering into sales contracts with buyers, with respect to (i) newly developed properties by the Jinmao Connected Persons and (ii) unsold car park spaces developed by the Jinmao Connected Persons.

With respect to newly developed properties, our Group will charge a commission calculated at a fixed percentage of the sales price of the relevant properties. With respect to car park spaces, our Group will charge either (a) a commission calculated at a fixed percentage of the sales price of the relevant car park spaces or a fixed amount on top of the sales price of the relevant car park spaces, or (b) the difference between the actual sales price paid by the purchaser and the pre-determined minimum sales price. If the fees are calculated based on the difference between the actual sales price paid by the purchaser and the pre-determined minimum sales price, the Group may be required to pay to the Jinmao Connected Persons a refundable deposit up to the total minimum sales price

of the car park spaces to be sold under the project, in order to become the exclusive provider of property agency services with respect to such car park spaces. Upon the consummation of a sale transaction, the Group will receive the actual sales price of the car park space from the purchaser which will cover the related deposit in respect of such car park space whereas the remainder thereof will be recognized as the commission from such property agency services.

On 26 October 2023, the Company entered into a new property agency services framework agreement (the "**New Property Agency Services Framework Agreement**") with China Jinmao, and most of the terms of New Property Agency Services Framework Agreement are substantially the same as the terms of the Original Property Agency Services Framework Agreement. The continuing connected transactions under the New Property Agency Services Framework Agreement were approved by the independent shareholders of the Company at the extraordinary general meeting held on 22 December 2023.

The Original Property Agency Services Framework Agreement took effect from the Listing Date and expired on 31 December 2023. For the two years ended 31 December 2022 and 2023, (i) the annual caps of fees chargeable by our Group in relation to the property agency services for newly developed properties are RMB10 million and RMB20 million, respectively, and (ii) the annual caps of fees chargeable by our Group in relation to the property agency services for car park spaces are RMB150 million and RMB200 million, respectively. The New Property Agency Services Framework Agreement commenced on 1 January 2024 and will expire on 31 December 2026. For the three years ending 31 December 2024, 2025 and 2026, the annual caps of fees chargeable by the Group in relation to the property agency services for newly developed properties are RMB50 million, RMB60 million and RMB70 million respectively; the annual caps of fees chargeable by our Group in relation to the property agency services for car park spaces are RMB200 million, RMB220 million and RMB220 million, respectively; the maximum daily deposit balance to be paid to Jinmao Connected Persons are RMB600 million, RMB600 million and RMB600 million, respectively. The actual transaction amount of the transactions under the Original Property Agency Services Framework Agreement for the year ended 31 December 2023: (i) fees charged for property agency services of newly developed properties amounting

DIRECTORS' REPORT

to approximately RMB53,000; and (ii) fees charged for property agency services for carparking spaces amounting to approximately RMB100 million.

Consultancy and Other Value-added Services Framework Agreement

On 21 February 2022, our Company entered into a consultancy and other value-added services framework agreement (the **"Original Consultancy and Other Value-added Services Framework Agreement"**) with China Jinmao, pursuant to which our Company (for itself and on behalf of our Group) agreed to provide certain consultancy and other value-added service to the Jinmao Connected Persons, including but not limited to (i) consultancy services from the perspective of property management with respect to site selection, positioning, preliminary planning and design, engineering and construction of property development projects, (ii) pre-delivery services, such as site clearing, assistance with preparatory work and maintenance of order, and pre-delivery inspection and assessment, (iii) post-delivery services mainly comprising repair and maintenance services during the post-delivery warranty periods, (iv) engineering services for the upgrade of smart management hardware, and (v) community value-added services as may be required by the Jinmao Connected Persons from time to time, such as management and operation services in respect of car park spaces owned by the Jinmao Connected Persons. The terms offered by us to the Jinmao Connected Persons shall not be less favorable for our Group than the terms offered by us to our independent customers for the same or similar type and scope of value-added services.

On 26 October 2023, the Company entered into a new consultancy and other value-added services framework agreement (the **"New Consultancy and Other Value-added Services Framework Agreement"**) with China Jinmao, and most of the terms of the New Consultancy and Other Value-added Services Framework Agreement are substantially the same as the terms of the Original Consultancy and Other Value-added Services Framework Agreement. The continuing connected transactions under the New Consultancy and Other Value-added Services Framework Agreement were approved by the independent shareholders of the Company at the extraordinary general meeting held on 22 December 2023.

The Original Consultancy and Other Value-added Services Framework Agreement took effect from the Listing Date and expired on 31 December 2023. For the two years ended 31 December 2022 and 2023, the annual caps of fees chargeable by the Group in relation to consultancy and value-added services were RMB536 million and RMB615 million. The New Consultancy and Other Value-added Services Framework Agreement commenced on 1 January 2024 and will expire on 31 December 2026. For the three years ending 31 December 2024, 2025 and 2026, the annual caps of fees chargeable by our Group in relation to the consultancy and value-added services are RMB730 million, RMB790 million and RMB860 million, respectively. The actual transaction amount under the Original Consultancy and Other Value-added Services Framework Agreement for the year ended 31 December 2023 amounted to approximately RMB344 million.

Sinochem Framework Agreement

On 21 February 2022, our Company entered into a framework agreement with Sinochem Holdings (the **"Original Sinochem Framework Agreement"**) (as amended by the supplemental agreement dated 18 November 2022), pursuant to which our Company (for itself and on behalf of our Group) agreed to provide certain services to Sinochem Holdings and its associates (the **"Sinochem Connected Persons"**), including (i) property management services in respect of the industrial parks, research institutes and office buildings held by the Sinochem Connected Persons, as well as office spaces used by the Sinochem Connected Persons, and (ii) community value-added services as may be required by the Sinochem Connected Persons from time to time, such as management services in respect of car park spaces used by the Sinochem Connected Persons.

The fees charged by us to the Sinochem Connected Persons shall not be higher than the standard fees designated by the relevant regulatory authorities (if applicable), and the terms offered by us to the Sinochem Connected Persons shall not be less favorable for our Group than the terms offered by us to our independent customers for the same or similar type and scope of services.

On 9 November 2023, the Company entered into a new framework agreement (the **"New Sinochem Framework Agreement"**) with Sinochem Holdings, and most of

DIRECTORS' REPORT

the terms of the New Sinochem Framework Agreement are substantially the same as the terms of the Original Sinochem Framework Agreement. The continuing connected transactions under the New Sinochem Framework Agreement were approved by the independent shareholders of the Company at the extraordinary general meeting held on 22 December 2023.

The Original Sinochem Framework Agreement took effect from the Listing Date and expired on 31 December 2023. For the two years ended 31 December 2022 and 2023, (i) the annual caps of fees chargeable by our Group in relation to the property management services were RMB60 million and RMB78 million, respectively, and (ii) the annual caps of fees chargeable by our Group in relation to the value-added services were RMB10 million and RMB15 million, respectively. The New Sinochem Framework Agreement commenced on 1 January 2024 and will expire on 31 December 2026. For the three years ending 31 December 2024, 2025 and 2026, (i) the annual caps of the fees chargeable by the Group in relation to the property management services are RMB100 million, RMB160 million and RMB190 million, respectively; and (ii) the annual caps of fees chargeable by our Group in relation to value-added services are RMB21 million, RMB41 million and RMB80 million, respectively. The actual transaction amount of the transactions under the Original Sinochem Framework Agreement for the year ended 31 December 2023: (i) fee charged for property management services amounting to approximately RMB55 million; (ii) fees charged for value-added services amounting to approximately RMB11 million.

Financial Service Framework Agreement with Sinochem Finance

On 16 November 2022, the Company entered into a financial service framework agreement with Sinochem Finance (the “**Financial Service Framework Agreement with Sinochem Finance**”), pursuant to which the Group will utilise the financial services provided by Sinochem Finance on a non-exclusive basis as it considers necessary, which included deposit and loan services, entrustment loans, settlement services, provision of guarantees, non-financing factoring services, online banking services and any other financial services as approved by the National Financial Regulatory Administration (the former China Banking and Insurance Regulatory Commission). The relevant fees and loan interest shall be determined at a rate no higher than the standards as set by the PBOC from time to time or the market price, and the deposit interest shall be determined at a rate no lower than the benchmark interest rate as promulgated by the PBOC from time to time or the market price. The settlement services are provided free of charge.

The Financial Service Framework Agreement with Sinochem Finance became effective on the date of signing and will expire on 31 December 2024. For the three years ending 31 December 2024, the maximum daily balance of the deposits (including the accrued interest thereon) placed by the Group with Sinochem Finance, calculated as at the close of business each day, is RMB120 million. The actual maximum balance of deposits (including the accrued interest thereon) under the Financial Service Framework Agreement with Sinochem Finance for the year ended 31 December 2023 amounted to approximately RMB115 million.

As China Jinmao is the controlling shareholder of the Company while Sinochem Holdings is the ultimate holding company of China Jinmao, each of China Jinmao and Sinochem Holdings is a connected person of the Company under Chapter 14A of the Listing Rules. As Sinochem Finance is a subsidiary of Sinochem Holdings, it is also a connected person of the Company.

DIRECTORS' REPORT

The continuing connected transactions of the Company conducted for the year ended 31 December 2023 complied with the requirements under Chapter 14A of the Listing Rules. During the year, when conducting these continuing connected transactions, the Company complied with the pricing policies and guidelines formulated when such transactions were entered into.

One-Off Connected transactions

During the year of 2023 and up to the date of this report, the one-off connected transactions made by the Company include:

Property lease agreement

On 13 December 2023, Jinmao PM, a wholly-owned subsidiary of the Company, entered into a lease agreement with ChemChina, pursuant to which Jinmao PM (as the lessee) agreed to lease 82 residential units located in Zhonghaojiayuan Community, Haidian District, Beijing, the PRC from ChemChina (as the lessor), with the total GFA of approximately 8,429 sq.m. and the total rental (tax inclusive) of approximately RMB21.24 million. The Company may lease the properties out to employees of Sinochem Holdings or other third parties, and carry out community value-added services and other businesses upon completion of necessary renovation and maintenance. The term of the above leases are five years from 31 January 2024 to 30 January 2029.

Sinochem Holdings is the ultimate controlling shareholder of the Company. ChemChina is a wholly-owned subsidiary of Sinochem Holdings and therefore a connected person of the Company. Under HKFRS 16 *Leases*, the rentals to be paid by Jinmao PM under the lease agreement will be recognised as a right-of-use asset and will be treated as an acquisition of assets by the Group for the purpose of the Listing Rules. The estimated value of the right-of-use assets to be recognized by the Group is approximately RMB18.16 million. The transactions under the lease agreement constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

The following types of related party transactions referred to in the "Financial Report – 30. Related Party Transactions" in this annual report are continuing connected transactions as defined in Chapter 14A of the Listing Rules:

- (a) deposits placed by the Group with Sinochem Finance;
- (b) property management services, value-added services to non-property owners and community value-added services with the related parties.

The above transactions have complied with the requirements of Chapter 14A of the Listing Rules.

CONFIRMATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND AUDITORS

In the opinion of the independent non-executive Directors of the Company, the continuing connected transactions as of 31 December 2023 were entered into by the Group:

- in the ordinary and usual course of its business;
- on normal commercial terms; and
- in accordance with the relevant agreements governing such transactions on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

DIRECTORS' REPORT

The auditor of the Company has been engaged to report on the continuing connected transactions of the Company as of 31 December 2023 in accordance with the Hong Kong Standard on Assurance Engagements 3000 "Assurance Engagements other than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The Board of Directors has received an unqualified letter from the auditor of the Company in accordance with Rule 14A.56 of the Listing Rules, stating that the auditor has not noticed that any of these continuing connected transactions:

- have not been approved by the Board of Directors of the Company;
- for the connected transactions involving the provision of goods or services by the Group, have not been entered into in accordance with the pricing policies of the Group in all material aspects;
- have not been entered into in accordance with the terms of the relevant agreements governing such continuing connected transactions in all material aspects; and
- have exceeded the relevant caps for the year ended 31 December 2023.

Auditor

The consolidated financial statements of the Company for the year ended 31 December 2023 has been audited by Ernst & Young. The Board proposed to re-appoint them as the Company's auditor for the year 2024 and a resolution for their re-appointment as the auditor of our Company will be proposed at the AGM.

Principal Risks and Uncertainties

The Group's financial condition, results of operations, businesses and prospects may be affected by a number of risks and uncertainties. The key risks and uncertainties identified by the Group are set out as follows:

1. A substantial portion of the properties under our management during the year ended 31 December 2023 were developed by Jinmao Group

As we do not have control over the management strategy of Jinmao Group, any measures that the PRC government may adopt to further regulate the real estate market, or the macro-economic or other factors that may affect the business operations and prospects of Jinmao Group, any adverse development in the operations of Jinmao Group or its ability to develop new properties may affect our ability to procure the relevant new service contracts for property management services, value-added services to non-property owners and community value-added services. We cannot assure you that Jinmao Group will continue to engage us to provide property management services, value-added services to non-property owners or community value-added services for any properties they develop, particularly because the appointment of property management companies for the preliminary property management service contracts of residential and non-residential properties in the same property management area is generally subject to a tender and bidding process under the Regulations on Property Management (2018 Revision) 《物業管理條例》(2018年修訂) and the Interim Measures for Bid-Inviting and Bidding Management of Preliminary Property Management《前期物業管理招標投標管理暫行辦法》.

