

2023
ANNUAL REPORT
年報



MOBI 摩比

MOBI Development Co., Ltd.
摩比發展有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：947

Corporate Profile

公司簡介

MOBI Development Co., Ltd. (the "Company") was incorporated in the Cayman Islands as an exempted company with limited liability on 16 December 2002. The shares of the Company were listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 17 December 2009 (Stock Code: 947).

We operate through our subsidiaries MOBI Antenna Technologies (Shenzhen) Co., Ltd. ("MOBI Shenzhen"), MOBI Telecommunications Technologies (Ji'an) Co., Ltd. ("MOBI Jian"), MOBI Technologies (Xi'an) Co., Ltd. ("MOBI Xian"), MOBI Technology (Hong Kong) Limited ("MOBI HK"), MOBI Technology (Shenzhen) Co., Ltd. ("MOBI Technology"), Shenzhen MOBI Shiye Development Co., Ltd., Xi'an Shengrong Communication Technologies Co., Ltd., Shenzhen Shengyuzhahui Network Technology Co., Ltd., Ji'an Jinshengjing Technology Co., Ltd., Shenzhen MOBI Network Communication Co., Ltd. and Xi'an MOBI Antenna Technologies Engineering Co., Ltd..

We are one of the few one-stop providers of wireless communication antennas and base station Radio Frequency ("RF") subsystems in China. Our business consists of the design, manufacture, marketing and sale of antennas, base station RF subsystem and solutions that are the required components of mobile communication coverage systems, including, wireless access systems (WiFi and PHS), 2G (GSM and CDMA), 3G (TD-SCDMA, CDMA 2000, W-CDMA and WiMax), 4G (TD-LTE and FDD-LTE), 5G, MIMO Antenna, satellite communication and microwave transmission networks. We sell our products to network operators in China and overseas directly for deployment into the networks they are constructing and operating. We also sell our products to some of the world's leading wireless network solution providers who incorporate our products into their wireless coverage solutions, such as their proprietary base stations, which they then sell to network operators worldwide.

We are committed to providing quality and sophisticated products and building long term relationships with our customers.

摩比發展有限公司(「本公司」)於2002年12月16日在開曼群島註冊成立為獲豁免有限責任公司。本公司股份於2009年12月17日在香港聯合交易所有限公司(「聯交所」)上市(股份代號：947)。

本公司透過子公司摩比天線技術(深圳)有限公司(「摩比深圳」)、摩比通訊技術(吉安)有限公司(「摩比吉安」)、摩比科技(西安)有限公司(「摩比西安」)、摩比科技(香港)有限公司(「摩比香港」)、摩比科技(深圳)有限公司(「摩比科技」)、深圳市摩比實業發展有限公司、西安晟容通信技術有限公司、深圳市晟煜智慧網絡科技有限公司、吉安市金晟景科技有限公司、深圳市摩比網絡通信有限公司及西安摩比天線技術工程有限公司經營業務。

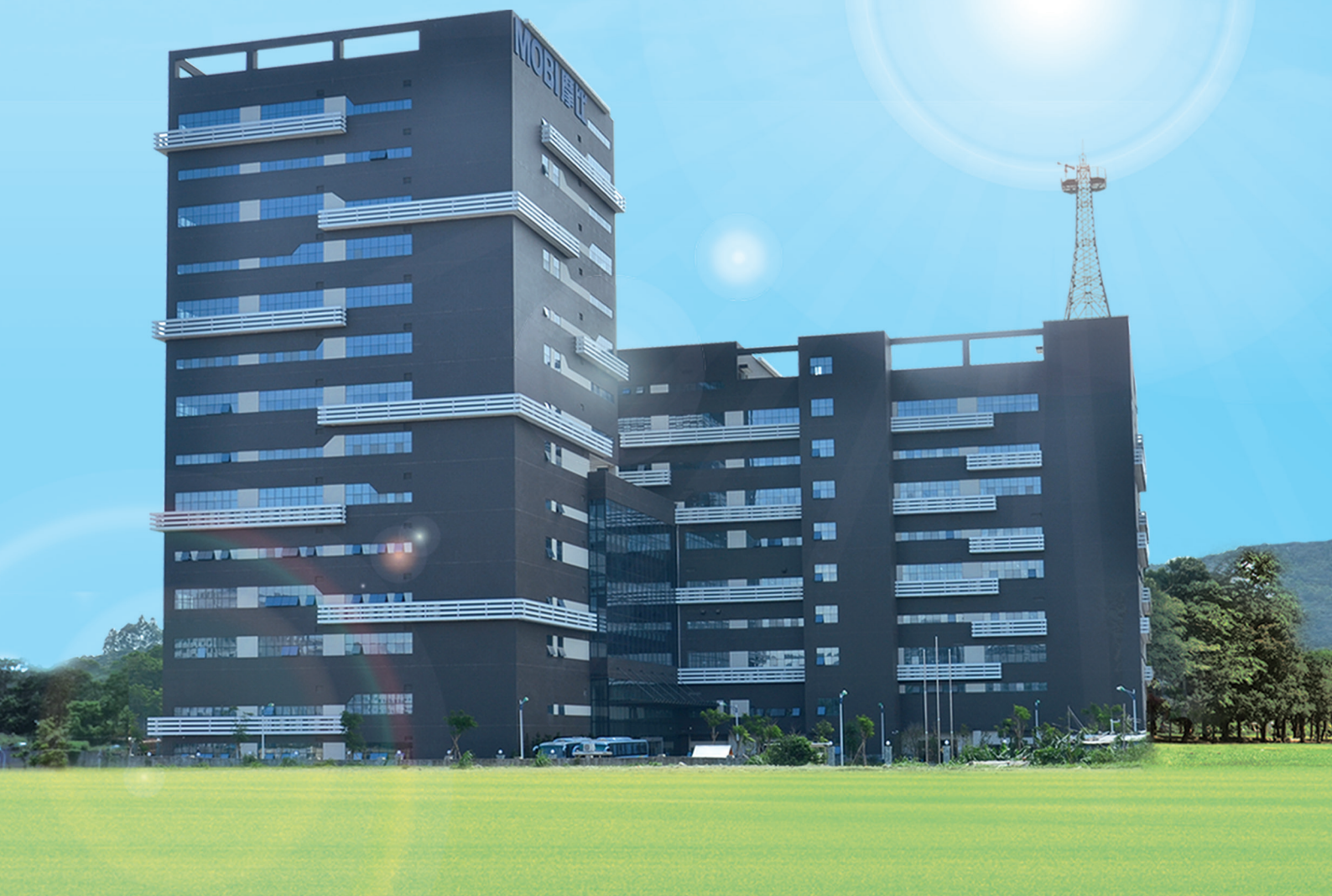
本公司為中國少數的一站式無線通信天線及基站射頻(「射頻」)子系統供應商之一。本公司的業務包括設計、製造、營銷和銷售天線、基站射頻子系統與解決方案，該等產品是移動通信覆蓋系統的必需部件，包括無線接入系統(WiFi和PHS)、2G(GSM及CDMA)、3G(TD-SCDMA、CDMA 2000、W-CDMA和WiMax)、4G(TD-LTE和FDD-LTE)、5G、MIMO天線、衛星通信網絡及微波傳輸網絡。本公司直接向中國和海外的網絡運營商銷售產品，以供配置於其構建及經營的網絡。我們亦向若干全球領先的無線網絡方案供應商銷售產品，而後者將本公司產品整合於其無線覆蓋方案(如其專有基站)中，繼而銷售予世界各地的網絡運營商。

本公司致力提供高質量的先進產品並與客戶建立長期的關係。

CONTENTS

目錄

CORPORATE INFORMATION	公司資料	2
FINANCIAL HIGHLIGHTS	財務概要	4
CHAIRMAN'S STATEMENT	主席報告書	6
MANAGEMENT DISCUSSION AND ANALYSIS	管理層討論及分析	12
CORPORATE GOVERNANCE REPORT	企業管治報告	40
ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT	環境、社會及管治報告	55
DIRECTORS AND SENIOR MANAGEMENT	董事及高級管理層	106
REPORT OF THE DIRECTORS	董事會報告	113
INDEPENDENT AUDITOR'S REPORT	獨立核數師報告	127
FINANCIAL STATEMENTS	財務報表	138



Corporate Information

公司資料

REGISTERED OFFICE

P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

7 Langshan First Road, Science and Technology Park, Nanshan District, Shenzhen, Guangdong Province, PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit A, 25/F, One Island South, 2 Heung Yip Road, Wong Chuk Hang, Hong Kong

BOARD OF DIRECTORS

Executive Directors

Hu Xiang (*Chairman*)

Zhou Lingbo (Note 1)

Ye Rong (Note 2)

Non-executive Director

Qu Deqian

Independent non-executive Directors

Li Tianshu

Zhang Han

Ge Xiaojing

COMPANY SECRETARY

Lau Wing

AUTHORISED REPRESENTATIVES

Hu Xiang

Lau Wing

註冊辦事處

P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands

中國總部及主要營業地址

中國廣東省深圳市南山區科技園朗山一路7號

香港主要營業地址

香港黃竹坑香葉道2號 One Island South 25樓A室

董事會

執行董事

胡翔 (*主席*)

周凌波 (附註1)

葉榮 (附註2)

非執行董事

屈德乾

獨立非執行董事

李天舒

張涵

葛曉菁

公司秘書

劉榮

授權代表

胡翔

劉榮

Note 1: On 21 June, 2023, the board of directors approved the appointment of Ms. Zhou Lingbo as executive director with effect from 21 June, 2023.

Note 2: On 21 June, 2023, the Board of Directors approved the appointment of Mr. Ye Rong as executive director with effect from 21 June, 2023.

附註1：2023年6月21日，董事會批准委任周凌波女士為執行董事，自2023年6月21日生效。

附註2：2023年6月21日，董事會批准委任葉榮先生為執行董事，自2023年6月21日生效。

AUDIT COMMITTEE

Zhang Han (*Chairman*)
Li Tianshu
Ge Xiaojing

REMUNERATION COMMITTEE

Li Tianshu (*Chairman*)
Zhang Han
Ge Xiaojing
Qu Deqian

NOMINATION COMMITTEE

Hu Xiang (*Chairman*)
Li Tianshu
Zhang Han
Ge Xiaojing
Qu Deqian

HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai,
Hong Kong

PRINCIPAL BANKER

Bank of China
No. 442 Renmin North Road, Longhua District, Shenzhen, Guangdong Province, China

AUDITORS

Deloitte Touche Tohmatsu
Registered Public Interest Entity Auditors

WEBSITE ADDRESS

<http://www.mobi-antenna.com>

CONTACT INFORMATION FOR INVESTOR RELATIONS

Telephone: 86-755-27150701 (ext 390)
Chen Zhaotong
Email: ir@mobi-antenna.com

STOCK CODE

The Stock Exchange of Hong Kong Limited: 947

審核委員會

張涵(主席)
李天舒
葛曉菁

薪酬委員會

李天舒(主席)
張涵
葛曉菁
屈德乾

提名委員會

胡翔(主席)
李天舒
張涵
葛曉菁
屈德乾

香港股份過戶登記處

香港中央證券登記有限公司
香港灣仔皇后大道東183號合和中心17樓
1712至1716號舖

主要往來銀行

中國銀行
中國廣東省深圳市龍華區人民北路442號

核數師

德勤•關黃陳方會計師行
註冊公眾利益實體核數師

網站

<http://www.mobi-antenna.com>

投資者關係聯絡資料

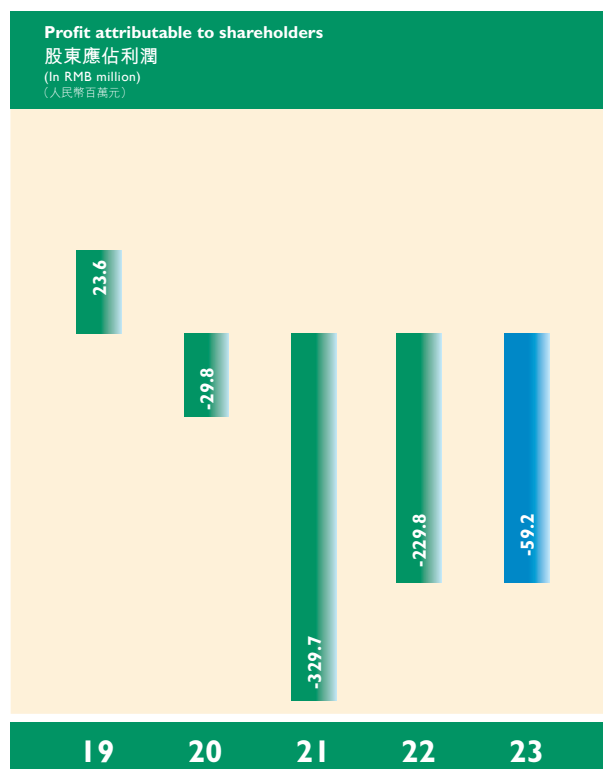
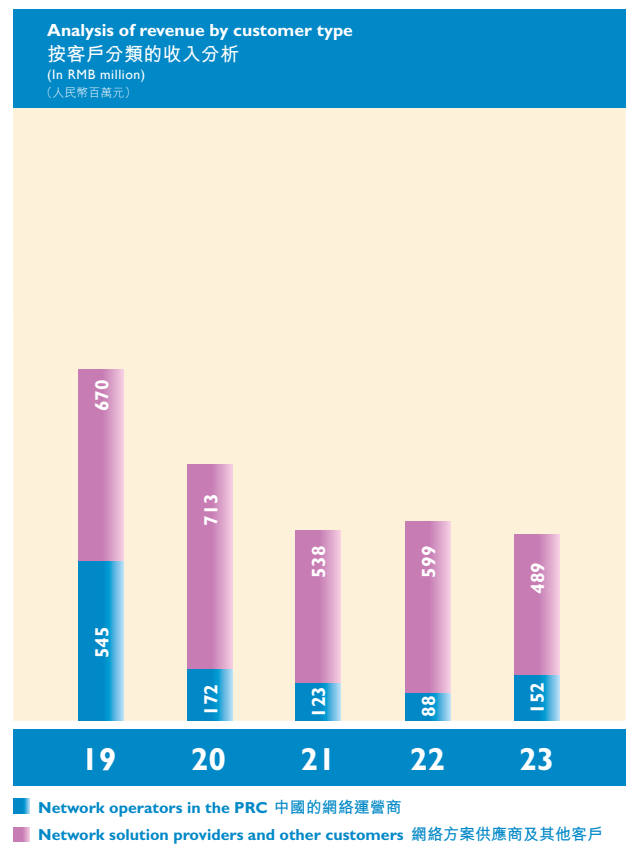
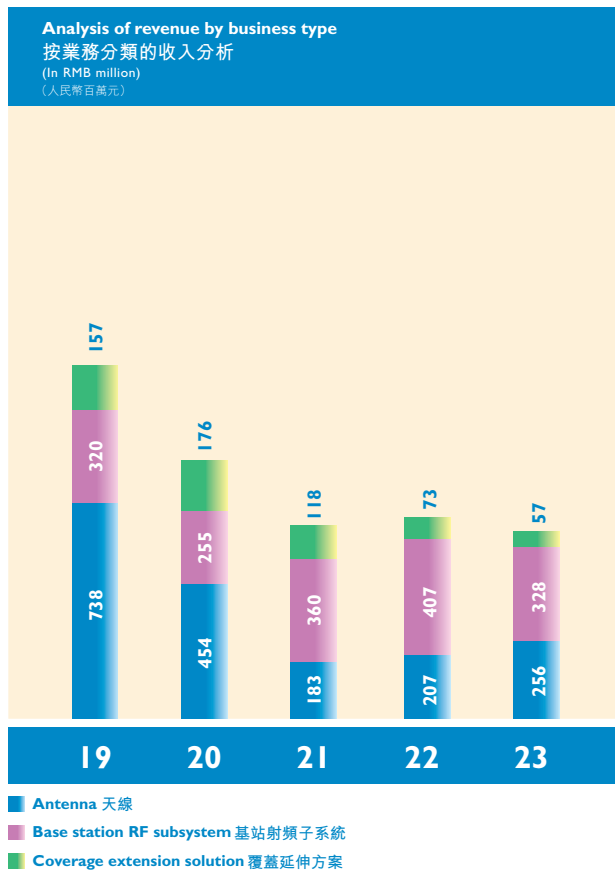
電話：86-755-27150701 (分機號390)
陳昭彤
電郵：ir@mobi-antenna.com

股份代號

香港聯合交易所有限公司：947

Financial Highlights

財務概要



Financial Highlights

財務概要

KEY FINANCIAL FIGURES

(All amounts are expressed in RMB' million unless otherwise stated)

主要財務數據

(除另有說明外，所有金額均以人民幣百萬元呈列)

		2023 2023年	2022 2022年
Revenue	收入	640.8	687.0
Gross profit	毛利	96.3	106.8
(Loss) before taxation	稅前(虧損)	(52.8)	(222.1)
Net (loss) attributable to shareholders	股東應佔淨(虧損)	(59.2)	(229.8)
Total assets	總資產	1,247.7	1,310.2
Net current assets	流動資產淨額	153.1	186.3
Net assets attributable to shareholders	股東應佔資產淨額	504.6	565.0
Inventories turnover days	存貨周轉天數	111	124
A/R turnover days	應收賬款周轉天數	203	222
A/P turnover days	應付賬款周轉天數	387	349
Current ratio	流動比率	1.21	1.25
Gearing	資本負債比率	7.6%	2.9%
No. of issued shares, million shares	已發行股份數目(百萬股)	809.2	815.2
Net assets value per share, RMB	每股資產淨值(人民幣元)	0.62	0.69
Basic (loss) per share, RMB cents	每股基本(虧損)(人民幣分)	(7.28)	(28.08)
Return on average equity	平均股本回報	-11.07%	-33.77%

Chairman's Statement

主席報告書



DEAR SHAREHOLDERS,

On behalf of the Board of Directors of MOBI Development Co., Ltd., I am pleased to present to the shareholders the business development of the Company and its subsidiaries (the "Company") for the year ended 31 December 2023 (the "Year").

In the past year of 2023, the Group encountered various severe challenges: the increasing downward pressure on the economy, the tense and volatile international situation, and the intensified market competition. Based on years of accumulation of customers and products, the Group was united as one to tackle the difficulties. The Group's operation remained basically stable in 2023. Among them, for operator customers, the Group continued to receive R&D projects and market orders on 4G and 5G from domestic and overseas customers. In particular, driven by the implementation of the bid-winning centralized procurement projects of major domestic operators at an earlier time, the shipment of antenna products continued to rise. For equipment manufacturer customers, the Group continued to maintain its position as a key supplier of major equipment manufacturer

尊敬的各位股東：

我謹代表摩比發展有限公司欣然向各位股東報告摩比發展有限公司及其附屬公司（「本公司」）截至2023年12月31日止年度（「本年度」）的業務發展狀況。

剛剛過去的2023年，本集團遇到各種嚴峻挑戰，經濟下行壓力持續加大，國際局勢緊張多變，市場競爭加劇……基於多年的客戶與產品積累，團隊上下萬眾一心，迎難而上，本集團的經營情況在2023年基本保持穩定。其中，運營商客戶方面，本集團持續接到國內和海外客戶包括4G及5G的研發專案和市場訂單。尤其受到此前國內主要運營商集採中標項目落地的拉動，天線產品出貨不斷攀升。設備商客戶方面，本集團繼續保持主要設備商客戶的主力供應商地位，穩定中標濾

customers, steadily won bids for projects such as filters and combiners, and achieved large-scale shipments. While focusing on the external market, internally, the Group also actively took measures to explore the ultimate cost and continuously optimized the expense structure to improve the overall operating efficiency of the Company. We have achieved remarkable results over the years and have seen improvement on net profit. However, as the revenue from certain centralized procurement projects of domestic operators will be recognized in 2024 and beyond, and the production layout of major international equipment manufacturer customers changed in 2023, plus it took a ramp-up process after the new plant was put into operation, it resulted in a decline in overall delivery, which comprehensively affected the overall sales revenue in 2023.

In the future, the Group will continue to adhere to the three strategic directions of market driving, technology research and development and cost improvement. Externally, the Group will continue to consolidate its customer relationship and focus on customer needs in order to consolidate the business segments of antennas and base station radio frequency sub-systems, and continuously seek valuable market opportunities in new business areas so as to create a second growth curve. Internally, the Group will continue to improve the conversion rate of R&D projects and internal operation efficiency, achieve the same frequency resonance with customer needs through technological innovation, and actively promote the optimization and improvement of the cost and expense structure in order to comprehensively enhance the core competitiveness. The Group believes that with its product technology and brand advantages, it will take up more market share in the future, and the exploration of new businesses and new fields will also become a new performance growth point for the Group.

OPERATING RESULTS

In 2023, the Company's operating revenue was approximately RMB640.85 million, representing a year-on-year decrease of approximately 6.7%; net loss was approximately RMB59.20 million, representing a year-on-year decrease of approximately 74.2%; basic loss per share was approximately RMB0.07.

BUSINESS DEVELOPMENT

In 2023, the cooperation between the Group and major domestic telecommunication operators and equipment manufacturers were continuously strengthened and deepened. Sales in the domestic market showed significant growth compared to 2022. Among them, for domestic operator customers, while the Group maintained the orders fulfillment scale of the bid-winning projects, we actively participated in the research and development and

波器、合路器等專案，並實現規模發貨。緊抓外部市場的同時，集團內部亦積極採取措施探索極限成本，不斷優化費用結構以提升公司整體運營效率，持續多年成效顯著，淨利潤已有明顯改善。但是由於對部分國內運營商集採項目的收入將於2024年及之後確認，以及主要國際設備商客戶生產佈局在2023年發生變化，新的工廠投產需要爬坡的過程，使得整體交付下降，綜合影響了2023年整體銷售收入。

未來，本集團將繼續堅持市場驅動、技術研發及成本費用改善三大戰略方向。對外持續鞏固客戶關係，以客戶需求為中心，夯實天線及基站射頻子系統的業務板塊，並繼續在新業務領域尋找有價值的市場機會，打造第二增長曲線。對內不斷提升研發立項轉化率及內部運營效率，通過技術創新與客戶需求實現同頻共振，積極推行成本及費用結構的優化改善，全面提升核心競爭力。本集團相信，憑藉產品技術與品牌優勢，將在未來市場中佔據更多份額，而新業務、新領域的探索也將成為本集團新的業績增長點。

經營業績

2023年，本公司實現營業收入約人民幣6.4085億元，同比減少約6.7%；實現淨虧損約人民幣5,920萬元，同比減少約74.2%；基本每股虧損約人民幣0.07元。

業務發展

2023年，本集團與國內主要電信運營商及設備商的合作界面不斷加深加強，國內市場銷售額較2022年呈現顯著增長。其中，國內運營商客戶方面，本集團在保持已中標項目的訂單交付規模穩定落地的同時，積極參與

Chairman's Statement

主席報告書

bidding of various projects of major operators. For domestic equipment manufacturers, the Group continuously maintained its position as a leading supplier of major domestic equipment manufacturers. Cooperation in businesses such as antenna and RF were deepened. The Group continuously cooperated with them on new product series and continued to update and iterate technology to meet the relevant needs of the customers. The scale of order fulfillment remained stable. With the advancement of the domestic 5G network construction, major domestic equipment manufacturers will still take up significant market share. It is believed that leveraging the Group's close strategic partnership with domestic equipment manufacturers, we will gain more prominent market advantages in the future.

Globally, the business of international operators was affected by factors such as geopolitics, economic cycle uncertainty and regional changes in business divisions. Meanwhile, the production layout of major international equipment manufacturer customers changed. Compared with the previous production progress, the current production progress still needs some time for recovery, and the order fulfillment has also been affected to a certain extent. However, international development is an important strategy that the Group has always adhered to. At present, the capital expenditure of global operators is still showing cyclical changes and the Group has maintained strategic cooperation relationships with major international equipment manufacturer customers. With the advancement of international mobile network construction and the gradual recovery of production bases of international equipment manufacturers, it is expected to bring corresponding continuous growth opportunities.

In addition, following the preliminary layout, the Group commenced implementation of related projects in new business areas such as photovoltaic and smart city, and contributed higher flexibility. With the continuous expansion in the "5G+" vertical industry application and new business areas such as energy saving and new energy, the Group has also attracted new customers to the original customer base and continuously explored new types of customers such as government, enterprises and consumers. In the future, the Group will continue to optimize the size and mix of customers, which is believed to become a new performance growth segment.

主要運營商各類項目的研發與投標。而在國內設備商方面，本集團繼續保持著國內主要設備商的主力供應商地位，在天線、射頻等業務的合作都更加深入，與之不斷有新產品序列的合作，並持續進行技術的更新迭代以滿足客戶的相關需求，訂單交付規模保持穩定。隨著國內5G網絡建設的推進，主要的國內設備商仍將佔有重要的市場份額，而本集團憑藉與國內設備商的緊密戰略合作夥伴關係，相信未來將有更突出的市場優勢。

就全球而言，國際運營商業務進展受到地緣政治、經濟週期的不確定性以及業務劃分的區域性變化等因素的影響。同時，國際主要設備商客戶生產佈局發生變化，目前投產進度與之前相比，仍需一段過程進行恢復，訂單交付也受到一定影響。但國際化發展是本集團一直堅持的重要戰略，目前全球運營商的資本開支仍呈現週期性的變化，且本集團與主要國際設備商客戶一直保持戰略合作關係，隨著國際移動網絡建設的推進以及國際設備商客戶生產基地的生產狀態逐漸恢復，預計將相應帶來持續的增長機會。

此外，經過前期的佈局，本集團在光伏、智慧城市等新業務領域的相關項目開始落地，並貢獻較高彈性。隨著本集團在「5G+」垂直行業應用領域以及節能、新能源等新業務領域的不斷拓展，也為原有的客戶群體注入了新鮮血液，不斷挖掘出政企以及消費端等新型客戶，未來本集團也將繼續推行客戶規模與結構的優化，相信這將成為新的業績增長板塊。

Chairman's Statement

主席報告書

Based on the above, the Group believes that with its innovative R&D technology and strong quality assurance, it will occupy more market share in the future, and the market opportunities of new business and new fields will also form the second growth curve of the Group.

DIVIDEND DISTRIBUTION

In 2023, the Board of Directors of the Group did not recommend the payment of any final dividend.

FUTURE PROSPECTS

Looking forward to the future, the Group will continue to focus on both domestic and overseas markets, continue to be deeply engaged in the wireless mobile sector, focus on traditional businesses including antenna system business and RF subsystem business, and actively explore the "5G+" vertical industry application, and continue to make efforts and expand into new businesses such as energy conservation and new energy.

In the four years since the official launch of 5G commercialization in China, China's 5G development has experienced three development stages, namely strategic layout, system promotion and application implementation, and significant achievements have been made in 5G commercialization. In order to promote the healthy and rapid development of the telecommunications industry, a series of policies have been promulgated in China, including the "14th Five-Year" Plan for the development of the information and communications industry, the "'Sailing" Action Plan for 5G Application (2021-2023)" and other guiding documents, to facilitate the development of the industry. According to the "2023 Communications Industry Statistics Bulletin", by the end of 2023, the total number of mobile communication base stations in China reached 11.62 million, of which 3.377 million were 5G base stations, accounting for 29.1% of the total number of mobile base stations, representing an increase of 7.8% as compared with the end of the previous year. 5G network construction is further promoted. At present, China's 5G development has entered the second half. For the next step of 5G development, major domestic operators have expressed their views that they have to "build 5G premium networks, deepen 5G co-construction and sharing, and further improve the coverage of 5G networks in rural and remote areas, provide better universal telecommunications services" as well as "expand the boundaries of capabilities and open up a new track for 5G applications. For example, for the traffic management of the Internet of Vehicles and vehicle-road collaboration,

綜上，本集團相信，憑藉創新的研發技術、過硬的質量保證，將在未來市場中佔據更多份額，而新業務、新領域的市場機會也將成為本集團的第二增長曲線。

股利分配

2023年，本集團董事會不建議派付任何末期股息。

未來展望

展望未來，本集團將繼續同步關注國內市場與海外市場，繼續深耕在無線移動領域，專注天線系統業務與射頻子系統業務等傳統業務領域，同時積極探索「5G+」垂直行業應用領域，並在節能、新能源等新業務領域持續發力、不斷拓展。

中國正式啟動5G商用迄今為止的四年中，我國5G發展歷經戰略佈局、系統推進、應用落地三個發展階段，5G商業化成就顯著。為了推動通信行業的健康快速發展，國內出臺了一系列政策，包括《「十四五」資訊通信行業發展規劃》、《5G應用「揚帆」行動計劃（2021-2023年）》等指導性文件，助力產業發展。《2023年通信業統計公報》中提到，截至2023年底，全國移動通信基站總數達1162萬個，其中5G基站為337.7萬個，佔移動基站總數的29.1%，佔比較上年末提升7.8個百分點，5G網絡建設深入推進中。目前國內5G發展已進入下半場，對於5G下一步的發展，國內主要運營商紛紛表態，既「要打造5G精品網絡，深化5G共建共用，進一步提升農村及邊遠地區5G網絡覆蓋水準，提供更好更優的電信普遍服務」；還要「拓展能力邊界，開闢5G應用新賽道。比如面向車聯網交通管理、車

Chairman's Statement

主席報告書

comprehensive information services can be provided through Integrated Sensing and Communication technology". With the comprehensive expansion and optimization of fundamental network construction, the domestic telecommunications industry will enjoy room for continuous growth. With more than 20 years of in-depth development in the domestic market, the Group has established a solid customer base with major domestic operators and equipment manufacturers. At the same time, the Group has actively carried out the R&D and cooperation of new product series, and continuously expanded the depth and breadth of cooperation. It is believed that taking advantage of the policy, this will lay the foundation for future business growth in the domestic market.

With regard to overseas markets, the prospect for 5G development is promising. According to the statistics of the Telecommunication Development Industry Alliance, in terms of base station construction, as of the end of December 2023, the total number of 5G base stations deployed globally exceeded 5.17 million, with a cumulative annual increase of 1.53 million, representing a period-on-period increase of 7.48%. Regulatory authorities in various countries have also gradually implemented 5G spectrum auction/allocation. 304 operators in 119 countries and regions around the world have launched commercial 5G networks based on 3GPP standards. 5G SA network investment and construction are accelerating. It is estimated that there will be 6.5 million 5G base stations worldwide in 2025. At present, the global base station construction is in an uneven state. Although some countries and regions have begun to promote the construction of 5G base stations, the 4G construction is not yet saturated. Some emerging markets such as Africa, Southeast Asia and Latin America still have large demand for 4G network construction. Meanwhile, the domestic 5G base station construction has always been maintained at a high level, and the domestic 5G development is always in the top-tier of the world, with relatively mature technology and experience, which will bring certain advantages in the global market competition in the future. Looking forward, the Group will, on the one hand, further expand its presence in overseas operator markets, be continuously included in the shortlist by major multinational and regional operators, and, on the other hand, continue to deepen the strategic cooperation relationship with international equipment manufacturers, thus continuously increasing the Group's share in the global market in the long term. The persistence in expanding the presence in the global market will not only help advance the upward development in the next few years but also achieve sustained growth for a longer period.

路協同，通過通感一體技術，提供全方位資訊服務」。隨著基礎網絡建設的全面鋪展及優化，國內通信業將迎來持續的增長空間。而憑藉二十餘年國內市場的深耕，本集團已與國內主要運營商及設備商客戶打下了扎實的客戶基礎，同時積極展開新產品序列的研發及合作，不斷拓寬合作的深度與廣度。相信乘著政策的東風，這將為未來國內市場的業務增長奠定基礎。

就海外市場而言，5G發展前景廣闊。據TD產業聯盟數據統計，基站建設方面，截至2023年12月底，全球5G基站部署總量超過517萬個，年度累計新增153萬個，環比增長7.48%，各國監管機構關於5G頻譜拍賣／分配也在陸續落地，全球119個國家和地區的304個運營商推出基於3GPP標準的商用5G網絡，5G SA網絡投資建設加速推進中，預計2025年全球將建有650萬個5G基站。目前全球基站建設處於不平衡的狀態，雖然部分國家及地區已陸續開始推進5G基站的建設，但4G建設還未飽和，部分新興市場如非洲、東南亞及拉丁美洲地區仍有較大的4G網絡建設需求。而國內5G基站建設一直保持較高水準，且國內5G發展始終處於世界第一梯隊，技術以及經驗相對比較成熟，這在未來的全球市場競爭中有一定優勢。展望未來，本集團一方面將進一步拓展海外運營商市場，不斷進入各跨國與區域主要運營商的短名單；另一方面，繼續深化與國際設備商的戰略合作關係，長期持續提升本集團在全球市場中的佔有率。堅持拓展全球市場，不僅可以推動未來幾年向上週期發展，還可以在更長的時間內實現持續增長。

Chairman's Statement

主席報告書

In addition, the 5G era has brought rich application scenarios, and at the same time empowered vertical industries to derive new business forms, and diversified product demand will bring about a broad market space. In order to realize industrial transformation and upgrading, the Group has implemented a number of new telecommunication scenarios in the sector of “telecommunication + new energy/energy saving”. With the scale of green energy investment increasing year by year, new energy technologies such as photovoltaic, wind energy and batteries, becoming increasingly mature and “the energy-saving/new energy” industry gradually growing, it is believed that these will generate new performance growth points for the Group.

I would like to express my sincere gratitude to our shareholders and customers for their kind support and trust, and to our Directors and staff for their diligent work. The Company and the Board of Directors will continue to advance the optimization of customer base and structure and the differentiated competitive strategy of the leading position in technology and cost, so as to enhance its comprehensive competitiveness and achieve the steady growth of the Group. The Company will continuously advance towards the goal of being a world-class supplier of radio frequency technology for mobile communications and create value to give back to the shareholders and the society.

Hu Xiang

Chairman and Chief Executive Office

Shenzhen, the PRC

22 March 2024

此外，5G時代產生了豐富的應用場景，同時賦能垂直行業衍生出新的商業形態，多元化的產品需求將帶來廣闊的市場空間。為了實現產業化轉型升級，本集團已經在「通信+新能源／節能」領域實現了多個通信落地新場景。隨著綠色能源投資規模的逐年遞增，光伏、風能、電池等新能源技術的日益成熟，「節能／新能源」產業逐步壯大，相信也將成為本集團新的業績增長點。

本人衷心感謝廣大股東與客戶對本公司的信賴與支持，也感謝各位董事與員工的辛勤努力。公司與董事會將繼續推行客戶規模與結構的優化以及技術領先、成本領先的差異化競爭策略，提升本公司的綜合競爭力，實現集團業績的穩健發展，不斷向全球一流的移動通信射頻技術供應商的願景目標前進，創造價值回饋股東和社會。

胡翔

主席兼行政總裁

中國深圳

2024年3月22日

Management Discussion and Analysis

管理層討論及分析



BUSINESS AND FINANCIAL REVIEW

Revenue

When compared with last year, the sales revenue decreased by approximately RMB46.15 million (approximately 6.7%), to approximately RMB640.85 million in 2023 (2022: approximately RMB687.00 million).

Sales of antenna system increased by approximately 23.5% to approximately RMB255.64 million (2022: approximately RMB207.00 million), while sales of base station RF subsystem decreased by approximately 19.4% to approximately RMB327.65 million (2022: approximately RMB406.63 million). In addition, sales of coverage extension solution and other products decreased by approximately 21.6% to approximately RMB57.56 million (2022: approximately RMB73.37 million).

業務及財務回顧

收入

2023年銷售收入較去年減少約人民幣4,615萬元(約6.7%)至約人民幣6.4085億元(2022年:約人民幣6.8700億元)。

天線系統的銷售額增加約23.5%至約人民幣2.5564億元(2022年:約人民幣2.0700億元), 基站射頻子系統的銷售額減少約19.4%至約人民幣3.2765億元(2022年:約人民幣4.0663億元)。此外, 覆蓋延伸方案產品的銷售額減少約21.6%至約人民幣5,756萬元(2022年:約人民幣7,337萬元)。

Management Discussion and Analysis

管理層討論及分析

In 2023, the downward pressure on the economy continued to increase, and the international situation was complex and dynamic, with frequent occurrences of geopolitical conflicts and black swan events, and the external environment were relatively harsh. Based on years of accumulation of customers and products, the Group's operating conditions basically remained stable under the unremitting efforts of the management and operation team. In terms of operator customers, the Group steadily secured research and development projects and market orders (including for 4G and 5G) from domestic and overseas customers. In particular, driven by previous implementation of bid-winning centralized procurement projects of major domestic operators, the shipment of antenna products continued to rise, and the sales revenue to domestic operator customers increased significantly compared with last year. In terms of equipment manufacturer customers, the Group continued to maintain its position as a key supplier of major equipment manufacturer customers, and steadily won bids for filters, combiners and other projects, and achieved large-scale shipments. The Group also continued to optimize its expense structure to enhance overall operating efficiency of the Company. We have achieved remarkable results over the years and have seen improvement on net profit. However, as the revenue from certain centralized procurement projects of domestic operators will be recognized in 2024 and beyond, and the production layout of major international equipment manufacturer customers changed in 2023, plus it took a ramp-up process after the new plant was put into operation, it resulted in a decline in overall delivery, which comprehensively affected the overall sales revenue in 2023.

2023年，經濟下行壓力持續加大，國際局勢複雜多變，地緣衝突、黑天鵝事件頻發，外部大環境較為惡劣。基於多年的客戶與產品積累，經過管理經營團隊的不懈努力，本集團的經營情況基本保持穩定。運營商客戶方面，本集團穩定接到國內和海外客戶包括4G及5G的研發專案和市場訂單。尤其受到此前國內主要運營商集採中標項目落地的拉動，天線產品出貨不斷攀升，對國內運營商客戶的銷售收入較去年顯著增長。設備商客戶方面，本集團繼續保持主要設備商客戶的主力供應商地位，穩定中標濾波器、合路器等專案，並實現規模發貨。本集團亦不斷優化費用結構以提升公司整體運營效率，持續多年成效顯著，淨利潤已有明顯改善。但是由於對部分國內運營商集採項目的收入將於2024年及之後確認，以及主要國際設備商客戶生產佈局在2023年發生變化，新的工廠投產需要爬坡的過程，使得整體交付下降，綜合影響了2023年整體銷售收入。

Automated production equipments 自動化生產設備



Management Discussion and Analysis

管理層討論及分析

The Group has adhered to the three strategic directions, namely market driving, technology research and development, cost improvement. Externally, we have continuously strengthened the customer relationship, and rapidly responded to the domestic and foreign market demand; internally, we have continuously improved the conversion rate of research and development projects and internal operational efficiency. In the future, the Group will continue to consolidate the business segments of antennas and base station RF subsystem. Focusing on customer demand, the Group will also seek for valuable market opportunities in new business areas on an on-going basis while stabilizing existing customers. By achieving same frequency resonance through technological innovation and customer needs, the Group will enhance its core competitiveness comprehensively. The Group believes that with its product technology and brand advantages, it will take up more market share in the future, and the market opportunities for new businesses and new areas will also become new performance growth points for the Group.

Antenna system

The Group's products of antenna system are primarily sold to China's domestic network operators and major network operators in overseas markets (such as Asia, Europe and Americas); whilst a portion of our products of antenna system are sold to operator customers worldwide by way of network solution provider customers such as ZTE and Nokia.

本集團堅持市場驅動、技術研發及成本費用改善三大戰略方向，對外持續鞏固客戶關係，快速響應國內外的市場需求；對內不斷提升研發立項轉化率及內部運營效率。未來本集團將繼續夯實天線及基站射頻子系統的業務板塊，以客戶需求為中心，穩固已有客戶的同時，在新業務領域繼續尋找有價值的市場機會，通過技術創新與客戶需求實現同頻共振，全面提升核心競爭力。本集團相信，憑藉產品技術與品牌優勢將在未來市場中佔據更多份額，而新業務、新領域的市場機會也將成為本集團新的業績增長點。

天線系統

本集團的天線系統產品主要銷售給中國國內的網絡運營商，以及海外市場的主要網絡運營商（如亞洲、歐洲、美洲等市場），亦有部分天線系統產品透過網絡解決方案供貨商客戶（如中興通訊及諾基亞等），銷售給全球的運營商客戶。



Management Discussion and Analysis

管理層討論及分析

In 2023, revenue from antenna system products of the Group significantly increased by approximately 23.5% to approximately RMB255.64 million (2022: approximately RMB207.00 million) as compared with 2022, mainly driven by the implementation of centralized procurement projects of major domestic operators, and the orders and shipments continued to rise. At the same time, due to the increase in relevant demand from major domestic equipment manufacturers and international operator customers, the Group made further breakthrough in FDD+TDD antennas and multi-band/multi-system antennas, with the sales significantly increasing by approximately 61.1% and 97.8% to approximately RMB21.23 million and approximately RMB189.83 million respectively as compared with 2022.

The Group closely followed the progress of operators' network construction, kept increasing research and development inputs and improved the conversion rate of research and development projects. The Group continued to optimize and upgrade the platform solutions with the goal of full-category coverage, with projects under research including domestic and foreign customers and other self-developed projects, which involved multi-beam antennas, multi-band/multi-system antennas, FDD+TDD antennas and other products. The Group also achieved breakthrough in research and development progress in the field of complex multi-port T+F antennas. The Group has always committed to innovation and breakthrough of technological research and development to match customers' demand, which enables the Group to enjoy strong technological advantages in market competition, thus laying the foundation for future revenue.

2023年，本集團天線系統產品的收入較2022年大幅增加約23.5%至約人民幣2.5564億元（2022年：約人民幣2.0700億元），這部分主要受到國內主要運營商集採專案項目落地的拉動，訂單與出貨持續攀升。同時，由於國內主要設備商及國際運營商客戶的相關需求增加，本集團的FDD+TDD天線及多頻／多系統天線均取得了進一步的突破，銷售額較2022年分別大幅增長約61.1%及97.8%，至約人民幣2,123萬元及約人民幣1.8983億元。

本集團緊跟運營商建網進度，持續加大研發投入並提高研發立項轉化率。以全品類覆蓋為目標導向，不斷進行平台方案的優化升級，在研專案包括國內外客戶以及其他自研專案，涉及多波束天線、多頻／多系統天線、FDD+TDD天線等產品，並在複雜多端口的T+F類天線領域取得突破性的研發進展。本集團始終致力於研發技術的創新及突破以匹配客戶的需求，這亦將使得本集團在市場競爭中具有強勁的技術優勢，從而奠定未來的收入基礎。

Management Discussion and Analysis

管理層討論及分析

Base station RF subsystem

The Group is one of the core suppliers of RF subsystems for international communication equipment manufacturers, such as ZTE and Nokia, and provides them with a variety of products and solutions, including RF subsystem products.

In 2023, the revenue from the Group's base station RF subsystem products decreased by approximately 19.4% as compared with 2022 to approximately RMB327.65 million (2022: approximately RMB406.63 million), mainly because the production layout of major international equipment manufacturer customers changed and it took a ramp-up process after the new plant was put into operation, resulting in a delay in the overall order delivery cycle. However, driven by the domestic demand for low-band refarming construction, in 2023, the sales of low-band refarming/IoT RF devices of the Group significantly increased by approximately 2,280.9% to approximately RMB5.62 million as compared with 2022. The Group continued to remain as a major supplier among the world's leading telecommunication equipment manufacturers, continuously consolidated and deepened its cooperation with them, successively secured a number of research and development projects and market orders, including those for filters, combiners and diplexer, from major system equipment manufacturers (such as ZTE and Nokia) in the world, and achieved large-scale production.

基站射頻子系統

本集團是跨國通信設備商（如中興通訊及諾基亞等）的核心射頻子系統供應商之一，向他們提供射頻子系統產品在內的多種產品及解決方案。

2023年，本集團基站射頻子系統產品的收入較2022年減少約19.4%至約人民幣3.2765億元（2022年：約人民幣4.0663億元），主要由於國際主要設備商客戶的生產佈局發生變化，新工廠的投產需要爬坡過程，導致整體的訂單交付週期有所延遲。但受到國內低頻重耕建設的需求拉動，本集團的低頻重耕／物聯網射頻器件在2023年的銷售額較2022年大幅增長約2,280.9%至約人民幣562萬元。本集團仍繼續保持在全球領先電信設備商中的主力供應商地位，相關合作不斷鞏固加深，陸續獲得全球各主要系統設備商（如中興通訊及諾基亞等）的包括濾波器、合路器、雙工器等在內的多個研發專案和市場訂單，並形成規模化生產。

Management Discussion and Analysis

管理層討論及分析

Coverage extension solution

The arrival of the 5G era brings rich application scenarios and empowers vertical industries. The Group is committed to creating a diversified product portfolio, opening up the second growth curves and participating more in the construction of a new ecology in the 5G era.

In 2023, the Group's revenue from coverage extension solution and other products decreased by approximately 21.6% as compared with the corresponding period of 2022 to approximately RMB57.56 million (corresponding period of 2022: approximately RMB73.37 million), mainly because sales revenue from aesthetic products decreased as compared with the corresponding period of last year as the result of the adjustment of station construction strategies for domestic operator customers. However, with the breakthrough of technology, products and customers, the Group commenced implementation of related projects in new business areas such as photovoltaic and smart city, which contributed higher flexibility. The Group is full of confidence in the future diversified product portfolio and vertical industry expansion. The Group believes that the gradual resumption of construction of related capital projects, the exploration of 5G application in many fields, as well as the Group's expansion and development of new businesses will create new sources of growth for it.

Customer

In 2023, the Group seized the opportunities in domestic and overseas communications construction to consolidate its business in domestic operator and equipment manufacturer market while continuously expanding its presence in international market and striving to increase the Company's share in the global market. In addition, the Group actively explored new business sectors such as energy conservation and new energy, gradually expanded government customers, enterprise customers and customer base to diversify the customer structure, and the related projects were continuously implemented.

覆蓋延伸方案

5G時代的到來帶來了豐富的應用場景，並賦能垂直行業，本集團致力於打造多元化的產品組合，開闢第二增長曲線，更多的參與到5G時代新生態的構建中。

2023年，本集團覆蓋延伸方案產品的收入較2022年同期減少約21.6%至約人民幣5,756萬元（2022年同期：約人民幣7,337萬元），主要由於國內運營商客戶建站策略的調整，使得美化類產品的銷售收入較去年同期有所減少。但憑藉著技術、產品以及客戶的突破，本集團在光伏、智慧城市等新業務領域的相關項目開始落地，並貢獻較高彈性。本集團對未來多元化的產品組合以及垂直行業的拓展充滿信心。隨著相關資本專案建設的逐步開啟，5G的行業應用在多個領域展開探索，加之本集團在新業務領域的拓展與發力，相信都將成為本集團新的增長點。

客戶

2023年，本集團緊抓國內外通信建設機遇，穩固國內運營商及設備商市場業務的同時，持續拓展國際市場，努力提升公司在全球市場中的佔有率。此外，本集團積極探索節能／新能源等新業務領域，逐步拓展政企客戶以及消費者客戶群體，尋求客戶結構多元化，相關專案不斷落地中。

Management Discussion and Analysis

管理層討論及分析



In 2023, the cooperation between the Group and major domestic telecommunication operators was continuously strengthened and deepened. On one hand, the orders fulfillment scale of the bid-winning projects remained stable. On the other hand, we actively participated in the research and development and bidding of various projects of major operators. As a result, the Group's sales revenue to domestic operators increased significantly by approximately 71.9% as compared with the corresponding period of last year, to approximately RMB152.10 million, accounting for approximately 23.7% of the total revenue. However, the actual delivery scale to domestic operators was affected by the deferred recognition of revenue, and therefore more revenue recognition is expected in 2024. With the gradual implementation of the centralized procurement projects of major domestic operators, as well as the active and deep involvement in the solid promotion of the 5G industry, the Group believes that this will provide room for continuous performance growth.

