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Jiangsu Lopal Tech. Group Co., Ltd.
江蘇龍蟠科技集團股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2465)

ANNOUNCEMENT ON RETROSPECTIVE ADJUSTMENT OF FINANCIAL FIGURES RESULTING FROM CONSOLIDATION OF ENTERPRISES UNDER COMMON CONTROL

This announcement is made by Jiangsu Lopal Tech. Group Co., Ltd. (the "**Company**") pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rules 13.09 and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

On August 20, 2025, the Company convened the 41st meeting of the fourth session of the board (the "**Board**") of directors ("**Directors**") of the Company, at which the Proposal on Retrospective Adjustments of Financial Figures for Consolidation of Enterprises Under Common Control (《關於同一控制下企業合併追溯調整財務數據的議案》) was considered and approved. The Company adopted the retrospective adjustment of financial figures resulting from consolidation of enterprises under common control pursuant to the relevant accounting standards. No restatement of financial figures was involved. This proposal was not required to be submitted to the general meeting of the Company for consideration. The matters thereof are hereby announced as follows:

I. REASONS FOR THE RETROSPECTIVE ADJUSTMENTS

On March 6, 2024, the Company convened the seventeenth meeting of the fourth session of the Board, at which the Proposal on the Acquisition of and the Capital Increase in Shandong Meiduo Technology Company Limited and Related Party Transaction (《關於收購山東美多科技有限公司暨關聯交易並對其增資的議案》) was considered and approved. Related Directors abstained from voting. It was agreed

to acquire 100% equity interest of Shandong Meiduo Technology Company Limited ("**Shandong Meiduo**") held by Lopal International Holdings Co., Ltd. ("**Lopal International**") at consideration of RMB100,539,200 in cash, and to increase the capital of Shandong Meiduo by RMB50 million upon completion of such acquisition. For details, please refer to the Announcement of Jiangsu Lopal Tech. Group Co., Ltd. on the Acquisition of and the Capital Increase in Shandong Meiduo Technology Company Limited and Related Party Transaction (《江蘇龍蟠科技股份有限公司關於收購山東美多科技有限公司暨關聯交易並對其增資的公告》) (Announcement No.: 2024–028) disclosed by the Company on March 7, 2024 on the website of the Shanghai Stock Exchange (www.sse.com.cn).

On March 7, 2024, the Company convened the eighteenth meeting of the fourth session of the Board, at which the Resolution on Signing the Supplemental Agreement to the Equity Transfer Agreement in respect of Shandong Meiduo Technology Company Limited (《關於簽署〈山東美多科技有限公司之股權轉讓協議之補充協議〉的議案》) was considered and approved. Related Directors abstained from voting. After negotiation, both parties agreed to postpone the closing date and the payment of consideration for the equity transfer. The closing date was deferred to the time when the project under construction of Shandong Meiduo reaches full production, and the equity transfer consideration would be paid within two weeks after the completion of industrial and commercial registration change or filing procedures for the equity transfer. Both parties signed the Supplemental Agreement to the Equity Transfer Agreement in respect of Shandong Meiduo Technology Company Limited (《山東美多科技有限公司之股權轉讓協議之補充協議》) in this regard. For details, please refer to the Supplementary Announcement of Jiangsu Lopal Tech. Group Co., Ltd. on the Acquisition of and Subsequent Capital Increase in Shandong Meiduo Technology Company Limited and the Related Party Transaction (《江蘇龍蟠科技股份有限公司關於收購山東美多科技有限公司暨關聯交易並對其增資的補充公告》) (Announcement No.: 2024–033) disclosed by the Company on the website of the Shanghai Stock Exchange on March 8, 2024.

The above acquisition was completed on January 21, 2025, on which the industrial and commercial registration change in respect of the Shandong Meiduo has been completed. Following which, Shandong Meiduo became a wholly-owned subsidiary of the Company and its financial results are consolidated into the financial statements of the Company.

Pursuant to the relevant provisions of Accounting Standards for Business Enterprises No. 20 — Business Combinations, a business combination in which all parties involved in the combination are ultimately controlled by the same party before and after the combination, and such control is not temporary, is classified as a business combination under common control. As both the Company and Shandong Meiduo are controlled by Mr. Shi Junfeng and such control is not of a temporary nature, the current combination constitutes a business combination under common control. In accordance with the relevant provisions of Accounting Standards for Business Enterprises No. 2 — Long-term Equity Investments, the Accounting Standards for Business Enterprises No. 20 — Business Combinations and Accounting Standards for Business Enterprises No. 33 — Consolidated Financial Statements, for a business combination under common control, the opening balances of the consolidated balance sheet shall be adjusted for preparing the consolidated financial statements for the combination period, and the relevant items in the comparative consolidated income statements and consolidated cash flow statements shall also be restated, as if the combined reporting entity had existed since the date when the ultimate controlling party initially obtained control.