Going forward, we plan to (i) enter into more cooperation arrangements with regional governments to expand our management scale and diversify our city operation portfolio and service offerings, (ii) establish strategic alliance with other independent third-party developers to fully collaborate and utilize their resources in the field of property management and related services, (iii) leveraging our brand reputation and track record, continue to secure new contracts by participating in the tendering and bidding process and commercial negotiation, and (iv) make acquisition and investment in suitable property management companies. As a result, it is expected that we will continue to capture new contracts from independent third parties, and our GFA under management in respect of properties developed by independent third parties and revenue generated from services provided to independent third parties will continue to increase.

2. The growth of property management and commercial operation service markets depends on general economic and market conditions

Changes in the general economic and market conditions including changes in international, national, regional and local economic conditions, market volatility, declining demand for residential or commercial real estate, falling real estate values, disruption to the global capital or credit markets may also negatively affect the PRC property management and commercial operational service markets which could, in turn, have a material adverse effect on the PRC property management and commercial operational service markets which could, in turn, have a material adverse effect on the Group.

Important Events after the Reporting Period

Save for the subsequent events as described in note 35 to the financial statements in this report, there were no other significant events affecting the Group which occurred after 31 December 2023 and up to the date of this report.

By order of the Board

SONG Liuyi

Chairman

INDEPENDENT AUDITOR'S REPORT



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Independent auditor's report

To the members of Jinmao Property Services Co., Limited

(Incorporated in Hong Kong with limited liabilities)

Opinion

We have audited the consolidated financial statements of Jinmao Property Services Co., Limited (the "Company") and its subsidiaries (the "Group") set out on pages 79 to 151, which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT

Key audit matters (Continued)

Key audit matter

How our audit addressed the key audit matter

Impairment testing of goodwill

As at 31 December 2023, the net carrying amount of goodwill arising from business combination amounted to approximately RMB249,122,000.

In accordance with Hong Kong Accounting Standard 36 *Impairment of Assets* ("HKAS 36"), the Group performs impairment testing annually for the cash-generating unit (the "CGU") to which the goodwill was allocated. Management's assessment on the impairment was complex and involved significant management judgements and estimates to determine the CGU's recoverable amount, such as the forecasted cash flows, budgeted gross margin and discount rates, which are sensitive to expected future market conditions and the CGU's actual performance.

Relevant disclosures are included in notes 2.4, 3 and 16 to the consolidated financial statements.

Our audit procedures included the evaluation of key assumptions including those related to the forecasted cash flows, budgeted gross margin and discount rates applied. We also took into account the key assumptions by benchmarking to the external industry information.

We involved our internal valuation specialists to assess the assumptions applied by benchmarking against independent data.

We considered the historical financial performance of the business units and compared with the original forecasts to evaluate management's budgeting process.

We also assessed the adequacy of the disclosures in relation to the Group's goodwill.

INDEPENDENT AUDITOR'S REPORT

Key audit matters (Continued)

Key audit matter

How our audit addressed the key audit matter

Impairment assessment of trade receivables

As at 31 December 2023, the carrying amount of trade receivables before provision for impairment was RMB928,279,000. The Group recognised an impairment provision based on the expected credit loss ("ECL") model under HKFRS 9 *Financial Instruments*. The measurement of ECLs requires the application of significant judgement and estimates, such as the risk of default, expected credit loss rates and forward-looking factors. As at 31 December 2023, the impairment provision recorded for trade receivables was RMB27,975,000.

Relevant disclosures are included in notes 2.4, 3 and 20 to the consolidated financial statements.

Our procedures in relation to management's impairment assessment on trade receivables included obtaining an understanding of the Group's assessment process on impairment provision for trade receivables, assessing the credit loss provisioning methodology and the estimated credit loss rates adopted by management by considering historical cash collection performance and movements of the ageing of trade receivables and taking into account the existing market conditions.

We also tested, on a sampling basis, the ageing analysis of trade receivables prepared by management, recalculated the provision for loss allowance and assessed the adequacy of the Group's disclosures in the consolidated financial statements.

Other information included in the Annual Report

The directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT

Responsibilities of the directors for the consolidated financial statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

INDEPENDENT AUDITOR'S REPORT


- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Wong Man Kit.

 *Ernst & Young*
Certified Public Accountants
Hong Kong
26 March 2024

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 December 2023

	Notes	2023 RMB'000	2022 RMB'000
REVENUE	5	2,704,412	2,436,035
Cost of sales		(1,957,870)	(1,702,165)
Gross profit		746,542	733,870
Other income and gains	5	30,032	46,074
Selling and distribution expenses		(56,122)	(54,028)
Administrative expenses		(253,399)	(239,513)
Other expenses		(15,759)	(38,509)
Finance costs	7	(4,500)	(1,583)
PROFIT BEFORE TAX	6	446,794	446,311
Income tax expense	10	(103,847)	(104,890)
PROFIT FOR THE YEAR		342,947	341,421
Attributable to:			
Owners of the parent		337,315	336,002
Non-controlling interests		5,632	5,419
		342,947	341,421
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT			
Basic and diluted	12	RMB0.37	RMB0.38

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2023

	2023	2022
	RMB'000	RMB'000
PROFIT FOR THE YEAR	342,947	341,421
OTHER COMPREHENSIVE INCOME/(LOSS)		
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of financial statements of the Company	(2,078)	39,580
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR, NET OF TAX	(2,078)	39,580
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	340,869	381,001
Attributable to:		
Owners of the parent	335,237	375,582
Non-controlling interests	5,632	5,419
	340,869	381,001

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2023

	Notes	2023 RMB'000	2022 RMB'000
NON-CURRENT ASSETS			
Property, plant and equipment	13	95,943	90,507
Investment properties	14	128,206	94,207
Right-of-use assets	15(a)	27,844	28,330
Goodwill	16	249,122	249,122
Intangible assets	17	101,746	91,713
Deferred tax assets	18	8,109	6,111
Other assets	21	4,641	1,238
Total non-current assets		615,611	561,228
CURRENT ASSETS			
Inventories	19	4,255	4,391
Trade receivables	20	900,304	778,562
Prepayments, other receivables and other assets	21	816,802	611,460
Prepaid tax		22,763	27,280
Restricted cash	22	2,017	1,649
Cash and cash equivalents	22	1,252,038	1,018,958
Total current assets		2,998,179	2,442,300
CURRENT LIABILITIES			
Trade payables	23	602,850	456,084
Other payables and accruals	24	756,495	664,286
Contract liabilities	5	486,839	370,373
Lease liabilities	15(a)	22,325	15,664
Tax payable		40,317	26,185
Total current liabilities		1,908,826	1,532,592

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
31 December 2023

	Notes	2023 RMB'000	2022 RMB'000
NET CURRENT ASSETS		1,089,353	909,708
TOTAL ASSETS LESS CURRENT LIABILITIES		1,704,964	1,470,936
NON-CURRENT LIABILITIES			
Lease liabilities	15(a)	113,319	84,875
Deferred tax liabilities	18	23,628	25,835
Total non-current liabilities		136,947	110,710
Net assets		1,568,017	1,360,226
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT			
Share capital	25	839,529	839,529
Reserves	26	702,265	503,644
		1,541,794	1,343,173
Non-controlling interests		26,223	17,053
Total equity		1,568,017	1,360,226

..... **Xie Wei**
Director

..... **Zhou Liye**
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2023

	Attributable to owners of the parent								Total equity RMB'000
	Share capital RMB'000	Merger reserve* RMB'000	Other reserve* RMB'000	PRC statutory surplus reserve* RMB'000	Exchange fluctuation reserve* RMB'000	Retained profits* RMB'000	Total RMB'000	Non-controlling interests RMB'000	
			Note 26(b)	Note 26(c)					
At 1 January 2023	839,529	(76,268)	19,682	45,584	39,834	474,812	1,343,173	17,053	1,360,226
Profit for the year	-	-	-	-	-	337,315	337,315	5,632	342,947
Other comprehensive loss for the year:									
Exchange differences on translation of financial statements	-	-	-	-	(2,078)	-	(2,078)	-	(2,078)
Total comprehensive income for the year	-	-	-	-	(2,078)	337,315	335,237	5,632	340,869
Final 2022 dividend declared	-	-	-	-	-	(136,697)	(136,697)	-	(136,697)
Transfer to PRC statutory surplus reserve	-	-	-	30,916	-	(30,916)	-	-	-
Capital contribution from non-controlling shareholders	-	-	-	-	-	-	-	3,538	3,538
Contribution from the immediate holding company (note 30 (1)(a)(i))	-	-	81	-	-	-	81	-	81
At 31 December 2023	839,529	(76,268)	19,763	76,500	37,756	644,514	1,541,794	26,223	1,568,017

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
Year ended 31 December 2023

	Attributable to owners of the parent								
	Share capital	Merger reserve	Other reserve	PRC statutory surplus reserve	Exchange fluctuation reserve	Retained profits	Total	Non-controlling interests	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
			Note 26(b)	Note 26(c)					
At 1 January 2022	66,947	(76,268)	20,070	5,400	254	178,994	195,397	8,584	203,981
Profit for the year	-	-	-	-	-	336,002	336,002	5,419	341,421
Other comprehensive income for the year:									
Exchange differences on translation of financial statements	-	-	-	-	39,580	-	39,580	-	39,580
Total comprehensive income for the year	-	-	-	-	39,580	336,002	375,582	5,419	381,001
Capital injection from the parent (note 25)	101,538	-	-	-	-	-	101,538	-	101,538
Issuance of shares (note 25)	684,533	-	-	-	-	-	684,533	-	684,533
Share issue expenses (note 25)	(13,489)	-	-	-	-	-	(13,489)	-	(13,489)
Transfer to PRC statutory surplus reserve	-	-	-	40,184	-	(40,184)	-	-	-
Capital contribution from non-controlling shareholders	-	-	-	-	-	-	-	3,050	3,050
Contribution from the immediate holding company (note 30 (1)(a)(i))	-	-	(388)	-	-	-	(388)	-	(388)
At 31 December 2022	839,529	(76,268)	19,682	45,584	39,834	474,812	1,343,173	17,053	1,360,226

* These reserve accounts comprised the reserves of RMB702,265,000 and RMB503,644,000 in the consolidated statements of financial position as at 31 December 2023 and 31 December 2022, respectively.

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2023

	Notes	2023 RMB'000	2022 RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		446,794	446,311
Adjustments for:			
Finance costs	7	4,500	1,583
Bank interest income	5	(13,090)	(12,068)
Fair value gain on investment properties	6	(1,670)	(18,356)
Impairment losses of trade receivables	6	11,787	10,695
Impairment losses/(write-back of impairment losses) of other receivables		1,525	(2,411)
Impairment of inventories	6	–	48
(Gain)/loss on disposal of items of property, plant and equipment, net	6	(12)	274
Gain on revision of a lease term arising from a change in the non-cancellable period of a lease		(281)	–
Depreciation of property, plant and equipment	6	22,054	18,121
Depreciation of right-of-use assets	6	10,229	10,972
Amortisation of intangible assets	6	12,281	10,968
Equity-settled share option expenses	30(a)	81	(388)
		494,198	465,749
Decrease in inventories		136	84
Increase in trade receivables		(133,529)	(345,270)
Increase in prepayments, other receivables and other assets		(206,867)	(336,366)
Increase in other non-current assets		(3,403)	(2,023)
Increase in restricted cash		(368)	(371)
Increase in trade payables		146,766	260,917
Increase in contract liabilities		116,466	53,241
Increase in other payables and accruals		115,817	124,287
Effect of foreign exchange rate changes, net		(2,122)	33,717
Cash generated from operations		527,094	253,965
Interest received		13,090	12,068
Income tax paid		(89,403)	(111,950)
Net cash flows from operating activities		450,781	154,083

CONSOLIDATED STATEMENT OF CASH FLOWS
Year ended 31 December 2023

	Notes	2023 RMB'000	2022 RMB'000
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of items of property, plant and equipment		(32,332)	(59,859)
Purchase of items of intangible assets		(23,653)	(10,694)
Proceeds from disposal of items of property, plant and equipment		1,134	8
Acquisition of a subsidiary		–	(289,044)
Net cash flows used in investing activities		(54,851)	(359,589)
CASH FLOWS FROM FINANCING ACTIVITIES			
Principal portion of lease payments	28(b)	(9,955)	(9,214)
Interest paid		(1,231)	(1,583)
Dividend paid		(159,249)	(99,853)
Proceeds from issue of shares	25	–	684,533
Share issue expenses	25	–	(13,489)
Capital contribution from the immediate holding company	25	–	101,538
Capital contribution from non-controlling shareholders		3,538	3,050
Effect of foreign exchange rate changes		4,003	–
Net cash flows (used in)/from financing activities		(162,894)	664,982
NET INCREASE IN CASH AND CASH EQUIVALENTS			
Cash and cash equivalents at beginning of the year		1,018,958	553,619
Effect of foreign exchange rate changes, net		44	5,863
CASH AND CASH EQUIVALENTS AT END OF YEAR			
ANALYSIS OF CASH AND CASH EQUIVALENTS			
Cash and bank balances as stated in the consolidated statements of financial position and statement of cash flows	22	1,252,038	1,018,958

NOTES TO THE FINANCIAL STATEMENTS

31 December 2023

1. CORPORATE AND GROUP INFORMATION

General information

Jinmao Property Services Co., Limited (the “Company”, formerly known as Hanmao Limited and Jinmao Property Development Co., Limited) is a limited liability company incorporated in Hong Kong on 14 September 2020. The registered office of the Company is located at Rooms 4702-03, 47/F, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong.

