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**星悦康旅股份有限公司**  
**Starjoy Wellness and Travel Company Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 3662)

**ANNOUNCEMENT OF ANNUAL RESULTS  
FOR THE YEAR ENDED 31 DECEMBER 2024**

**2024 RESULTS HIGHLIGHTS**

- Total revenue was approximately RMB1,355 million, representing a year-on-year decrease of approximately 13.3%.
- The Group achieved net profit of approximately RMB86.3 million, representing a year-on-year decrease of approximately RMB63 million or approximately 42.2% due to factors such as the Company's strategic adjustments and bad debt provisions.
- Gross profit was approximately RMB385 million, representing a year-on-year decrease of approximately RMB14.6 million, and gross profit margin was approximately 28.4%, representing a year-on-year increase of approximately 2.8 percentage points.
- Administrative expenses were approximately RMB91.7 million, representing a year-on-year decrease of approximately 32.7%. Cost control and efficiency optimisation have recorded improvements, and the sustainability of projects has also been improved.
- Operating cash flow was approximately RMB140 million, representing a year-on-year increase of approximately 32.4%, with enhanced cash flow security.
- The Board anticipates that the financial impact resulting from the strategic adjustments will stabilise, and the sustainability of the Company's projects will be improved along with enhanced cost control and cash flow management, therefore, the Board recommends the payment of final dividend of RMB0.0265 per Share for the year ended 31 December 2024.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Starjoy Wellness and Travel Company Limited (the “**Company**”) announces the consolidated results of the Company and its subsidiaries (collectively the “**Group**”, “**we**”, “**our**” or “**us**”) for the year ended 31 December 2024 (the “**Year**” or “**2024**”) with comparative figures for the year ended 31 December 2023 (the “**Previous Year**” or “**2023**”), as follows:

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

		Year ended 31 December	
	NOTES	2024	2023
		RMB'000	RMB'000
Revenue	3	1,355,282	1,563,010
Cost of services rendered		(970,245)	(1,163,389)
Gross profit		385,037	399,621
Other income, gains and losses	4	30,672	51,303
Impairment losses under expected credit loss (“ECL”) model, net of reversal		(189,032)	(85,061)
Impairment losses on goodwill		(13,943)	(10,562)
Loss on disposal of subsidiaries		–	(15,117)
Administrative expenses		(91,689)	(136,161)
Selling and distribution expenses		(5,286)	(1,258)
Share of results of a joint venture		(15)	–
Change in fair value of investment properties		–	(182)
Finance costs		(5,386)	(8,005)
Profit before tax		110,358	194,578
Income tax expense	5	(24,107)	(45,369)
Profit for the year	6	86,251	149,209
<b>Other comprehensive income</b>			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		225	4,407
Item that will not be reclassified subsequently to profit or loss:			
Fair value gain on equity instruments at fair value through other comprehensive income (“FVTOCI”)		6,367	13,352
Other comprehensive income for the year, net of income tax		6,592	17,759
Total comprehensive income for the year		92,843	166,968

	<i>NOTES</i>	<b>Year ended 31 December</b>	
		<b>2024</b>	<b>2023</b>
		<b><i>RMB'000</i></b>	<b><i>RMB'000</i></b>
Profit for the year attributable to:			
– Owners of the Company		<b>96,216</b>	157,137
– Non-controlling interests		<b>(9,965)</b>	(7,928)
		<b>86,251</b>	149,209
Total comprehensive income attributable to:			
– Owners of the Company		<b>101,846</b>	169,568
– Non-controlling interests		<b>(9,003)</b>	(2,600)
		<b>92,843</b>	166,968
Earnings per share ( <i>RMB cents</i> )			
– Basic	7	<b>13.25</b>	21.64
– Diluted	7	<b>13.25</b>	21.64

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		As at 31 December	
	NOTES	2024	2023
		RMB'000	RMB'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		29,275	36,060
Right-of-use assets		10,771	9,530
Investment properties		–	8,869
Intangible assets		53,767	63,160
Goodwill		101,563	115,506
Interests in associates		300	–
Interests in a joint venture		240	–
Equity instrument at fair value through profit or loss (“FVTPL”)		51,443	64,420
Equity instruments at FVTOCI		177,882	155,080
Deferred tax assets		58,115	60,220
Deposits paid for acquisition of property, plant and equipment		40,369	2,524
Other receivables	9	–	2,900
		<u>523,725</u>	<u>518,269</u>
<b>CURRENT ASSETS</b>			
Inventories		11,849	12,691
Trade and other receivables	9	646,200	641,805
Deferred contract costs		2,853	7,420
Amounts due from group companies of a former substantial shareholder/related parties		119,235	124,973
Amounts due from other related parties		–	831
Restricted bank deposits		24,714	14,188
Bank balances and cash		1,030,167	960,295
		<u>1,835,018</u>	<u>1,762,203</u>

		As at 31 December	
	NOTES	2024	2023
		RMB'000	RMB'000
<b>CURRENT LIABILITIES</b>			
Trade and other payables	10	795,462	798,653
Contract liabilities		172,661	151,676
Amounts due to other related parties		–	3,032
Tax liabilities		50,811	41,877
Lease liabilities		3,947	3,168
Borrowings		70,000	105,000
		<u>1,092,881</u>	<u>1,103,406</u>
<b>NET CURRENT ASSETS</b>		<u>742,137</u>	<u>658,797</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>1,265,862</u>	<u>1,177,066</u>
<b>NON-CURRENT LIABILITIES</b>			
Deferred tax liabilities		13,442	17,789
Lease liabilities		7,745	6,776
		<u>21,187</u>	<u>24,565</u>
<b>NET ASSETS</b>		<u><u>1,244,675</u></u>	<u><u>1,152,501</u></u>
<b>CAPITAL AND RESERVES</b>			
Share capital		6,207	6,207
Reserves		1,196,682	1,094,836
Equity attributable to owners of the Company		1,202,889	1,101,043
Non-controlling interests		41,786	51,458
<b>TOTAL EQUITY</b>		<u><u>1,244,675</u></u>	<u><u>1,152,501</u></u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 1. GENERAL

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands under the Cayman Islands Companies Law Chapter 22 (Law 3 of 1961, as consolidated and revised) on 13 December 2016. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 18 March 2019.

The consolidated financial statements are presented in Renminbi ("**RMB**"), the functional currency of the Company.

### 2. APPLICATION OF NEW AND AMENDMENTS TO INTERNATIONAL FINANCIAL REPORTING STANDARDS ("**IFRSs**")

In the current year, the Group have applied the following new and amendments to IFRSs issued by the International Accounting Standards Board, which are mandatorily effective for the annual period beginning on or after 1 January 2024 for the preparation of the consolidated financial statements.

Amendments to IAS 1	Classification of liabilities as current or non-current
Amendments to IAS 1	Non-current liabilities with covenants
Amendments to IFRS 16	Lease liability in a sale and leaseback
Amendments to IAS 7 and IFRS 7	Supplier finance arrangements

The application of the above amendments to IFRSs in the current year had no material impact on the Group's financial position and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

The Group has not applied the new and revised IFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new and revised IFRSs but is not yet in a position to state whether these new and revised IFRSs would have a material impact on its results of operations and financial position.