2023年，本集團與國內主要電信運營商的合作界面不斷加深加強，一方面已中標項目的訂單交付規模保持穩定的落地，另一方面積極參與主要運營商各類項目的研發與投標，綜合使得本集團對國內運營商的銷售收入較去年同期大幅增長約71.9%至約人民幣1.5210億元，佔總收入的比重約為23.7%。但對國內運營商的實際交付規模有受到收入遞延確認的影響，因此預計在2024年會有更多的收入確認。隨著對國內主要運營商集採項目的交付逐漸落地，加之積極深入地參與到5G行業扎實推進的過程中，本集團相信這將帶來持續的業績增長空間。

Management Discussion and Analysis

管理層討論及分析

In 2023, the Group continuously maintained its position as a leading supplier of major domestic equipment manufacturers. Cooperation in businesses such as antenna and RF were deepened. The scale of order fulfillment remained stable, and the scale of its sales remained flat when compared to 2022, with a slight increase of approximately 1.0% to approximately RMB143.38 million, accounting for approximately 22.4% of the total revenue. In the meantime, the Group continuously cooperated with them on new product series and continued to update and iterate technology to meet the relevant needs of the customers. With the advancement of the domestic 5G network construction, major domestic equipment manufacturers will still take up significant market share. It is believed that by leveraging the Group's close strategic partnership with domestic equipment manufacturers, we will gain more prominent market advantages in the future.

2023年，本集團繼續保持著國內主要設備商的主力供應商地位，在天線、射頻等業務的合作都更加深入，訂單交付規模保持穩定，對其銷售規模與2022年基本持平，略增加約1.0%至約人民幣1.4338億元，佔總收入的比重為約22.4%。同時，本集團與之不斷有新產品序列的合作，持續進行技術的更新迭代以滿足客戶的相關需求。隨著國內5G網絡建設的推進，主要的國內設備商仍將佔有重要的市場份額，而本集團憑藉與國內設備商的緊密戰略合作夥伴關係，相信未來將有更突出的市場優勢。



Management Discussion and Analysis

管理層討論及分析



Due to factors such as geopolitics, economic cycle uncertainty, regional changes in business divisions and other factors, in 2023, the Group's direct sales to international operators decreased by approximately 13.3% as compared with 2022 to RMB76.38 million, accounting for approximately 11.9% of total revenue. However, international development is an important strategy that the Group has always adhered to. Currently, the capital expenditures of global operators are still showing cyclical changes. On the one hand, in some emerging markets (such as Africa, Southeast Asia, Latin America and other regions), there is still large room for 4G network construction or transformation. On the other hand, in many countries and regions, 5G construction is accelerated. It is expected that the capital expenditure of overseas operators will further increase in the future, and large-scale construction will also proceed simultaneously. In order to ensure network quality and security, international operators have been very strict in establishing shortlists. After years of overseas market expansion, the Group has accumulated a considerable number of shortlists of major international operators. With the gradual release of overseas network construction needs, it is expected there will be more continuous growth opportunities.

受到地緣政治、經濟週期的不確定性、業務劃分的區域性變化等因素的影響，2023年本集團向國際運營商直接銷售規模較2022年減少約13.3%至約人民幣7,638萬元，佔總收入的比重約為11.9%。但國際化發展是本集團一直堅持的重要戰略，目前全球運營商的資本開支仍呈現週期性的變化，一則，部分新興市場（如非洲、東南亞、拉丁美洲等地區）仍有較大的4G網絡建設或改造空間；二則，多個國家和地區均進入加速建設5G的週期，預計未來海外運營商資本開支將進一步上升，規模化建設也將同步進行。國際運營商為了保障網絡品質和安全，對短名單的建立非常嚴格，經過本集團多年海外市場拓展的積累，已有相當的國際主要運營商的短名單積累，隨著海外建網需求的逐漸釋放，預計將相應帶來持續的增長機會。

Management Discussion and Analysis

管理層討論及分析



In 2023, the production layout of major international equipment manufacturer customers changed. Compared with the previous production progress, the current production progress still needs some time for recovery, and the order fulfillment has also been affected to a certain extent. As a result, the Group's sales to international equipment manufacturer customers decreased by approximately 31.1% as compared with the corresponding period of last year to approximately RMB251.16 million, accounting for approximately 39.2% of total revenue. However, the Group maintained strategic cooperation relationships with major international equipment manufacturer customers. With innovative R&D technology, cost-effective product offerings, strong quality assurance, as well as the accumulation of long-term stable cooperation, the Group maintained the majority of share among leading global equipment manufacturer customers. It is believed that the Group's order fulfillment to international equipment manufacturer customers will gradually resume and continue to rise after the recovery of the production status of its production bases. With the advancement of international mobile network construction, the strengthening of cooperation and communication with overseas customers, overseas market is expected to bring opportunities for sustained business growth to the Group.

In addition, with the continuous expansion in new businesses, the Group has also attracted new customers to the original customer base and continuously explored new types of customers such as government, enterprises and consumers. In the future, the Group will continue to optimize the size and mix of customers, which is believed to become a new performance growth segment.

2023年，國際主要設備商客戶生產佈局發生變化，目前投產進度與之前相比，仍需一段過程進行恢復，訂單交付也受到一定影響，導致本集團向國際設備商客戶的銷售額較去年同期減少約31.1%至約人民幣251.16億元，佔總收入的比重約為39.2%。但本集團與主要國際設備商客戶一直保持戰略合作關係，憑藉創新的研發技術、高性價比的產品提供、過硬的質量保證、以及長期穩定合作的積累，本集團仍然保持在全球領先設備商客戶中的主力份額。相信在其生產基地的生產狀態恢復後，本集團對其訂單交付也將逐步恢復並持續攀升。隨著國際移動網絡建設的推進、與海外客戶合作交流的加強，海外市場預計將為本集團帶來持續增長的業務機會。

此外，隨著本集團在新業務領域的不斷拓展，也為原有的客戶群體注入了新鮮血液，不斷挖掘出政企以及消費者端等新型客戶，未來本集團也將繼續推行客戶規模與結構的優化，相信這將成為新的業績增長板塊。

Management Discussion and Analysis

管理層討論及分析

Gross profit

In 2023, the gross profit of the Group decreased by approximately 9.9% to approximately RMB96.31 million (2022: approximately RMB106.84 million), while the gross profit margin decreased from approximately 15.6% in 2022 to approximately 15.0%. This was mainly due to the impairment of inventories. Excluding this effect, the gross profit margin would increase to 16.3%, which was basically the same as that of the same period last year. Facing the serious challenge of intensified market competition, the Group adopted appropriate measures actively to strengthen cost management and control. The Group will continue to improve the overall gross profit margin through constantly optimizing and upgrading the product sales portfolio, increasing the sales proportion of high-tech products and implementing effective control of internal costs in the future. In addition, the continuous efforts on the second curve of “telecommunications + energy saving/new energy” are believed to be a new source of profit growth for the Group in the future.

Other income

Other income decreased by approximately 11.5% to approximately RMB34.77 million, mainly due to the decrease in interest income from bank deposits.

Other gains and losses

Net other gains amounted to approximately RMB15.35 million, mainly due to the completion of settlement matters, resulting in a significant reduction in related losses.

Distribution and selling expenses

Distribution and selling expenses decreased by approximately 6.6% from approximately RMB45.14 million in 2022 to approximately RMB42.16 million in 2023, mainly due to a decrease in business expenses, advertising fees, rent and utility expenses, transportation expense, office expenses, depreciation expenses and other expenses.

毛利

2023年，本集團毛利減少約9.9%至約人民幣9,631萬元（2022年：約人民幣1.0684億元），而毛利率由2022年的約15.6%減少至約15.0%。這主要受到存貨減值的影響，剔除這部分的影響，則毛利率提升至16.3%，與去年同期基本持平。面對市場競爭加劇的嚴峻挑戰，本集團積極採取措施，加強成本管控。未來本集團將繼續透過產品銷售結構不斷優化升級、增加高技術產品的銷售比重以及有效的內部成本控制來提高整體毛利率。此外，在「通信+節能／新能源」這條第二曲線上的不斷發力，相信未來也將成為本集團新的利潤增長點。

其他收入

其他收入減少約11.5%至約人民幣3,477萬元，主要是由於銀行存款利息收入減少所致。

其他收益及虧損

其他收益淨額總計為約人民幣1,535萬元，主要是由於和解事項處理完畢，相關損失大幅減少所致。

分銷及銷售開支

分銷及銷售開支由2022年約人民幣4,514萬元減少約6.6%至2023年約人民幣4,216萬元。主要由於業務費、廣告費、房租水電費用、交通費、辦公費、折舊費及其他費用減少所致。

Management Discussion and Analysis

管理層討論及分析

Administrative expenses

Administrative expenses decreased by approximately 15.9% from approximately RMB89.36 million in 2022 to approximately RMB75.17 million in 2023, mainly due to a decrease in expenses including wages, low-value consumables, depreciation expenses, welfare expenses, rent, management/utility expenses, handling fees, social and other insurance premiums, union expenses, recruiting and personnel agency fees, and transportation costs.

Research and development expenses

During the year, research and development expenses decreased by approximately 27.6% from approximately RMB86.30 million in 2022 to approximately RMB62.51 million in 2023, mainly due to the decrease in expenses including wages, research and development materials costs, testing fees, depreciation expenses and amortization of intangible assets.

Finance costs

Finance costs decreased by approximately 34.0% from approximately RMB4.97 million in 2022 to approximately RMB3.28 million in 2023, mainly due to the decrease in interest expense of bank borrowings.

Loss before tax

Loss before taxation was approximately RMB52.81 million in 2023 (2022: loss before tax of approximately RMB222.08 million). Net profit margin before taxation increased from approximately -32.3% in 2022 to approximately -8.2% in 2023.

The decrease in loss before taxation for the year was mainly attributable to the continuous optimization of the expense structure that improved the overall operating efficiency of the Company.

行政開支

行政開支由2022年約人民幣8,936萬元減少約15.9%至2023年約人民幣7,517萬元，主要由於工資、低值易耗品、折舊費、福利支出、房租費、管理／水電費、手續費、社會及其他保險費、工會經費、招募及人事代理費、運輸費等支出減少所致。

研發開支

本年度，研發開支由2022年約人民幣8,630萬元減少約27.6%至2023年約人民幣6,251萬元，主要是由於工資、研發材料費、測試費、折舊費及無形資產攤銷等費用減少所致。

融資成本

融資成本由2022年約人民幣497萬元減少約34.0%至2023年約人民幣328萬元，主要由於銀行借款利息支出減少所致。

稅前虧損

2023年度錄得稅前虧損約人民幣5,281萬元（2022年：稅前虧損約人民幣2,220.8億元）。扣稅前的純利率由2022年約-32.3%增長至2023年約-8.2%。

本年度稅前虧損的減少，主要得益於不斷優化費用結構以提升公司整體運營效率。

Management Discussion and Analysis

管理層討論及分析



Tax

Current income tax expense increased by approximately RMB201,000 from approximately RMB14,000 in 2022 to approximately RMB215,000 in 2023. Effective tax rates calculated from the loss before tax of the Company were 0.41% and 0.006% in 2023 and 2022 respectively.

Loss for the year

In 2023, loss for the year was approximately RMB59.20 million (2022: loss for the year of approximately RMB229.76 million). The Group's net profit margin was approximately -9.2% in 2023 as compared to approximately -33.4% in 2022.

Relationships with equipment manufacturers, operators and suppliers

The Group mainly sells antenna products and RF subsystem products to telecommunication equipment manufacturer customers (such as ZTE) who build complete networks for delivery to telecommunication operators (such as China Mobile), thus enabling the Group to establish close and stable relations with equipment manufacturers.

稅項

當期所得稅開支由2022年約人民幣1.4萬元增加約人民幣20.1萬元至2023年約人民幣21.5萬元。本公司於2023年及2022年就稅前虧損計算的實際稅率分別為0.41%及0.006%。

年內虧損

2023年錄得年內虧損約人民幣5,920萬元（2022年：年內虧損約人民幣2.2976億元）。本集團於2023年的純利率約為-9.2%，而2022年約為-33.4%。

與設備商、運營商及供貨商的關係

本集團主要出售天線產品、射頻子系統產品給電信設備商客戶（如中興通訊等），其建設成完整的網絡後交付給電信運營商（如中國移動等），這使本集團與設備商建立了密切且穩定的關係。

Management Discussion and Analysis

管理層討論及分析

The Group is also one of the few domestic technology providers offering RF solutions to both global and domestic telecommunication operators (such as China Mobile, China Unicom and China Telecom) and telecommunication equipment manufacturers (such as ZTE and Nokia), which enables the Group to maintain a leading edge in product technology and continuous expansion of customer channels, and thus to build close and solid relations with global and domestic telecommunication operators.

Suppliers of the Group include raw material suppliers and contract manufacturers. The Group has developed solid and steady relationships with many of its key suppliers. Given solid and steady relationships with the suppliers, the Group believes that its suppliers generally provide supplies to the Group with a priority and the Group has not experienced any material shortage or delays in receiving supplies or services from the suppliers during the track record period.

Principal Risks and Uncertainties

A number of factors may affect the results and business operations of the Group. Major risks and uncertainties are summarized below.

Brand/Reputation Risk

The Group has established and maintained its MOBI brand that aims to provide the products of the Group including antenna system, base station RF subsystem and coverage extension solution of business brand, primarily targeting leading system equipment manufacturers and telecommunication operators worldwide for provision of its RF technology solution. If the Group is unsuccessful in promoting its MOBI brand or fails to maintain its brand position and market perception, system equipment manufacturers and telecommunication operators' acceptance of its MOBI brand may erode, and the Group's business, financial condition, results of operations and prospects may be materially and adversely affected.

本集團亦是國內少有的能同時為全球及國內電信運營商(如中國移動、中國聯通及中國電信)及電信設備商(如中興通訊、諾基亞等)提供射頻解決方案的技術供貨商，這使得本集團始終能保持產品技術的領先和客戶管道的不斷拓展，從而與全球及國內電信運營商建立了密切且穩定的關係。

本集團的供貨商包括原材料供貨商及外包生產商。本集團與其多家主要供貨商建立了密切且穩定的關係。因與供貨商有密切且穩定的關係，本集團相信，本集團供貨商一般會優先向本集團供貨，而本集團於往績記錄期間向供貨商收取供應或服務並無經歷任何重大短缺或延誤。

主要風險及不確定因素

本集團的業績及業務營運受不同因素的影響。主要風險及不確定因素概述如下。

品牌／聲譽風險

本集團已創立及持有其摩比品牌，作為旨在提供本集團產品包括天線系統、基站射頻子系統及覆蓋延伸方案業務品牌，該品牌主要鎖定對全球各領先的系統設備商與電信運營商提供射頻技術解決方案。倘本集團未能成功推廣其摩比品牌或未能維持其品牌地位及市場觀感，則系統設備商與電信運營商對本集團摩比品牌的接受程度或會降低，本集團的業務、財務狀況、經營業績及前景可能受到重大不利影響。

Management Discussion and Analysis

管理層討論及分析

Any negative publicity or dispute relating to the Group's MOBI brand, products, sponsorship activities or management, the loss of any award or accreditation associated with the Group's MOBI brand or products or the use of the "MOBI" trademark or brand name by other businesses could materially and adversely affect the Group's business, financial condition, results of operations and prospects.

Market Trend

The Group's success depends on the market perception and customer acceptance of MOBI brand and the Group's products, which in large part, rely on the Group's ability to anticipate and respond to different market demands in a timely manner.

If the Group is unable to utilize new technologies and processes, anticipate and respond to market and new technology trends and customer preferences in a timely manner, demand for MOBI products may decrease. The Group's business would also suffer if product creations or modifications do not respond to the needs of customers, are not appropriately timed with market opportunities or are not effectively brought to market. Any failure by the Group to offer products that respond to changing market and customer preferences, or any shift in market or new technologies and processes and customer preferences away from MOBI brand and the Group's products, could adversely affect customers' interest in the Group's products.

Competition

Currently, the Group's antenna system products, base station RF subsystem products and related products of coverage extension solution face different levels of competition in their respective market sectors. As competitors with similar brand positioning may emerge and intensify the current competition, there can be no assurance that the Group will be able to compete effectively against competitors who may have greater financial resources,

有關本集團摩比品牌、產品、贊助活動或管理層的任何負面報導或糾紛、失去與本集團的摩比品牌或產品有關的任何獎項或認證或其他業務所使用的「摩比」商標或品牌，可能會對本集團的業務、財務狀況、經營業績及前景帶來重大不利影響。

市場趨勢

本集團的成功依賴市場對摩比品牌及本集團產品的觀感與客戶對摩比品牌及本集團產品的接受程度，這在很大程度上視乎本集團能否預測不同的市場需求並及時作出回應而定。

倘本集團未能及時利用新技術及工藝、預測市場、新技術的走勢以及客戶喜好並作出相應配合，則對摩比產品的需求可能會下降。倘本集團的產品創新或修改未能回應客戶所需、未能適時配合市場機會或未能有效推出市場，本集團的業務亦會蒙受損失。本集團未能提供配合不斷轉變的市場及客戶喜好的產品，或市場或新技術及工藝以及客戶喜好偏離摩比品牌及本集團產品，均可能令客戶對本集團產品的興趣造成不利影響。

競爭

目前，本集團的天線系統產品、基站射頻子系統產品及覆蓋延伸方案相關產品在其各自的市場分部面對不同程度的競爭。而具有相似品牌定位的競爭對手可能出現並加劇現有競爭，本集團不能保證可有效地與可能擁有

Management Discussion and Analysis

管理層討論及分析

greater scales of production, superior technology, better brand recognition and a wider and more diverse network. To compete effectively and maintain the Group's market share, the Group may be forced to, among other actions, reduce prices and increase capital expenditures, which may in turn negatively affect the Group's profit margins, business, financial condition and results of operations.

Environmental Policies and Performance

The Group's production process is carried out with low emissions and low energy consumption, and it will not produce great amount of pollutants. The Group has been endeavoring to ensure that the production process is in compliance with relevant environmental rules and regulations.

In the past, the Group has not been in breach of any relevant environmental rules and regulations and has not been imposed any relevant penalty. It is expected that the future operational activities of the Group would not be affected by the environmental policies. The Group strives for energy conservation and consumption reduction. In reducing the operating costs, the Group also puts efforts in environmental protection.

Compliance with Laws and Regulations

The Group's operations are mainly carried out by the Group's subsidiaries in mainland China while the Group itself is listed on the Stock Exchange. The Group's operations accordingly shall comply with relevant laws and regulations in mainland China and Hong Kong. During the year ended 31 December 2023 and up to the date of this Report, to the best of our knowledge, the Group has complied with all the relevant laws and regulations in mainland China and Hong Kong, and there is no material breach of or non-compliance with the applicable laws and regulations by the Group.

較多財務資源、較大生產規模、較先進的技術、較高品牌知名度、較廣泛及較多元化的競爭對手競爭。為提高競爭效率及維持本集團市場份額，本集團可能被迫（其中包括）減價及增加資本開支，因而或會為本集團的利潤率、業務、財務狀況及經營業績帶來負面影響。

環境政策及表現

本集團的生產過程低排放、低耗能及不會產生大量污染物。本集團一直致力確保生產過程中遵守相關環保規則及法規。

本集團過往並未違反任何相關環保規則及法規，亦未遭受任何相關的處罰，預計本集團未來的經營活動亦不會受到環境政策的影響。本集團致力節能降耗，在降低經營成本的同時，也為環境保護作出自己的努力。

遵守法律及法規

本集團的業務主要由本集團於中國內地的附屬公司進行，而本集團本身於聯交所上市。因此，本集團營運須遵守中國內地及香港的有關法律及法規。截至2023年12月31日止年度及直至本報告日期，盡我們所知，本集團已遵守中國內地及香港的所有有關法律及法規，並沒有出現嚴重違反或未有遵守適用法律及法規的情況。

Management Discussion and Analysis

管理層討論及分析



FUTURE PROSPECTS

Outlook

Looking forward to the future, the Group will continue to focus on both domestic and overseas markets, continue to be deeply engaged in the wireless mobile sector, focus on traditional businesses including antenna system business and RF subsystem business, and actively explore the “5G+” vertical industry application, and continue to make efforts and expand into new businesses such as energy conservation and new energy.

In the four years since the official launch of 5G commercialization in China, China’s 5G development has experienced three development stages, namely strategic layout, system promotion and application implementation, and significant achievements have been made in 5G commercialization. In order to promote the healthy and rapid development of the telecommunications industry, a series of policies have been promulgated in China, including the “14th Five-Year” Plan for the development of the information and communications industry, the “Sailing” Action Plan for 5G Application (2021-2023)” and

未來展望

展望

展望未來，本集團將繼續同步關注國內市場與海外市場，繼續深耕在無線移動領域，專注天線系統業務與射頻子系統業務等傳統業務領域，同時積極探索「5G+」垂直行業應用領域，並在節能、新能源等新業務領域持續發力、不斷拓展。

中國正式啟動5G商用迄今為止的四年中，我國5G發展歷經戰略佈局、系統推進、應用落地三個發展階段，5G商業化成就顯著。為了推動通信行業的健康快速發展，國內出台了一系列政策，包括《「十四五」資訊通信行業發展規劃》、《5G應用「揚帆」行動計劃（2021-2023年）》等指導性文件，助力產業發

Management Discussion and Analysis

管理層討論及分析



other guiding documents, to facilitate the development of the industry. According to the “2023 Communications Industry Statistics Bulletin”, by the end of 2023, the total number of mobile communication base stations in China reached 11.62 million, of which 3.377 million were 5G base stations, accounting for 29.1% of the total number of mobile base stations, representing an increase of 7.8% as compared with the end of the previous year. 5G network construction is further promoted. At present, China’s 5G development has entered the second half. For the next step of 5G development, major domestic operators have expressed their views that they have to “build 5G premium networks, deepen 5G co-construction and sharing, and further improve the coverage of 5G networks in rural and remote areas, provide better universal telecommunications services” as well as “expand the boundaries of capabilities and open up a new track for 5G applications. For example, for the traffic management of the Internet of Vehicles and vehicle-road collaboration, comprehensive information services can be provided through Integrated Sensing and Communication technology”. With the comprehensive expansion and optimization of fundamental network construction, the telecommunications industry will enjoy room for continuous growth.

展。《2023年通信業統計公報》中提到，截至2023年底，全國移動通信基站總數達1,162萬個，其中5G基站為337.7萬個，佔移動基站總數的29.1%，佔比較上年末提升7.8個百分點，5G網絡建設深入推進中。目前國內5G發展已進入下半場，對於5G下一步的發展，國內主要運營商紛紛表態，既要「打造5G精品網絡，深化5G共建共用，進一步提升農村及邊遠地區5G網絡覆蓋水準，提供更好更優的電信普遍服務」；還要「拓展能力邊界，開闢5G應用新賽道。比如面向車聯網交通管理、車路協同，通過通感一體技術，提供全方位資訊服務」。隨著基礎網絡建設的全面鋪展及優化，通信業將迎來持續的增長空間。

Management Discussion and Analysis

管理層討論及分析

With regard to overseas markets, the prospect for 5G development is promising. According to the statistics of the Telecommunication Development Industry Alliance, in terms of base station construction, as of the end of December 2023, the total number of 5G base stations deployed globally exceeded 5.17 million, with a cumulative annual increase of 1.53 million, representing a period-on-period increase of 7.48%. Regulatory authorities in various countries have also gradually implemented 5G spectrum auction/allocation. 304 operators in 119 countries and regions around the world have launched commercial 5G networks based on 3GPP standards. 5G SA network investment and construction are accelerating. It is estimated that there will be 6.50 million 5G base stations worldwide in 2025. At present, the global base station construction is in an uneven state. 4G construction is not yet saturated, and there is still a large scale of construction. The construction of 5G base stations is still being promoted. Meanwhile, the domestic 5G base station construction has always been maintained at a high level, and the domestic 5G development is always in the top-tier of the world, with relatively mature technology and experience, which will bring certain advantages in the global market competition in the future. Looking forward, the Group will, on the one hand, further expand its presence in overseas operator markets, be continuously included in the shortlist by major multinational and regional operators, and, on the other hand, continue to deepen the strategic cooperation relationship with international equipment manufacturers, thus continuously increasing the Group's share in the global market in the long term. The persistence in expanding the presence in the global market will not only help advance the upward development in the next few years but also achieve sustained growth for a longer period.

Customers

The Group persists in the vision and goal of "becoming the world's first-class supplier of RF technology for mobile communications." The Group is committed to providing RF technology solutions to global leading system equipment manufacturers and telecommunication operators.

就海外市場而言，5G發展前景廣闊。據TD產業聯盟數據統計，基站建設方面，截至2023年12月底，全球5G基站部署總量超過517萬個，年度累計新增153萬個，環比增長7.48%，各國監管機構關於5G頻譜拍賣／分配也在陸續落地，全球119個國家和地區的304個運營商推出基於3GPP標準的商用5G網絡，5G SA網絡投資建設加速推進中，預計2025年全球將建有650萬個5G基站。目前全球基站建設處於不均衡的狀態，4G建設還未飽和，仍有較大的建設規模，5G基站建設仍在持續推進中。而國內5G基站建設一直保持較高水準，且國內5G發展始終處於世界第一梯隊，技術以及經驗相對比較成熟，這在未來的全球市場競爭中有一定優勢。展望未來，本集團一方面將進一步拓展海外運營商市場，不斷進入各跨國與區域主要運營商的短名單；另一方面，繼續深化與國際設備商的戰略合作關係，長期持續提升本集團在全球市場中的佔有率。堅持拓展全球市場，不僅可以推動未來幾年向上週期發展，還可以在更長的時間內實現持續增長。

客戶方面

本集團堅持「成為全球一流的移動通信射頻技術供貨商」的願景目標，致力於為全球各領先的系統設備商與電信運營商提供射頻技術解決方案。

Management Discussion and Analysis

管理層討論及分析

The Group is also one of the few domestic technology providers offering RF solutions to both global system equipment manufacturers and telecommunication operators, which enables the Group to maintain a continuous leading edge in product technology and continuous expansion of customer channels.

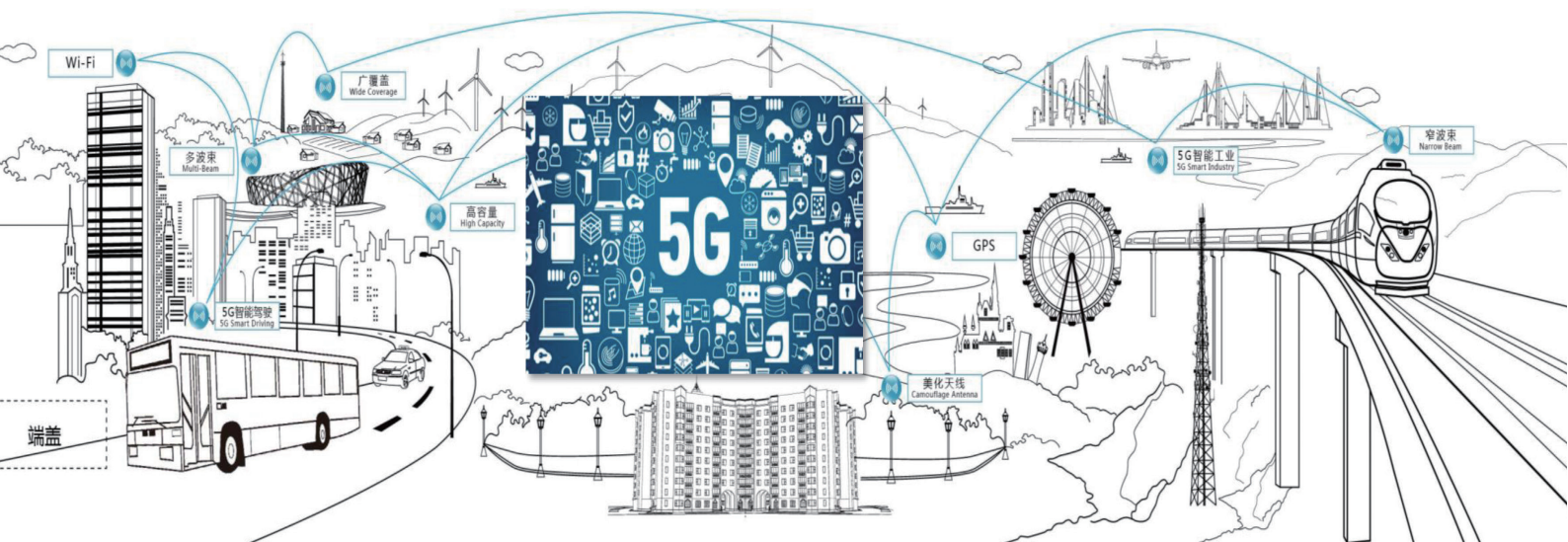
At present, China has built the world's largest 5G network, with new applications and new scenarios continuously emerging. In the future, we will focus on expanding the depth and breadth of 5G network coverage, consolidate the digital base, and continue to promote the depth of 5G network coverage in key scenarios in urban areas. Furthermore, efforts will be made to extend the coverage to townships and rural areas, injecting new growth momentum into the industry chain of the telecommunications industry. With regard to domestic customers, we continued to expand and deepen the relevant strategic cooperation interface in 2023. While existing major domestic operator customers have continuously implemented projects for which we won bids, new collaborations have emerged in areas such as indoor distributed antenna, panel antennas, passive components and ICT. In the future, we will continue to maintain our dominant position as a traditional supplier and deeply engage in relevant demands. In addition, the Group continued to maintain its advantages as a leading supplier of domestic equipment manufacturers by virtue of its good product technology, quality performance and customer communication, and cooperated with them in various forms in the field of antenna and radio frequency. In recent years, the Group has also actively explore the "5G+" vertical industry application areas, increased the layout of new businesses such as energy conservation and new energy. The Group continuously explored the growth opportunities in new businesses and has achieved a certain level of success. In addition to the gradual launch of new projects in photovoltaic and other fields, the Group also tapped into potential customers such as government and enterprise clients as well as consumer base. It is believed that this will also lay the foundation for the Group's sales channels and performance growth in the future. By maintaining stable relationships with operators and equipment manufacturer customers, as well as developing and exploring the potential of customer base in new fields, the Group will balance its strategies in the operation of multiple projects so as to achieve the goal of continuous growth in performance and the expansion of market share.

本集團亦是國內少有的能同時為全球系統設備商與電信運營商提供射頻解決方案的技術供貨商，這使得本集團始終能保持產品技術的持續領先和客戶管道的不斷拓展。

目前，中國已經建成全球規模最大的5G網絡，新應用、新場景持續湧現，未來將重點拓展5G網絡覆蓋的深度與廣度，夯實數字底座，持續推進5G網絡深度覆蓋城市地區重點場景，進一步向鄉鎮和農村地區延伸，這也將給通信行業產業鏈注入新的增長動力。2023年，國內客戶方面，相關戰略合作界面不斷擴寬和加深。原有國內主要運營商客戶已中標專案不斷落地的同時，在室分天線、板狀天線、無源器件、ICT等維度產生新的合作。未來也將繼續保持傳統供貨商的優勢地位，深入參與到相關需求中去。而且，本集團憑藉良好的產品技術、品質表現及客戶溝通，繼續保持國內設備商的主力供應商優勢，在天線及射頻領域與之進行多種形式的合作。本集團近幾年亦積極探索「5G+」垂直行業應用領域，加大節能、新能源等新業務領域的佈局，本集團不斷挖掘新業務領域的增長機會，並已取得一定成效，不僅在光伏等領域逐漸有新項目的落地，更挖掘出政企客戶以及消費者群體等潛在客戶，相信這也將為本集團未來銷售管道的拓寬及業績增長奠定基礎。通過運營商與設備商客戶的穩定維護以及新領域客戶群體潛力的開發與挖掘，本集團將在多項目的運營中平衡策略，以實現業績持續增長以及市場份額擴大的目標。

Management Discussion and Analysis

管理層討論及分析



With regards to overseas customers, despite being significantly impacted by the general environment, the Group maintained a competitive advantage in the overseas market by virtue of continuous technology accumulation and market expansion. The Group also continued to expand its overseas customer base, successively won bids of international operators' project projects, and maintained strategic cooperation relationship with major international equipment manufacturer customers, and maintained a dominant market share, all of which have laid a solid foundation for market growth in the next few years. At the same time, the Group's continuous expansion in overseas markets in the early stage has also entered the shortlist of some major multinational operators. With the advancement of overseas base station construction in the future, there will still be greater market opportunities. The Group will also make greater efforts to promote the technological upgrading of products and improve product coverage, so as to meet the demand of overseas operator customers, and continuously advance the inclusion in the new shortlist. In addition, through the continuous deepening of cooperation with international equipment manufacturer customers, the steady recovery of order delivery will also bring stable business growth.

海外客戶方面，雖然受到大環境的較大影響，但憑藉持續不斷的技术積累和市場拓展，本集團在海外市場的競爭中依然佔據優勢。本集團亦不斷拓寬海外客戶群體，接連中標國際運營商的專案項目，並與主要國際設備商客戶一直保持戰略合作關係，市場份額也保持優勢地位，這都為未來幾年的市場增量打下堅實基礎。同時，本集團前期在海外市場的不斷拓展，也已進入了一些跨國主要運營商的採購短名單中，隨著未來海外基站建設的推進，仍有較大的市場機會。本集團也將繼續加大產品的技術升級以及覆蓋度的推進力度，以滿足海外運營商客戶的需求，並不斷推進新短名單的落地。此外，通過與國際設備商客戶的合作不斷深入，訂單交付情況穩步恢復，也將會帶來穩定的業績增長。

Management Discussion and Analysis

管理層討論及分析

Products

Since the official launch of 5G commercialization in China, the network coverage and the co-construction and sharing have been continuously optimized, achieving leapfrog development from making breakthroughs in 3G, keeping pace in 4G, and leading in 5G. At present, China has built the world's largest and technologically advanced 5G network. The rapid development of digital economy, AI computing power, satellite communication, and other related areas has led to a critical phase of scaled development in the integration and application of 5G across industries. Currently, the domestic 5G construction, deployment and large-scale application are progressing solidly, with a steady improvement in base station construction. The development of 5G in China is entering the second half stage. For overseas, the overall development of 5G remains highly unbalanced, and the imbalance between regions continues to exist in the long term. There is still a large demand for LTE network construction in some emerging markets, which will bring incremental demand for overseas LTE and 5G base stations in the future. The above will collectively drive the demand growth of antenna system, RF subsystem and related products in vertical application. At present, China is in a global leading position in the field of 5G communication. The leading technology and the accumulation of experience provide the Group with strong technical advantages in deploying 5G overseas, which also greatly improve the competitiveness of the Group. Currently, with technically superb design solutions and professional and sophisticated functional indicators, the Group has continuously undertaken a number of R&D projects from overseas and domestic customers and passed corresponding tests, laying the foundation for the growth of sales revenue in the future.

產品方面

中國5G正式商用以來，網絡覆蓋和共建共用不斷深入優化，實現了從「3G突破、4G同步到5G引領」的跨越式發展。目前我國已建成全球規模最大、技術領先的5G網絡，數字經濟、AI算力、衛星通信等主題快速發展，5G行業融合應用正迎來規模化發展的關鍵期。目前國內5G建設部署和規模應用扎實推進，基站建設穩步提升，國內5G發展將步入下半場。而海外方面，5G整體發展仍呈現高度不均衡的狀態，且區域間的不平衡仍將長期存在，部分新興市場仍有較大的LTE網絡建設需求，這將在未來帶來海外LTE及5G基站增量需求，以上將共同帶動天線系統、射頻子系統及垂直應用領域相關產品的需求增長。而中國目前在5G通信領域處於全球領先地位，技術的領先性以及經驗的積累，使得本集團在海外部署5G時擁有強大的技術優勢，這也大大提高了本集團的競爭力。目前，憑藉技術精湛的設計方案以及專業精良的功能指標，本集團不斷接到海內外客戶多項研發專案並通過了相應測試，為未來銷售收入的增長奠定基礎。

Management Discussion and Analysis

管理層討論及分析

In 2024, domestic 5G infrastructure is expected to undergo extensive development. While covering remote areas, the existing 5G base stations will undergo upgrades and optimizations. The goal is to achieve a widespread coverage initially and then focus on optimizing coverage depth, continuously improving the network coverage level. At the same time, the Ministry of Industry and Information Technology proposed to promote the development of 5G lightweight (RedCap) technology evolution and application innovation. This has also led to the development of domestic antennas towards an ecological model of integration with multi-frequency and multi-systems. In addition, the demand for overseas LTE network construction and complex multi-network stations will bring about a further upgrade of multi-frequency and multi-system antenna and multibeam antenna technologies, making them closer to ultimate design and manufacturing.

According to the forecast of the Forward Industry Research Institute, with the technological evolution from 4G to 5G and the upcoming 6G, "the radio frequency (RF) component in the base station construction is becoming increasingly important. The proportion of RF investment in base stations is expected to continuously increase, further driving the expansion of the market size of the 5G base station RF industry. It is estimated that the market size will exceed 60 billion by 2025". As the demand for 5G lightweight technology arises, RF products will become more compact and lightweight. High-end products and enhancement of its status as a core supplier are conducive to increasing the market share and profitability of the Group's RF subsystem products, continuously driving a new round of growth in the future.

2024年，國內5G基礎建設預計將向縱深發展，在向偏遠地區覆蓋的同時，將已建設好的5G基站進行升級優化。實現先進行普遍廣度覆蓋，再深度覆蓋優化，不斷提升網絡覆蓋水準。同時，工信部提出將推進5G輕量化(RedCap)技術演進和應用創新發展。這亦使得國內天線向一體化與多頻多系統的生態模式發展。此外，海外的LTE建網和複雜的多網共站的需求，會帶動多頻多系統以及多波束天線技術的進一步升級，更趨近極限化設計和製造。

根據前瞻產業研究院預測，隨著4G到5G再到即將到來的6G的技術演進，「射頻部分在基站建設中愈發重要，射頻投資佔基站投資的比例有望不斷升高，進一步助推了5G基站射頻行業的市場規模擴張，預計到2025年市場規模超過600億元」。隨著5G輕量化技術需求的提出，射頻產品將更趨向於小型化及輕量化。高端化的產品以及核心供應商地位的增強，有助於提升本集團射頻子系統產品的市場份額和盈利能力，並持續帶動未來新一輪的增長。

Management Discussion and Analysis

管理層討論及分析



The rich application scenarios are created in the 5G era, which enables the development of new business forms in vertical industries. Diversified product demand will provide broad market space. In order to realize the industrial transformation and upgrading, the Group has implemented a number of new communication scenarios in the field of “communications + new energy/energy conservation”. With the increasing investment year by year in green energy and the increasing maturity of new energy technologies such as photovoltaic, wind energy and batteries, the “energy conservation/new energy” industry is gradually expanding, which is believed to become a new source of performance growth for the Group.

5G時代產生了豐富的應用場景，同時賦能垂直行業衍生出新的商業形態，多元化的產品需求將帶來廣闊的市場空間，為了實現產業化轉型升級，本集團已經在「通信+新能源／節能」領域實現了多個通信落地新場景，隨著綠色能源投資規模的逐年遞增，光伏、風能、電池等新能源技術的日益成熟，「節能／新能源」產業逐步壯大，相信也將成為本集團新的業績增長點。

Management Discussion and Analysis

管理層討論及分析

Conclusion

In the future, with the in-depth development of overseas 4G construction and the continuous large-scale construction of 5G in China, the telecommunication equipment industry will generally remain in a growth cycle. The Group believes that the diversified business structure is beneficial to the steady expansion of market share in the future. Looking forward, in addition to focusing on the continuous iteration and innovation of existing products, the Group will also increase investment in research and development and develop new product platforms to cope with the development of customers' 5G technology evolution and application innovation. With the continuous expansion and deepening of the service and cooperation with domestic and overseas operator customers and equipment manufacturer customers, and the continuous expansion of new businesses, this will bring greater market share and more new opportunities for business growth to the Group in the future, creating more value for shareholders and the society.

總結

未來隨著海外4G建設的深度發展和國內5G規模化建設的持續進行，電信設備行業仍總體處於增長週期內。本集團相信，多元化的業務結構有利於未來市場份額的穩步擴張。未來，本集團除了聚焦於已有產品的持續精益求精的迭代和創新，還將加大研發投入，開發新的產品平台以應對客戶5G技術演進和應用創新的發展。隨著與國內外運營商客戶及設備商客戶的服務和合作界面不斷擴寬和加深，以及新業務領域的持續拓展，這將會為本集團在未來帶來更大的市場份額以及更多新的業務增長機會，創造價值回饋股東和社會。



Management Discussion and Analysis

管理層討論及分析

CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

The Group has funded the Group's operation and capital requirements with cash generated from business, trade credit from our suppliers and short-term bank borrowings. Our primary uses of cash have been for our increased working capital needs and capital expenditures on purchases of production equipment.

As at 31 December 2023, the Group had net current assets of approximately RMB153.05 million (2022: approximately RMB186.29 million) including inventories of approximately RMB149.92 million (2022: approximately RMB180.84 million), trade receivables and notes receivable of approximately RMB324.88 million (2022: approximately RMB387.16 million) and trade payables and notes payable of approximately RMB571.50 million (2022: approximately RMB582.43 million).

The Group maintained effective management of its working capital. For the year ended 31 December 2023, average inventories turnover, average receivables turnover and average payables turnover were approximately 111 days (2022: 124 days), 203 days (2022: 222 days) and 387 days (2022: 349 days) respectively. We offer credit terms generally accepted in the antenna system and base station RF subsystem manufacturing industry to our trade customers. In general, the average credit period for local network operators is longer than global network operators and solution providers.

As at 31 December 2023, the Group recorded a pledged bank deposits of approximately RMB132.36 million (2022: approximately RMB89.79 million), cash and cash equivalents of approximately RMB198.67 million (2022: approximately RMB174.28 million) and recorded bank and other borrowings of approximately RMB95.00 million (2022: approximately RMB38.56 million). The current ratio (current assets divided by current liabilities) decreased from approximately 1.25 times as at 31 December 2022 to approximately 1.21 times as at 31 December 2023. The gearing ratio (bank borrowings divided by total assets) was approximately 7.6% as at 31 December 2023 as compared with a gearing ratio of approximately 2.9% as at 31 December 2022. The interest rates on the Group's bank borrowings are designated as fixed rates or floating rates based on prevailing market rates.

資本結構、流動資金及財務資源

本集團已從業務、供貨商提供的貿易信貸及短期銀行借款所產生的現金支付本集團營運及資本需求。本集團的現金主要用作滿足本集團更大的營運資金需求及購買生產設備所需資本開支。

於2023年12月31日，本集團有流動資產淨額約人民幣1.5305億元（2022年：約人民幣1.8629億元），包括存貨約人民幣1.4992億元（2022年：約人民幣1.8084億元）、貿易應收賬款及應收票據約人民幣3.2488億元（2022年：約人民幣3.8716億元）以及貿易應付賬款及應付票據約人民幣5.7150億元（2022年：約人民幣5.8243億元）。

本集團堅持有效管理營運資金。截至2023年12月31日止年度，存貨平均周轉日數、應收賬款平均周轉日數及應付賬款平均周轉日數分別為約111日（2022年：124日）、203日（2022年：222日）及387日（2022年：349日）。我們向貿易客戶提供天線系統及基站射頻子系統製造行業普遍接受的信貸期。整體而言，地方網絡營運商的平均信貸期一般較全球網絡營運商及方案供貨商的信貸期更長。

於2023年12月31日，本集團錄得已抵押銀行存款約人民幣1.3236億元（2022年：約人民幣8,979萬元）、現金及現金等價物約人民幣1.9867億元（2022年：約人民幣1.7428億元），並錄得銀行及其他借款約人民幣9,500萬元（2022年：約人民幣3,856萬元）。流動比率（流動資產除流動負債）由2022年12月31日的約1.25倍下降至2023年12月31日的約1.21倍。2023年12月31日的槓桿比率（銀行借款除以總資產）約為7.6%，而2022年12月31日的槓桿比率為約2.9%。本集團銀行借款指定按固定利率及因應當時市場水準浮動的利率計息。

Management Discussion and Analysis

管理層討論及分析

The Board is of the opinion that the Group has a solid and stable financial position and adequate resources to satisfy necessary operating capital requirements and foreseeable capital expenditures.

FOREIGN EXCHANGE EXPOSURE

RMB is the functional currency of the Group. Currencies other than RMB expose the Group to foreign currency risk. We have foreign currency sales and purchases and certain trade receivables and bank balances are denominated in USD, EUR and HKD. We currently do not have a foreign currency hedging policy. However, the management monitors and will consider hedging of foreign currency exposure when the need arises.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2023, the Group had approximately 1,447 staffs. The total staff costs amounted to approximately RMB186.27 million for the year ended 2023. The remuneration of the Group's employees is determined on the basis of their responsibilities and industry practices. Regular training is provided to improve the skills and expertise of relevant staff. The Group also grants share options and discretionary bonuses to eligible staffs based on their performance.

CHARGE ON ASSETS

As at 31 December 2023, bank balances of approximately RMB132.36 million were pledged to secure bank borrowings and bills payable granted to the Group.

CONTINGENT LIABILITIES

As at 31 December 2023, the Group did not have any significant contingent liabilities.

董事會認為本集團財務狀況穩固，財務資源足以應付必要的經營資金需求及可預見的資本開支。

外匯風險

本集團功能貨幣為人民幣，非人民幣的貨幣令本集團面對外幣風險。我們有外幣買賣活動，且若干貿易應收賬款及銀行結餘以美元、歐元及港元計值。我們現時並無外幣對沖政策。然而，管理層會監管情況，必要時會考慮對沖外幣風險。

僱員及薪酬政策

於2023年12月31日，本集團有約1,447名員工。截至2023年止年度的員工成本總額約人民幣1.8627億元。本集團僱員的薪酬基於職責及行業慣例釐定。本集團提供定期培訓，提高相關員工的技術及專門知識，亦會根據表現向合資格員工授出購股權及酌情花紅。

抵押資產

於2023年12月31日，本集團的銀行結餘約人民幣1.3236億元以抵押本集團獲授的銀行借款及應付票據。

或然負債

於2023年12月31日，本集團並無任何重大或然負債。

Management Discussion and Analysis

管理層討論及分析

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

During 2023, a total amount of 6,242,000 shares of the Company had been repurchased at prices ranging from HK\$0.18 per share to HK\$0.27 per share by the Company via Stock Exchange. The Company had subsequently cancelled all these shares repurchased during the year. Save as mentioned above, neither the Company nor the Company or any of its subsidiaries had purchased or sold any of the Company's listed securities during the current year.

DIVIDEND

The Board does not recommend any payment of final dividend for the year ended 31 December 2023.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining shareholders who are entitled to attend the annual general meeting of the Company to be held on 29 May 2024 ("2024 AGM"), the Register of Members of the Company will be closed from Friday, 24 May 2024 to Wednesday, 29 May 2024, both days inclusive. In order to qualify for attending and voting at the 2024 AGM, all transfer documents should be lodged for registration with the Company's share registrar, Computershare Hong Kong Investor Services Limited (the "Company's Registrar") at Shops 1712-1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Thursday, 23 May 2024.

購買、贖回或出售本公司上市證券

於2023年內，本公司在聯交所以介乎每股0.18港元至0.27港元之價格，購回合共6,242,000股本公司股份，本公司隨後註銷該等於年內購回之所有股份。除此之外，本公司並無贖回，以及本公司或其任何子公司於本年度內概無購買或出售本公司之任何上市證券。

股息

董事會不建議派付截至2023年12月31日止年度任何末期股息。

暫停辦理股份過戶登記

為決定合資格出席於2024年5月29日舉行的股東週年大會（「2024年股東週年大會」）的股東身份，本公司將於2024年5月24日（星期五）至2024年5月29日（星期三）（包括首尾兩日）暫停辦理股份過戶登記。為確保享有出席2024年股東週年大會與投票之資格，所有股份過戶文件最遲須於2024年5月23日（星期四）下午4時30分前，送達香港灣仔皇后大道東183號合和中心17樓1712-1716號舖本公司之股份過戶登記處中央證券登記有限公司（「本公司之股份過戶登記處」）辦理過戶手續。

Corporate Governance Report

企業管治報告



CORPORATE GOVERNANCE PRACTICES

The Board has been adamant in upholding high standards of corporate governance to maximize the operational efficiency, corporate values and shareholder returns of the Company. The Company adopted sound governance and disclosure practices and continued to upgrade internal control system, strengthen risk control management and reinforce the corporate governance structure.

