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## **China Parenting Network Holdings Limited**

**中國育兒網絡控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1736)**

### **ANNOUNCEMENT OF THE INTERIM RESULTS FOR SIX MONTHS ENDED 30 JUNE 2025**

The board (the “**Board**”) of directors (the “**Directors**”) of China Parenting Network Holdings Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**” or “**we**”) is pleased to announce the unaudited condensed consolidated interim results of the Group for six months ended 30 June 2025. This announcement, containing the full text of the 2025 interim report of the Company, complies with the relevant requirements of the Rules (the “**Listing Rules**”) Governing the Listing of Securities of the Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) in relation to information to accompany preliminary announcement of interim results. This results announcement is published on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ci123.com](http://www.ci123.com)). The 2025 interim report of the Company will be despatched to the shareholders of the Company who have already provided instructions indicating their preference to receive printed copies and published on both of the above websites on or before 30 September 2025.

By order of the Board

**China Parenting Network Holdings Limited**

**Cheng Li**

*Executive Director and Chief Executive Officer*

Nanjing, the People’s Republic of China, 29 August 2025

*As at the date of this announcement, the executive Directors of the Company are Mr. Zhang Lake Mozi and Mr. Cheng Li; the non-executive Directors of the Company are Ms. Song Yuanyuan and Mr. Zhang Haihua; and the independent non-executive Directors of the Company are Mr. Zhao Zhen, Ms. Nicole Huang Meng Ting and Mr. Manley Poon.*

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# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### Executive Directors

Mr. Zhang Lake Mozi (*Chairperson*)  
Mr. Cheng Li

### Non-Executive Directors

Mr. Zhang Haihua  
Ms. Song Yuanyuan

### Independent Non-Executive Directors

Mr. Zhao Zhen  
Ms. Nicole Huang Meng Ting  
Mr. Manley Poon

## BOARD COMMITTEES

### Audit Committee

Mr. Manley Poon (*Chairperson*)  
Ms. Song Yuanyuan  
Ms. Nicole Huang Meng Ting

### Nomination Committee

Mr. Zhang Lake Mozi (*Chairperson*)  
Mr. Zhao Zhen  
Ms. Nicole Huang Meng Ting

### Remuneration Committee

Ms. Nicole Huang Meng Ting (*Chairperson*)  
Mr. Zhao Zhen  
Mr. Cheng Li

## COMPANY SECRETARY

Mr. Zhang Lake Mozi

## AUTHORISED REPRESENTATIVES

Mr. Cheng Li  
Mr. Zhang Lake Mozi

## AUDITOR

Confucius International CPA Limited

## LEGAL ADVISERS TO OUR COMPANY

### As to Hong Kong Law

Jingtian & Gongcheng LLP  
Suites 3203–3207, 32/F  
Edinburgh Tower  
The Landmark, 15 Queen's Road Central  
Hong Kong

## REGISTERED OFFICE IN THE CAYMAN ISLANDS

Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

## HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

Room 1001, 10th Floor, Wecan Technology Building  
21 Andmen Street  
Yuhuatai District  
Nanjing, Jiangsu Province  
The PRC

# CORPORATE INFORMATION

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## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 2, 7/F, Royal Commercial Centre  
No. 56 Parkes Street, Jordan  
Kowloon  
Hong Kong

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road, Hong Kong

## PRINCIPAL BANK

Bank of China (Nanjing Chengnan Sub-branch)  
25 Andemen Avenue, Yuhuatai District  
Nanjing, Jiangsu Province, The PRC

## STOCK CODE

1736

## COMPANY WEBSITE

[www.ci123.com](http://www.ci123.com)

# HIGHLIGHTS

The board (the “Board”) of directors (the “Directors”) of China Parenting Network Holdings Limited (the “Company”, together with its subsidiaries, collectively the “Group” or “we”) hereby announce the unaudited condensed consolidated interim results of the Group for six months ended 30 June 2025 (the “Period”).

	For the six months ended 30 June 2025 (Unaudited) RMB'000	30 June 2024 (Unaudited) RMB'000
Revenue	9,475	16,539
Gross profit	2,686	1,599
Loss for the Period	(21,925)	(10,262)
Total loss for the Period attributable to owners of the Company	(21,925)	(10,262)

# MANAGEMENT DISCUSSION AND ANALYSIS

## BUSINESS REVIEW

CI Web has been dedicated to innovation for over two decades, consistently maintaining its leading position within the industry. With a focus on serving young families in China, the company is committed to providing personalized intelligent home solutions for Chinese-speaking families worldwide. In 2025, CI Web continues to integrate the entire family consumption chain through four core matrices: content, private domain, e-commerce, and O2O service.

By leveraging the combined strengths of its platform, audience, content, and activities, the company is deepening its internal capabilities and unlocking greater user potential — laying a strong foundation for sustainable commercial growth. Externally, CI Web is building an open, multi-scenario ecosystem that spans the entire family consumption chain. This outward expansion amplifies the brand's reach and influence, driving a continuous cycle of value creation and uncovering new growth opportunities.

### Engaging the New Generation of Mother-Child Families to Unlock User Potential

In 2025, CI Web continues to engage deeply with the evolving preferences of the new generation of mother-child families, strengthening its ability to produce high-quality content that captures the attention of young households. 1. Meeting precise user needs with scientific, professional, and effortless parenting guidance and services. CI Web has also strengthened its collaboration with authoritative institutions such as the China Working Committee for the Care of the Next Generation and the National Health Commission to deliver tailored parenting support. In alignment with national policy, CI Web and the Children's Development Research Center of the China Working Committee for the Care of the Next Generation jointly launched initiatives aimed at alleviating parenting-related anxieties among Chinese families. These efforts include the continued development of a comprehensive curriculum for parents of children aged 0–6, along with cross-sector collaboration to enrich the content and improve the systematic service capabilities of parent education programs. 2. Focusing on parenting trends through expert-led Q&A and diverse, youth-oriented content to empower young families and strengthen brand influence. Leveraging the expertise of over 3,200 high-quality influencers and more than 800 certified parenting professionals across platforms, CI Web has developed specialized services such as pregnancy Q&A forums and expert consultations.

At the same time, the company continues to expand its community matrix to build highly engaged private-domain traffic. Currently, the network covers over 5.26 million users and consists of more than 27,300 online communities, including more than 12,500 mommy store owner groups, over 7,500 group leader distribution groups, more than 6,000 mother-child exchange groups, over 800 local travel groups, and more than 500 IP fan groups. In addition, CI Web is building a comprehensive full-chain operational framework for the broader health and wellness sector by integrating omni-channel customer acquisition, private-domain operations, user conversion, repeat purchases, and organic growth — effectively unlocking private-domain GMV potential.

### Building an Open, Multi-Scenario Ecosystem to Drive Incremental Brand Value

CI Web continues to grow outward by activating the full-chain family consumption model through content empowerment, platform operations, public relations and marketing, local lifestyle engagement, channel management, and intelligent services — amplifying its communication reach and creating a virtuous cycle of brand exposure. 1. Use content as the starting point for marketing to connect brand narratives with real-life scenarios, driving multidimensional brand storytelling and enabling efficient conversion. 2. Identify growth anchors by engaging young consumers where they are, helping brands improve product seeding effectiveness while balancing brand building with business growth. 3. Leverage a comprehensive mix of traditional e-commerce operations, content-driven e-commerce, and live streaming commerce services to support brands in returning to core business fundamentals — achieving a dual-cycle model that drives both consumer (C-end) sales and business (B-end) customer acquisition. 4. Continuously strengthen brand presence through three major public relations approaches — brand endorsements, curated campaigns, and ESG initiatives — enabling brands to integrate into public discourse, communicate core values, and evolve into widely recognized and talked-about “super brands”. 5. Develop new brand scenarios through local commerce by shaping brand roles within offline consumption and experiential settings to enhance user awareness and engagement. Utilize a diversified media mix to target local lifestyle scenarios, shaping consumers' offline experience journey and maximizing traffic conversion efficiency.

# MANAGEMENT DISCUSSION AND ANALYSIS

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At the same time, the company builds multi-channel brand momentum and cultivates a stable distribution network for sustained commercial operations. Currently, over 25,000 mother-child retail stores have adopted CI Web's Mommy Store SaaS System, and more than 40,000 educational institutions are utilizing the Education System JWB. The Parent-Child Weekend platform serves tens of thousands of offline merchants, facilitating over 30 million family trips. By driving professional, systematic, and sustainable channel engagement initiatives — such as training programs, industry summits, team-building sessions, and channel expansion activities — CI Web is bridging online and offline networks. These efforts help shorten the distance between brands and distributors, enabling improved user conversion, enhanced brand value, and increased sales performance, ultimately unlocking new growth opportunities for brand partners.