### 3. REVENUE AND SEGMENT INFORMATION

#### Disaggregation of revenue

	Year ended 31 December	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
<b>Type of services</b>		
Property management services segment		
Property management services	1,027,106	1,158,834
Sales assistance services	5,220	17,863
Community value-added services	142,972	176,674
Heating service	24,445	39,629
Others	3,481	9,929
	<u>1,203,224</u>	<u>1,402,929</u>
Commercial operational services segment		
Commercial operation and management services	139,915	150,706
Market positioning and business tenant sourcing services	12,143	9,375
	<u>152,058</u>	<u>160,081</u>
Total	<u><u>1,355,282</u></u>	<u><u>1,563,010</u></u>
<b>Type of customers</b>		
Property management services segment		
External customers	1,161,699	1,325,140
Group companies of a former substantial shareholder/ related parties	36,410	69,533
Other related parties*	5,115	8,256
	<u>1,203,224</u>	<u>1,402,929</u>

	Year ended 31 December	
	2024	2023
	RMB'000	RMB'000
Commercial operational services segment		
External customers	114,934	128,300
Group companies of a former substantial shareholder/ related parties*	37,124	31,781
	<u>152,058</u>	<u>160,081</u>
Total	<u>1,355,282</u>	<u>1,563,010</u>
<b>Timing of revenue recognition</b>		
Over time	1,303,340	1,516,852
A point in time	51,942	46,158
Total	<u>1,355,282</u>	<u>1,563,010</u>

\* The group companies of former substantial shareholder/related parties are subsidiaries of China Aoyuan Group Limited (“**China Aoyuan**”, together with its subsidiaries collectively as the “**China Aoyuan Group**”). China Aoyuan was a controlling shareholder of the Company until 17 July 2023, and has ceased to be a substantial shareholder of the Company since 21 October 2024. The other related parties are joint ventures and associates of China Aoyuan.

The Group’s operating segments are determined based on information reported to Chief Executive Officer, being the chief operating decision maker (“**CODM**”) of the Group, for the purposes of resource allocation and assessment of segment performance, focused on types of services provided. The accounting policies applied in determining segment revenue and segment results of the operating segments are the same as the Group’s accounting policies. Segment results represent the profit earned by each segment without allocation of central administrative costs, change in fair value of investment properties and equity instrument at FVTPL, certain other income, gains and losses, finance costs and loss on disposal of subsidiaries and investment properties.

The Group’s operating and reportable segments are as follows:

*a. Property management services*

The Group engaged in the provision of property management services, sales assistance services, community value-added services and heating services for both residential and non-residential units to property developers, property owners and residents.

*b. Commercial operational services*

The Group engaged in the provision of commercial operation and management services and market positioning and business tenant sourcing services to commercial property developers and commercial property lessees.

No analysis of segment assets and segment liabilities is presented as such information are not regularly provided to the CODM for review.

The following is an analysis of the Group's revenue and results by operating and reportable segments:

	<b>Property management services RMB'000</b>	<b>Commercial operational services RMB'000</b>	<b>Total RMB'000</b>
<b>Year ended 31 December 2024</b>			
Segment revenue	<b>1,203,224</b>	<b>152,058</b>	<b>1,355,282</b>
Segment results	<b>95,226</b>	<b>38,677</b>	<b>133,903</b>
Net exchange gain			<b>11,356</b>
Change in fair value of equity instrument at FVTPL			<b>(12,977)</b>
Loss on disposal of investment properties			<b>(3,486)</b>
Central administrative costs			<b>(13,052)</b>
Interest on lease liabilities			<b>(472)</b>
Interest on borrowings			<b>(4,914)</b>
Profit before tax			<b>110,358</b>
	<b>Property management services RMB'000</b>	<b>Commercial operational services RMB'000</b>	<b>Total RMB'000</b>
<b>Year ended 31 December 2023</b>			
Segment revenue	<b>1,402,929</b>	<b>160,081</b>	<b>1,563,010</b>
Segment results	<b>187,189</b>	<b>37,673</b>	<b>224,862</b>
Net exchange gain			<b>8,519</b>
Change in fair value of investment properties			<b>(182)</b>
Change in fair value of equity instrument at FVTPL			<b>(688)</b>
Loss on disposal of subsidiaries			<b>(15,117)</b>
Central administrative costs			<b>(14,811)</b>
Interest on lease liabilities			<b>(1,102)</b>
Interest on bank borrowings			<b>(6,903)</b>
Profit before tax			<b>194,578</b>

## Other segment information

	Property management services RMB'000	Commercial operational services RMB'000	Unallocated RMB'000	Total RMB'000
<b>Year ended 31 December 2024</b>				
Segment information included in the measure of segment results:				
Depreciation of property, plant and equipment	4,529	623	2,400	7,552
Amortisation of intangible assets	9,393	–	–	9,393
Depreciation of right-of-use assets	915	1,557	1,214	3,686
Impairment losses on goodwill	13,943	–	–	13,943
Impairment losses/(reversal of impairment losses) under ECL model recognised in profit or loss, net of reversal	191,498	(2,466)	–	189,032
Loss on disposal of property, plant and equipment	1,888	–	–	1,888

<b>Year ended 31 December 2023</b>				
Segment information included in the measure of segment results:				
Depreciation of property, plant and equipment	7,498	844	1,172	9,514
Amortisation of intangible assets	12,635	–	–	12,635
Depreciation of right-of-use assets	962	1,367	1,650	3,979
Impairment losses on goodwill	10,562	–	–	10,562
Impairment losses/(reversal of impairment losses) under ECL model recognised in profit or loss, net of reversal	85,809	(748)	–	85,061
Loss on disposal of property, plant and equipment	186	–	–	186

## Geographical information

The Group's revenue from customers is derived solely from its operations and services rendered in the People's Republic of China (the "PRC"), and over 90% of the non-current assets of the Group are located in the PRC.

## Information about major customers

There were no major customers for whom revenue from transactions with a single customer or group of entities under common control contributing over 10% of the total revenue of the Group.

#### 4. OTHER INCOME, GAINS AND LOSSES

	Year ended 31 December	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
Bank interest income	23,165	14,705
Net exchange gain	11,356	8,519
Government grants	12,123	22,146
Loss on disposal of property, plant and equipment	(1,888)	(186)
Loss on disposal of investment properties	(3,486)	–
Dividend income	2,292	3,998
Change in fair value of equity instrument at FVTPL	(12,977)	(688)
Gain on early termination of leases	–	2,917
Others	87	(108)
	<u>30,672</u>	<u>51,303</u>

#### 5. INCOME TAX EXPENSE

	Year ended 31 December	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
Current tax:		
PRC Enterprise Income Tax (“EIT”)	26,349	47,696
Deferred tax	(2,242)	(2,327)
	<u>24,107</u>	<u>45,369</u>

No provision for Hong Kong profits tax has been made as the Group did not have any assessable income subject to Hong Kong profits tax for both years.

Under the Law of the PRC on EIT (the “EIT Law”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.

According to the provisions of Caishui 2019 No.13 and Guoshui 2019 No.2, certain subsidiaries of the Group enjoy preferential income tax policies for the small and low profit enterprises for both years.

Aoyuan Intelligent Life Services (Guangzhou) Group Company Limited and Easy Life Smart Community Services Group Co., Ltd, subsidiaries of the Group, obtained the certificate of “National High-tech Enterprise” in 2023 and 2024, respectively, under which it is entitled to a preferential income tax rate of 15% for the three years from 1 January 2023 to 31 December 2025 and from 1 January 2024 to 31 December 2026, respectively.