Save for the deviation disclosed in this report, the Company has complied with the principles and code provisions of the Corporate Governance Code (the “Code Provisions”) as set out in Appendix C1 of the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”) during the year ended 31 December 2023.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix C3 of the Listing Rules.

All Directors have confirmed, following specific enquiry by the Company, that they complied with the required standard set out in the Model Code during the year ended 31 December 2023.

企業管治常規

董事會已貫徹維持高水平的企業管治，以實現本公司最大經營效能、企業價值及股東回報。本公司運用健全管治及披露慣例，持續優化內部控制系統，增強風險控制管理及鞏固企業管治架構。

截至2023年12月31日止年度，除本報告所披露之偏差外，本公司已遵守載於聯交所證券上市規則（「上市規則」）附錄C1的企業管治守則的原則及守則條文（「守則條文」）。

董事的證券交易

本公司已採納上市規則附錄C3所載上市發行人董事進行證券交易的標準守則（「標準守則」）。

經本公司特定查詢後，所有董事均已確認於截至2023年12月31日止年度已遵守標準守則所載標準。

Corporate Governance Report

企業管治報告

BOARD OF DIRECTORS

Board Composition

The Board comprises seven Directors, including three executive Directors, one non-executive Director and three independent non-executive Directors. The following sets out the composition of the Board, by category of Directors:

Executive Directors:

Hu Xiang (*Chairman*)
Zhou Lingbo (Note 1)
Ye Rong (Note 2)

Non-executive Director:

Qu Deqian

Independent non-executive Directors:

Li Tianshu
Zhang Han
Ge Xiaojing

The Board's composition demonstrates a balance of core competence with regard to the business of the Group so as to provide effective leadership and the required expertise to the Group. The executive Director and senior management have extensive management experience in the wireless communication antennas and base station RF subsystems industry. The biographical details and experience of the Directors and senior management are set out on pages 106 to 112 of this report.

There are no financial, business, family or other material/relevant relationships among members of the Board.

Note 1: On 21 June, 2023, the Board of Directors approved the appointment of Ms. Zhou Lingbo as executive director with effect from 21 June, 2023.

Note 2: On 21 June, 2023, the Board of Directors approved the appointment of Mr. Ye Rong as executive director with effect from 21 June, 2023.

董事會

董事會組成

董事會由七名董事組成，其中三名為執行董事、一名為非執行董事及三名為獨立非執行董事。下文按董事類別載列董事會組成：

執行董事：

胡翔(主席)
周凌波(附註1)
葉榮(附註2)

非執行董事：

屈德乾

獨立非執行董事：

李天舒
張涵
葛曉菁

董事會組成顯示本集團業務核心競爭力均衡，為本集團提供有效領導班底及所需專才。執行董事及高級管理層於無線通信天線及基站射頻子系統行業有豐富的管理經驗。董事及高級管理層履歷詳情及經驗載於本報告第106至112頁。

董事會成員之間概無財務、業務、家族或其他重大／相關關係。

附註1：2023年6月21日，董事會批准委任周凌波女士為執行董事，自2023年6月21日生效。

附註2：2023年6月21日，董事會批准委任葉榮先生為執行董事，自2023年6月21日生效。

Corporate Governance Report

企業管治報告

Board Responsibilities

The Board is responsible for leadership and control of the Group and is entrusted with the responsibility to supervise the overall management of the business, including establishing and overseeing the Group's strategic development, business plans, financial objectives, capital investment proposals and assumes the responsibilities of corporate governance of the Group. The Board has delegated the authority and responsibility for implementing its business strategies and managing the daily operations of the Group's businesses to the executive Directors and members of senior management of the Group.

Board Meetings

The Board conducts meetings on a regular basis and on an ad hoc basis, as warranted by business needs. During the year ended 31 December 2023, four Board meetings, two audit committee (the "Audit Committee") meetings, one remuneration committee (the "Remuneration Committee") meeting and one nomination committee (the "Nomination Committee") meeting were convened. Details of attendance of Board meetings for each of the members of the Board are set out in "Attendance of Individual Directors at Meetings" below.

Notices for regular Board meetings are given to each Director at least 14 days prior to the meeting, whereby the Directors can put forward their proposed items into the agenda. The agenda and the relevant Board papers are then circulated to the Directors not less than 3 days before a Board meeting in order to enable the Directors to make an informed decisions. For other Board meetings, reasonable notices are given.

Independent Non-Executive Directors

During the year ended 31 December 2023, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors with one of them possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received an annual confirmation of independence from each of the independent non-executive Directors. The Company is of the view that all the independent non-executive Directors meet the guidelines for assessing independence as set out in Rule 3.13 of the Listing Rules and thus considers them to be independent.

董事會職責

董事會負責領導及控制本集團，並監控業務的整體管理，包括設立及監察本集團策略發展、業務規劃、財務目標、資本投資提案，亦負責本集團的企業管治。董事會授予執行董事及本集團高級管理層成員權力及職責實施業務策略及管理本集團業務的日常營運。

董事會會議

董事會根據業務需要定期及特別召開會議。截至2023年12月31日止年度，共召開四次董事會會議、兩次審核委員會（「審核委員會」）會議、一次薪酬委員會（「薪酬委員會」）會議及一次提名委員會（「提名委員會」）會議。董事會各成員出席董事會會議之詳情載於下文「各董事出席會議情況」。

董事會定期會議的通告於會議日期至少14日前交予各董事，以便董事提出建議事項納入議程。會議議程及相關董事會文件會於董事會會議日期前不少於3日交予董事，以便彼等作出知情決定。有關董事會其他會議，會給出合理通告。

獨立非執行董事

截至2023年12月31日止年度，董事會一直遵守上市規則的規定，委任至少三名獨立非執行董事，其中一名具備適當專業資格或會計或相關財務管理知識。

本公司已收取各名獨立非執行董事發出的年度獨立確認函。本公司認為所有獨立非執行董事均符合上市規則第3.13條所載評估獨立的指引，因而屬獨立。

Board Diversity Policy

Pursuant to Code Provision of Corporate Governance Code, the Board has adopted a Board Diversity Policy (the "Board Diversity Policy") which sets out the Company's approach to achieving diversity of its Board. The Company recognises that an increase in diversity at the Board level will support the achievement of its strategic objectives and sustainable development. The Company seeks to increase Board diversity through the consideration of a number of factors including, but not limited to, gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The Company will also take into consideration its own business model and specific needs from time to time in determining the optimum composition of the Board.

Chairman and Chief Executive Officer

As at the date of this report, Hu Xiang is both the chairman of the Board and chief executive officer of the Company, responsible for the leadership and effective running of the Board to formulate overall strategies and business development directions for the Group and for the daily management of the business of the Group, implementation of the policies, business objectives and plans set by the Board and is accountable to the Board for the overall operation of the Group.

Code Provision C.2.1

This code provision stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Currently, Mr. Hu Xiang is both the Chairman and chief executive officer of the Company. Mr. Hu is one of the founders of the Group and has extensive experience in the telecommunication industry. Given the current stage of development of our Group, the Board believes that vesting the two roles in the same person provides our Company with strong and consistent leadership and facilitates the implementation and execution of our Group's business strategies. We shall nevertheless review the structure from time to time in light of the prevailing circumstances.

Non-Executive Directors

The term of appointment of all the non-executive and independent non-executive Directors of the Company is three years. Under the Company's Articles of Association, one-third of all Directors (whether executive or non-executive) is subject to retirement by rotation and re-election at each annual general meeting provided that every Director shall be subject to retirement at least once every three years.

董事會成員多元化政策

根據企業管治守則的守則條文，董事會已採納董事會成員多元化政策（「董事會成員多元化政策」），該政策載列達致董事會成員多元化的方法。本公司知悉增加董事會層面的多元化將為達成其策略目標及可持續發展提供支持。本公司藉考慮多項因素，包括但不限於性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及服務年期，務求達致董事會成員多元化。本公司在決定董事會最佳成員組合時，亦將不時考慮其本身的業務模式及具體需要。

主席及行政總裁

於本報告日期，胡翔為董事會主席兼本公司行政總裁，負責領導及有效運作董事會以制定整體策略及業務發展方向並負責本集團日常業務管理，實施董事會制定的政策、業務目標及計劃並就本集團整體營運向董事會報告。

守則條文C.2.1

該守則條文規定主席與行政總裁之角色必須分開，不得由同一人士擔任。目前，胡翔先生兼任本公司主席及行政總裁。胡先生為本集團創辦人之一，在電訊業有豐富經驗。鑒於本集團現處於發展階段，董事會相信由同一人士擔任上述兩個職位為本公司提供穩健一致的領導，有助實施及執行本集團的業務策略。儘管如此，本公司仍會不時根據現行情況檢討該架構。

非執行董事

本公司所有非執行及獨立非執行董事之任期均為三年。根據本公司章程細則，全體董事（無論執行或非執行）的三分之一須於各屆股東週年大會輪流退任並重選，惟各董事須至少每三年退任一次。

Corporate Governance Report

企業管治報告

REMUNERATION OF DIRECTORS

The Board established the Remuneration Committee with specific written terms of reference which deal clearly with its authority and responsibilities. The Remuneration Committee comprises all the independent non-executive Directors, namely Li Tianshu, Zhang Han and Ge Xiaojing and one non-executive Director, namely Qu Deqian. The Remuneration Committee is chaired by Li Tianshu.

The Remuneration Committee is responsible for assisting the Board in achieving its objective of attracting and retaining Directors and senior management of the highest caliber and experience needed to develop the Group's business successfully. The Remuneration Committee is also responsible for the development of a fair and transparent procedure in determining the remuneration policies for the Directors and senior management of the Company and for determining their remuneration packages. The principal functions of the Remuneration Committee include:

- formulation of remuneration policy for approval by the Board;
- recommendation to the Board the policy and structure for the remuneration of Directors and senior management;
- determination of the remuneration of executive Directors and senior management, including benefits in kind and compensation payments;
- review and approval of the compensation arrangements in connection with any loss or termination of office or appointment, or dismissal or removal of executive Directors and senior management for misconduct; and
- determination of the criteria for assessing employee performance.

No Director is involved in deciding his own remuneration.

During the year ended 31 December 2023, the Remuneration Committee held one meeting to review the Company's remuneration policies, the terms of the service contracts and the performance of all executive Directors and senior management. Details of attendance of Remuneration Committee meetings of each of the members of the Remuneration Committee are set out in "Attendance of Individual Directors at Meetings" below.

Details of the emoluments of each Director, are set out in note 10 to the financial statements.

董事薪酬

董事會已成立薪酬委員會，指定書面職權範圍列明其授權及責任。薪酬委員會包括所有獨立非執行董事李天舒、張涵、葛曉菁與一名非執行董事屈德乾。李天舒為薪酬委員會主席。

薪酬委員會負責協助董事會達致吸引及留任兼具成功發展本集團業務所需才幹及經驗的董事及高級管理層，亦負責完善釐定本公司董事及高級管理層薪酬政策的公平透明程序與釐定薪酬組合。薪酬委員會的主要職責包括：

- 制定待董事會批准的薪酬政策；
- 向董事會推薦董事及高級管理層的薪酬政策及架構；
- 釐定執行董事及高級管理層的薪酬，包括實物利益及報酬；
- 檢討並批准有關執行董事及高級管理層離職、終止聘任或因失職而遭辭退或罷免的補償安排；及
- 釐定評估僱員表現的標準。

並無董事參與釐定自身薪酬。

截至2023年12月31日止年度，薪酬委員會舉行一次會議檢討本公司薪酬政策、服務合約條款及全體執行董事及高級管理層的表現。各薪酬委員會成員出席薪酬委員會會議之詳情載於下文「各董事出席會議情況」。

各董事薪酬詳情載於財務報表附註10。

NOMINATION COMMITTEE

The Board established the Nomination Committee with specific written terms of reference which deal clearly with its authority and responsibilities on 22 March 2012. The Nomination Committee comprises three independent non-executive Directors, namely Li Tianshu, Zhang Han and Ge Xiaojing, one non-executive Director, namely Qu Deqian and one executive Director, namely, Hu Xiang. The Nomination Committee is chaired by Hu Xiang. Currently all new appointments to the Board will be considered by the Board whose deliberations are based on the following criteria:

- possession of core competencies, including but not limited to financial literacy, that are appropriate to the Company's business and complement the skills and competencies of the existing Directors on the Board;
- ability to commit time and effort to carry out duties and responsibilities effectively; and
- possession of a good track record of experience at a senior level in corporations/ organizations.

During the year ended 31 December 2023, the Nomination Committee held one meeting to review the structure, size and composition of the Board to ensure that it has a balance of expertise, skills and experience which are appropriate for the requirements of the business of the Company. Details of attendance of Nomination Committee meeting of each of the members of the Nomination Committee are set out in "Attendance of Individual Directors at Meetings" below.

AUDIT COMMITTEE

The Board established the Audit Committee with specific written terms of reference which deal clearly with its authority and responsibilities. The Audit Committee comprises all the independent non-executive Directors. Zhang Han is the chairman of the Audit Committee.

The Audit Committee serves as a focal point for communication between the Directors, the external auditors and chief financial officer as regards their duties relating to, among other things, financial and other reporting, internal controls and external audits and to assist the Board in fulfilling its responsibilities by providing independent view and supervision of financial reporting.

提名委員會

董事會已於2012年3月22日成立提名委員會，指定書面職權範圍列明其授權及責任。提名委員會包括三名獨立非執行董事李天舒、張涵及葛曉菁，非執行董事屈德乾與執行董事胡翔。胡翔為提名委員會主席。董事會的所有新委任均會經董事會基於以下準則深思熟慮而成：

- 才華卓越，包括但不限於擁有適用於本公司業務的適當財務知識，並與董事會之現有董事的技能互為補充；
- 能身心投入，有效履行職責；及
- 擁有企業／機構高級管理的豐富經驗。

截至2023年12月31日止年度，提名委員會已舉行一次會議檢討董事會目前之架構、規模及構成，以保證各董事具有適合本公司業務要求的均衡知識、技能及經驗。各提名委員會成員出席提名委員會會議之詳情載於下文「各董事出席會議情況」。

審核委員會

董事會已成立審核委員會，指定書面職權範圍列明其授權及責任。審核委員會包括所有獨立非執行董事。張涵為審核委員會主席。

審核委員會為董事、外聘核數師及財務總監有關（其中包括）財務及其他申報、內部控制及外部審核職務的主要溝通橋樑，亦負責向董事會提供獨立意見及監督財務申報以協助董事會履行職責。

Corporate Governance Report

企業管治報告

The Board is of the opinion that the members of the Audit Committee have sufficient accounting and financial management expertise or experience to discharge their duties. The principal functions of the Audit Committee include:

- to make recommendations on the appointment, reappointment and removal of external auditor and to approve the remuneration and terms of such appointments;
 - to review and monitor the external auditor's independence and objectivity;
 - to develop and implement policies on the engagement of external auditor for non-audit services;
 - to monitor the integrity of the financial statements, annual and interim reports and the auditor's report to ensure that the information presents a true and balanced assessment of the Group's financial position;
 - to review the Group's financial and accounting policies and practices;
 - to oversee the Group's financial reporting system, risk management and internal control systems;
 - to ensure the management has fulfilled its duty to maintain an effective internal control system; and
 - to review the external auditor's management letter and any questions raised by the auditor to the management and the management's response.
- 推薦委任、續聘或解僱外聘核數師，批准有關委任的薪酬及任期；
 - 檢討及監控外聘核數師的獨立性與客觀性；
 - 發展及實施聘用外聘核數師進行非審核服務的政策；
 - 監控財務報表、年報、中期報告及核數師報告的一致性，確保資料真實公允評估本集團財務狀況；
 - 檢討本集團的財務及會計政策與慣例；
 - 監督本集團的財務報告體系，風險管理及內部監控體系；
 - 確保管理層履行職責，維持有效內部控制體系；及
 - 審閱外聘核數師的管理函件與核數師向管理層提出的任何問題以及管理層的回覆。

Two meetings were held by the Audit Committee during the year ended 31 December 2023. The Audit Committee reviewed, together with the management and the external auditors, the consolidated financial statements for the year ended 31 December 2023, the accounting principles and practices adopted by the Group and statutory compliance. In addition to reviewing the Group's risk management and internal control systems and the effectiveness of the internal audit function, the Audit Committee also reviewed the independence of the external auditors and approved the remuneration and terms of engagement of the external auditors. Details of attendance of Audit Committee meetings of each of the members of the Audit Committee are set out in "Attendance of Individual Directors at Meetings" below.

董事會認為審核委員會成員擁有足夠會計及財務管理知識或經驗以履行彼等職責。審核委員會的主要職責包括：

- 推薦委任、續聘或解僱外聘核數師，批准有關委任的薪酬及任期；
- 檢討及監控外聘核數師的獨立性與客觀性；
- 發展及實施聘用外聘核數師進行非審核服務的政策；
- 監控財務報表、年報、中期報告及核數師報告的一致性，確保資料真實公允評估本集團財務狀況；
- 檢討本集團的財務及會計政策與慣例；
- 監督本集團的財務報告體系，風險管理及內部監控體系；
- 確保管理層履行職責，維持有效內部控制體系；及
- 審閱外聘核數師的管理函件與核數師向管理層提出的任何問題以及管理層的回覆。

截至2023年12月31日止年度，審核委員會共舉行兩次會議。審核委員會與管理層及外聘核數師共同審閱截至2023年12月31日止年度之綜合財務報表，本集團採用的會計準則及慣例以及合規情況。審核委員會除檢討本集團風險管理及內部監控體系及內部審核功能的有效性外，亦檢討外聘核數師的獨立性並批准外聘核數師的薪酬及任期。各審核委員會成員出席審核委員會會議之詳情載於下文「各董事出席會議情況」。

Corporate Governance Report

企業管治報告

ATTENDANCE OF INDIVIDUAL DIRECTORS AT MEETINGS

The Code Provision stipulates that the board should meet regularly for at least 4 times a year at approximately quarterly intervals. The attendance of individual Directors at meetings of the Board, the Remuneration Committee, the Audit Committee, the Nomination Committee, the annual general meeting during the year ended 31 December 2023, respectively, is set forth in the table below:

各董事出席會議情況

守則條文規定董事會須定期舉行會議，每年至少4次，約每季度一次。截至2023年12月31日止年度，各董事出席董事會、薪酬委員會、審核委員會、提名委員會及股東週年大會會議情況分別載於下表：

Meetings attended/Meetings held 出席會議情況／舉行的會議

Name of Directors	董事姓名	Meetings attended/Meetings held 出席會議情況／舉行的會議					Annual
		Board 董事會	Remuneration Committee 薪酬委員會	Audit Committee 審核委員會	Nomination Committee 提名委員會	General Meeting 股東週年大會	
Hu Xiang	胡翔	4/4	N/A 不適用	N/A 不適用	1/1	1/1	
Zhou Lingbo	周凌波	2/2	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用	
Ye Rong	葉榮	2/2	N/A 不適用	N/A 不適用	N/A 不適用	N/A 不適用	
Qu Deqian	屈德乾	4/4	1/1	N/A 不適用	1/1	1/1	
Li Tianshu	李天舒	4/4	1/1	2/2	1/1	1/1	
Zhang Han	張涵	4/4	1/1	2/2	1/1	1/1	
Ge Xiaojing	葛曉菁	4/4	1/1	2/2	1/1	1/1	

Corporate Governance Report

企業管治報告

DIRECTORS' TRAINING

Pursuant to the Corporate Governance Code, all Directors should participate in continuous professional development to develop and refresh their knowledge and skills. The Directors are regularly briefed on the amendments to or updates on the relevant laws, rules and regulations. From time to time, Directors are provided with written materials to develop and refresh their professional skills. The Directors had fulfilled the relevant requirements under the Corporate Governance Code during the year ended 31 December 2023.

COMPANY SECRETARY'S TRAINING

Pursuant to rule 3.29 of the Listing Rules, the Company Secretary must take no less than 15 hours of relevant professional training in each financial year. The Company Secretary is Mr. Lau Wing and has taken more than 15 hours of relevant professional development during the year ended 31 December 2023.

SUPERVISORY COMMITTEE AND EXECUTIVE COMMITTEE

Pursuant to the Articles of Association of the Company ("Articles"), without prejudice to and in addition to complying with the applicable requirements set forth in the Listing Rules and other applicable laws and regulations, the Company has since 17 December 2009, the date on which its shares are listed on the Stock Exchange adopted a stringent system to avoid potential conflict of interests respecting transactions ("Relevant Transactions") in which any Directors are interested in, and transactions with any of our connected persons (as defined under the Listing Rules) or any company in which the controlling shareholder (as defined under the Listing Rules) of the Company or its shareholders, individually or collectively, owns a direct or indirect equity interest of 10% or above (including transactions with ZTE Corporation and Shenzhen Zhongxingindi Technologies Co., Ltd.) ("Relevant Companies"), as follows:

- (1) Any Relevant Transactions be approved by way of a resolution passed by a majority of the non-executive Directors and independent non-executive Directors, provided that any non-executive Director or independent non-executive Director interested in the transactions in question will declare his or her interest and will abstain from voting on such matters;
- (2) Any Director has a conflict of interest will not participate or be involved in matters relating to the Relevant Transactions;

董事培訓

根據企業管治守則，全體董事應參加持續職業發展計劃以拓展及更新知識及技能。本公司定期向董事介紹相關法律、規則及規例之修訂或更新。本公司不時向董事提供書面材料以拓展及更新專業技能。於截至2023年12月31日止年度，董事已履行企業管治守則下之相關規定。

公司秘書培訓

根據上市規則第3.29條，公司秘書每個財政年度應接受不少於15小時之有關專業培訓。公司秘書為劉榮先生，於截至2023年12月31日止年度已接受15小時以上之有關專業培訓。

監事委員會及執行委員會

根據本公司章程細則（「細則」），在不違反上市規則及其他相關法律及法規的有關規定且除遵守該等規定外，本公司自2009年12月17日（股份於聯交所上市日期）起採用如下嚴格制度避免董事擁有相關權益的交易與其他關連人士（定義見上市規則）或本公司控股股東（定義見上市規則）或其股東個別或共同擁有直接或間接權益10%或以上的公司之交易（「有關交易」）（包括與中興通訊及深圳市中興新地技術股份公司（「有關公司」）的交易）的潛在利益衝突：

- (1) 任何有關交易由大多數非執行董事及獨立非執行董事通過決議案批准，惟任何於交易中擁有權益的非執行董事或獨立非執行董事會須公佈其權益並放棄就該等事項投票；
- (2) 任何有利益衝突的董事不會參與或干涉有關交易事宜；

Corporate Governance Report

企業管治報告

- (3) An executive committee (the “Executive Committee”) comprising the chief financial officer and the deputy financial officer of the Company has been established to monitor, review and manage all Relevant Transactions, and to prepare semi-annual report in relation to the execution of the Relevant Transactions (“Semi-annual Report”) for the supervisory committee’s (the “Supervisory Committee”) review;
- (4) The Supervisory Committee comprising three independent non-executive Directors (each of whom shall not have any interest in any transaction under consideration by the Supervisory Committee and shall not be in a position of conflict of interest when acting in such capacity) has been set up, among other things, to supervise the Executive Committee, review and approve the terms and conditions of continuing connected transactions and Relevant Transactions, devise and review rules and guidelines for the Executive Committee to follow, review Semi-annual Report from the Executive Committee, report its findings to the Board and give recommendations to the Board to ensure that the Relevant Transactions will be entered into in the interest of the Company and its shareholders as a whole; and
- (5) The Board will disclose the decisions, findings and recommendations on the transactions reviewed by the Executive Committee and the Supervisory Committee in the Company’s interim and annual reports.
- (3) 成立執行委員會（「執行委員會」）（包括本公司財務總監及財務副總監）監管、檢討及管理所有有關交易並編製訂立有關交易的半年度報告（「半年度報告」）供監事委員會（「監事委員會」）審閱；
- (4) 成立監事委員會（包括三名獨立非執行董事（均無持有監事委員會所考慮任何交易之權益且不會因其監事身份而存在利益衝突））監督執行委員會、檢討及批准持續關連交易及有關交易之條款及條件，修改及審閱執行委員會須遵從的規則及指引，檢討執行委員會的半年度報告，向董事會呈報結果並向董事會提供推薦意見，確保有關交易的訂立符合本公司及其股東整體利益等；及
- (5) 董事會於本公司中期及年度報告中披露執行委員會及監事委員會所審閱有關交易的決定、結果及推薦意見。

During the year ended 31 December 2023, two meetings were held by the Supervisory Committee to review the report on Relevant Transactions in respect of the sales and purchase entered into by the Group with the Relevant Companies prepared by the Executive Committee. As reported by the Supervisory Committee, (i) it had reviewed and approved the master agreements entered into by the Group and the Relevant Companies and considered the terms and conditions therein were fair and reasonable; (ii) it had reviewed the supplier procurement bidding documents and internal procurement procedures of the Group; (iii) it had devised and reviewed rules and guidelines for Executive Committee and the Executive Committee had followed accordingly; and (iv) it had reviewed the report submitted by the Executive Committee. The Supervisory Committee considered Relevant Transactions conducted during the review period were in line with the respective master agreements and the internal procedures of the Group, were on fair and normal commercial terms and there was no other matter that needs to be brought to the attention of the Board and shareholders of the Company.

截至2023年12月31日止年度，監事委員會已舉行兩次會議，審閱了執行委員會所編製本集團與有關公司就買賣而訂立的有關交易的報告。根據監事委員會的報告，監事委員會(i)已審閱及批准本集團與有關公司所訂立的總協議，且認為協議條款及條件公平合理；(ii)已審閱本集團的供應商採購標書及內部採購程序；(iii)已制訂及檢討執行委員會的規則及指引，而執行委員會亦已遵守有關規則及指引；(iv)已審閱執行委員會呈交的報告。監事委員會認為回顧期間進行的有關交易符合相關總協議及本集團的內部程序，且按公平正常的商業條款進行及再無其他事項需要董事會及本公司股東垂注。

Corporate Governance Report

企業管治報告

AUDITORS' REMUNERATION

Deloitte Touche Tohmatsu, Certified Public Accountants, the external auditors of the Company, were responsible for providing services in connection with the audit of the financial statements of the Group for the year ended 31 December 2023.

For the year ended 31 December 2023, the total remuneration in respect of audit services provided by Deloitte Touche Tohmatsu for the Group amounted to approximately RMB2.10 million.

The Audit Committee recommended to the Board (which endorsed the view) that, subject to shareholders' approval at the forthcoming AGM, Deloitte Touche Tohmatsu be re-appointed as the external auditors of the Company for 2024.

FINANCIAL REPORTING

The Board aims to present a comprehensive, fair and understandable assessment of the Group's performance, position and prospects. The management provides such explanations and information to enable the Board to make an informed assessment of the matters put before the Board for approval.

The Directors acknowledge their responsibilities for preparing the financial statements of the Group and for ensuring that the financial statements are prepared in accordance with applicable statutory requirements and accounting standards.

The Group has announced its annual results in a timely manner within the limits of three months after the end of the financial period, as laid down in the Listing Rules.

RISK MANAGEMENT AND INTERNAL CONTROL

The main objectives of the Group's risk management and internal control systems are to provide a clear governance structure, policies and procedures, as well as reporting mechanism to facilitate the Group in managing risks across its business operations.

The Group has established a risk management framework, which consists of the Board of Directors, the Audit Committee and the Risk Management Taskforce. The Board of Directors assesses and determines the nature and extent of risks that shall be taken in achieving the Group's strategic objectives, and ensures that the Group establishes and maintains appropriate and effective risk management and internal control systems. The Board also has overall responsibility for monitoring the design, implementation and effectiveness of the Group's risk management and internal control systems.

核數師薪酬

本公司外聘核數師德勤•關黃陳方會計師行(執業會計師)負責提供有關審核本集團截至2023年12月31日止年度財務報表之服務。

截至2023年12月31日止年度，德勤•關黃陳方會計師行為本集團提供核數服務之薪酬總額約為人民幣210萬元。

審核委員會向董事會推薦而董事會同意待股東於應屆股東週年大會批准後，續聘德勤•關黃陳方會計師行為本公司2024年的外聘核數師。

財務申報

董事會旨在以公允及易明的方式全面評估本集團的表現、狀況及前景。管理層提供詮釋及資料，使董事會對待批准之事宜作出知情評估。

董事會知悉彼等的職責為編製本集團財務報表，確保財務報表按有關法定規定及會計準則編製。

本集團根據上市規則的規定於財務期間結束後三個月內及時公佈年度業績。

風險管理及內部監控

本集團的風險管理程序及內部監控系統的目標是以清晰的治理架構、政策程序及匯報機制，促進本集團管理各業務範疇的風險。

本集團已建立風險管理組織架構，由董事會、審核委員會及風險管理小組組成。董事會負責評估及釐定本集團達成策略目標時所願意接納的風險性質及程度，並確保本集團設立及維持合適及有效的風險管理及內部監控系統。董事會亦負責全面監督本集團風險管理及內部監控系統的設計、實施及有效性。

Corporate Governance Report

企業管治報告

The Group has formulated and adopted a Risk Management Policy for providing direction in identifying, evaluating and managing significant risks on at least an annual basis, the Risk Management Taskforce identifies risks that would adversely affect the achievement of the Group's objectives, and assesses and prioritizes the identified risks according to a set of standard criteria. Risk mitigation plans are established and risk owners are then assigned for the management of those risks considered to be significant.

In addition, the Group has established an internal audit function to assist the Board of Directors and the Audit Committee with ongoing monitoring of the risk management and internal control systems of the Group. Deficiencies in the design and implementation of internal controls are identified and recommendations are proposed for their remediation. Significant internal control deficiencies are reported to the Audit Committee and the Board of Directors on a timely basis to ensure that they are promptly addressed.

Risk management and internal control reports are submitted to the Audit Committee and the Board of Directors at least once a year. The Board of Directors performs an annual review of the effectiveness of the Group's risk management and internal control systems including, but not limited to, changes in the nature and extent of significant risks after the review in the prior year, the Group's ability to cope with its business transformation and changing external environment; the scope and quality of the management's ongoing monitoring of risks and internal control systems; results of internal audit work; the extent and frequency of communication of the results of monitoring of risk management and internal control systems to the Board of Directors; significant failures or weaknesses identified and their related implications; and the effectiveness of the Group's processes for financial reporting and Listing Rules compliance. Following its review for the year ended 31 December 2023, the Board of Directors considers the Group's risk management and internal control systems are effective.

The risk management and internal control systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

本集團亦已制定及採納風險管理制度，提供有效的辨認、評估及管理重大風險的政策程序。風險管理小組至少每年一次對影響集團實現業務目標的風險事項進行識別，並通過規範的機制進行評價及排序，對主要風險制定風險緩解計劃及指定風險負責人以管理該風險。

此外，本集團設有內部審計職能，以協助董事會及審計委員會持續監督本集團的風險管理及內部監控系統，識別內部控制設計及運行中的缺陷並提出適當的整改意見。如發現嚴重的內部監控缺失，會及時向審核委員會及董事會匯報，以確保有關缺失得以適時處理。

風險管理報告和內部審計報告均至少每年提交審核委員會覆核並最終提交董事會審批。董事會就本集團的風險管理及內部監控系統是否有效會進行年度檢討，包括但不限於以下事項：自上年檢討後重大風險的性質及嚴重程度的轉變、集團應付其業務轉變及外在環境轉變的能力、管理層持續監察風險及內部監控系統的工作範疇及素質、內部審計工作結果、向董事會傳達監控風險管理及內部監控系統之結果的詳盡程度及次數、期內發生的重大監控失誤或發現的重大監控弱項以及有關影響、集團有關財務報告及遵守上市規則規定的程序是否有效等。根據董事會截至2023年12月31日止年度的檢討，董事會確認現有的風險管理及內部監控系統是有效的。

上述風險管理及內部監控系統旨在管理而非消除未能達成業務目標的風險。因此，該等系統只能就不會有重大的失實陳述或損失作出合理而非絕對的保證。

Corporate Governance Report

企業管治報告

PROCEDURES AND INTERNAL CONTROLS FOR THE HANDLING AND DISSEMINATION OF INSIDE INFORMATION

The Board has established an Inside Information Policy for the handling and dissemination of Inside Information. The Group complies with requirements of the Securities & Futures Ordinance (“SFO”) and the Listing Rules. It discloses inside information to the public as soon as reasonably practicable unless the information falls within any of the Safe Harbours, as provided in the SFO. Before information is fully disclosed to the public, the Group ensures that it is kept strictly confidential. If the Group believes that the necessary degree of confidentiality cannot be maintained or that confidentiality may have been breached, the Group would immediately disclose the information to the public. The Group is committed to ensuring that information contained in announcements is not false or misleading as to material fact, or omission of material fact, and to presenting information in a clear and balanced way, including through equal disclosure of both positive and negative information.

SHAREHOLDERS’ RIGHTS

As one of the measures to safeguard shareholders’ interests and rights, separate resolutions are proposed at general meetings on each substantial issue, including the election of individual Directors for shareholders’ consideration and voting.

Resolutions put forward at our shareholders’ meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of our Company and of the Stock Exchange after each shareholders’ meeting.

處理及發放內幕消息的程序和內部監控措施

董事會已制定有關處理及發佈內幕消息的內幕消息政策。本集團遵循證券及期貨條例和上市規則的規定，於知悉任何內幕消息後，在合理地切實可行的範圍內，會儘快向公眾披露該消息，除非有關消息屬於該條例下任何安全港條文的範圍。本集團在向公眾全面披露有關消息前，會確保該消息絕對保密。若本集團認為無法保持所需的機密性，或該消息可能已外泄，會實時向公眾披露該消息。本集團亦致力確保公告中所載的資料不得在某事關重要的事實方面屬虛假或具誤導性，或因遺漏某事關重要的事實而屬虛假或具誤導性，並以清晰、公允的方式呈列資料，包括透過平等披露正面及負面資料。

股東權利

作為保障股東權益及權利的一項措施，可於股東大會上就各重大事項（包括選舉個別董事）提呈個別決議案以供股東考慮及投票。

於本公司的股東大會上提出之決議案將根據上市規則以投票方式進行表決，投票結果將於個別股東大會後在本公司及聯交所的網站上公佈。

(i) Convening an Extraordinary General Meeting by Shareholders

Pursuant to Article 79 of the Company's Articles of Association, an extraordinary general meeting shall also be convened on the written requisition of any one or more members of the Company holding together, as at the date of deposit of the requisition, shares representing not less than one-tenth of the voting rights, on a one vote per share basis, of the Company which carry the right of voting at general meetings of the Company. The written requisition shall be deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and the resolutions to be added to the meeting agenda, and signed by the requisitionist(s). If the Board does not within 21 days from the date of deposit of the requisition proceed duly to convene the meeting to be held within a further 30 days, the requisitionist(s) themselves or any of them representing more than one-half of the total voting rights of all of them, may convene the general meeting in the same manner, as nearly as possible, as that in which meetings may be convened by the Board provided that any meeting so convened shall not be held after the expiration of three months from the date of deposit of the requisition, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to them by the Company.

(ii) Putting Forward Proposals at General Meetings

Shareholders who wish to put forward proposals at general meetings may achieve so by means of convening an extraordinary general meeting following the procedures set out in paragraph (i) above.

As regards the procedures for shareholders to propose a person for election as a Director, they are available on our Company's website (www.mobi-antenna.com).

(iii) Putting Forward Enquiries to the Board

For putting forward any enquiries to the Board, shareholders may send written enquiries to our Company by addressing them to the Company Secretary by mail at Unit A, 25/F, One Island South, 2 Heung Yip Road, Wong Chuk Hang, Hong Kong.

(i) 股東召開股東特別大會

根據本公司章程細則第79條，本公司任何一名或以上股東書面提請後亦可召開股東特別大會，該等股東於遞交提請當日須持有本公司不少於十分之一附有權利於本公司股東大會投票的股份（按每股一票計算）。書面提請須遞交本公司香港主要辦事處（倘本公司不再設置主要辦事處，則遞交註冊辦事處），並列明大會事項及將添加至大會會議議程的決議案並由提請人簽署。倘正式提請要求後21日內董事會未有正式召開須於該30日內舉行之大會，則提請人自身或代表彼等持有全部投票權一半以上的任何提請人可按盡量接近董事會召開大會的相同方式召開股東大會，惟按上述方式召開的任何大會不得於遞交提請當日起計滿三個月後舉行，而提請人因董事會未召開大會而產生的所有合理開支由本公司補償。

(ii) 在股東大會上提出建議

希望在股東大會上提出建議的股東可通過載於上文第(i)段所述的程序召開股東特別大會。

關於股東提名董事候選人的程序，已載於本公司的網站(www.mobi-antenna.com)。

(iii) 向董事會提出的查詢

股東可以書面向董事會提出對本公司的任何查詢，地址為香港黃竹坑香葉道2號One Island South 25樓A室，收件人為公司秘書。

Corporate Governance Report

企業管治報告

INVESTOR RELATIONS

During the year ended 31 December 2023, save as disclosed below, there has not been any change in the Company's constitutional documents.

CHANGE IN CONSTITUTIONAL DOCUMENTS

During the year ended 31 December 2023, the Company has amended its Articles of Association to among other things, confirm with the amendments to the Listing Rules and applicable laws of the Cayman Islands. An up-to-date version of the Company's Articles of Association is available on the Company's website and the Stock Exchange's website.

COMMUNICATION WITH SHAREHOLDERS

The Group establishes and maintains different communication channels with its shareholders through the publication of annual and interim reports, information of the Stock Exchange, a corporate website, and general and investor meetings. The Group is going to report to its shareholders twice a year and maintains a regular dialogue with investors.

The annual general meeting provides a useful forum for shareholders to exchange views with the Board. Separate resolutions are proposed at general meetings on each substantially separate issue, including the election of Directors.

投資者關係

於截至2023年12月31日止年度內，除下文所披露者外，本公司的組織章程文件並無任何更改。

更改組織章程文件

於截至2023年12月31日止年度內，本公司修訂了組織章程細則，以(其中包括)符合上市規則的修訂及開曼群島的適用法律。本公司最新的公司組織章程細則可於本公司網站及聯交所網站查閱。

與股東的溝通

本集團已設立及維持與股東溝通的不同渠道，包括刊發年度及中期報告、聯交所資料、公司網頁以及股東大會與投資者會議。本集團將每年向股東匯報兩次，並定期與投資者交流。

股東週年大會是讓股東有效地與董事會交流意見的討論會。股東大會上，將就每項具體的獨立事宜提呈獨立決議案，包括董事選舉。

Environmental, Social and Governance Report

環境、社會及管治報告



INTRODUCTION

CORPORATE PROFILE OF MOBI

MOBI Development Co., Ltd. (the “Company”) was incorporated in the Cayman Islands as an exempted company with limited liability on 16 December 2002. The shares of the Company were listed on Hong Kong Exchanges and Clearing Limited (the “HKEx”) on 17 December 2009 (Stock Code: 947).

We are one of the few one-stop providers of wireless communication antennas and base station Radio Frequency (“RF”) subsystems in China. Our business consists of the design, manufacture, marketing and sale of antennas, base station RF subsystems and solutions that are the required components of mobile communication coverage systems, including, wireless access systems (WiFi and PHS), 2G (GSM and CDMA), 3G (TD-SCDMA, CDMA2000, W-CDMA and WiMax), 4G (TD-LTE and FDD-LTE), 5G, MIMO antennas, satellite communication and microwave transmission networks.

引言

摩比公司介紹

摩比發展有限公司(「本公司」)於2002年12月16日在開曼群島註冊成立為獲豁免有限責任公司。本公司股份於2009年12月17日在香港交易及結算所有限公司(「香港交易所」)上市(股份代號：947)。

本公司為中國少數的一站式無線通信天線及基站射頻(「射頻」)子系統供應商之一。本公司的業務包括設計、製造、營銷和銷售天線、基站射頻子系統與解決方案，該等產品是移動通信覆蓋系統的必需部件，包括無線接入系統(WiFi和PHS)、2G(GSM及CDMA)、3G(TD-SCDMA、CDMA2000、W-CDMA和WiMax)、4G(TD-LTE和FDDLTE)、5G、MIMO天線、衛星通信網絡及微波傳輸網絡。

Environmental, Social and Governance Report

環境、社會及管治報告

We sell our products to network operators in China and overseas directly for deployment into the networks they are constructing and operating. We also sell our products to some of the world's leading wireless network solution providers who incorporate our products into their wireless coverage solutions, such as their proprietary base stations, which they then sell to network operators worldwide.

The Company relies on scientific management and a people-oriented corporate culture in pursuing "dedication, devotion, pragmatism and pioneership". We deem it our responsibility to provide our employees with an ideal working environment and development opportunities so that they can exert their full potential. Through scientific management, we aim to create a good working atmosphere for employees while providing reasonable incentives to promote their healthy growth. It is our relentless pursuit to satisfy customers, employees, investors and the whole community.

The Company adheres to the principle of sustainable development and lays great emphasis on environmental protection throughout its entire product life cycle in the course of its business operations, from product design and development, procurement of parts and components, manufacturing to product delivery. Through systematic planning and operation, we ensure that the impact on the environment is minimized, and that the use of resources is efficient from the source so as to reduce resource consumption and achieve energy conservation.

In terms of the establishment of its management system, the Company passed the ISO9001 Quality Management Systems Certification, TL9000 Information Communication Technology (ICT) Quality Management System Certification, ISO14001 Environmental Management System Certification, ISO45001 Occupational Health and Safety Management System Certification and ESD S20.20 ESD Protection Management System Certification. It made efforts in social responsibility management, risk management, carbon emission, conflict minerals and corporate governance by setting up and strictly complying with corresponding policies and standards, thereby achieving substantial results.

We are committed to providing quality and sophisticated products and building long-term partnerships with our customers.

本公司直接向中國和海外的網絡運營商銷售產品，以供配置於其構建及經營的網絡。本公司亦向若干全球領先的無線網絡方案供應商銷售產品，而後者將本公司產品整合於其無線覆蓋方案(如其專有基站)中，繼而銷售予世界各地的網絡運營商。

本公司依靠科學化的管理方式和以人為本的企業文化，奉行「敬業、奉獻、務實、開拓」的精神。公司以為員工提供理想之工作環境和發展機會為己任，鼓勵員工充分發揮個人的聰明才智。我們通過科學的管理，為員工創造良好的工作氛圍。使用合理的激勵手段，促使員工健康成長。讓客戶、員工、投資者以至整個社會滿意，是我們不懈的追求。

本公司堅持可持續發展之路，在公司經營活動過程中注重環保理念，從產品設計開發到零部件採購、生產製造、產品交付直至整個產品生命週期，通過系統化規劃和運作，確保對環境的影響減至最低，從源頭確保資源的有效利用，減少資源消耗，節約能源。

公司在管理體系建設方面，通過了ISO9001品質管理體系認證、TL9000資訊通訊技術行業(ICT)品質管理體系認證、ISO14001環境管理體系認證、ISO45001職業健康安全管理体系認證、ESD S20.20靜電防護管理體系認證，在社會責任管理、風險管理、碳排放、衝突礦產和公司管治方面也進行了相關建設，制定了相應的制度和規範，並依照這些規範和制度嚴格履行，取得了一定的成績。

本公司致力於提供高質量的先進產品並與客戶建立長期的合作夥伴關係。

Environmental, Social and Governance Report

環境、社會及管治報告

COMPANY VISION

"Becoming a global leading provider of RF technology for mobile communications."

CORPORATE MISSION

"Explore and walk on the path to survival and development of the Company with collective intelligence from employees; continuously bring management and technology innovation into practice; and develop MOBI into a global leading provider of RF technology for mobile communications."

CORE VALUES OF THE COMPANY

"Accountability, devotion, diligence and efficiency, team-spirit, care for people, mutual respect."

HUMAN RESOURCE DEVELOPMENT PHILOSOPHY OF THE COMPANY

"Human resource is the core to the sustainable rapid development of the Company. We pay close attention to the performance and remuneration of the employees, as well as their development."

TABLE OF CONTENTS

About this Report
Environmental/Occupational Health and Safety Policy of MOBI
General Rules on Corporate Social Responsibility of MOBI
Devotion to Environmental Protection
Emissions
Use of Resources
Environment and Natural Resources
Conflict Minerals
Establishment of a Team of Excellence
Staff Employment
Health and Safety
Development and Training
Labor Standards
Staff Activities
Responsible Supply Chain and Product Liability Management
Supply Chain Management
Product Liability
Compliance in Operation
Compliance with Laws and Regulation
Anti-corruption
Community Involvement
Charity Activities

公司願景

「致力於成為全球一流的移動通信射頻產品技術供應商。」

公司使命

「以全體員工的智慧探索並實踐企業生存與發展之路；不斷進行管理和技術創新；把摩比發展成為全球一流的移動通信射頻產品技術供應商。」

公司核心價值觀

「對客戶負責任，對工作有激情；勤奮高效，團隊協作；以人為本，互相尊重。」

公司人才觀

「人才是公司持續快速發展的核心，關注員工的工作，關注員工的待遇，關注員工的培養。」

目錄

關於本報告
摩比公司環境／職業健康安全方針
摩比公司社會責任總則
推進環境保護
排放物
資源使用
環境及天然資源
衝突礦產
打造卓越團隊
員工僱傭
健康與安全
發展及培訓
勞工準則
員工活動
負責任的供應鏈及產品責任管理
供應鏈管理
產品責任
合規經營
遵守法律及法規
反貪污
社區參與
公益活動

Environmental, Social and Governance Report

環境、社會及管治報告

ABOUT THIS REPORT

Pursuant to the requirements set out in the ESG Reporting Guidelines (“ESG Guidelines”), Appendix 27 of the Main Board Listing Rules of the HKEx, the Company is pleased to publish this report on the environmental, social and governance aspects for the disclosure on the relevant information (this “Report”). This Report covers the period from 1 January 2023 to 31 December 2023 (the “Reporting Period”). This Report mainly covers the performance of MOBI Development’s subsidiaries in three places of operation (Shenzhen, Guangdong; Xi’an, Shaanxi, and Ji’an, Jiangxi) with respect to environmental, social and governance.

The Board of Directors of the Company assumes full responsibility for the overall environmental, social and governance strategy and reporting of the Company, and has established a corporate social responsibility governance structure. The Board is responsible for assessing, determining and prioritizing the issuers’ risks in relation to environment, society and governance (including risks to the Company’s businesses) and for ensuring that the Company establishes appropriate and effective environmental, social and governance risk management and internal control systems, while the management is responsible for monitoring and managing the risks associated with environment, society and governance and the effectiveness of the management system. The management personnel will be responsible for checking the information disclosed in this Report, while the Board of the Company will be responsible for the review and approval thereof. The Board has authorized the environmental, social and governance working group to carry out the day-to-day work in relation to corporate governance and corporate social responsibility. The responsibilities of the working group include conducting internal and external materiality assessments, implementing the strategies and policies of the Board, preparing environmental, social and governance reports, and collecting and monitoring information and data related to daily corporate social responsibilities.

The Board of Directors (the “Board”) of the Company assumes the overall responsibility on the Company’s management tactics and reports on ESG as well as for the identification, assessment and determination of the Company’s risks concerning ESG and ESG target progression. The Board ensures that the Company has established a proper and effective system of ESG risk management and internal control. In addition to providing supervision and guidance, the Board regularly listens to management teams’ reports on production safety, operation and management, internal control, corporate social responsibility and ESG target. The Board assesses and ranks risk hierarchies, taking consideration of, among others, the impacts on our corporate strategies, policies, procedures and commitment, impacts on the Company’s competitive edges and management excellence, and current and future financial impacts on the Company. The Company has established an internal audit department and will also engage a third party to carry out an independent assessment of risk and internal monitoring systems every year to provide improvement suggestions on risk management and internal control as required. The management personnel will be responsible for checking the information disclosed in this Report, while the Board of the Company will be responsible for the review and approval thereof.

