卡姆丹克太陽能系統集團有限公司
Comtec Solar Systems Group Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 712)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

The Board of Comtec Solar Systems Group Limited (the "**Company**") is pleased to announce the audited consolidated financial results of the Company and its subsidiaries (hereinafter collectively referred to the "**Group**") for the year ended 31 December 2024 ("**the year**"), together with the comparative figures for the year ended 31 December 2023. These results have been reviewed by the Company's audit committee, comprising all the independent non-executive directors, with one of them chairing the committee.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2024

	Notes	**2024** *RMB'000*	2023 *RMB'000*
Revenue	*4*	**163,164**	144,645
Cost of sales and services		**(151,823)**	(124,061)
Gross profit		**11,341**	20,584
Other income	*5*	**8,818**	6,927
Other (losses) gains, net	*6*	**(9,800)**	64,464
Selling and distribution expenses		**(2,156)**	(2,219)
Administrative expenses		**(32,437)**	(30,580)
Research and development expenses		**(804)**	(1,158)
Reversal of impairment loss (impairment loss) on:			
– financial assets		**774**	(5,493)
– property, plant and equipment		**–**	(667)
Finance costs	*7*	**(24,403)**	(14,032)
(Loss) profit before taxation		**(48,667)**	37,826
Income tax (expense) credit	*8*	**(1,856)**	5,132
(Loss) profit for the year		**(50,523)**	42,958

	Notes	**2024** **RMB'000**	2023 RMB'000
Other comprehensive income			
Item that will not be reclassified subsequently to profit or loss:			
Change in fair value of equity instruments designated at fair value through other comprehensive income ("**FVTOCI**")		**155**	1,373
Other comprehensive income for the year		**155**	1,373
Total comprehensive (expense) income for the year		**(50,368)**	44,331
(Loss) profit for the year attributable to:			
Owners of the Company		**(48,383)**	44,456
Non-controlling interests		**(2,140)**	(1,498)
		(50,523)	42,958
Total comprehensive (expense) income attributable to:			
Owners of the Company		**(48,304)**	45,156
Non-controlling interests		**(2,064)**	(825)
		(50,368)	44,331
		RMB cents	*RMB cents*
(Loss) earnings per share			
– Basic	*10*	**(4.68)**	5.25
– Diluted	*10*	**(4.68)**	5.25

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	Notes	2024 RMB'000	2023 RMB'000
Non-current assets			
Property, plant and equipment		**17,535**	26,177
Investment property		**35,126**	42,660
Intangible assets		**–**	–
Interest in associates		**4,900**	–
Financial assets at FVTOCI		**3,528**	2,873
Goodwill		**–**	–
Deferred tax assets		**1,890**	3,672
		62,979	75,382
Current assets			
Inventories		**1,090**	1,588
Trade receivables	*11*	**12,505**	47,485
Deposits, prepayment and other receivables		**60,605**	64,296
Pledged bank deposits		**5**	–
Cash and cash equivalents		**9,075**	18,286
		83,280	131,655
Current liabilities			
Trade payables	*12*	**52,919**	91,977
Other payables and accruals		**112,168**	138,425
Contract liabilities		**2,365**	3,305
Interest-bearing borrowings		**21,345**	20,135
Loans from shareholders		**50,144**	2,084
Tax liabilities		**5,859**	5,915
Deferred income		**2,507**	4,173
Consideration payable		**5,130**	5,130
Lease liabilities		**2,575**	3,901
Convertible bonds		**4,152**	14,107
		259,164	289,152
Net current liabilities		**(175,884)**	(157,497)
Total assets less current liabilities		**(112,905)**	(82,115)

	Notes	**2024**	2023
		RMB'000	*RMB'000*
Non-current liabilities			
Interest-bearing borrowings		**34,671**	34,462
Deferred tax liabilities		**1,746**	1,746
Deferred income		**2,303**	4,810
Lease liabilities		**8,799**	11,310
		47,519	52,328
NET LIABILITIES		**(160,424)**	(134,443)
CAPITAL AND RESERVES			
Share capital		**3,727**	3,153
Reserves		**(171,080)**	(136,789)
Equity attributable to owners of the Company		**(167,353)**	(133,636)
Non-controlling interests		**6,929**	(807)
TOTAL DEFICIT		**(160,424)**	(134,443)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

1. GENERAL INFORMATION

Comtec Solar Systems Group Limited (the "**Company**") is a public limited company incorporated in the Cayman Islands, and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 30 October 2009. Its immediate holding and ultimate holding company is Fonty Holdings Limited ("**Fonty**"), a company incorporated in the British Virgin Islands with limited liability. Its ultimate controlling party is Mr. John Yi Zhang ("**Mr. Zhang**") who is the chairman and a director of the Company. The address of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The address of principal place of business of the Company is RM2301-02, 23/F, Shanghai Industrial Investment Building, 48-62 Hennessy Road, Wan Chai, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (hereinafter collectively referred to the "**Group**") are principally engaged in research, production and sales of efficient mono-crystalline products, power storage products and lithium battery products and the provision of consulting services for investment, development, construction and operation of solar photovoltaic power stations and provision of logistics services to factories, manufacturers, raw material providers.

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

2. BASIS OF PREPARATION

All financial information presented in RMB are rounded to the nearest thousand ("**RMB'000**") except when otherwise indicated. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("**IFRS Accounting Standards**") issued by the International Accounting Standards Board ("**IASB**") and the disclosure requirements of the Hong Kong Companies Ordinance. The consolidated financial statements have been prepared under the historical cost convention except for financial assets at FVTOCI, investment property and convertible bonds that are measured at fair values at the end of each reporting period. The preparation of consolidated financial statements in conformity with IFRS Accounting Standards requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the years ended 31 December 2024 and 2023. Although these estimates are based on management's best knowledge of current events and actions and historical experiences and various other factors that are believed to be reasonable under the circumstances, actual results may ultimately differ from those estimates.