## Future Prospects

CI Web remains committed to its founding mission of “serving more families with practical solutions”. Looking ahead, the company will continue to drive innovation and progress, further refining its ecosystem strategy. With a focus on providing personalized smart home solutions for young Chinese families, CI Web aims to empower sustained business growth for its brand partners.

## FINANCIAL REVIEW

### Revenue

The Group's revenue for the six months ended 30 June 2025 was approximately RMB9.5 million, representing a decrease of approximately 43% over approximately RMB16.5 million for the six months ended 30 June 2024, due to the decrease in wholesale of e-commerce business as well as a decline in advertising business as impacted by the economic environment.

### Cost of sales

The Group's cost of sales for the six months ended 30 June 2025 was approximately RMB6.8 million, representing a decrease of approximately 55% over approximately RMB14.9 million for the six months ended 30 June 2024, primarily due to the decrease in orders during the Period and less cost of sales incurred as a result.

### Gross profit and gross profit margin

The Group's gross profit for the six months ended 30 June 2025 was approximately RMB2.7 million, representing an increase of approximately 68% over approximately RMB1.6 million for the six months ended 30 June 2024. At the same period, the Group's gross profit margin increased from approximately 9.7% to approximately 28.3%, primarily due to the Company's expenditure on maintenance of its APP products being incurred mostly in 2024 and returning to normal in 2025.

### Other income, gains and losses

The Group's other income, gains and losses for the six months ended 30 June 2025 was a loss of approximately RMB8.0 million, representing a decrease of approximately 226% compared to the gain of approximately RMB6.3 million for the six months ended 30 June 2024, primarily due to the disposal of two subsidiaries.

### Selling and distribution expenses

The Group's selling and distribution expenses for the six months ended 30 June 2025 was approximately RMB2.7 million, representing a decrease of approximately 59% over approximately RMB6.5 million for the six months ended 30 June 2024, primarily due to the depressed market condition.

# MANAGEMENT DISCUSSION AND ANALYSIS

## Administrative expenses

The Group's administrative expenses for the six months ended 30 June 2025 was approximately RMB7.7 million, representing an increase of approximately 8% over approximately RMB7.2 million for the six months ended 30 June 2024, which was mainly due to the increase in intermediary fees.

## Research and development costs

The Group's research and development ("R&D") cost for the six months ended 30 June 2025 was approximately RMB2.8 million, representing an increase of approximately 35% over approximately RMB2.1 million for the six months ended 30 June 2024, primarily attributable to the increase in technology development inputs.

## Income tax expense

The Group's income tax expense for the six months ended 30 June 2025 was approximately RMB0.4 million (six months ended 30 June 2024: Nil).

## Loss for the Period

As a result of the factors described above, the Group's loss for the six months ended 30 June 2025 was approximately RMB21.9 million, representing an increase of approximately 114% over approximately RMB10.3 million for the six months ended 30 June 2024.

## Gearing ratio

As at 30 June 2025, the gearing ratio of the Group, calculated as total liabilities, divided by total assets, was 137% (31 December 2024: 112%).

## Liquidity and capital resources

As at 30 June 2025, the net current liabilities of the Group was approximately RMB27.0 million (31 December 2024: approximately RMB20.4 million) and the cash and cash equivalents were approximately RMB4.2 million (31 December 2024: approximately RMB2.8 million).

As at 30 June 2025, the Group had borrowings of approximately RMB23.5 million (31 December 2024: approximately RMB21.5 million), details are set out in note 18 to the condensed consolidated financial statements.

## Foreign exchange exposure

The Group's transactions are mainly denominated in Renminbi ("RMB"). Part of the cash and bank deposits of the Group are denominated in Hong Kong dollars. During the Period, the Group did not experience any material impact or liquidity problems in its operation resulting from the changes in exchange rate nor enter into hedging transaction or forward contract arrangement. However, the management closely monitors foreign exchange exposure to ensure appropriate measures are implemented in a timely and effective manner. In this regard, the Group is not exposed to any significant foreign currency exchange risk in its operation.



# MANAGEMENT DISCUSSION AND ANALYSIS

## Employees, training and remuneration policy

The remuneration committee of the Company will review and determine the remuneration and compensation packages of Directors with reference to their responsibilities, workload, and the time devoted to the Group and the performance of the Group. In general, the Group determines employees' salaries based on their performance and length of services. The Board believes the salaries and benefits provided to the employees are competitive with local market standards. The Group also contributes to the social insurance in the PRC.

The Group has implemented training for new employees during their course of employment in order to ensure that employees are able to meet the job requirements. In addition, the Group will occasionally arrange internal and external trainings for the Group's employees. For external trainings, external speakers who have extensive experience in information technology may be invited to attend the Group's office to perform the training, and for internal trainings, the topics may include finance, accounting, risk management or information technology and such trainings will be conducted by the relevant department. The Group considers these on job trainings are necessary for the employees to handle issues which may arise in their day to day operations and can enhance their ethic and morale.

As at 30 June 2025, the Group had a total of 33 (30 June 2024: 41) employees including executive Directors. Total staff costs were approximately RMB1.9 million for the Period (30 June 2024: approximately RMB4.8 million).

## Material acquisitions and disposals of subsidiaries, associates or joint ventures

On 1 April 2025, Star Universal Holdings Limited (星際集團有限公司) ("Star Universal"), an indirect wholly-owned subsidiary of the Company entered into the equity transfer agreement with Ms. Wu Jinfeng (吳金鳳) ("Ms. Wu"), pursuant to which Star Universal agreed to sell and Ms. Wu agreed to purchase the equity interest of Xibai (Nanjing) Information Technology Co., Ltd.\* (矽柏(南京)信息技術有限公司) ("Nanjing Xibai") at the consideration of RMB500,000. Pursuant to the series of contractual arrangement entered into by, among others, Nanjing Xibai, 南京芯創微機電技術有限公司 (Nanjing Xinchuang Micro Machinery and Electric Technology Company Limited\*) ("Nanjing Xinchuang") and the registered shareholders of Nanjing Xinchuang, Nanjing Xinchuang was also in effect be disposed following the disposal of Nanjing Xibai. Details of which are set out in the Company's announcements dated 1 April 2025 and 15 April 2025.

## Charges of assets

As at 30 June 2025, the Group did not make any pledged bank deposit (31 December 2024: Nil).

## Contingent liabilities

As at 30 June 2025, the Group did not have any significant contingent liabilities (31 December 2024: Nil).

## DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2025 (six months ended 30 June 2024: Nil).

# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL ASSETS

As at 30 June 2025, the details of financial assets at fair value through profit or loss and the details of significant investment with a carrying value more than 5% of the total assets of the Group are as follow:

Name of the relevant company	Proportion of shares held as at 30 June 2025	Investment amount as at 30 June 2025	Fair value of investment as at 30 June 2025	Proportion of investment in 2025 to the total asset of the Company as at 30 June 2025	Principal Business	Unrealised gain/(loss) on change in fair value for the six months ended 30 June 2025	Realised gain/(loss) for the six months ended 30 June 2025	Dividend income for the six months ended 30 June 2025
CLOUD TECH LIMITED	17.64%	HK\$50,000,000.00	RMB5,262,746	15.07%	Technology development and operation combining block chain technology with the entity economy and the provision of cross-border consumer service platform, cross-border global education platform, cross-border new retail business platform, block chain information service and technology trading platform, high-speed and cross-chain trading system based on intelligence contracts, system testing for block chain security system and block chain service platform.	RMB325,055	-	-

# MANAGEMENT DISCUSSION AND ANALYSIS

The Company continued to track and monitor its investments and conduct third-party professional evaluation. As most of the Company's investments are emerging market growth companies, some of the entities which the Company invested are in the stage of research and development. The Company considers its investment management in the following aspects:

- effective output from the application of the industrial chain, including technological output;
- operating condition, including the achievement of business objectives, standardization of the corporate governance structure, and the stability of core talents; and
- judgment on the future growth prospects of the industry it located and technology market.

With technological advancement and the changes in needs and behaviors of the new generation consumers in recent years, our investment helps to achieve the upstream and downstream digitalization of the industrial chain. It is also beneficial for us to consolidate new technology and service application scenarios to help brands upgrade their traditional business models, and more enterprises will require digital transformation solutions. Upon the Company's evaluation, the overall investment of the Group in the first half of 2025 is in line with our strategic planning direction.

## LOAN TO OTHER ENTITY

The balance represents a loan extended to an independent third party, bearing an interest rate of 6.0% per annum for a period of 36 months. The aim of entering into this loan agreement is to serve the long term interest of the Group.