關於本報告

遵照香港交易所主板上市規則附錄二十七《環境、社會及管治報告指引》(「ESG指引」)所載之要求，本公司欣然發表本次有關環境、社會和管治報告(「本報告」)，對有關資訊予以披露，本報告的時間跨度為2023年1月1日至2023年12月31日(「報告期間」)，本報告內容主要覆蓋摩比發展旗下位於廣東深圳、陝西西安和江西吉安三處營運地點的環境、社會及管治表現。

本公司董事會對公司的整體環境、社會及管治策略及匯報承擔全部責任，並已建立企業社會責任管治架構。董事會負責評估、釐定及優次排列發行人有關環境、社會及管治的風險(包括對本公司業務的風險)，並確保本公司設立合適及有效的環境、社會及管治風險管理及內部監控系統。而管理層則負責監控和管理與環境、社會及管治有關的風險和管理體系的有效性。本報告內的披露內容由管理層人員核對，並由本公司的董事會審閱及批准。關於企業管治及企業社會責任相關事宜的日常工作，董事會已授權環境、社會及管治工作小組負責執行。而工作小組權責包括進行內部及外部重要性評核、執行董事會的策略及政策、編寫環境、社會及管治報告以及負責搜集及監控日常企業社會責任相關的訊息及資料。

本公司董事會(「董事會」)對本公司在ESG方面的管理策略及報告承擔全部責任，負責識別評估及確定本公司有關ESG的風險與ESG目標的進度，並確保本公司設立合規及有效的ESG風險管理和內部監控系統。董事會定期聽取管理層關於安全生產、經營管理、內部控制、履行社會責任、ESG目標等方面的匯報，並進行監督和指導。董事會對風險等級進行評估排序，考慮因素包括對本公司戰略、政策、流程和承諾的影響、對本公司競爭優勢及管理卓越性的影響，及對本公司當前和未來的財務影響。本公司已建立內部審計部門，亦會每年聘請第三方機構進行獨立風險及內部監控系統評估，按需要就風險管理及內部控制提供改善建議。本報告內的披露內容由管理層人員核對，並由本公司的董事會審閱及批准。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company conducts business activities in a responsible and sustainable manner to create value for employees, customers and shareholders, as well as to fulfill its commitment to the environment and society. We are well aware that exhaust gases and greenhouse gas emissions, sewage and waste generation can adversely affect the environment and we also understand the scarcity of natural resources. Therefore, the Company will persist in adopting appropriate measures to achieve sustainable development during its business operation. We are convinced that sustainability in business is not just window dressing, but is essential to the development of the Company. By adopting sustainable development practices, we will gain a competitive edge, increase our market share and bring value to our shareholders in the long run. On top of that, we will keep a focus on social responsibility and continue to take practical actions for the benefit of the community.

This Report has been prepared in accordance with four reporting principles in the ESG Guidelines, namely “quantitativeness”, “consistency”, “materiality” and “balance”.

“Quantitativeness”: The Company has established internal guidelines and procedures, by reference to industry practices, guidelines of exchanges or relevant government departments, laws and regulations, and has collected environmental performance data from various business departments and kept records from relevant monitoring instruments or supporting documents.

“Consistency”: The statistical method for the data and contents disclosed in the Report is the same as that for the previous year, and the same statistical and conversion methods have been used. Relevant historical data have been disclosed in the Report to give stakeholders a clearer understanding and comparison of the Company’s sustainable development performance.

“Materiality”: In defining material ESG issues related to the Company’s business and stakeholders, we maintain communication with internal and external stakeholders of the Group to understand their expectations and suggestions. We maintain close communication with all stakeholders, including employees, investors, customers, suppliers, local government agencies and local organizations, whether they are affected by or have a significant impact on our operating business.

“Balance”: This Report presents the Company’s environmental, social and governance performance in an impartial manner.

本公司以負責任且可持續發展的模式開展各項業務活動，為員工、顧客以及股東創造價值，履行對環境、社會的承諾。我們深知廢氣及溫室氣體排放、污水及廢棄物的產生會對環境產生不利影響，自然資源也是有限的。因此，本公司在發展業務的同時會堅持採取措施以實現可持續發展。我們深信業務可持續發展並非表面功夫，而是公司發展的必要條件。通過實踐可持續發展理念，我們將獲得競爭優勢，提高市場佔有率，並為股東帶來長遠利益。除此之外，我們也重視履行社會責任，對社區發展做出實際行動。

本報告遵循ESG指引中的四大彙報原則包括「量化」、「一致性」、「重要性」及「平衡」編寫。

「量化」：本公司參考行業慣例、交易所或相關政府部門之指引及法律法規，建立內部指引及流程，從各業務部門收集有關環境之績效資料，並保留相關之監控儀器記錄或支持文件。

「一致性」：報告所披露數據及內容的統計方法與去年一致，沿用相同的資料統計及換算方式。報告內已披露相關歷史數據，讓持份者更清楚瞭解及比較公司的可持續發展表現。

「重要性」：在界定對公司業務及對持份者相關的重要ESG議題時，我們與集團內部和外部持份者保持溝通以瞭解他們的期望和建議。不管是受我們的營運業務影響，或對我們的營運業務有重大影響的持份者，包括僱員、投資者、客戶、供應商、當地政府機構和地方關係組織，我們均與他們保持緊密溝通。

「平衡」：本報告不偏不倚地呈現本公司的環境、社會及管治表現。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company understands the importance of the stakeholders' participation in achieving its sustainable development, so the Company persists in communicating with relevant internal and external stakeholders regularly to know about their opinions on the Company's business development, environmental, social and governance aspects, and to help us satisfy the stakeholders' expectations. The Company's key stakeholders and the communication methods with them are as follows:

本公司明白持份者的參與對公司實現可持續發展的重要性，因此本公司堅持與相關內部及外部持份者作定期溝通，以瞭解他們對本公司業務發展、及有關本公司環境、社會及管治的意見，以助本公司滿足持份者的期望。而本公司重要持份者及與各持份者的溝通方法如下：

Stakeholders 持份者	Communication Methods 溝通方法	
Investors and shareholders 投資者及股東	<ul style="list-style-type: none">Website of the Group集團網站Shareholders' meeting股東大會	<ul style="list-style-type: none">Annual and interim reports年報及中期報告Announcement公告
Employees 員工	<ul style="list-style-type: none">Website of the Group集團網站Internal email內部電郵Employees training員工培訓	<ul style="list-style-type: none">Employees activities員工活動Enterprise WeChat企業微信Performance evaluation工作表現評核
Customers 客戶	<ul style="list-style-type: none">Website of the Group集團網站Customer hotline客戶熱線	<ul style="list-style-type: none">Questionnaire survey問卷調查
Suppliers 供應商	<ul style="list-style-type: none">Website of the Group集團網站Business meeting業務會議Performance evaluation表現評估	<ul style="list-style-type: none">Questionnaire survey問卷調查Plant visit廠房考察
Government and regulatory authorities 政府及監管機關	<ul style="list-style-type: none">Public consultation公眾諮詢Email電郵	<ul style="list-style-type: none">Evaluation report評核報告
Media and the public 傳媒及公眾	<ul style="list-style-type: none">Website of the Group集團網站	<ul style="list-style-type: none">Press release新聞稿

Environmental, Social and Governance Report

環境、社會及管治報告

The management of the Group regularly reviews the operation of its various departments, identifies relevant environmental, social and governance issues, consults and synthesizes the results of stakeholders' participation and assesses the significance of these issues to our business and our stakeholders. We will disclose in this Report the environmental, social and governance issues we deem to be most material. Our environmental, social and governance working group has verified and confirmed the major environmental, social and governance issues and their correlation with the key performance indicators of the corresponding ESG Guidelines. The materiality assessment results are shown as follows:

本集團管理層定期檢討各部門運作情況及鑒別相關環境、社會及管治事宜，參考和綜合處理持份者參與過程的結果，並評估相關事宜對我們的業務以及各持份者的重要性，將識別為重要的環境、社會及管治範疇披露於本報告中。我們的環境、社會及管治工作小組已核實及確認主要重大環境、社會及管治議題及彼等與相應方面及之環境、社會及管治指引的關鍵績效指標的關連。重要性評估結果排列如下：

Important Issues

重要議題

Environmental

環境

- Emissions
- 排放物
- Use of Resources
- 資源使用
- Environment and Natural Resources
- 環境及天然資源
- Conflict Minerals
- 衝突礦產

Social

社會

- Staff Employment
- 員工僱傭
- Health and Safety
- 健康與安全
- Development and Training
- 發展及培訓
- Labor Standards
- 勞工準則
- Employees Activities
- 員工活動
- Supply Chain Management
- 供應鏈管理
- Product Liability
- 產品責任
- Community Involvement
- 社區參與

Governance

管治

- Compliance with Laws and Regulations
- 遵守法律及法規
- Anti-corruption
- 反貪污

Environmental, Social and Governance Report

環境、社會及管治報告

Based on the materiality assessment results, this Report serves to provide an overview of our sustainable development principles, policies and actual practices under five topics, namely Devotion to Environmental Protection, Establishment of a Team of Excellence, Responsible Supply Chain and Product Liability Management, Compliance in Operations and Community Involvement and Visit and Guidance of Officials of the Government.

ENVIRONMENTAL/OCCUPATIONAL HEALTH AND SAFETY POLICY OF MOBI

We are committed to: conducting our business activities in a responsible manner for the environment and the health and safety of our staff, fulfilling our responsibilities in protecting the environment and promoting the health and safety of our staff, in order to provide more competitive products and services to our customers.

To this end, we have developed a clear environmental/occupational health and safety management policy, requiring us to:

- Maintain precautions for strengthening risk management;
- Comply with environmental and safety regulations, raise the awareness of all parties;
- Advocate green operations, step up emissions reduction;
- Emphasize pollution prevention, perform environmental and safety commitments
- Pay attention to employee health, ensure safe production;
- Create environmental and safety culture, support consultation and participation;
- Optimize environmental and safety performance, encourage continuous improvement;
- Collaborate with all stakeholders, achieve synergies and progress.

Details of the environmental/occupational health and safety management policy are as follows:

- Adhere to the ideology of maintaining precautions in the first place, establish, implement and maintain a documented EHS (“EHS”) management system, to achieve systematic and standardized management, incorporate risk management into our normal operations and business activities, and strengthen the identification, assessment and control of sources of danger and environmental risk factors of occupational health and safety, emphasize the identification and analysis of and response to risks and opportunities in our management system, and plan countermeasures;

根據重要性評估結果，本報告將透過推進環境保護、打造卓越團隊、負責任的供應鏈及產品責任管理、合規經營和社區參與及政府領導蒞臨指導五個主題來概述本公司的可持續發展方針、政策及具體實踐。

摩比公司環境／職業健康安全方針

我們承諾：本著對環境和人員健康安全負責的態度從事我們的商業活動，履行保護環境及保障人員健康安全的職責，進而向客戶提供更具有競爭力的產品和服務。

為此，我們制定了明確的環境／職業健康安全管理方針：

- 堅持預防為主，強化風險管理；
- 遵守環安法規，提高全員意識；
- 倡導綠色經營，厲行減排降耗；
- 強調污染預防，堅守環安承諾；
- 重視員工健康，確保安全生產；
- 營造環安文化，支持協商參與；
- 優化環安績效，推動持續改善；
- 聯合相關各方，協同整體進步。

環境／職業健康安全管理方針內涵如下：

- 堅持預防為主的工作思路，建立、實施並保持文件化的環境、安全、衛生（「環安衛」）管理體系，實行系統化和規範化的管理，將風險管理思維融入到日常經營和業務活動過程中，強化職業健康安全危險源及環境風險因素的識別、評估和控制，強調管理體系風險和機會的識別、分析與應對，做好措施策劃；

Environmental, Social and Governance Report

環境、社會及管治報告

- Comply with international agreements, laws and regulations and environmental and health and safety requirements of relevant parties, continue to provide education and training on the environment and health and safety, enhance the awareness, knowledge and skills of employees in terms of the environment and health and safety, to enhance the initiatives of all employees in taking part;
- Promote the philosophy of green operations, adhere to the sustainable development strategy, and incorporate it into the entire life cycle of products and services; consider and pay attention to the potential impacts on the environment in the early stage of the life cycle of products and services; taking into account the whole life cycle of product, adopt concrete measures in all aspects to prevent harm to the environment, reduce energy and resource consumption, and strive to achieve harmonious coexistence with the environment;
- Emphasize and raise the awareness of pollution prevention, and take prior control measures to avoid pollution; meantime, attach significance to the sustainable use of resources, mitigate and adapt to the climate change, and protect biodiversity and ecosystem, performing our commitment to environmental protection. The Company is also committed to eliminating sources of danger, and takes all feasible measures to reduce occupational health and safety risks;
- Put the occupational health and safety of our staff in the first place to ensure that all business activities strictly comply with respective working procedures and policies, so as to create a healthy and safe working environment for our employees with a pursuit of zero injuries and zero accidents;
- 遵守國際公約、法律法規及相關方在環境和健康安全方面的要求，持續導入環境與健康安全領域的教育及訓練，增進員工環境與健康安全方面的意識、知識和技能，提升全員參與的能動性；
- 倡導綠色經營理念，堅持可持續發展戰略，將之融入到產品和服務的生命週期全過程中，在產品和服務的生命週期早期階段就考慮和注意對環境可能造成的影響，從產品整個生命週期角度出發，在各個環節採取堅實措施，減少對環境的危害，降低能源和資源消耗，並努力實現與環境的和諧共存；
- 強調和樹立預防污染的意識，並採取先期控制措施以避免污染，同時重視資源的可持續利用、減緩和適應氣候變化、保護生物多樣性和生態系統，履行保護環境的承諾。公司亦承諾致力於消除危險源，並採取一切可行措施降低職業健康安全風險；
- 把員工的職業健康安全放在工作首位，確保在各項經營活動中均能嚴格執行各項工作程式和制度，為員工創造一個健康安全的工作環境，追求零傷害和零事故；

Environmental, Social and Governance Report

環境、社會及管治報告

- The Company strives to create and advocate a culture of protecting environment, saving resources, preventing pollution and paying attention to safety that supports the environment and occupational health and safety management system to achieve expected results. We have established and improved the Health and Safety Committee and ensured its exercise of functions. We have also set and implemented a mechanism and process for staff consultation and participation to ensure that our staff can actively participate in occupational health and safety activities, provide consultative suggestions and opinions and participate in process of the decision-making, thereby ensuring that our employees at all levels fully understand and are adequately communicated with the effective occupational health and safety management and the importance to meet its requirements;
- Continuously optimize environmental and health and safety management system performance, persevere in developing new technologies, processes, approaches and products that are beneficial to the environment and the health and safety of our employees, and always search for “better solutions”;
- Advocate the concept of EHS, and incorporate related requirements into our supply chain management activities, to improve performance with our suppliers, contractors, and subcontractors from the perspective of the overall supply chain, with a pursuit of a harmonious balance between corporate development, social responsibility and the health and safety of our employees, promoting common progress.
- 公司著力營造和倡導保護環境、節約資源、預防污染和注重安全的文化，支持環境和職業健康安全系統以實現預期結果。我們建立並完善了健康安全委員會，並確保其行使職能。我們還建立並實施了員工諮詢和參與機制和流程，以確保員工能夠積極參與職業健康安全活動，提供諮詢建議和意見，並參與決策過程，從而確保我們各級員工充分瞭解有效的職業健康安全管理及滿足其要求的重要性，並進行充分溝通；
- 持續改進環境和健康安全管理體系績效，堅持開發對環境及員工健康安全更有利的新技術、新流程、新方法及新產品，並始終堅信「沒有最好，只有更好」；
- 宣揚環安衛理念，將各項要求融入供應鏈管理活動，從整體供應鏈的角度改善與供應商、承包商和分包商的績效，追求企業發展、社會責任和員工健康安全的和諧統一，促進共同進步。

Safe production is a core value of the Company. It is the Company's basic responsibility to prevent casualties and fatalities of our employees and to create a safe and healthy working environment. The Company strives to become an outstanding organization with continuous improvement and long-term development. In developing the Company's strategic objectives, making action decisions and conducting daily operations, the Company will consider factors such as economy, environment, health, safety and social responsibility.

All of our management personnel are the medium to promote our priorities in the environment, health and safety, and the exponent for putting such ideas into practice. All employees are required to comply with the Company's safety regulations and policies. Employees are the Company's most essential wealth and each employee's contribution to the Company is unique and valuable. The Company encourages, recognizes and rewards employees for their active contributions to the Company's environmental, safety and health performance.

安全生產是公司的核心價值，預防全體員工發生意外傷亡，創建一個安全、健康的工作環境，是公司的基本責任。公司努力成為一個出類拔萃的具有持續改進和長遠發展的公司。在制定公司戰略目標、行動決策及開展日常活動的時候，公司會考慮經濟、環境、健康、安全和社會責任等因素。

本公司的所有管理人員均是環境、健康和安全第一理念的傳播人，並身體力行實現其理念，所有員工均需遵守公司的安全規範和制度。員工是公司的最重要財富，每個員工對公司作出的貢獻都具有獨特性且有價值的。公司鼓勵、認可和獎勵員工對本公司的環境、安全、健康業績的積極貢獻。

Environmental, Social and Governance Report

環境、社會及管治報告

GENERAL RULES ON CORPORATE SOCIAL RESPONSIBILITY OF MOBI

The Company manages its social responsibility and commitment within the scope of its control and influence, and ensures that the management systems and regulations it formulates comply with national laws and regulations and internationally recognized SA8000 ethical standards.

This includes the principles of the following international agreements and relevant national laws, regulations and policies: International Labor Organization Convention 29 and Convention 105 (forced labor and debt-bondage), International Labor Organization Convention 87 (freedom of association), International Labor Organization Convention 98 (right to organize and collective bargaining), International Labor Organization Convention 100 and Convention 111 (equal remuneration and discrimination), International Labor Organization Convention 135 (workers' representatives), International Labor Organization Convention 138 and Recommendation 146 (minimum age and recommendations), International Labor Organization Convention 155 and Recommendation 164 (occupational safety and health), International Labor Organization Convention 159 (vocational rehabilitation and employment), International Labor Organization Convention 177 (home work), The United Nations Convention on the Rights of the Child under The Universal Declaration of Human Rights etc.

The Company hires, manages and assigns employees in accordance with the requirements under relevant laws and regulations, including the Labor Law of the PRC, the Labor Contract Law of the PRC, the Social Insurance Law of the PRC, the Employment Promotion Law of the PRC, the Implementation Regulations of the Labor Contract Law of the PRC, the Special Rules on Labor Protection of Female Employees, the Provisions on the Prohibition of Using Child Labor (Order No. 364 of the State Council), Regulatory Standards for Penalties Against the Employment of Child Labor (Ministry of Labor, MOF Document, Laolizi (1992) 27), Regulations on the Special Protection of the Minority Workers and Anti-Unfair Competition Law of the PRC, pays employees' wages at standards higher than local minimum wages and complies with the provisions of the Labor Law on working hours, overtime compensation and remuneration. We strictly prohibit the recruitment of child labor.

摩比公司社會責任總則

本公司在可以控制和影響的範圍內管理有關社會責任和承諾，並確保制定的各項管理制度和規定遵守國家法律法規和國際普遍認可的SA8000道德標準。

這包括下列國際協議之原則及相關國家法律、法規與制度：國際勞工組織公約第29及第105號（強迫性勞動及債務工），國際勞工組織公約第87號（結社自由），國際勞工組織公約第98號（集體談判權利），國際勞工組織公約第100及第111號（男女工人同工同酬，歧視），國際勞工組織公約第135號（工人代表公約），國際勞工組織公約第138號及建議條款第146號（最低年齡及建議），國際勞工組織公約第155號及建議條款第164號（職業安全與健康），國際勞工組織公約第159號（職業康復與就業），國際勞工組織公約第177號（家庭工作），世界人權宣言聯合國兒童權利公約等。

本公司根據國家相關法律法規要求規定，包括《中華人民共和國勞動法》、《中華人民共和國勞動合同法》、《中華人民共和國社會保險法》、《中華人民共和國就業促進法》、《中華人民共和國勞動合同法實施條例》、《女職工勞動保護特別規定》、《禁止使用童工規定》（國務院令第364號）、《使用童工罰款標準的規定》（勞動部、財政部檔，勞力字(1992)27號）、《未成年工特殊保護規定》及《中華人民共和國反不正當競爭法》，招聘、管理和調派員工，以高於本地最低工資的標準支付員工的工資，並遵循勞動法中關於工時、加班及報酬之規定，以及嚴禁招用童工。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company promises not to use any form of forced labor or involuntary labor, to sign an employment contract with the employee's consent and full understanding of the terms, and not to require any employee to pay any "deposit" or deposit their identity documents at the time of employment.

The Company has appointed the manufacturing director of the senior management team to take full responsibility for the health and safety of all employees, and has formed Safety Production Committee of the Group and its subsidiaries for ensuring and achieving safe production on the part of the Company. The Company has established an occupational health and safety management mechanism to effectively identify sources of danger and to reduce and prevent potential threats to employees' health and safety through hazard assessment, preventive measures and related emergency mechanisms.

The Company is committed to providing a safe, clean, healthy and productive working environment for all employees by providing drinking water, medical and sanitation facilities, fire safety and proper ventilation conditions. The Company will also take necessary measures on its own initiative to minimize possible hazards in the workplace when possible in order to avoid work-related accidents and health hazards. The Company regularly conducts key inspection on the health and safety conditions in the workplace, canteens and dormitories, and makes constant improvements based on issues identified.

The Company provides training for all employees on health and safety, energy conservation, environmental protection and various management systems and standards. In addition, it also provides induction training for new staff, and retraining programs for transferring staff.

The Company has formed a trade union which helps its members to safeguard their legitimate rights and interests, encourages regular communications between employees and the Company, and assists with solving any special difficulties they have. The Company respects the freedom of all employees to participate in the trade union, and collective bargaining as well as their freedom of association.

本公司承諾不使用任何形式的強制勞動或非自願性勞動，在僱員同意並充分瞭解條款的情況下簽署員工合約，不會要求員工在受僱起始時交納「押金」或寄存身份證件。

本公司任命了高級管理層團隊之製造總監全權負責全體員工的健康與安全，組建了集團及各子公司安全生產委員會，負責確保和實現的公司安全生產。公司建立了職業健康安全管理体系，以有效識別危險源，並通過危險源評估，制定預防措施及應急處置相應機制，減少和避免產生對員工健康與安全的潛在威脅。

本公司承諾為全體員工提供一個安全、清潔、健康和有生產力的工作環境，提供飲用水、醫療和衛生設施、消防安全及適當的通風條件。本公司亦會主動採取必要的措施，在可能條件下最大限度地降低工作環境中的危害隱患，以避免在工作中發生危害健康的事故。本公司定期對工作場地、食堂和宿舍的健康及安全情況予以重點檢查，對發現的問題進行持續改進。

本公司對所有員工進行健康與安全培訓，節約能源和保護環境的培訓以及各項管理制度和標準的培訓。此外，本公司亦對新晉員工進行入職培訓，對調換崗位員工提供再培訓計劃。

公司成立了工會，協助其會員維護合法權益，鼓勵員工與公司進行定期溝通，並協助解決任何特殊困難。本公司亦尊重所有員工自由參加工會、集體談判和結社自由之權利。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company is strictly prohibited from engaging in or supporting matters based on race, ethnicity, social hierarchy, nationality, religion, physical disability, gender, age, sexual orientation, trade union membership or political discrimination in matters relating to the appointment, remuneration, welfare, training opportunities, promotion, discipline, dismissal or retirement.

The Company fully respects the personal religious beliefs and ethnic customs of employees. We prohibit any personal discrimination and infringement of rights. The Company does not interfere with the rights of employees to observe their religious beliefs and customs.

The Company undertakes to respect and treat every employee impartially. It prohibits compulsive, abusive or exploitative acts of intrusion in the form of gesture, language and physical contact. The Company also prohibits corporal punishment, mental or physical persecution and verbal humiliation.

The Company actively takes measures against extortion and bribery or any form of corruption, advocates fair and orderly competition and prohibits unfair competition.

In assessing and shortlisting suppliers, the Company considers the ability of suppliers to meet the requirements of the Company's policy and prioritizes those who have the ability to meet the requirements.

If necessary, the Company may provide information to stakeholders and communicate with them on, including but not limited to, the results of its management reviews and audits. The Company may provide stakeholders with reasonable information and access to information for them to determine whether the Company fulfills its social responsibility and ethical commitments. If there is any doubt as to whether the Company fulfills its obligation on social responsibility and ethical commitments, the Company will conduct timely investigations before handling and responding to related enquiries. If any employee presents a question as to whether the Company complies with the requirements of this provision, the Company will not penalize, dismiss or discriminate against the employee for it. If any violation of corporate social responsibility and ethical commitments is found, the Company will take appropriate remedial measures and corrective actions in accordance with the severity of its nature.

在涉及聘用、報酬、福利、培訓機會、升遷、紀律、解職或退休等事項上，本公司嚴禁從事或支援基於種族、民族、社會等級、國籍、宗教、身體殘疾、性別、年齡、性取向、工會會員或政治面貌上的歧視。

本公司充分尊重員工的個人宗教信仰和民族習慣，禁止任何人身歧視和權利侵害行為。本公司不會干涉員工行使遵奉信仰和風俗的權利。

本公司承諾尊重並公正地對待每一位僱員，公司不允許強迫性、虐待性或剝削性的性騷擾行為，包括姿勢、語言和身體的接觸，並禁止體罰、精神或肉體迫害以及言語侮辱。

本公司積極採取措施反對強取和賄賂等任何形式的腐敗行為，宣導公平有序的競爭，禁止不正當競爭的行為。

本公司在評估及挑選供應商時，會考慮供應商滿足本公司政策要求的能力，優先選擇有能力達到要求的供應商。

如有需要，公司可向持份者提供資料，溝通包括但不限於管理審核和監查活動的結果。公司向有關方面提供合理的資料和取得資料的管道，以供持份者確定公司是否符合其社會責任和道德承諾。有關方面質疑公司是否符合其有關社會責任和道德承諾規定的事項時，公司會進行適時的調查、處理並回應。若員工提出對公司是否遵守本規定的要求的疑問時，公司不會對其採取懲處、解僱或歧視的行為。如果發現任何違反公司社會責任和道德承諾規定的事項，公司會根據其性質嚴重性，予以適當的補救措施和糾正。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company engages third parties to conduct annual tracking and auditing of the relevant management system to ensure that it complies with relevant management system requirements and standards. In recent years, the Company has also received surveys on the EHS, carbon emissions, conflict minerals from key customers, to which the Company has given positive response. During the Reporting Period, the Company has not received any complaints and penalties from government, third parties and customers in these respects. In order to listen to all different opinions, the Group has a reporting mechanism, employee suggestion boxes and conducts regular opinion surveys, so that employees can report suspected misconduct, fraud, improper, fraud-related or safety-related issues without fear of retaliation. Our reporting mechanism and internal procedures ensure that the Group will make its best efforts to act confidentially and prudently, without the divulgence of the identity of the reporters and contents of the reports.

DEVOTION TO ENVIRONMENTAL PROTECTION

The Company persists in operating its business in an environmentally responsible manner and adheres to the concept of sustainable development by taking various measures to reduce the environmental impact arising from its production and business activities with an aim of achieving harmonious coexistence among the society, the environment and its stakeholders. The concepts of innovation and environmental consciousness have also been infiltrated into our entire product life cycle and all business processes from research and development, production, logistics to customer service. We spare no effort in reducing energy consumption, resource consumption and greenhouse gas emissions.

The Company has been monitoring and managing our emissions for many years. In recent years, we have also begun to monitor greenhouse gas emissions and energy consumption. We hope to strike a balance between business growth and environmental protection by improving our business operations and practice, and encouraging employees to work in an environmentally responsible manner in the workplace.

公司每年委託第三方機構對相關管理體系進行年度跟蹤及稽核，以確認公司遵循相關管理體系要求和規範的符合性。近年來，公司還接到了來自重點客戶就環安衛、碳排放、衝突礦產方面的調查，公司均進行了積極的回饋。本公司於報告期間沒有接到過政府、第三方機構和客戶在這些方面的投訴和處罰。為了聆聽所有不同的意見，本集團設有舉報機制、員工建議箱及定期意見調查，讓員工能夠在毋須擔心遭到報復的情況下，舉報懷疑行為失當、舞弊、不當、與欺詐相關或與安全相關的問題。我們的舉報機制和內部程序確保集團盡力以保密和謹慎的方式行事，不會洩露舉報人的身份和舉報的內容。

推進環境保護

本公司堅持透過對環境負責的方式經營業務，堅持貫徹可持續發展理念，並採取各種措施以減少生產及業務活動對環境可能造成的影響，實現社會、環境及持份者的和諧共生。我們將創新和綠色理念貫穿到整個產品生命週期以及研發、生產、物流、客戶服務等全過程，我們會努力不懈地減少能源消耗、資源消耗和溫室氣體排放。

本公司多年來持續對排放物進行監控和管理，近年來也嘗試開始監控溫室氣體排放量和能源消耗，我們希望通過改善營運實踐，取得業務增長和環境保護之間的平衡，鼓勵員工在工作場所中採取對環境負責的行為。

Environmental, Social and Governance Report

環境、社會及管治報告

The Company complies with the EU RoHS and China RoHS-related Directive. We conduct comprehensive management of hazardous substances from product design, procurement, production and delivery, to avoid the use of prohibited substances, and to ensure that the volume of restricted substances is within relevant restricted ranges. The Company also provides declarations of hazardous substances and the content of substances for customers that require them. Where necessary, the Company may also provide inspection reports from third parties on the composition of substances to customers as required.

The Company complies with the EU WEEE Directive and adopts ecological design concept in the product design stage with full consideration of recyclability of products, generalized design and the most economical design principle, to satisfy the recovery rate and the recycling rate of products and to minimize the environmental impact on the product life cycle from the source.

In general, the Company's production process and business nature enable low-emission, low-energy consumption and low pollutant generation. We are committed to operating our entire business in compliance with relevant environmental protection laws and regulations. During the Reporting Period, the Company did not violate any relevant environmental protection laws and regulations and was not subject to any related penalty either.

EMISSIONS

The Company focuses on the waste management arising from its operating process.

The Company mainly adopts mechanical processing, assembly and testing for its production and does not discharge industrial wastewater. The Company's domestic wastewater mainly comes from the drainage of office washrooms and water from its kitchen. There is no discharge of toxic, hazardous or special substances. For oily wastewater produced from cleaning canteen kitchens, solid waste is first filtered through cleaning tank filters. Preliminary filtered kitchen wastewater will flow towards a three-stage grease trap, where major pollutants are removed during grease treatment before being discharged into the municipal sewage pipe network. Toilet sewage will go through septic tank treatment in the industrial area, and will be discharged through the local municipal sewage pipe network.

本公司遵從歐盟RoHS及中國RoHS有關等指令，從產品設計、採購、生產、交付等環節進行全流程有害物質管理，避免使用禁用物質，並確保限用物質含量在規定範圍內。對於有需要的客戶，公司會向客戶提供有害物質保證聲明以及物質成分表資料，亦可按照要求向客戶提供物質成分第三方機構檢測報告。

公司遵從歐盟WEEE指令，在產品設計階段採用生態化設計理念，充分考慮產品的可回收設計、通用化設計和最省化設計原則，滿足產品的可回收率和再利用率要求，從源頭上將產品全生命週期中對環境的影響降低到最低。

總體而言，本公司的生產過程和業務性質屬於低排放、低耗能和低污染物產生。我們承諾整個業務運行遵循相關環保法律及法規。本公司於報告期間未曾違反任何相關環保法規，也未遭受過任何相關的處罰。

排放物

本公司注重營運過程中產生的廢棄物的管理。

本公司生產以機械加工、組裝和測試為主，生產過程中不產生工業廢水。而本公司生活廢水主要來源於辦公衛生間排水和廚房的生活用水，並無有毒、有害或特殊物質排放。食堂廚房清潔產生的含油廢水，首先需經過清洗池濾網，過濾掉固體雜物，初步過濾的廚房廢水會集中流向三級隔油池，經過隔油處理去除主要污染物後再排入市政污水管網。衛生間生活污水經工業區化糞池處理後，會通過當地市政污水管網排放處理。

Environmental, Social and Governance Report

環境、社會及管治報告

Industrial exhaust gas arising from the production process of the Company mainly come from residual lead-free solder exhaust, which is collected from exhaust gas collection devices installed in the workshops and led to the top floor of the workshops through pipelines to achieve high-altitude emissions. Meanwhile, we continue to improve the ventilation of our workshops. The emission of exhaust gases after treatment meets the "Air Pollutant Emission Limit" standards and produces little impact on the surrounding environment.

The noise sources of the Company include certain production equipment, such as the CNC punch press, stamping equipment, die-casting equipment, air conditioning units, air compressors, cooling towers, fans, pumps and other ancillary power equipment. With machine layout of the workshops and routine regular equipment maintenance, the noise generated in the production process meets the "Standard of Boundary Noise of Industrial Enterprise" and has limited impact on the surrounding environment.

The solid waste produced by the Company includes general industrial solid waste, domestic waste and a small amount of hazardous waste. Among these, the general industrial solid waste mainly comprises of production packaging materials, metal scrap, lead-free slag and plastic scrap, which are sold to relevant external parties after collection by category, for recycling treatment. Domestic waste is handled by environmental and health departments after collection by category. Residual hazardous waste produced during the production process mainly comprises of waste organic dissolvent, waste empty containers, waste oil, waste hydraulic oil and waste cutting solvent, the volume of which falls below the minimum requirements for transport, and so they are regularly delivered to external parties with relevant qualifications in hazardous waste disposal for collective treatment.

本公司生產過程中的工業廢氣主要是極少量的無鉛焊錫廢氣。通過車間內部設置的廢氣收集裝置，收集後的無鉛焊錫廢氣會通過管道引導致車間外頂樓作高空排放，同時加強車間通排風，處理後外排的廢氣可達到《大氣污染物排放限值》標準，對周圍環境影響不大。

本公司噪音源包括一些生產設備，如數控衝床、衝壓設備、壓鑄設備以及空調機組、空壓機、冷卻塔、風機、水泵等輔助動力設備。生產過程中產生的噪音，基於車間的機器佈局和日常定期的設備維護保養，已能夠滿足《工業企業廠界環境雜訊排放標準》，對周圍環境影響較小。

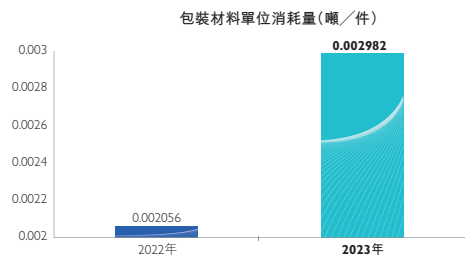
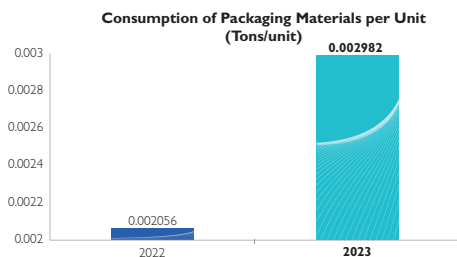
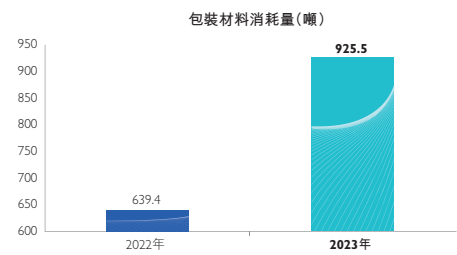
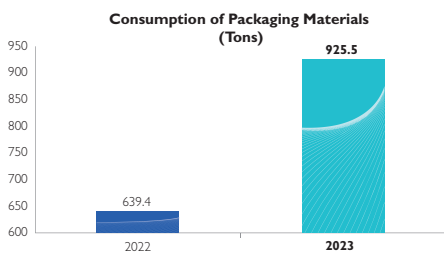
本公司產生的固體廢棄物包括一般工業固廢、生活垃圾和少量危險廢棄物。其中，一般工業固廢主要是一些生產包裝材料、金屬邊角料、無鉛錫渣及塑膠邊角料等。這些一般固廢經分類收集後，均出售給外部相關單位，由其回收處理利用；生活垃圾經分類收集後，交由環衛部門清運處理；生產過程中產生的少量危險廢棄物主要是廢有機溶劑、廢空容器、廢機油、廢液壓油、廢切削液等，這些廢棄物低於拉運量的要求，定期交由具有危險廢棄物處理資質的外部機構統一進行處理。

Environmental, Social and Governance Report

環境、社會及管治報告

In addition, through continuous improvement of our production process, including the gradual shift to semi-automatic or fully automated production methods, the Company strives to enhance production capacity and reduce labor input to increase production efficiency, while improving staff training and management to enhance operating performance, consummating and standardizing the management system of the Company, vigorously promoting clean production, and actively pursuing energy-saving measures by using environmentally friendly materials and improving the utilization of raw materials. We use recyclable packaging materials as many as possible to reduce pollutant emissions and achieve advanced circular economic standard.

除此之外，本公司還會通過持續的生產工藝改進，包括逐步採用半自動化或全自動化生產方式等，提高產品產量，減少勞動力投入，增加生產效率。同時亦會加強員工培訓和管理，提高員工操作水準，完善和規範公司管理制度，大力推行清潔生產，積極推行優化節能措施，選用環保材料及增加原料的利用率，盡量使用可回收利用的包裝材料，減少污染物排放，達成循環經濟先進水準。



Note: Antenna products used more packaging materials than other product categories, and the output of antennas increased by 100.06%. Therefore, the total consumption of packaging materials and the shipment and consumption per unit in 2023 increased as compared with 2022.

註：天線產品使用包裝材料數量較其他產品類別多，且天線產量增加100.06%，故2023年度包裝材料消耗量總量及單位出庫量消耗量較2022年度有增加。

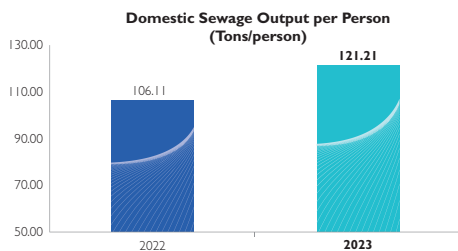
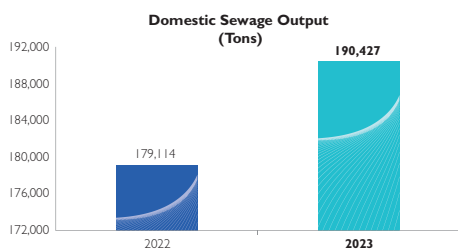
Environmental, Social and Governance Report

環境、社會及管治報告

The Company's statistics on waste in 2023 are as follows:

I. Industrial wastewater: none.

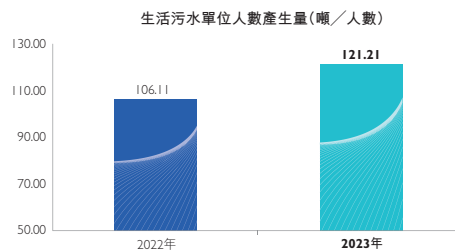
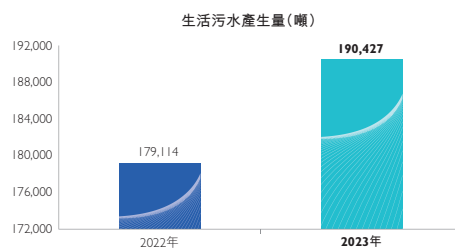
Domestic sewage: 190,427 tons, recording an increase in total output and output per person from 2022. Due to the water usage in the new die-casting workshop and the fiber reinforced plastic cover workshop in Ji'an site area and the decrease in the total number of employees, the overall total amount of domestic sewage and output per person increased. The Company has not encountered any major problems in obtaining suitable water sources.



本公司2023年度廢棄物統計資料如下：

I. 工業廢水：無。

生活污水：190,427噸，產生總量及單位人數產生量比2022年度有上升。因吉安廠區新增壓鑄車間和玻璃鋼外罩車間用水，且總人數降低，導致整體生活污水總量及單位人數產生量有所上升。本公司在求取適用水源上並沒有遇到任何重大問題。



Environmental, Social and Governance Report

環境、社會及管治報告

2. Lead-free solder exhaust: traces in compliance with regional environmental standard and without significant environmental impact.

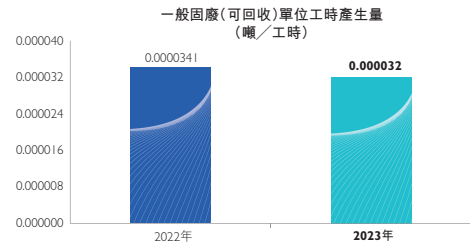
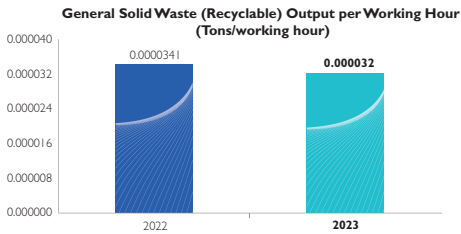
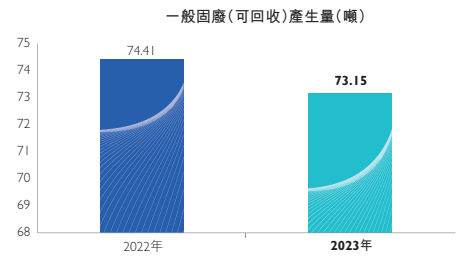
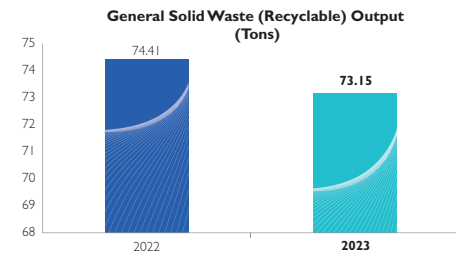
2. 無鉛焊錫廢氣：微量，符合地區環保標準且不會造成重大環境影響。

Factory noise: in compliance with regional environmental standards.

廠界噪音：符合地區環保標準。

General solid waste (recyclable): in 2023, the amount of general solid waste (recyclable) was 73.15 tons, and the amount of waste per working hour was 0.000032 tons, which was a trace amount. There was a decrease in the generation of solid waste (recyclable) as compared with 2022 due to the decrease in production in 2023.

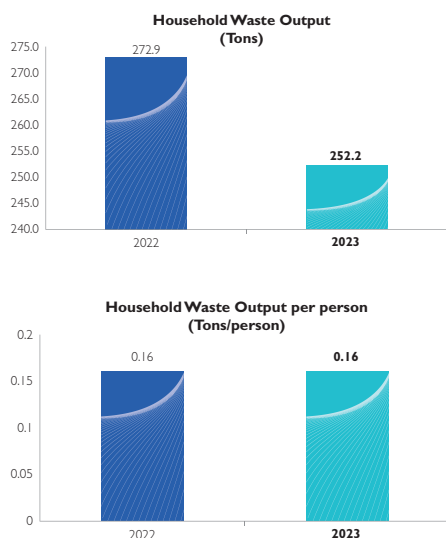
一般固廢(可回收)：2023年一般固廢(可回收)產生量73.15噸，單位工時廢棄物量0.000032噸，微量。因2023年度產量降低，導致一般固廢(可回收)產生量較2022年度降低。



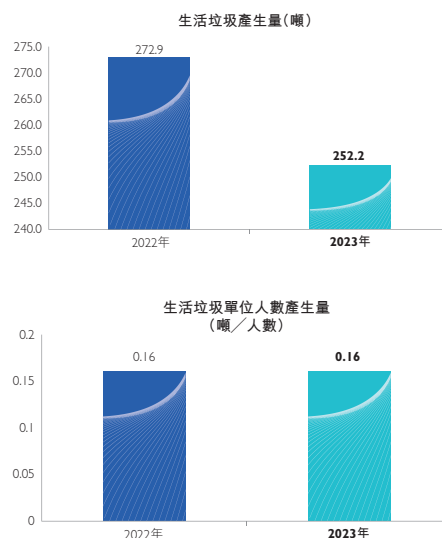
Environmental, Social and Governance Report

環境、社會及管治報告

3. Household waste: in 2023, the amount of household waste was 252.2 tons, and the amount of waste per person was 0.16. Household waste decreased as compared with 2022 due to the decrease in the number of employees and the strengthening of precise management of waste classification in 2023.



3. 生活垃圾：2023年生活垃圾產生量252.2噸，單位人數廢棄物量0.16。因2023年度人員減少，及強化垃圾分類精準化管理，所以生活垃圾比2022年有所降低。



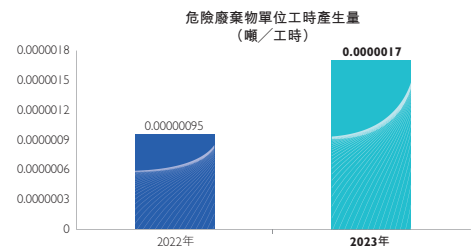
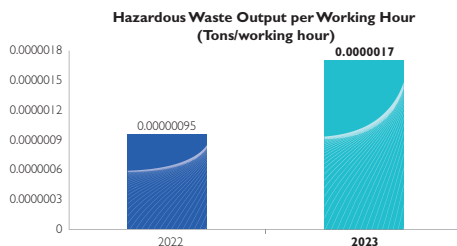
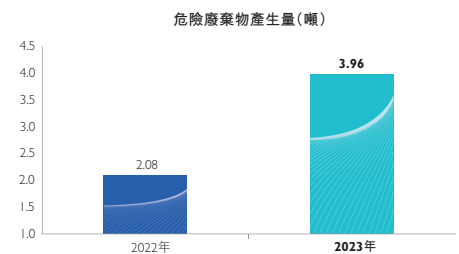
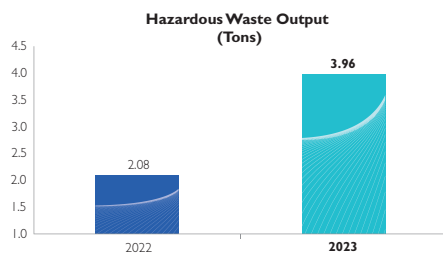
4. Hazardous waste: in 2023, the amount of hazardous waste was 3.96 tons, and the amount of waste per working hour was 0.0000017. Due to the hazardous waste generation in the new die-casting workshop and the fiber reinforced plastic cover workshop in Ji'an site area and the expiry of some of the waste fluxes in the antenna workshop, the amount of hazardous waste output and output per working hour increased. Based on the Company's average annual reduction in hazardous waste generation, continuously taking 2021 as the base year, the Company sets annual targets to manage and control the hazardous waste output per working hour, which is estimated to be reduced by 3.94% in 2025 and 8.65% in 2030. In order to achieve the expected objectives, the Company will make the following efforts:

4. 危險廢棄物：2023年危險廢棄物產生量3.96噸，單位工時廢棄物量0.0000017。因吉安廠區新增壓鑄車間和玻璃鋼外罩車間危險廢棄物產生，且天線車間部分廢助焊劑過期，導致危險廢棄物產生量及單位工時消耗量有增加。按照本公司的年均減少危險廢棄物產生量統計，持續以2021年為基準年，本公司危險廢棄物單位工時產生量每年度設定目標管控，預計2025年將減少3.94%，2030年將減少8.65%。為達成預期目標，本公司將為此做的努力如下：

Environmental, Social and Governance Report

環境、社會及管治報告

- | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|
| <p>1. set management and control objectives annually and incorporate them into daily management activities;</p> | <p>1、每年度設定管控目標，納入日常管理活動中；</p> |
| <p>2. strengthen the source control of hazardous waste generation, rationalize the procurement of chemicals, cutting oil, engine oil and other items to eliminate the generation of excess hazardous waste;</p> | <p>2、強化危廢產生源頭管控，合理化採購化學品、切削油、機油等物品，杜絕多餘危廢產生；</p> |
| <p>3. strengthen the management and control of the use process, collect chemicals, cutting oil, engine oil, etc. as needed, and store and use them in accordance with the instructions to avoid waste of chemicals, cutting oil, engine oil, etc., resulting in excess hazardous waste;</p> | <p>3、加強使用過程管控，按需領用化學品、切削油、機油等，並按照使用說明書保存、使用，避免各化學品、切削油、機油等浪費，導致多餘危廢產生；</p> |
| <p>4. control and manage hazardous waste in strict accordance with the requirements of the latest national hazardous waste list, and dispose of hazardous waste in a reasonable and compliant manner;</p> | <p>4、嚴格按照國家最新危廢名錄要求管控危廢，合理合規處置危廢；</p> |
| <p>5. implement measures such as anti-seepage and leakage prevention in the storage area of hazardous waste to avoid the proliferation and pollution of hazardous waste.</p> | <p>5、危廢儲存區域做好防滲、防漏等措施，避免危廢擴散污染。</p> |



Environmental, Social and Governance Report

環境、社會及管治報告

The statistics about the Company's total greenhouse gas emissions in 2023 were as follows:

本公司2023年度溫室氣體總排放量統計資料如下：

Emission 排放量	2023 2023年		2022 2022年	
	Carbon emissions (carbon dioxide equivalent) 碳排放量 (二氧化碳當量)	Volume per working hour 單位工時量	Carbon emissions (carbon dioxide equivalent) 碳排放量 (二氧化碳當量)	Volume per working hour 單位工時量
Total greenhouse gas emissions (tons) 溫室氣體總排放量(噸)	7,760.27	0.0034/working hour 0.0034/工時	7,042.06	0.0032/working hour 0.0032/工時
Scope 1 direct emissions – emissions from vehicles, power generators and boilers (tons) 直接排放(範圍1) – 汽車、發電機及 鍋爐排放(噸)	202.11	0.0001/working hour 0.0001/工時	216.68	0.0001/working hour 0.0001/工時
Scope 2 Indirect emissions – emissions from electricity (tons) 間接排放(範圍2) – 用電排放(噸)	7,558.15	0.0033/working hour 0.0033/工時	6,825.38	0.0031/working hour 0.0031/工時

As the Company's greenhouse gas emissions mainly involve electricity and relevant energy, there is a goal of reducing electricity consumption in 2023. Taking 2022 as the base year, the electricity consumption per working hour in 2023 was reduced by 1%. Meanwhile, for this purpose, the Company will make the following efforts:

按照本公司溫室氣體排放主要是涉及電及相關能源，2023年度有設定減少用電量的目標，以2022年度為基準年，2023年度單位工時減少用電量1%。同時，本公司將為此做的努力如下：

- the Company will adopt measures such as Operation Thunder (i.e. formulating water inspection standards, strengthening the frequency of daily inspections, focusing on the inspection of faucets and water valves, water pipes, sewers, direct drinking water, canteen dishwashers, operating pools, green spraying, etc., confirming that there is no abnormality or water leakage, meanwhile, posting water conservation signs to strengthen employees' awareness of water conservation, inspecting to achieve the purpose of promoting employees to save water and promptly making improvements when problems are identified) to save energy and reduce emission;
 - in daily production, the Company will reduce the energy and electricity consumption of each production equipment by continuously strengthening the daily maintenance of production equipment and carrying out optimization through technological measures, etc.;
- 採取雷霆行動(即：制定用水檢查標準，強化日常檢查頻率，重點對水龍頭及水閥、水管、下水道、直飲水、食堂洗碗機、操作水池、綠化噴灑等進行檢查，確認無異常、漏水等現象發生，同時張貼節約用水標識，強化員工節約用水意識。以檢查達到促進員工節約用水、發現問題及時改進等目的。)等措施節能減排；
 - 日常生產過程中，持續強化生產設備日常維護保養，採取工藝技術措施優化等方式，降低各生產設備能耗，減少用電量；

Environmental, Social and Governance Report

環境、社會及管治報告

3. the Company will continue to carry out publicity for the employees' awareness of energy saving and consumption reduction, so that the employees will develop the habit of saving electricity in daily work, such as turning off the lights when people walk away, thus reducing the electricity consumption.