The Company is an investment holding company. During the year, the Company and its subsidiaries (collectively the “Group”) were involved in the provision of property management services and value-added services to non-property owners and community value-added services in the People’s Republic of China (the “PRC”).

The Company’s shares became listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 10 March 2022.

In the opinion of the Company’s directors, the immediate holding company of the Company is China Jinmao Holdings Group Limited (“China Jinmao”), a company incorporated in Hong Kong and its shares are listed on the Stock Exchange. The ultimate holding company of the Company is Sinochem Holdings Corporation Ltd. (“Sinochem Holdings”), a company established in the PRC and a state-owned enterprise under the supervision of the State-owned Assets Supervision and Administration Commission in the PRC.

Information about subsidiaries

Particulars of the Company’s principal subsidiaries are as follows:

Name	Place of incorporation/ registration and business	Registered share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Sinochem Jinmao Property Management (Beijing) Co., Ltd. (“Jinmao PM”)*	PRC/Chinese Mainland	RMB100,000,000	100	–	Property management
Jinmao (Shanghai) Property Management Co., Ltd.**	PRC/Chinese Mainland	RMB6,630,000	–	100	Property management
Nanjing Ninggao International Property Consultancy Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	100	Property management
Chuangmao Technology (Beijing) Co., Ltd.**	PRC/Chinese Mainland	RMB10,000,000	–	100	Technology development and services
Yuelin (Hangzhou) Real Estate Agents Co., Ltd.**	PRC/Chinese Mainland	RMB1,000,000	–	100	Real estate brokerage service
Jiashan Jiamao City Public Resources Management Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	49 [^]	Property management and city operation services
Huimao Building Technology (Beijing) Co., Ltd.**	PRC/Chinese Mainland	RMB20,000,000	–	100	Smart community management

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

1. CORPORATE AND GROUP INFORMATION (Continued)

Information about subsidiaries (Continued)

Name	Place of incorporation/ registration and business	Registered share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Maotong Property Management (Shanghai) Co., Ltd.**	PRC/Chinese Mainland	RMB2,000,000	–	100	Property management
Zhoushan Dongda Jinmao Urban Property Services Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	49 [^]	Property management and city operation services
Beijing Zijin Xinmao Property Services Co., Ltd.**	PRC/Chinese Mainland	RMB1,000,000	–	51	Property management
Nanjing Xinmao Asset Management Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	90	Property management
Jinmao Smart Life Service (Chongqing) Co., Ltd.**	PRC/Chinese Mainland	RMB50,000,000	–	100	Property management and city operation services
Beijing Capital Property Services Limited***	PRC/Chinese Mainland	RMB100,000,000	–	100	Property management
Jinhua Dongmao City Operation Management Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	51	Property management and city operation services
Chengdu Wuhou Chengmao Property Service Co., Ltd.**	PRC/Chinese Mainland	RMB50,000,000	–	100	Property management
Wenzhou Aomao Industrial Operation Service Co., Ltd.**	PRC/Chinese Mainland	RMB5,000,000	–	49 [^]	Property management

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

* This entity is registered as a wholly-foreign-owned enterprise under the PRC law.

** These entities are registered as limited liability companies under the PRC law.

[^] The Group controls the boards of directors of these entities by virtue of its power to cast the majority of votes at the meetings of the respective boards. The rights of shareholders' meetings are all delegated to the meetings of the board except for certain protective rights, and therefore the Group has the power to exercise control over the entities' operating and financing activities.

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties which have been measured at fair value. These financial statements are presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2023. A subsidiary is an entity (including a structured 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).

Generally, there is a presumption that a majority of voting rights results in control. When the Company has 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.

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 the related assets (including goodwill), liabilities, any non-controlling interest and the exchange fluctuation reserve; and recognises the fair value of any investment retained and 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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

HKFRS 17	<i>Insurance Contracts</i>
Amendments to HKAS 1 and HKFRS Practice Statement 2	<i>Disclosure of Accounting Policies</i>
Amendments to HKAS 8	<i>Definition of Accounting Estimates</i>
Amendments to HKAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>
Amendments to HKAS 12	<i>International Tax Reform – Pillar Two Model Rules</i>

The nature and the impact of the new and revised HKFRSs that are applicable to the Group are described below:

- (a) Amendments to HKAS 1 require entities to disclose their material accounting policy information rather than their significant accounting policies. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Amendments to HKFRS Practice Statement 2 *Making Materiality Judgements* provide non-mandatory guidance on how to apply the concept of materiality to accounting policy disclosures. The Group has disclosed the material accounting policy information in note 2 to the financial statements. The amendments did not have any impact on the measurement, recognition or presentation of any items in the Group's financial statements.
- (b) Amendments to HKAS 8 clarify the distinction between changes in accounting estimates and changes in accounting policies. Accounting estimates are defined as monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify how entities use measurement techniques and inputs to develop accounting estimates. Since the Group's approach and policy align with the amendments, the amendments had no impact on the Group's financial statements.
- (c) Amendments to HKAS 12 *Deferred Tax related to Assets and Liabilities arising from a Single Transaction* narrow the scope of the initial recognition exception in HKAS 12 so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences, such as leases and decommissioning obligations. Therefore, entities are required to recognise a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability for temporary differences arising from these transactions. The amendments did not have any impact on the Group's financial statements.
- (d) Amendments to HKAS 12 *International Tax Reform – Pillar Two Model Rules* introduce a mandatory temporary exception from the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development. The amendments also introduce disclosure requirements for the affected entities to help users of the financial statements better understand the entities' exposure to Pillar Two income taxes, including the disclosure of current tax related to Pillar Two income taxes separately in the periods when Pillar Two legislation is effective and the disclosure of known or reasonably estimable information of their exposure to Pillar Two income taxes in periods in which the legislation is enacted or substantively enacted but not yet in effect. The Group has applied the amendments retrospectively. The Group has not yet applied the temporary exception during the current year because the entities comprising the Group are operating in jurisdictions in which the Pillar Two tax law has not yet been enacted or substantively enacted. The Group will disclose known or reasonably estimable information related to its exposure to Pillar Two income taxes in the consolidated financial statements by the time when the Pillar Two tax law has been enacted or substantively enacted and will disclose separately the current tax expense or income related to Pillar Two income taxes when it is in effect.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.3 ISSUED BUT NOT YET EFFECTIVE HKFRSs

The Group has not applied the following revised HKFRSs, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these revised HKFRSs, if applicable, when they become effective.

Amendments to HKFRS 10 and HKAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i> ³
Amendments to HKFRS 16	<i>Lease Liability in a Sale and Leaseback</i> ¹
Amendments to HKAS 1	<i>Classification of Liabilities as Current or Non-current</i> (the "2020 Amendments") ^{1, 4}
Amendments to HKAS 1	<i>Non-current Liabilities with Covenants</i> (the "2022 Amendments") ^{1, 4}
Amendments to HKAS 7 and HKFRS 7	<i>Supplier Finance Arrangements</i> ¹
Amendments to HKAS 21	<i>Lack of Exchangeability</i> ²

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

² Effective for annual periods beginning on or after 1 January 2025

³ No mandatory effective date yet determined but available for adoption

⁴ As a consequence of the 2020 Amendments and 2022 Amendments, Hong Kong Interpretation 5 *Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause* was revised to align the corresponding wording with no change in conclusion

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

Amendments to HKFRS 10 and HKAS 28 address an inconsistency between the requirements in HKFRS 10 and in HKAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss resulting from a downstream transaction when the sale or contribution of assets constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to HKFRS 10 and HKAS 28 was removed by the HKICPA. However, the amendments are available for adoption now.

Amendments to HKFRS 16 specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. The amendments are effective for annual periods beginning on or after 1 January 2024 and shall be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of HKFRS 16 (i.e., 1 January 2019). Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.3 ISSUED BUT NOT YET EFFECTIVE HKFRSs (Continued)

The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period. The amendments shall be applied retrospectively with early application permitted. An entity that applies the 2020 Amendments early is required to apply simultaneously the 2022 Amendments, and vice versa. The Group is currently assessing the impact of the amendments. Based on a preliminary assessment, the amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKAS 7 and HKFRS 7 clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. Earlier application of the amendments is permitted. The amendments provide certain transition reliefs regarding comparative information, quantitative information as at the beginning of the annual reporting period and interim disclosures. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. Earlier application is permitted. When applying the amendments, an entity cannot restate comparative information. Any cumulative effect of initially applying the amendments shall be recognised as an adjustment to the opening balance of retained profits or to the cumulative amount of translation differences accumulated in a separate component of equity, where appropriate, at the date of initial application. The amendments are not expected to have any significant impact on the Group's financial statements.

2.4 MATERIAL ACCOUNTING POLICIES

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

The Group determines that it has acquired a business when the acquired set of activities and assets includes an input and a substantive process that together significantly contribute to the ability to create outputs.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Business combinations and goodwill (Continued)

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Fair value measurement

The Group measures its investment properties at the end of each reporting period. 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 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 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 reporting period.

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for a non-financial asset is required (other than inventories, deferred tax assets and investment properties), 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.

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 profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Impairment of non-financial assets (Continued)

An assessment is made at the end of each reporting period 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 profit or loss in the period in which it arises, unless the asset is carried at a revalued amount, in which case the reversal of the impairment loss is accounted for in accordance with the relevant accounting policy for that revalued asset.

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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Property, plant and equipment and depreciation

Items of property, plant and equipment 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:

Plant and machinery	9% to 30%
Leasehold improvements	8% to 30%
Furniture, fixtures and office equipment	9% to 30%
Motor vehicles	18% to 23%

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 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.

Investment properties

Investment properties are interests in land and buildings (including right-of-use assets) held to earn rental income and/or for capital appreciation. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the end of the reporting period.

Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the year in which they arise.

Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year of the retirement or disposal.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of acquisition. 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.

Software is stated at cost less any impairment loss and is amortised on the straight-line basis over its estimated life of 1 to 10 years.

Contractual right is stated at cost less any impairment loss and is amortised on the straight-line basis over its estimated life of 12 years.

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. At inception or on reassessment of a contract that contains a lease component and non-lease component(s), the Group adopts the practical expedient not to separate non-lease component(s) and to account for the lease component and the associated non-lease component(s) (e.g., property management services for leases of properties) as a single lease component.

(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 (related to the office properties and staff quarters) 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. Where applicable, the cost of a right-of-use asset also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located. Right-of-use assets are depreciated and amortised on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Office properties and staff quarters	2 to 6 years
Office equipment	2 to 5 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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Leases (Continued)

Group as a lessee (Continued)

(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 terminating 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 future lease payments arising from a change in an index or rate, a change in the lease term, a change in the in-substance fixed lease payments or a change in assessment 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 buildings and equipment (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). When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. 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.

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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Leases (Continued)

Group as a lessor (Continued)

When the Group is an intermediate lessor, a sublease is classified as a finance lease or operating lease with reference to the right-of-use asset arising from the head lease. If the head lease is a short-term lease to which the Group applies the on-balance sheet recognition exemption, the Group classifies the sublease as an operating lease.

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 ("OCI"), 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 HKFRS 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 OCI, 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.

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

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Investments and other financial assets (Continued)

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 profit or loss when the asset is derecognised, modified or impaired.

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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

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 each reporting date, 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 reporting date 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.

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 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 reporting date (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 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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as loans and borrowings or payables, 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, lease liabilities and interest-bearing borrowings.

Subsequent measurement

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

Financial liabilities at amortised cost (trade and other payables)

After initial recognition, trade and other payables at amortised cost 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 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 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 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. Net realisable value is based on the estimated selling prices less any estimated costs to be incurred to completion and disposal.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

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 the reporting period 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 profit or loss.