As at 31 December 2024, the Group had net current liabilities and net liabilities of approximately RMB175,884,000 and RMB160,424,000 respectively, which included current interest-bearing borrowings, convertible bonds, loans from shareholders and interest payables with carrying amounts of approximately RMB21,345,000, RMB4,152,000, RMB50,144,000 and RMB66,236,000 respectively. Notwithstanding the above, the consolidated financial statements have been prepared on a going concern basis, the validity of the going concern basis is dependent upon the success of the Group's future operations, its ability to generate adequate cash flows in order to meet its obligations as and when fall due and its ability to refinance or restructure its borrowings such that the Group can meet its future working capital and financing requirements.

The directors of the Company are of the opinion that the Group will be able to finance its future financing requirements and working capital based on the following considerations:

- Mr. Zhang has committed to provide necessary financial support in the form of debt and/or equity to the Group to enable the Group to meet its financial obligations as and when they fall due for the foreseeable future;

- The another shareholder, Mr. Dai Ji has committed to provide necessary financial support in the form of debt and/or equity to the Group to enable the Group to meet its financial obligations as and when they fall due for the foreseeable future;

- Considering the Group has been able to roll over or obtain replacement borrowings from existing credit for most of its short-term interest-bearing borrowings upon their maturity historically, the Group will continue to do so for the foreseeable future;

- The Group has made an investment in a flywheel-lithium iron phosphate battery hybrid energy storage system and advanced a shareholders' loan in the amount of RMB8,500,000 to improve profitability;

- The Group intends to acquire a company which operates a logistics cloud technology platform that provides transportation management system, IoT product, logistics financial products, and different one-stop solutions catering to the varying needs of customers in the PRC to enhance the Group's existing business and improve profitability;

- The Company has been actively negotiating with Putana for an overall settlement plan in relation to the above indebtedness. In this regard, the Company has introduced a strategic investor, namely, Pandana Capital Limited ("**Pandana**"), to acquire the above indebtedness. The debt acquisition was initially expected to be completed within 2023 but the ongoing negotiation and discussion of the acquisition was halted in around early September 2023 and resumed in the first quarter of 2024. The strategic investor has to date made a substantial part of the payment in relation to the above debt acquisition. The Directors are confident that Pandana will complete the acquisition in full the indebtedness owed by the Company to Putana in the first half of 2025; and

- The Group is adopting strict control of operating and investing activities.

The directors of the Company believe that, taking into account the above plans and measures, the Group will have sufficient working capital to satisfy its present requirements for the year ending 31 December 2025. Should the Group fails to achieve the above-mentioned plans and measures, the Group may be unable to operate as a going concern, in which case adjustments might have to be made to the carrying values of the Group's assets to state them at their recoverable values, to provide for any further liabilities which might arise and to reclassify its non-current assets and non-current liabilities to current assets and current liabilities, respectively. The effect of these adjustments have not been reflected in the consolidated financial statements.

3. APPLICATION OF AMENDMENTS TO IFRS ACCOUNTING STANDARDS

In the current year, the Group has applied, for its first time, the following amendments to IFRS Accounting Standards issued by the IASB which are effective for the Group's financial year beginning on 1 January 2024.

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

Except as described below, the application of the amendments to IFRS Accounting Standards in the current year has had no material effect on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these consolidated financial statements.

Amendments to IAS 1, Presentation of financial statements (the 2020 and 2022 amendments, collectively the "IAS 1 amendments")

The IAS 1 amendments impact the classification of a liability as current or non-current, and have been applied retrospectively as a package.

The 2020 amendments primarily clarify the classification of a liability that can be settled in its own equity instruments. If the terms of a liability could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments and that conversion option is accounted for as an equity instrument, these terms do not affect the classification of the liability as current or non-current. Otherwise, the transfer of equity instruments would constitute settlement of the liability and impact classification.

The 2022 amendments specify that conditions with which an entity must comply after the reporting date do not affect the classification of a liability as current or non-current. However, the entity is required to disclose information about non-current liabilities subject to such conditions.

Upon adoption of the amendments, the application of the amendments has had no material impact on the classification of the Group's liabilities.

New and amendments to IFRS Accounting Standards issued but not yet effective

The Group has not early applied the following new and amendments to IFRS Accounting Standards that have been issued but are not yet effective:

Amendments to IAS 21	Lack of Exchangeability[1]
Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[2]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity[2]
Annual improvements to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards – Volume 11[2]
IFRS 18	Presentation and Disclosure in Financial Statements[3]
IFRS 19	Subsidiaries without Public Accountability: Disclosures[3]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[4]

[1] Effective for annual periods beginning on or after 1 January 2025
[2] Effective for annual periods beginning on or after 1 January 2026
[3] Effective for annual periods beginning on or after 1 January 2027
[4] Effective for annual periods beginning on or after a date to be determined

The directors of the Company anticipate that, the application of the new and amendments to IFRS Accounting Standards will have no material impact on the results and the financial position of the Group.

4. REVENUE AND SEGMENT REPORTING

(a) Revenue

The Group is principally engaged in provision of consulting services for investment, development, construction and operation of solar photovoltaic power stations and production and sales of efficient mono-crystalline and power storage products. Also, the Group is providing logistic services to factories, manufacturers, raw material providers.

(i) Disaggregation of revenue from contracts with customers

Disaggregation of revenue from contracts with customers by major products or service lines is as follows:

	2024	2023
	RMB'000	*RMB'000*
Solar and power storage		
Power generation	**12,804**	14,780
Power storage (sales and production)	**7,183**	11,232
EPC consulting		
– photovoltaic power stations	**–**	7,196
– power storage companies	**13,163**	21,611
	13,163	28,807
Logistics	**130,014**	89,826
Total	**163,164**	144,645

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is disclosed in note 4(b)(i).

(ii) Revenue expected to be recognised in the future arising from contracts with customers in existence at the reporting date

The Group has applied the practical expedient in IFRS 15 to all its contracts such that no information regarding revenue expected to be recognised in the future arising from contracts with customers in existence at the reporting date is disclosed because either the remaining performance obligation is part of a contract that has an original expected duration of one year or less or the Group recognises revenue at the amount to which it has a right to invoice, which corresponds directly to the value to the customer of the Group's performance completed to date.