3、持續員工節能降耗意識宣貫，日常工作中，養成節約用電習慣，做到人走燈滅等，減少用電量的產生。

Note 1: Total working hours in 2023 were 2,271,831.518 hours. Total working hours increased as compared with 2022, due to the increased difficulty in product production process in 2023.

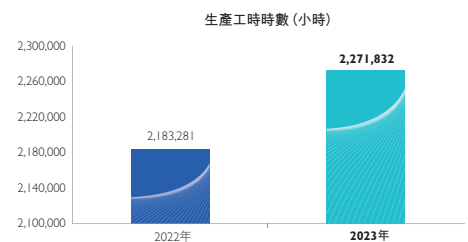
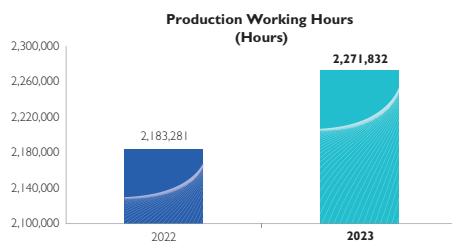
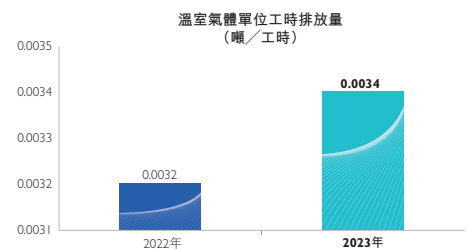
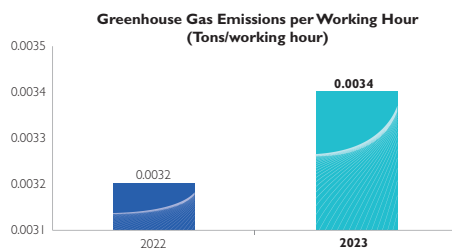
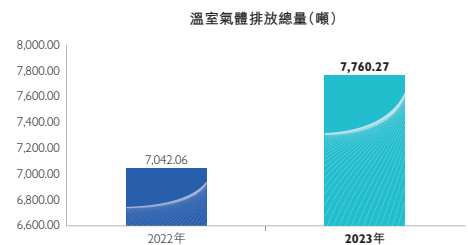
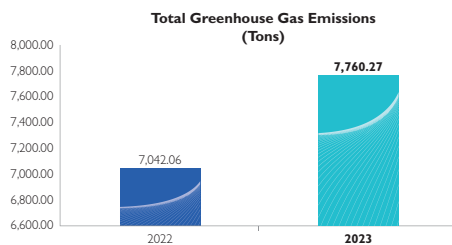
註1：2023年總工時為2,271,831.518小時。因2023年度產品生產工藝難度增加，導致總工時較2022年略有上升。

Note 2: The calculation of the above greenhouse gas emissions is based on the 2019 China Regional Grid Baseline Emission Factors announced by the Ministry of Ecology and Environment of the People's Republic of China.

註2：以上溫室氣體之計算是按照中華人民共和國生態環境部公佈之《2019年度中國區域電網基準線排放因數》。

Note 3: The total greenhouse gas emissions and the emissions per working hour increased slightly as compared with those of 2022. For detailed analysis of reasons, please refer to the following description on usage of energy resources.

註3：溫室氣體總排放量及單位工時排放量較2022年度均略有上升。具體原因分析詳見下面各能源資源使用情況說明。



Environmental, Social and Governance Report

環境、社會及管治報告

USE OF RESOURCES: ENERGY, WATER AND OTHER RAW MATERIALS

The main raw materials consumed in the Company's production are aluminum, copper, steel, plastic, PCB boards and others. At the product level, we focus on the efficient use of resources. In the product development stage, we conduct rigorous design and assessment to assure product features and performance while using a variety of materials in the most frugal manner by the use of environmentally friendly and recyclable or reusable materials. This not only ensures that costs can be controlled, but also reduces the consumption of resources. We promote clean production and strengthen equipment maintenance while improving energy efficiency.

In our daily office operations, we advocate the concept of energy-saving. Through regular self-examinations, inspection and reporting, we enhance the awareness and capability of our staff in energy-saving and reducing emissions. Meanwhile, we advocate a paperless office to reduce the use of paper, and always recycle and reuse waste paper, such as print and copy paper.

The Company attaches great importance to electricity saving, and promotes environmental protection and energy conservation through the implementation of relevant policies and measures to achieve energy conservation and consumption reduction. For example, we make full use of natural light when the weather is bright. We always choose energy saving products when purchasing lamps and electrical appliances. We switch off idle lights, computers and electrical appliances. In summer, our air conditioning is generally set at room temperature of above 26 degrees. We conduct timely maintenance of air conditioners to ensure their good operation. In addition, we encourage the use of telephone and video conferencing systems to reduce business travel. We also post some energy-saving tips on our intranet to remind employees to practice energy-saving ideas.

In terms of water saving, water in the Company comes from the city water supply system. It is mainly used as domestic water in our offices. Our production process does not involve industrial water and therefore does not have a serious adverse impact on rivers, lakes and underground water. We develop and refine water-saving management system and use water saving faucets and others, to ensure that the concept of water-saving is implemented in practice.

資源使用：能源、水及其它原材料

本公司生產所消耗的主要原材料為鋁材、銅材、鋼材、塑膠及PCB板材等。在產品層面，我們注重資源的有效使用，在產品開發階段，我們通過嚴格的設計和評審，確保在滿足產品功能和性能的同時最節儉地利用各種材料，使用環保的可回收或再利用的材料，既保證成本的受控，亦同時減少了資源的消耗。我們宣導清潔生產，加強設備維護保養，提高能源使用效率。

日常辦公活動中，本公司積極宣傳節能降耗資訊，通過定期自查自糾和檢查通報等方式，提升員工節能減排意識和能力。同時推廣無紙化辦公，以減少紙張的使用，對於回收的廢棄紙張，如列印和複印用紙，進行回收利用。

本公司高度重視節約電能，並通過實施相關制度和措施推動環保節能，實現節能減耗。比如，天氣晴朗時，盡量利用自然光；採購燈具和電器時，盡量採用節能產品；閒暇時間，關閉燈具、電腦和電器；夏日空調一般設定在室溫26度以上，及時維護空調確保運行良好。此外，本公司亦鼓勵員工使用電話、視訊會議系統來減少商務旅行；並於內聯網張貼一些節能方面的提示性標籤提醒僱員力行節能理念。

節約用水方面，公司用水取自城市供水系統，主要用途為辦公生活用水，在生產過程中並不涉及工業用水環節，因此不會對陸上的河流、湖泊、地下水造成嚴重影響。我們制定和完善節水管理制度，使用節水型水龍頭等，確保節水理念確切實行。

Environmental, Social and Governance Report

環境、社會及管治報告

Achieving the efficient use of resources not only requires a sound management system and implementation of relevant policies, but also the cooperation and support of staff. The Company strives to create a corporate culture that treasures resources, enhances employee awareness of environmental issues, and encourages employees to actively participate in and fulfill our environmental commitments.

有效使用資源，不僅需要完善的管理制度，相關政策的落實更有賴於員工的配合和支持。本公司努力營造珍惜資源的企業文化，提高員工的環保意識，鼓勵員工積極參與和實踐環保承諾。

The major energy and resources consumed by the Company in daily life are electricity, water, paper, natural gas, gasoline and diesel. The following table shows the use of energy resources for 2023 and 2022:

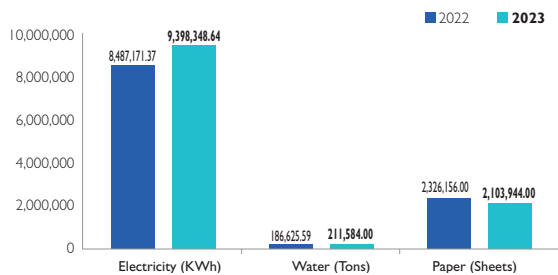
本公司日常消耗的主要能源和資源為電力、水、紙張、天然氣和汽油柴油。下表列示2023年度和2022年度的能源資源使用情況：

Energy Consumption 能源消耗	2023 2023年		2022 2022年	
	Total Consumption 消耗總量	Consumption per working hour 單位工時消耗量	Total Consumption 消耗總量	Consumption per working hour 單位工時消耗量
Electricity (KWh) 電(千瓦時)	9,398,348.64	4.137/working hour 4.137/工時	8,487,171.37	3.887/working hour 3.887/工時
Water (Tons) 水(噸)	211,584.00	0.093/working hour 0.093/工時	186,625.59	0.085/working hour 0.085/工時
Paper (Sheets) 紙(張)	2,103,944.00	0.926/working hour 0.926/工時	2,326,156.00	1.065/working hour 1.065/工時
Canteen liquefied gas (Litres) 食堂液化氣(升)	9,505.12	0.004/working hour 0.004/工時	12,419.50	0.006/working hour 0.006/工時
Motor gasoline (Litres) 車用汽油(升)	33,363.89	0.015/working hour 0.015/工時	27,239.07	0.012/working hour 0.012/工時
Motor and power generator diesel (Litres) 車用及發電機用柴油(升)	24,766.42	0.011/working hour 0.011/工時	31,950.28	0.015/working hour 0.015/工時

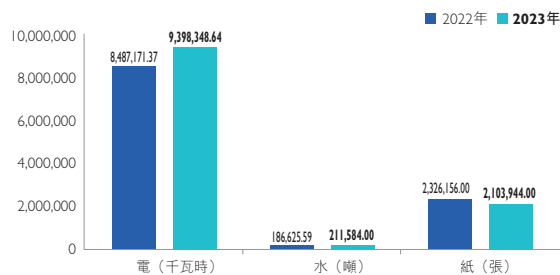
Environmental, Social and Governance Report

環境、社會及管治報告

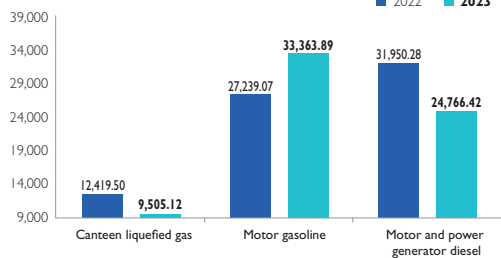
Total Consumption of Energy



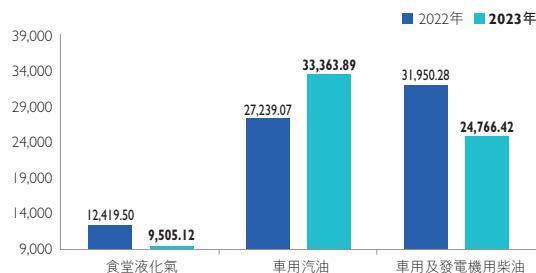
能源消耗總量



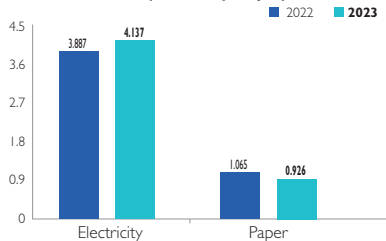
Total Consumption of Energy (Litres)



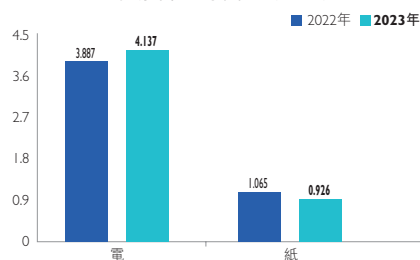
能源消耗總量 (升)



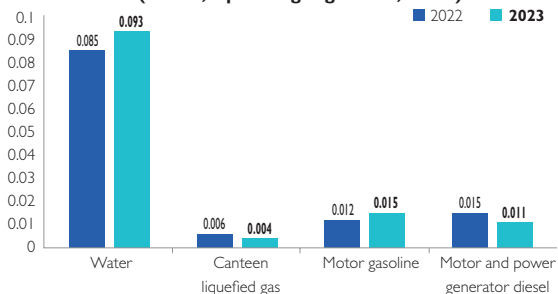
Energy Consumption per Working Hour (Electricity, Paper)



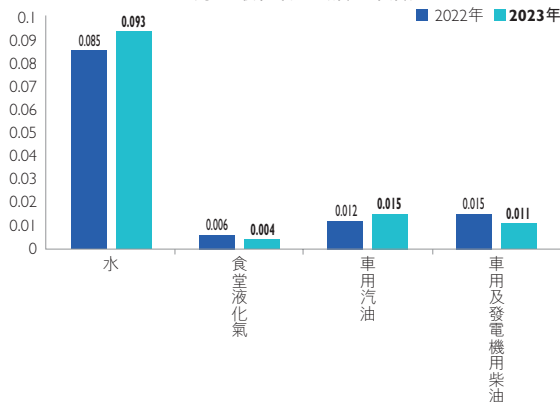
能源單位工時消耗量 (電、紙)



Energy Consumption per Working Hour (Water, liquefied gas gasoline, diesel)



能源單位工時消耗量 (水、液化氣、汽油、柴油)



Environmental, Social and Governance Report

環境、社會及管治報告

Among which:

I. The total consumption of electricity and the consumption per working hour in 2023 increased over those in 2022, mainly due to the consumption of electricity in the new die-casting workshop and the fiber reinforced plastic cover workshop in Ji'an site area, resulting in an increase in overall consumption of electricity and consumption per working hour. For the purpose of saving resources and protecting the environment, continuously taking 2021 as the base year, the Company sets annual targets to manage and control the amount of electricity generated per working hour and greenhouse gas emissions per working hour, which are estimated to be reduced by 3.94% in 2025 and 8.65% in 2030. In order to achieve the expected objectives, the Company will take the following measures:

1. set management and control objectives annually and incorporate them into daily management activities;
2. strengthen equipment transformation and improve efficiency;
3. renovate lighting energy-saving, control and improve electricity quality, and improve electricity utilization rate;
4. formulate electricity usage inspection standards, strengthen daily inspections, and identify problems and rectify them in a timely manner;
5. promote and train all employees on energy saving to strengthen the awareness of electricity saving.

其中：

I. 電的2023年度消耗總量和單位工時消耗量較2022年度有所上升，主要是因為吉安廠區新增壓鑄車間和玻璃鋼外罩車間用電，導致整體用電量及單位工時消耗量有所上升。本公司以節約資源，保護環境為目的，持續以2021年為基準年，本公司電能源單位工時產生量和溫室氣體單位工時排放量每年度設定目標管控，預計2025年將減少3.94%，2030年將減少8.65%。為達成預期目標，本公司為此作出以下措施：

- 1、每年度設定管控目標，納入日常管理活動中；
- 2、強化設備改造，效率提升；
- 3、照明節能改造，控制改善電能質量，提高電能利用率；
- 4、制定用電檢查標準，強化日常檢查，發現問題及時整改；
- 5、全員節能宣導和培訓，強化節約用電意識。

Environmental, Social and Governance Report

環境、社會及管治報告

2. The total consumption of water and the consumption per working hour in 2023 increased over that in 2022, mainly due to the water usage in the new die-casting workshop and the fiber reinforced plastic cover workshop in Ji'an site area, resulting in an increase in overall consumption of water and consumption per working hour. Taking 2021 as the base year, the Company sets annual targets for water output per working hour, which is estimated to be decreased by 3.94% in 2025 and 8.65% in 2030. In order to achieve the expected objectives, the Company will make the following efforts:
 1. set management and control objectives annually and incorporate them into daily management activities;
 2. strengthen the daily maintenance and management of water facilities to reduce or even eliminate the occurrence of water leakage and other abnormalities;
 3. formulate water usage inspection standards, strengthen daily inspections, and identify problems and rectify them in a timely manner;
 4. post water conservation signs, promote and train all employees on energy saving, and strengthen employees' awareness of water conservation.
2. 2023年度的用水消耗總量及單位工時消耗量較2022年度有所上升，主要是因為吉安廠區新增壓鑄車間和玻璃鋼外罩車間用水，導致整體用水量及單位工時消耗量有所上升。以2021年為基準年，本公司水能源單位工時產生量每年度設定目標管控，預計2025年將減少3.94%，2030年將減少8.65%。為達成預期目標，本公司將為此做的努力如下：
 - 1、 每年度設定管控目標，納入日常管理活動中；
 - 2、 加強用水設施日常維護與管理，減少甚至杜絕漏水等異常發生；
 - 3、 制定用水檢查標準，強化日常檢查，發現問題及時整改；
 - 4、 張貼節約用水標識，全員節能宣導和培訓，強化員工節約用水意識。
3. The total consumption of papers and the consumption per working hour in 2023 increased over those in 2022, mainly because the production and the number of employees decreased, and the Company continued to promote online approval of documents, strengthened the approval of paper applications and strictly controlled the amount of paper applications in 2023. The employees' awareness of saving paper was enhanced, which led to a decrease in paper consumption and consumption per working hour.
3. 紙張的2023年度消耗總量及單位工時消耗量較2022年度有所降低，主要是因為2023年產量及人員減少，公司持續推進線上單據審批，同時強化用紙申請審批，嚴控用紙申請量，員工節約用紙意識增強，導致用紙量及單位工時消耗量減少。

Environmental, Social and Governance Report

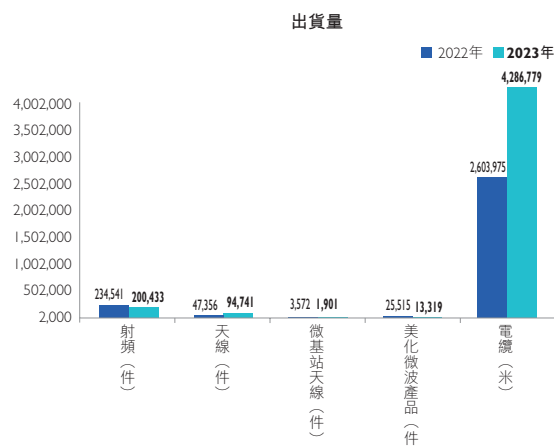
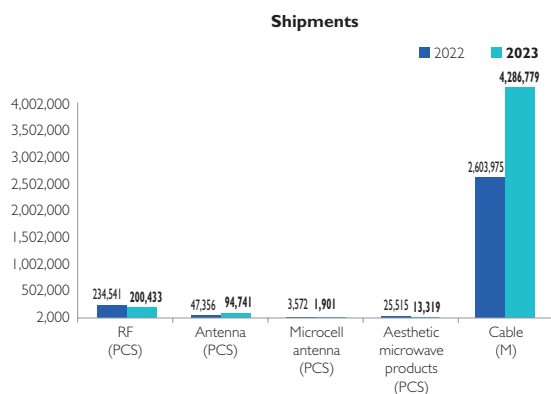
環境、社會及管治報告

4. The total consumption and the consumption per working hour of canteen liquefied gas in 2023 decreased over those in 2022, mainly due to the reduction in canteen liquefied gas consumption caused by the decreased number of employees and the decreased number of employees dining in canteens in 2023.
4. 食堂液化氣的2023年度消耗總量和單位工時消耗量均較2022年度有所降低，主要是因為2023年人員減少，食堂就餐人數減少，導致食堂液化氣使用量降低。
5. The total consumption of motor gasoline and the consumption per working hour in 2023 both increased over those in 2022, mainly due to the factors such as the increase in the number of employees on business trips, the advancement of the Company's R&D projects, and the replacement of rented shuttle buses with internal vehicles within the Shenzhen site area. As a result, the vehicle utilization rate has increased, leading to an increase in the total amount of motor gasoline and output per working hour.
5. 車用汽油的2023年度消耗總量和單位工時消耗量均較2022年度有所上升。主要是因出差人員增多、保障公司研發項目推進、深圳廠區內部車輛取代外租班車等因素，從而車輛使用率增加，導致車用汽油總量及單位工時產生量有所上升。
6. The total consumption of diesel and the consumption per working hour in 2023 both decreased over those in 2022, mainly due to the decrease in the transportation of truck products, resulting in a decrease in the total amount of diesel and the output of working hour.
6. 車用柴油的2023年度消耗總量和單位工時消耗量均較2022年度有所降低，主要因減少貨車產品運輸，導致車用柴油總量及單位工時產生量有所降低。

Type	類別	Shipments	
		出貨量	
		2023	2022
		2023年	2022年
RF (PCS)	射頻(件)	200,433	234,541
Antenna (PCS)	天線(件)	94,741	47,356
Microcell antenna (PCS)	微基站天線(件)	1,901	3,572
Aesthetic microwave products (PCS)	美化微波產品(件)	13,319	25,515
Cable (M)	電纜(米)	4,286,779	2,603,975

Environmental, Social and Governance Report

環境、社會及管治報告



ENVIRONMENT AND NATURAL RESOURCES

Based on the nature of the Company's main business, our business activities will not have a significant impact on the environment and natural resources. However, the Company will continue to enhance environmental protection to reduce any adverse effects on the environment brought about by our business operations.

According to the environmental laws, regulations and relevant policies of the PRC, including the Environmental Protection Law of the People's Republic of China, the Environment Protection Tax Law of People's Republic of China, Law of the People's Republic of China on Water Pollution Prevention and Control, Law of the People's Republic of China on Prevention and Control of Atmospheric Pollution, Law of the People's Republic of China on Prevention and Control of Noise Pollution, Law of the People's Republic of China on Prevention and Control of Environmental Pollution by Solid Wastes, and the Energy Conservation Law of the People's Republic of China. When carrying out project construction, the Company will assess the potential pollution arising during the construction and production process, the feasibility of governance measures, whether production processes and products are in line with clean production requirements, and the impact of the actual discharge of pollutants on surrounding environment. An Environmental Impact Assessment Report ("EIA Report") will be submitted to the environmental protection department in accordance with the laws and regulations.

With regard to major climate changes which may occur and affect the Company, such as typhoons, rainstorms and earthquakes, the Company has formulated the Emergency Preparation and Response Control Procedure, and routinely prepares an annual emergency response plan according to the requirements of the document. In case of any major climate change, the Company carries out emergency treatment according to the emergency response plan.

環境及天然資源

基於本公司的主要業務性質，我們的經營活動對於環境及天然資源不會產生重大的影響。但是本公司依然會不斷強化環境保護工作，減低營運對環境可能產生的不利影響。

根據我國的環保法律、法規和有關政策的規定，包括《中華人民共和國環境保護法》、《中華人民共和國環境保護稅法》、《中華人民共和國水污染防治法》、《中華人民共和國大氣污染防治法》、《中華人民共和國噪聲污染防治法》、《中華人民共和國固體廢物污染環境防治法》及《中華人民共和國節約能源法》。本公司在進行有關建設專案時，會針對該專案建設和生產過程中可能出現的污染發生情況、治理措施是否可行、生產過程和產品是否符合清潔生產要求，以及最終排放的污染物對周圍環境的影響等情況進行評價，並會按照法律規定向環保部門遞交環境影響報告書（「環評報告」）。

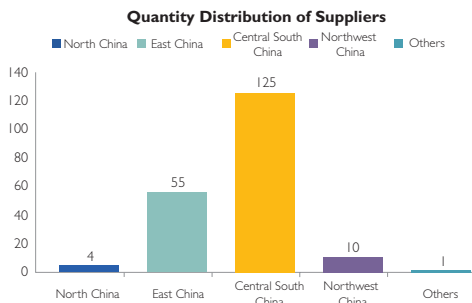
對於可能發生並對本公司產生影響的重大氣候變化，如颱風、暴雨、地震等，本公司有制定《應急準備和響應控制程序》，日常依據文件要求，擬製年度應急響應方案。當產生重大氣候變化時，依據應急響應方案步驟做出應急處置。

Environmental, Social and Governance Report

環境、社會及管治報告

CONFLICT MINERALS

Since the late 1990s, most of the minerals mining in the Democratic Republic of the Congo and its neighboring countries and territories has contributed to local armed conflicts, leading to long-term instability in the region and creating serious human rights and environmental problems. In 2012, the US Securities and Exchange Commission has required all securities issuers whose production processes involve the use of four types of minerals, namely tantalum, tin, tungsten and gold, to disclose their mineral sources. These four types of conflict minerals are widely used in the information and communications technology product manufacturing industry. The Company takes the initiative to refrain from using minerals from conflict-affected or high-risk areas and conducts surveys on conflict minerals every year in cooperation with clients. The Company has signed Conflict Minerals Agreements with a total of 195 related suppliers in 2023, and has undertaken not to procure and use metal minerals from conflict-affected or high-risk areas.

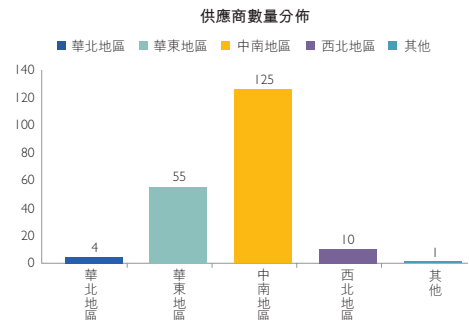


ESTABLISHMENT OF A TEAM OF EXCELLENCE

The Company is committed to creating a good working environment for its employees. We attach great importance to the value of talents, and select and make good use of talents in a variety of ways. We mainly recruit through on-campus and general recruitment. Our recruitment procedure is open, fair and reasonable. The Company has established a series of procedures and systems for standardized human resource recruitment and training, which have been strictly implemented. The human resource and corporate cultural management center of the Company undertakes education and training functions at all levels of the Company, providing valuable seminars to support and strengthen the knowledge and skills of employees for the benefit of their career development and promotion. The Company provides competitive remuneration packages, and sets working hours complying with relevant national policies and regulations. We also provide various types of paid leave, as required by the government, and do not allow any inequality or discrimination in respect of job opportunities and other aspects.

衝突礦產

自90年代後期開始，剛果民主共和國及其毗鄰國家和地區境內的大部分礦產開採助長了當地的武裝衝突，導致該地區長期不穩定，造成了嚴重的人權與環境問題。2012年，美國證券交易委員會針對鈹、錫、鎢、金四類礦產要求所有在生產過程中用到這四種金屬的證券發行企業披露其礦產來源。這四種衝突礦產被廣泛應用於資訊和通訊技術產品製造行業。本公司積極宣導不使用來自衝突地區或高風險地區的礦產，每年都會配合客戶做衝突礦產調查。2023年本公司相關的供應商總數為195家，均與之簽訂了衝突礦產協定，承諾不採購和使用來自衝突地區或高風險地區的金屬礦產。



打造卓越團隊

本公司致力為員工創造良好的工作環境。公司重視人才的價值，不拘一格選好人才、用好人才。招聘管道主要採用學校畢業生招聘和社會招聘，招聘過程公開、公正、合理，建立了一套規範化人力資源招募和培訓一系列流程和制度，並嚴格執行。公司人力資源與企業文化中心承擔全公司範圍內各級成員的教育訓練和培訓職能，提供有價值的培訓講座，為員工的職業生涯發展和晉升提供了知識儲備及能力提升支援。公司提供有競爭力的薪酬待遇，工作工時遵守國家相關政策規定，提供國家規定的各類帶薪休假，不允許有任何工作機會等方面的不平等或歧視現象。

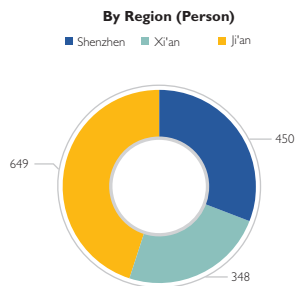
Environmental, Social and Governance Report

環境、社會及管治報告

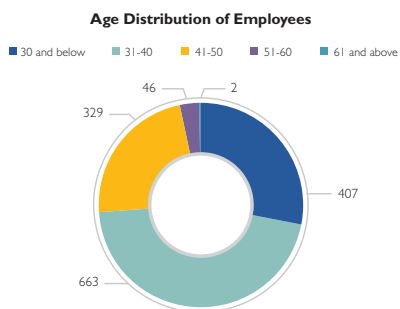
STAFF EMPLOYMENT

I. Employment Chart:

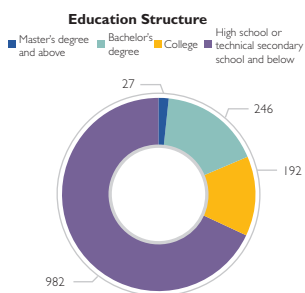
(1) Region Distribution Chart:



(2) Age Distribution Chart:



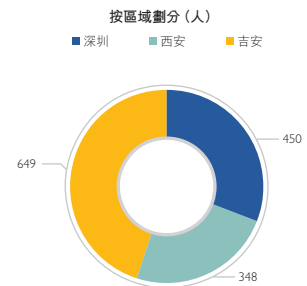
(3) Education Structure Chart:



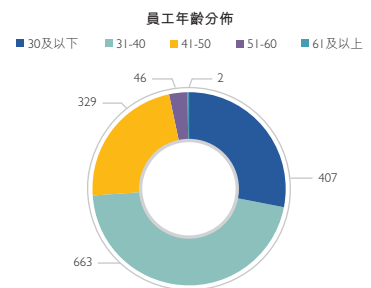
員工僱傭

I. 僱傭情況圖表：

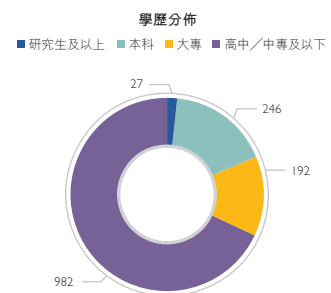
(1) 按照區域劃分：



(2) 年齡分佈圖表：



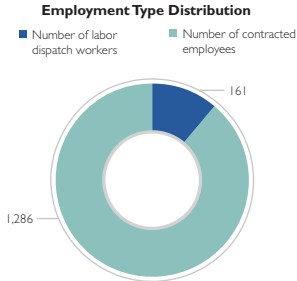
(3) 學歷分佈圖表：



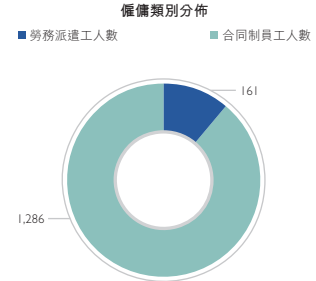
Environmental, Social and Governance Report

環境、社會及管治報告

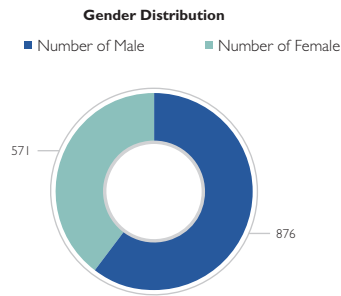
(4) Employment Type Distribution:



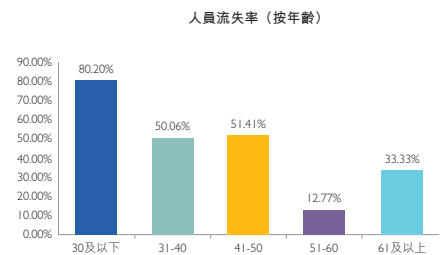
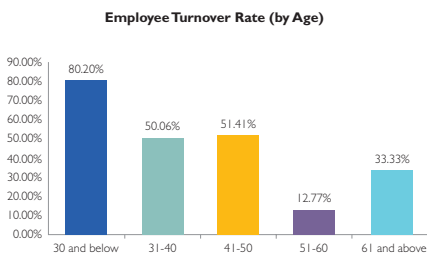
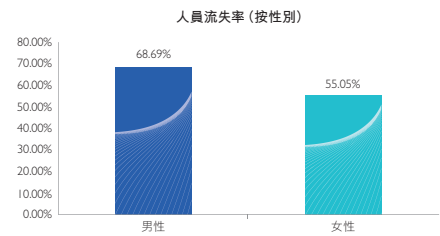
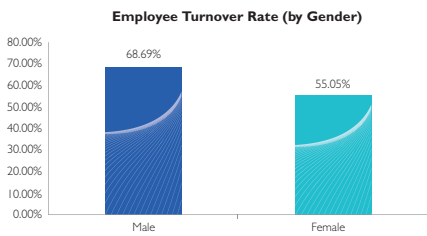
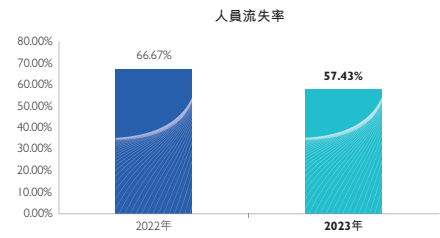
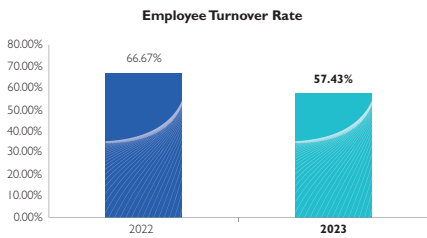
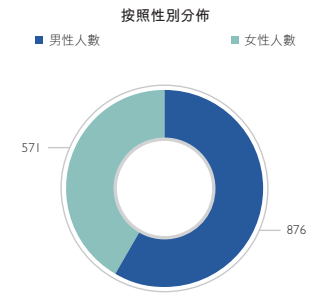
(4) 僱傭類型分佈：



(5) Gender Distribution Chart:



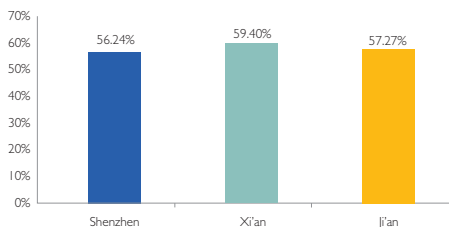
(5) 按照性別分佈：



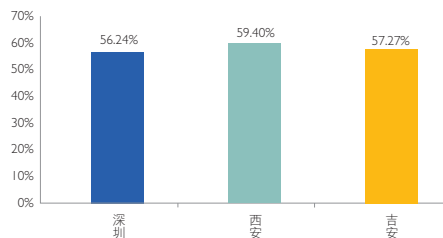
Environmental, Social and Governance Report

環境、社會及管治報告

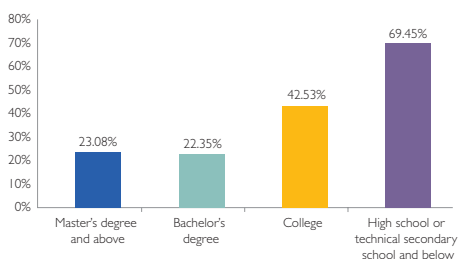
Employee Turnover Rate (by Region)



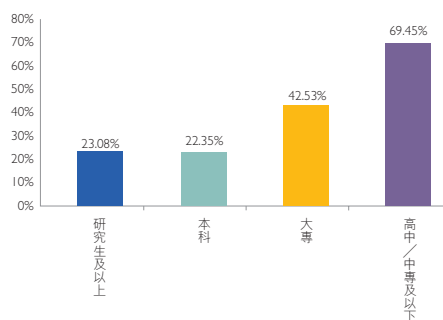
人員流失率 (按區域)



Employee Turnover Rate (by Education Structure)



人員流失率 (按學歷)



Note: The Company further strengthened the promotion of its corporate culture, increased employee benefits and job allowances, and improved employee satisfaction, thereby reducing the employee turnover rate.

註：進一步強化公司企業文化宣導，增加員工福利待遇及崗位津貼，提升員工滿意度，從而降低人員流失率。

Environmental, Social and Governance Report

環境、社會及管治報告

HEALTH AND SAFETY

The Company established an occupational health and safety management system which was recognized by the ISO45001. The day-to-day operation of the Company follows national laws and regulations, including the Production Safety Law of the People's Republic of China, the Law of the People's Republic of China on the Prevention and Control of Occupational Diseases, the Law of the People's Republic of China on Prevention and Treatment of Infectious Diseases, the Fire Control Law of the People's Republic of China, the Regulation on Work-Related Injury Insurances, the Regulations on Safety Supervision of Special Equipment, the Regulation on Work Safety Permits, the Measures for the Administration of Registration of Hazardous Chemicals, the Social Insurance Law of the People's Republic of China and the Measures for the Administration of Occupational Health Examination, and its health and safety policy and regulations to ensure a safe and healthy working environment and to protect the physical and mental health and safety of our employees. During the Reporting Period, the Company did not receive any report on the violation of laws and regulations related to health and safety in workplaces.

1. Staff health examinations: The Company provides staff health examinations on an annual basis. Funded by the Company, all staff are entitled to physical health checks at medical institutions where medical reports as well as health advices will be provided.
2. Occupational disease inspections: The Company conducts occupational disease inspections on annual basis for employees identified with potential exposure to minimize the risks. In 2023, a total of 350 employees have been arranged for occupational disease inspections.

健康與安全

本公司建立了ISO45001職業健康安全管理體系，並獲得認證。公司的日常營運遵循國家法律法規，包括《中華人民共和國安全生產法》、《中華人民共和國職業病防治法》、《中華人民共和國傳染病防治法》、《中華人民共和國消防法》、《工傷保險條例》、《特種設備安全監察條例》、《安全生產許可證條例》、《危險化學品登記管理辦法》、《中華人民共和國社會保險法》及《職業健康檢查管理辦法》，以及健康安全體系制度和規範，確保創造一個安全和健康的工作環境，保障員工的身心和健康安全。報告期間內，本公司並無發現任何違反與工作場所健康與安全有關之法律及規例的報告。

1. 員工健康體檢：公司每年開展員工健康體檢活動，由公司出資，安排醫療機構到公司為全體員工進行身體健康體檢，並出具體檢報告和提供健康方面的建議。
2. 職業病檢查：公司每年為識別出來的有潛在職業病影響的崗位員工進行職業病檢查，以防範出現職業病的風險。2023年，合計為350名員工安排職業病檢查。

Environmental, Social and Governance Report

環境、社會及管治報告

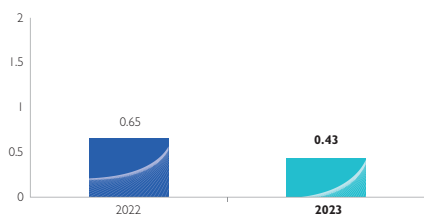
3. Work injury data: In the past three years, there were no cases of death arising out of work-related injuries in the Company. In the meantime, the Company recorded the total reportable accident rate per a million working hours of 0.43 and the lost-time rate per a million working hours of 22.23 in 2023, which decreased as compared with those of 0.65 and 262.18 in 2022, mainly because the Company further strengthened traffic safety protection measures for employees, strengthened internal safety production and traffic safety promotion and training, continued to enhance the Company's hazard source zoning management and control, and strengthened team assessment. Therefore, the total recordable accident rate per a million working hours and the loss-time rate per a million working hours in 2023 are lower than those in 2022.

(Note: total reportable accident rate per a million working hours = total number of reportable accidents (including work-related injuries and accidents) *106/total working hours, and lost-time rate per a million working hours = lost working hours (including work-related injuries and accidents) *106/ total working hours)

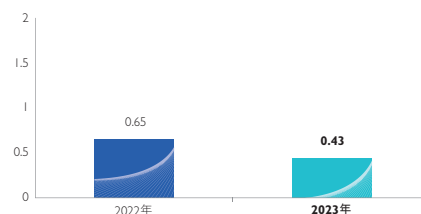
3. 工傷數據：近三年全公司未出現任何因工傷致死的案例。同時，公司2023年度百萬工時總可記錄事故率為0.43，百萬工時損失工時率為22.23，較2022年度百萬工時總可記錄事故率0.65，百萬工時損失工時率262.18均有所下降主要是因為進一步增強員工交通安全防護措施，強化內部安全生產及交通安全宣導和培訓，持續強化公司危險源分區管控，加強班組考核，故2023年度百萬工時總可記錄事故率、百萬工時損失工時率較2022年度有所降低。

(註：百萬工時總可記錄事故率=總可記錄事故起數(含工傷、意外)*106/總工時，百萬工時損失工時率=損失工時(含工傷、意外)*106/總工時)

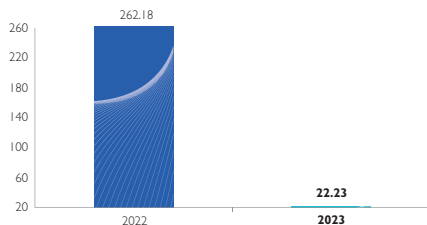
Total reportable accident rate per a million working hours



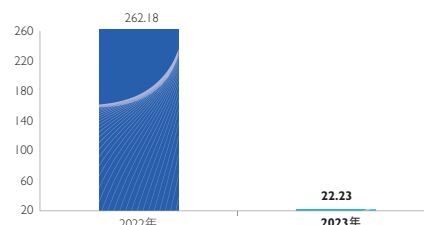
百萬工時總可記錄事故率



Lost-time rate per a million working hours



百萬工時損失工時率



Environmental, Social and Governance Report

環境、社會及管治報告

4. Health and safety manual: The health and safety manual is available to every employee at any time on the WeChat platform of the Company so that they could learn about the Company's health and safety concepts, strategies, measures, and safety guidelines, and know about what is right or wrong with pictures and texts, so as to prevent risks and reduce health and safety hazards.

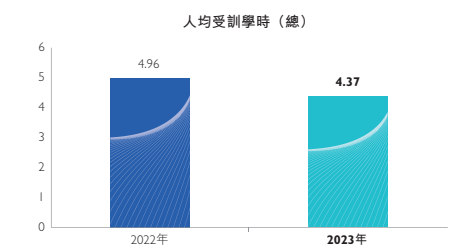
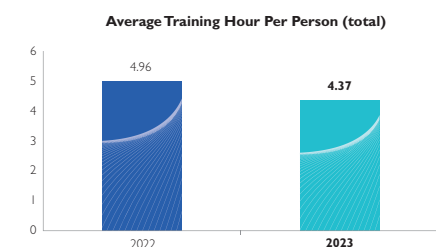
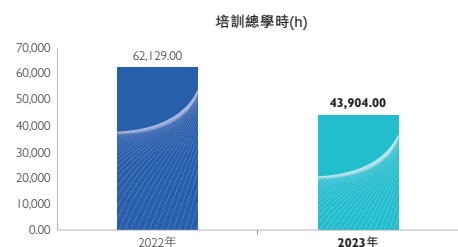
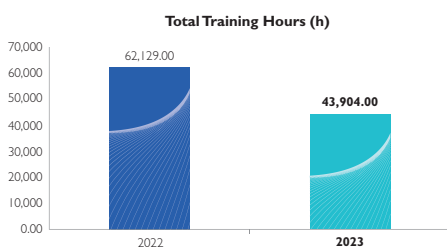
4. 健康安全手冊：每一位員工均可在企業微信平台上隨時閱覽到健康安全手冊，以方面員工系統瞭解公司的健康安全理念、策略、措施和安全行為準則等，讓員工能圖文並茂瞭解什麼是正確或錯誤的，從而預防風險並減少健康和 safety 隱患。

DEVELOPMENT AND TRAINING

The Company's human resource and corporate cultural management center has a wealth of courses, including courses on corporate culture and rules and regulations, new employee induction training courses, staff basic skills training, on-the-job knowledge training, management skills and leadership, and other aspects. The course lecturers include the Company's in-house instructors and external lecturers from external schools and training institutions. In 2023, the Company provided 43,904 hours of training, with a total of 10,052 trainees, representing 94.65% of the employee, and 4.37 hours of training per person. 91.67% of employees at middle and senior levels were trained, and 94.64% of general staff were trained. Female and male trainees accounted for 94.71% and 99.79% respectively. The decrease in the overall number of employees and the significant decrease in new recruits resulted in a decrease in total training hours and a slight decrease in the average training hours per person.