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 for the current and prior year 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 reporting period, 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 the reporting period 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 does not give rise to equal taxable and deductible temporary differences; and
- in respect of taxable temporary differences associated with investments in subsidiaries, 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.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Income tax (Continued)

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 does not give rise to equal taxable and deductible temporary differences; and
- in respect of deductible temporary differences associated with investments in subsidiaries, 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 reporting period 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 reporting period 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 reporting period.

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 at their fair value where 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 on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Revenue recognition

Revenue from contracts with customers

The Group provides property management services, value-added services to non-property owners and community value-added services to property developers, property owners or tenants, property owners' associations or residents. 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 HKFRS 15.

- (i) Property management services mainly include security, cleaning, greening, repair and maintenance and file management services to owners or tenants of properties. For property management services, the Group bills a fixed amount for services provided on a monthly basis and recognises as revenue in the amount to which the Group has a right to invoice and that corresponds directly with the value of performance completed. The Group recognises the service fee received or receivable as its revenue over time in the period in which the customer simultaneously receives and consumes the benefits provided by the services performed by the Group.
- (ii) Value-added services to non-property owners mainly include (a) sales assistance services, mainly including pre-sale preparation, marketing, cleaning, security and maintenance services at property sales venues and display units, (b) consultancy services, including preliminary planning and design services, construction consultancy services, pre-delivery services prior to delivery of properties to end buyers (mainly clearing, cleaning, assistance at property delivery venues ("Start-up Services"), and property inspection services and the follow-up with rectification services ("Inspection and Follow-up Services")), post-delivery services (mainly repair and maintenance), and other consultancy services (mainly sales agency services with respect to newly developed properties and carpark spaces). The Group agrees the price for each service with customers upfront and issues monthly or quarterly bills to customers which vary based on the actual level of service completed. Revenue from sales assistance services, construction consultancy services, Start-up Services and post-delivery services is recognised over time, in the amount to which the Group has a right to invoice, because the customer simultaneously receives and consumes the benefits provided by the Group. Revenue from preliminary planning and design consultancy services, Inspection and Follow-up Services and sales agency services is recognised at the point in time when the services are rendered and accepted by the property developers.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Revenue recognition (Continued)

Revenue from contracts with customers (Continued)

- (iii) Community value-added services mainly include community space operation services, community living services (mainly housekeeping, cleaning, retail and catering services), real estate agency services with respect to secondary sale or rental transactions of properties, and platform services for interior decoration. Revenue from community space operation services and community living services is recognised when the related services are rendered. Revenue from catering services is recognised at the point in time when control of the food and beverages is transferred to the customers, generally on the acceptance of the food and beverages. Revenue from real estate agency services and platform services for interior decoration is recognised at the point in time when the services are rendered and accepted by the customers.

For property management service income from properties managed on a lump sum basis, where the Group acts as principal and is primarily responsible for providing the property management services to the property owners, the Group recognises the fee received or receivable from property owners as its revenue and all related property management costs as its cost of services. For property management service income from properties managed on a commission basis, the Group recognises the revenue, which is calculated by a certain percentage of the total property management fee received or receivable from the properties units on behalf of the property owners, for arranging and monitoring the services as provided by other suppliers to the property owners.

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 through the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

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).

Employee benefits

Pension scheme

The employees of the Group's subsidiaries which operate in Chinese Mainland are required to participate in a central pension scheme operated by the local municipal governments. These subsidiaries are required to contribute a certain portion of their payroll to the central pension scheme. The contributions are charged to profit or loss as they become payable in accordance with the rules of the central pension scheme.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Borrowing costs

Borrowing costs 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 financial statements. Interim dividends are simultaneously proposed and declared, because the Company's memorandum and articles of association grant the directors the authority to declare interim dividends. Consequently, interim dividends are recognised immediately as a liability when they are proposed and declared.

Foreign currencies

The financial statements are presented in RMB, while the Company's functional currency is Hong Kong dollar. Each entity in the Group determines its own functional currency and items included in the financial information of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

2. ACCOUNTING POLICIES (Continued)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Foreign currencies (Continued)

As at the end of the reporting period, the assets and liabilities of the Company and any foreign operations are translated into RMB at the exchange rates prevailing at the end of the reporting period and the profit or loss of the Company is translated into RMB at the exchange rates that approximate to those prevailing at the dates of the transactions. The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange reserve. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

For the purpose of the consolidated statement of cash flows, the cash flows of the Company and any foreign operations are translated into RMB at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of the Company which arise throughout the year are translated into RMB at the weighted average exchange rates for the year.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's 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.

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, 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 ("ECLs") on trade receivables and other receivables

The Group uses a provision matrix to calculate ECLs for trade receivables and other receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e. by service type, customer type and rating).

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 are expected to deteriorate over the next year which can lead to an increased number of defaults in the property development sector, 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.

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 receivables and other receivables is disclosed in notes 20 and 21 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (Continued)

Estimation uncertainty (Continued)

Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets (including the right-of-use assets) at the end of each reporting period. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

Leases — Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in a lease, and therefore, it uses an incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group "would have to pay", which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when it needs to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

Estimation of fair value of investment properties

In the absence of current prices in an active market for similar leased properties, the Group considers information from discounted cash flow projections based on reliable estimates of future cash flows, supported by the terms of any existing lease and other contracts and (when possible) by external evidence such as current market rents for similar properties in the same location and condition, and using discount rates that reflect current market assessments of the uncertainty in the amount and timing of the cash flows.

The carrying amount of investment properties at 31 December 2023 was RMB128,206,000 (31 December 2022: RMB94,207,000). Further details, including the key assumptions used for the fair value measurement, are given in note 14 to the financial statements.

Useful lives of property, plant and equipment

The Group's management determines the estimated useful lives. This estimate is based on the historical experience of the actual useful lives of property, plant and equipment of similar nature and functions. Management will increase the depreciation charge where useful lives are less than previously estimated lives, or will write off or write down technically obsolete or non-strategic assets that have been abandoned or sold. Periodic review could result in a change of depreciable lives and therefore depreciation charge in the future periods.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (Continued)

Estimation uncertainty (Continued)

Recognition of deferred tax liabilities for withholding taxes

Deferred tax liabilities are recognised for withholding tax levied on dividends declared to foreign investors from the foreign investment enterprise established in Chinese Mainland. Significant management judgement is required to determine the amount of deferred tax liabilities that can be recognised, based upon the likely dividends declared. Further details are contained in note 18 to the financial statements.

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill at 31 December 2023 was RMB249,122,000 (31 December 2022: RMB249,122,000). Further details are given in note 16.

4. OPERATING SEGMENT INFORMATION

The Group is principally engaged in the provision of property management services, value-added services to non-property owners, community value-added services. Information reported to the Group's chief operating decision maker, for the purpose of resource allocation and performance assessment, focuses on the operating results of the Group as a whole as the Group's resources are integrated and no discrete operating segment information is available. Accordingly, no operating segment information is presented.

Geographical information

The Group's revenue from customers is derived solely from its operations and services rendered in Chinese Mainland, and the non-current assets of the Group are located in Chinese Mainland.

Information about major customers

For the year ended 31 December 2023, RMB626,663,000 (2022: RMB710,824,000) of revenue was derived from the ultimate holding company and its subsidiaries. Other than the revenue from the ultimate holding company and its subsidiaries, no revenue derived from sales to a single customer or a group of customers under common control amounted to 10% or more of the Group's revenue for the year ended 31 December 2023 (2022: Nil).

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

5. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	2023 RMB'000	2022 RMB'000
Revenue from contracts with customers	2,690,744	2,429,290
Revenue from other sources		
Gross rental income from investment properties operating leases:		
Fixed lease payments	13,668	6,745
Total revenue	2,704,412	2,436,035

Revenue from contracts with customers

(a) Disaggregated revenue information

	2023 RMB'000	2022 RMB'000
Types of services		
Property management services	1,574,891	1,206,859
Value-added services to non-property owners	504,636	584,619
Community value-added services	611,217	637,812
Total revenue from contracts with customers	2,690,744	2,429,290
Timing of revenue recognition		
Revenue from contracts with customers recognised over time	2,305,284	1,866,647
Revenue from contracts with customers recognised at a point in time	385,460	562,643
Total	2,690,744	2,429,290

Contract liabilities

The Group recognised the following revenue-related contract liabilities:

	2023 RMB'000	2022 RMB'000
Third parties	451,277	333,148
Related parties (note 30)	35,562	37,225
Contract liabilities	486,839	370,373

Contract liabilities of the Group mainly arise from the advance payments received from customers for services yet to be provided. The increase in contract liabilities as at 31 December 2023 was mainly due to the increase in short term advances received from customers in relation to the provision of property management services at the end of the year.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

5. REVENUE, OTHER INCOME AND GAINS (Continued)

Revenue from contracts with customers (Continued)

(a) Disaggregated revenue information (Continued)

Contract liabilities (Continued)

The following table shows the revenue related to carrying forward contract liabilities recognised during the years ended 31 December 2023 and 2022:

	2023 RMB'000	2022 RMB'000
Revenue recognised that was included in the contract liability balance at the beginning of the reporting period:	356,922	303,914

(b) Performance obligations

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

For residential property management services and non-residential property management services, the Group recognises revenue in the amount that equals to the rights to invoices which corresponds directly with the value to the customers of the Group's performance to date. The Group has elected the practical expedient of not to disclose the remaining performance obligations for these types of contracts because the performance obligation is part of a contract that has an original expected duration of one year or less, and there was unsatisfied performance obligation at the end of the respective periods.

An analysis of other income and gains is as follows:

	2023 RMB'000	2022 RMB'000
Other income and gains		
Fair value gain on investment properties	1,670	18,356
Bank interest income	13,090	12,068
Tax incentives on value-added tax	6,682	8,523
Government grants*	8,075	6,168
Others	515	959
Total other income and gains	30,032	46,074

* Various government grants have been received from the relevant authorities for the Group's businesses conducted in certain cities in Chinese Mainland. There are no unfulfilled conditions or contingencies relating to these grants.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

6. PROFIT BEFORE TAX

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

	Notes	2023 RMB'000	2022 RMB'000
Cost of services provided		1,878,421	1,621,060
Cost of goods sold		79,449	81,105
Depreciation of property, plant and equipment	13	22,054	18,121
Depreciation of right-of-use assets	15(b)	10,229	10,972
Amortisation of intangible assets	17	12,281	10,968
Listing expenses		–	12,644
Auditors' remuneration		3,200	3,200
Fair value gain on investment properties	14	(1,670)	(18,356)
(Gain)/loss on disposal of items of property, plant and equipment, net*		(12)	274
Employee benefit expense (excluding directors' and chief executive's remuneration (<i>note 8</i>)):			
Wages and salaries		484,362	491,813
Pension scheme contributions		49,300	42,912
Equity-settled share option expense		49	(729)
Total		533,711	533,996
Foreign exchange loss*		1,745	26,375
Impairment losses/(write-back of impairment losses) of financial assets*:			
– Trade receivables	20	11,787	10,695
– Other receivables	21	1,525	(2,411)
Total		13,312	8,284
Rental expense			
Short-term leases and low-value leases	15(b)	11,844	10,845

* These items are included in "Other expenses, net" in the consolidated statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

7. FINANCE COSTS

An analysis of finance costs is as follows:

	2023	2022
	RMB'000	RMB'000
Interest on lease liabilities (<i>note 15(b)</i>)	4,500	1,583

8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors' and chief executive's remuneration for the year, disclosed pursuant to the Listing Rules, section 383(1) (a), (b),(c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2023	2022
	RMB'000	RMB'000
Fees	540	516
Other emoluments:		
Salaries, allowances, benefits in kind and bonuses	3,471	3,016
Equity-settled share option expense*	32	341
Pension scheme contributions	545	428
Subtotal	4,048	3,785
Total fees and other emoluments	4,588	4,301

* During the years ended 31 December 2016 and 31 December 2019, Mr. Xie Wei was granted share options, in respect of his services to the Group and China Jinmao Group, under the share option scheme of China Jinmao Group. The fair value of such options, which has been recognised in profit or loss over the vesting period, was determined as at the date of grant and the equity-settled share option expense included in the financial statements for the current year is included in the above directors' and chief executive's remuneration disclosures.

(a) Independent non-executive directors

The fees paid to independent non-executive directors during the year were as follows:

	2023	2022
	RMB'000	RMB'000
Dr. Chen Jieping	180	172
Dr. Han Jian	180	172
Mr. Sincere Wong	180	172
Total	540	516

There were no other emoluments payable to the independent non-executive directors during the year (2022:Nil).