According to the above requirements, the Company has retrospectively adjusted the relevant financial figures in accordance with the accounting treatment for business combinations under common control. The retrospective adjustments made have not been audited.

II. EFFECT OF RETROSPECTIVE ADJUSTMENTS ON THE FINANCIAL POSITION AND RESULTS OF OPERATIONS OF PRIOR PERIODS

The specific financial figures before and after the retrospective adjustments are as follows:

(I) Effect on the 2024 Consolidated Balance Sheet

Unit: Yuan

Item	December 31, 2024 (before retrospective adjustment)	December 31, 2024 (after retrospective adjustment)	Change
Current assets:			
Bank and cash balance	2,764,665,059.56	2,775,560,310.00	10,895,250.44
Clearing settlement funds			
Placements with banks and other financial institutions			
Financial assets held for trading	505,364,039.19	505,364,039.19	
Derivative financial assets	64,000.00	67,700.00	3,700.00
Bills receivables	21,334,725.52	21,334,725.52	
Trade receivables	1,435,047,233.34	1,439,310,650.94	4,263,417.60
Receivables financing	296,752,314.61	296,752,314.61	
Prepayments	282,303,630.94	282,403,024.38	99,393.44
Premiums receivable			
Reinsurance accounts receivable			
Deposits receivable from reinsurance treaty			
Other receivables	89,251,005.54	91,192,310.42	1,941,304.88
Including: Interests receivable			
Dividends receivable			
Purchases of resold financial assets			
Inventories	1,391,918,311.88	1,392,470,370.77	552,058.89
Including: Data resources			
Contract assets			
Assets held for sale			
Non-current assets due within one year			
Other current assets	379,062,444.70	393,832,575.34	14,770,130.64
Total current assets	7,165,762,765.28	7,198,288,021.17	32,525,255.89

Item	December 31, 2024 (before retrospective adjustment)	December 31, 2024 (after retrospective adjustment)	Change
Non-current assets:			
Loans and advances			
Debt investments			
Other debt investments			
Long-term receivables			
Long-term equity investments	47,659,356.24	47,659,356.24	
Other investments in equity instruments	141,450,000.00	141,450,000.00	
Other non-current financial assets			
Investment properties			
Fixed assets	5,934,001,980.99	5,988,233,863.97	54,231,882.98
Construction in progress	574,549,323.73	684,295,759.09	109,746,435.36
Biological assets for production			
Fuel assets			
Right-of-use assets	845,234,002.65	884,439,658.64	39,205,655.99
Intangible assets	404,647,784.90	404,685,985.44	38,200.54
Including: Data resources			
Development expenses			
Including: Data resources			
Goodwill	214,173,149.14	214,173,149.14	
Long-term deferred expenditures	116,272,162.37	116,272,162.37	
Deferred income tax assets	344,332,547.06	344,332,547.06	
Other non-current assets	20,884,468.25	31,356,468.25	10,472,000.00
Other non-current assets	8,643,204,775.33	8,856,898,950.20	213,694,174.87
Total assets	15,808,967,540.61	16,055,186,971.37	246,219,430.76

Item	December 31, 2024 (before retrospective adjustment)	December 31, 2024 (after retrospective adjustment)	Change
Total liabilities			
Short-term borrowings	3,985,751,169.10	3,985,751,169.10	
Borrowings from central bank			
Capital borrowed from other financial institutions			
Financial liabilities held for trading			
Derivative financial liabilities	878,319.80	878,319.80	
Bills payables	89,992,289.14	98,747,289.14	8,755,000.00
Accounts payable	1,701,761,339.82	1,756,848,679.24	55,087,339.42
Receipt in advance			
Contract liabilities	92,290,198.77	92,296,145.67	5,946.90
Financial assets sold under repurchase agreements			
Absorbing deposit and interbank deposit			
Security trading commission			
Security underwriting fees			
Payroll payable	61,795,695.75	63,384,096.96	1,588,401.21
Taxes payable	16,925,741.76	16,928,011.45	2,269.69
Other payables	51,377,235.08	54,724,278.04	3,347,042.96
Including: Interests payable			
Dividends payable			
Handling fees and commission payable			
Reinsurance payables			
Liabilities held for sale			
Non-current liabilities due within one year	2,530,661,861.43	2,549,529,218.20	18,867,356.77
Other current liabilities	11,805,276.47	11,806,049.57	773.10
Total current liabilities	8,543,239,127.12	8,630,893,257.17	87,654,130.05