(b) Segment reporting

The Group manages its businesses by divisions, which are organised by a mixture of business lines (products and services). In a manner consistent with the way in which information is reported internally to the Group's most senior executive management, being the chief operating decision maker (the "**CODM**") for the purposes of resource allocation and performance assessment, the Group has presented the following two reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Solar and power storage – Provision of consulting services for investment, development, construction and operation of solar photovoltaic power stations and production and sales of power storage and mono-crystalline products.

- Logistics services – Provision of logistics services to factories, manufacturers, raw material providers in the PRC, primarily in the Jiangsu Province.

During the year ended 31 December 2023, the Group's long-developing logistic business which has commenced generating revenue. The reportable operating segment is revised to separately present logistic business as described above. As considering the scale of logistic business is insignificant in prior year, the reportable operating segment for prior year is not presented in this regard.

(i) Segment revenue and results

For the purposes of assessing segment performance and allocating resources between segments, the CODM monitors the results attributable to each reportable segment on the following bases:

Segment result includes revenue and expenses that are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments.

In addition, the CODM is provided with segment information concerning revenue and other information relevant to the assessment of segment performance and allocation of resources between segments.

Disaggregation of revenue from contracts with customers by the timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the CODM for the purposes of resource allocation and assessment of segment performance for the years ended 31 December 2024 and 2023 is set out below.

For the year ended 31 December 2024

	Solar and power storage *RMB'000*	**Logistics services** *RMB'000*	**Total** *RMB'000*
Disaggregated by timing of revenue recognition			
Point in time	**7,183**	**–**	**7,183**
Over time	**25,967**	**130,014**	**155,981**
Total revenue	**33,150**	**130,014**	**163,164**
Segment profit	**5,624**	**47**	**5,671**
Unallocated other income and other (losses) gains, net			**(982)**
Unallocated corporate expenses			**(30,088)**
Unallocated finance costs			**(23,430)**
Reversal of impairment loss on other receivables			**162**
Loss before taxation			**(48,667)**

For the year ended 31 December 2023

	Solar and power storage *RMB'000*	Logistics services *RMB'000*	Total *RMB'000*
Disaggregated by timing of revenue recognition			
Point in time	11,232	–	11,232
Over time	43,587	89,826	133,413
Total revenue	54,819	89,826	144,645
Segment profit (loss)	11,323	(1,007)	10,316
Unallocated other income and other (losses) gains, net			71,391
Unallocated corporate expenses			(31,133)
Unallocated finance costs			(12,917)
Reversal of impairment loss on other receivables			169
Profit before taxation			37,826

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment profit (loss) represents the profit (loss) of each segment without allocation of central and other operating expenses, unallocated other income and other (losses) gains, net, unallocated finance costs and reversal of impairment loss on other receivables. This is the measure reported to the directors of the Company with respect to the resource allocation and performance assessment.

(ii) Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segment:

Segment assets

	2024 ***RMB'000***	2023 *RMB'000*
Solar and power storage	**27,221**	78,007
Logistics services	**6,721**	26,156
Total segment assets	**33,942**	104,163
Corporate and other assets	**112,317**	102,874
Total assets	**146,259**	207,037

Segment liabilities

	2024 *RMB'000*	2023 *RMB'000*
Solar and power storage	**58,292**	45,642
Logistics services	**8,366**	26,990
Total segment liabilities	**66,658**	72,632
Corporate and other liabilities	**240,025**	268,848
Total liabilities	**306,683**	341,480

For the purposes of monitoring segment performance and allocating resources between segments:

– All assets are allocated to operating segment, other than unallocated corporate assets, including unallocated property, plant and equipment, investment property, interest in associates, financial assets at FVTOCI, deferred tax assets, unallocated deposits, prepayments and other receivables and unallocated cash and cash equivalents. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments; and

– All liabilities are allocated to operating segments, other than unallocated corporate liabilities, including unallocated other payables and accruals, unallocated lease liabilities, interest-bearing borrowings, loans from shareholders, convertible bonds, deferred income consideration payable, deferred tax liabilities. Liabilities for which reportable segments are jointly liable are allocated in proportion to segment liabilities.

(iii) Other segment information

For the year ended 31 December 2024

	Solar and power storage *RMB'000*	**Logistics services** *RMB'000*	**Unallocated** *RMB'000*	**Total** *RMB'000*
Amounts include in the measure of segment profit or loss of segment assets:				
Depreciation and amortisation	**4,549**	**–**	**1,313**	**5,862**
Reversal of impairment loss on financial assets	**(612)**	**–**	**(162)**	**(774)**
Loss on written-off of property, plant and equipment	**2,975**	**–**	**–**	**2,975**
Amounts regularly provided to the CODM but not included in the measure of segment profit or loss of segment assets:				
Finance costs	**972**	**–**	**23,431**	**24,403**
Income tax expense	**72**	**2**	**1,782**	**1,856**

For the year ended 31 December 2023

	Solar and power storage *RMB'000*	Logistics services *RMB'000*	Unallocated *RMB'000*	Total *RMB'000*
Amounts include in the measure of segment profit or loss of segment assets:				
Depreciation and amortisation	7,419	–	1,248	8,667
Impairment loss (reversal of impairment loss) on financial assets	3,106	2,556	(169)	5,493
Impairment loss on property, plant and equipment	667	–	–	667
Loss on written-off of property, plant and equipment	21	–	–	21
Amounts regularly provided to the CODM but not included in the measure of segment profit or loss of segment assets:				
Finance costs	1,115	–	12,917	14,032
Income tax expense (credit)	136	77	(5,345)	(5,132)

(iv) Geographic information

No geographic information has been presented as most of the Group's operating activities are carried in the PRC (including Hong Kong).

(v) Information about major customers

Revenue from customers contributing over 10% of the total revenue of the Group is as follows:

	2024 ***RMB'000***	2023 *RMB'000*
Customer A	**30,201**	56,307
Customer B	**18,066**	24,362

Note: Revenue from customer A and B are generated from logistics services segment.