## 6. PROFIT FOR THE YEAR

	Year ended 31 December	
	2024	2023
	RMB'000	RMB'000
Profit for the year has been arrived at after charging/(crediting):		
Auditors' emoluments	2,200	3,630
Directors' emoluments	4,032	2,609
Other staff's salaries and other benefits	204,345	288,578
Other staff's contributions to retirement benefit scheme	29,408	31,460
Contributions to housing provident funds	7,628	8,860
Total staff costs	245,413	331,507
Impairment losses recognised/(reversed) on:		
Trade receivables	152,596	114,957
Other receivables	5,247	(745)
Group companies of a former substantial shareholder/ related parties	34,528	(18,955)
Non-controlling shareholders of subsidiaries	–	(3)
Other related parties	(3,339)	(10,081)
Others	–	(112)
Total impairment losses under ECL model, net of reversal	189,032	85,061
Cost of inventories recognised as an expense	1,435	657
Depreciation of property, plant and equipment	7,552	9,514
Depreciation for right-of-use assets	3,686	3,979
Amortisation of intangible assets (included in cost of services rendered)	9,393	12,635

## 7. EARNINGS PER SHARE

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

	2024 RMB'000	2023 RMB'000
<b>Earnings:</b>		
Earnings for the purposes of basic and diluted earnings per share, as appropriate (profit for the year attributable to owners of the Company)	<u>96,216</u>	<u>157,137</u>
	2024	2023
<b>Number of shares:</b>		
Weighted average number of ordinary shares for the purposes of basic and diluted earnings per share	<u>726,250,000</u>	<u>726,250,000</u>

The calculation of diluted earnings per share did not assume the exercises of the Company's share options outstanding during the current and prior years because the exercise prices of those share options were higher than the average market price of the Company's shares during the current and prior years, respectively.

## 8. DIVIDENDS

Subsequent to the end of the reporting period, a final dividend in respect of the year ended 31 December 2024 of RMB0.0265 (2023: nil) per ordinary share, in an aggregate amount of RMB19,246,000 (2023: nil), has been proposed by the directors of the Company and is subject to approval by the shareholders in the forthcoming annual general meeting.

## 9. TRADE AND OTHER RECEIVABLES

	As at 31 December	
	2024	2023
	RMB'000	RMB'000
Trade receivables	877,544	666,049
Less: impairment losses under ECL model, net of reversal	(394,194)	(204,810)
	<u>483,350</u>	<u>461,239</u>
Other receivables:		
Deposits	21,791	27,110
Payments on behalf of residents	77,131	69,930
Input tax to be deducted	15,443	27,903
Prepayments	23,905	24,925
Others	37,793	39,988
	<u>176,063</u>	<u>189,856</u>
Less: impairment losses under ECL model, net of reversal	(13,213)	(6,390)
	<u>162,850</u>	<u>183,466</u>
Total trade and other receivables	<u><u>646,200</u></u>	<u><u>644,705</u></u>
Analysed for reporting purpose as:		
Non-current assets (included in deposits)	–	2,900
Current assets	<u>646,200</u>	<u>641,805</u>
	<u><u>646,200</u></u>	<u><u>644,705</u></u>

The following is an aged analysis of trade receivables presented based on the date of demand note:

	As at 31 December	
	2024	2023
	RMB'000	RMB'000
0 to 60 days	86,439	58,765
61 to 180 days	112,951	127,703
181 to 365 days	131,439	116,470
1 to 2 years	229,823	177,839
2 to 3 years	140,140	102,751
Over 3 years	176,752	82,521
	<u>877,544</u>	<u>666,049</u>

## 10. TRADE AND OTHER PAYABLES

		As at 31 December	
		2024	2023
	NOTES	RMB'000	RMB'000
Trade payables		<b>293,507</b>	269,941
Other payables:			
Receipts on behalf of residents	(a)	<b>107,073</b>	115,729
Deposits received	(b)	<b>140,198</b>	152,080
Accrued staff costs		<b>14,961</b>	17,278
Accrued contribution to social insurance and housing provident funds		<b>13,845</b>	13,775
Other tax payables		<b>30,121</b>	21,442
Accrued expenses		<b>46,111</b>	47,468
Other payables to group companies of a former substantial shareholder/related parties	(c)	<b>113,144</b>	120,346
Other payables		<b>36,502</b>	40,594
Total other payables		<b>501,955</b>	528,712
Total trade and other payables		<b>795,462</b>	798,653

*Note:*

- (a) The balances represented the receipts on behalf of community residents to settle the utilities bills from utilities suppliers.
- (b) The balances mainly represented utility deposits received from the community residents and commercial tenants.
- (c) The balances mainly represented the rents received on behalf of group companies of a former substantial shareholder.

The credit period granted by suppliers to the Group ranging from 30 days to 90 days (2023: ranging from 30 days to 90 days) during the year. The following is an aged analysis of trade payables presented based on the invoice date at the end of each reporting period:

	As at 31 December	
	2024	2023
	RMB'000	RMB'000
0 to 60 days	<b>64,022</b>	78,833
61 to 180 days	<b>72,475</b>	85,843
181 to 365 days	<b>37,790</b>	31,526
1 to 2 years	<b>57,825</b>	26,417
2 to 3 years	<b>20,200</b>	27,309
Over 3 years	<b>41,195</b>	20,013
	<b>293,507</b>	269,941

## MANAGEMENT DISCUSSION AND ANALYSIS

### I. BUSINESS REVIEW

The Group is a renowned property management services and commercial operational services provider in the PRC, implements a business strategy of diversifying service offerings to meet the evolving demands of customers. The Group offers diversified property management services for residential and non-residential properties, as well as a full range of commercial operational services for mid-to-high-end shopping malls and mixed-use property development projects to create a quality, healthy and livable environment as well as an environment suitable for commercial and social activities while providing comprehensive, quality and healthy life management services. In response to the changing economic condition, the Group actively adjusts its development strategy to seek sustainable business plans suitable for the medium and long-term development of the Group. In addition to maintaining the stable development of its principal businesses, namely property management and commercial operations, the Group actively advances the businesses related to cultural tourism, healthcare, and international markets to seize new opportunities with development potential. With service, enjoyment, and harmony as its guiding principles, the Group is committed to pursuing a better development path and creating greater value for its shareholders.

#### **Property Management**

In 2024, the Group implemented the principles of high quality and sustainable development, deeply explored the synergistic potential between various business segments, and achieved maximum synergy benefits. In terms of financial management, the Group has always adhered to a refined financial management strategy. Through strengthening the management of receivables, we provided a solid support for the stable operation of the Group's cash flow. In terms of operational management, the Group actively pursued a dual-pronged strategy of revenue expansion and cost control. We intensively explored our potentials and focused on improving efficiency and reducing costs by optimising business processes in all aspects and reducing unnecessary expenses, so as to reduce operating costs with refined management.

For the year ended 31 December 2024, the Group provided property management services to 255 properties (including sales offices) in 67 cities across 22 provinces, municipalities, and autonomous regions in the PRC, covering chargeable gross floor area (“GFA”) under management of approximately 36.4 million square metres.

Since last year, the Group has been focusing on its long-term development. Based on the specific conditions of the communities under management, the Group has segregated them into various service levels and formulated matching standards for equipment modifications and service solutions. This initiative not only enables the Group to meet the diverse needs of property owners from different projects by delivering standardised and high quality service experience, but also strengthens the foundation for the sustainable and stable development of the Group.