Item	December 31, 2024 (before retrospective adjustment)	December 31, 2024 (after retrospective adjustment)	Change
Non-current liabilities:			
Insurance contract reserve			
Long-term borrowings	2,204,014,652.93	2,204,014,652.93	
Bonds payable			
Including: Preference shares			
Perpetual bonds			
Lease liabilities	757,365,873.99	801,990,112.59	44,624,238.60
Long-term payables	193,097,905.80	213,590,265.15	20,492,359.35
Long-term payroll payable			
Accruals and provisions			
Deferred income	171,128,861.51	175,078,861.51	3,950,000.00
Deferred tax liabilities	6,646,189.74	6,646,189.74	
Other non-current liabilities			
Total non-current liabilities	3,332,253,483.97	3,401,320,081.92	69,066,597.95
Total liabilities	11,875,492,611.09	12,032,213,339.09	156,720,728.00
Owners' equity (or shareholders' equity):			
Paid-up capital (or share capital)	665,078,903.00	665,078,903.00	
Other equity instruments			
Including: Preference shares			
Perpetual bonds			
Capital reserve	2,751,995,011.04	2,851,995,011.04	100,000,000.00
Less: Treasury shares	50,271,636.84	50,271,636.84	
Other comprehensive income	–3,699,698.20	–3,699,698.20	
Special reserves	2,740,234.81	2,740,234.81	
Surplus reserves	79,751,116.00	79,751,116.00	
General risk provision			
Retained earnings	–365,344,485.08	–375,845,782.32	–10,501,297.24
Total owners' equity (or shareholders' equity) attributable to the parent company	3,080,249,444.73	3,169,748,147.49	89,498,702.76
Minority interests	853,225,484.79	853,225,484.79	
Total owners' equity (or shareholders' equity)	3,933,474,929.52	4,022,973,632.28	89,498,702.76
Total liabilities and owners' equity (or shareholders' equity)	15,808,967,540.61	16,055,186,971.37	246,219,430.76

(II) Effect on the Profit and Loss Statement for the First Half of 2024

Unit: Yuan

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
1. Total revenue	3,568,612,379.01	3,568,612,379.01	
Including: Operating revenue	3,568,612,379.01	3,568,612,379.01	
Interest income			
Premium income earned			
Handling fees and commission income			
2. Total cost of sales	3,808,405,536.97	3,809,828,042.89	1,422,505.92
Including: Cost of sales	3,206,130,385.39	3,206,130,385.39	
Interest expenses			
Handling fees and commission income			
Payments on surrenders			
Claim expenses, net			
Provision for insurance liability reserve, net			
Policyholder dividends			
Expenses for reinsurance			
Taxes and surcharges	18,507,209.12	18,513,736.55	6,527.43
Distribution and selling expenses	80,665,027.29	80,665,027.29	
General and administrative expenses	181,648,405.08	183,014,417.50	1,366,012.42
Research & development expenses	203,586,846.59	203,681,186.21	94,339.62
Finance expenses	117,867,663.50	117,823,289.95	–44,373.55
Including: Interest expenses	128,254,501.25	128,254,501.25	
Interest income	12,272,650.85	12,320,181.42	47,530.57
Add: Other income	109,719,460.83	109,722,452.37	2,991.54
Investment income (losses are indicated with "–")	–3,239,998.10	–3,239,998.10	
Including: Investment income from associates and joint ventures	–13,327,801.82	–13,327,801.82	

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
Income from derecognition of financial assets at amortised cost			
Foreign exchange gains (losses are indicated with "–")			
Gains on net exposure hedging (losses are indicated with "–")			
Gains on fair value changes (losses are indicated with "–")	–4,437,297.50	–4,437,297.50	
Credit impairment losses (losses are indicated with "–")	30,457,758.33	30,457,758.33	
Asset impairment losses (losses are indicated with "–")	–94,743,330.42	–94,743,330.42	
Gains on disposal of assets (losses are indicated with "–")	–663,553.91	–663,553.91	
3. Operating profit (losses are indicated with "–")	–202,700,118.73	–204,119,633.11	–1,419,514.38
Add: Non-operating income	6,599,018.72	6,605,618.72	6,600.00
Less: Non-operating expenses	895,880.00	895,880.00	
4. Total profits (total losses are indicated with "–")	–196,996,980.01	–198,409,894.39	–1,412,914.38
Less: Income tax expenses	66,690,824.37	66,690,824.37	