5. OTHER INCOME

	2024	2023
	RMB'000	*RMB'000*
Release of deferred income	**4,173**	4,173
Interest income	**963**	561
Rental income	**3,658**	2,192
Others	**24**	1
	8,818	6,927

6. OTHER (LOSSES) GAINS, NET

	2024	2023
	RMB'000	*RMB'000*
Fair value loss on investment property	**(7,534)**	(2,433)
Gain on disposal of properties *(note)*	**–**	68,129
Loss on written-off of property, plant and equipment	**(2,975)**	(21)
Net foreign exchange loss	**(717)**	(1,148)
Gain on lease modification	**–**	90
Compensations	**1,946**	–
Others	**(520)**	(153)
	(9,800)	64,464

Note: As part of the Group's strategy of removing the capital-intensive, less efficient upstream business, on 1 June 2022, the Company's subsidiary has announced the disposal of investment properties in Shanghai at the consideration of RMB180 million. The Disposal was completed and the Group recorded a net gain on the disposal of investment properties of approximately RMB68.1 million during the year ended 31 December 2023. The properties comprise of two land use rights and seven factory buildings.

7. FINANCE COSTS

	2024	2023
	RMB'000	*RMB'000*
Interest on bank borrowings	**–**	204
Interest on other borrowings	**7,896**	5,845
Interest on loans from shareholders	**13,119**	266
Interest on lease liabilities	**972**	1,409
Interest on convertible bonds *(note)*	**2,416**	6,308
Total interest expense on financial liabilities not at fair value through profit or loss	**24,403**	14,032

Note: Imputed interest included.

8. INCOME TAX EXPENSE (CREDIT)

	2024	2023
	RMB'000	*RMB'000*
Current tax – PRC Enterprise Income Tax		
Under-provision in respect of prior years	**74**	213
Deferred taxation	**1,782**	(5,345)
	1,856	(5,132)

No provision for Hong Kong Profits Tax has been made in the consolidated financial statements as the Group's operation in Hong Kong had no assessable profits for the years ended 31 December 2024 and 2023.

PRC subsidiaries are subject to PRC Enterprise Income Tax ("**EIT**") at 25%. No provision for the PRC Enterprise Income Tax has been made as the subsidiaries incorporated in the PRC had no assessable profits arising in the PRC for the years ended 31 December 2024 and 2023.

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands ("**BVI**"), the Group is not subject to any income tax in the Cayman Islands and the BVI for the years ended 31 December 2024 and 2023.

Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

9. DIVIDENDS

No dividend was paid, declared or proposed during the years ended 31 December 2024 and 2023.

10. (LOSS) EARNINGS PER SHARE

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

	2024	2023
	RMB'000	*RMB'000*
(Loss) profit		
(Loss) profit for the year attributable to owners of the Company	**(48,383)**	44,456

	2024	2023
Number of shares		
Weighted average number of ordinary shares	**1,034,830,996**	847,096,838

The computation of diluted (loss) earnings per share does not assume the exercise of the Company's options because the exercise price of those options was higher than the average market price for shares for both 2024 and 2023.

11. TRADE RECEIVABLES

The following is an ageing analysis of trade receivables, net of loss allowance for trade receivables, presented based on the invoice date which approximates revenue recognition date, at the end of each reporting period.

	2024	2023
	RMB'000	*RMB'000*
Within 1 month	**8,979**	46,446
1 to 2 months	**278**	528
2 to 3 months	**428**	113
3 to 6 months	**1,217**	233
Over 6 months	**1,603**	165
	12,505	47,485

12. TRADE PAYABLES

The following is the ageing analysis of trade payables based on the invoice date at the end of the reporting period:

	2024	2023
	RMB'000	*RMB'000*
Within 1 month	**2,691**	19,593
1 to 2 months	**430**	4,399
2 to 3 months	**348**	13,836
3 to 6 months	**27**	4,646
6 months but within 1 year	**7,403**	5,439
Over 1 year	**42,020**	44,064
	52,919	91,977

The average credit period for purchases of goods is 7 days to 180 days and certain suppliers grant longer credit period on a case-by-case basis.

BUSINESS REVIEW

During the Year, the Group is principally engaging in the solar and power storage business and the provision of logistics services.

Solar and Power Storage Business

In the solar and power storage business, the Group continues to operate its 11 existing power generation projects from its roof-top solar systems by the Group's wholly-owned subsidiaries in Shanghai, Wuxi, Fuzhou, Guangdong, Zhuhai, Tianjin, Haian, Changshu for a stable revenue source during the Year. In addition, the Group continues to provide solar engineering, procurement and construction ("**EPC**") services for rooftop distributed generation projects to customers around the PRC. During the Year, while the management was pursuing more projects and opportunities, the Group continued its ongoing EPC projects to its investment of the FLBH Energy System (as defined below) in Shanxi Province. The Group is also actively considering other investments in the Northeastern area of PRC and Shanxi Province in the field of power storage and renewable energy storage. In the power storage (sales and production) business, the subsidiary has actively revamped its technology and products and we noted a stable inflow of new purchase orders to our lithium battery power storage systems and products in the first half of the Year but the results were unfortunately not sustained in the second half of the Year. We continued to invest, through our subsidiary, by both equity and debt, into a flywheel-lithium iron phosphate battery hybrid energy storage system (the "**FLBH Energy System**") in Yongji City, Shanxi, PRC. The FLBH Energy System was under construction during the Year and we are proud to announce that the construction and testing has been completed and the power generation has commenced on March 1 2025. The second phase consisting of the construction of the remaining 60MW facility will commence in the second half of year 2025.

Logistic Services

In the logistics services segment, our subsidiary continued to pursue and win new contracts and we expect our logistics business to continue to grow steadily during the year 2025. During the Year, the Group's due diligence on the acquisition of the controlling stake of Changzhou Zhilian Cloud has commenced and the Directors are discussing and revising the terms of this investment.