Details of loan to other entity as at 30 June 2025 are set out below:

		Borrowing made to the relevant company as at 30 June 2025	Annual interest rate as at 30 June 2025	Term of loan	Loan guarantee as at 30 June 2025	Book value of the loan as at 30 June 2025	Proportion of the loan to the total asset of the Company as at 30 June 2025	Principal business	Accumulated interest income for the six months ended 30 June 2025
1	Nanjing Qianyu Information Technology Company Limited* (南京千魚信息技術 有限公司)	RMB12,000,000.00	6%	36 months	Guaranteed by an A share listed company	RMB13,776,672	39.5%	A major platform for parent-child consumption.	RMB4,404,932

# MANAGEMENT DISCUSSION AND ANALYSIS

## INVESTMENT OBJECTIVES AND POLICIES

The Group is a vertical online platform for the CBM market. In relation to its business development, family-related business of the Group refers to business that uses Internet technology to address the needs of new generation home consumers as target customers, such as early education, entertainment, health and services. On the basis of its existing core business, the family-related business of the Group still adheres to the original family-based user groups of its CBM platform, and forms a new maternal and child ecological layout with diversified maternal and child family services. It also extends the traditional and single maternal and child services to several cross-sector segments including health, education, finance and entertainment by way of investment and strategic cooperation, further expanding the types of family services and customer reach, prolonging user life-cycle, and meeting the increasing long-tail demands from the mother-child groups.

There have been rapid changes in the Internet industry and the competition in online advertising and e-commerce market and related O2O business is intense. The Group intends to expand into new core sectors such as new socialized retail, family medical, family education and internet technology with external empowerment. Leveraging the investments in the companies which engaged in the relevant new sectors, the Company will be able to reduce its costs to a certain extent and enter such new sectors in a quicker manner, as well as gain technology reserves and Internet traffic from new resources.

As for its investment strategy, in line with its principal business and for its future business development, the Company targets on investments in entities which are principally engaged in CBM and family related business chain and related technology research and development. The Company has adopted investment policies which it will take into account when making its investment decisions. In general, the Company prefers long-term investments as opposed to short-term ones and usually invests in targeted entities for more than one year. For the Company's mode of investment, the Company may adopt equity investments through acquisition of shareholdings in the targeted entities or loan financings by providing facilities to the targeted entities depending on, among others, potential rate of return which generally shall be not less than 6% per annum or the prevailing one-year fixed deposit interest rate published by the People's Bank of China (whichever is higher), strategic cooperation with the invested entities of the company, negotiation with the counterparties as well as compliance with legal and regulatory requirements. In order to reduce its participation in the operation and management of its investments so as to focus on its existing business, the Company generally does not invest in more than 20% shareholding in the targeted entities.

In addition to financial returns, the Directors expect that the investments will create synergies to the Group's business in terms of upgrade in technologies, enrichment of contents as well as expansion of coverage of value-added services which in turn result in enhancement of operational efficiency, user experience and user base. Depending on the business natures of the invested companies, the Group usually requires the invested companies to share their relevant technologies to offer selected contents such as games, animations and audio and video contents of them for the Platform, to share user data and network for promotion of the Group's APPs, and to support the Group's provision of value-added services to its users. The Group has a certain scale of investment activities. Failure to promptly and effectively manage investment risks may affect realization of investment strategies. The risk resulting from adverse movements in industry market could also impact the Group's investment.

The Group has formed an investment team (the "team"). The team's member consisted of the Group's chief executive officer, chief financial officer, marketing director, technical director and operation director who are experienced in the Internet industry. The team has been continuously paying attention to the market influence and technological development of the investment areas related to the CBM business chain. The Group continuously monitor the status of business development and financial exposure of investees and conducts regular assessments. The Group also strictly requires the invested entities to use the proceeds of the Group's investments for the sole purpose of the planned business development projects as agreed by the Group.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND/OR SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATION

As at 30 June 2025, interests and short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) held by the Directors and chief executive of the Company which have been notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or have been entered in the register maintained by the Company pursuant to Section 352 of the SFO, or otherwise have been notified to the Company and the Hong Kong Stock Exchange pursuant to Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 of the Listing Rules are as follows:

### LONG POSITIONS IN THE SHARES OF THE COMPANY

Name of Director	Nature of Interest	Number of Shares or Underlying Shares	Approximate Percentage of Shareholding
Mr. Cheng Li <sup>(1)</sup>	Interest in a controlled corporation	3,000,000	6.94%
Ms. Song Yuanyuan <sup>(2)</sup>	Interest in a controlled corporation	1,555,817	3.60%

Notes:

(1) Victory Glory Holdings Limited ("Victory Glory") is directly and wholly owned by Mr. Cheng Li, who is therefore deemed to be interested in all the shares held by Victory Glory.

(2) XI-F-AI PTE.LTD. is wholly owned by Ms. Song Yuanyuan, who is therefore deemed to be interested in all the shares held by XI-F-AI PTE.LTD..

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## INTERESTS IN OTHER MEMBERS OF THE GROUP (LONG POSITIONS)

Name of Director	Name of Subsidiary	Nature of Interest	Approximate Percentage of Shareholding
Mr. Cheng Li	Nanjing Yilaoyixiao Information Technology Co., Ltd.* (南京怡老怡小信息技術有限公司) ("Nanjing YLYX")	Interest in a controlled corporation <sup>(note 2)</sup>	90%
Ms. Song Yuanyuan	Nanjing YLYX	Interest in a controlled corporation <sup>(note 3)</sup>	10%

Notes:

- (1) Pursuant to the contractual arrangement, Nanjing YLYX is deemed to be a wholly owned subsidiary of the Company.
- (2) Nanjing Xilan Information Technology Co., Ltd.\* (南京希瀾信息技術有限公司) ("Nanjing Xilan") is the sole general partner of Nanjing Xilan Information Technology Partnership (Limited Partnership)\* 南京希藍信息技術合夥企業 (有限合夥) ("LLP1") and is held as to 90% by Mr. Cheng Li. Nanjing YLYX is held as to 90% by LLP1 and therefore Mr. Cheng Li is deemed to be interested in Nanjing YLYX.
- (3) Nanjing Xilan is the sole general partner of LLP1 and is held as to 10% by Ms. Song Yuanyuan. Nanjing YLYX is held as to 90% by LLP1 and therefore Ms. Song Yuanyuan is deemed to be interested in Nanjing YLYX.

Save as disclosed above, as at 30 June 2025, none of the Directors nor chief executive of the Company held an interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) that was required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or were recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND/OR SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as the Directors are aware, as at 30 June 2025, the following persons (not being Directors or chief executive of the Company) have or be deemed or taken to have interests and/or short positions in the shares or the underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which would be recorded in the register required to be kept under Section 336 of the SFO:

### LONG POSITIONS IN THE SHARES OF THE COMPANY

Name	Nature of Interest	Number of Shares or Underlying Shares	Approximate Percentage of Shareholding
Maria Rachel Mai Decolongon Tatoy <sup>(1)</sup>	Beneficial owner	2,418,785	
	Interest in a controlled corporation	2,990,040	
	Total:	5,408,825	12.52%
Victory Glory <sup>(2)</sup>	Beneficial owner	3,000,000	6.94%
Tan Chiu Lan Francine	Beneficial owner	4,194,751	9.71%
Gan Kwang Lee <sup>(3)</sup>	Interest of spouse	4,194,751	9.71%
Lee Yong Soon <sup>(4)</sup>	Beneficial owner	3,099,329	7.17%

Notes:

- (1) Ms. Maria Rachel Mai Decolongon Tatoy holds 2,990,040 Shares through her wholly-owned subsidiary, Prime Wish Limited and directly holds 2,418,785 Shares.
- (2) Victory Glory is directly and wholly owned by Mr. Cheng Li, an executive Director.
- (3) Mr. Gan Kwang Lee is the spouse of Ms. Tan Chiu Lan Francine.
- (4) Mr. Lee Yong Soon holds 2,081,661 Shares through his wholly-owned subsidiary, Dilligent Ally Private Limited and directly holds 1,017,668 Shares.

Save as disclosed above, as at 30 June 2025, no person, other than the Directors and chief executive of the Company whose interests and short positions are set out in the section headed "Directors' and Chief Executive's Interests and/or Short Positions in Shares, Underlying Shares and Debentures" above, had registered an interest or a short position in the shares or underlying shares of the Company as recorded in the register of interests required to be kept pursuant to Section 336 of the SFO.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## SHARE OPTION SCHEME

The Company adopted a share option scheme on 19 June 2015 (the “Share Option Scheme”) for the purpose of providing incentive or rewarding eligible persons (including the Directors or employees (whether full time or part time), consultants or advisors of our Group) for their contribution to, and continuing efforts to promote the interests of our Group and for such other purposes as the Board may approve from time to time.