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
5. Net profits (net losses are indicated with "–")	–263,687,804.38	–265,100,718.76	–1,412,914.38
(I) Breakdown by continuity of operations			
1. Net profit from continuing operations (net losses are indicated with "–")	–263,687,804.38	–265,100,718.76	–1,412,914.38
2. Net profit from discontinued operations (net losses are indicated with "–")			
(II) Breakdown by attributable interests			
1. Net profit attributable to shareholders of the parent (net losses are indicated with "–")	–220,894,168.38	–222,307,082.76	–1,412,914.38
2. Profit or loss of minority shareholders (net losses are indicated with "–")	–42,793,636.00	–42,793,636.00	
6. Net other comprehensive income after tax	–1,920,357.41	–1,920,357.41	
(I) Net other comprehensive income attributable to shareholders of the parent after tax	–1,398,298.49	–1,398,298.49	
1. Those other comprehensive income not to be reclassified into profit or loss			
(1) Changes arising from remeasurement of defined benefit plan			
(2) Other comprehensive income not to be reclassified into profit or loss using the equity method			
(3) Change in fair value of investment in other equity instruments			
(4) Change in fair value of credit risk of enterprise			

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
2. Those other comprehensive income to be reclassified into profit or loss	–1,398,298.49	–1,398,298.49	
(1) Other comprehensive income to be reclassified into profit or loss using the equity method			
(2) Change in fair value of other debt investments			
(3) Amount of financial assets to be reclassified and taken to other comprehensive income			
(4) Provision for impairment of credit in respect of other debt investments			
(5) Cashflow hedging reserve	–610,305.56	–610,305.56	
(6) Exchange differences on translation of foreign currency financial statements	–787,992.93	–787,992.93	
(7) Others			
(II) Net other comprehensive income attributable to minority interests after tax	–522,058.92	–522,058.92	
7. Total comprehensive income	–265,608,161.79	–267,021,076.17	–1,412,914.38
(I) Total comprehensive income attributable to the owners of the parent	–222,292,466.87	–223,705,381.25	–1,412,914.38
(II) Total comprehensive income attributable to minority interests	–43,315,694.92	–43,315,694.92	
8. Earnings per share:			
(I) Basic earnings per share (RMB/share)	–0.39	–0.39	–0.00
(II) Diluted earnings per share (RMB/share)	–0.39	–0.39	–0.00

(III) Effect on the Statement of Cash Flows for the First Half of 2024

Unit: Yuan

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
1. Cash flows from operating activities			
Cash received from sale of goods and provision of services	2,379,061,892.94	2,379,061,892.94	
Net increase in customers' deposit and interbank deposit			
Net increase in borrowings from central bank			
Net increase in capital borrowed from other financial institutions			
Cash received from premiums of original insurance contract			
Net cash received from reinsurance			
Net increase in policyholder deposit and investment			
Cash received from interests, handling fees and commission			
Net increase in capital borrowed			
Net increase in cash received under repurchasing			
Net cash received from entrusted sale and purchase of securities			
Refunds of taxes	26,122,925.68	26,126,096.71	3,171.03
Other cash received relating to operating activities	161,683,400.91	163,787,784.92	2,104,384.01
Subtotal of cash inflows from operating activities	2,566,868,219.53	2,568,975,774.57	2,107,555.04
Cash paid for purchase of goods and receiving of services	1,959,598,005.37	1,959,635,236.37	37,231.00
Net increase in customers' loans and advances			
Net increase in fund deposited in central bank and interbank			
Cash paid for claims under original insurance contract			
Net increase in capital lent to other financial institutions			
Cash paid for interests, handling fees and commission			