The Group will continue to utilise its resources and network as well as the extensive investment experience of our board of directors and senior management to maintain an ongoing business development in the energy supply and storage business, sustainable commerce and economy, and intelligent logistic business.

FINANCIAL REVIEW

Revenue

Revenue from our businesses mainly included (1) power generation income, (2) EPC consulting services income for design, installation and construction of photovoltaic power stations and renewable energy companies, (3) income from sales of lithium battery power storage products, and (4) income from provision of logistics services. Revenue from solar and power storage decreased by approximately RMB21.7 million, or 39.5%, from approximately RMB54.8 million for the corresponding period in 2023 to approximately RMB33.2 million for the Year, primarily due to the worsening results in the Group's subsidiary's sales of lithium battery power storage products in the second half of the Year and the FLBH Energy System was under pre-operating testing. Revenue from logistics services business increased by 44.7% to approximately RMB130.0 million for the Year as compared to approximately RMB89.8 million in the corresponding period in 2023, primarily due to the organic growth of the business since its breakthrough in business with external customers in the second calendar quarter of 2023.

Cost of sales and services

Cost of sales and services increased by 22.4% from approximately RMB124.1 million for the corresponding period in 2023 to approximately RMB151.8 million for the Year, generally in line with the increase in revenue.

Gross profit

During the Year, the Group recorded gross profit of approximately RMB11.3 million, representing a decrease of approximately 44.9% from the gross profit of approximately RMB20.6 million for the corresponding period in 2023, as a result of the change in relative proportion of different sources of revenue.

Other income

During the Period, other income was approximately RMB8.8 million, representing an increase of 27.3%, from approximately RMB6.9 million for the corresponding period in 2023, due to an increase in rental income.

Other gains and losses

Other losses were approximately RMB9.8 million during the Year, representing a decrease by approximately RMB74.3 million from other gains of approximately RMB64.5 million during the corresponding period in 2023. The decrease was primarily due to (i) the absence of a one-off net gain on the disposal of investment properties in Shanghai of approximately RMB68.1 million, which took place in the corresponding period in 2023, and (ii) a decrease in fair value of our investment property at Haian during the Period.

Selling and distribution expenses

Selling and distribution expenses decreased by RMB0.1 million, or 2.8%, from approximately RMB2.2 million for the corresponding period in 2023 to approximately RMB2.1 million for the Year, primarily due to the decrease in distribution costs during the Period.

Administrative expenses

Administrative expenses increased by approximately RMB1.9 million, or 6.1%, from approximately RMB30.6 million for the corresponding period in 2023 to approximately RMB32.4 million for the Year, primarily due to the stringent cost control measures implemented by the Company.

Research and development expenses

Research and development expenses decreased by approximately RMB0.4 million, or 30.6%, from approximately RMB1.2 million for the corresponding period in 2023 to approximately RMB0.8 million for the Period, due to the stringent cost control measures implemented by the Company.

Finance costs

Interest expenses increased by approximately RMB10.4 million from approximately RMB14.0 million for the corresponding period in 2023 to approximately RMB24.4 million for the Year due to an increase in an one-off arrangement fee following the completion of the debt restructuring exercise during the Year coupled with an increased interest rate in some new loan raised in refinancing certain borrowings and an increase in debt raised for general working capital during the Year.

Loss/profit before taxation

Loss before taxation was approximately RMB48.7 million for the Year, decreased by approximately RMB86.5 million from profit of approximately RMB37.8 million for the corresponding period in 2023, due to the aforementioned factors.

Taxation

The Group recorded tax expense of approximately RMB1.9 million during the Year, compared to tax credit of approximately RMB5.1 million for the corresponding period in 2023.

Profit for the Period

Other comprehensive expenses

During the year ended 31 December 2023, the Company, through its indirectly 51% owned subsidiary, Comtec Energy Storage Technology (Liaoning) Limited (卡姆丹克儲能科技（遼寧）有限公司*) ("**Comtec Liaoning**"), invested into 15% equity interests in Shenyang Guoyun Weikong Energy Storage Technology Limited (瀋陽國雲微控儲能科技有限公 司*) ("**Shenyang Guoyun**"). Shenyang Guoyun, through Yongji Guoyun, being its wholly-owned subsidiary, holds the development project of a FLBH Energy System in the Economic and Technological Development Zone, Yongji City, Shanxi Province, the PRC. The valuation of such investment is recorded as financial asset with fair value measured through other comprehensive income/(expenses). As at 31 December 2024, the valuation amounted to amounted to RMB3.4 million (31 December 2023: RMB2.9 million) on the consolidated balance sheet of the Group. As a result, the Group recorded other comprehensive expenses attributable to the owners of the Company of approximately RMB0.5 million during the Year partially offset by certain investment at its initial stage during the year.

Loss and total comprehensive expenses attributable to the owners of the Company

Loss and total comprehensive expenses attributable to the owners of the Company in the Year amounted to RMB48.4 million, representing a decrease of 108.8% year-on-year.

Dividend

The Board resolved not to declare an interim dividend for the Year (prior year ended 31 December 2023: nil).

Liquidity and financial resources

As at 31 December 2024, the Group's current ratio (current assets divided by current liabilities) was 0.32 (31 December 2023: 0.46). The gearing ratio (total liabilities divided by total equity) was 1.91 (31 December 2023: 2.5). The Group had a working capital deficit (total consolidated current liabilities exceeded total consolidated current assets) of approximately RMB175.9 million as of 31 December 2024 (31 December 2023: approximately RMB157.5 million). Also, the Group recorded net liabilities of approximately RMB160.4 million as of 31 December 2024 (31 December 2023: approximately RMB134.4 million).