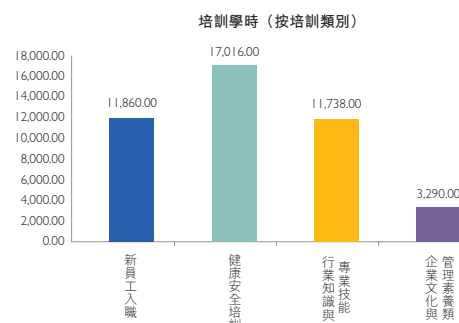
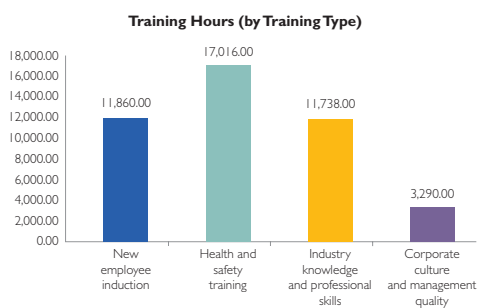
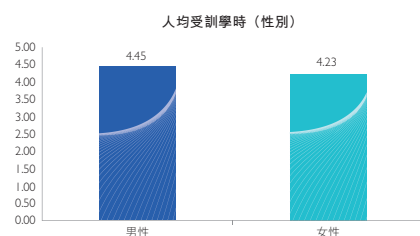
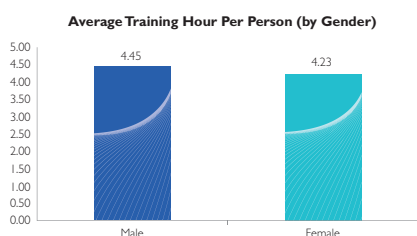
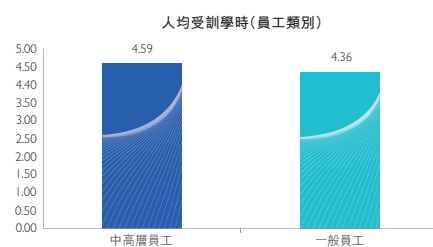
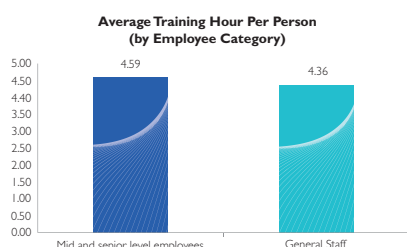
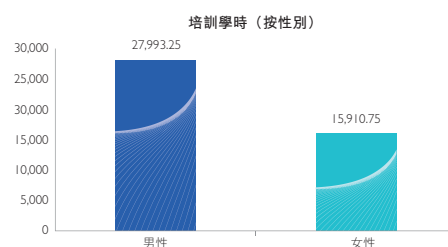
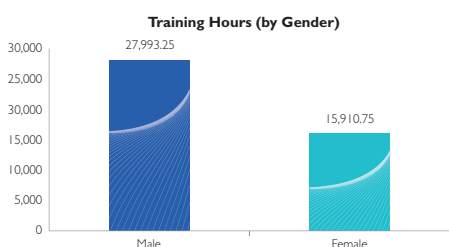
發展及培訓

本公司人力資源與企業文化管理中心設置了豐富的課程，包括公司文化和規章制度、新員工入職培訓課、員工基本工作技能培訓、崗位業務知識培訓、管理技能和領導力等方面的課程。課程的講師，既有公司的內訓講師，也有外部院校和資訊培訓機構的外聘講師。2023年度，公司共完成43,904個學時的培訓，培訓人次累計10,052人次，參加培訓的員工佔比94.65%，人均受訓學時4.37小時；中高層受培訓的人數比例為91.67%，一般員工受培訓的人數比例為94.64%；女性受培訓的人數比例為94.71%，男性受培訓的人數比例為99.79%；因整體員工人數減少，且新入職員工大幅減少，導致培訓總時數降低，人均培訓時數略有降低。



Environmental, Social and Governance Report

環境、社會及管治報告



The Company has also cooperated with a number of tertiary institutions. Through the provision of pre-courses to send students to the Company as interns, we hope to alleviate the disconnection between school learning and the actual needs of enterprises with common training of practical talents.

本公司亦與一些大專院校校企合作，通過設置前置課程輸送學員到公司進行實習，緩解學校學習與企業實際需求之間的脫節，共同培養實踐型人才。

The Company has established an internal platform for career development and promotion in operations, technology and management. Through a well-functioning mechanism, employees are encouraged to exert their talents, expand their horizons and maintain their vitality, ensuring that the development of our employees synchronizes with the development of the Company.

公司內部建立了經營、技術、管理三條線的員工職業發展晉升途徑，通過一套運作良好的機制，激勵員工發揮聰明才智，拓展視野，保持員工的活力，最終確保員工的發展能夠與公司的發展同步。

Environmental, Social and Governance Report

環境、社會及管治報告

(1) ISO9001|ISO14001|ISO45001|TL9000 Internal Auditor Training:

(1) ISO9001|ISO14001|ISO45001|TL9000內審員培訓：



(2) Compliance Training – Common “Red Light Zones” in Economic Transactions:

(2) 合規培訓 – 經濟往來行為中常見的「紅燈區」：



(3) Anti-corruption and Business Risk Control Training:

(3) 反腐敗與業務風控培訓：



Environmental, Social and Governance Report

環境、社會及管治報告

(4) TL9000 Data Collection and Management Training:

(4) TL9000數據收集與管理培訓：



(5) U9 System Financial Function Module Training:

(5) U9系統財務功能模塊培訓：



(6) Base Station Antenna and Business Training:

(6) 基站天線及業務培訓：



(7) Fire Drill:

(7) 消防演習：



Environmental, Social and Governance Report

環境、社會及管治報告

LABOR STANDARDS

The Company strictly abides by national laws and regulations, including the Labor Law of the PRC, the Labor Contract Law of the PRC, the Social Insurance Law of the PRC, the Employment Promotion Law of the PRC, the Labor Dispute Mediation and Arbitration Law of the PRC, the Law on Safeguarding Women's Interests and Rights of the PRC, the Law on the Protection of Minors of the PRC, the Implementation Regulation of the Labor Contract Law of the PRC, the Special Rules on Labor Protection of Female Employees of the PRC, the Provisions on the Prohibition of Using Child Labor, the Regulations on Paid Annual Leave for Employees and the Provisions on Minimum Wages. We do not employ child labor or use any forced labor in any of our businesses. In the recruitment of employees, we will verify the age of candidates through an identity card verification system to prevent non-compliance. During the reporting year, there was no violation of the Labor Law in any form. For details, please see "General Rules on Corporate Social Responsibility of MOBI" above.

In order to prohibit the use of child labor, the Company checks the ID cards, household registers, education certificates and knowledge mastery of the employees at the time of employment. The Company undertakes that it will not use any form of forced labor or involuntary labor, and that it shall not require employees to pay a "deposit" or deposit their ID cards at the time of employment. Each employee is provided with statutory social security such as five insurances and one fund (pension, medical, unemployment, employment injury, maternity, housing provident fund) in accordance with national policies. In addition, the Company will also maintain corresponding commercial insurance for employees as required. If any violations are found, the Company has established channels for employees to report immediately, and management will take immediate follow-up actions.

During the Reporting Period, the Group did not materially violate employment-related laws and regulations or labor standards. The Group's human resource policies and operations complied with local labor-related laws and regulations.

勞工準則

本公司嚴格遵守相關國家法律法規，包括《中華人民共和國勞動法》、《中華人民共和國勞動合同法》、《中華人民共和國社會保險法》、《中華人民共和國就業促進法》、《中華人民共和國勞動爭議調解仲裁法》、《中華人民共和國婦女權益保護法》、《中華人民共和國未成年工保護法》、《中華人民共和國勞動合同法實施條例》、《女職工勞動保護特別規定》、《禁止使用童工規定》、《職工帶薪年休假條例》及《最低工資規定》，所有業務均不會僱用童工或使用任何強制勞工。在進行員工招募時，會通過身份證驗證系統等確認應聘人員的年齡，以杜絕出現違規情況。在本報告所述年度，沒有任何形式違反勞動法的行為。細節見前述之「摩比公司社會責任總則」。

公司為嚴禁使用童工，在員工入職時進行身份證、戶口本、學歷證明、知識掌握程度等進行年齡核對；公司承諾不使用任何形式的強制勞動或非自願性的勞動，也不得要求員工在受僱起始時交納「押金」或寄存身份證，每一位員工按照國家政策提供五險一金（養老、醫療、失業、工傷、生育、住房公積金）等法定社會保障。另外，根據需要，公司亦會為員工提供相應的商業保險。如有發現任何違規行為，公司已建立有關渠道供員工即時匯報，管理層也會即時採取跟進行動。

於報告期間，集團並無發現重大違反僱傭相關法規及勞工標準的情況。集團的人力資源政策及營運均遵守當地勞工相關的法律及法規。

Environmental, Social and Governance Report

環境、社會及管治報告

All suppliers/contractors who provided services to the Company shall comply with the Working Procedures of Corporate Social Responsibility (CSR) Management of Suppliers, Contractors and Outsourcers, and shall not use child labor or force employees to work, and shall comply with labor law, labor ethics, environment and occupational health and safety and other laws and regulations of local governments.

The Company strictly follows national laws and regulations and provides various kinds of paid time off to ensure that every employee has reasonable working hours and holidays, including statutory holidays, marriage leave, maternity leave, paid annual leave and paid sick leave, so as to encourage employees to strike a balance between work and life.

STAFF ACTIVITIES: CULTURAL CAMPAIGNS AND RECREATIONAL SPORTS

We pay great attention to humanistic care and team building. For many years, we have been exploring new cultural and sports mechanisms for staff, striving to assist employees in achieving a work-life balance, improving the working and living conditions of staff and enhancing their happiness and sense of belonging.

(I) 2023 Mobi Sports Season:



為我司提供服務的供應商／承包商等，均需按照《供應商、承包商、及外包商企業社會責任(CSR)管理工作程序》文件要求執行，不得使用童工、不得強制員工勞動、滿足當地政府勞動法、勞工道德、環境、職業健康安全等法律法規要求。

公司嚴格遵循國家法律規定，提供各種類型的帶薪假期，確保每位員工擁有合理工作時間及假期，包括法定節日假期、婚假、產假、帶薪年假、帶薪病假等，鼓勵員工從工作與生活中取得平衡。

員工活動：文化宣傳、娛樂體育

我們注重人文關懷和員工凝聚力建設，多年來不斷探索員工文體工作新機制，努力幫助員工平衡工作與生活，提高員工工作和生活條件，提升員工幸福感和歸屬感。

(I) 2023年摩比運動季：



Environmental, Social and Governance Report

環境、社會及管治報告

(2) 2023 Dragon Boat Festival Handmade DIY Activities:



(2) 2023年端午節手工DIY活動：

(3) 2023 Mobi Cup Chess King Competition:



(3) 2023年摩比杯棋王爭霸賽：

(4) 2023 Women's Day "Forum on Goddess' Day":



(4) 2023年婦女節「女神節座談交流會」：

Environmental, Social and Governance Report

環境、社會及管治報告

(5) 2023 Company Team Building Activities:

(5) 2023年公司團建活動：



(6) “Be Responsible and Courageous” Exchange Meeting:

(6) 「心懷責任、勇於擔當」交流會：



(7) 2023 Cadre Management Improvement Activities:

(7) 2023年幹部管理提升活動：



Environmental, Social and Governance Report

環境、社會及管治報告

(8) 2023 MOBI Model Activities:



(8) 2023年度摩範活動：

(9) 2023 Learning from Toyota Activities:



(9) 2023年度學豐田活動：

Environmental, Social and Governance Report

環境、社會及管治報告

RESPONSIBLE SUPPLY CHAIN AND PRODUCT LIABILITY MANAGEMENT

SUPPLY CHAIN MANAGEMENT

The Company is committed to promoting the integrity of business practices and positive social responsibility, guiding the suppliers' code of conduct, and stipulating requirements on corporate social responsibility of suppliers in relation to integrity, law-abiding, respect for human rights, employment of labor, health and safety, environmental protection and business ethics. We require each supplier to follow the standard and the relevant laws and regulations of their place of operation, especially key suppliers with long-term cooperation.

Meanwhile, in respect of supply chain risk, the Company identifies and controls supply chain risks every year, including but not limited to customer communication risks, business risks, transportation risks and other risks.

The Company evaluates new suppliers and conducts an annual inspection of qualified suppliers according to the Working Procedures of Corporate Social Responsibility (CSR) Management of Suppliers, Contractors and Outsourcers and the Management Procedures of Acquisition of Suppliers, etc., to confirm whether the suppliers comply with the laws and regulations and the requirements of the Company in terms of labor ethics, corporate social responsibility, environment and occupational health and safety.

In 2023, we signed corporate social responsibility agreements with 195 suppliers with a view to exerting influence on their environmental, social and governance requirements. The types of agreements and undertakings signed are as follows:

“Supplier's Green Product (GP) Declaration”

“Supplier Quality Assurance Agreement”

“Supplier Quality Assurance Agreement – Supplemental Agreement”

“Corporate Social Responsibility (CSR) Agreement with Suppliers, Contractors, and Outsourcers of MOBI”

負責任的供應鏈及產品責任管理

供應鏈管理

本公司致力推行誠信的商業行為和積極的社會責任，宣導供應商行為準則，從誠信守法、尊重人權、僱用勞工、健康安全、保護環境和商業道德方面對供應商提出了企業社會責任要求。我們要求每一個供應商必須遵循該準則和運營所在地相關的法律法規，特別是長期合作的重點供應商。

同時，針對供應鏈方面風險，本公司每年都對供應鏈方面風險進行識別和管控，包括但不限於客戶溝通風險、商務風險、運輸風險等各方面風險進行識別和管控。

本公司依據《供應商、承包商、及外包商企業社會責任(CSR)管理工作程序》、《供應商開發管理程序》等文件要求，對新供應商進行評鑒，並對合格供應商進行年度監察，確認供應商在勞工道德、企業社會責任、環境、職業健康安全等方面是否符合法律法規及本公司要求。

2023年，我們與195家供應商均簽訂了企業社會責任協定，以期對供應商在環境、社會、管治要求方面施加影響。簽署的協定和承諾書種類如下：

《供應商綠色環保承諾書》

《供方品質保證協議》

《供方品質保證協議 – 補充協議》

《摩比公司供應商、承包商、外包商企業社會責任(CSR)協議》

Environmental, Social and Governance Report

環境、社會及管治報告

PRODUCT RESPONSIBILITY

The Company emphasizes the management of product responsibility. During the product research and development stage, we carry out stringent implementation of product management, not only to identify the requirements of product features and performance, but also to identify product requirements in terms of environment, safety, reliability and other aspects. We adhere to the industry and international standards to meet customer and legal requirements in all respects. During the production and delivery stage, in accordance with the processes and standards developed by the Company, we carry out product checks and tests at all stages from stocking, manufacturing to product delivery to ensure the safety of products delivered. In 2023, the Company did not receive any product returns due to product health and safety problems, and the customer satisfaction reached 92.9%.

In 2023, the Company received 6 complaints from customers. In responding to customer complaints, the quality assurance department of the quality center received the customer complaint information, and confirmed the complaint information with the sales department; the quality assurance department was responsible for transmitting the customer complaint information to the corresponding departments and following up until the case was closed.

The Company has implemented an intellectual property policy for many years. We have documenting procedures and systems to regulate the management and operation of the Company's intellectual property rights. As of the end of 2023, the Company has applied for 1,138 patents, an increase of 72 new patents as compared to the end of 2022. 836 patents have been granted, an increase of 47 new patents as compared to the end of 2022. No patent infringement incidents occurred in 2023. The Company has formulated internal controls to protect customer information. There are clear guidelines for the collection, storage, use and destruction of customer information. We have also adopted a variety of measures to prevent leakage, including providing training on the customer information confidentiality and conducting regular checks for each safety and security measure. The Company has also established a product recall system, and there were no product recalls caused by product quality and safety incidents in 2023. In accordance with customer requirements, the Company will sign business framework agreements on mutual cooperation with its customers to ensure that confidential information of both sides will not be disclosed. In 2023, the Company did not receive any complaints and litigation caused by leakage of customer information and confidential data. The Company has established a corresponding customer complaint and handling procedure to regulate the follow-up of customer complaints and product returns or exchange. In addition, the Company will maintain product liability insurance for customers' products in response to their individual requirements.

產品責任

本公司重視產品責任的管理，在產品研發階段，嚴格執行產品管理，不僅識別產品功能和性能方面的需求，而且會識別出產品在環境、安全、可靠性等方面的需求，遵循行業和國際標準，全方位滿足客戶及法律法規要求。在產品生產和交付階段，按照公司制定的流程和規範，在進料、製造過程、成品交付等各階段開展各項產品核對總和試驗活動，確保發出產品的安全性。2023年，公司沒有因產品健康和安全性問題導致的產品退貨，客戶滿意度達到92.9%。

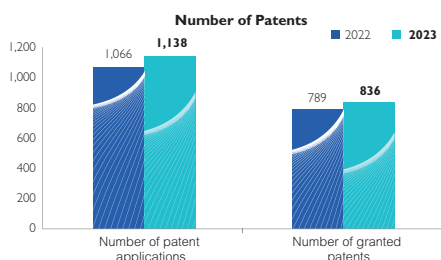
2023年接收客戶的6起投訴，在回應客戶投訴，質量中心品質保證部進行客戶投訴信息的接收，並與銷售部門進行投訴信息的確認，品質保證部負責將客訴信息傳遞給相應部門並進行跟進處理直至案件關閉。

本公司執行智慧財產權政策多年，有成文的流程和制度規範公司智慧財產權的管理和運作，截止2023年末，公司已申請專利1,138件，相比2022年末，新增72件。授權專利836件，相比2022年末，新增47件。2023年未發生任何專利侵權事件；本公司已制定內部控制以保護客戶資料，對其資料的收集、保管、使用及銷毀均有清晰的指引，並採取多樣化的預防洩露措施，包括提供有關客戶資料保密的培訓，及定期檢查各項安全保密措施。公司也建立了產品召回制度，2023年未發生任何因為產品品質及安全事故導致的產品召回事件；公司會按照客戶要求，與客戶簽署雙方業務合作框架協定，確保雙方的資料不被洩露。2023年，公司未發生任何因洩露客戶資料及秘密導致的投訴和訴訟；公司建立了相應的客戶投訴與處理常式，規範客戶投訴和退換貨的處理；另外，公司應個別客戶的要求，會為其產品購買產品責任險。

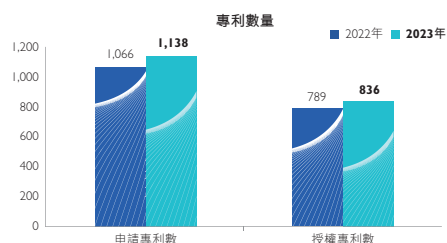
Environmental, Social and Governance Report

環境、社會及管治報告

During the Reporting Period, the Company did not experience any material breach or failure to comply with relevant product liability laws and regulations.



於報告期間，公司並未出現任何嚴重違反或未有遵守相關產品責任法律法規的情況。



COMPLIANCE IN OPERATION

COMPLIANCE WITH LAWS AND REGULATIONS

It is the basic principle of the Company to carry out operational compliance by abiding by business ethics and observing the laws and regulations of China and other countries where the Group operates. The Company advocates ethical operations and legal compliance in operations. We practice "zero tolerance" of any violation of laws and regulations, and any breaches of business ethics. We carry out compliance in operations in a proactive, effective and scientific manner, and are willing to work with global customers, suppliers and other business partners to achieve sustainable development.

The business of the Company is mainly carried out by its subsidiaries in Mainland China, and it is listed on the Hong Kong Stock Exchange. The operations of the Company strictly comply with relevant laws and regulations of Mainland China and Hong Kong. During the Reporting Period, there was no serious breach or non-compliance with relevant laws and regulations (including prevention of bribery, extortion, fraud and money laundering).

合規經營

遵守法律及法規

恪守商業道德、遵守中國及業務開展所在國的法律法規是本公司開展合規經營的基本原則。公司宣導道德經營、合法合規經營，對任何違法違規及違反商業道德的行為持「零容忍」態度，積極、有效、科學地開展合規經營工作，願同全球客戶、供應商及其他業務合作夥伴一起實現可持續發展。

本公司的業務主要由本公司位於中國內地的公司進行，而本公司本身也於香港證券交易所上市。本公司營運嚴格遵守中國內地及香港的有關法律與法規。於報告期間，並未出現任何嚴重違反或未有遵守相關法律法規（包括防止賄賂、勒索、欺詐及洗黑錢）的情況。

Environmental, Social and Governance Report

環境、社會及管治報告

ANTI-CORRUPTION

The Company actively takes measures against extortion and bribery or any form of corruption. It has a zero-tolerance policy for corruption, and strictly abides by relevant local laws and regulations, including the Law of the People's Republic of China Against Unfair Competition and Criminal Law of the People's Republic of China. The Company encourages all employees to report any case of corruption and has established a formalized management system as well as developed a formalized process for the daily business operations to prevent the occurrence of corruption. The Company has set up an independent audit department to strengthen the regular review of the operations of various centers and departments of the Company in order to detect any non-compliance with the code of ethics. The Group has effective reporting procedures to ensure that any suspicious, improper or illegal behavior can be reported. The reporters may report all details and evidence of any suspected misconduct to the department head or the Board of the Group orally or in writing. If the reporter believes that the misconduct is related to the Board, the reporter may directly report such misconduct to the audit committee. In order to protect the interests of the Group and the safety of reporters, all investigations will be conducted in a timely and confidential manner. If any suspicious criminal acts are found, the Group will report such matter to the local functional departments if the management deems it necessary, and will ensure that the identity of the reporters and the contents of the reported cases are kept confidential. During the reporting year, the Group did not materially violate the code of conduct and anti-corruption and competition laws. Sound corporate governance is the foundation of our anti-corruption work. For more information on the corporate governance structure and practices of the Group, please refer to the section headed "Corporate Governance" in the annual report 2022/23. In addition, the Company engages independent auditors to conduct accounting and auditing of the financial management system on an annual basis to prevent financial and internal control risks. During the Reporting Period, the Company was not involved in any litigation in relation to corruption or bribery. In 2023, the Company trained employees of the marketing department in anti-corruption and the code of conduct of marketing personnel, which mainly included the training in current laws and regulations and the code of conduct to which marketing personnel were subject.

反貪污

本公司積極採取措施反對強取和賄賂等任何形式的腐敗行為，對於貪污腐敗行為實現零容忍政策，並嚴格遵守本地相關的法例法規，包括《中華人民共和國反不正當競爭法》及《中華人民共和國刑法》。本公司鼓勵任何員工就出現的貪污腐敗予以舉報，並建立了規範化的管理體系，為日常經營行為制定了規範化的流程，有助於預防貪污腐敗的行為發生。公司設立了獨立的審計部門，加強對公司各中心和部門運作予以定期的審查，以發現任何不符合道德準則的情形。本集團已設立有效的舉報程序，以確保可以舉報任何可疑、不當或違規行為。舉報人可以口頭或書面向部門負責人或集團董事會報告任何涉嫌不當行為的全部細節及佐證。如舉報人認為不當行為與董事會有關，亦可直接向審計委員會報告。為保護本集團的利益和舉報人的安全，所有調查將以及時、保密的方式進行。如發現任何可疑犯罪行為，本集團在管理層認為有必要的情況下將報告給當地職能部門，本集團確保舉報人的身份及舉報個案內容會絕對保密。在報告年內，本集團並無與行為守則以及反貪污及競爭法例有關的重大違規事件。穩健的企業管治是我們反貪污工作的基礎。如欲瞭解更多有關本集團企業管治架構及常規的資料，請參閱2022/23年報《企業管治》章節另外，公司每年都會邀請獨立審計師對財務管理體系進行年度會計及稽核，預防財務及內部控制風險。於報告期間，本公司沒有出現任何貪污腐敗訴訟案件。2023年度對市場部人員進行了反貪腐與市場人員行為規範培訓，主要內容包括現行法律法規的普及培訓及市場人員需遵守的行為準則。

Environmental, Social and Governance Report

環境、社會及管治報告

COMMUNITY INVOLVEMENT

As a company that values sustainable development, the Company has been committed to contributing to the interests of the community, and has spared no effort in creating more value for the community, with a view to fulfilling corporate citizenship responsibilities. MOBI pays attention to the interests of the community and gives back to the community, by activities including but not limited to: children's education in poverty-stricken areas, social and environmental protection, labor demand of vulnerable groups, cultural construction of the community, active participation in sports activities, etc. In the donation project in community engagement activities in the year, the Company donated clothes and carried out charity blood donation in poor mountainous areas (Daliang mountain in Sichuan, Tibet, Hunan). The Company will more actively organize employees to participate in relevant charity and donation activities, and encourage employees to create value for the community, thus further enhancing our corporate image.

CHARITY ACTIVITIES

During the Reporting Period, the Company has actively participated in various charity activities, learning activities organized by Community Party Branch and other activities.

1. MOBI Party Branch actively participated in activities such as the Party history learning activity and Party Branch forum activity organized by the local Community Party Branch

社區參與

作為一家重視可持續發展的企業，本公司一直致力參與有利社區利益的貢獻，回饋社區不遺餘力，履行企業公民責任。摩比關注社區利益，回饋社區，包括但不限於：貧困地區兒童教育、社會環境保護事宜、弱勢群體勞工需求、社區文化建設、體育活動積極參與等各方面；本司今年的社區參與活動捐贈項目為：為貧困山區（四川大涼山、西藏、湖南）捐贈衣物。本公司將會更加積極籌備相關員工慈善及捐贈活動，鼓勵員工一起回饋社會，以進一步提升企業社會形象。

公益活動

於報告期間，本公司積極參加各類公益活動、社區黨支部組織的學習活動等。

1. 摩比黨支部積極參加當地社區黨支部組織的黨員學習黨史活動及黨支部座談會等活動：



Environmental, Social and Governance Report

環境、社會及管治報告

2. 2023 “Warm the World Together with Love and Clothes” Charity Activities

MOBI organized employees in three places to donate clothes to poor mountainous areas (Daliang Mountain in Sichuan, Tibet, Hunan).

2. 2023年「「衣」起行動，溫暖世界」公益活動

組織公司三地員工為貧困山區（四川大涼山、西藏、湖南）捐贈衣物。



Directors and Senior Management

董事及高級管理層

DIRECTORS

Executive Directors

Hu Xiang, aged 70, is an executive Director, the chairman of the board of Directors and the chief executive officer of our Company. He is the chairman of the nomination committee of the Company. He is also a director, the chief executive officer and legal representative of MOBI Shenzhen and MOBI Xian and a director of MOBI Jian and MOBI HK. Mr. Hu was appointed a Director on 19 December 2002. Mr. Hu was an engineer. Mr. Hu graduated from the Xian Infrastructure University (now Xian University of Finance and Economics) majoring in radio communication in August 1981. During the period from 1972 to September 1981, Mr. Hu worked in the hydraulic transmission and control department of the Northwestern Polytechnical University. Mr. Hu then served as chief of the planning and supply department at Shenzhen Zhongxingxin Tongxun Shebei Co., Ltd. for the period from 1992 to 1999. Mr. Hu joined our Group in August 1999. Mr. Hu was a director of Shenzhen Kang Cheng Jixie Shebei Co., Ltd. from June 2002 to June 2007 and the general manager of Shenzhen Zhongxing Weixiantong Shebei Co., Ltd. from March 2000 to September 2007. He is a shareholder of Fangyi Collaboration Holdings Limited, a substantial shareholder of the Company.

Zhou Lingbo, aged 43, Ms. Zhou was appointed as an executive Director of the Company with effect from 21 June 2023. She is the executive vice-president of the Company responsible for the personnel and administration system, the domestic market system, the strategic development and empowerment division. Ms. Zhou graduated from the department of law of Nanjing University in 2004 with a LLB degree. She joined the Group in 2004 and successively held the posts of director of the infrastructure office and director of the president's office.

Ye Rong, aged 44, Mr. Ye was appointed as an executive Director of the Company with effect from 21 June 2023. He is the vice-president of the Company responsible for leading the business of the research and development of RF products. Mr. Ye graduated from Xidian University in 2005 with a master of science degree in electromagnetic field and microwave technology. He joined the Group in 2005 and successively held the posts of electrical engineer, research and development project manager, division head and the general manager of the radio-frequency product business division.

董事

執行董事

胡翔，70歲，為本公司的執行董事、董事會主席兼行政總裁。彼為本公司提名委員會主席。彼亦為摩比深圳及摩比西安的董事、行政總裁兼法定代表以及摩比吉安及摩比香港的董事。胡先生於2002年12月19日獲委任為董事，並曾為工程師。胡先生於1981年8月畢業於西安基礎大學（現為西安財經學院），主修無線電通訊。於1972年至1981年9月期間，胡先生於西北工業大學液壓傳動及監控部門工作。胡先生隨後於1992年至1999年出任深圳中興新通訊設備有限公司的規劃及供應部門主管。胡先生於1999年8月加入本集團。胡先生於2002年6月至2007年6月出任深圳市康誠機械設備有限公司的董事，並於2000年3月至2007年9月出任深圳市中興維先通設備有限公司的總經理。彼為本公司主要股東方誼控股有限公司的股東。

周凌波，43歲，周女士自2023年6月21日起獲委任為本公司執行董事。彼為本公司執行副總裁，分管人事行政系統、國內市場系統、戰略發展和賦能事業部。周女士於2004年畢業於南京大學法學專業，獲法學學士學位。2004年加入本集團，歷任基建辦主任，總裁辦主任等。

葉榮，44歲，葉先生自2023年6月21日起獲委任為本公司執行董事。彼為本公司副總裁，負責領導射頻產品研究與開發業務。葉先生於2005年畢業於西安電子科技大學電磁場與微波技術專業，獲理學碩士學位。2005年加入本集團，歷任電氣工程師、研發項目經理、部長及射頻產品事業部總經理。

Directors and Senior Management

董事及高級管理層

Non-executive Director

Qu Deqian, aged 61, is a non-executive Director, and a director of MOBI Shenzhen, MOBI Jian and MOBI Xian. He is a member of the nomination committee and remuneration committee of the Company. Mr. Qu was appointed a Director on 19 December 2002. Mr. Qu graduated from Shaanxi Institute of Finance and Economics (now School of Economics and Finance of Xian Jiaotong University) in June 1992 and he further obtained the qualification as an accountant in the PRC in October 1994. From June 1993 to April 2003, Mr. Qu was the chief of ZTE Corporation's accounting and auditing centre and the deputy chief of its financial centre. In April 2003, Mr. Qu was appointed as the deputy general manager of Shenzhen Zhongxing Weixiantong Shebei Co., Ltd. and since September 2007, has been the general manager of Shenzhen Zhongxing Weixiantong Shebei Co., Ltd.. Mr. Qu joined our Group in December 2002. He is a shareholder of Fangyi Collaboration Holdings Limited, a substantial shareholder of the Company.

Independent Non-executive Directors

Li Tianshu, aged 70, is an independent non-executive Director. He is the chairman of the remuneration committee and a member of the audit committee and nomination committee of the Company. Mr. Li was appointed a Director on 1 July 2007. Mr. Li graduated from Xi'an Jiaotong University in 1976 majoring in computational Mathematics. From 1985 to 1988, Mr. Li studied business economics at Universitat Mannheim in Germany and pursued a doctoral degree at Universitat Mannheim in 1988. From 1988 to 1995, Mr. Li worked as a research assistant in the business economics department of Universitat Mannheim. During the period from March 1995 to September 1995, Mr. Li worked in Germany for Friatec Aktiengesellschaft, an international manufacturing enterprise, and was designated to become the future managing director for China. From 1995 to 1998, Mr. Li first worked for KSB Aktiengesellschaft, an international machinery manufacturing enterprise, as the assistant to the chairman of the management board of KSB and then became the chief representative of its Beijing Representative Office. During the period from 1998 to 2002, Mr. Li took the position of regional director of Messer, an international chemical manufacturing enterprise, responsible for its business development in Northern China as well as the operation, sales and profits of its joint ventures and wholly owned companies in the Northern China region. During that period, Mr. Li also served as the general manager of Messer North China Industrial Gas Co., Ltd. and the chairman to the board of Tianjin Messer Gas System Co., Ltd. Since 2002, Mr. Li has been the general manager of Beijing Delintech Technology Co., Ltd., a technical promotion service provider and sales service provider. Since 27 March 2011, Mr. Li has been the

非執行董事

屈德乾，61歲，為非執行董事，並為摩比深圳、摩比吉安及摩比西安的董事。彼為本公司提名委員會及薪酬委員會成員。屈先生於2002年12月19日獲委任為董事。屈先生於1992年6月畢業於陝西財經學院（現為西安交通大學經濟與金融學院），並再於1994年10月成為中國的合資格會計師。於1993年6月至2003年4月，屈先生出任中興通訊的會計及審核中心主管及其財務中心的副主管。屈先生於2003年4月獲委任為深圳市中興維先通設備有限公司的副總經理，並於2007年9月起出任深圳市中興維先通設備有限公司的總經理。屈先生於2002年12月加入本集團。彼為本公司主要股東方誼控股有限公司的股東。

獨立非執行董事

李天舒，70歲，為獨立非執行董事。彼為本公司薪酬委員會主席，以及審核委員會及提名委員會成員。李先生於2007年7月1日獲委任為董事。李先生於1976年畢業於西安交通大學，主修計算數學。於1985年至1988年，李先生在德國Universitat Mannheim研習商業經濟，於1988年在Universitat Mannheim攻讀博士學位。於1988年至1995年，李先生在Universitat Mannheim商業經濟學系任職研究助理。於1995年3月至1995年9月期間，李先生任職於德國的一家國際製造企業Friatec Aktiengesellschaft，並獲指派為候任中國區董事總經理。於1995年至1998年期間，李先生最初任職一家國際機械製造企業KSB Aktiengesellschaft，擔任KSB管理委員會董事長的助理，其後成為該企業北京代表處的首席代表。於1998年至2002年期間，李先生出任一家國際化工生產企業梅塞爾的地區總監，負責該企業在華北地區的業務發展，並主管其華北地區的合營公司及全資公司的運營、銷售和盈利狀況。於該段期間，李先生亦出任梅塞爾北方工業氣體有限公司的總經理，

Directors and Senior Management

董事及高級管理層

general manager of Beijing Zhong Biao Fang Yuan Anti-counterfeiting Technology Co. Ltd. Mr. Li has valuable experience in international corporate management and enterprise resources planning (ERP). Mr. Li joined our Group in July 2007.

Zhang Han, aged 60, is an independent non-executive Director appointed on 25 November 2009 and the chairman of the audit committee of the Company. He is also a member of the nomination committee and remuneration committee of the Company. Mr. Zhang is currently an independent director of Perfect World Co., Ltd. (stock code: PWRD), a Nasdaq listed company, where Mr. Zhang has also served as a member of its audit committee since July 2008. The responsibilities of such role include overseeing the accounting and financial reporting processes as well as external and internal audit of the Company. Mr. Zhang received his bachelor's degree in chemistry from the Peking University in 1985. He later obtained an EMBA degree from the China Europe International Business School in 2004. From 1985 to 1988, Mr. Zhang worked at Beijing Fiber Reinforced Plastic Research & Design Institute. Mr. Zhang was the Manager in the securities department of Shenzhen Shekou China Merchants Co., Ltd. from 1989 to 1994. Mr. Zhang was the deputy manager at the finance department of China National Technical Import & Export Corporation, and also the general manager of Shanghai CNTIC Investment Advisory Co., Ltd. from 1994 to 1998. From 1999 to 2000, Mr. Zhang served as assistant to the general manager, investment director and fund manager at Penghua Fund Management Co., Ltd., a fund management company in China. Mr. Zhang served as the deputy general manager of Rongtong Fund Management Co., Ltd., a fund management company in China, from 2001 to 2003. Mr. Zhang also served as the general manager of Great Wall Fund Management Co., Ltd., a fund management company in China, from 2004 to 2005. Mr. Zhang is currently a partner of Share Capital Partners Ltd., a Chinese venture capital firm. Mr. Zhang has built up his experience in conducting due diligence work in respect of the financial performance, management and corporate government quality of various companies and conducting financial analysis of listed companies throughout his various tenures in the investment industry. Mr. Zhang joined our Group on 25 November 2009.

並為天津梅塞爾凱德氣體系統有限公司的董事長。自2002年起，李先生一直出任一家技術提升服務供應商兼銷售服務供應商Beijing Delintech Technology Co., Ltd.的總經理。自2011年3月27日起，李先生出任北京中標方圓仿偽技術有限公司總經理。李先生在國際公司管理及企業資源規劃(ERP)方面有寶貴的經驗。李先生於2007年7月加入本集團。

張涵，60歲，於2009年11月25日獲委任為獨立非執行董事兼本公司審核委員會主席。彼亦為本公司提名委員會及薪酬委員會成員。張先生現為納斯達克上市公司Perfect World Co., Ltd. (股票代碼：PWRD)的獨立董事，並自2008年7月起一直出任其審核委員會成員，負責監督該公司的會計及財務申報程序及外部與內部審核。張先生於1985年獲北京大學頒發化學學士學位，其後於2004年獲中歐國際工商學院頒發行政人員工商管理碩士學位。於1985年至1988年，張先生就職於北京玻璃鋼研究設計院。張先生由1989年至1994年擔任Shenzhen Shekou China Merchants Co., Ltd.證券部經理。張先生曾任中國技術進出口總公司財務部副經理，亦曾於1994年至1998年擔任Shanghai CNTIC Investment Advisory Co., Ltd.總經理。於1999年至2000年，張先生在中國一家基金管理公司鵬華基金管理有限公司擔任總經理助理、投資總監及基金經理。張先生於2001年至2003年在中國一家基金管理公司融通基金管理有限公司擔任副總經理。張先生亦於2004年至2005年在中國一家基金管理公司長城基金管理有限公司擔任總經理。張先生現為中國一家創業基金公司Share Capital Partners Ltd.的合夥人。張先生曾投身投資行業，在各類公司財務表現、管理及企業管治水平的盡職審查及上市公司的財務分析方面積有豐富經驗。張先生於2009年11月25日加入本集團。

Directors and Senior Management

董事及高級管理層

Ge Xiaojing, aged 63, was appointed as an independent non-executive Director of the Company with effect from 3 August, 2018. She is a member of the audit committee, nomination committee and remuneration committee of the Company. She is also a partner of SAIF Partners. Ms. Ge joined SAIF Partners as vice-president in 2009 and became a partner in 2018. At SAIF Partners, Ms. Ge has been responsible for investments in high-end smart manufacturing, big data, energy, education, new media and other areas, and has also led the investments in certain successful enterprises, including Orbbec (奧比中光), QKM (李群自動化), UniFortune Supply Chain (聯合利豐供應鏈), SuperC Technology (鴻納科技) and Annoroad Technology (安諾優達). In addition, Ms. Ge is currently a director of QKM (李群自動化) and SuperC Technology (鴻納科技). From 2005 to 2009, Ms. Ge was the deputy general manager and financial controller of Mobi Antenna Technologies (Shenzhen) Co., Ltd. (摩比天線技術(深圳)有限公司). Ms. Ge has nearly 30 years of working experience in, among other things, corporate finance and operation, international business development, project management and information technology. Ms. Ge graduated from The George Washington University in 1994 with a master degree. She obtained her master and bachelor degrees from Tsinghua University in 1986 and 1983, respectively.

葛曉菁，63歲，於2018年8月3日獲委任為本公司獨立非執行董事。彼為本公司審核委員會、提名委員會及薪酬委員會成員。彼亦為賽富投資基金合夥人。葛女士於2009年加入賽富投資基金擔任副總裁，並於2018年成為合夥人。於賽富投資基金，葛女士一直負責高端智慧製造、大數據、能源、教育、新媒體等領域的投資，主導投資了奧比中光、李群自動化、聯合利豐供應鏈、鴻納科技、安諾優達等成功企業。目前亦擔任李群自動化及鴻納科技的董事。2005年至2009年，葛女士在摩比天線技術(深圳)有限公司任副總經理及財務負責人。葛女士有近30年的工作經驗，覆蓋公司財務及運營、國際業務開發、專案管理、以及信息技術等。葛女士於1994年畢業於美國喬治華盛頓大學，獲得碩士學位。彼分別於1986年和1983年獲得清華大學碩士和學士學位。

Directors and Senior Management

董事及高級管理層

SENIOR MANAGEMENT

Shao Zhiguo, aged 60, was an executive Director of the Company from 1 April 2012 to 25 March 2015 and is the executive vice-president in research and development and quality of the Company, MOBI Shenzhen, MOBI Xian and MOBI Jian respectively. Mr. Shao resigned on 25 October 2023. Mr. Shao graduated from the Northwest Telecommunications Engineering College (now Xidian University) with a bachelor degree in wireless equipment structure design in 1984. In 1998, Mr. Shao obtained a master degree in systematic engineering from Xi'an Electronic Technology University. During the period of 1984 to 1999, Mr. Shao has held such positions as engineer and senior engineer at the Shijiazhuang Communications Survey and Control Technology Institute. Mr. Shao has over 15 years experience of research and development in the area of telecommunication measurement and control technology and has received a second class award in Scientific Technology Advancement of the Ministry of Machine Building and Electronics Industry. Mr. Shao is a senior member of the Chinese Institute of Electronics. Mr. Shao was a director of Kang Cheng from June 2002 to June 2007. Mr. Shao joined our Group in August 1999.

Kong Weitong, aged 60, is the executive vice-president of the Company, which responsible for the overall business of the antenna research and development system. Mr. Kong obtained a bachelor's degree in economics from Shaanxi Institute of Finance and Economics (now School of Economics and Finance of Xian Jiaotong University) in August 1998. Mr. Kong worked at the China Aerospace Corporation from 1982 to 2002 in the areas of accounting and audit, where he was appointed as an accountant in 1992 and as a senior accountant in 1999. Mr. Kong became a non-practicing member of the Chinese Institute of Certified Public Accountants in 2006. Mr. Kong joined the Group in May 2002.

Wu Qian, aged 35, was appointed as chief financial officer of the Company with effect from 13 July, 2018. Ms. Wu joined the Group in 2015 and successively held variously positions, such as manager of investment and financing, manager of investor relationship, head of securities and investment department, etc. From 2013 to 2015, she joined a joint venture of the Shell Oil as a management trainee, responsible for matters relating to supply chain. Ms. Wu obtained a bachelor's degree in management from School of Public Affairs and another certificate in second major of finance from School of Economics, Zhejiang University in July 2011. She subsequently obtained her master's degree in science from University College London in November 2012.

高級管理層

邵志國，60歲，曾於2012年4月1日至2015年3月25日為本公司執行董事。為本公司、摩比深圳、摩比西安及摩比吉安的研發及質量執行副總裁。邵先生於2023年10月25日離職。邵先生於1984年畢業於西北電訊工程學院（現為西安電子科技大學）無線設備結構設計學系，獲授學士學位。於1998年，邵先生取得西安電子科技大學系統工程學系的碩士學位。於1984年至1999年期間，邵先生曾出任 Shijiazhuang Communications Survey and Control Technology Institute 的工程師及高級工程師等多個職位。邵先生於電訊測量與控制技術方面擁有超過15年的研發經驗，並曾獲頒發機械電子工業部的科技進步二等獎。邵先生為中國電子學會的高級會員。邵先生於2002年6月至2007年6月出任康誠的董事。邵先生於1999年8月加入本集團。

孔唯同，60歲，為本公司執行副總裁，全面負責天線研發系統的業務工作。孔先生於1998年8月獲陝西財經學院（現為西安交通大學經濟與金融學院）頒發經濟學士學位。孔先生於1982年至2002年期間任職於中國航天科技集團公司會計及審計部門，並分別獲該公司於1992年及1999年委任為會計師及高級會計師。孔先生於2006年成為中國註冊會計師協會非執業會員。孔先生於2002年5月加入本集團。

吳倩，35歲，於2018年7月13日獲委任為本公司財務總監。吳女士於2015年加入本集團，歷任投融資經理、投資者關係經理、證券投資部部長等職位。於2013年至2015年期間，彼作為管理培訓生加入殼牌石油的合資公司，負責供應鏈方面的工作。吳女士於2011年7月獲浙江大學公共管理學院頒發的管理學學士學位，同時獲得經濟學院頒發的金融學第二專業證書。彼其後於2012年11月獲取倫敦大學學院的理學碩士學位。

Directors and Senior Management

董事及高級管理層

Hou Xiaoqiang, aged 42, is the vice-president of the Company responsible for leading the quality department. Mr. Hou graduated from Northwestern Polytechnical University in 2003 with a bachelor's degree in electronic information engineering. He joined the Group in 2003 and successively held the posts of research and development electrical engineer, project manager, head of research and development department, deputy general manager of the antenna business division and president of Xi'an Research Institute.

侯小強，42歲，為本公司副總裁，負責領導公司質量部門工作。侯先生於2003年畢業於西北工業大學電子信息工程專業，獲得學士學位。2003年加入本集團，歷任研發電氣工程師，項目經理、研發部長、天線事業部副總經理以及西安研究院院長等職務。

Directors and Senior Management

董事及高級管理層

COMPANY SECRETARY AND SENIOR MANAGEMENT

Lau Wing, aged 51, is our deputy financial officer, authorized representative and company secretary. He is also the deputy financial officer of financial centre of MOBI Shenzhen. He is responsible for our company secretarial, financial and accounting management and internal audit affairs. Mr. Lau obtained a bachelor's degree in accountancy from the Hong Kong Polytechnic University in 1996, and later obtained a master's degree in business administration (financial service) in 2005. He is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Mr. Lau has over 20 years of experience in finance, accounting, auditing and company secretarial matters. Mr. Lau had held senior financial positions in several listed companies. Mr. Lau joined our Group in May 2011.

公司秘書及高級管理層

劉榮，51歲，為本公司的副財務總監、授權代表兼公司秘書，彼亦為摩比深圳財務中心副財務總監，負責本公司的公司秘書、財務、會計管理及內務審核事務等工作。劉先生於1996年獲香港理工大學頒發會計學士學位，其後於2005年獲香港理工大學頒發工商管理碩士學位（金融服務）。彼為香港會計師公會之會計師及英國特許公認會計師公會之資深會員。劉先生擁有超過20年的財務、會計、審計及公司秘書經驗。劉先生曾經從事數家上市公司高級財務職位。劉先生於2011年5月加入本集團。

The background of the entire page is a blue-tinted photograph of an anechoic chamber. The chamber's walls, floor, and ceiling are covered with numerous dark, pyramid-shaped electromagnetic absorbers designed to eliminate reflections. In the center of the chamber, a tall, slender, vertical antenna or probe is mounted on a complex mechanical base. The lighting is dramatic, with bright highlights on the tips of the absorbers and the central antenna, creating a sense of depth and technical precision.

Report of the Directors
董事會報告

Report of the Directors

董事會報告

The Directors present their annual report and the audited consolidated financial statements for the year ended 31 December 2023.

CORPORATE REORGANISATION

The Company was incorporated with limited liability in the Cayman Islands on 16 December 2002.

The shares of the Company were listed on the Stock Exchange on 17 December 2009.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the subsidiaries comprise the research, development, manufacture and sale of antenna system, base station radio frequency subsystem and products of coverage extension solution. There were no significant changes in the nature of the Group's principal activities during the year.

BUSINESS REVIEW

A business review as required by Schedule 5 to the Hong Kong Companies Ordinance, including a discussion of the principal risks and uncertainties facing the Group and an indication of likely future developments in the Group's business, can be found in the Management Discussion and Analysis set out on pages 12 to 39 of this annual report. This discussion forms part of this report of the directors.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 December 2023 and the state of affairs of the Group at that date are set out in the financial statements on pages 138 to 244.

The Board did not recommend the payment of any final dividend for the year ended 31 December, 2023.

董事會欣然提呈本集團截至2023年12月31日止年度的年報及經審核綜合財務報表。

企業重組

本公司於2002年12月16日在開曼群島註冊成立為有限公司。

本公司股份自2009年12月17日起在聯交所上市。

主要業務

本公司的主要業務為投資控股。子公司的主要業務包括研究、開發、生產及銷售天線系統、基站射頻子系統及覆蓋延伸方案產品。年內，本集團主要業務的性質並無重大變動。

業務審視

根據香港公司條例附表5所規定，有關該業務審視的進一步討論與分析（包括本集團所面臨主要風險及不確定因素之討論，以及本集團業務未來可能發展之指引），可在本年報第12至39頁所載的管理層討論與分析中查閱。此討論構成本董事會報告的一部分。

業績及分派

本集團截至2023年12月31日止年度的業績及本集團於該日之財政狀況載於第138至244頁的財務報表。

董事會不建議派付截至2023年12月31日止年度任何末期股息。

Report of the Directors

董事會報告

SUMMARY FINANCIAL INFORMATION

The following is a 5 years summary of the results and assets and liabilities of the Group for the last five financial years, as extracted from the Prospectus and the audited financial statements.