In 2024, the Group has been advancing steadily. On one hand, the Group invested heavily to its principal businesses, and strictly managed costs and operational efficiency, laying a solid foundation for development. On the other hand, it actively engages in diversified operations, strategically launching innovative business pilots, and unlocking the potential of niche markets to identify new profit growth drivers.

Communities are closely connected to people’s livelihoods. The Group actively seeks to understand the needs and preferences of residents through market research and resident surveys. Committed to its social responsibility, the Group organises a variety of initiatives, including knowledge-sharing sessions for seniors, health and wellness programs, and cultural and recreational activities. By scientifically vacating, replacing, and reasonably allocating resources, and carefully optimising the layout of communities, the Group has ingeniously created a comprehensive service system that covers cultural exchange, leisure and entertainment, fitness and wellness, healthcare and elder care, and other aspects. These efforts comprehensively strengthen the foundation of services.

Parking lots implemented transformation of informationised and centralised control and centralised intelligent management to improve operating efficiency and service standard through multiple measures. On one hand, intelligent management achieved higher operational revenue for the parking lots. On the other hand, the Group actively promoted the sharing of parking spaces, further exploring additional revenue potential and comprehensively enhancing the operating income and service quality of parking lots in all respects. Meanwhile, the Group standardised the parking order, optimised fee collection model, conducted cooperation with various industries and improved the effective coverage of spatial resource, allowing greater possibilities with limited space.

In respect of elevator management, the Group integrated resources to reduce the operating costs of elevators. The Group made more efforts in energy saving and consumption reduction by actively using equipment such as radar lighting, faucet flow regulators, travel switch-control lighting and timer-controlled lighting.

The Group has always regarded the optimisation of residents' living experience and the maintenance of customer relationships as top priorities, and has made every effort to create a warm and welcoming home for property owners. In 2024, the Group focused on the daily needs of property owners by closely following the festive atmosphere of key festivals, planned and successfully held vibrant community cultural events and thoughtful convenience services, truly making the community a gathering place for joy and warmth. From free parcel deliveries, assisting with heavy lifting, and promptly unclogging toilets to troubleshooting various household issues and conducting meticulous inspections of renovation sites, no request was too small – whenever residents needed help, they received a response. Since the beginning of 2024, the Group has solved tens of thousands of urgent issues for property owners, effectively solving their problems and becoming their most reliable support system.

### **Commercial Operation**

As of 31 December 2024, the Group provided commercial operational services to 15 shopping malls/office buildings in 10 cities in the PRC with a GFA under management of approximately 606,000 sq.m. in total.

The Group upholds high-quality commercial operations while conveying a warm and service-oriented business philosophy to consumers. It transforms every commercial interaction into a stream of warmth integrated into daily life. Currently, the Group's business has been widely extended to various aspects of commercial properties, including professional services throughout the entire chain such as preliminary planning, commercial design, technical consultants, business tenant sourcing agency, pre-opening preparations, and asset management. While consolidating the basic operations, the Group identified the diverse value of commercial operations. The Group captured the potential of industrial synergy and revitalised shopping mall memberships and offline traffic. Meanwhile, the Group integrated commercial operations and property management services to convert nearby property owners into consumers of its shopping centers.

The Group fully considers the features of different projects and the diverse needs of consumers to tailor vibrant and localised consumption experiences, and is committed to providing consumers with an immersive, warm and joyful shopping journey. Leveraging the concept of “Community Park (社區公園)”, the Group deeply focused on offering customised community activity space tailored to the needs of surrounding customers, encompassing both space construction and activity planning. For instance, Pan Long Aoyuan Plaza\* (盤龍奧園廣場) offered “Fantasy Light and Shadow Festival (奇幻光影節)” in celebration of its anniversary celebration, which greatly extended target customers’ dwell time, stimulated more opportunities for consumption, and empowered merchants with strong capabilities through constructing scenarios that meet customer needs. Integrating the cultural and tourism elements ingeniously, Guangzhou Panyu Aoyuan Plaza\* (廣州番禺奧園廣場) made significant investment to build a “Chocolate Kingdom (巧克力王國)” theme block, achieving a deep integration of cultural tourism scenes into business. It not only deeply collaborated with parent-child businesses in the plaza to achieve significant improvement in performance, but also flexibly utilised the commercial flow to support cultural and tourism development, creating a new path for business expansion.

## **II. OUTLOOK**

In 2025, the Group will be steadfast in the service philosophy of “Property Owners-centric and Customer-centric”, meticulously refining every aspect of its services, striving to enable property owners and customers to enjoy the ultimate experience. Meanwhile, we will maintain a sound financial management strategy, conducting in-depth analysis of its profit structure and making precise effort for optimisation and improvement. From refined cost control to diversified revenue expansion, we have built a solid foundation for profitability in all aspects. The Group will actively embrace the arrival of the era of cultural tourism and silver economy, and make deployment and practice in advance. With the persistent pursuit of service quality and a scientifically planned financial strategy, the pace of the Group’s profit growth as a whole will be more determined and solid in the future. We will march towards the road of sustainable development, rewarding the trust and support of our property owners, customers and investors with our extraordinary strength.

## **Property Management**

Under the wave of current digitalisation, the Group adhered to the philosophy of high-quality development, fully dedicating itself to empowering property operations through digital infrastructure. We tapped into the value of project potential, and achieved a full range of business management upgrades with the help of intelligent tools, creating a first-class experience for customers and allow every interaction to be as convenient and efficient as possible. Meanwhile, the Group is determined to move forward on the path of sustainable development, and continues to make great efforts in energy conservation and cost reduction. We actively promoted energy-saving light renovation projects to brighten up the green life; comprehensively rolled out the installation of prepaid meters to optimise energy management; and explored deep into the potentials of intelligent renovation and optimisation, allowing technology to penetrate into every aspect of the project operations. With these refined measures, the Group has continued to enhance the level of precision and intelligence in project operations on the basis of rational planning of project expenses. In business operations, the Group has been actively engaging in innovative, category-based management practice, tailoring distinct business strategies to different property types. As for the business characteristics of non-residential sectors, the demand for large-scale management of residential properties and the general service requirements of ordinary residential properties, the Group has tailored unique business strategies and implemented the refined management model of “One Project, One Strategy”, in an effort to achieve optimal allocation of resources by solving the problem. As a result of the above series of efficient measures, operating performance of the Group have been improved step by step, and a healthy and stable cash flow has been guaranteed in a practical manner.

In terms of value-added services, in addition to maintaining its traditional value-added services in order to ensure the efficient operation of each aspect, the Group endeavored to develop its self-operated businesses, actively collected feedback from property owners, and managed them in line with the characteristics of the community and the needs of the property owners. For communities with a high concentration of elderly people, the Group has carried out elderly-friendly renovations, providing thoughtful care to enhance their quality of life; for communities with a high occupancy rate, the Group has provided a wide range of services such as community group purchasing, insurance, home delivery, rental and sales to satisfy daily needs. In terms of space resource management, the Group breaks from tradition by integrating marketing and promotional strategies alongside tenant acquisition, maximizing the use of idle spaces. Home renovation focuses on existing properties, combination of resources, and customised renovation to carefully outline the new look of the home, so as to improve all-round quality of living, inject a new vitality into the community life, and create a high-quality community.