The Company has completed three subscription agreements (the "**Subscription Agreements**") on 28 February 2024. The Subscription Agreements were originally entered into, on 30 June 2023, with China Success Investment Group Limited ("**China Success**"), Mr. Wu Jun ("**Mr. Wu**") and Ms. Zhao Xiaoqun ("**Ms. Zhao**"). Under the Share Subscription Agreements, 58,821,657, 31,543,827 and 67,976,316 shares of the Company were issued and allotted, under general mandate, to China Success, Mr. Wu and Ms. Zhao, respectively on 28 February 2024, at the issue price of HK$0.105 per subscription share. The shares were issued to China Success to settle the loans owned to China Success partially in the amount of HK$6.2 million (equivalent to approximately RMB5.6 million. The shares issued to Ms. Zhao was used to settle in full loan outstanding to her in the amount of HK$1.2 million (approximately RMB1.1 million). Apart from the above loan capitalisation, the Company received, in aggregate after deducting the relevant expenses, HK$8.7 million (equivalent to approximately RMB8.3 million) from Mr. Wu and Ms. Zhao accordingly. The aggregate nominal value of all the subscription shares is HK$0.004. The market price of the subscription shares was HK$0.129 per Share as quoted at the close of market on the Stock Exchange on 30 June 2023, being the date of the Subscription Agreements. The net subscription price per subscription share is approximately HK$0.102. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, on the date of the Subscription Agreements, each of China Success, Mr. Wu and Ms. Zhao are not connected person (as defined in the Listing Rules) of the Company and on the date of the Subscription Agreements, save for the holding of shareholding interests of approximately 5.12% and 7.07% of the issued share capital of the Company by China Success and Mr. Wu respectively. Upon completion of all the Subscription Agreements, each of China Success, Mr. Wu and Ms. Zhao is interested in approximately 9.91%, 8.98% and 6.41% of the enlarged issued share capital of the Company and remained not a substantial shareholder of the Company. The Group will continue to strengthen our financial position and enhance the cash flow by ways including making the biggest efforts to improve operating performance, exploring collaborations with institutional investors, introducing new strategic investors and pursuing growth through considering possible and adequate fund raising, financial restructuring, M&A and partnerships.

On 11 July 2024, the Company received a winding-up petition (the "**Petition**") filed by Putana Limited ("**Putana**") against the Company, under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) in the High Court of Hong Kong. The Petition was filed in connection with outstanding borrowings indebted to Putana by the Company in an aggregate amount of approximately US$0.8 million under a facility agreement entered into between the Company and Putana on or around 11 December 2019 which was subsequently amended by an amendment agreement on 13 March 2020.

As previously disclosed, the Company introduced strategic investors (the "**Strategic Investor**") to acquire from Putana all the outstanding indebtedness owed by the Company to Putana and the Strategic Investor had made a substantial part of the payment in relation to the above debt acquisition. Further to the aforesaid, the Company would like to update the shareholders and the potential investors of the Company that to the best knowledge and information of the Directors, the Strategic Investor has almost completed acquiring all the outstanding indebtedness owed by the Company to Putana (the "**Debt**") from Putana (the "**Debt Acquisition**"), pending completion of certain administrative procedures set out in the conditions precedent. Upon completion of the Debt Acquisition, Putana will no longer have any right, title, interest and benefit in or to the Debt and the Strategic Investor would become the major creditor of the Company. In the meantime, the Company is in the course of active discussion with the Strategic Investor to reach a concrete settlement plan to settle the Debt to be owing by the Company to the Strategic Investor (the "**Acquired Debt**") through exploring various means, including but not limited to partial repayment, debt capitalisation, and/or extension of the term, of the Acquired Debt. Therefore, the Board considers that the Debt Acquisition would likely put an end to the long defaulting Debt owed to Putana (given that Putana is unable to extend and/or renew any of the outstanding indebtedness owed by the Company to Putana due to its ended investment term as disclosed in the announcement of the Company dated 25 July 2024). Based on the latest discussion and negotiation with the Strategic Investor, the Board is confident that the Company will reach an amicable settlement plan with the Strategic Investor, where the Company will be able to resolve its liabilities issue in a timely manner in mid– to long-term, thereby reducing, if not in its entirety, at least a substantial part of the net liabilities of the Group. The Board will use its best endeavours to restore the Company's financial position to a healthy condition. For details, please refer to the announcements of the Company dated 10 July 2024, 11 July 2024, 25 July 2024, 21 August 2024 and 11 September 2024. The Company will make further announcement(s) to keep its shareholders and potential investors informed of any update as and when appropriate in this regard and shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

Use of Proceeds from Share subscriptions

As mentioned above, the Company has completed the three share subscriptions on 28 February 2024 and received cash proceeds of RMB8.7 million. The cash proceeds were used fully to repay the Company's debt and payables during the Period.

Capital commitments

As at 31 December 2024, the Group's capital commitment was nil (31 December 2023: nil). The Group currently has no plan to further expand its production capacity of traditional solar manufacturing business. In addition, the Group would carefully plan for the expansion of its rooftop distributed generation projects, power storage business and the logistics business which would depend on and subject to the market conditions and opportunities.

Contingent liabilities

As at 31 December 2024, there was no material contingent liability (31 December 2023: nil).

Charges on group assets

As at 31 December 2024, the Group had no restricted cash (31 December 2023: nil), and pledged certain, right-of-use assets, trade receivables and plant and machines to secure financing facilities granted to the Group. Save as disclosed above, as at 31 December 2024, no other assets of the Group were charged.

MATERIAL ACQUISITIONS AND DISPOSALS

During the Year, save as disclosed in other section of this report, there was no material acquisition or disposal of subsidiaries, associates and joint ventures by the Group.

SIGNIFICANT INVESTMENT HELD

During the Period, the Company, through its indirectly 51% owned subsidiary, Comtec Liaoning (卡姆丹克儲能科技（遼寧）有限公司*), continued to invest in 15% equity interests in Shenyang Guoyun (瀋陽國雲微控儲能科技有限公司*). Shenyang Guoyun, through Yongji Guoyun, being its wholly-owned subsidiary, holds the development project of a FLBH Energy System in the Economic and Technological Development Zone, Yongji City, Shanxi Province, the PRC. The valuation of such investment is recorded as financial asset with fair value measured through other comprehensive income. As at 31 December 2024, the valuation amounted to amounted to RMB3.4 million (31 December 2023: RMB2.9 million) on the consolidated balance sheet of the Group. On 28 November 2023, Comtec Liaoning, as lender entered into the loan agreement with Shenyang Guoyun, as borrower, pursuant to which, Comtec Liaoning agreed to grant a loan of RMB8.5 million to Shenyang Guoyun, for a term of 36 months from the date of drawdown (i.e. on or before 15 December 2023). The loan is unsecured and it bears interest of 10% per annum.