財務資料概要

下表概述本集團過往五個財政年度的業績與資產及負債，摘自招股章程及經審核財務報表。

		Year ended 31 December 截至12月31日止年度				
		2023	2022	2021	2020	2019
		2023年	2022年	2021年	2020年	2019年
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
RESULTS	業績					
Revenue	收入	640,849	687,000	661,389	884,541	1,214,929
(Loss) profit before taxation	稅前(虧損)利潤	(52,806)	(222,082)	(308,038)	(43,388)	16,756
Income tax (expense) credit	所得稅(開支)抵免	(6,389)	(7,679)	(21,663)	13,575	6,855
(Loss) profit for the year	年內(虧損)利潤	(59,195)	(229,761)	(329,701)	(29,813)	23,611
(Loss) profit and the total comprehensive (expenses) income for the year attributable to owners of the Company	本公司擁有人應佔的年度(虧損)利潤及全面(開支)收入總額	(59,195)	(229,761)	(329,701)	(29,813)	23,611
ASSETS AND LIABILITIES	資產及負債					
Non-current assets	非流動資產	353,706	383,295	472,233	567,187	547,649
Current assets	流動資產	894,024	926,938	1,086,665	1,381,187	1,422,185
Current liabilities	流動負債	(740,974)	(740,652)	(756,573)	(747,208)	(780,636)
Non-current liabilities	非流動負債	(2,204)	(4,587)	(6,680)	(75,117)	(17,770)
Net assets	資產淨額	504,552	564,994	795,645	1,126,049	1,171,428

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the property, plant and equipment of the Group during the year are set out in note 14 to the financial statements.

物業、廠房及設備

年內，本集團物業、廠房及設備的變動詳情載於財務報表附註14。

Report of the Directors

董事會報告

SHARE CAPITAL AND SHARE OPTIONS

On 13 January 2010, 18,443,000 over-allotment shares of USD0.000001 each of the Company at price of HKD3.38 per share were issued pursuant to the underwriting agreement of the IPO of the Company. Pursuant to a shareholder resolution passed on 1 June 2010, a bonus issue of 72,446,099 shares of USD0.000001 each of the Company is issued to the persons whose names appear on the register of members of the Company at the close of business on 1 June 2010 on the basis of one share for every ten shares held on 1 June 2010. These new shares rank pari passu with the existing shares in all aspects.

Details of movements in the Company's share capital and share options during the year are set out in notes 27 and 28 to the financial statements, respectively.

EQUITY-LINKED AGREEMENTS

Save for the share option scheme of the Company as set out on pages 119 to 122, no equity-linked agreements were entered into by the Group, or existed during the year.

DISTRIBUTABLE RESERVES OF THE COMPANY

At 31 December 2023, the Company's reserves available for distribution, calculated in accordance with the provisions of the Companies Law of the Cayman Islands, amounted to RMB452.8 million. This amount includes the Company's share premium account of RMB401.3 million at 31 December 2023, which may be distributed provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as and when they fall due in the ordinary course of business.

MAJOR CUSTOMERS AND SUPPLIERS

In the year under review, revenue attributed to the Group's five largest customers accounted for 89.1% of the total revenue for the year and revenue attributed to the largest customer accounted for 37.9%.

Purchases from the Group's five largest suppliers for the year is less than 26.6%.

The Directors' Interests in a major customer and suppliers are set out in the paragraph headed "Directors' Material Interests in Transactions, Arrangements or Contracts" on page 124 of this report.

股本及購股權

2010年1月13日，本公司根據首次公开发行的包銷協議按每股股份3.38港元的價格發行本公司18,443,000股每股面值0.000001美元的超額配發股份。根據2010年6月1日通過的股東決議案，本公司向2010年6月1日營業時間結束時名列本公司股東名冊的股東於2010年6月1日每持有十股股份換取一股股份的比例發行本公司72,446,099股每股面值0.000001美元的紅股。該等新股份在所有方面與現有股份享有同等權益。

年內，本公司股本及購股權的變動詳情分別載於財務報表附註27及28。

權益掛鈎協議

除第119至第122頁載列的本公司購股權計劃外，本集團於年內概無訂立或存在任何權益掛鈎協議。

本公司可供分派儲備

於2023年12月31日，本公司根據開曼群島公司法規定計算的可供分派儲備為人民幣4.528億元。該金額包括本公司於2023年12月31日的股份溢價賬人民幣4.013億元，該等股份溢價可供分派，惟本公司須於緊隨建議分派股息之日後仍有能力清償日常業務中的到期債務。

主要客戶及供應商

回顧年內，來自本集團五大客戶的收入佔年內總收入的89.1%，而來自最大客戶的收入佔37.9%。

年內向本集團五大供應商的採購額少於26.6%。

董事於主要客戶及供應商的權益載於本報告第124頁「董事於交易、安排或合約之重大權益」一段。

Report of the Directors

董事會報告

DIRECTORS

The Directors during the year and up to the date of this report were:

Executive Directors

Hu Xiang (*Chairman and Chief Executive Officer*)

Zhou Lingbo (Note 1)

Ye Rong (Note 2)

Non-executive Director

Qu Deqian

Independent non-executive Directors

Li Tianshu

Zhang Han

Ge Xiaojing

Under the provisions of the Articles, all of the Directors are subject to retirement by rotation and re-election.

In accordance with Article 130 of the Articles, Mr. Hu Xiang, an executive Director & Ms. Ge Xiaojing, independent non-executive Director shall retire and, being eligible, will offer themselves for re-election at the forthcoming annual general meeting of the Company.

In accordance with Article 114 of the Articles, Ms. Zhou Lingbo and Mr. Ye Rong, executive Directors, shall retire from office and, being eligible have offered themselves for re-election at the AGM.

The Company has received from each of the independent non-executive Directors an annual confirmation of their independence pursuant to Rule 3.13 of the Listing Rules and the Board still considers each of the independent non-executive Directors to be independent from the Company.

Note 1: On 21 June, 2023, the board of directors approved the appointment of Ms. Zhou Lingbo as executive director with effect from 21 June, 2023.

Note 2: On 21 June, 2023, the board of directors approved the appointment of Mr. Ye Rong as executive director with effect from 21 June, 2023.

董事

年內及截至本報告日期，董事為：

執行董事

胡翔 (*主席兼行政總裁*)

周凌波 (附註1)

葉榮 (附註2)

非執行董事

屈德乾

獨立非執行董事

李天舒

張涵

葛曉菁

根據公司章程的規定，全體董事須輪值退任並膺選連任。

根據公司章程第130條，執行董事胡翔先生及獨立非執行董事葛曉菁女士，將於本公司應屆股東週年大會上輪值退任，該等董事均合資格並願意膺選連任。

根據公司章程第114條，執行董事周凌波女士及葉榮先生將於股東周年大會上退任，彼等合資格並願意膺選連任。

根據上市規則第3.13條，本公司已收到各獨立非執行董事之年度獨立性確認函，董事會仍認為各獨立非執行董事均獨立於本公司。

附註1：2023年6月21日，董事會批准委任周凌波女士為執行董事，自2023年6月21日生效。

附註2：2023年6月21日，董事會批准委任葉榮先生為執行董事，自2023年6月21日生效。

Report of the Directors

董事會報告

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the directors of the Company and the senior management of the Group are set out on pages 106 to 112 of the annual report.

DIRECTORS' SERVICE CONTRACT

Mr. Hu Xiang, executive Director and Mr. Qu Deqian, non-executive Director have entered into a service contract with our Company commencing from 17 December 2021 for a term of three years, respectively.

Ms. Zhou Lingbo and Mr. Ye Rong, executive Directors have entered into a service contract with our Company commencing from 21 June, 2023 for a term of three years.

Each of the independent non-executive Directors, Mr. Zhang Han and Ms. Ge Xiaojing has entered into a letter of appointment with our Company for a term of three years commencing from 17 December 2021 and 3 August 2021 respectively (except for Mr. Li. Tianshu whose engagement with us commenced on 1 July 2007) and renewable by mutual agreement on annual basis.

None of the Directors has entered into a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

PERMITTED INDEMNITY PROVISION

Pursuant to the Articles of Association of the Company, every Director shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his or her office or otherwise in relation thereto.

The Company has arranged appropriate directors' and officers' liability insurance coverage for the Directors and officers of the Group throughout the year.

DIRECTORS' REMUNERATION

Directors' emoluments are reviewed by Remuneration Committee with reference to Directors' duties, responsibilities and performance and the results of the Group.

董事及高級管理層履歷

本公司董事及本集團高級管理層之履歷詳情載於本年報第106至112頁。

董事的服務合約

執行董事胡翔先生及非執行董事屈德乾先生均與本公司訂有服務合約，分別自2021年12月17日起計為期三年。

執行董事周凌波女士及葉榮先生均與本公司訂有服務合約，自2023年6月21日起計為期三年。

各獨立非執行董事均與本公司訂有委任函，分別為張涵先生自2021年12月17日及葛曉菁女士自2021年8月3日起計均為期三年(李天舒先生除外，其自2007年7月1日起受聘於本公司)，並每年經雙方協定而續期。

概無董事與本公司訂立本公司不可於一年內免付賠償(法定賠償除外)而終止之服務合約。

獲准許彌償條文

根據本公司組織章程細則，每名董事就其執行職務或與此有關或在其他有關方面可能蒙受或招致之一切損失或責任，均有權從本公司資產中獲得彌償。

年內，本公司已為董事及本集團行政人員安排適當之董事及行政人員責任險。

董事薪酬

董事酬金由薪酬委員會參考董事職責、責任及表現以及本集團業績後檢討。

SHARE OPTION SCHEME

As at 31 December 2023, the number of ordinary shares in respect of which options had been granted and remained outstanding was 16,250,000 (2022: 36,191,000), representing 2.01% (2022: 4.44%) of the total ordinary shares in issue at end of the reporting period.

The total number of ordinary shares issued and to be issued upon the exercise of options granted and to be granted to each eligible participant (including both exercised and outstanding options) in any period of twelve consecutive months up to and including the date of grant shall not exceed 1% of the ordinary shares in issue as of the date of grant. Any further grant of options in excess of this limit is subject to shareholders' approval in advance in a general meeting.

Particulars of the Company's share option scheme are set out in note 28 to the financial statements.

The following table discloses movements in the Company's share option scheme during the year:

Name 姓名	Option type 購股權類別	Date of grant 授出日期	Exercise price per share (RMB) 每股行使價 (人民幣)	Exercisable period 可行使期間	Outstanding as at beginning of the year 年初尚未行使	Granted during the year 年內授出	Cancelled during the year 年內註銷	Exercised during the year 年內已行使	Outstanding as at end of the year 年末尚未行使
Directors:									
董事：									
Hu Xiang 胡翔	2015 Option A 2015年購股權A	26.3.2015	1.47	1.4.2016 - 25.3.2025	450,000	—	—	—	450,000
	2015 Option B 2015年購股權B	26.3.2015	1.47	1.4.2017 - 25.3.2025	450,000	—	—	—	450,000
	2015 Option C 2015年購股權C	26.3.2015	1.47	1.4.2018 - 25.3.2025	600,000	—	—	—	600,000

購股權計劃

於2023年12月31日，就根據購股權授出但仍未行使的購股權所涉及的普通股數目為16,250,000股（2022年：36,191,000股），佔於呈報期末已發行普通股總數的2.01%（2022年：4.44%）。

截至授出購股權日期（包括該日）止連續12個月任何期間，因行使授予及將授予各合資格參與者之購股權（包括已行使及尚未行使之購股權）而已發行及將予發行之普通股總數，不得超過截至授出日期之已發行普通股數目之1%。任何進一步授出超過該限額之購股權須事先經股東於股東大會上批准，方可作實。

本公司購股權計劃詳情載於財務報表附註28。

下表披露本公司購股權計劃年內的變動：

Report of the Directors

董事會報告

Name	Option type	Date of grant	Exercise price per share (RMB)	Exercisable period	Outstanding as at beginning of the year	Granted during the year	Cancelled during the year	Exercised during the year	Outstanding as at end of the year
姓名	購股權類別	授出日期	每股行使價 (人民幣)	可行使期間	年初尚未行使	年內授出	年內註銷	年內已行使	年末尚未行使
Zhou Lingbo 周凌波	2013 Option A 2013年購股權A	23.12.2013	1.09	1.6.2015 - 22.12.2023	240,000	—	(240,000)	—	—
	2013 Option B 2013年購股權B	23.12.2013	1.09	1.4.2016 - 22.12.2023	240,000	—	(240,000)	—	—
	2013 Option C 2013年購股權C	23.12.2013	1.09	1.4.2017 - 22.12.2023	320,000	—	(320,000)	—	—
	2015 Option A 2015年購股權A	26.3.2015	1.47	1.4.2016 - 25.3.2025	225,000	—	—	—	225,000
	2015 Option B 2015年購股權B	26.3.2015	1.47	1.4.2017 - 25.3.2025	225,000	—	—	—	225,000
	2015 Option C 2015年購股權C	26.3.2015	1.47	1.4.2018 - 25.3.2025	300,000	—	—	—	300,000
Ye Rong 葉榮	2013 Option A 2013年購股權A	23.12.2013	1.09	1.6.2015 - 22.12.2023	300,000	—	(300,000)	—	—
	2013 Option B 2013年購股權B	23.12.2013	1.09	1.4.2016 - 22.12.2023	300,000	—	(300,000)	—	—
	2013 Option C 2013年購股權C	23.12.2013	1.09	1.4.2017 - 22.12.2023	400,000	—	(400,000)	—	—
	2015 Option A 2015年購股權A	26.3.2015	1.47	1.4.2016 - 25.3.2025	330,000	—	—	—	330,000
	2015 Option B 2015年購股權B	26.3.2015	1.47	1.4.2017 - 25.3.2025	330,000	—	—	—	330,000
	2015 Option C 2015年購股權C	26.3.2015	1.47	1.4.2018 - 25.3.2025	440,000	—	—	—	440,000

Report of the Directors

董事會報告

Name 姓名	Option type 購股權類別	Date of grant 授出日期	Exercise price per share (RMB) 每股行使價 (人民幣)	Exercisable period 可行使期間	Outstanding as at beginning of the year 年初尚未行使	Granted during the year 年內授出	Cancelled during the year 年內註銷	Exercised during the year 年內已行使	Outstanding as at end of the year 年末尚未行使
Qu Deqian 屈德乾	2013 Option A 2013年購股權A	23.12.2013	1.09	1.6.2015 - 22.12.2023	150,000	—	(150,000)	—	—
	2013 Option B 2013年購股權B	23.12.2013	1.09	1.4.2016 - 22.12.2023	150,000	—	(150,000)	—	—
	2013 Option C 2013年購股權C	23.12.2013	1.09	1.4.2017 - 22.12.2023	200,000	—	(200,000)	—	—
	2015 Option A 2015年購股權A	26.3.2015	1.47	1.4.2016 - 25.3.2025	150,000	—	—	—	150,000
	2015 Option B 2015年購股權B	26.3.2015	1.47	1.4.2017 - 25.3.2025	150,000	—	—	—	150,000
	2015 Option C 2015年購股權C	26.3.2015	1.47	1.4.2018 - 25.3.2025	200,000	—	—	—	200,000
Sub-total: 小計：					6,150,000	—	(2,300,000)	—	3,850,000
Other participants: 其他參與者：									
Participants 參與者	2005 Option 2005年購股權	31.8.2005	0.6655	31.8.2006 - 30.8.2015	—	—	—	—	—
Participants 參與者	2013 Option A 2013年購股權A	23.12.2013	1.09	1.6.2015 - 22.12.2023	—	—	—	—	—
	2013 Option B 2013年購股權B	23.12.2013	1.09	1.4.2016 - 22.12.2023	—	—	—	—	—
	2013 Option C 2013年購股權C	23.12.2013	1.09	1.4.2017 - 22.12.2023	—	—	—	—	—
Participants 參與者	2015 Option A 2015年購股權A	26.3.2015	1.47	1.4.2016 - 25.3.2025	—	—	—	—	—
	2015 Option B 2015年購股權B	26.3.2015	1.47	1.4.2017 - 25.3.2025	—	—	—	—	—
	2015 Option C 2015年購股權C	26.3.2015	1.47	1.4.2018 - 25.3.2025	—	—	—	—	—
Sub-total: 小計：					—	—	—	—	—

Report of the Directors

董事會報告

Name	Option type	Date of grant	Exercise price per share (RMB)	Exercisable period	Outstanding as at beginning of the year	Granted during the year	Cancelled during the year	Exercised during the year	Outstanding as at end of the year
姓名	購股權類別	授出日期	每股行使價 (人民幣)	可行使期間	年初尚未行使	年內授出	年內註銷	年內已行使	年末尚未行使
Other employees:									
其他僱員：									
Employees	2013 Option A	23.12.2013	1.09	1.6.2015 - 22.12.2023	4,410,500	—	(4,410,500)	—	—
僱員	2013年購股權A								
	2013 Option B	23.12.2013	1.09	1.4.2016 - 22.12.2023	4,974,500	—	(4,974,500)	—	—
	2013年購股權B								
	2013 Option C	23.12.2013	1.09	1.4.2017 - 22.12.2023	7,106,000	—	(7,106,000)	—	—
	2013年購股權C								
Employees	2015 Option A	26.3.2015	1.47	1.4.2016 - 25.3.2025	4,065,000	—	(345,000)	—	3,720,000
僱員	2015年購股權A								
	2015 Option B	26.3.2015	1.47	1.4.2017 - 25.3.2025	4,065,000	—	(345,000)	—	3,720,000
	2015年購股權B								
	2015 Option C	26.3.2015	1.47	1.4.2018 - 25.3.2025	5,420,000	—	(460,000)	—	4,960,000
	2015年購股權C								
Sub-total:					30,041,000	—	(17,641,000)	—	12,400,000
小計：									
Total:					36,191,000	—	(19,941,000)	—	16,250,000
總計：									

The weighted average closing share price immediately before the dates on which the options were exercised was HK\$1.47.

截至購股權獲行使日期前，股份的加權平均收市價為1.47港元。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 December 2023, the interests and short positions of the Directors, the chief executive or their associates in the share capital, underlying shares and debentures of the Company or its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of SFO), or which, as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code"), were as follows:

Ordinary shares of the Company:

Name of Directors 董事姓名	Nature of Interest 權益性質	Number of shares 股份數目	Number of underlying shares 相關股份數目	Number of underlying shares 股份及 相關股份數目	Approximate percentage of the Company's issued capital 約佔本公司 已發行 股本的百分比
Hu Xiang 胡翔	Personal 個人	26,102,500 Long Position 長倉	1,500,000 Long Position 長倉	27,602,500 Long Position 長倉	3.41%
Zhou Lingbo 周凌波	Personal 個人	1,100,000	750,000 Long Position 長倉	1,850,000 Long Position 長倉	0.23%
Ye Rong 葉榮	Personal 個人	2,512,000 Long Position 長倉	1,100,000 Long Position 長倉	3,612,000 Long Position 長倉	0.45%
Qu Deqian 屈德乾	Personal 個人	—	500,000 Long Position 長倉	500,000 Long Position 長倉	0.06%

董事與高級行政人員於股份、相關股份及債券的權益及淡倉

於2023年12月31日，董事、高級行政人員或彼等的聯繫人於本公司或其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股本、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例當作或視為擁有的權益或淡倉），或根據證券及期貨條例第352條須記存於本公司存置的登記冊內的權益及淡倉，或根據上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及聯交所的權益或淡倉如下：

本公司普通股：

Report of the Directors

董事會報告

Ordinary shares of the Company:

本公司普通股：

Name of Substantial Shareholders 主要股東名稱	Nature of Interest 權益性質	Number of shares 股份數目	Number of underlying shares 相關股份數目	Number of underlying shares 股份及 相關股份數目	Approximate percentage of the Company's issued capital 約佔本公司已發行股本的百分比
Fangyi Collaboration Holdings Limited 方誼控股有限公司	Beneficial owner 實益擁有人	230,607,300 Long Position 長倉	—	230,607,300 Long Position 長倉	28.50%
Li Xiaoyong 李小勇	Beneficial owner 實益擁有人	52,679,000 Long Position 長倉	—	52,679,000 Long Position 長倉	6.51%

DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

As at 31 December 2023, Directors' interests in a major customer were as follows:

ZTE Corporation ("ZTE")

- Hu Xiang and Qu Deqian, Directors of the Company, are members of the 39 shareholders ("Beneficial Owners") of Fangyi Collaboration Holdings Ltd. ("Fangyi"), a substantial shareholder of the Company.
- The Beneficial Owners had an indirect equity interest of approximately 9.8% in ZTE, the second-largest customer of the Group for the year ended 31 December 2023, through their shareholdings in Shenzhen Zhongxing Weixiantong Shebei Co., Ltd. ("Shenzhen Weixiantong"). Shenzhen Weixiantong owns 49% shareholding interest in Zhongxingxin Tongxun Co., Ltd. ("Zhongxingxin"), which in turn had approximately 20.09% shareholding interest in ZTE.

董事於交易、安排或合約之重大權益

於2023年12月31日，在主要客戶中的董事合約中的權益如下：

中興通訊股份有限公司（「中興通訊」）

- 本公司董事胡翔和屈德乾為本公司主要股東方誼控股有限公司（「方誼」）的39名股東（「實益擁有人」）之成員。
- 截至2023年12月31日止年度，實益擁有人透過於深圳市中興維先通設備有限公司（「深圳維先通」）的持股，間接擁有本集團第二大客戶中興通訊約9.8%的股權。深圳維先通擁有中興新通訊有限公司（「中興新」）49%的股權，中興新則擁有中興通訊約20.09%的股權。

Report of the Directors

董事會報告

- Hu Xiang and Qu Deqian together held approximately 4.1% shareholding interests in Shenzhen Weixiantong. Therefore, they have indirect shareholding interests in ZTE through their shareholding interests in Shenzhen Weixiantong.

As of 31 December 2023, Directors' interests in major suppliers were as follows:

Shenzhen Zhongxingxindi Technology Co., Ltd. ("Zhongxingxindi") which former name as Shenzhen Zhongxingxindi Tongxin Qicai Co., Ltd.

- The Beneficial Owners have an indirect equity interest in Zhongxingxindi, a supplier accounted for 0% purchase of the Group for the year ended 31 December 2023, through their shareholdings in Shenzhen Weixiantong. Shenzhen Weixiantong was a 34.3% shareholder of Zhongxingxindi. Shenzhen Weixiantong owned 49% shareholding interest in Zhongxingxin, which in turn had a 70% shareholding interest in Zhongxingxindi.
- Hu Xiang and Qu Deqian as members of the Beneficial Owners, therefore, have indirect shareholding interests in Zhongxingxindi through their shareholding interests in Shenzhen Weixiantong.

Save as disclosed above, there were no other transactions, arrangements or contracts of significance in relation to the Group's business to which the Company's or any of its subsidiaries was a party, and in which a Director or its connected entities had a material interest (whether directly or indirectly) subsisting at the end of the year or at any time during the year.

RELATED PARTY TRANSACTIONS

Details of the significant related party transactions entered into by the Group are set out in note 36 to the financial statements which did not fall under the definition of "connected transaction" or "continuing connected transaction" under Chapter 14A of the Listing Rules.

- 胡翔和屈德乾合共持有深圳維先通約4.1%的股權。因此，胡翔和屈德乾透過其於深圳維先通的股權，間接擁有中興通訊的股權。

截至2023年12月31日，在主要供應商中董事於合約中的權益如下：

深圳市中興新地技術股份有限公司（「中興新地」）其前名為深圳市中興新地通信器材有限公司

- 實益擁有人透過其於深圳維先通的持股，間接擁有中興新地，其乃一家佔本集團截至2023年12月31日止年度總採購額為0%的供應商。深圳維先通為中興新地的股東，擁有34.3%權益。深圳維先通擁有中興新49%的股權，中興新則擁有中興新地70%的股權。
- 胡翔和屈德乾為實益擁有人的成員，透過其於深圳維先通的股權，間接擁有中興新地的股權。

除上文所披露者外，於年終或年內任何期間，本公司或其任何子公司並無訂立與本集團業務有重大關係且董事或其關連實體直接或間接擁有重大權益之其他交易、安排或合約。

關連人士交易

本集團所訂立重大關連人士交易詳情載於財務報表附註36，該等交易並非上市規則第14A章所界定的「關連交易」或「持續關連交易」。

Report of the Directors

董事會報告

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Articles of Association or the laws of the Cayman Islands which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders of the Company.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, as at the date of this report, the percentage of shares of the Company in public hands is in compliance with the prescribed level of the minimum public float as set out in Rule 8.08 of the Listing Rules.

AUDIT COMMITTEE

The Company has set up an audit committee with written terms of reference. The audit committee comprises three independent non-executive Directors and reports to the Board of Directors.

The Group's consolidated financial statements for the year ended 31 December 2023 have been reviewed by the audit committee of the Company, who are of the opinion that such statements comply with the applicable accounting standards and legal requirements, and that adequate disclosures have been made.

AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint Deloitte Touche Tohmatsu as auditor of the Company.

On behalf of the Board
MOBI Development Co., Ltd.

Hu Xiang
Chairman
22 March 2024

優先購股權

本公司的組織章程細則或開曼群島法律並無優先購股權之條文，故本公司須按持股比例向本公司現有股東發售新股。

充足的公眾持股量

根據本公司可公開獲得的資料以及就董事所知，於本報告日期，本公司的公眾持股比例符合上市規則第8.08條規定的最低公眾持股量。

審核委員會

本公司已設立審核委員會，制訂書面職責範圍。審核委員會包括三名獨立非執行董事，向董事會報告。

審核委員會已審閱本集團截至2023年12月31日止年度的綜合財務報表，認為該等報表符合相關會計準則及法律規定並已作出充足披露。

核數師

將於股東週年大會上提呈決議案，重新委任德勤•關黃陳方會計師行為本公司核數師。

代表董事會
摩比發展有限公司

主席
胡翔
2024年3月22日

Independent Auditor's Report

獨立核數師報告



Independent Auditor's Report

獨立核數師報告

Deloitte.

德勤

TO THE SHAREHOLDERS OF MOBI DEVELOPMENT CO., LTD.

(incorporated in the Cayman Islands with limited liability)

致摩比發展有限公司股東

(於開曼群島註冊成立的有限公司)

OPINION

We have audited the consolidated financial statements of MOBI Development Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 138 to 244, which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

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

BASIS FOR OPINION

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

意見

我們已審核第138頁至第244頁所載摩比發展有限公司(「貴公司」)及其子公司(統稱「貴集團」)的綜合財務報表，此綜合財務報表包括於2023年12月31日的綜合財務狀況報表及截至該日止年度的綜合損益及其他全面收益報表、綜合權益變動報表及綜合現金流量報表，以及包括重大會計政策資料及其他說明資料在內的綜合財務報表附註。

我們認為，綜合財務報表已根據香港會計師公會(「香港會計師公會」)頒佈的香港財務報告準則(「香港財務報告準則」)真實而公平地反映 貴集團於2023年12月31日的綜合財務狀況及截至該日止年度 貴集團的綜合財務表現及其綜合現金流量，並已按照香港公司條例的披露規定妥為編製。

意見基礎

我們已根據香港會計師公會頒佈的《香港審核準則》(「香港審核準則」)進行審核。根據該等準則，我們的責任於本報告「核數師就審核綜合財務報表的責任」一節中詳述。根據香港會計師公會的《專業會計師道德守則》(「守則」)，我們獨立於 貴集團，並已遵遵守則履行其他道德責任。我們相信，我們所獲得的審核憑證足夠及能適當地為我們的意見提供基礎。

Independent Auditor's Report

獨立核數師報告

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

關鍵審核事項

關鍵審核事項為我們的專業判斷中，審核本期綜合財務報表中最重要的事項。我們於審核整體綜合財務報表處理此等事項及就此形成意見，而不會就此等事項單獨發表意見。

Key audit matters

關鍵審核事項

How our audit addressed the key audit matters

我們於審核時如何處理關鍵審核事項

Estimated allowance for inventories

存貨估計撥備

We identified the estimated allowance for inventories as a key audit matter due to the use of judgment and estimates by the management in estimating the allowance for inventories.

In determining the allowance for inventories, the management considers the aging information, technology development of the industry, net realisable value for slow-moving inventories that are no longer suitable for use in operation and subsequent sales or usage.

我們將存貨估計撥備認定為關鍵審核事項，原因是管理層估計存貨撥備時使用判斷及估計。

在釐定存貨撥備時，管理層考慮行業的賬齡信息和技術開發、不再適合營運和後續銷售或使用的滯銷存貨的可變現淨值。

Our procedures in relation to valuation of inventories included:

- Understanding how management estimates the allowance of slow-moving inventories items;
- Obtaining the inventory aging information and checking its classification by age on a sample basis to relevant documents;
- Checking on the net realisable value of inventories to subsequent selling prices less costs of completion and costs necessary to make the sale or usage of inventories on a sample basis to relevant documents;

我們有關存貨估值採取的程序包括：

- 了解管理層如何估計滯銷存貨的撥備；
- 取得存貨賬齡信息，抽樣檢查賬齡分類到相關文件中；
- 以抽樣基準檢查存貨可變現淨值及後續銷售價格減去完成成本及銷售或使用存貨所需成本到相關文件中；

Independent Auditor's Report

獨立核數師報告

Key audit matters

關鍵審核事項

How our audit addressed the key audit matters

我們於審核時如何處理關鍵審核事項

Estimated allowance for inventories (Cont'd)

存貨估計撥備 (續)

As disclosed in note 19 to the consolidated financial statements, as at 31 December 2023, the carrying amount of inventories was RMB149,924,000, which represents approximately 12.0% of the Group's total assets.

如綜合財務報表附註19所披露，於2023年12月31日，存貨賬面值為人民幣149,924,000元，佔貴集團總資產約12.0%。

- Evaluating the reasonableness of the allowance of slow-moving inventories identified by the management with reference to the aging information of inventories, subsequent sales and usage of inventories; and
- Performing a retrospective review on the allowance estimation by management by comparing historical allowance made to the actual selling prices and actual loss incurred.
- 評估管理層參照存貨的賬齡信息、存貨的後續銷售和使用而識別的滯銷存貨撥備的合理性；及
- 對比過往所作撥備與實際售價及實際產生的虧損，以評估管理層追溯審查撥備。

Independent Auditor's Report

獨立核數師報告

Key audit matters

關鍵審核事項

How our audit addressed the key audit matters

我們於審核時如何處理關鍵審核事項

Impairment assessment of the Identified Long-lived Assets (as defined below)

已識別長期資產(定義見下文)的減值評估

We identified the impairment assessment of the long-lived assets relating to the Group's business of sales of the antenna system and related products, base station Radio Frequency (the "RF") subsystem and related products and coverage extension solution and related products, comprising certain property, plant and equipment, right-of-use assets and intangible assets (the "Identified Long-lived Assets"), as key audit matter as significant judgement by the management is required to assess the amount of impairment of these assets.

我們將有關 貴集團天線系統及相關產品、基站射頻(「射頻」)子系統及相關產品以及覆蓋延伸方案及相關產品的銷售業務的長期資產(包括若干物業、廠房及設備、使用權資產及無形資產)(「已識別長期資產」)的減值評估認定為關鍵審核事項，是由於管理層需要作出重大判斷以評估該等資產的減值金額。

Our procedures in relation to management's impairment assessment of the Identified Long-lived Assets included:

- Understanding the key controls over the management of the Group's impairment assessment process, including those over the determination of the fair value of the Identified Long-lived Assets, such as controls related to management's selection of the impairment assessment model, discount rate and forecasts of future revenue and operating margin;
- Evaluating the independent qualified professional valuer's competence, capabilities and objectivity;

我們對管理層的已識別長期資產減值評估的程序包括：

- 理解管理 貴集團減值評估程序的關鍵控制，包括有關釐定已識別長期資產公平值的控制，例如與管理層選擇減值評估模型、貼現率以及預測未來收入及經營利潤率有關的控制；
- 評估獨立合格的專業評估師的資格、能力和客觀性；

Independent Auditor's Report

獨立核數師報告

Key audit matters

關鍵審核事項

How our audit addressed the key audit matters

我們於審核時如何處理關鍵審核事項

Impairment assessment of the Identified Long-lived Assets (as defined below) (Cont'd)

已識別長期資產(定義見下文)的減值評估(續)

During the year ended 31 December 2023, the management of the Group performed an impairment assessment of the Identified Long-lived Assets due to the indication for impairment as disclosed in notes 4 and 14 to the consolidated financial statements. For the purpose of assessing impairment of these assets, the recoverable amounts of these assets have been determined by the management of the Group by value in use calculations using financial budgets based on past performance and expectation for market development, where the key input parameters include growth rate and discount rate.

於截至2023年12月31日止年度，貴集團管理層由於於綜合財務報表附註4及14中披露的減值跡象而對已識別長期資產進行減值評估。就該等資產的評估減值而言，該等資產的可收回金額已由貴集團管理層以使用價值的計算釐定，使用價值的計算乃基於過去的業績及預期市場發展的財務預算，其中關鍵輸入參數包括增長率及折現率。

- Engaging our fair value specialists to assist in assessing the reasonableness of the impairment assessment model adopted and assumptions used by the management of the Group;
- Assessing the reasonableness of the management's estimate of the growth rate with reference to the historical performance and the latest budgets of the Group and market data;
- 委聘公平值專家協助評估 貴集團管理層所採用的減值評估模式及所使用假設的合理性；
- 參考 貴集團過往表現及最新預算以及市場數據，評價管理層對增長率估計的合理性；

Independent Auditor's Report

獨立核數師報告

Key audit matters

關鍵審核事項

How our audit addressed the key audit matters

我們於審核時如何處理關鍵審核事項

Impairment assessment of the Identified Long-lived Assets (as defined below) (Cont'd)

已識別長期資產(定義見下文)的減值評估(續)

Based on the management's assessment, an impairment loss of the Identified Long-lived Assets of RMB7,653,000 been recognised in profit or loss for the year ended 31 December 2023.

As disclosed in note 14 to the consolidated financial statements, as at 31 December 2023, the aggregate carrying amount of the Identified Long-lived Assets was RMB299,914,000, net of accumulated impairment loss of RMB108,341,000.

根據管理層的評估，截至2023年12月31日止年度，已識別長期資產的減值虧損人民幣7,653,000元已於損益中確認。

如綜合財務報表附註14所披露，於2023年12月31日，已識別長期資產的賬面總額為人民幣299,914,000元，扣除累計減值虧損人民幣108,341,000元。

- Assessing the reasonableness of the discount rate used by management in determining the value in use, with reference to the current market risk-free rate of interest and the industry and company specific risk factors; and

- Assessing the sensitivity analysis prepared by management on the significant assumptions to evaluate the extent of impact of these assumptions on the value in use.

- 參考當期市場無風險的利率及行業以及公司的特定風險因素，評價管理層釐定使用價值時所使用貼現率的合理性；及

- 評估管理層根據重要假設預製的敏感性分析，以評估該等假設對使用價值的影響程度。

Independent Auditor's Report

獨立核數師報告

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

Those charged with governance are responsible for overseeing the Group's financial reporting process.

其他資料

貴公司董事負責其他資料。其他資料包括年報所載資料，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他資料，我們亦不對其他資料發表任何形式的鑒證結論。

當我們審核綜合財務報表時，我們的責任為閱讀其他資料，於此過程中，考慮其他資料是否與綜合財務報表或我們於審核過程中所了解的情況有重大抵觸，或者似乎有重大錯誤陳述。基於我們已執行的工作，倘我們認為其他資料有重大錯誤陳述，我們須報告該事實。於此方面，我們沒有任何報告。

董事及負責管治的人員對綜合財務報表的責任

貴公司董事須負責根據香港會計師公會頒佈的香港財務報告準則及香港公司條例的披露規定編製真實而公允的綜合財務報表，並為其認為必須為使綜合財務報表的編製不存在由於欺詐或錯誤而導致的重大錯誤陳述的內部控制負責。

編製綜合財務報表時，董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

負責管治的人員負責履行監督 貴集團財務報告過程的責任。

Independent Auditor's Report

獨立核數師報告

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

核數師就審核綜合財務報表的責任

我們的目標為合理鑒證整體綜合財務報表是否不存在由於欺詐或錯誤而導致的任何重大錯誤陳述，並按照我們協定的委任條款僅向閣下（作為整體）發出載有我們意見的核數師報告，除此之外本報告別無其他目的。我們不會就本報告之內容向任何其他人士負上或承擔任何責任。合理鑒證屬高層次鑒證，但不能擔保根據香港審核準則進行的審核工作總能發現所有存在的重大錯誤陳述。錯誤陳述可源於欺詐或錯誤，倘個別或整體於合理預期情況下可影響使用者根據綜合財務報表作出的經濟決定時，則被視為重大錯誤陳述。

根據香港審核準則進行審核時，我們運用專業判斷，於整個審核過程中保持專業懷疑態度。我們亦：

- 識別及評估綜合財務報表由於欺詐或錯誤而導致的重大錯誤陳述風險，因應此等風險設計及執行審核程序，並獲得充足及適當審核憑證為我們的意見提供基礎。由於欺詐可能涉及合謀串通、偽造、故意遺漏、誤導性陳述或凌駕內部控制，因此未能發現由此造成的重大錯誤陳述風險較未能發現由於錯誤而導致的重大錯誤陳述風險更高。
- 了解與審核有關的內部控制，以設計恰當的審核程序，但並非旨在對貴集團內部控制的有效程度發表意見。
- 評估所用會計政策是否恰當，以及董事所作會計估算及相關披露是否合理。

Independent Auditor's Report

獨立核數師報告

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

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

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

核數師就審核綜合財務報表的責任 (續)

- 總結董事採用以持續經營為基礎的會計法是否恰當，並根據已獲取的審核憑證，總結是否有對貴集團持續經營的能力構成重大疑問的事件或情況等重大不確定因素。倘我們認為存在重大不確定因素，我們需於核數師報告中提請注意綜合財務報表內的相關披露，或如果相關披露不足，則修訂我們的意見。我們的結論以截至核數師報告日期所獲得的審核憑證為基礎，惟未來事件或情況可能導致貴集團不再具有持續經營的能力。
- 評估綜合財務報表（包括披露）的整體列報、架構及內容，以及綜合財務報表是否已以公允列報的方式反映相關交易及事項。
- 就貴集團內各實體或業務活動的財務資料獲得充足適當的審核憑證，以就綜合財務報表發表意見。我們須負責指導、監督及執行集團的審核工作。我們須為我們的審核意見承擔全部責任。

我們與負責管治的人員就（其中包括）審核工作的計劃範圍及時間安排及重大審核發現，包括我們於審核期間識別出內部控制的任何重大缺陷溝通。

Independent Auditor's Report

獨立核數師報告

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

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

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

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

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
22 March 2024

核數師就審核綜合財務報表的責任(續)

我們亦向負責管治的人員提交聲明，說明我們已遵守有關獨立性的相關道德要求，並就所有被合理認為可能影響我們獨立性的關係及其他事宜與負責管治的人員溝通，及為消除威脅採取措施或採用保障措施(如適用)。

我們從與負責管治的人員溝通的事項中，決定哪些事項對本期綜合財務報表的審核工作最為重要，因而構成關鍵審核事項。除非法律或法規不容許公開披露此等事項，或於極罕有的情況下，我們認為披露此等事項可合理預期的不良後果將超越公眾知悉此等事項的利益而不應於報告中披露，否則我們會於核數師報告中描述此等事項。

出具本獨立核數師報告的審核項目合夥人是王杰森。

德勤•關黃陳方會計師行
執業會計師
香港
2024年3月22日

Consolidated Statement of Profit or Loss and Other Comprehensive Income

綜合損益及其他全面收益報表

For the Year Ended 31 December 2023

截至2023年12月31日止年度

			2023	2022
			2023年	2022年
		Notes	RMB'000	RMB'000
		附註	人民幣千元	人民幣千元
Revenue	收入	5	640,849	687,000
Cost of sales	銷售成本		(544,538)	(580,160)
Gross profit	毛利		96,311	106,840
Impairment losses under expected credit loss ("ECL") model, net of reversal	預期信貸虧損(「預期信貸虧損」)模式下的減值虧損，扣除撥回		(8,427)	(12,480)
Impairment losses on Identified Long-lived Assets (as defined in note 4)	已識別長期資產的減值虧損(定義見附註4)	14	(7,653)	(45,156)
Other income	其他收入	6	34,773	39,296
Other gains and losses	其他收益及虧損	6	15,349	(85,365)
Research and development expenses	研發開支		(62,509)	(86,300)
Administrative expenses	行政開支		(75,169)	(89,360)
Distribution and selling expenses	分銷及銷售開支		(42,161)	(45,138)
Finance costs	財務成本	7	(3,279)	(4,970)
Share of results of associates	應佔聯營公司業績		(41)	551
Loss before tax	稅前虧損		(52,806)	(222,082)
Income tax expense	所得稅開支	8	(6,389)	(7,679)
Loss and total comprehensive expense for the year attributable to owners of the Company	本公司擁有人應佔年度虧損及全面開支總額	9	(59,195)	(229,761)
Loss per share	每股虧損			
– basic (RMB cents)	– 基本(人民幣分)	13	(7.28)	(28.08)
– diluted (RMB cents)	– 攤薄(人民幣分)	13	(7.28)	(28.08)

Consolidated Statement of Financial Position

綜合財務狀況報表

At 31 December 2023

於2023年12月31日

			2023	2022
			2023年	2022年
		Notes	RMB'000	RMB'000
		附註	人民幣千元	人民幣千元
Non-current Assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	14	258,795	280,529
Right-of-use assets	使用權資產	15	23,420	24,087
Deposits for purchase of plant and equipment	購買廠房及設備項目按金		12,361	13,136
Deferred tax assets	遞延稅項資產	16	36,872	43,026
Intangible assets	無形資產	17	17,699	17,917
Interests in associates	於聯營公司的權益	18	4,559	4,600
			353,706	383,295
Current Assets	流動資產			
Inventories	存貨	19	149,924	180,836
Trade and other receivables	貿易及其他應收賬款	20	413,071	482,036
Pledged bank deposits	已抵押銀行存款	21	132,355	89,791
Cash and cash equivalents	現金及現金等價物	21	198,674	174,275
			894,024	926,938
Current Liabilities	流動負債			
Trade and other payables	貿易及其他應付賬款	22	631,586	690,574
Contract liabilities	合約負債	23	9,098	6,102
Tax Payable	應付稅項		215	–
Bank and other borrowings	銀行及其他借款	24	95,000	38,560
Lease liabilities	租賃負債	25	3,540	3,630
Deferred income	遞延收入	26	1,535	1,786
			740,974	740,652
Net Current Assets	流動資產淨額		153,050	186,286
Total Assets less Current Liabilities	總資產減流動負債		506,756	569,581

Consolidated Statement of Financial Position

綜合財務狀況報表

At 31 December 2023

於2023年12月31日

		Notes	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
		附註		
Non-current Liabilities	非流動負債			
Lease liabilities	租賃負債	25	1,216	2,220
Deferred income	遞延收入	26	988	2,367
			2,204	4,587
Net Assets	資產淨額		504,552	564,994
Capital and Reserves	股本及儲備			
Share capital	股本	27	6	6
Reserves	儲備		504,546	564,988
Equity attributable to owners of the Company	本公司擁有人應佔權益		504,552	564,994

The consolidated financial statements on pages 138 to 244 were approved and authorised for issue by the board of directors on 22 March 2024 and are signed on its behalf by:

第138至244頁的綜合財務報表已經董事會於2024年3月22日批准和授權刊發，並由以下董事代表簽署：

Hu Xiang
胡翔
DIRECTOR
董事

Zhou Lingbo
周凌波
DIRECTOR
董事

Consolidated Statement of Changes in Equity

綜合權益變動報表

For the Year Ended 31 December 2023

截至2023年12月31日止年度

		Share capital	Share premium	Enterprise expansion fund	Statutory surplus reserve fund	Special reserve	Share option reserve	Retained earnings	Total
		股本	股份溢價	企業發展基金	法定盈餘積金	特別儲備	購股權儲備	保留盈利	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
			(note a)		(note b)	(note c)	(note 28)		
			(附註a)		(附註b)	(附註c)	(附註28)		
At 1 January 2022	於2022年1月1日	6	403,442	3,034	70,022	2,999	22,795	293,347	795,645
Loss and the total comprehensive expense for the year	年度虧損及全面開支總額	-	-	-	-	-	-	(229,761)	(229,761)
Transfer of share option reserve upon forfeiture of share options	於沒收購股權時轉撥購股權儲備	-	-	-	-	-	(1,829)	1,829	-
Repurchase and cancellation of shares (note 27)	購回及註銷股份 (附註27)	-*	(476)	-	-	-	-	-	(476)
Repurchase of shares (note 27)	股份購回 (附註27)	-	(414)	-	-	-	-	-	(414)
At 31 December 2022	於2022年12月31日	6	402,552	3,034	70,022	2,999	20,966	65,415	564,994
Loss and the total comprehensive expense for the year	年度虧損及全面開支總額	-	-	-	-	-	-	(59,195)	(59,195)
Transfer of share option reserve upon forfeiture/expiration of share options	於沒收購股權/購股權到期時轉撥購股權儲備	-	-	-	-	-	(9,253)	9,253	-
Cancellation of shares (note 27)	註銷股份 (附註27)	-*	-	-	-	-	-	-	-
Repurchase and cancellation of shares (note 27)	購回及註銷股份 (附註27)	-*	(593)	-	-	-	-	-	(593)
Repurchase of shares (note 27)	股份購回 (附註27)	-	(654)	-	-	-	-	-	(654)
At 31 December 2023	於2023年12月31日	6	401,305	3,034	70,022	2,999	11,713	15,473	504,552

* Less than RMB1,000

* 少於人民幣1,000元

Consolidated Statement of Changes in Equity

綜合權益變動報表

For the Year Ended 31 December 2023

截至2023年12月31日止年度

Notes:

- (a) Under the Companies Law of the Cayman Islands (2009 Revision), the share premium of the Company may be applied for redemption or purchase of any shares of the Company, payment of distributions or dividends to shareholders provided that immediately following the date on which the distribution or dividend is proposed to be paid, payment of its debts as they fall due in the ordinary course of business. During the year ended 31 December 2023 and 31 December 2022, no dividends were paid out of its share premium.
- (b) As stipulated by the relevant laws and regulations in the People's Republic of China (the "PRC"), the Company's PRC subsidiaries are required to maintain statutory reserve. Appropriations to such reserve are made out of net profit after tax reported in the statutory financial statements of the PRC subsidiaries while the amounts and allocation basis are decided by their respective boards of directors annually. The statutory reserve can be used to make up their prior year losses, if any, and can be applied in conversion into capital by means of capitalisation issue or expanding the capital base of the PRC subsidiaries by means of capitalisation issue.
- (c) Special reserve represents the difference between the paid-in capital of 摩比天線技術(深圳)有限公司 MOBI Antenna Technologies (Shenzhen) Co., Ltd. ("MOBI Shenzhen"), a wholly-owned subsidiary of the Company, and the nominal value of the Company's shares issued in connection with the acquisition of MOBI Shenzhen. MOBI Shenzhen was acquired pursuant to the group restructuring completed on 19 December 2002, at which time the Company entered into an equity transfer agreement for the acquisition of the entire equity interest in MOBI Shenzhen.