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023**8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (Continued)****(b) Executive directors**

- i. Mr. Xie Wei was appointed as an executive director and the chief executive officer of the Company on 26 August 2021. During the year ended 31 December 2023, the remuneration paid to him included fees of nil, salaries, allowances, benefits in kind and bonus of RMB1,718,000, equity-settled share option expense of RMB21,000, and pension scheme contributions of RMB153,000. During the year ended 31 December 2022, the remuneration paid to him included fees of nil, salaries, allowances, benefits in kind and bonuses of RMB1,732,000, equity-settled share option expense of RMB228,000, and pension scheme contributions of RMB140,000.
- ii. Ms. Zhou Liye was appointed as an executive director of the Company on 26 August 2021. During the year ended 31 December 2023, the remuneration paid to her included fees of nil, salaries, allowances, benefits in kind and bonus of RMB1,281,000, equity-settled share option expense of RMB11,000, and pension scheme contributions of RMB310,000. During the year ended 31 December 2022, the remuneration paid to her included fees of nil, salaries, allowances, benefits in kind and bonuses of RMB1,284,000, equity-settled share option expense of RMB113,000, and pension scheme contributions of RMB288,000.
- iii. Mr. Song Liuyi was re-designated from a non-executive director to an executive director of the Company on 19 October 2023. During the year ended 31 December 2023, the remuneration paid to him included fees of nil, salaries, allowances, benefits in kind and bonuses of RMB472,000, equity-settled share option expense of nil, and pension scheme contributions of RMB82,000.

(c) Non-executive directors

Mr. Jiang Nan was appointed as a non-executive director of the Company on 26 August 2021 and resigned with effect from 28 April 2023. Mr. Song Liuyi was appointed as a non-executive director of the Company on 28 April 2023 and re-designated from a non-executive director to an executive director on 19 October 2023. Ms. He Yamin was appointed as a non-executive director of the Company on 26 August 2021 and resigned with effect from 9 June 2023. Mr. Gan Yong was appointed as a non-executive director of the Company on 9 June 2023. Ms. Qiao Xiaojie was appointed as a non-executive director of the Company on 26 August 2021.

There was no emolument payable to the non-executive directors during the years ended 31 December 2023 and 2022.

No directors waived any emoluments during the years ended 31 December 2023 and 2022.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included two directors (2022: two directors), details of whose remuneration are set out in note 8 above. Details of the remuneration for the year of the five highest paid employees of the Company are as follows:

	2023	2022
	RMB'000	RMB'000
Salaries, allowances, benefits in kind and bonuses	5,826	8,916
Equity-settled share option expense	38	513
Pension scheme contributions	911	841
Total	6,775	10,270

The number of five highest paid employees whose remuneration fell within the following bands is as follows:

	Number of employees	
	2023	2022
HK\$1,000,001 to HK\$1,500,000	3	–
HK\$1,500,001 to HK\$2,000,000	1	2
HK\$2,000,001 to HK\$2,500,000	1	1
HK\$2,500,001 to HK\$3,000,000	–	1
HK\$3,000,001 to HK\$3,500,000	–	1
Total	5	5

During the year ended 31 December 2023, no highest paid employees waived or agreed to waive any remuneration (2022:Nil).

In prior years, share options were granted to certain non-director and non-chief executive highest paid employees in respect of their services to the Group, under the share option scheme of China Jinmao Group. The fair value of such options, which has been recognised in the statement of profit or loss over the vesting period, was determined as at the date of grant and the amounts included in the financial statements for the years ended 31 December 2023 and 2022 are included in the above non-director and non-chief executive highest paid employees' remuneration disclosures.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

10. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the tax jurisdictions in which members of the Group are domiciled and operate. The Company is not liable for income tax as it did not generate any assessable profits arising in Hong Kong during the year.

Except for one (2022: one) PRC subsidiary which operates in several western cities of Chinese Mainland and is subject to a preferential income tax rate of 15%, the income tax provision of the Group in respect of its operations in Chinese Mainland was calculated at the tax rate of 25% (2022: 25%) on the assessable profits for the reporting period, if applicable, based on the existing legislation, interpretations and practice in respect thereof.

	2023 RMB'000	2022 RMB'000
Current	108,052	104,210
Deferred (<i>note 18</i>)	(4,205)	680
Total tax charge for the year	103,847	104,890

A reconciliation of the tax expense applicable to profit before tax at the statutory rate for the jurisdictions in which the Company's subsidiaries are domiciled to the tax charge for the year is as follows:

	2023			2022		
	Hong Kong RMB'000	The PRC RMB'000	Total RMB'000	Hong Kong RMB'000	The PRC RMB'000	Total RMB'000
Profit/(loss) before tax	(9,358)	456,152	446,794	(52,654)	498,965	446,311
Tax at the statutory tax rate	(1,544)	114,038	112,494	(8,688)	124,741	116,053
Tax effect of preferential tax rates	–	(10,415)	(10,415)	–	(19,937)	(19,937)
Income not subject to tax	(142)	–	(142)	(10)	–	(10)
Expenses not deductible for tax	1,686	282	1,968	8,698	173	8,871
Tax losses utilised from previous periods	–	(58)	(58)	–	(99)	(99)
Tax losses not recognised	–	–	–	–	12	12
Tax charge for the year	–	103,847	103,847	–	104,890	104,890

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

11. DIVIDENDS

	2023	2022
	RMB'000	RMB'000
Proposed final – HK17 cents (2022: HK17 cents) per ordinary share	139,558	133,894

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

12. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amount is based on the profit for the year attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 904,189,000 (2022: 884,611,036) in issue during the year.

The weighted average number of ordinary shares during the year ended 31 December 2022 was adjusted to reflect those 799,999,998 ordinary shares of the Company issued under the bonus issue occurred on 9 March 2022 (note 25(b)), as if the issuance of these additional shares under the bonus issue had been completed throughout the year ended 31 December 2022.

	2023	2022
	RMB'000	RMB'000
Earnings		
Profit attributable to ordinary equity holders of the parent used in the basic earnings per share calculation	337,315	336,002

	Number of shares	
	2023	2022
Shares		
Weighted average number of ordinary shares in issue during the year used in the basic earnings per share calculation	904,189,000	884,611,036

The Group had no potentially dilutive ordinary shares in issue during the years ended 31 December 2023 and 2022.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

13. PROPERTY, PLANT AND EQUIPMENT

	Plant and machinery RMB'000	Leasehold improvements RMB'000	Furniture, fixtures and office equipment RMB'000	Motor vehicles RMB'000	Total RMB'000
31 December 2023					
At 1 January 2023					
Cost	22,110	62,736	45,901	1,804	132,551
Accumulated depreciation	(8,478)	(10,971)	(21,340)	(1,255)	(42,044)
Net carrying amount	13,632	51,765	24,561	549	90,507
At 1 January 2023, net of accumulated depreciation	13,632	51,765	24,561	549	90,507
Additions	2,800	18,121	7,372	319	28,612
Disposals	(486)	–	(619)	(17)	(1,122)
Depreciation provided during the year	(2,272)	(13,513)	(6,116)	(153)	(22,054)
At 31 December 2023, net of accumulated depreciation	13,674	56,373	25,198	698	95,943
At 31 December 2023:					
Cost	24,341	80,857	51,554	2,100	158,852
Accumulated depreciation	(10,667)	(24,484)	(26,356)	(1,402)	(62,909)
Net carrying amount	13,674	56,373	25,198	698	95,943

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

13. PROPERTY, PLANT AND EQUIPMENT (Continued)

	Plant and machinery RMB'000	Leasehold improvements RMB'000	Furniture, fixtures and office equipment RMB'000	Motor vehicles RMB'000	Total RMB'000
31 December 2022					
At 1 January 2022					
Cost	20,506	21,246	38,266	1,312	81,330
Accumulated depreciation	(4,909)	(4,732)	(16,170)	(815)	(26,626)
Net carrying amount	15,597	16,514	22,096	497	54,704
At 1 January 2022, net of accumulated depreciation	15,597	16,514	22,096	497	54,704
Additions	1,799	41,490	9,890	518	53,697
Acquisition of a subsidiary (note 27)	509	–	–	–	509
Disposals	(205)	–	(58)	(19)	(282)
Depreciation provided during the year	(4,068)	(6,239)	(7,367)	(447)	(18,121)
At 31 December 2022, net of accumulated depreciation	13,632	51,765	24,561	549	90,507
At 31 December 2022:					
Cost	22,110	62,736	45,901	1,804	132,551
Accumulated depreciation	(8,478)	(10,971)	(21,340)	(1,255)	(42,044)
Net carrying amount	13,632	51,765	24,561	549	90,507

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

14. INVESTMENT PROPERTIES

	2023	2022
	RMB'000	RMB'000
Carrying amount at 1 January	94,207	9,379
Additions	32,329	66,472
Net gain from a fair value adjustment (<i>note 6</i>)	1,670	18,356
Carrying amount at 31 December	128,206	94,207

(a) Valuation processes of the Group

The Group's investment properties are carpark spaces and commercial property situated in Chinese Mainland. The Group measures its investment properties at fair value. The Group's investment properties were revalued on 31 December 2023 based on valuations performed by Beijing Zhuoxindahua Appraisal Co., Ltd., an independent and professionally qualified valuer.

The investment properties are leased to third parties under operating leases, further summary details of which are included in note 15 to the financial statements.

(b) Valuation techniques

The valuation methodology adopted in valuation is the discounted cash flow method.

Under the discounted cash flow method, fair value is estimated using assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. This method involves the projection of a series of cash flows on a property interest. A market-derived discount rate is applied to the projected cash flow in order to establish the present value of the income stream associated with the asset. The exit yield is normally separately determined and differs from the discount rate.

The duration of the cash flows and the specific timing of inflows and outflows are determined by events such as rent reviews, lease renewal and related reletting, redevelopment or refurbishment. The appropriate duration is driven by market behaviour that is a characteristic of the class of property. The periodic cash flow is estimated as gross income less vacancy, non-recoverable expenses, collection losses, lease incentives, maintenance costs, agent and commission costs and other operating and management expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, is then discounted.

A significant increase (decrease) in the estimated rental value and the market rent growth rate per annum in isolation would result in a significant increase (decrease) in the fair value of the investment properties. A significant increase (decrease) in the discount rate in isolation would result in a significant decrease (increase) in the fair value of the investment properties. Generally, a change in the assumption made for the estimated rental value is accompanied by a directionally similar change in the rental growth per annum and the discount rate.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

14. INVESTMENT PROPERTIES (Continued)

(c) Information about fair value measurements using significant unobservable inputs (Level 3)

		2023	2022
Property 1 Carpark spaces	Estimated rental value (RMB per square metre per annum)	446-482	412-442
	Rental growth per annum	(5%)-8%	3%-6%
	Discount rate	6.2%	6.2%
Property 2 Commercial property	Estimated rental value (RMB per square metre per annum)	383-573	316-563
	Rental growth per annum	(1%)-13%	(1%)-11%
	Discount rate	7.0%	6.5%

Reconciliation of fair value measurements categorised within Level 3 of the fair value hierarchy:

	Carpark spaces RMB'000	Commercial property RMB'000
Carrying amount at 1 January 2022	9,379	–
Additions	–	66,472
Net gain/(loss) from a fair value adjustment recognised in profit or loss	(968)	19,324
Carrying amount at 31 December 2022 and 1 January 2023	8,411	85,796
Additions	32,329	–
Net gain/(loss) from a fair value adjustment recognised in profit or loss	(550)	2,220
Carrying amount at 31 December 2023	40,190	88,016

- (d) During the reporting period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

15. LEASES

The Group as a lessee

The Group has lease contracts for various items of office properties and staff quarters, office equipment and other equipment used in its operations. Leases of office properties and staff quarters and office equipment generally have lease terms between 2 and 6 years. Other equipment generally has lease terms of 12 months or less and/or is individually of low value. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

(a) Right-of-use assets and lease liabilities

The carrying amounts of the Group's right-of-use assets and lease liabilities and the movements during the year are as follows:

	Right-of-use assets Office properties and staff quarters and office equipment RMB'000	Lease liabilities RMB'000
As at 1 January 2022	32,473	34,314
New leases	6,170	75,085
Acquisition of a subsidiary (<i>note 27</i>)	1,777	1,484
Depreciation charge	(10,972)	–
Revision of a lease term arising from a change in the non-cancellable period of a lease	(1,118)	(1,130)
Accretion of interest recognised during the year	–	1,583
Payments	–	(10,797)
At 31 December 2022	28,330	100,539
As at 1 January 2023	28,330	100,539
New leases	14,912	47,241
Depreciation charge	(10,229)	–
Revision of a lease term arising from a change in the non-cancellable period of a lease	(5,169)	(5,450)
Accretion of interest recognised during the year	–	4,500
Payments	–	(11,186)
At 31 December 2023	27,844	135,644

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

15. LEASES (Continued)

The Group as a lessee (Continued)

(a) Right-of-use assets and lease liabilities (Continued)

	2023 RMB'000	2022 RMB'000
Lease liabilities analysed into:		
Current portion	22,325	15,664
Non-current portion	113,319	84,875
Total	135,644	100,539

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

	2023 RMB'000	2022 RMB'000
Interest on lease liabilities (<i>note 7</i>)	4,500	1,583
Depreciation charge of right-of-use assets (<i>note 6</i>)	10,229	10,972
Expense relating to short-term leases and leases of low-value assets (<i>note 6</i>)	11,844	10,845
Total amount recognised in profit or loss	26,573	23,400

(c) The total cash outflow for leases is disclosed in note 28(c) to the financial statements.