OUTLOOK

Asset allocation and/or refinancing, and deleveraging

As the Group has fully suspended its upstream manufacturing business including manufacturing and sales of solar wafers and related products which recorded operating losses in the last few years and has been undergoing corporate restructuring since 2020, we have diligently executed our strategies of disposing assets and properties with low utilisation to improve asset utilisation, reallocating resources to improve our capital structure, lowering our gearing ratio, and refinancing our assets and properties to enhance cashflow when opportunities arise.

Further implementation of the strategic cooperation framework agreement

On 16 March 2021, the Company has entered into a strategic cooperation framework agreement (the "**Framework Agreement**") with Jiangsu Changzhou Tianning Economic Development Zone Management Committee* (江蘇常州天寧經濟開發區管理委員會) ("**Tianning EDZ Management Committee**") and Changzhou Tianning Investment Service Centre* (常州市天寧區招商服務中心). For this regard, the Group has, by way of setting up a wholly-owned subsidiary for centralised management, relocated its headquarter to Tianning District, Changzhou City, Jiangsu Province ("**Tianning, Changzhou**") in March 2021. Given the establishment of the new headquarter, Tianning EDZ Management Committee provided the agreed government subsidy of RMB10,000,000 to the Group in May 2021 as stipulated in the Framework Agreement, which demonstrated the government's confidence in and support for the Group's future development. Apart from the existing energy businesses of the Group, such establishment has also enabled the Group to make presence in new businesses, including, inter alia, intelligent logistics and renewable energy business, and to establish and operate a new energy-asset trading platform in Tianning, Changzhou as and when appropriate. Pursuant to the Framework Agreement, Tianning EDZ Management Committee also agreed to make equity investments in and provide further support for the Group (as detailed in the announcement of the Company dated 18 March 2021) for engaging in intelligent logistic business. However, amid the prolonged COVID-19 pandemic, the progress of the Group's development plan has been significantly hindered. As China has been gradually delivering economic recovery this year, the Group expects that the progress in its business layout for intelligent logistics and new energy operations would be back on track. Further update on the implementation of the Framework Agreement will be announced by the Company as and when appropriate.

Further development of the logistics business segment

The Group plans to endeavour into the fields of carriage of dangerous goods, intelligent logistics and logistics finance by obtaining relevant licenses where necessary and partnering with certain local PRC government(s) as equity investor(s) as well as teams of specialists with industry knowhow and IT engineering expertise. Strengthening our EPC business Benefiting from national policy and the government's active promotion of achieving the goals of "carbon peak" and "carbon neutrality," the popularity of distributed photovoltaic power generation continues to rise, creating significant market development opportunities.

The Group has undertaken more than 30 distributed photovoltaic power generation EPC projects since 2017, including a project located in Shanghai with a capacity of 4,000 kW this year. Hampered by the COVID-19 pandemic in the past few years, the EPC business has been slowed down, and the Group now focuses on strengthening its EPC business by forming partnership(s) with professional industry investor(s) to undertake more EPC projects in the coming years. The Company will make further update(s) and/or announcement(s) on this as and when appropriate.

Strategic investments

The Group keeps an open mind for solid investment opportunities which can benefit our Group by, among others, delivering satisfying returns, bringing synergy and opportunities to existing businesses of the Group and enabling the Group to promote industrial upgrading. For instance, the Group invested in a frequency modulation energy-storage power station project (which involves an innovative flywheel energy storage technology) with a state-owned enterprise and one of the flywheel energy storage leaders in 2023. The Directors will continue to explore different opportunities and the potential opportunities of such investments will be disclosed as and when appropriate.

ANNUAL GENERAL MEETING

The forthcoming annual general meeting of the Company (the "**AGM**") will be held on Monday, 30 June 2025 and the notice of AGM will be published and despatched in the manner as required by the Listing Rules.

CLOSURE OF REGISTER OF MEMBERS

The register of members will be closed from Tuesday, 24 June 2025 to Monday, 30 June 2025, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 27 June 2025.

CORPORATE GOVERNANCE CODE

The Company is committed to maintaining high standards of corporate governance in the interests of Shareholders. During the Period, the Company has complied with the code provisions of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules (the "**CG Code**") save as and except for the deviation from code provision A.2.1 of the CG Code, which provides that the roles of chairman and the chief executive should be separated and should not be performed by the same individual.

Following the resignation of Mr. Zhang Zhen in January 2021, the Company has no Chief Executive Officer (the "**CEO**") since then. The daily operation and management of the Company is monitored by the Executive Director and the Chief Operating Officer, Mr. John Yi Zhang ("**Mr. Zhang**") and Mr. Che Xiaoxi ("**Mr. Che**"), Mr. Zhang is the founder of the Group and has been in charge of the overall management of the Company since the listing of the Company in 2009. Meanwhile, Mr. Che is also responsible for the day-to-day management, administration and operation of the Company. The delegated functions and work tasks are periodically reviewed. The Board will continue to review the effectiveness of the corporate governance structure of the Group in order to assess whether separation of the roles of Chairman and Chief Executive Officer is necessary. The Board considers that the current structure does not impair the balance of power and authority between the Board and the management of the Company given the appropriate delegation of power by the Board. The Board will continue to review the effectiveness of the corporate governance structure of the Group in order to assess whether separation of the roles of Chairman and CEO is necessary and to ensure compliance with the statutory requirements and regulations and the CG Code and their corresponding latest development.

Further announcement(s) will be made by the Company when and as appropriate.

MODEL CODE

The Company has also adopted the Model Code set out in Appendix C3 of the Listing Rules as its code of conduct regarding securities transactions by the Directors. Having made specific enquiry with all Directors of the Company, all Directors confirmed that they have complied with the required standard set out in the Model Code and its code of conduct regarding directors' securities transactions throughout the Period.