The Share Option Scheme became effective on the date of the Company’s listing (8 July 2015) and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The maximum number of shares which may be issued upon exercise of all options granted and to be granted under the Share Option Scheme is 12,500,000 shares (2,500,000 shares, upon the Share Consolidation (as defined below) became effective on 13 May 2025), representing 10% of the shares of the Company in issue as at the date of listing of the Company’s shares on GEM (i.e. 8 July 2015) and approximately 5.8% of the shares of the Company in issue as at the date of this report. The maximum number of shares issuable under share options granted to each eligible participant in the Share Option Scheme (including both exercised and outstanding options) within any 12-month period is limited to 1% of the shares of the Company in issue. Any grant or further grant of share options in excess of this limit is subject to Shareholders’ approval in a general meeting. A grant of share options under the Share Option Scheme to a Director, chief executive or substantial Shareholder of the Company, or to any of their associates, is subject to approval in advance by the independent non-executive Directors (excluding any independent non-executive Director who is the grantee of the Option). In addition, any share options granted to a substantial Shareholder or an independent non-executive Director of the Company, or to any of their associates, which would result in the shares issued and to be issued, upon exercise of all options already granted and to be granted (including options exercised, cancelled and outstanding), to such person in the 12-month period up to and including the date of the grant in excess of 0.1% of the shares of the Company in issue and with an aggregate value (based on the closing price of the Company’s shares at the date of grant) in excess of HK\$5 million, are subject to Shareholders’ approval in advance at a general meeting.

The offer of a grant of share options may be accepted within 30 days from the date of offer upon payment of a nominal consideration of RMB1 in total by the grantee. The exercise period of the share options granted is determined by the Directors, save that such a period shall not be more than 10 years from the date of offer of the share options and subject to the provisions for early termination as set out in the Share Option Scheme. There is no requirement of a minimum period for which an option must be held before it can be exercised.

The exercise price of the share options shall be not less than the highest of (i) the Hong Kong Stock Exchange closing price of the Company’s shares on the date of offer of the share options, which must be a date on which the Hong Kong Stock Exchange is open for business of dealing in securities; (ii) the average Hong Kong Stock Exchange closing price of the Company’s shares for the five trading days immediately before the date of offer; and (iii) the nominal value of the Company’s shares as at the date of offer.

No share options were granted from the date of adoption up to 30 June 2025. Therefore, no share options were outstanding under the Scheme. 2,500,000 share options were available for grant at the beginning and at the end for the Period.



# CORPORATE GOVERNANCE AND OTHER INFORMATION

## SHARE AWARD SCHEME

The Board has adopted a share award plan (the “Plan”) on 6 July 2016 so as to recognize and appreciate the contribution of all qualified employees towards the growth and development of the Group. The entire issued share capital of Properous Commitment Holdings Limited (“Properous Commitment”) which in turns holds 1,290,000 Shares, is directly held by TMF Trust (HK) Limited which is a professional trustee. The trustee will hold on trust the award Shares for the benefit of the selected employees in accordance to the terms of the trust deed, until such award Shares are vested in the relevant selected employees in accordance with this Plan.

The plan is discretionary-based, and the Board has authorized the share award plan committee of the Company (“Share Award Plan Committee”) to manage the Plan, members of which include the controlling shareholder and executive Director Mr. Cheng Li, and the independent non-executive Director Mr. Ge Ning. Subject to the requirements of the Main Board Listing Rules and all applicable laws from time to time, the Share Award Plan Committee shall make recommendations for the Board’s approval. The Share Award Plan Committee shall be responsible for the administration of the Plan as well as communication with the trustee and the selected employees, including but not limited to the allocation of the award Shares to the selected employees upon obtaining such approval/authorization from the Board, and purchasing the award Shares on the market, as well as transferring the vested Shares to the selected employees. Before the vesting date, the selected employees have no right or interest in the award Shares (including the right to the dividends).

The maximum number of award Shares shall not exceed 10% of the issued share capital of the Company (including new Shares and existing Shares) from time to time, whereas the maximum number of Shares to be granted to a selected employee shall not exceed one percent (1%) of the issued share capital of the Company from time to time. The Directors have confirmed that the Company does not currently intend to issue any new Shares under the Plan. If new shares are to be issued under the Plan and assuming there are no existing shares to be used under the Plan, the maximum number of new shares to be issued will be 3,030,779 Shares as at the date of this report (taking into account of the current issued share capital of 43,207,793 Shares and 1,290,000 Shares granted and vested), representing approximately 7.0% of the existing issued share capital of the Company. The Company will seek a specific mandate in this regard as the grantees may be connected persons of the Company.

The Plan shall have valid and effect for ten years from the date of adoption to 5 July 2026.

## DIRECTORS’ RIGHT TO ACQUIRE SHARES OR DEBENTURE

Save as disclosed above, as at 30 June 2025, no rights to acquire benefits by means of the acquisition of shares in or debentures of the Company were granted to any Directors or their respective spouse or children under 18 years of age, or were any such rights exercised by them, or was the Company, its holding company, or any of its subsidiaries and fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities (including sale of treasury shares (as defined under the Listing Rules)) during the Period.

## COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix C3 of the Listing Rules as its code regarding Directors’ dealings in the Company’s securities. Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the Model Code during the Period.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## COMPLIANCE WITH QUALIFICATION REQUIREMENTS AND LAWS AND REGULATIONS

The Group's primary business is considered to be value-added telecommunications service, a sector where foreign investment is subject to significant restrictions under the current PRC laws and regulations. Accordingly, with the restriction of the current PRC laws and regulations and the implementation of local competent authorities, the Company cannot acquire Nanjing YLYX, which holds certain licenses and permits required for our primary business. As a result, the Group entered into a series of contractual arrangement with Nanjing YLYX and their respective registered shareholders (the "Structured Contracts") in order to conduct the said business, and to assert management control over the operations of and enjoy the economic benefits derived from Nanjing YLYX. For details of the Contractual Arrangement, please refer to the section headed "Contractual Arrangement" of the 2024 Annual Report.

In addition, under the current PRC laws and regulations, a foreign investor intending to acquire any equity interest in a value-added telecommunications business in the PRC must also demonstrate a good track record and possess operating experience in providing value-added telecommunications services overseas ("Qualification Requirements").

So far as the Directors are aware, as at the date of this report, the Company has taken all reasonable steps to ensure that such Qualification Requirements are met if and when the PRC laws and competent authorities substantially allow foreign investors to invest in value-added telecommunications services in the PRC. The Company will continue to communicate with the relevant governmental authorities and provide updates where necessary.

Due to the nature of our business, the Company is significantly affected by PRC laws and regulations, including laws and regulations relating to telecommunications services, advertising services, information security and privacy protection as well as intellectual property rights. As far as the Directors are aware, the Company had no material breach of any relevant laws and regulations as at 30 June 2025. The Company reduced its potential legal risk through different management and monitoring systems, such as regular review of the effectiveness of internal control system, defined duty division and providing training to employees and management related to such laws and regulations and recruiting legal adviser as professional consultant.

## COMPETING INTERESTS

So far as the Directors are aware, as at the date of this report, none of the Directors and their respective close associates has any substantial interests in a business which competes or may compete with the business of the Group or have any other conflict of interests with the Group.

## AUDIT COMMITTEE AND REVIEW OF FINANCIAL STATEMENTS

The Company has established an audit committee (the "Audit Committee") with written terms of reference in compliance with Rules 3.21 and 3.22 of the Listing Rules. The primary duties of the Audit Committee are to review the Company's annual reports and accounts and interim reports, the financial reporting, risk management and internal control systems of the Group and to provide advice to the Board. The Audit Committee consists of two independent non-executive Directors, namely Mr. Manley Poon (chairman of the Audit Committee) and Ms. Nicole Huang Meng Ting, and one non-executive Director, namely Ms. Song Yuanyuan. The Audit Committee has reviewed the unaudited interim results and interim report of the Group for the Period. The interim condensed consolidated financial statements for the Period have not been audited.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## RISKS AND UNCERTAINTIES

Our Group believes that there are certain risks and uncertainties in our operations, some of which are beyond the Group's control, including:

- (i) The Group is unable to guarantee that the Contractual Arrangement with the PRC contractual entities will be deemed by the relevant governmental and judicial authorities to be in compliance with existing PRC laws and regulations or that it will comply with future PRC laws and regulations, including but not limited to the new draft of the Foreign Investment Law of PRC (中華人民共和國外國投資法).

Our Directors have already formulated monitoring measures and examined the risk evaluation and report regularly, the details of which are set out in the Contractual Arrangement.