The Group as a lessor

The Group leases its investment properties (note 14) consisting of carpark spaces and commercial property in Chinese Mainland under operating lease arrangements. The terms of the leases generally require the tenants to provide for periodic rent adjustments according to the then prevailing market conditions. Rental income recognised by the Group during the year was RMB13,668,000 (2022: RMB6,745,000), details of which are included in note 5 to the financial statements.

At 31 December 2023, the undiscounted lease payments receivable by the Group in future periods under non-cancellable operating leases with its tenants are as follows:

	2023 RMB'000	2022 RMB'000
Within one year	11,009	5,794
After one year but within two years	10,953	7,205
After two years but within three years	8,756	7,354
After three years but within four years	6,904	6,182
After four years but within five years	4,268	5,312
After five years	10,018	12,646
Total	51,908	44,493

NOTES TO THE FINANCIAL STATEMENTS
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16. GOODWILL

	RMB'000
Cost and net carrying amount at 1 January 2022	–
Acquisition of a subsidiary (<i>note 27</i>)	249,122
Cost and net carrying amount at 31 December 2022, 1 January 2023 and 31 December 2023	249,122

Impairment testing of goodwill

Goodwill acquired through business combinations is allocated to the following cash-generating unit for impairment testing:

- Beijing Capital Property Services Limited cash-generating unit

The carrying amount of goodwill allocated to the cash-generating unit is as follows:

	Beijing Capital Property Services Limited cash-generating unit	
	2023 RMB'000	2022 RMB'000
Carrying amount of goodwill	249,122	249,122

Beijing Capital Property Services Limited cash-generating unit

The recoverable amount of this cash-generating unit has been determined based on a value in use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management. The discount rate applied to the cash flow projections is 12.16% (2022: 11.98%). The growth rate used to extrapolate the cash flows of the upscale residential and commercial projects cash-generating unit beyond the five-year period is 3% (2022: 3%), which was the same as the long term average growth rate of the properties management industry.

Assumptions were used in the value in use calculation of this cash-generating unit for 31 December 2023. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Budgeted gross margins – The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the year immediately before the budget year, increased for expected efficiency improvements, and expected market development.

Discount rates – The discount rates used are after tax and reflect specific risks relating to the relevant unit.

The values assigned to the key assumptions on market development and discount rates are consistent with external information sources.

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17. INTANGIBLE ASSETS

	Contractual right RMB'000	Computer software RMB'000	Total RMB'000
31 December 2023			
At 1 January 2023:			
Cost	86,200	22,093	108,293
Accumulated amortisation	(3,877)	(12,703)	(16,580)
Net carrying amount	82,323	9,390	91,713
Cost at 1 January 2023, net of accumulated amortisation	82,323	9,390	91,713
Additions	–	22,314	22,314
Amortisation provided during the year (note 6)	(7,183)	(5,098)	(12,281)
At 31 December 2023	75,140	26,606	101,746
At 31 December 2023			
Cost	86,200	44,407	130,607
Accumulated amortisation	(11,060)	(17,801)	(28,861)
Net carrying amount	75,140	26,606	101,746
31 December 2022			
At 1 January 2022:			
Cost	–	12,004	12,004
Accumulated amortisation	–	(5,612)	(5,612)
Net carrying amount	–	6,392	6,392
Cost at 1 January 2022, net of accumulated amortisation	–	6,392	6,392
Additions	–	10,089	10,089
Acquisition of a subsidiary (note 27)	86,200	–	86,200
Amortisation provided during the year (note 6)	(3,877)	(7,091)	(10,968)
At 31 December 2022	82,323	9,390	91,713
At 31 December 2022:			
Cost	86,200	22,093	108,293
Accumulated amortisation	(3,877)	(12,703)	(16,580)
Net carrying amount	82,323	9,390	91,713

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18. DEFERRED TAX ASSETS AND LIABILITIES

The movements in deferred tax liabilities and assets are as follows:

Deferred tax liabilities

	Investment properties RMB'000	Right-of-use assets RMB'000	Fair value adjustment attributed to acquisition of subsidiary RMB'000	Total RMB'000
At 1 January 2022	2,344	7,194	–	9,538
Acquisition of a subsidiary	–	444	21,992	22,436
Deferred tax charged/(credited) to profit or loss during the year	21,208	(357)	(1,411)	19,440
At 31 December 2022 and 1 January 2023	23,552	7,281	20,581	51,414
Deferred tax charged/(credited) to profit or loss during the year	8,499	(330)	(1,796)	6,373
At 31 December 2023	32,051	6,951	18,785	57,787

Deferred tax assets

	Allowance for impairment RMB'000	Unrealised profits from intra group transactions RMB'000	Lease liabilities RMB'000	Total RMB'000
At 1 January 2022	2,761	1,291	8,507	12,559
Acquisition of a subsidiary	–	–	371	371
Deferred tax credited to profit or loss during the year	2,079	164	16,517	18,760
At 31 December 2022 and 1 January 2023	4,840	1,455	25,395	31,690
Deferred tax credited/(charged) to profit or loss during the year	2,912	(841)	8,507	10,578
At 31 December 2023	7,752	614	33,902	42,268

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18. DEFERRED TAX ASSETS AND LIABILITIES (Continued)

Deferred tax assets (Continued)

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

	2023 RMB'000	2022 RMB'000
Net deferred tax assets recognised in the consolidated statement of financial position	8,109	6,111
Net deferred tax liabilities recognised in the consolidated statements of financial position	(23,628)	(25,835)
Net deferred tax liabilities	(15,519)	(19,724)

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises established in Chinese Mainland. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. A lower withholding tax rate may be applied if there is a tax treaty between Chinese Mainland and the jurisdiction of the foreign investors. For the Group, the applicable rate is 5% (2022: 10%). The Group is therefore liable for withholding taxes on dividends distributed by those subsidiaries established in Chinese Mainland in respect of earnings generated from 1 January 2008.

At 31 December 2023, no deferred tax has been recognised for withholding taxes that would be payable on the unremitted earnings that are subject to withholding taxes of the Group's subsidiaries established in Chinese Mainland. In the opinion of the directors of the Company, the Group's fund will be retained in Chinese Mainland for the expansion of the Group's operation, so it is not probable that these subsidiaries will distribute such earnings in the foreseeable future. The aggregate amounts of temporary differences associated with investments in subsidiaries in Chinese Mainland for which deferred tax liabilities have not been recognised totalled approximately RMB870,318,000 as at 31 December 2023 (2022: RMB571,524,000).

The Group has not recognised deferred tax assets in respect of tax losses arising in the PRC of RMB513,000 (2022: RMB1,661,000), that will expire in one to five years, as they have arisen in subsidiaries that have been loss-making for some time and it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

19. INVENTORIES

	2023 RMB'000	2022 RMB'000
Consumables and spare parts	4,082	4,120
General merchandise	173	271
Total	4,255	4,391

NOTES TO THE FINANCIAL STATEMENTS
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20. TRADE RECEIVABLES

	2023 RMB'000	2022 RMB'000
Related parties (<i>note 30</i>)	361,427	401,597
Third parties	566,852	393,153
Trade receivables	928,279	794,750
Less: Allowance for impairment of trade receivables	(27,975)	(16,188)
Net carrying amount	900,304	778,562

Trade receivables mainly represent receivables from property management services and other related services to property developers. For trade receivables from property management services, the Group charges property management fees on a monthly or quarterly basis and the payment is generally due upon the issuance of demand notes. For trade receivables from other services to property developers, the Group's trading terms with its customers are mainly on credit and the credit period is generally 90 to 180 days. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by management. Other than trade balances due from Sinochem Holdings and its subsidiaries, the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

The amounts due from the related parties are repayable on credit terms similar to those offered to other major customers of the Group.

An ageing analysis of the trade receivable as at the end of each of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2023 RMB'000	2022 RMB'000
Within 1 year	750,662	690,550
1 to 2 years	116,503	74,873
2 to 3 years	28,343	6,267
Over 3 years	4,796	6,872
Total	900,304	778,562

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

20. TRADE RECEIVABLES (Continued)

The movements in provision for impairment of trade receivables are as follows:

	2023 RMB'000	2022 RMB'000
At beginning of year	16,188	5,883
Impairment losses recognised (<i>note 6</i>)	11,787	10,695
Amount written off as uncollectible	–	(390)
At end of year	27,975	16,188

As at the end of the year, all trade receivables were denominated in RMB, and the fair values of trade receivables approximated to their carrying amounts.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by customer type). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date 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 using a provision matrix:

At 31 December 2023

	Less than 1 year	Third parties-Past due			Related parties	Total
		1 to 2 years	2 to 3 years	Over 3 years		
Expected credit loss rate	1.87%	10.63%	26.33%	78.34%	0.70%	3.01%
Gross carrying amount (RMB'000)	475,382	70,791	13,777	6,902	361,427	928,279
Expected credit losses (RMB'000)	(8,899)	(7,528)	(3,628)	(5,407)	(2,513)	(27,975)

At 31 December 2022

	Less than 1 year	Third parties-Past due			Related parties	Total
		1 to 2 years	2 to 3 years	Over 3 years		
Expected credit loss rate	1.58%	10.43%	26.36%	55.74%	0.12%	2.04%
Gross carrying amount (RMB'000)	331,605	47,866	7,371	6,311	401,597	794,750
Expected credit losses (RMB'000)	(5,249)	(4,993)	(1,943)	(3,518)	(485)	(16,188)

The expected credit loss of trade receivables from related parties was immaterial considering there were no recent history of default and no significant credit risks of the related parties of the Group.

NOTES TO THE FINANCIAL STATEMENTS
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21. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

	2023 RMB'000	2022 RMB'000
<i>Current</i>		
Amounts due from related parties (<i>note 30</i>)	564,703	454,311
Prepayments	67,805	59,037
Deposits	103,286	24,187
Advances to employees	4,229	2,414
Other receivables	52,005	43,616
Payments on behalf of residents/tenants	24,649	25,054
Others	2,620	3,811
	819,297	612,430
Impairment allowance	(2,495)	(970)
Total	816,802	611,460
<i>Non-current</i>		
Other assets	4,641	1,238

Payments on behalf of residents/tenants represent the current accounts with the residents/tenants of communities/properties managed by the Group. Amounts due from related parties mainly represent performance guarantees placed with related parties and receivables in relation to payments made on behalf of related parties. The Group has assessed that the credit risk of the financial assets included in the above balances has not increased significantly since initial recognition and measured the impairment based on 12-month expected credit losses. The Group considers the historical loss rate and adjusts for forward-looking macro-economic data in calculating the expected credit loss rate.

The movements in provision for impairment are as follows:

	2023 RMB'000	2022 RMB'000
At beginning of year	970	3,381
Impairment losses/(write-back of impairment losses) recognised in profit or loss (<i>note 6</i>)	1,525	(2,411)
At end of the year	2,495	970

NOTES TO THE FINANCIAL STATEMENTS
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22. CASH AND CASH EQUIVALENTS AND RESTRICTED CASH

	2023	2022
	RMB'000	RMB'000
Cash and bank balances	1,254,055	1,020,607
Less: Restricted cash	(2,017)	(1,649)
Cash and cash equivalents	1,252,038	1,018,958
Cash and bank balances denominated in RMB	1,251,133	1,020,607

The RMB is not freely convertible into other currencies, however, under Chinese Mainland's Foreign Exchange Control Regulations and Administration of Settlement, and Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default.

Restricted cash represented cash at bank frozen for performance guarantee deposits and pre-litigation preservation of property.

Included in the Group's cash and cash equivalents were bank balances of RMB115,000,000 as at 31 December 2023 (2022: RMB115,000,000) placed with Sinochem Group Finance Co., Ltd. ("Sinochem Finance"), which is a subsidiary of Sinochem Holdings and a financial institution approved by the People's Bank of China. The interest rates on these deposits ranged from 0.55% to 1.90% (2022: 0.35% to 1.90%) per annum. Further details of the interest income attributable to the deposits placed with Sinochem Finance are set out in note 30 to the financial statements.

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23. TRADE PAYABLES

	2023 RMB'000	2022 RMB'000
Trade payables		
– Related parties (<i>note 30</i>)	5,578	4,629
– Third parties	597,272	451,455
Total	602,850	456,084

An ageing analysis of the Group's trade payables at the end of reporting period, based on the invoice date, is as follows:

	2023 RMB'000	2022 RMB'000
Within 1 year	581,682	433,224
1 to 2 years	17,913	16,578
2 to 3 years	1,877	3,877
Over 3 years	1,378	2,405
Total	602,850	456,084

Trade payables are unsecured, interest-free and normally settled within 90 days.