Going forward, the Company will strengthen the implementation of its internal control system and corporate governance in particular in the area of directors' dealing and strive to maintain effective communication within the Board on matters relating to the Company through, including but not limited to, enhancing trainings provided to the directors of the Group and maintaining a close communication with legal and professional advisers in relation to regulatory compliance and corporate governance.

AUDIT COMMITTEE

The Company established an audit committee pursuant to a resolution of the Directors passed on 2 October 2009. The primary duties of the audit committee are to make recommendations to the Board on the appointment and removal of external auditors, review the financial statements and material advice in respect of financial reporting, and oversee the risk management and internal control systems of the Company. As at the end of the Year, the audit committee consists of three members, namely, Mr. Jiang Qiang (Chairman), Ms. Qiu Ping, Maggie and Dr. Yan Ka Shing all of whom are independent non-executive directors. The Group's consolidated financial statements for the Year have been reviewed and approved by the Audit Committee.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Save as disclosed herein, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Year.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this announcement, the Company has maintained the prescribed public float of not less than 25% of the Company's issued shares as required under the Listing Rules for the period from the Listing Date to 31 December 2024.

DIVIDEND

The Board did not recommend the payment of a final dividend by the Company for the Period (2023: nil).

PUBLICATION OF AUDITED ANNUAL RESULTS AND ANNUAL REPORT

This audited annual results announcement is published on the websites of the Stock Exchange (www.hkex.com.hk) and the Company (http://www.comtecsolar.com). The annual report of the Company for the Period will be despatched to shareholders of the Company and published on the aforementioned websites in due course.

SCOPE OF WORK OF THE AUDITORS

The figures in respect of this announcement of the Group's results for the Reporting Period have been agreed by the Company's external auditor, Prism Hong Kong Limited, to the amounts set out in the Group's audited consolidated financial statements for the Reporting Period. The work performed by Prism Hong Kong 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 assurance has been expressed by Prism Hong Kong Limited on this announcement.

EXTRACT FROM INDEPENDENT AUDITOR'S REPORT

The following is an extract of the independent auditor's report on the Group's audited consolidated financial statements for the year ended 31 December 2024 which has included a disclaimer of opinion.

DISCLAIMER OF OPINION

We do not express an opinion on the consolidated financial statements of the Group. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial statements. In all other respects, in our opinion the consolidated financial statements have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR DISCLAIMER OF OPINION

Multiple uncertainties relating to going concern

As described in Note 1 to the consolidated financial statements, as at 31 December 2024, the Group had net current liabilities and net liabilities of approximately RMB175,884,000 and RMB160,424,000 respectively, which included current interest-bearing borrowings, convertible bonds, loans from shareholders and interest payables with carrying amounts of approximately RMB21,345,000, RMB4,152,000, RMB50,144,000 and RMB66,236,000 respectively, of which the principal of approximately RMB4,152,000 are in default.

These conditions, together with other matters described in Note 1 to the consolidated financial statements, indicate the existence of material uncertainties which may cast significant doubt about the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The directors of the Company (the "**Directors**") have been undertaking a number of measures to improve the Group's liquidity and financial position to enable the Group to meet its financial obligations as and when they fall due for the foreseeable future.

The validity of the going concern assumption on which the consolidated financial statements have been prepared depends on the outcome of these measures, which are subject to multiple uncertainties, including (i) successfully repay or settle the current interest-bearing borrowings, convertible bonds, loans from shareholders and interest payables and (ii) the lack of sufficient basis that the improvement of future operating results and cash flows would be realised.

In view of the extent of the material uncertainties relating to the results of those measures to be taken by the Group which might cast significant doubt on the Group's ability to continue as a going concern, we have disclaimed our opinion on the consolidated financial statements.

Should the going concern assumption be inappropriate, adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities respectively. The effect of these adjustments has not been reflected in these consolidated financial statements.

APPRECIATION

The Company would like to take this opportunity to express its gratitude to the Group's management and staff who dedicated their endless efforts and devoted services, and to our Shareholders, suppliers, customers and bankers for their continuous support.

DEFINITION

"Board" or "Board of Directors"	the board of Directors
"Company"	Comtec Solar Systems Group Limited
"Convertible Bonds"	the convertible bonds in the aggregate principal amount of US$10.0 million due 2021 with interest rate per annum of 10.0% issued by the Company to Putana Limited, a company incorporated under the laws of British Virgin Islands and an independent third party, and such issuance was completed and closed on 31 July 2018
"Corporate Governance Code"	Code on corporate governance practices contained in the Appendix C1 to the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$" and "HK cents"	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
"Hong Kong"	The Hong Kong Special Administrative Region of the People's Republic of China
"Kexin"	Zhejiang Kexin Power System Design and Research Company Limited (鎮江科信動力系統設計研究有限公司), a company incorporated under the laws of the PRC and a wholly-owned subsidiary of the Company
"Listing Rules"	The Rules Governing the Listing of Securities on the Stock Exchange
"Model Code"	Model code for securities transactions by directors of listed issuers contained in Appendix C3 to the Listing Rules
"MW"	megawatt, which equals 106 Watt

"PRC" or "China"	the People's Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macao Special Administrative Region of the People's Republic of China and Taiwan
"PV"	Photovoltaic
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	Ordinary share(s) of HK$0.004 each in the share capital of the Company
"Shareholder(s)"	Shareholder(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"USD"	United States dollars, the lawful currency of the United States of America
"Year"	the year ended 31 December 2024
"*"	For identification only
"%"	per cent

By order of the Board of
Comtec Solar Systems Group Limited
John Yi Zhang
Chairman

Shanghai, the People's Republic of China, 31 March 2025

As at the date of this announcement, the executive Director is Mr. John Yi Zhang, the non-executive Directors are Mr. Dai Ji and Mr. Qiao Fenglin, and the independent non-executive Directors are Dr. Yan Ka Shing, Mr. Jiang Qiang and Ms. Qiu Ping, Maggie.