- (ii) The revenue of the Group relies significantly on the marketing and promotional services provided and new businesses may not be successfully developed and introduced going forward.

Since the operational environment in the Internet industry has never-ending changes and improvements, we believe we should timely keep track of the industry, market and customer demands development to review our business strategies. We jointly make investigation and assessment with industry experts and partners in addition to monitoring the market and industry by ourselves.

We optimize our sales and promotion models constantly through innovation to satisfy the demand of existing customers and explore new customers at the same time.

The Group will develop diversified business actively to anticipate comprehensive income. We will continue to propel industry chain cooperation and upgrade strategies, exploit more demands from mother-child households and formulate project management system to explore high-quality and suitable cooperation projects.

Research and development of technology is our significant support in business development. We have management system in place for technological research and development, so as to facilitate effective business development through technology.

- (iii) The Company's investment scale is expanding which results in the failure to carry out timely and effective management may affect realization of investment expectations.

The Company pays close attention to investment risks and has established an investment team to make recommendations on investment matters. Our financial department, legal advisers and technical team are responsible for the follow-up of post-investment management so as to continuously monitor the status of business development and financial risks of investees. The Company has established an investment management system to implement relevant risk management and internal control measures. The Company also obtains relevant professional experience and knowledge by consulting external experts.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

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## CORPORATE GOVERNANCE CODE

The Company has adopted the principles and the code provisions set out in the Corporate Governance Code (the “CG Code”) contained in Appendix C1 to the Listing Rules. To the best knowledge of the Directors, the Company had complied with all the code provisions as set out in the CG Code during the Period.

By order of the Board  
**China Parenting Network Holdings Limited**  
**CHENG LI**  
*Executive Director and Chief Executive Officer*

Nanjing, the PRC, 29 August 2025

*As at the date of this report, the executive Directors are Mr. Zhang Lake Mozi and Mr. Cheng Li; the non-executive Directors are Mr. Zhang Haihua and Ms. Song Yuanyuan; and the independent non-executive Directors are Mr. Zhao Zhen, Ms. Nicole Huang Meng Ting and Mr. Manley Poon.*

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

For the six months ended 30 June 2025 (Expressed in thousands of Renminbi)

The board of directors (the "Board") of China Parenting Network Holdings Limited (the "Company") submit herewith the unaudited interim report of the Company and its subsidiaries (collectively referred to as the "Group") for the six months ended 30 June 2025 prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting".

		For the six months ended 30 June	
	Notes	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
<b>Revenue from contracts with customers</b>	3	<b>9,475</b>	16,539
Cost of sales		<b>(6,789)</b>	(14,940)
<b>Gross profit</b>		<b>2,686</b>	1,599
Other income, gains and losses	4	<b>(7,962)</b>	6,326
Selling and distribution expenses		<b>(2,688)</b>	(6,507)
Administrative expenses		<b>(7,717)</b>	(7,163)
Research and development costs	5	<b>(2,774)</b>	(2,057)
Reversal of (impairment loss) on financial and contract assets, net	5	<b>218</b>	(1)
Fair value changes of financial asset at fair value through profit or loss ("FVTPL")	5	<b>(325)</b>	389
Finance costs	6	<b>(2,917)</b>	(2,848)
<b>Loss before tax</b>	5	<b>(21,479)</b>	(10,262)
Income tax expense	7	<b>(446)</b>	–
<b>Loss for the period attributable to owners of the Company</b>		<b>(21,925)</b>	(10,262)
<b>Other comprehensive income (expense) for the period:</b>			
<i>Item that will not be reclassified to profit or loss in subsequent periods:</i>			
Change in fair value of financial assets designated at fair value through other comprehensive income ("FVTOCI")		<b>174</b>	(27,725)
<i>Items that may be reclassified to profit or loss in subsequent periods:</i>			
Exchange differences on translation of foreign operations		<b>356</b>	(123)
Reclassification of exchange fluctuation reserve		<b>13,010</b>	–
<b>Other comprehensive income (expense) for the period</b>		<b>13,540</b>	(27,848)
<b>Total comprehensive expense for the period attributable to owners of the Company</b>		<b>(8,385)</b>	(38,110)
		<b>RMB cents</b>	RMB cents (Restated)
<b>Loss per share attributable to owners of the Company</b>			
Basic and diluted	9	<b>(50.74)</b>	(27.15)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025 (Expressed in thousands of Renminbi)

	Notes	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
<b>Non-current assets</b>			
Property, plant and equipment	10	31	164
Right-of-use assets		840	756
Other receivables	14	13,777	13,551
Other financial assets	11	–	844
		<b>14,648</b>	15,315
<b>Current assets</b>			
Inventories		5	16
Trade receivables	12	5,907	19,043
Contract assets	13	4,138	41
Prepayments, deposits and other receivables	14	756	1,982
Other financial assets	11	5,263	5,671
Cash and cash equivalents	15	4,203	2,758
		<b>20,272</b>	29,511
<b>Current liabilities</b>			
Trade payables	16	6,046	7,523
Contract liabilities		85	175
Other payables and accruals	17	16,973	15,518
Lease liabilities		296	346
Borrowings	18	23,465	21,545
Tax payable		442	4,816
		<b>47,307</b>	49,923
<b>Net current liabilities</b>		<b>(27,035)</b>	(20,412)
<b>Total assets less current liabilities</b>		<b>(12,387)</b>	(5,097)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025 (Expressed in thousands of Renminbi)

	Note	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
<b>Non-current liabilities</b>			
Lease liabilities		543	419
<b>NET LIABILITIES</b>		<b>(12,930)</b>	(5,516)
<b>Equity</b>			
Share capital	19	14,510	14,510
Reserves		(27,440)	(20,026)
<b>CAPITAL DEFICIENCY</b>		<b>(12,930)</b>	(5,516)

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025 (Expressed in thousands of Renminbi)

	Attributable to owners of the Company								
	Share capital RMB'000	Share premium* RMB'000	Reserve fund* RMB'000	Other reserve* RMB'000	Exchange Fluctuation reserve* RMB'000	Fair value reserve of financial assets designated at FVTOCI* RMB'000	Share-based payment reserve* RMB'000	Accumulate losses* RMB'000	(Capital deficiency) total equity RMB'000
<b>At 1 January 2025 (Audited)</b>	<b>14,510</b>	<b>231,306</b>	<b>17,454</b>	<b>11,871</b>	<b>19,219</b>	<b>(97,057)</b>	<b>-</b>	<b>(202,819)</b>	<b>(5,516)</b>
Loss for the period	-	-	-	-	-	-	-	(21,925)	(21,925)
Other comprehensive income for the period:									
Change in fair value of financial assets designated at FVTOCI	-	-	-	-	-	174	-	-	174
Exchange differences related to foreign operation	-	-	-	-	356	-	-	-	356
Reclassification of exchange fluctuation reserve	-	-	-	-	13,010	-	-	-	13,010
Total comprehensive (expense) income for the period	-	-	-	-	13,366	174	-	(21,925)	(8,385)
Capital contribution by equity holders	-	-	-	971	-	-	-	-	971
Release upon disposal of subsidiaries	-	-	(17,454)	-	-	96,883	-	(79,429)	-
<b>At 30 June 2025 (Unaudited)</b>	<b>14,510</b>	<b>231,306</b>	<b>-</b>	<b>12,842</b>	<b>32,585</b>	<b>-</b>	<b>-</b>	<b>(304,173)</b>	<b>(12,930)</b>
<b>At 1 January 2024 (Audited)</b>	<b>11,891</b>	<b>231,307</b>	<b>19,960</b>	<b>16,842</b>	<b>19,536</b>	<b>(180,751)</b>	<b>-</b>	<b>(82,705)</b>	<b>36,080</b>
Loss for the period	-	-	-	-	-	-	-	(10,262)	(10,262)
Other comprehensive expense for the period:									
Change in fair value of financial assets designated at FVTOCI	-	-	-	-	-	(27,725)	-	-	(27,725)
Exchange differences related to foreign operation	-	-	-	-	(123)	-	-	-	(123)
Total comprehensive expense for the period	-	-	-	-	(123)	(27,725)	-	(10,262)	(38,110)
Issue of new shares under placing agreement	2,619	(1)	-	-	-	-	-	-	2,618
Release upon disposal of a subsidiary	-	-	(6)	-	-	-	-	6	-
Share award arrangement	-	-	-	-	-	-	659	-	659
Vesting of share held under the Share Award Plan	-	-	-	-	-	-	(659)	659	-
<b>At 30 June 2024 (Unaudited)</b>	<b>14,510</b>	<b>231,306</b>	<b>19,954</b>	<b>16,842</b>	<b>19,413</b>	<b>(208,476)</b>	<b>-</b>	<b>(92,302)</b>	<b>1,247</b>

\* These reserve accounts comprise the negative consolidated reserves of RMB27,440,000 (2024: RMB13,263,000) in the condensed consolidated statement of financial position.