In the pursuit of diversified development and quality services, the Group is expanding into the cultural tourism and healthcare sector, and made every effort to broaden its business scope. With the integration of quality resources from all sources, the Group will carefully build cultural tourism and wellness services that meet the needs of property owners, so as to opening up a new revenue growth point for the Group and increase the satisfaction of property owners.

In the course of proactively broadening the business scope and pursuing diversified development, the Group has never forgotten to cultivate its basic professional skills in the property management. In the future, we will launch a series of campaigns of “service capability enhancement”, such as the quality improvement of the property butler team, the image of customer service staff and control over the customer service channels, and we will make targeted efforts to strengthen our management quality in terms of the quality of our staff, their external appearance, and the communication chain. On the one hand, we focus on individual staff to explore their potentials and enhance their abilities through diversified approaches such as customised training and practical exercises; on the other hand, we concentrate on the team as a whole to unify the profile standards, optimise the service process, and shape an external appearance which is professional and friendly to build a bridge for efficient communication with customers. We will provide superior and more considerate services for the property owners, allow property owners to continue to grow the sense of well-being under our intimate cares, so as to create a warm and harmonious living and working environment, and build an extraordinary property brand.

The Group anchors its direction and continuously regulate each service link with meticulous criteria; promotes standardised services, turns quality services into products that can be replicated and promoted. The Group will further pursue service branding by infusing its service products with unique brand identity and appeal. Ultimately, it aims to achieve brand valorization, transforming its brand equity into growth momentum. With the concerted efforts, the Group aims to achieve improvement in service quality and efficiency based on traditional services, and create a differentiated competitive edge by actively expanding and combing new business segments. We have acquired deep insight into the diversified needs of our customers, invested professional resources to carefully refine and differentiate our services, and customised comprehensive solutions covering facility operation and maintenance, environmental optimisation, safety and security, expand our business presence, and solidify and enhance our market competitiveness.

## **Commercial Operation**

In 2025, the Group will adhere to the strategic direction of focusing on cash flows and profitability, and adapt to changes and respond accordingly through increasing its investment in leasing and operations. On the leasing front, we will analyse the preferences and trends of different consumer groups. We have strictly selected quality brands, and created a diversified commercial ecosystem. The operation aspect, from the planning of creative marketing campaigns to the optimisation and upgrading of the consumer experiences, increased the efficiency of the conversion of customer flow into sales. Meanwhile, we further expanded value-added services such as leasing the outer area of the plaza, venues, and advertising spots.

The Group has always adhered to the strategy of steadily promoting the activities of key projects, following up on the business dynamics of key merchants in a timely manner, and providing precise assistance on the one hand; planning a series of popular activities with innovative ideas, and at the same time, carefully carving out the project atmosphere, and transforming and upgrading the project from the perspective of vision, experience, and other dimensions on the other hand, enabling commercial projects to achieve stable development even in intense competitions.

With a focus on its long-term development, the Group is seizing strategic opportunities by exploring new models of integrated cultural tourism and healthcare services in and around commercial projects with mature conditions, so as to stimulate synergies through deeper integration. Leveraging on the complementary strengths of multiple industries, we will expand our business footprint, improve brand premium and achieve the overall value enhancement.

### **Expansion of New Business**

In addition to the stable development of its principal businesses, the Group will actively increase the layout in cultural tourism and healthcare area. Taking the Enping Quanlin Golden Town Project as an example, relying on the strategic location and customer advantages of the Guangdong-Hong Kong-Macau Greater Bay Area, the Group focuses on the integrated development direction of “cultural tourism, healthcare, and sports” to create a comprehensive destination for cultural tourism and healthcare. This project is driven by sports economy and low altitude economy, and creates an operational model of “ecological empowerment and industrial synergy” by linking rural revitalisation and resources in the bay area. It enhances the competitiveness of the “Starjoy Wellness” brand, promotes deep linkage between cultural and tourism business and the property management, commercial operation and other segments of the Group, achieving dual enhancement of brand value and regional influence.

The Group will also explore the possibility of overseas property management, health tourism, and intelligent community services, and enhance the competitiveness of existing projects and the potential of value-added services by combing high-quality resources. Through the above layout, we will continue to strengthen the coverage of our brands and synergy cross businesses, laying the foundation for long-term and high-quality development.

## FINANCIAL REVIEW

### Results of Operations

The Group's revenue was mainly derived from property management services and commercial operational services. For the Year, the Group's total revenue was approximately RMB1,355.3 million, representing a decrease of approximately RMB207.7 million or approximately 13.3% as compared with that of approximately RMB1,563.0 million for the Previous Year. Revenue generated from property management services segment and commercial operational services segment contributed approximately 88.8% and approximately 11.2% to the total revenue, respectively.

The following table sets forth a breakdown of total revenue for the years indicated by business segment:

	2024		2023		Growth	Growth
	<i>Revenue contribution</i>		<i>Revenue contribution</i>		amount	rate
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
Property management services segment	1,203,224	88.8	1,402,929	89.8	(199,705)	(14.2)
Commercial operational services segment	152,058	11.2	160,081	10.2	(8,023)	(5.0)
Total	<u>1,355,282</u>	<u>100.0</u>	<u>1,563,010</u>	<u>100.0</u>	<u>(207,728)</u>	<u>(13.3)</u>

### Property Management Services Segment

The revenue generated from property management services segment decreased by approximately RMB199.7 million or approximately 14.2%, of which the revenue generated from property management services decreased by approximately RMB131.7 million or approximately 11.4%, the revenue generated from major owner value-added services decreased by approximately RMB12.6 million or approximately 70.8%, and the revenue generated from community value-added services decreased by approximately RMB55.3 million or approximately 24.5%. The decline was primarily due to the Group's strategic adjustment, where it proactively withdrew from low-profitability and high-risk projects, resulting in a reduction in managed area.

The following table sets forth the breakdown of revenue from the property management services segment by service category for the years indicated:

	2024		2023			
	Revenue contribution		Revenue contribution		Growth amount	Growth rate
	RMB'000	%	RMB'000	%	RMB'000	%
Property management services segment						
Property management services	1,027,106	85.4	1,158,834	82.6	(131,728)	(11.4)
Major owner value-added services	5,220	0.4	17,863	1.3	(12,643)	(70.8)
Community value-added services	170,898	14.2	226,232	16.1	(55,334)	(24.5)
Total	1,203,224	100.0	1,402,929	100.0	(199,705)	(14.2)

The following table sets forth the breakdown of total revenue from the property management services segment for the years indicated by geographic regions:

	2024		2023	
	<i>Revenue contribution</i>		<i>Revenue contribution</i>	
	<i>Revenue (RMB'000)</i>	<i>%</i>	<i>Revenue (RMB'000)</i>	<i>%</i>
South China	538,375	44.8	474,735	33.8
Southwest China	165,883	13.8	241,527	17.2
East China	130,282	10.8	215,139	15.3
Central and North China	305,854	25.4	406,942	29.0
Northeast China	62,830	5.2	64,586	4.7
Total	<u>1,203,224</u>	<u>100.0</u>	<u>1,402,929</u>	<u>100.0</u>

Notes:

- (1) South China comprises Guangdong Province and Guangxi Zhuang Autonomous Region.
- (2) Southwest China comprises Chongqing Municipality, Sichuan, Yunnan, Guizhou and Shaanxi Provinces.
- (3) East China comprises Anhui, Fujian, Jiangsu, Jiangxi, Shandong and Zhejiang Provinces.