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
Cash paid for dividends to policyholders			
Cash paid to and for staff	324,019,614.00	329,378,465.41	5,358,851.41
Cash paid for all types of taxes	76,119,650.44	76,127,403.11	7,752.67
Other cash paid relating to operating activities	137,906,495.52	141,165,288.70	3,258,793.18
Subtotal of cash outflows from operating activities	2,497,643,765.33	2,506,306,393.59	8,662,628.26
Net cash flows from operating activities	69,224,454.20	62,669,380.98	–6,555,073.22
2. Cash flows from investing activities			
Cash received from disposal of investments	4,427,600.00	4,427,600.00	
Cash received from return on investments	13,612,324.09	13,612,324.09	
Net cash received from disposal of fixed assets, intangible assets and other long-term assets	433,034.23	433,034.23	
Net cash received from disposal of subsidiaries and other business units			
Other cash received relating to investing activities	64,304,436.67	64,304,436.67	
Subtotal of cash inflows from investing activities	82,777,394.99	82,777,394.99	
Cash paid for acquisition and construction of fixed assets, intangible assets and other long-term assets	435,610,286.69	440,752,645.20	5,142,358.51
Cash paid for investment	15,417.68	15,417.68	
Net increase in pledged loans			
Net cash paid for acquisition of subsidiaries and other business units			
Other cash paid relating to investing activities	823,323,368.00	829,339,744.50	6,016,376.50
Subtotal of cash outflows from investing activities	1,258,949,072.37	1,270,107,807.38	11,158,735.01
Net cash flows from investing activities	–1,176,171,677.38	–1,187,330,412.39	–11,158,735.01

Item	First half of 2024 (before retrospective adjustment)	First half of 2024 (after retrospective adjustment)	Change
3. Cash flows from financing activities			
Cash received from capital contributions	478,487,130.93	528,487,130.93	50,000,000.00
Including: Cash received by subsidiaries from capital contributions of minority shareholders	478,487,130.93	478,487,130.93	
Cash received from borrowings	3,071,753,827.51	3,102,853,827.51	31,100,000.00
Other cash received relating to financing activities	122,500,000.00	122,500,000.00	
Subtotal of cash inflows from financing activities	3,672,740,958.44	3,753,840,958.44	81,100,000.00
Cash paid for repayment of borrowings	2,974,481,034.58	3,035,085,034.58	60,604,000.00
Cash paid for distribution of dividends, profit or for interest	124,190,284.82	124,190,284.82	
Including: Dividends and profit distributed to minority shareholders by subsidiaries	4,273,206.00	4,273,206.00	
Other cash paid relating to financing activities	142,781,213.82	144,681,213.82	1,900,000.00
Subtotal of cash outflows from financing activities	3,241,452,533.22	3,303,956,533.22	62,504,000.00
Net cash flows from financing activities	431,288,425.22	449,884,425.22	18,596,000.00
4. Effects of changes in exchange rates on cash and cash equivalents	2,994,951.47	2,994,951.47	
5. Net increase in cash and cash equivalents	–672,663,846.49	–671,781,654.72	882,191.77
Add: balances of cash and cash equivalents as at the beginning of the period	2,958,602,919.67	2,986,412,679.54	27,809,759.87
6. Balances of cash and cash equivalents as at the end of the period	2,285,939,073.18	2,314,631,024.82	28,691,951.64

III. EXPLANATION OF THE BOARD ON THE RATIONALITY OF THE COMPANY'S RETROSPECTIVE ADJUSTMENT

The Company's retrospective adjustment of financial statement data related to business combinations under the same control complies with the Accounting Standards for Business Enterprises promulgated by the state, its relevant guidelines and interpretations, as well as the Company's accounting policies. The retrospectively adjusted financial statements objectively and truthfully reflect the Company's financial position and actual operating results. The Board approves the retrospective adjustment of financial data.

IV. VIEW OF THE AUDIT COMMITTEE

The Audit Committee is of the view that the Company's retrospective adjustment of financial data for the business combination under common control in this instance complies with relevant provisions of the Accounting Standards for Business Enterprises and other applicable regulations. The retrospectively adjusted financial statements objectively and truly reflect the financial position and operating results of the Company. The retrospective adjustment of financial data also conforms to relevant laws and regulations, and there is no impairment of the interests of the Company and its shareholders, especially minority shareholders. The Audit Committee agrees to the Company's retrospective adjustment of financial data for the business combination under common control and proposes to submit this proposal to the Board for deliberation.

This announcement is published in both Chinese and English. In case of discrepancies between the Chinese and English versions, the Chinese version shall prevail.

By order of the Board
Jiangsu Lopal Tech. Group Co., Ltd.
SHI Junfeng
Chairman

Nanjing, PRC
August 20, 2025

As at the date of this announcement, the Board comprises Mr. SHI Junfeng, Mr. LU Zhenya, Mr. QIN Jian, Mr. SHEN Zhiyong and Mr. ZHANG Yi as executive Directors; Ms. ZHU Xianglan as non-executive Director; Mr. LI Qingwen, Mr. YE Xin, Ms. GENG Chengxuan and Mr. HONG Kam Le as independent non-executive Directors.