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025 (Expressed in thousands of Renminbi)

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
<b>Operating activities</b>		
Cash used in operations	(1,763)	(10,091)
Interest portion of lease payments	(14)	(42)
Income tax paid	(4)	–
<b>Net cash used in operating activities</b>	<b>(1,781)</b>	<b>(10,133)</b>
<b>Investing activities</b>		
Interest received	1	955
Proceeds from disposal of property, plant and equipment	3	–
Purchases of property, plant and equipment	–	(59)
Repayment of loans from third parties	–	54
Repayment of loans from employees	–	600
Purchases of bank product investments	–	(3,800)
Proceeds from redemption of bank product investment	–	3,810
Proceeds from issue of new shares under placing agreement	–	2,618
Net cash inflow arising on disposal of subsidiaries	200	19,090
Capital contribution by equity holders	971	–
<b>Net cash generated from investing activities</b>	<b>1,175</b>	<b>23,268</b>
<b>Financing activities</b>		
Bank loans raised	–	5,000
Other borrowings raised	2,221	–
Repayment of bank loans	–	(18,500)
Principal portion of lease payments	(157)	(796)
Interest paid	–	(205)
<b>Net cash generated from (used in) financing activities</b>	<b>2,064</b>	<b>(14,501)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>1,458</b>	<b>(1,366)</b>
Cash and cash equivalents at beginning of the period	2,758	9,277
Effect on foreign exchange rate changes, net	(13)	(87)
<b>Cash and cash equivalents at end of the period</b>	<b>4,203</b>	<b>7,824</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 1. GENERAL INFORMATION

China Parenting Network Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 13 October 2014 as an exempted company with limited liability under the Companies Act of the Cayman Islands and its shares are listed in the Main Board of The Stock Exchange (the “Stock Exchange”). The address of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business in Hong Kong is Unit 2, 7/F, Royal Commercial Centre, No. 56 Parkes Street, Jordan, Kowloon, Hong Kong.

The principal activity of the Company is investment holding. The Company and its subsidiaries (collectively referred to as the “Group”) are principally engaged in (i) the provision of marketing and promotional services through the Group’s platform, including CI Web, mobile CI Web, Mobile Application Software (“APPS”) and IPTV APPs and (ii) sale of goods in the People Republic of China (the “PRC”). There has been no significant change in the Group’s principal activities during the period.

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

## 2.1 BASIS OF PREPARATION

The condensed consolidated financial statements for the six months ended 30 June 2025 have been prepared in accordance with the International Accounting Standards (“IAS”) 34 Interim Financial Reporting issued by the International Accounting Standards Board (the “IASB”). In addition, the condensed consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) and the Hong Kong Companies Ordinance.

The condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with those of the annual report for the year ended 31 December 2024.

The condensed consolidated financial statements have been prepared in accordance with the same accounting policies adopted in the annual report for the year ended 31 December 2024.

The consolidated results for the six months ended 30 June 2025 have not been audited by the Company’s auditors, but have been reviewed by the Company’s audit committee.

### Going concern basis

The Group incurred a net loss attributable to owners of the Company of approximately RMB21,925,000 for the six months ended 30 June 2025, and as at the same date, the Group’s current liabilities exceeded its current assets by approximately RMB27,035,000 and its total liabilities exceeded its total assets by approximately RMB12,930,000.

For the assessment of the going concern, the directors of the Company are of the opinion that the Group would be able to continue as a going concern as the Group has sufficient financial resources to support the operation of the Group in the foreseeable future, after taking into consideration of the following:

- (a) A shareholder of the Company has granted a loan facility to the Group and undertaken to provide adequate funds to enable the Group to meet its liabilities and to pay financial obligations to third parties as and when they fall due so that the Group can continue as a going concern and carry on its business without a significant curtailment of operations for the twelve months from the date of this report. Up to the date of this report, the loan facility has not been utilised under the arrangement;

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 2.1 BASIS OF PREPARATION (CONTINUED)

### Going concern basis (Continued)

- (b) The Group has approximately RMB23,465,000 of other borrowings which are repayable on demand or within one year and approximately RMB15,364,000 of relevant interest payables and extension fee payables included in other payables and accruals as at 30 June 2025, in which approximately RMB20,303,000 of other borrowings and approximately RMB13,908,000 of relevant interest payables and extension fee payables, totaling to approximately RMB34,211,000 are owed to two shareholders of the Company. Taking into account that most of these debts are owed to these two shareholders, and they had agreed to engage in negotiations for debt restructuring including, but not limited to, loan capitalisation, the directors of the Company believe that these two shareholders will not exercise their discretionary rights to demand immediate repayment of such debts. The directors of the Company are in the opinion that these two shareholders are willing to accept the debt restructuring proposed by the Group;
- (c) Pursuant to the debts mentioned in (b), the remaining other borrowings of approximately RMB3,162,000 and relevant interest payables and extension fee payables included in other payables and accruals of approximately RMB1,456,000 as at 30 June 2025, totaling to approximately RMB4,618,000 are owed to two independent lenders. Taking into account that these lenders agreed to engage in negotiations for debt restructuring including, but not limited to, loan capitalisation, the directors of the Company believe that these lenders will not exercise their discretionary rights to demand immediate repayment of such debts upon the maturity date. The directors of the Company are in the opinion that the lenders are willing to accept the debt restructuring proposed by the Group;
- (d) The directors of the Company will strengthen and implement measures aiming at improving the working capital and cash flows of the Group, including closely monitoring the general administrative expenses and operating cost; and
- (e) The Group will seek to obtain additional new financial support including but not limited to borrowing loans, issuing additional equity or debt securities.

In view of the above measures, the directors of the Company are of the opinion that the Group will have adequate funds to meet its liabilities as and when they fall due for at least twelve months from the date of this report.

## 2.2 CHANGES IN ACCOUNTING POLICIES

In the accounting period beginning from 1 January 2025, the Group has adopted, for the first time, the following amendments to IFRS Accounting Standards issued by the IASB that affect the Group and are adopted for the current period's consolidated financial statement:

Amendments to IAS 21

Lack of Exchangeability

The application of amendments to IFRS Accounting Standards in the current period had no material impact on the Group's financial position and performance for the current or prior periods have been presented in these unaudited condensed consolidated financial statements. The Group has not applied any other new standards or interpretations that are not yet effective for the current accounting period.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 3. REVENUE FROM CONTACTS WITH CUSTOMERS AND SEGMENTAL INFORMATION

### (a) Revenue from contacts with customers

The Group is principally engaged in the provision of marketing and promotional services through the Group's platform and sale of goods.

#### (i) Disaggregation of revenue

Revenue of the Group are all from contracts with customers within the scope of IFRS 15 Revenue from Contracts with Customers ("IFRS 15"). The amount of each significant category of revenue is as follows:

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Marketing and promotional services	9,098	14,179
Sale of goods	377	2,360
	9,475	16,539

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

Contracts with provision of marketing and promotional services customers always have an original expected duration of less than one year. And contracts with individual customers for sales of goods are always satisfied within one month.

The Group has applied the practical expedient in paragraph 121 of IFRS 15 and therefore the information about remaining performance obligations is not disclosed for contracts that have an original expected duration of one year or less.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 3. REVENUE FROM CONTACTS WITH CUSTOMERS AND SEGMENTAL INFORMATION (CONTINUED)

### (b) Segment information

The Group determines its operating segments based on internal reports reviewed by the chief operating decision makers, which are the executive directors of the Company, for the purpose of allocating resources to the segments and to assess their performance.