- (4) Central and North China comprises Hunan, Hubei, Hebei and Henan Provinces, Inner Mongolia Autonomous Region, Beijing Municipality and Tianjin Municipality.
- (5) Northeast China comprises Liaoning and Heilongjiang Provinces.

### Commercial Operational Services Segment

The revenue generated from commercial operational services segment decreased by approximately RMB8.0 million or approximately 5.0%, which was mainly due to the decrease in revenue generated from commercial operation and management services of approximately RMB10.8 million or approximately 7.2%. The decrease in revenue generated from commercial operation and management services was mainly attributable to the adjustment of the fee-for-service model for certain shopping malls under management during the Year.

The following table sets forth the breakdown of revenue from commercial operational services segment by service category for the years indicated:

	2024		2023			
	Revenue contribution		Revenue contribution		Growth amount	Growth rate
	RMB'000	%	RMB'000	%	RMB'000	%
Commercial operational services segment						
Commercial operation and management services	139,915	92.0	150,706	94.1	(10,791)	(7.2)
Market positioning and business tenant sourcing services	12,143	8.0	9,375	5.9	2,768	29.5
Total	152,058	100.0	160,081	100.0	(8,023)	(5.0)

The following table sets forth the breakdown of revenue from the commercial operational services segment for the years indicated by geographic regions:

	2024		2023	
	<i>Revenue contribution</i>		<i>Revenue contribution</i>	
	<i>RMB'000</i>	<i>%</i>	<i>RMB'000</i>	<i>%</i>
South China	109,188	71.8	114,511	71.5
Southwest China	12,507	8.2	33,477	20.9
East China	13,242	8.7	6,980	4.4
Central China	17,121	11.3	5,113	3.2
<b>Total</b>	<b>152,058</b>	<b>100.0</b>	<b>160,081</b>	<b>100.0</b>

*Notes:*

- (1) South China comprises Guangdong Province and Guangxi Zhuang Autonomous Region.
- (2) Southwest China comprises Chongqing Municipality and Guizhou Province.
- (3) East China comprises Jiangxi and Anhui Provinces.
- (4) Central China comprises Hunan Province.

### **Cost of Services**

The Group's cost of services primarily consists of (i) labour costs mainly incurred from security services, house-keeping services, labour outsourcing, maintenance services and cleaning and gardening services expenses; (ii) maintenance costs; (iii) utility expenses; and (iv) materials and consumables.

Our cost of services decreased by approximately RMB193.2 million from approximately RMB1,163.4 million for the Previous Year to approximately RMB970.2 million for the Year. Such decrease was primarily attributable to the Group's strategic adjustment, proactively withdrawing from low-profitability and high-risk projects.

### **Gross Profit and Gross Profit Margin**

For the Year, the gross profit of the Group was approximately RMB385.0 million, representing a decrease of approximately RMB14.6 million or approximately 3.6% as compared with approximately RMB399.6 million for the Previous Year. For the Year, the gross profit margin was approximately 28.4%, representing an increase of approximately 2.8 percentage points as compared with the gross profit margin of 25.6% for the Previous Year. The Group will continue to promote refined management in the coming years, endeavouring to improve the economic efficiency. For the Year, the gross profit of property management services segment of the Group was approximately RMB328.4 million and the gross profit margin was approximately 27.3%; the gross profit of commercial operational services segment of the Group was approximately RMB56.6 million and the gross profit margin was approximately 37.2%.

### **Impairment losses under ECL**

For the Year, the impairment losses under ECL of the Group was approximately RMB189.0 million, representing an increase of approximately RMB103.9 million as compared with approximately RMB85.1 million for the Previous Year. The Group proactively adjusted its business layout by exiting certain projects with higher credit risk and made a higher percentage of impairment provision for receivables for such projects as of 31 December 2024, resulting in an increase in impairment provision for the Year.

## **Selling and Distribution Expenses and Administrative Expenses**

The Group's selling and distribution expenses primarily consist of (i) advertising expenses; (ii) salaries and allowances for our sales personnel; and (iii) office expenses, travelling expenses and business development expenses. The total selling and distribution expenses of the Group for the Year were approximately RMB5.3 million.

The Group's administrative expenses and other expenses primarily consist of (i) salaries and allowances for our administrative and management personnel in the headquarters; (ii) travelling expenses; (iii) professional fees; (iv) rental expenses; and (v) office expenses.

For the Year, the administrative expenses of the Group were approximately RMB91.7 million, representing a decrease of approximately RMB44.5 million or approximately 32.7% as compared with approximately RMB136.2 million for the Previous Year. Such decrease was mainly due to the optimisation of the organisational structure, improvement of management efficiency, cost reduction and improved efficiency of the Group.

## **Other Income, Gains and Losses**

For the Year, other income, gains and losses of the Group amounted to a net gain of approximately RMB30.7 million, representing a decrease of approximately RMB20.6 million or approximately 40.2% as compared with a net gain of approximately RMB51.3 million arising from other income, gains and losses of the Group for the Previous Year, which was primarily attributable to the decrease in fair value of equity instrument at FVTPL of approximately RMB13.0 million.

## **Income Tax Expense**

For the Year, the income tax of the Group amounted to approximately RMB24.1 million, representing a decrease of approximately RMB21.3 million as compared with approximately RMB45.4 million for the Previous Year.

## **Profit for the Year**

As a result of the foregoing, the net profit of the Group for the Year was approximately RMB86.3 million, representing a decrease of approximately RMB63.0 million as compared with net profit of approximately RMB149.2 million for the Previous Year. For the Year, profit attributable to equity shareholders of the Company was approximately RMB96.2 million, as compared with profit attributable to equity shareholders of the Company of approximately RMB157.1 million for the Previous Year.

## **FINANCIAL POSITION**

As at 31 December 2024, the total assets of the Group was approximately RMB2,358.7 million (as at 31 December 2023: approximately RMB2,280.5 million), and the total liabilities was approximately RMB1,114.1 million (as at 31 December 2023: approximately RMB1,128.0 million). As at 31 December 2024, the current ratio was 1.68 (as at 31 December 2023: 1.60).

As at 31 December 2024, the net assets of the Group was approximately RMB1,244.6 million (as at 31 December 2023: approximately RMB1,152.5 million).

### **Property, Plant and Equipment**

The Group's property, plant and equipment consist of buildings, office equipment, motor vehicles and leasehold improvements. The value of the Group's property, plant and equipment amounted to approximately RMB29.3 million as at 31 December 2024.

### **Right-of-use Assets**

The right-of-use assets of the Group mainly included lease right-of-use assets. The Group's right-of-use assets increased from approximately RMB9.5 million as at 31 December 2023 to approximately RMB10.7 million as at 31 December 2024.

### **Intangible Assets**

The Group's intangible assets represent the property management contracts obtained upon the acquisition of other property management companies. Our intangible assets decreased from approximately RMB63.2 million as at 31 December 2023 to approximately RMB53.8 million as at 31 December 2024, primarily due to a decrease in normal amortisation.