24. OTHER PAYABLES AND ACCRUALS

	Notes	2023 RMB'000	2022 RMB'000
Amounts due to related parties (<i>note 30</i>)	(i)	183,718	200,557
Receipts on behalf of residents/tenants		255,462	187,100
Deposits and temporary receipts		108,640	87,204
Payroll and welfare payables		45,688	58,504
Other tax payables		81,827	65,571
Other payables	(ii)	81,160	65,350
Total		756,495	664,286

Notes:

- (i) The amounts due to related parties included dividend payable to related parties of RMB18,549,000 as at 31 December 2022.
- (ii) The other payables are unsecured, interest-free and have an average term of three months.

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25. SHARE CAPITAL

	2023 RMB'000	2022 RMB'000
Issued and fully paid:		
904,189,000 (2022: 904,189,000) ordinary shares	839,529	839,529

A summary of movements in the Company's share capital is as follows:

	Number of shares in issue	Share capital RMB'000
At 1 January 2022	2	66,947
Capital injection from the parent (<i>note (a)</i>)	–	101,538
Bonus issue to the parent (<i>note (b)</i>)	799,999,998	–
Initial public offering and partial exercise of an over-allotment option (<i>note (c)</i>)	104,189,000	684,533
Share issue expenses	–	(13,489)
At 31 December 2022 and 1 January 2023	904,189,000	839,529
At 31 December 2023	904,189,000	839,529

Notes:

- (a) On 26 January 2022, China Jinmao made a capital injection of HK\$125,000,000 (equivalent to RMB101,538,000) to the Company, and the share capital of the Company was increased by the same amount without allotment and issuance of any new shares.
- (b) On 9 March 2022, 799,999,998 ordinary shares of the Company were issued for nil consideration to China Jinmao as bonus issue and the number of issued ordinary shares of the Company became 800,000,000 after the bonus issue.
- (c) On 10 March 2022, the ordinary shares of the Company were listed on the Stock Exchange, and in connection with public offering, 101,411,500 ordinary shares (before any exercise of the over-allotment option) of the Company were issued through global offering to public and international investors at the offer price of HK\$8.14 per share for aggregate cash proceeds before expenses of HK\$825,490,000 (equivalent to RMB666,170,000).

On 1 April 2022, the over-allotment option was partially exercised and an aggregate of 2,777,500 shares were issued at the offer price of HK\$8.14 per share for aggregate cash proceeds before expenses of HK\$22,609,000 (equivalent to RMB18,363,000).

NOTES TO THE FINANCIAL STATEMENTS
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26. RESERVES

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statements of changes in equity.

(a) Merger reserve

The merger reserve of the Group represents the difference between the aggregate of the paid-up share capital of the subsidiaries now comprising the Group and the consideration paid by the Group for the business combination under common control.

"Deemed distribution for acquisition of subsidiaries under common control" was arising from acquisitions of certain subsidiaries ("Acquirees") under common control. During the year ended 31 December 2022, the Group acquired (a) 15% equity interests in Jinmao PM from Beijing Chemsunny Property Co., Ltd., a wholly-owned subsidiary of China Jinmao, at a consideration of RMB1,630,000; (b) 100% equity interests in Jinmao (Shanghai) Property Management Co., Ltd. from China Jin Mao Group Co., Ltd., a wholly-owned subsidiary of China Jinmao, at a consideration of RMB7,890,000; and (c) 15% and 85% equity interests in Chuangmao Technology (Beijing) Co., Ltd. from Beijing Chuangmao Future Information Services Center (Limited Partnership) and Jinmao Huichuang Enterprise Management (Tianjin) Partnership (Limited Partnership), which are both non-wholly-owned subsidiaries of China Jinmao, respectively, at a total consideration of RMB11,964,000. The total consideration of RMB21,484,000 paid or payable for the above transactions was regarded as a deemed distribution to the then equity holders of the Acquirees. Further details of the transactions are included in the Reorganisation as set out in the paragraph headed "Reorganization" in the section headed "History, Reorganization and Corporate Structure" in the prospectus of the Company dated on 25 February 2022.

(b) Other reserve

The other reserve of the Group represents the contributions from China Jinmao for equity-settled share option expenses related to the share options granted by China Jinmao to certain employees of the Group and of China Jinmao who worked for the Group and for remuneration of a director of the Company settled by a subsidiary of China Jinmao for his service rendered to the Group.

(c) PRC statutory surplus reserve

In accordance with the PRC Company Law and the articles of association of the Company's subsidiaries established in the PRC, the Group is required to appropriate 10% of its net profit after tax, as determined under the Chinese Accounting Standards, to the statutory surplus funds until the reserve balance reaches 50% of its registered capital. Subject to certain restrictions set out in the relevant PRC regulations and in the articles of association of these subsidiaries, the statutory surplus funds may be used either to offset losses, or to be converted to increase the share capital of the subsidiaries provided that the balance after such conversion is not less than 25% of the registered capital of them. The reserve cannot be used for purposes other than those for which it is created and is not distributable as cash dividends.

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27. BUSINESS COMBINATION

On 17 June 2022, Jinmao PM and a third party entered into an equity transfer agreement, pursuant to which, Jinmao PM agreed to purchase 100% equity interests in Beijing Capital Property Services Limited (首置物業服務有限公司) (“Beijing Capital Services”) for a cash consideration of RMB450,000,000, which has been fully paid in 2022. The acquisition was made as part of the Group’s strategy to expand its upscale residential and commercial projects related properties management service. The transaction was completed on 17 June 2022, and accordingly Beijing Capital Services became a wholly-owned subsidiary of the Group.

The fair values of the identifiable assets and liabilities of Beijing Capital Services as at the date of acquisition were as follows:

	<i>Notes</i>	Fair value recognised on acquisition RMB’000
Property, plant and equipment	<i>13</i>	509
Intangible assets	<i>17</i>	86,200
Right-of-use assets	<i>15(a)</i>	1,777
Other non-current assets		288
Cash and bank balances		160,956
Trade receivables		29,510
Prepayments, other receivables and other current assets		1,579
Trade payables		(24,223)
Accruals and other payables		(22,370)
Tax payable		(9,799)
Deferred tax liabilities		(22,065)
Lease liabilities	<i>15(a)</i>	(1,484)
Total identifiable net assets at fair value		200,878
Goodwill on acquisition	<i>16</i>	249,122
Satisfied by cash		450,000

NOTES TO THE FINANCIAL STATEMENTS
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27. BUSINESS COMBINATION (Continued)

An analysis of the cash flows in respect of the acquisition of a subsidiary is as follows:

	RMB'000
Cash consideration	(450,000)
Cash and bank balances acquired	160,956
Net outflow of cash and cash equivalents included in cash flows from investing activities	(289,044)
Transaction costs of the acquisition included in cash flows from operating activities	(958)
	(290,002)

Reconciliation of the carrying amount of the Group's goodwill at the beginning and end of 2022 is presented below:

	RMB'000
Gross carrying amount and net book value	
At 1 January 2022	—
Acquisition of a subsidiary	249,122
At 31 December 2022	249,122

The fair values and gross contractual amounts of the trade receivables and other receivables as at the date of acquisition amounted to RMB29,510,000 and RMB926,000, respectively. The amount expected to be uncollectible was nil.

The Group incurred transaction costs of RMB958,000 for this acquisition. These transaction costs have been expensed and are included in administrative expenses in the consolidated statement of profit or loss for the year ended 31 December 2022.

Included in the goodwill of RMB249,122,000 recognised above are assembled workforce and synergies between the acquirer and acquiree, which are not recognised separately as they do not meet the criteria for recognition as an intangible asset under HKAS 38 *Intangible Assets*. None of the goodwill recognised is expected to be deductible for income tax purposes.

Since the acquisition, Beijing Capital Services contributed RMB79,382,000 to the Group's revenue and RMB23,688,000 to the consolidated profit for the year ended 31 December 2022.

Had the combination taken place at the beginning of 2022, the revenue of the Group and the profit of the Group for the year ended 31 December 2022 would have been RMB2,505,226,000 and RMB357,625,000, respectively.

NOTES TO THE FINANCIAL STATEMENTS
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28. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Major non-cash transactions

During the year, the Group had non-cash additions to right-of-use assets, investment properties and lease liabilities of approximately RMB14,912,000 (2022: RMB5,861,000), RMB32,329,000 (2022: RMB66,472,000) and RMB47,241,000 (2022: RMB75,085,000), respectively, in respect of lease arrangements for buildings.

(b) Changes in liabilities arising from financing activities

The reconciliation of liabilities arising from financing activities is as follows:

2023

	Lease liabilities RMB'000
At 1 January 2023	100,539
Changes from financing cash flows	(9,955)
New leases	47,241
Interest expense	4,500
Interest paid classified as financing cash flows	(1,231)
Revision of a lease term arising from a change in the non-cancellable period of a lease	(5,450)
At 31 December 2023	135,644

2022

	Lease liabilities RMB'000
At 1 January 2022	34,314
Changes from financing cash flows	(9,214)
New leases	75,085
Acquisition of a subsidiary	1,484
Interest expense	1,583
Interest paid classified as financing cash flows	(1,583)
Revision of a lease term arising from a change in the non-cancellable period of a lease	(1,130)
At 31 December 2022	100,539

(c) Total cash outflow for leases

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

	2023 RMB'000	2022 RMB'000
Within operating activities	11,844	10,081
Within financing activities	11,186	10,797
Total	23,030	20,878

NOTES TO THE FINANCIAL STATEMENTS
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28. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (Continued)

- (d) During the year, the Group recorded non-cash expenses of RMB81,000 (2022: negative RMB388,000) in respect of management's and staffs' services to the Group under the share option scheme of China Jinmao Group and no management's remuneration was borne by the immediate holding company of the Company (2022: Nil).

29. COMMITMENTS

On 13 December 2023, the Group entered into a lease agreement, pursuant to which the Group will lease certain residential properties. The agreement will give rise to lease payments amounting to RMB4,248,000 annually in the next five years. At the end of the reporting period, the lease agreement has not yet commenced. Other than the aforesaid commitment, the Group did not have any material capital commitment and the Group, as a lessee, had no lease contracts that have not yet commenced as at the end of the reporting period.

30. RELATED PARTY TRANSACTIONS

(1) Transactions with related parties

In addition to the transactions detailed elsewhere in the financial statements, the Group entered into the following transactions with related parties during the year:

- (a) Property management service income, value-added service income to non-property owners, community value-added service income, lease expenses, information technology expenses, equity-settled share option expenses, management's remuneration borne by the immediate holding company and interest income.

	2023 RMB'000	2022 RMB'000
Property management service income:		
Other subsidiaries of China Jinmao*^	126,908	131,956
Joint ventures of China Jinmao^	24,643	11,720
Associates of China Jinmao^	7,586	3,169
Other subsidiaries of Sinochem Holdings**^	50,141	47,144
Other joint ventures of Sinochem Holdings#^	4,455	5,024
Other associates of Sinochem Holdings#^	47	561
	213,780	199,574
Value-added service income to non-property owners:		
China Jinmao and its other subsidiaries*^	265,169	390,860
Joint ventures of China Jinmao^	76,428	81,139
Associates of China Jinmao^	48,788	51,719
Other subsidiaries of Sinochem Holdings**^	4	339
Other joint ventures of Sinochem Holdings#^	27	-
	390,416	524,057

NOTES TO THE FINANCIAL STATEMENTS
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30. RELATED PARTY TRANSACTIONS (Continued)

(1) Transactions with related parties (Continued)

(a) (Continued)

	Notes	2023 RMB'000	2022 RMB'000
Community value-added service income:			
Other subsidiaries of China Jinmao*^		173,253	134,549
Joint ventures of China Jinmao^		37,837	45,238
Associates of China Jinmao^		24,085	34,873
Other subsidiaries of Sinochem Holdings**^		11,188	5,976
Other joint ventures of Sinochem Holdings#^		50	46
Other associates of Sinochem Holdings#^		–	8
		246,413	220,690
Management and operation service expenses:			
China Jinmao		1,081	–
Lease expenses:			
Other subsidiaries of China Jinmao*		10,689	8,988
Information technology expenses:			
Other subsidiaries of China Jinmao*		8,431	5,558
Equity-settled share option expenses:			
China Jinmao	(i)	81	(388)
Interest income:			
Sinochem Finance	(ii)	755	154

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023**30. RELATED PARTY TRANSACTIONS (Continued)****(1) Transactions with related parties (Continued)**

(a) (Continued)

Notes:

- * Other subsidiaries of China Jinmao are entities that are controlled by China Jinmao, excluding the Group.
- ** Other subsidiaries of Sinochem Holdings are entities that are controlled by Sinochem Holdings, excluding China Jinmao and its subsidiaries.
- # Other joint ventures and associates of Sinochem Holdings are joint ventures and associates of Sinochem Holdings, excluding the joint ventures and associates of China Jinmao.
- ^ These related party transactions also constitute continuing connected transactions as defined in Chapter 14A of the Listing Rules.