The Group's reportable and operating segments have been identified as follows:

- (i) Marketing and promotional services; and
- (ii) Sale of goods

The amount of each significant category of revenue recognised during the reporting period is as follows:

	For the six months ended 30 June 2025		
	Marketing and promotional services (Unaudited) RMB'000	Sales of goods (Unaudited) RMB'000	Total (Unaudited) RMB'000
<b>Disaggregated by timing of revenue recognition</b>			
Over time	9,098	–	9,098
Point in time	–	377	377
Segment revenue	9,098	377	9,475
Segment results	2,572	114	2,686
	For the six months ended 30 June 2024		
	Marketing and promotional services (Unaudited) RMB'000	Sales of goods (Unaudited) RMB'000	Total (Unaudited) RMB'000
<b>Disaggregated by timing of revenue recognition</b>			
Over time	14,179	–	14,179
Point in time	–	2,360	2,360
Segment revenue	14,179	2,360	16,539
Segment results	1,592	7	1,599

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 3. REVENUE FROM CONTACTS WITH CUSTOMERS AND SEGMENTAL INFORMATION (CONTINUED)

### (b) Segment information (Continued)

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
<b>Segment results</b>	<b>2,686</b>	1,599
<b>Unallocated</b>		
Other income, gains and losses	(7,962)	6,326
Selling and distribution expenses	(2,688)	(6,507)
Administrative expenses	(7,717)	(7,163)
Research and development costs	(2,774)	(2,057)
Reversal of (impairment loss) on financial and contract assets, net	218	(1)
Fair value changes of financial asset at FVTPL	(325)	389
Finance costs	(2,917)	(2,848)
<b>Loss before tax</b>	<b>(21,479)</b>	(10,262)

Segment results during the period represents the gross profit of each segment without allocation of other income, gains and losses, selling and distribution expenses, administrative expenses, research and development costs, reversal of (impairment loss) on financial and contract assets, net, fair value changes of financial asset at FVTPL and finance costs. This is the measure reported to the Group's chief operating decision makers, for the purposes of resource allocation and performance assessment.

#### Segment assets and liabilities

No segment assets and segment liabilities and other segment information are presented as such amounts are not reviewed by the Group's chief operating decision makers for the purpose of resource allocation and performance assessment or otherwise regularly provided to the Group's chief operating decision makers.

#### Geographical information

During the period, the Group operated within one geographical segment because substantially all of its revenue was generated in the PRC and all of its long-term assets/capital expenditure were located/incurred in the PRC. Accordingly, no geographical information is presented.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 4. OTHER INCOME, GAINS AND LOSSES

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Bank interest income	1	12
Foreign exchange loss, net	(4)	–
Government grants (note)	–	860
(Loss) gain on disposal of subsidiaries	(8,551)	4,858
Loss on disposal of property, plant and equipment	(107)	–
Other interest income	357	580
Sundry income	342	16
	<b>(7,962)</b>	<b>6,326</b>

Note: Government grants were received from the government of the PRC mainly to encourage the Group's efforts on development and innovation. There are no unfulfilled or contingencies relating to the grants.

## 5. LOSS BEFORE TAX

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

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Cost of inventories sold	263	2,353
Cost of services provided	6,526	12,587
Depreciation of property, plant and equipment	7	20
Depreciation of right-of-use assets	160	783
Research and development costs:		
Current period expenditure	2,774	2,057
Employee benefit expense (excluding directors' and chief executive's remuneration):		
Wages and salaries	874	3,445
Share-based payment expenses	–	659
Pension scheme contributions (defined contribution scheme)	123	289
(Reversal of) impairment loss on financial and contract assets, net:		
— Trade receivables	(38)	(15)
— Contract assets	(159)	(12)
— Financial assets included in prepayments, deposits and other receivables	(21)	28
Fair value changes of financial asset at FVTPL	325	(389)

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 6. FINANCE COSTS

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Interest on bank loan	–	205
Interest on other borrowings	2,903	2,601
Interest on lease liabilities	14	42
	<b>2,917</b>	<b>2,848</b>

## 7. INCOME TAX EXPENSE

The Group is subject to income tax on an entity basis on assessable profit arising in or derived from the jurisdictions in which members of the Group are domiciled and operated.

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands and accordingly is not subject to income tax.

Hong Kong Profits Tax is calculated at 16.5% on the estimated assessable profit for the six months ended 30 June 2025 and 2024.

Under the relevant income tax law, the subsidiaries in the PRC are subject to income tax at a statutory rate of 25% on their respective taxable income.

The income tax expense of the Group is analysed as follows:

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
<b>Current tax</b>		
— PRC Enterprise income tax	<b>446</b>	–

## 8. DIVIDEND

The Board does not recommend the payment of any interim dividend for the six months ended 30 June 2025 and 2024.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 9. LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

The calculation of the basic loss per share is based on the loss attributable to owners of the Company and the weighted average number of ordinary shares in issue during the six months ended 30 June 2025 and 2024.

There were no potential ordinary shares in issue during the six months ended 30 June 2025 and 2024, and therefore the diluted loss per share is same as the basic loss per share.

Comparative figures for the weighted average number of ordinary shares for the purpose of basic loss per share has been adjusted for the share consolidation completed on 13 May 2025.

The calculations of basic and diluted loss per share are based on:

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
<b>Loss</b>		
Loss attributable to owners of the Company	(21,925)	(10,262)
	For the six months ended 30 June	
	2025 (Unaudited) '000	2024 (Unaudited) '000 (Restated)
<b>Number of shares</b>		
Weighted average number of ordinary shares	43,208	37,797
	For the six months ended 30 June	
	2025 (Unaudited) RMB cents	2024 (Unaudited) RMB cents (Restated)
Loss per share attributable to owners of the Company — Basic and diluted	(50.74)	(27.15)

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2025, the Group had not acquired assets (six months ended 30 June 2024: acquired assets with a cost of approximately RMB59,000).

Assets with a net book value of RMB110,000 were disposed of by the Group during the six months ended 30 June 2025 (six months ended 30 June 2024: Nil), resulting in a net loss on disposal of RMB107,000 (six months ended 30 June 2024: Nil).

## 11. OTHER FINANCIAL ASSETS

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
<b>Financial assets designated at FVTOCI:</b>		
— Unlisted equity securities	—	844
<b>Financial asset at FVTPL:</b>		
— Unlisted equity securities	5,263	5,671
	5,263	6,515
Analysed into:		
— Non-current portion	—	844
— Current portion	5,263	5,671
	5,263	6,515

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 12. TRADE RECEIVABLES

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Trade receivables	5,921	19,102
Less: Impairment allowance	(14)	(59)
	5,907	19,043

The Group's trading terms with its customers are mainly on credit. The credit period is generally 90 to 180 days after date of invoices, depending on contracts with individual customers.

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

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Within 3 months	3,056	18,080
3 to 6 months	549	344
6 months to 1 year	2,302	22
1 to 2 years	–	597
	5,907	19,043

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 13. CONTRACT ASSETS

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Contract assets arising from marketing and promotional services	4,147	360
Less: Impairment allowance	(9)	(319)
	4,138	41

Contract assets are initially recognised for revenue earned from the marketing and promotional services as the receipt of consideration is conditional on successful completion of services. Included in contract assets for marketing and promotional services are retention receivables. Upon completion of services and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

During the six months ended 30 June 2025, impairment loss of approximately RMB159,000 (six months ended 30 June 2024: RMB12,000) were reversed for expected credit losses on contract assets.

The expected timing of recovery or settlement for contract assets as at the end of the reporting period is as follows:

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Within 1 year	4,138	41

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 14. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Advance payment to suppliers	91	280
Prepayments	–	17
Deposits	317	467
Other receivables (note)	16,753	23,512
Loans to third parties	–	361
	17,161	24,637
Less: Impairment allowance	(2,628)	(9,104)
	14,533	15,533
Analysed into:		
— Non-current portion	13,777	13,551
— Current portion	756	1,982
	14,533	15,533

Note: Included in other receivables of approximately RMB16,405,000 (31 December 2024: RMB16,048,000) was a loan receivable, comprised of the outstanding principal of RMB12,000,000 (31 December 2024: RMB12,000,000) and its accumulated interest receivables of approximately RMB4,405,000 (31 December 2024: RMB4,048,000) due from a third party, namely Nanjing Qianyu Information Technology Company Limited\* (南京千魚信息技術有限公司), with interest rate at 6.0% per annum and repayable within two years (31 December 2024: with interest rate at 6.0% per annum and repayable within two years). Impairment allowance of approximately RMB2,628,000 (31 December 2024: RMB2,662,000) was recognised as at 30 June 2025.

## 15. CASH AND CASH EQUIVALENTS

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Cash and bank balances	4,203	2,758

At the end of the reporting period, the cash and bank balances of the Group denominated in RMB amounted to approximately RMB3,616,000 (31 December 2024: RMB1,980,000). The RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 16. TRADE PAYABLES

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

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Within 1 month	6,007	7,523
1 to 3 months	2	–
Over 3 months	37	–
	6,046	7,523

As at 30 June 2025 and 31 December 2024, the trade payables are non-interest-bearing and normally settled within 30 days.

## 17. OTHER PAYABLES AND ACCRUALS

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Other payables and accruals (note)	16,099	14,216
Receipt in advance	6	63
Other tax payables	525	918
Employee related payables	343	321
	16,973	15,518

As at 30 June 2025 and 31 December 2024, the other payables are non-interest-bearing and repayable on demand.

Note: Included in other payables and accruals were the interest payables and extension fee payables of approximately RMB15,364,000 as at 30 June 2025 (31 December 2024: RMB12,472,000).