### **Goodwill**

The Group's goodwill represents the difference between the total consideration for the acquisitions of Anhui Hanlin Property Services Company Limited, Shenzhen Huazhong Property Management Company Limited, Easy Life Smart Community Services Group Co., Ltd. and Beijing Boan Property Management Co., Ltd. and their respective total identifiable net assets as at the respective acquisition dates, net of relevant impairment amount. As at 31 December 2024, the goodwill of the Group decreased by approximately RMB13.9 million as compared with that as at 31 December 2023, which was primarily attributable to the Group's provision for impairment loss of goodwill of approximately RMB13.9 million due to unsatisfactory business expansion of some subsidiaries acquired in previous years.

## **Trade and Other Receivables**

As at 31 December 2024, the total trade and other receivables of the Group were approximately RMB646.2 million, representing an increase of approximately RMB1.5 million as compared with approximately RMB644.7 million as at 31 December 2023.

## **Amounts Due from Group Companies of a Former Substantial Shareholder/Related Parties**

The Group's amounts due from group companies of a former substantial shareholder/related parties decreased from approximately RMB125.0 million as at 31 December 2023 to approximately RMB119.2 million as at 31 December 2024.

## **Trade and Other Payables**

As at 31 December 2024, the trade and other payables of the Group were approximately RMB795.5 million, representing a decrease of approximately RMB3.2 million or approximately 0.4% as compared with that of approximately RMB798.7 million as at 31 December 2023.

## **Borrowings**

As at 31 December 2024, we had (i) outstanding bank borrowings of approximately RMB65.0 million (as at 31 December 2023: approximately RMB105.0 million); (ii) other borrowings of approximately RMB5.0 million (as at 31 December 2023: Nil); and (iii) no unutilised banking facilities for short term financing. Our borrowings carried at fixed rate of 4.50%–5.50% per annum (2023: 5.5% per annum). The bank borrowings were guaranteed by certain subsidiaries of the Group and a subsidiary of China Aoyuan, and secured by the equity interests in a subsidiary of the Company.

## **Lease Liabilities**

As at 31 December 2024, lease liabilities of the Group due within one year were approximately RMB3.9 million and the balance of lease liabilities due over one year was approximately RMB7.7 million.

## **Contingent Liabilities**

As at 31 December 2024, we did not have any material contingent liabilities (as at 31 December 2023: Nil).

## **Gearing Ratio**

Gearing ratio is calculated based on the total liabilities divided by total assets. As at 31 December 2024, the gearing ratio of the Group was 0.47 (31 December 2023: 0.49).

## Foreign Currency Risk

The functional currency of the Group is RMB, except that the functional currencies of certain overseas subsidiaries are currencies other than RMB. As at 31 December 2024, certain cash and bank balances and time deposits are denominated in RMB, HKD and USD, which would expose the Group to foreign currency risk. The Group has not used any foreign currency swap contracts to reduce the exposure to USD and HKD arising from bank balances. The Group also currently does not have any foreign exchange hedging policy.

## Pledge of Assets

As at 31 December 2024, no asset of the Group was pledged, except for the pledge of equity interests in a subsidiary of the Company to obtain bank borrowings of approximately RMB63.0 million.

## Proceeds from the Listing

The shares of the Company (the “**Share(s)**”) were listed on the Main Board of the Stock Exchange on 18 March 2019 (the “**Listing**”) and 175,000,000 new Shares were issued. On 2 April 2019, the over-allotment option was fully exercised to allot 26,250,000 new Shares. After deducting the underwriting fees and relevant expenses, net proceeds from the Listing and the over-allotment option amounted to approximately HK\$577.0 million and HK\$93.7 million (equivalent to approximately RMB493.1 million and RMB80.1 million) (the “**Net Proceeds**”).

On 18 September 2020, the Board resolved to change the use of the remaining unutilised Net Proceeds. For details of such change, please refer to the announcement of the Company dated 18 September 2020.

On 10 December 2020, the Board resolved to further change the use of the remaining unutilised Net Proceeds. For details of such change, please refer to the announcement of the Company dated 10 December 2020.

As at the date of this announcement, the Group has utilised approximately RMB436.8 million of the capital raised, of which approximately RMB333.2 million was used to acquire or invest in other commercial operational services and property management services providers; approximately RMB33.5 million was used to acquire or invest in service providers (providing services complementary to the Group’s commercial operational services and property management services); approximately RMB10.2 million was used to develop and upgrade our O2O platforms; approximately RMB2.6 million was used to develop intelligent service systems and upgrade our internal IT system; and approximately RMB57.3 million was used for working capital and general corporate purposes. All unutilised net proceeds as at the date of this announcement, which amounted to approximately RMB136.4 million, will be used to pursue strategic acquisition and investment opportunities to acquire or invest in other commercial operational service and property management service providers to achieve our business strategies of scaling up our commercial operational service business and expanding our property management service portfolio.

	Original use of the Net Proceeds (approximately) RMB million	1 <sup>st</sup> revised use of the Net Proceeds (approximately) RMB million	2 <sup>nd</sup> revised use of the Net Proceeds (approximately) RMB million	Actual use of the Net Proceeds as at 31 December 2024 (approximately) RMB million	Unutilised amount as at 31 December 2024 (approximately) RMB million	Expected timeline
Acquisition of or investment in other commercial operational services and property management services providers	355.4	254.6	469.6	333.2	136.4	To be utilised by April 2026
Acquisition of or investment in service providers providing services complementary to the Group's commercial operational services and property management services	57.3	248.5	33.5	33.5	-	Not Applicable
Development of and upgrading the O2O platforms	68.8	10.2	10.2	10.2	-	Not Applicable
Development of intelligent service systems and upgrading internal IT system	34.4	2.6	2.6	2.6	-	Not Applicable
Working capital and general corporate purposes	57.3	57.3	57.3	57.3	-	Not Applicable
<b>Total</b>	<b>573.2</b>	<b>573.2</b>	<b>573.2</b>	<b>436.8</b>	<b>136.4</b>	

As at the date of this announcement, the utilised Net Proceeds have been used in a manner consistent with the purposes as previously disclosed and the Company currently has no intention to change the planned use of the remaining Net Proceeds. The expected timeline stated above is based on the estimation made by the Board which might be subject to changes in accordance with the change in market conditions from time to time.

## EMPLOYMENT AND REMUNERATION POLICY

As at 31 December 2024, the Group had 1,895 employees (as at 31 December 2023: 2,168). The staff cost was approximately RMB245.4 million in 2024 (2023: approximately RMB331.5 million). The Group regularly reviews remuneration and benefits of its employees according to the relevant market practice and individual performance of the employees. Pursuant to relevant laws and regulations in the PRC, the Group provides contributions to social insurance in China (including pension insurance, medical insurance, unemployment insurance, maternity insurance and occupational injury insurance) and housing provident funds for our employees in the PRC. The Group also operates a Mandatory Provident Fund Scheme for all qualified employees in Hong Kong.

## MATERIAL ACQUISITION, DISPOSAL AND SIGNIFICANT INVESTMENT

On 26 November 2024, an equity transfer agreement (the “**Equity Transfer Agreement**”) was entered into between Tang Yanxia (唐豔霞) and Tian Ying (田英) (together, the “**Vendors**”) and Guangzhou Xinmei Intelligent Life Service Co., Ltd.\* (廣州欣美智慧生活服務有限公司) (the “**Purchaser**”), an indirect wholly-owned subsidiary of the Company, pursuant to which the Vendors conditionally agreed to sell, and the Purchaser conditionally agreed to acquire, the entire equity interest in Guangzhou Puhou Property Co., Ltd.\* (廣州樸厚物業有限公司) (“**Guangzhou Puhou**”) at the consideration of RMB600,000 in cash in accordance with the terms and conditions of the Equity Transfer Agreement (the “**Acquisition**”). For details of the Acquisition, please refer to the announcement of the Company dated 26 November 2024. The Acquisition was completed on 29 November 2024 and the Group made a capital injection of RMB30 million into Guangzhou Puhou on 4 December 2024.