(i) Certain directors and management of the Group were granted share options under the share option scheme of China Jinmao in respect of their services to the Group. The fair value of such options, which has been recognised as equity-settled share option expenses in profit or loss of the Group, together with a corresponding increase in equity as a contribution from the immediate holding company, over the vesting period was determined as at the date of grant.

During 2022, the Group reversed the equity-settled share option expenses because the service or non-market performance conditions related to certain share options had not been fulfilled and therefore these share options were forfeited.

- (ii) Interest income from Sinochem Finance was at the rates of 0.55% to 1.90% (2022: 0.35% to 1.90%) per annum.
 - (iii) The pricing for other transactions above were determined in accordance with the terms mutually agreed by the contracting parties.
- (b) During the years ended 31 December 2023 and 2022, the Group was entitled to use some trademarks of China Jinmao Group for free.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

30. RELATED PARTY TRANSACTIONS (Continued)

(2) Outstanding balances with related parties

	As at 31 December	
	2023 RMB'000	2022 RMB'000
Prepayments and receivables from related parties		
Trade receivables		
Other subsidiaries of Sinochem Holdings**	4,083	5,316
Joint ventures of Sinochem Holdings#	32	1,105
China Jinmao and its other subsidiaries*	186,786	287,294
Joint ventures of China Jinmao	116,987	59,918
Associates of China Jinmao	53,539	47,964
	361,427	401,597
Prepayments and other receivables		
Other subsidiaries of Sinochem Holdings**	5,532	8,220
Joint ventures of Sinochem Holdings#	148	60
Other subsidiaries of China Jinmao*	420,608	355,354
Joint ventures of China Jinmao	66,492	43,508
Associates of China Jinmao	71,923	47,169
	564,703	454,311
Cash and cash equivalents		
Deposits placed with Sinochem Finance^ (note 22)	115,000	115,000
Payables to related parties		
Trade payables		
Other subsidiaries of Sinochem Holdings**	1,589	852
Other subsidiaries of China Jinmao*	3,784	3,777
Joint ventures of China Jinmao	174	–
Associates of China Jinmao	31	–
	5,578	4,629

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

30. RELATED PARTY TRANSACTIONS (Continued)

(2) Outstanding balances with related parties (Continued)

	As at 31 December	
	2023 RMB'000	2022 RMB'000
Other payables		
Other subsidiaries of Sinochem Holdings**	13,011	14,448
Joint ventures of Sinochem Holdings#	623	591
Associates of Sinochem Holdings#	122	328
China Jinmao and its other subsidiaries*	129,422	127,213
Joint ventures of China Jinmao	36,677	46,861
Associates of China Jinmao	3,863	11,116
	183,718	200,557
Lease liabilities		
Other subsidiaries of China Jinmao*	31,742	30,948
Contract liabilities		
Other subsidiaries of Sinochem Holdings**	2,236	676
Joint ventures of Sinochem Holdings#	60	59
Other subsidiaries of China Jinmao*	22,281	25,363
Joint ventures of China Jinmao	4,922	5,980
Associates of China Jinmao	6,063	5,147
	35,562	37,225

^ These related party transactions also constitute continuing connected transactions as defined in Chapter 14A of the Listing Rules.

The Group's outstanding balances of trade receivables, trade payables, prepayments, lease liabilities and contract liabilities with related parties and deposits placed with Sinochem Finance are trade in nature. The outstanding balances of other receivables and other payables with related parties are non-trade in nature, and these balances are unsecured, interest-free and has no fixed terms of repayment.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

30. RELATED PARTY TRANSACTIONS (Continued)

(3) Compensation of key management personnel of the Group:

	2023	2022
	RMB'000	RMB'000
Salaries, allowances, benefits in kind and bonuses	9,004	11,525
Pension scheme contributions	1,503	1,376
Equity-settled share option expense	75	796
Total compensation paid to key management personnel	10,582	13,697

Further details of directors' and the chief executive's emoluments are included in note 8 to the financial statements.

(4) Transactions and balances with other state-owned entities

The Group is indirectly controlled by the PRC government and operates in an economic environment predominated by entities directly or indirectly owned or controlled by the government through its agencies, affiliates or other organisations (collectively "State-owned Entities" ("SOEs")). During the reporting period, the Group had transactions with other SOEs to provide property management services and related value-added services. The directors of the Company consider that these transactions with other SOEs are activities conducted in the ordinary course of business and that the dealings of the Group have not been significantly or unduly affected by the fact that the Group and the other SOEs are ultimately controlled or owned by the PRC government. The Group has also established pricing policies for its products and services and such pricing policies do not depend on whether or not the customers are SOEs.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

31. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of reporting period are as follows:

	2023 RMB'000	2022 RMB'000
Financial assets – Financial assets at amortised cost		
Trade receivables	900,304	778,562
Financial assets included in prepayments, other receivables and other assets	721,128	532,378
Restricted cash	2,017	1,649
Cash and cash equivalents	1,252,038	1,018,958
Total	2,875,487	2,331,547

	2023 RMB'000	2022 RMB'000
Financial liabilities – Financial liabilities at amortised cost		
Trade payables	602,850	456,084
Financial liabilities included in other payables and accruals	628,980	540,211
Lease liabilities	135,644	100,539
Total	1,367,474	1,096,834

32. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, restricted cash, trade receivables, financial assets included in current portion of prepayments, other receivables and other assets, trade payables, lease liabilities and financial liabilities included in current portion of other payables and accrual, approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the financial assets included in other receivables and other assets and financial liabilities included in other payables, have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The resulting fair value amounts of these assets and liabilities are closed to their carrying amounts as at the end of the reporting period.

Fair value hierarchy

The Group did not hold any financial assets and liabilities measured at fair value as at 31 December 2023 and 2022.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2023

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and cash equivalents, restricted cash, trade and other receivables, trade and other payables, which arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk, interest rate risk and foreign currency risk. The Group's overall risk management programme focuses on minimising potential adverse effects of these risks, with a material impact, on the Group's financial performance. The board of directors of the Company reviews and agrees policies for managing each of these risks and they are summarised below.

(a) Credit risk

The Group is exposed to credit risk in relation to its trade receivables, other receivables, cash and cash equivalents and restricted cash.

The Group expects that there is no significant credit risk associated with cash and cash equivalents and restricted cash since they are substantially deposited at state-owned banks, other medium or large-sized listed banks and other financial institutions in Chinese Mainland. Management does not expect that there will be any significant losses from non-performance by these banks.

The Group expects that the credit risk associated with trade receivables and other receivables due from related parties is low, since the related parties have strong capacity to meet contractual cash flow obligations in the near term. Thus, management does not expect that there will be any significant impairment for the trade receivables and other receivables due from related parties.

The Group trades only with recognised and creditworthy third parties. Concentrations of credit risk are managed by analysis by customer/counterparty. There are no significant concentrations of credit risk from third parties as the customer bases of the Group's trade receivables and other receivables are widely dispersed. In addition, receivable balances are monitored on an ongoing basis.

Maximum exposure and year-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-end staging classification as at 31 December. The amounts presented are gross carrying amounts for financial assets.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(a) Credit risk (Continued)

As at 31 December 2023

	12-month ECLs		Lifetime ECLs		Total RMB'000
	Stage 1 RMB'000	Stage 2 RMB'000	Stage 3 RMB'000	Simplified approach RMB'000	
Trade receivables*	–	–	–	928,279	928,279
Financial assets included in prepayments, other receivables and other assets					
– Normal**	723,623	–	–	–	723,623
Restricted cash					
– Not yet past due	2,017	–	–	–	2,017
Cash and cash equivalents					
– Not yet past due	1,252,038	–	–	–	1,252,038
Total	1,977,678	–	–	928,279	2,905,957

As at 31 December 2022

	12-month ECLs		Lifetime ECLs		Total RMB'000
	Stage 1 RMB'000	Stage 2 RMB'000	Stage 3 RMB'000	Simplified approach RMB'000	
Trade receivables*	–	–	–	794,750	794,750
Financial assets included in prepayments, other receivables and other assets					
– Normal**	508,294	–	–	–	508,294
– Doubtful**	–	25,054	–	–	25,054
Restricted cash					
– Not yet past due	1,649	–	–	–	1,649
Cash and cash equivalents					
– Not yet past due	1,018,958	–	–	–	1,018,958
Total	1,528,901	25,054	–	794,750	2,348,705

* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 20 to the financial statements.

** The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be “normal” when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, the credit quality of the financial assets is considered to be “doubtful”.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(b) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's objective is to maintain a balance between continuity of funding to finance its working capital needs as well as capital expenditure in respect of this management projects, and flexibility through the use of stand-by credit facilities.

The table below analyses the maturity profile of the Group's financial liabilities as at the end of reporting period, which is based on contractual undiscounted payments.

As at 31 December 2023

	Within 1 year or on demand RMB'000	1 to 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
Trade payables	602,850	–	–	602,850
Lease liabilities	28,351	64,930	81,929	175,210
Financial liabilities included in other payables and accruals	628,980	–	–	628,980
Total	1,260,181	64,930	81,929	1,407,040

As at 31 December 2022

	Within 1 year or on demand RMB'000	1 to 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
Trade payables	456,084	–	–	456,084
Lease liabilities	17,916	52,254	52,829	122,999
Financial liabilities included in other payables and accruals	540,211	–	–	540,211
Total	1,014,211	52,254	52,829	1,119,294

(c) Interest rate risk and foreign currency risk

The Group is not exposed to material interest rate risk as the Group has no long term debt obligations with a floating interest rate.

The Group is not exposed to material foreign currency risk as its business is principally conducted in the Chinese Mainland and almost all the transactions are denominated in RMB.

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(d) Capital management

The Group's primary objectives for managing capital are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratio 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. No change was made in the objectives, policies or processes for managing capital during the years ended 31 December 2023 and 2022.

The Group monitors capital using a current ratio, which is total current assets divided by total current liabilities, and a liabilities to assets ratio, which is total liabilities divided by total assets. The current ratios and liabilities to assets ratios as at the end of the reporting periods are as follows:

	2023 RMB'000	2022 RMB'000
Total current assets	2,998,179	2,442,300
Total current liabilities	1,908,826	1,532,592
Total assets	3,613,790	3,003,528
Total liabilities	2,045,773	1,643,302
Current ratio	1.57	1.59
Liabilities to assets ratio	0.57	0.55

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

34. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

	2023 RMB'000	2022 RMB'000
NON-CURRENT ASSETS		
Investment in subsidiaries	1,088,995	983,002
CURRENT ASSETS		
Cash and cash equivalents	2,923	94,914
CURRENT LIABILITIES		
Other payables and accruals	4,704	3,842
NET CURRENT ASSETS/(LIABILITIES)	(1,781)	91,072
Net assets	1,087,214	1,074,074
EQUITY		
Share capital	839,529	839,529
Reserves (<i>note</i>)	247,685	234,545
Total equity	1,087,214	1,074,074

.....
Xie Wei
Director

.....
Zhou Liye
Director

NOTES TO THE FINANCIAL STATEMENTS
31 December 2023

34. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (Continued)

Note:

A summary of the Company's reserves is as follows:

	Exchange fluctuation reserve RMB'000	(Accumulated losses)/retained profits RMB'000	Total RMB'000
At 1 January 2022	254	(15,413)	(15,159)
Total comprehensive income for the year	90,689	159,015	249,704
At 31 December 2022 and 1 January 2023	90,943	143,602	234,545
Total comprehensive income for the year	13,836	136,001	149,837
Final 2022 dividend declared	–	(136,697)	(136,697)
At 31 December 2023	104,779	142,906	247,685

35. EVENTS AFTER THE REPORTING PERIOD

On 18 January 2024, one subsidiary of the Group entered into an equity transfer agreement with third parties, pursuant to which the Group agreed to acquire the entire equity interest in Beijing Runwu Jiaye Enterprise Management Co., Ltd. ("Runwu Jiaye") for a total cash consideration of RMB323,800,000 (subject to adjustments). Runwu Jiaye is engaged in the provision of property management and related services and hotel operation through its subsidiaries. Because the acquisition was effected shortly before the date of approval of these financial statements, it is not practicable to disclose further details about the acquisition.

36. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 26 March 2024.

FIVE-YEAR FINANCIAL SUMMARY

	2023	2022	2021	2020	2019
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Revenue	2,704,412	2,436,035	1,515,525	944,210	788,323
Gross profit	746,542	733,870	470,034	234,789	151,523
Profit attributable to owners of the parent	337,315	336,002	177,977	77,124	22,624
Total assets	3,613,790	3,003,528	1,359,052	2,135,235	1,986,219
Total liabilities	2,045,773	1,643,302	1,155,071	2,086,101	1,878,388
Equity attributable to owners of the parent	1,541,794	1,343,173	195,397	49,134	107,831
Total equity	1,568,017	1,360,226	203,981	49,134	107,831

金茂物業服務發展股份有限公司
Jinmao Property Services Co., Limited