## 18. BORROWINGS

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Other borrowings	23,465	21,545

The other borrowings are unsecured and repayable within one year or on demand, which carry interest rates ranging from 9% to 36% (31 December 2024: 9% to 26%) per annum.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 19. SHARE CAPITAL

	30 June 2025			31 December 2024		
	Number of shares '000	HK\$'000	Equivalent to RMB'000	Number of shares '000	HK\$'000	Equivalent to RMB'000
Ordinary shares of HK\$0.40 each (31 December 2024: HK\$0.05 each)						
<b>Authorised:</b>						
At beginning of period/year	2,000,000	100,000		2,000,000	100,000	
Share consolidation (note a)	(1,750,000)	-		-	-	
<b>At end of period/year</b>	<b>250,000</b>	<b>100,000</b>		<b>2,000,000</b>	<b>100,000</b>	
<b>Issued and fully paid:</b>						
At beginning of period/year	345,662	17,283	14,510	288,052	14,402	11,891
Issue of new shares under placing agreement (note b)	-	-	-	57,610	2,881	2,619
Share consolidation (note a)	(302,454)	-	-	-	-	-
<b>At end of period/year</b>	<b>43,208</b>	<b>17,283</b>	<b>14,510</b>	<b>345,662</b>	<b>17,283</b>	<b>14,510</b>

Notes:

- (a) Pursuant to an ordinary resolution passed by shareholders at the extraordinary general meeting held on 9 May 2025, every eight issued and unissued ordinary shares with a par value of HK\$0.05 each in the authorised and issued share capital of the Company be consolidated into one ordinary share with a par value of HK\$0.40 each, which became effective on 13 May 2025 ("Share Consolidation"). Details of the share consolidation are disclosed in the Company's announcements dated 26 March 2025 and 9 May 2025, and circular dated 23 April 2025 respectively.
- (b) On 26 April 2024, the Company and the placing agent entered into a placing agreement pursuant to which the Company has conditionally agreed to place through the placing agent, up to an aggregate of 57,610,390 placing shares at a price of HK\$0.0503 per placing shares (the "Placing"). The Placing has been completed on 17 May 2024. The net proceeds from the Placing amounted to approximately HK\$2.9 million. Details of which are set out in the Company's announcement dated 17 May 2024.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 20. CONTINGENT LIABILITIES

As at the end of the reporting period, neither the Group nor the Company had any significant contingent liabilities.

## 21. DISPOSAL OF SUBSIDIARIES

On 1 April 2025, the Group completed the disposal of its entire interests in Xibai (Nanjing) Information Technology Company Limited ("Nanjing Xibai") and Nanjing Xinchuang Micro Electromechanical Technology Company Limited ("Nanjing Xinchuang") for consideration of RMB500,000 to an independent third party.

The respective amounts of assets and liabilities relating to Nanjing Xibai and Nanjing Xinchuang disposed of on the relevant dates of disposal were as follows:

	RMB'000
<b>Analysis of assets and liabilities over which control was lost:</b>	
Property, plant and equipment	16
Right-of-use assets	668
Other financial assets	1,018
Trade receivables	281
Prepayments, deposits and other receivables	1,364
Trade payables	(400)
Other payables and accruals	(1,409)
Lease liabilities	(681)
Tax payables	(4,816)
Net liabilities disposed of	(3,959)
<b>Loss on disposal of subsidiaries:</b>	
Consideration received	200
Consideration receivable	300
Net liabilities disposed of	3,959
Reclassification of exchange fluctuation reserve	(13,010)
	(8,551)
<b>Net cash inflow arising on disposal:</b>	
Cash consideration received	200
Consideration receivable	300
Less: cash and cash equivalents disposed of	—
	500



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 22. RELATED PARTY TRANSACTIONS

- (a) Material transactions with related parties:

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Interest on other borrowings to shareholders	2,415	4,395

- (b) Balances with related parties:

	30 June 2025 (Unaudited) RMB'000	31 December 2024 (Audited) RMB'000
Other borrowings due to shareholders	20,303	18,369
Other payables due to shareholders	13,908	11,547

- (c) Compensation of key management personnel of the Group:

	For the six months ended 30 June	
	2025 (Unaudited) RMB'000	2024 (Unaudited) RMB'000
Salaries, allowances and benefits in kind	862	990
Pension scheme contributions	48	66
	910	1,056

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 23. FINANCIAL INSTRUMENTS BY CATEGORY

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

### As at 30 June 2025

#### Financial assets

	Financial assets at amortised cost RMB'000	Financial assets at FVTPL RMB'000	Total RMB'000
Other financial assets	–	5,263	5,263
Trade receivables	5,907	–	5,907
Financial assets included in prepayments, deposits and other receivables	14,442	–	14,442
Cash and cash equivalents	4,203	–	4,203
	24,552	5,263	29,815

#### Financial liabilities

	Financial liabilities at amortised cost RMB'000
Trade payables	6,046
Financial liabilities included in other payables and accruals	16,099
Borrowings	23,465
Lease liabilities	839
	46,449

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 23. FINANCIAL INSTRUMENTS BY CATEGORY (CONTINUED)

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

### As at 31 December 2024

#### Financial assets

	Financial assets at amortised cost RMB'000	Financial assets at FVTPL RMB'000	Financial assets designated at FVTOCI RMB'000	Total RMB'000
Other financial assets	–	5,671	844	6,515
Trade receivables	19,043	–	–	19,043
Financial assets included in prepayments, deposits and other receivables	14,151	–	–	14,151
Cash and cash equivalents	2,758	–	–	2,758
	35,952	5,671	844	42,467

#### Financial liabilities

	Financial liabilities at amortised cost RMB'000
Trade payables	7,523
Financial liabilities included in other payables and accruals	14,216
Borrowings	21,545
Lease liabilities	765
	44,049

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

### (a) Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in IFRS 13 Fair Value Measurement.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance manager reports directly to the chief financial officer and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

Information about the valuation techniques and key inputs used in determining the fair value of the financial assets are disclosed below as at the end of the reporting period:

Financial instruments	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)
	30 June 2025 RMB'000	31 December 2024 RMB'000		
<b>Financial assets at FVTPL</b>				
Unlisted equity securities	5,263	5,671	Level 3	Asset-based approach with reference to the adjusted net asset values
<b>Financial assets designated at FVTOCI</b>				
Unlisted equity securities	—	844	Level 3	Asset-based approach with reference to the adjusted net asset values

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in thousands of Renminbi)

## 24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (CONTINUED)

### (b) Reconciliation of Level 3 fair value measurements

	Financial assets at FVTPL		Financial assets designated at FVTOCI	Total
	Unlisted equity securities RMB'000	Convertible loans to third parties RMB'000	Unlisted equity securities RMB'000	RMB'000
At 1 January 2024 (Audited)	5,549	3,827	40,300	49,676
Loan interest receivable	–	755	–	755
Exchange realignment	122	–	–	122
Disposal	–	–	(150)	(150)
Changes in fair value recognised in profit and loss	–	(3,141)	–	(3,141)
Changes in fair value recognised in other comprehensive income	–	–	(39,306)	(39,306)
Reclassified from prepayments, deposits and other receivables	–	14,608	–	14,608
Reclassified to prepayments, deposits and other receivables	–	(16,049)	–	(16,049)
At 31 December 2024 (Audited)	5,671	–	844	6,515
At 1 January 2025 (Audited)	<b>5,671</b>	–	<b>844</b>	<b>6,515</b>
Exchange realignment	<b>(83)</b>	–	–	<b>(83)</b>
Changes in fair value recognised in profit and loss	<b>(325)</b>	–	–	<b>(325)</b>
Changes in fair value recognised in other comprehensive income	–	–	<b>174</b>	<b>174</b>
Disposal of subsidiaries	–	–	<b>(1,018)</b>	<b>(1,018)</b>
At 30 June 2025 (Unaudited)	<b>5,263</b>	–	–	<b>5,263</b>

The Group did not have any financial liabilities measured at fair value as at 30 June 2025 and 31 December 2024.

During the six months ended 30 June 2025 and year ended 31 December 2024, there were no transfers of fair value measurements between Level 1 and Level 2, and no transfers into or out of Level 3 for both financial assets and financial liabilities.

## 25. EVENTS AFTER THE REPORTING PERIOD

Pursuant to the announcement of the Company dated 1 August 2025, the capital reduction has been confirmed by the Grand Court of the Cayman Islands and all the other conditions precedent for the implementation of the capital reduction and the sub-division have been fulfilled. The effective date of the capital reduction and the share sub-division would be 4 August 2025, details of which are set out in the Company's announcement dated 1 August 2025.