Save as disclosed above, there was no material acquisition and disposal conducted by the Group during the Year, nor was there any significant investment or plan authorised by the Board for material investment or addition of capital assets as of 31 December 2024.

## ANNUAL GENERAL MEETING

The 2025 annual general meeting of the Company (the “**AGM**”) will be held on Tuesday, 27 May 2025 and the notice of AGM will be published and despatched to the shareholders of the Company (the “**Shareholders**”) in the manner as required by the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) in due course.

## FINAL DIVIDEND

The Board recommends the payment of final dividend of RMB0.0265 per Share for the Year (the “**Proposed Final Dividend**”) (2023: Nil) to be paid on Friday, 20 June 2025 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 4 June 2025. The Proposed Final Dividend will be payable in cash in Hong Kong dollars (equivalent to HK\$0.0287, according to the central parity rate of Renminbi to Hong Kong dollars as announced by the People’s Bank of China on 25 March 2025, i.e. RMB1.00 equivalent to HK\$1.0829). The aggregate amount of the Proposed Final Dividend is approximately RMB19,246,000 (equivalent to approximately HK\$20,841,000). The aggregate amount shall be paid out of the Company’s share premium account. The Proposed Final Dividend is subject to the approval by the Shareholders at the AGM.

## CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed during the following periods:

- (a) For the purpose of determining the qualification as shareholders of the Company to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 20 May 2025 to Tuesday, 27 May 2025, both days inclusive. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 19 May 2025, being the last share registration date.
- (b) For the purpose of determining the entitlement to the Proposed Final Dividend (subject to the approval of the Shareholders at the AGM), the register of members of the Company will be closed from Monday, 2 June 2025 to Wednesday, 4 June 2025, both days inclusive. In order to qualify for the entitlement to the Proposed Final Dividend, unregistered Shareholders are required to lodge all transfer documents accompanied by the relevant share certificates with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 30 May 2025.

## PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES

During the Year, neither the Company nor its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities.

## **SUFFICIENCY OF PUBLIC FLOAT**

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

## **AUDIT COMMITTEE**

The audit committee of the Company (the “**Audit Committee**”) comprises Mr. Hung Ka Hai Clement (chairman), Dr. Li Zijun and Mr. Wang Shao. The Audit Committee, together with the Board, have reviewed the accounting principles and practices adopted by the Group and discussed auditing and financial reporting matters including the review of the financial statements of the Group for the Year.

## **SCOPE OF WORK OF ZHONGHUI ANDA CPA LIMITED ON THE PRELIMINARY RESULTS ANNOUNCEMENT**

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income, and the related notes thereto for the Year as set out in the preliminary announcement have been agreed by the Group’s auditors, ZHONGHUI ANDA CPA Limited, to the amounts set out in the Group’s audited consolidated financial statements for the Year.

The work performed by ZHONGHUI ANDA CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no opinion and assurance conclusion has been expressed by ZHONGHUI ANDA CPA Limited on the preliminary announcement.

## **CORPORATE GOVERNANCE CODE**

The Board is committed to achieving high corporate governance standards.

The Board believes that high corporate governance standards and a culture of openness are essential in providing a framework for the Group to safeguard the interests of the Shareholders, enhance corporate value, formulate its business strategies and policies, facilitate effective contribution, and enhance its transparency and accountability, thereby enabling shareholders’ evaluation of the Company’s application of the principles and code provisions of the Corporate Governance Code (the “**CG Code**”) contained in “Part 2 – Principles of Good Corporate Governance, Code Provisions and Recommended Best Practices” of Appendix C1 to the Listing Rules.

The Company has adopted the CG Code as the basis of the Company's corporate governance practices.

The Company has also in place a corporate governance framework and has established a set of policies and procedures based on the CG Code. Such policies and procedures provide the infrastructure for enhancing the Board's ability to implement governance and exercise proper oversight on business conduct and affairs of the Company. In addition, the Board meets regularly to consider major matters affecting the operations of the Group and all Directors are properly and promptly briefed on such matters with adequate, complete and reliable information. Therefore, the Board is of the view that the balance of power and safeguards in place are adequate.

During the Year, the Company had complied with all the applicable code provisions of the CG Code, except for code provision C.2.1 of the CG Code as explained below:

Mr. Wang Jiren was appointed as an executive Director with effect from 17 May 2024 and has been serving as both the chairman of the Board (the "**Chairman**") and the president of the Group (the "**President**") since then. Such practice deviates from code provision C.2.1 of the CG Code. The Board believes that vesting the roles of both the Chairman and the President in the same person can facilitate the execution of the Group's business strategies and enhance its operational efficiency. The Board is currently comprised of two executive Directors, three non-executive Directors and three independent non-executive Directors, which is appropriately structured to ensure that there is a balance of power to provide sufficient checks to protect the interests of the Company and the Shareholders. Therefore, the Board considers that the deviation from code provision C.2.1 of the CG Code is appropriate in such circumstance.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules as the code of conduct for its Directors dealing in 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 throughout the Year.

## **UPDATED INFORMATION OF DIRECTORS PURSUANT TO RULE 13.51B(1) OF THE LISTING RULES**

Pursuant to Rule 13.51B(1) of the Listing Rules, subsequent to the date of the 2024 interim report of the Company and up to the date of this announcement, changes in information of the Directors are set out below:

Mr. Hung Ka Hai Clement resigned as an independent non-executive director of JX Energy Ltd. (stock code: 3395) with effect from 24 December 2024. He also resigned as a non-executive director of High Fashion International Limited (stock code: 608) with effect from 1 January 2025.

Save for the information disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

## **EVENT AFTER THE REPORTING PERIOD**

### **Grant of share options**

On 20 January 2025, the Company offered to grant share options (the “**Options**”) to certain eligible persons to subscribe for a total of 32,500,000 Shares, representing approximately 4.48% of the issued share capital of the Company, under the share option scheme of the Company adopted on 28 May 2019. Further details of the grant of Options are set out in the announcement of the Company dated 20 January 2025.

Save as disclosed above, there have been no other material events occurring after the end of the Year and up to the date of this announcement.

## **PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT**

This annual results announcement is published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.sjwt.net](http://www.sjwt.net)). The annual report of the Company for the Year containing all the information required by the Listing Rules will be published on the above websites and will be despatched to the Shareholders (if requested) in accordance with the Listing Rules in due course.

By the order of the Board  
**Starjoy Wellness and Travel Company Limited**  
**Wang Jiren**  
*Chairman*

Hong Kong, 25 March 2025

\* *In this announcement, the English names are translation of their Chinese names and are included herein for identification purpose only. In the event of any inconsistency, the Chinese names shall prevail.*

*As at the date of this announcement, the executive Directors are Mr. Wang Jiren and Ms. Liang Jinrong; the non-executive Directors are Mr. Ruan Yongxi, Mr. Kam Min Ho Andrew and Ms. Jiang Nan; and the independent non-executive Directors are Mr. Hung Ka Hai Clement, Dr. Li Zijun and Mr. Wang Shao.*