附註：

- (a) 根據開曼群島公司法(2009年修訂本)，本公司的股份溢價可用於贖回或購買本公司任何股份、向股東支付分派或股息，但緊隨擬支付分派或股息之日期後，須能夠於日常業務過程中支付到期的債務。於截至2023年12月31日及2022年12月31日止年度，概無股息自股份溢價撥付。
- (b) 根據中華人民共和國(「中國」)的相關法律及法規規定，本公司的中國子公司須維持法定儲備金。該儲備金的撥款乃由中國子公司法定財務報表內呈報的稅後淨利潤撥出，金額及分配基準每年由其董事會決定。法定儲備金可用作彌補去年的虧損(如有)以及可通過資本化發行轉換成股本或通過資本化發行用作擴充中國子公司的資本基礎。
- (c) 特別儲備指本公司全資子公司摩比天線技術(深圳)有限公司(「摩比深圳」)的已繳股本與本公司就收購摩比深圳發行股份的面值的差額。摩比深圳乃根據2002年12月19日完成的集團重組收購，而本公司於同日已就收購摩比深圳的全部股權訂立一項股權轉讓協議。

Consolidated Statement of Cash Flows

綜合現金流量報表

For the Year Ended 31 December 2023

截至2023年12月31日止年度

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
OPERATING ACTIVITIES	經營活動		
Loss before tax	稅前虧損	(52,806)	(222,082)
Adjustments for:	就以下項目作出調整：		
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,817	32,645
Impairment loss on the Identified Long-live Assets	已識別長期資產的減值虧損	7,653	45,156
Amortisation of intangible assets	無形資產攤銷	7,499	17,807
Write-down of inventories	存貨撇減	7,981	4,489
Unrealised exchange gain	未變現匯兌收益	(7,025)	(9,594)
Depreciation of right-of-use assets	使用權資產折舊	1,231	5,895
Finance costs	財務成本	3,279	4,970
Impairment losses under ECL model, net of reversal	預期信貸虧損模式下的減值虧損， 扣除撥回	8,427	12,480
(Gain) loss on disposals of property, plant and equipment	出售物業、廠房及設備的(收益) 虧損	(6,412)	8,847
Share of results of associates	應佔聯營公司業績	41	(551)
Provision of settlement expenses	和解費用撥備	-	83,255
Interest income from bank deposits	銀行存款利息收入	(5,512)	(9,683)
Government grants related to assets	與資產相關的政府補助金	(1,630)	(2,136)
Operating cash flows before movements in working capital	未計營運資金變動前的經營現金流量	(17,457)	(28,502)
Decrease in inventories	存貨減少	22,931	27,788
Decrease in trade and other receivables	貿易及其他應收賬款減少	62,636	44,306
(Decrease) increase in trade and other payables	貿易及其他應付賬款(減少)增加	(54,032)	24,590
Increase (decrease) in contract liabilities	合約負債增加(減少)	2,996	(7,245)
Settlement for derivative financial instruments	結算衍生金融工具	-	33
Cash generated from operations	經營所得現金	17,074	60,970
Taxation paid	已付稅項	(20)	(14)
NET CASH FROM OPERATING ACTIVITIES	經營活動所得現金淨額	17,054	60,956

Consolidated Statement of Cash Flows

綜合現金流量報表

For the Year Ended 31 December 2023

截至2023年12月31日止年度

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
INVESTING ACTIVITIES	投資活動		
Placement of pledged bank deposits	存置已抵押銀行存款	(311,211)	(107,277)
Purchase of property, plant and equipment	購買物業、廠房及設備	(7,391)	(13,706)
Deposits paid for purchase of plant and equipment	就購買廠房及設備支付的按金	(12,361)	(13,136)
Development costs paid and capitalised	已付及資本化發展成本	(7,862)	(6,481)
Redemption of pledged bank deposits	贖回已抵押銀行存款	268,647	89,653
Interest received	已收利息	5,512	9,683
Proceeds on disposal of property, plant and equipment	出售物業、廠房及設備的所得款項	19,179	6,763
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(45,487)	(34,501)
FINANCING ACTIVITIES	融資活動		
Repayments of bank and other borrowings	償還銀行及其他借款	(55,726)	(158,220)
Repayments of lease liabilities	償還租賃負債	(4,009)	(5,699)
Interest paid	已付利息	(3,279)	(4,867)
Repurchase of shares	股份購回	(1,247)	(890)
New bank and other borrowings raised	新增銀行及其他借款	112,166	59,503
NET CASH FROM (USED IN) FINANCING ACTIVITIES	融資活動所得(所用)現金淨額	47,905	(110,173)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物淨值增加(減少)	19,472	(83,718)
CASH AND CASH EQUIVALENTS AT 1 JANUARY	於1月1日的現金及現金等價物	174,275	250,546
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	外匯匯率變動影響	4,927	7,447
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	於12月31日的現金及現金等價物	198,674	174,275

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

I. GENERAL INFORMATION

MOBI Development Co., Ltd. (the “Company”) is a public limited company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (“The Stock Exchange”) on 17 December 2009. The address of its registered office is Maples Corporate Services Limited P.O. Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands and its principal place of business is 7 Langshan First Road, Science and Technology Park, Nanshan District, Shenzhen, Guangdong Province, the PRC.

The principal activities of the Company and its subsidiaries (the “Group”) are production and sale of antennas and radio frequency subsystems.

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

I. 一般資料

摩比發展有限公司(「本公司」)為在開曼群島註冊成立的公眾有限公司，其股份於2009年12月17日在香港聯合交易所有限公司(「聯交所」)上市，其註冊辦事處的地址為Maples Corporate Services Limited P.O. Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands，其主要營業地點為中國廣東省深圳市南山區科技園朗山一路7號。

本公司及其子公司(「本集團」)的主要業務為生產及銷售天線及無線電射頻子系統。

綜合財務報表以人民幣(「人民幣」)呈列，人民幣亦是本公司及其主要子公司的功能貨幣。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

New and amendments to HKFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following new and amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 January 2023 for the preparation of the consolidated financial statements:

HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)
香港財務報告準則第17號
(包括2020年10月及2022年2月的
香港財務報告準則第17號(修訂本))

Amendments to HKAS 8
香港會計準則第8號(修訂本)

Amendments to HKAS 12
香港會計準則第12號(修訂本)

Amendments to HKAS 12
香港會計準則第12號(修訂本)

Amendments to HKAS 1 and HKFRS Practice Statement 2
香港會計準則第1號及香港財務報告準則
實務報告第2號(修訂本)

Insurance Contracts

保險合約

Definition of Accounting Estimates
會計估計之定義

Deferred Tax related to Assets and Liabilities arising from a Single Transaction
與單一交易產生之資產及負債相關的遞延稅項

International Tax Reform-Pillar Two model Rules
國際稅務改革－支柱二示範規則

Disclosure of Accounting Policies
會計政策之披露

2. 應用新訂香港財務報告準則(「香港財務報告準則」)及香港財務報告準則修訂本

本年度強制生效之新訂香港財務報告準則及香港財務報告準則修訂本

於本年度，本集團已就編製綜合財務報表首次應用由香港會計師公會(「香港會計師公會」)頒佈之下列新訂香港財務報告準則及香港財務報告準則修訂本，其於本集團自2023年1月1日開始之年度期間強制生效：

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) (Cont’d)

New and amendments to HKFRSs that are mandatorily effective for the current year (Cont’d)

Except as described below, the application of the new and amendments to HKFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

Impacts on application of Amendments to HKAS 1 and HKFRS Practice Statement 2 Disclosure of Accounting Policies

The Group has applied the amendments for the first time in the current year. HKAS 1 *Presentation of Financial Statements* is amended to replace all instances of the term “Material accounting policy information” with “material accounting policy information”. Accounting policy information is material if, when considered together with other information included in an entity’s financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

2. 應用新訂香港財務報告準則（「香港財務報告準則」）及香港財務報告準則修訂本（續）

本年度強制生效之新訂香港財務報告準則及香港財務報告準則修訂本（續）

除下文所述者外，於本年度應用新訂香港財務報告準則及香港財務報告準則修訂本對本集團於當前及過往年度之財務狀況及表現及／或該等綜合財務報表所載之披露並無重大影響。

應用香港會計準則第1號及香港財務報告準則實務報告第2號（修訂本）會計政策之披露的影響

本集團已於本年度首次應用該等修訂本。香港會計準則第1號（修訂本）*財務報表之呈列*以「重大會計政策資料」取代「主要會計政策」一詞的所有情況。倘連同實體財務報表內的其他資料一併考慮，會計政策資料可以合理預期會影響通用財務報表的主要使用者根據該等財務報表所作出的決定，則該會計政策資料屬重大。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) (Cont’d)

Impacts on application of Amendments to HKAS 1 and HKFRS Practice Statement 2 Disclosure of Accounting Policies (Cont’d)

The amendments also clarify that accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. If an entity chooses to disclose immaterial accounting policy information, such information must not obscure material accounting policy information.

HKFRS Practice Statement 2 *Making Materiality Judgements* (the “Practice Statement”) is also amended to illustrate how an entity applies the “four-step materiality process” to accounting policy disclosures and to judge whether information about an accounting policy is material to its financial statements. Guidance and examples are added to the Practice Statement.

The application of the amendments has had no material impact on the Group’s financial positions and performance but has affected the disclosure of the Group’s accounting policies set out in note 3 to the consolidated financial statements.

2. 應用新訂香港財務報告準則（「香港財務報告準則」）及香港財務報告準則修訂本（續）

應用香港會計準則第1號及香港財務報告準則實務報告第2號（修訂本）會計政策之披露的影響（續）

該等修訂本亦澄清，即使涉及款項並不重大，但基於相關交易性質、其他事件或情況，會計政策資料仍可屬重大。然而，並非所有與重大交易、其他事件或情況有關的會計政策資料本身即屬重大。倘一間實體選擇披露非重大會計政策資料，有關資料不得掩蓋重大會計政策資料。

香港財務報告準則實務報告第2號作出重大性判斷（「實務報告」）亦經修訂，以說明一間實體如何將「四步法評估重大性流程」應用於會計政策披露及判斷有關一項會計政策的資料對其財務報表是否屬重大。實務報告已增加指導意見及實例。

應用該等修訂本對本集團財務狀況或表現並無重大影響，但影響本集團於綜合財務報表附註3所載會計政策之披露。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) (Cont’d)

Amendments to HKFRSs in issue but not yet effective

The Group has not early applied the following amendments to HKFRSs that have been issued but are not yet effective:

Amendments to HKFRS 10 and HKAS 28

香港財務報告準則第10號及
香港會計準則第28號(修訂本)

Amendments to HKFRS 16

香港財務報告準則第16號(修訂本)

Amendments to HKAS 1

香港會計準則第1號(修訂本)

Amendments to HKAS 1

香港會計準則第1號(修訂本)

Amendments to HKAS 7 and HKFRS 7

香港會計準則第7號及

香港財務報告準則第7號(修訂本)

Amendments to HKAS 21

香港會計準則第21號(修訂本)

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture¹

投資者與其聯營公司或合營企業之間的資產出售或注資¹

Lease Liability in a Sale and Leaseback²

售後租回交易中的租賃負債²

Classification of Liabilities as Current or Non-current and

related amendments to Hong Kong Interpretation 5 (2020)²

負債分類為流動或非流動以及香港詮釋第5號(2020年)之有關修訂²

Non-current Liabilities with Covenants²

附帶契諾之非流動負債²

Supplier Finance Arrangements²

供應商融資安排²

Lack of Exchangeability³

缺乏可交換性³

¹ Effective for annual periods beginning on or after a date to be determined.

² Effective for annual periods beginning on or after 1 January 2024.

³ Effective for annual periods beginning on or after 1 January 2025.

2. 應用新訂香港財務報告準則(「香港財務報告準則」)及香港財務報告準則修訂本(續)

已頒佈但尚未生效之香港財務報告準則修訂本

本集團並無提早應用下列已頒佈但尚未生效之香港財務報告準則修訂本：

¹ 於待定日期或之後開始之年度期間生效。

² 於2024年1月1日或之後開始之年度期間生效。

³ 於2025年1月1日或之後開始之年度期間生效。

The directors of the Company anticipate that the application of all the amendments to HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

本公司董事預期，應用所有香港財務報告準則修訂本於可見將來不會對綜合財務報表造成重大影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

3.1 Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange (the "Listing Rules") and by the Hong Kong Companies Ordinance.

3.2 Material accounting policy information

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company.

3. 綜合財務報表的編製基準及重大會計政策資料

3.1 綜合財務報表的編製基準

綜合財務報表根據香港會計師公會頒佈的香港財務報告準則編製。就編製綜合財務報表而言，倘有關資料合理預期會影響主要用戶作出之決定，則有關資料被視為重大。此外，綜合財務報表包括聯交所證券上市規則（「上市規則」）及香港公司條例規定的適用披露。

3.2 重大會計政策資料

綜合基準

綜合財務報表載有本公司及本公司所控制實體及其子公司的財務報表。倘本公司符合以下情況，即取得控制權：

- 可對被投資方行使權力；
- 因參與被投資方業務而面對浮動回報的風險或享有其權利；及
- 有能力使用權力影響其回報。

倘有事實及情況顯示上文所列三項控制權要素中有一項或多項出現變動，則本集團重新評估其是否控制被投資方。

子公司於本集團取得對該子公司的控制權時開始綜合入賬，並於本集團失去子公司控制權時終止。

利潤或虧損及其他全面收益的各項目會分配予本公司擁有人。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Basis of consolidation (Cont'd)

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Revenue from contracts with customers

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Information about the Group's accounting policies relating to contracts with customers is provided in notes 5 and 23.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

綜合基準(續)

如有需要，子公司的財務報表會作出調整，使其會計政策與本集團的會計政策保持一致。

與本集團成員公司間交易有關的所有集團內資產及負債、權益、收入、開支及現金流量悉數於綜合賬目時對銷。

來自客戶合約的收入

當(或隨著)履約責任得以滿足，即有關特定履約責任之貨品或服務的「控制權」轉讓至客戶時，本集團會確認收入。

履約責任指不同的貨品或服務(或一組貨品或服務)或一系列不同的貨品或大致相同的服務。

有關本集團客戶合約的會計政策資料載於附註5及23。

合約負債指本集團因已自客戶收取代價(或到期代價金額)，而須轉讓貨品或服務予客戶之義務。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Leases

Definition of a lease

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception, modification date or acquisition date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Right-of-use assets

The cost of right-of-use assets include the amount of the initial measurement of the lease liability.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

租賃

租賃的定義

倘合約為換取代價而給予在一段時間內控制可識別資產使用的權利，則該合約為租賃或包含租賃。

本集團於開始日期、修訂日期或收購日期(如適用)按香港財務報告準則第16號項下之定義評估合約是否為租賃或包含租賃。除非合約之條款及條件其後變動，否則有關合約將不予重新評估。

本集團作為承租人

使用權資產

使用權資產成本包括租賃負債的初步計量金額。

使用權資產按成本減任何累計折舊及減值虧損計量，並就租賃負債之任何重新計量作出調整。

使用權資產於租期以直線法折舊。

本集團於綜合財務狀況報表將使用權資產作為單獨項目呈列。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Leases (Cont'd)

The Group as a lessor

Classification and measurement of leases

All leases are classified as operating leases. Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease.

Share-based payments

Equity-settled share-based payment transactions

Share option granted to employees

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share options reserve). At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option reserve.

When share options are exercised, the amount previously recognised in share option reserve will be transferred to share premium. When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share option reserve will be transferred to retained earnings.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

租賃(續)

本集團作為出租人

租賃的分類及計量

所有租賃均分類為經營租賃。經營租賃產生的租金收入於相關租期內按直線法於損益確認。

以股份為基礎的付款

以權益結算以股份為基礎的付款的交易

授予僱員的購股權

對僱員作出的以權益結算以股份為基礎的付款按權益工具於授出日期的公平值計量。

於授出當日釐定的以權益結算以股份為基礎的付款的公平值(並無考慮所有非市場性質的歸屬條件)，乃按本集團估計權益工具將會最終歸屬的歸屬期間以直線法支銷，並於權益中(購股權儲備)作相應增加。於各呈報期末，本集團修訂其預期將按所有相關非市場性質的歸屬條件的評估歸屬的權益工具的估計數目。修訂原有估計的影響(如有)在損益中確認，以便累計開支反映經修訂估計，購股權儲備會作出相應調整。

行使購股權時，先前於購股權儲備中確認的金額將撥入股份溢價。當購股權於歸屬日期後被沒收或於屆滿日期仍未獲行使，先前於購股權儲備中確認的金額將撥入保留盈利。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Taxation

Income tax expense represents the sum of current and deferred income tax expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from loss before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of the transaction does not give rise to equal taxable and deductible temporary differences.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

稅項

所得稅開支乃指即期及遞延所得稅開支的總和。

即期應付稅項基於年度應課稅利潤計算。應課稅利潤與稅前虧損不同，是由於其他年度應課稅或可扣稅的收入或開支及不曾課稅或扣稅的項目所致。本集團的即期稅項負債按呈報期末已頒佈或實質上已頒佈的稅率計算。

遞延稅項按綜合財務報表中資產與負債的賬面值與計算應課稅利潤時採用的相應稅基的暫時差額確認。遞延稅項負債一般就一切應課稅暫時差額而確認，而遞延稅項資產一般在可能產生應課稅利潤以抵銷可扣稅暫時差額的情況下，就所有可扣稅暫時差額確認。倘暫時差額因首次確認(業務合併除外)一項對應課稅利潤或會計利潤概無影響的交易中的資產及負債而產生，且交易時並無產生相等的應課稅及可扣稅暫時差額，則該等遞延稅項資產及負債不予確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Taxation (Cont'd)

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognised in profit or loss.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

稅項(續)

遞延稅項負債就與於子公司及聯營公司的投資相關的應課稅暫時差額作出確認，惟本集團能控制暫時差額的撥回及暫時差額可能不會於可見未來撥回的情況除外。與該等投資相關的可扣稅暫時差額產生的遞延稅項資產，僅在可能有足夠應課稅利潤用於抵銷暫時差額利益，並預期於可見未來撥回的情況下方會確認。

遞延稅項資產的賬面值於各呈報期末審閱，並於不再可能有足夠應課稅利潤可收回全部或部分資產時作出扣減。

遞延稅項資產及負債按預期適用於清償負債或變現資產期間的稅率計算，有關稅率（及稅法）乃於呈報期末已頒佈或實質已頒佈者。

遞延稅項負債及資產的計量反映本集團預期於呈報期末收回或清償其資產及負債的賬面值時出現的稅務後果。

當即期稅項資產與即期稅項負債可依法相互抵銷，且與同一稅務機關的同一應課稅實體所徵收之所得稅有關，遞延稅項資產及負債可相互抵銷。

即期及遞延稅項應於損益中確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Property, plant and equipment

Property, plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes (other than plant and machinery under construction as described below). Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Plant and machinery in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost of assets other than construction in progress less their residual values over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

物業、廠房及設備

物業、廠房及設備為持有以用於生產或供應貨品或服務或行政用途的有形資產(不包括下述在建廠房及機器)。物業、廠房及設備乃按成本減其後累計折舊及其後累計減值虧損(如有)於綜合財務狀況報表列賬。

作為生產、供應或行政用途的在建廠房及機器按成本減任何已確認減值虧損入賬。成本包括使資產達到能夠按照管理層擬定的方式開展經營所必要的位置及條件而直接產生的任何成本。該等資產於可作擬定用途時開始按與其他物業資產相同的基準折舊。

除在建工程以外的資產按估計可使用年期以直線法確認折舊,以撇銷其成本(扣除餘下價值後)。估計可使用年期、餘下價值及折舊方法於各呈報期末檢討,任何估計變動的影響按預期基準入賬。

物業、廠房及設備項目乃於出售時或當預期持續使用有關資產將不會產生未來經濟利益時取消確認。物業、廠房及設備項目出售或報廢產生的任何收益或虧損按銷售所得款項與資產賬面值的差額釐定,並於損益確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Intangible assets

Internally-generated intangible assets – research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development activities (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

無形資產

內部產生無形資產 – 研發開支

研究活動的開支於產生期間確認為開支。

由開發活動(或自內部項目開發階段)而引起的內部產生無形資產,僅在證明下列各項後方會確認:

- 完成無形資產技術上可行,將可供使用或出售;
- 完成及使用或出售無形資產的意向;
- 使用或出售無形資產的能力;
- 無形資產將產生可能的未來經濟利益的方式;
- 充分取得完成無形資產開發及使用或出售所需的技術、財務及其他資源;及
- 可靠計量無形資產於開發時應佔開支的能力。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Intangible assets (Cont'd)

Internally-generated intangible assets – research and development expenditure (Cont'd)

The amount initially recognised for internally-generated intangible asset is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses (if any).

Impairment on property, plant and equipment, right-of-use assets and intangible assets

At the end of the reporting period, the Group reviews the carrying amounts of its property, plant and equipment, right-of-use assets, intangible assets with finite useful lives to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any). Intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that they may be impaired.

The recoverable amount of property, plant and equipment, right-of-use assets and intangible assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

無形資產(續)

內部產生無形資產 – 研發開支(續)

內部產生的無形資產初步按無形資產首度符合上述確認準則當日起所產生的開支總額確認。倘無內部產生的無形資產可予確認，則開發費用於產生期間在損益確認。

於初步確認後，內部產生的無形資產以成本減累計攤銷及累計減值虧損(如有)呈報。

物業、廠房及設備、使用權資產及無形資產減值

於呈報期末，本集團審閱其具有有限可使用年期的物業、廠房及設備、使用權資產及無形資產的賬面值，以釐定該等資產是否出現減值虧損跡象。倘存在任何有關跡象，則會估計相關資產可收回金額以釐定減值虧損的程度(如有)。尚未可供使用的無形資產須至少每年並在有跡象顯示該等資產可能出現減值時作減值測試。

物業、廠房及設備、使用權資產及無形資產的可收回金額乃分別估計。如無法分別估計資產的可收回金額，本集團將估計其所屬現金產生單位的可收回金額。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Impairment on property, plant and equipment, right-of-use assets and intangible assets (Cont'd)

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

3. 綜合財務報表的編製基準及重大會計政策資料 (續)

3.2 重大會計政策資料 (續)

物業、廠房及設備、使用權資產及無形資產減值 (續)

於測試現金產生單位的減值時，倘可以建立合理和貫徹的分配基準，會將企業資產分配至相關現金產生單位，或分配至可以建立合理和貫徹的分配基準的現金產生單位最小組別。就企業資產所屬的現金產生單位或現金產生單位組別釐定可收回金額，並與有關現金產生單位或現金產生單位組別的賬面值進行比較。

可收回金額乃指公平值減出售成本及使用價值兩者之較高者。於評定使用價值時，估計未來現金流量以稅前折現率折現至現值，稅前折現率反映貨幣時間價值的現時市場評估及資產（或現金產生單位）特有的風險，而對未來現金流量的估計並無因此調整。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Impairment on property, plant and equipment, right-of-use assets and intangible assets (Cont'd)

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

物業、廠房及設備、使用權資產及無形資產減值(續)

倘資產(或現金產生單位)的可收回金額估計少於其賬面值,則資產(或現金產生單位)的賬面值調低至其可收回金額。就未能按合理和貫徹的基準分配至現金產生單位的企業資產或部分企業資產,本集團會比較一組現金產生單位的賬面值(包括已分配至該組現金產生單位的企業資產或部分企業資產的賬面值)與該組現金產生單位的可收回金額。分配減值虧損時,根據該單位或該組現金產生單位內各資產賬面值,減值虧損應按比例首先分配以減少任何商譽的賬面值(如適用),然後按比例分配予其他資產。資產的賬面值不減至低於其公平值減去處置成本(如可計量)、其使用價值(如可確定)和零之中的最高值。將另行分配至資產的減值虧損金額按比例分配至該單位或該組現金產生單位的其他資產。減值虧損於損益內即時確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with HKFRS 15.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具

金融資產及金融負債於集團實體成為該工具合約條文的訂約方時確認。所有常規方式買賣的金融資產概於交易日予以確認及取消確認。常規方式買賣乃指遵循法規或市場慣例在約定時間內交付資產的金融資產買賣。

金融資產及金融負債初步以公平值計量，惟產生自與客戶的合約之貿易應收賬款（初步按香港財務報告準則第15號計量）除外。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

實際利率法為計算金融資產或金融負債的攤銷成本以及分配相關期間的利息收入及利息開支之方法。實際利率乃於初步確認時按金融資產或金融負債的預期年期或較短期間(如適用)內確切折現估計未來現金收入及付款(包括構成實際利率不可或缺部分的所有已付或已收費用及點數、交易成本及其他溢價或折現)至賬面淨值的利率。

金融資產

金融資產的分類及後續計量

滿足以下條件的金融資產後續按攤銷成本計量：

- 以收取合約現金流量為目的而於業務模式內持有金融資產；及
- 合約條款於指定日期產生之現金流量僅為支付本金及未償還本金之利息。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

Impairment of financial assets subject to impairment assessment under HKFRS 9

The Group performs impairment assessment under ECL model on financial assets (including trade receivables, other receivables, pledged bank deposits and bank balances) which are subject to impairment assessment under HKFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

攤銷成本及利息收入

就後續按攤銷成本計量的金融資產而言，利息收入乃使用實際利率法予以確認。利息收入乃對一項金融資產總賬面值應用實際利率予以計算，惟後續出現信貸減值的金融資產除外。就後續出現信貸減值的金融資產而言，自下一呈報期起，利息收入乃對金融資產攤銷成本應用實際利率予以確認。倘信貸減值金融工具的信貸風險好轉，使金融資產不再出現信貸減值，於釐定資產不再出現信貸減值後，自呈報期開始起利息收入乃對金融資產總賬面值應用實際利率予以確認。

須根據香港財務報告準則第9號予以減值評估的金融資產減值

本集團對須根據香港財務報告準則第9號予以減值評估的金融資產(包括貿易應收賬款、其他應收賬款、已抵押銀行存款以及銀行結餘)使用預期信貸虧損模型進行減值評估。預期信貸虧損的金額於各報告日期更新，以反映自首次確認後信貸風險的變化。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessment are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables.

For all other instruments, the Group measures the loss allowance equal to 12-month ECL, unless when there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)
存續期預期信貸虧損指相關工具的預期年期內所有可能的違約事件產生之預期信貸虧損。相反，12個月預期信貸虧損指預期於報告日期後12個月內可能發生的違約事件導致之存續期預期信貸虧損部分。評估乃根據本集團的過往信貸虧損經驗進行，並根據債務人特有的因素、一般經濟狀況以及對報告日期當前狀況的評估以及對未來狀況的預測作出調整。

本集團始終就貿易應收賬款確認存續期預期信貸虧損。

對於所有其他工具，本集團計量的虧損撥備等於12個月預期信貸虧損，除非自首次確認後信貸風險顯著增加，本集團確認存續期預期信貸虧損。是否應確認存續期預期信貸虧損的評估乃基於自首次確認以來發生違約之可能性或風險的顯著增加。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(i) 信貸風險大幅增加

於評估自首次確認後信貸風險是否顯著增加時，本集團將於報告日期金融工具發生之違約風險與於首次確認日期金融工具發生之違約風險進行比較。在進行該評估時，本集團會考慮合理且可支持的定量和定性資料，包括無需付出不必要的成本或努力而可得之過往經驗及前瞻性資料。

特別是，在評估信貸風險是否顯著增加時，會考慮以下資料：

- 金融工具的外部(如有)或內部信貸評級實際或預期顯著惡化；
- 信貸風險的外部市場指標顯著惡化，例如，信貸利差顯著增加，債務人信貸違約掉期價格顯著上升；

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(i) Significant increase in credit risk (Cont'd)

- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(i) 信貸風險大幅增加(續)

- 業務、財務或經濟狀況的現有或預測不利變化(預計會導致債務人履行其債務責任的能力大幅下降)；
- 債務人經營業績實際或預期顯著惡化；
- 債務人的監管、經濟或技術環境的實際或預期重大不利變動，導致債務人履行其債務責任的能力大幅下降。

不論上述評估結果如何，本集團假設當合約付款逾期超過30日時，信貸風險自首次確認以來已大幅增加，惟本集團有合理且可支持的資料證明除外。

本集團定期監察用以識別信貸風險有否大幅增加的標準之效益，且修訂標準(如適當)來確保標準能在金額逾期前識別信貸風險大幅增加。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(ii) Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(ii) 違約定義

就內部信貸風險管理而言，本集團認為，違約事件在內部制訂或得自外界來源的資料顯示債務人不大可能悉數向債權人(包括本集團)還款(未計及本集團所持任何抵押品)時發生。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event;

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(iii) 信貸減值金融資產

金融資產在一項或多項事件(對該金融資產估計未來現金流量構成不利影響)發生時出現信貸減值。金融資產出現信貸減值的證據包括有關下列事件的可觀察數據：

- (a) 發行人或借款人出現重大財務困難；
- (b) 違約，如違約或逾期事件；

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(iii) Credit-impaired financial assets (Cont'd)

- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;

- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or

- (e) the disappearance of an active market for that financial asset because of financial difficulties.

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

3. 綜合財務報表的編製基準及重大會計政策資料 (續)

3.2 重大會計政策資料 (續)

金融工具 (續)

金融資產 (續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值 (續)

(iii) 信貸減值金融資產 (續)

- (c) 借款人的貸款人因有關借款人財務困難的經濟或合約理由而向借款人授出貸款人不會另行考慮的優惠；

- (d) 借款人有可能將申請破產或其他財務重組；或

- (e) 該金融資產的活躍市場因財務困難而消失。

(iv) 撇銷政策

當資料顯示對手方處於嚴重財務困難及無實際收回可能時，本集團則撇銷金融資產。經考慮法律意見後（倘合適），遭撇銷的金融資產可能仍須按本集團收回程序進行強制執行活動。撇銷構成取消確認事件。任何其後收回在損益中確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights.

Generally, the ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Lifetime ECL for certain trade receivables are considered on a collective basis taking into consideration past due information and relevant credit information such as forward-looking macroeconomic information.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(v) 預期信貸虧損的計量及確認
預期信貸虧損的計量為違約概率、違約損失率(即違約損失程度)及違約風險的函數。違約概率及違約損失率的評估乃基於過往數據及前瞻性資料。預期信貸虧損的預估反映無偏概率加權金額，以發生違約的風險為權重確定。

一般而言，預期信貸虧損乃本集團根據合約應收的所有合約現金流量與本集團預計收取的現金流量的差額，並按首次確認時釐定的實際利率折現。

經計及過往逾期資料及相關信貸資料(例如前瞻性宏觀經濟資料)，若干貿易應收賬款的存續期預期信貸虧損乃按集體基準予以考慮。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Impairment of financial assets subject to impairment assessment under HKFRS 9 (Cont'd)

(v) Measurement and recognition of ECL (Cont'd)

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit impaired, in which case interest income is calculated based on amortised cost of the financial asset.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

須根據香港財務報告準則第9號予以減值評估的金融資產減值(續)

(v) 預期信貸虧損的計量及確認(續)

本集團為集體評估制定組別時，將考慮以下特點：

- 逾期狀況；
- 債務人的性質、規模及行業；及
- 外部信貸評級（倘有）。

歸類工作經管理層定期檢討，以確保各組別成分繼續分擔類似信貸風險特性。

利息收入按金融資產的總賬面值計算，除非該金融資產出現信貸減值，則利息收入按金融資產的攤銷成本計算。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial assets (Cont'd)

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities and equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融資產(續)

取消確認金融資產

本集團僅於資產現金流量的合約權利屆滿時，才會取消確認金融資產。

於取消確認按攤銷成本計量的金融資產時，資產的賬面值與已收及應收代價之總和的差額於損益中確認。

金融負債及權益

分類為債務或權益

債務及權益工具乃根據合約安排的性質與金融負債及權益工具的定義而分類為金融負債或權益。

權益工具

權益工具為證明實體扣除其所有負債後的資產中所剩餘權益的任何合約。本公司發行的權益工具按已收所得款項扣除直接發行成本確認。

購回本公司本身權益工具已直接於權益確認及扣除。概無就購買、出售、發行或註銷本公司本身權益工具於損益確認收益或虧損。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

3.2 Material accounting policy information (Cont'd)

Financial instruments (Cont'd)

Financial liabilities and equity (Cont'd)

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities at amortised cost

Financial liabilities (including trade and other payables and bank and other borrowings) are subsequently measured at amortised cost, using the effective interest method.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3. 綜合財務報表的編製基準及重大會計政策資料(續)

3.2 重大會計政策資料(續)

金融工具(續)

金融負債及權益(續)

金融負債

所有金融負債隨後採用實際利率法按攤銷成本計量。

按攤銷成本計量的金融負債

金融負債(包括貿易及其他應付賬款以及銀行及其他借款)隨後採用實際利率法按攤銷成本計量。

取消確認金融負債

本集團僅會於本集團責任遭解除、取消或屆滿時取消確認金融負債。取消確認的金融負債賬面值與已付及應付代價的差額於損益內確認。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, the directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations (see below), that the directors of the Company have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

Capitalisation of development costs

As at 31 December 2023, the carrying amount of the Group's development costs amounted to RMB15.1 million (2022: RMB13.4 million), which are not ready for the intended use, were included in intangible assets. The capitalisation involved management's judgement in assessing of whether technical and commercial feasibility of each project had been achieved. Technical feasibility are evaluated based on testing results of products and commercial feasibility are evaluated based on forecast with assumptions on revenue to be generated, budget costs to be incurred and relevant market analysis of the relevant product.

4. 估計不確定因素的關鍵會計判斷及主要來源

於應用本集團的會計政策時，本公司董事須作出有關未能從其他來源輕易獲得的資產及負債賬面值的判斷、估計及假設。估計及相關假設乃基於過往經驗及被認為與其有關的其他因素。實際結果可能與該等估計不同。

估計及相關假設會持續檢討。倘會計估計的修訂僅影響估計修訂的期間，則會計估計的修訂於該期間確認，或倘會計估計的修訂影響現時及未來期間，則會計估計的修訂於修訂期間及未來期間確認。

應用會計政策時的關鍵判斷

除涉及估計的關鍵判斷（見下文）外，以下為本公司董事在應用本集團會計政策時所作出的關鍵判斷，該等關鍵判斷會對綜合財務報表確認的金額產生重大影響。

開發成本資本化

於2023年12月31日，本集團開發成本的賬面值（其未能作擬定用途）為人民幣15.1百萬元（2022年：人民幣13.4百萬元）已計入無形資產。資本化涉及管理層於評估每個項目是否具備技術上及商業上的可行性時作出的判斷。技術可行性根據產品的測試結果進行評估，而商業可行性則根據基於將予產生的收入假設、預算成本及相關產品的相關市場分析作出的預測進行評估。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Cont'd)

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Allowance for inventories

The Group provided an allowance for inventories based on an assessment of the net realisable value of inventories. Allowance is applied to inventories where events or changes in circumstances indicate that the net realisable value is lower than the cost of inventories. The identification of slow-moving inventories requires the use of judgment and estimates on the conditions and usefulness of the inventories. The management may consider the aging analysis, technology development of the industry, net realisable value for slow-moving inventories that are no longer suitable for use in operation and subsequent sales or usage. Where the actual outcome or expectation of the net realisable value of inventories is different from the original estimate, such difference will impact the carrying value of inventories and allowance for inventories in the period in which such estimate has changed. The carrying amount of inventories at 31 December 2023 is RMB149,924,000 (2022: RMB180,836,000).

4. 估計不確定因素的關鍵會計判斷及主要來源(續)

估計不確定因素之主要來源

以下為於報告期末，可能構成重大風險以致須對下一個財政年度資產及負債的賬面值作出重大調整的有關日後的主要假設及估計不確定因素的其他主要來源。

存貨撥備

本集團以存貨可變現淨值的評估為基準提供存貨撥備。倘有事件或情況變化顯示存貨的可變現淨值低於成本，則須對存貨計提撥備。滯銷存貨的識別須使用對存貨的狀況及是否可用作出的判斷及估計。管理層可能考慮賬齡分析、行業技術發展以及不再適合用於經營及後續銷售或使用的滯銷存貨的可變現淨值。倘存貨可變現淨值的實際結果或預期與原先估計不同，有關差額將影響有關估計出現變動的期間內的存貨及存貨撥備賬面值。於2023年12月31日，存貨的賬面值為人民幣149,924,000元（2022年：人民幣180,836,000元）。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Estimated impairment of Identified Long-lived Assets (as defined below)

Certain long-lived assets are related to the Group's business of sales of the antenna system and related products, base station Radio Frequency (the "RF") subsystem and related products and coverage extension solution and related products, comprising certain property, plant and equipment, right-of-use assets and intangible assets (the "Identified Long-lived Assets"). In determining whether an asset is impaired, the Group has to exercise judgment and make estimation, particularly in assessing: (1) whether an event has occurred or any indicators that may affect the asset value; (2) whether the carrying value of an asset can be supported by the recoverable amount, in the case of value in use, the net present value of future cash flows which are estimated based upon the continued use of the asset; and (3) the appropriate key assumptions to be applied in estimating the value in use including cash flow projections and an appropriate discount rate. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the assets belongs, including allocation of corporate assets when a reasonable and consistent basis of allocation can be established, otherwise recoverable amount is determined at the smallest group of cash generating units, for which the relevant corporate assets have been allocated. Changing the assumptions and estimates, including the discount rate or the growth rate in the cash flow projections, could materially affect the recoverable amounts.

4. 估計不確定因素的關鍵會計判斷及主要來源(續)

估計不確定因素之主要來源(續)

已識別長期資產(定義見下文)的估計減值

若干長期資產與本集團天線系統及相關產品、基站射頻(「射頻」)子系統及相關產品以及覆蓋延伸方案及相關產品的銷售業務相關，包括若干物業、廠房及設備、使用權資產及無形資產(「已識別長期資產」)。於釐定資產是否減值時，本集團須作出判斷及估計，尤其是評估：(1)是否發生可能影響資產價值之事件或出現任何有關跡象；(2)資產賬面值是否能以可收回金額作支持，若為使用價值，則為根據持續使用資產估計得出之未來現金流量之淨現值；及(3)估計使用價值所用之合適主要假設(包括現金流量預測及合適之貼現率)。倘無法估計個別資產之可收回金額，本集團會估計該資產所屬現金產生單位之可收回金額，包括於可建立合理一致的分配基準時分配企業資產，否則可收回金額按已分配相關企業資產的現金產生單位最小組別釐定。更改假設及估計(包括現金流量預測之貼現率或增長率)可對可收回金額產生重大影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Estimated impairment of Identified Long-lived Assets (as defined below) (Cont'd)

Due to keen competition in industry of mobile network construction in the PRC and global market and slower-than-expected progress of 5G network construction in the PRC during the year ended 31 December 2023, the Group is experiencing negative conditions including mainly decreased revenue and suffered loss for the year. The management of the Group concluded there were indications for impairment and conducted impairment assessment on the recoverable amounts of the Identified Long-lived Assets. The recoverable amounts of the Identified Long-lived Assets have been determined by the management of the Group by value in use calculation on the basis of the cash-generating unit to which these assets belong. The value in use calculation uses financial budgets based on past performance and expectation for market development, where the key input parameters include growth rate and discount rate. The Group estimates the recoverable amount of the cash-generating unit as it is not possible to estimate the recoverable amount of each of the Identified Long-lived Assets individually. Where the expected future cash flows arising from the relevant cash generating units differ from the original estimation, an impairment loss may arise. Details of the recoverable amount calculation are disclosed in note 14.

As at 31 December 2023, the aggregate carrying amount of Identified Long-lived Assets was RMB299,914,000 (2022: RMB322,533,000), after taking into account accumulated impairment losses of RMB108,341,000 (2022: RMB106,072,000).

4. 估計不確定因素的關鍵會計判斷及主要來源(續)

估計不確定因素之主要來源(續)

已識別長期資產(定義見下文)的估計減值(續)

截至2023年12月31日止年度，由於中國及全球市場移動網絡建設行業競爭激烈及中國國內5G網絡建設進度不及預期，本集團正經歷負面情況，主要包括收入減少及錄得年內虧損。本集團管理層認為存在減值跡象，並對已識別長期資產的可收回金額進行減值評估。已識別長期資產的可收回金額乃由本集團管理層根據使用價值的計算而釐定，該使用價值則根據該等資產所屬的現金產生單位而釐定。使用價值的計算基於過去績效及預期市場發展的財務預算，其中關鍵輸入參數包括增長率及折現率。由於無法個別估計每項已識別長期資產的可收回金額，本集團估計了現金產生單位的可收回金額。倘預期未來現金流量產生自有別於原有預測之有關現金產生單位，或會產生減值虧損。可收回金額計算之詳情於附註14披露。

於2023年12月31日，已識別長期資產的賬面總額為人民幣299,914,000元(2022年：人民幣322,533,000元)，經計及累計減值虧損人民幣108,341,000元(2022年：人民幣106,072,000元)。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Provision of ECL for trade receivables

Trade receivables with significant balances and credit impaired are assessed for ECL individually.

In addition, for trade receivables which are individually insignificant or when the Group does not have reasonable and supportable information that is available without undue cost or effort to measure ECL on individual basis, collective assessment is performed by grouping debtors based on the Group's internal credit ratings.

The Group uses collective assessment to calculate the lifetime ECL for the trade receivables through groupings of various debtors of same credit rating. Trade receivables within same internal credit rating have similar loss patterns after considering of aging, repayment history and past due status of respective trade receivables. The estimated loss rates are based on the Group's historical default rates over the expected life of the debtors and taking into consideration forward-looking information that is reasonable and supportable available without undue costs or effort. At every reporting date, the historical observed default rates are reassessed and changes in the forward-looking information are considered.

The provision of ECL is sensitive to changes in estimates. The information about the ECL is disclosed in note 33 and the details of the Group's trade receivables is disclosed in note 20.

5. REVENUE AND SEGMENT INFORMATION

Information reported to the chief executive officer of the Company, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on types of goods sold or services provided.

4. 估計不確定因素的關鍵會計判斷及主要來源(續)

估計不確定因素之主要來源(續)

貿易應收賬款預期信貸虧損撥備

具有重大結餘及信貸減值的貿易應收賬款將個別評估預期信貸虧損。

此外，就個別非重大貿易應收賬款或本集團並無毋須付出不必要成本或努力即可獲得的合理且可支持的資料以按個別基準計量預期信貸虧損時，則根據本集團內部信貸評級，對債務人分組時進行集體評估。

本集團透過相同信貸評級的不同債務人組別使用集體評估計算貿易應收賬款的存續期預期信貸虧損。經考慮賬齡、還款記錄及各貿易應收賬款的逾期情況後具有相同內部評級貿易應收賬款具有類似虧損模式。估計虧損率乃按本集團於債務人預期年期內的過往違約率計算，並經考慮毋須付出不必要的成本或努力即可獲得的合理且可支持的前瞻性資料。於各報告日期，本集團會重新評估過往可觀察違約率，並考慮前瞻性資料的變動。

預期信貸虧損撥備對估計變動尤為敏感。有關預期信貸虧損的資料於附註33披露及本集團貿易應收賬款的詳情於附註20披露。

5. 收入及分部資料

就分配資源及評估分部表現而向本公司行政總裁，即最高營運決策人(「最高營運決策人」)呈報的資料主要為所出售貨品或所提供的服務類別。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd)

The Group's reportable and operating segments under HKFRS 8 are as follows:

Antenna system – manufacturing and sales of antenna system and related products

Base station RF subsystem – manufacturing and sales of base station RF subsystem and related products

Coverage extension solution – manufacturing and sales of a wide array of coverage products

Performance obligations for contracts with customers

All of the Group's revenue is recognised when goods are delivered or picked up, being the time when the customers obtain control over the antenna system and related products, base station RF subsystem and related products and coverage extension solution.

All the Group's contracts have an original expected duration of one year or less. As permitted under HKFRS 15, the transaction price allocated to the remaining performance obligation of these contracts is not disclosed.

5. 收入及分部資料(續)

本集團根據香港財務報告準則第8號的可呈報及經營分部如下：

天線系統 – 製造及銷售天線系統及相關產品

基站射頻子系統 – 製造及銷售基站射頻子系統及相關產品

覆蓋延伸方案 – 製造及銷售各種覆蓋產品

客戶合約之履約責任

本集團的所有收入於貨物交付或提貨時確認，即客戶獲得天線系統及相關產品、基站射頻子系統及相關產品以及覆蓋延伸方案的控制權的時候。

本集團所有合約的原定預期期限均為期一年或以內。在香港財務報告準則第15號允許的情況下，分配至該等合約剩餘履約責任的交易價格未予披露。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd)

Information of segment revenues and segment results

5. 收入及分部資料(續)

有關分部收入及分部業績的資料

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Segment revenues	分部收入		
Antenna system	天線系統	255,635	206,999
Base station RF subsystem	基站射頻子系統	327,654	406,628
Coverage extension solution	覆蓋延伸方案	57,560	73,373
		640,849	687,000
Timing of revenue recognition	收入確認的時間		
A point in time	於某個時間點確認	640,849	687,000
Segment results	分部業績		
Antenna system	天線系統	15,756	(27,539)
Base station RF subsystem	基站射頻子系統	30,586	34,298
Coverage extension solution	覆蓋延伸方案	(15,219)	(12,043)
		31,123	(5,284)
Reconciliation of segment results to loss before tax	分部業績與稅前虧損對賬		
Impairment losses under ECL model, net of reversal	預期信貸虧損模式下的減值虧損，扣除撥回	(8,427)	(12,480)
Other income and expenses, other gains and losses	其他收入及開支、其他收益及虧損	50,122	(46,069)
Unallocated corporate expenses	未分配企業開支	(122,304)	(153,830)
Finance costs	財務成本	(3,279)	(4,970)
Share of results of associates	應佔聯營公司業績	(41)	551
Loss before tax	稅前虧損	(52,806)	(222,082)
Other segment information	其他分部資料		
Depreciation of property, plant and equipment:	物業、廠房及設備折舊：		
Antenna system	天線系統	5,812	14,067
Base station RF subsystem	基站射頻子系統	5,007	6,502
Coverage extension solution	覆蓋延伸方案	679	853
Segment total	分部總計	11,498	21,422
Unallocated amount	未分配金額	8,319	11,223
Group total	集團總計	19,817	32,645

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd) Information of segment revenues and segment results (Cont'd)

5. 收入及分部資料(續) 有關分部收入及分部業績的資料(續)

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Research and development expenses:	研發開支：		
Antenna system	天線系統	25,912	47,826
Base station RF subsystem	基站射頻子系統	20,218	26,489
Coverage extension solution	覆蓋延伸方案	16,379	11,985
Group total (note)	集團總計(附註)	62,509	86,300
Amortisation of intangible assets:	無形資產攤銷：		
Antenna system	天線系統	3,996	14,746
Base station RF subsystem	基站射頻子系統	3,503	3,061
Group total	集團總計	7,499	17,807
Allowance (reversal of allowance) for inventories:	存貨撥備(撥回)：		
Antenna system	天線系統	3,148	4,240
Base station RF subsystem	基站射頻子系統	4,006	(1,061)
Coverage extension solution	覆蓋延伸方案	827	1,310
Group total (note)	集團總計(附註)	7,981	4,489
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Impairment losses (reversal of impairment loss) on Identified Long-lived Assets:	已識別長期資產的減值虧損(減值虧損撥回)：		
Antenna system	天線系統	-	16,226
Base station RF subsystem	基站射頻子系統	2,553	8,511
Coverage extension solution	覆蓋延伸方案	127	1,087
Segment total	分部總計	2,680	25,824
Unallocated amount on corporate assets	企業資產的未分配金額	4,973	19,332
Group total	集團總計	7,653	45,156

Note:

Amounts included in the measure of segment results.

附註：

已包括計量分部業績的金額。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd)

Other segment information (Cont'd)

Revenues reported above represent revenues generated from external customers.

There are no inter-segment sales for the years ended 31 December 2023 and 2022.

The accounting policies of the operating segments are the same as the Group's accounting policies. The Group does not allocate impairment losses under ECL model, net of reversal, other income and expenses, other gains and losses, unallocated corporate expenses, finance costs, and share of results of associates to individual reportable segments when making decisions about resources to be allocated to the segments and assessing their performance. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

No segment information on assets and liabilities is presented as such information is not reported to the CODM for the purposes of resource allocation and performance assessment.

5. 收入及分部資料(續)

其他分部資料(續)

上文呈報的收入為來自外部客戶的收入。截至2023年及2022年12月31日止年度並無分部間銷售。

經營分部的會計政策與本集團的會計政策相同。本集團於決定分配資源予各分部及評估其表現時，不會將預期信貸虧損模式下的減值虧損，扣除撥回、其他收入及開支、其他收益及虧損、未分配企業開支、財務成本及應佔聯營公司業績分配予個別可呈報分部。此乃向最高營運決策人呈報以用作分配資源及評估表現的方式。

由於資產及負債分部資料並無向最高營運決策人呈報以用作分配資源及評估表現，故並無呈列該等資料。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd)

Disaggregation of revenue from contracts with customers and information about products

Revenues from each group of products within the operating segments are as follows:

5. 收入及分部資料(續)

來自客戶合約的收入及產品資料分拆

經營分部內各產品組別的收入如下：

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Segments	分部		
<i>Antenna system</i>	<i>天線系統</i>		
Multi-band/multi-system antennas	多頻／多系統天線	189,833	95,953
FDD+TDD antennas	FDD+TDD天線	21,226	13,174
Customized antennas	定制化天線	19,712	–
Multi-Beam antennas	多波束天線	12,328	21,043
Microwave antennas	微波天線	9,302	29,034
5G antennas	5G天線	–	22,467
WCDMA/FDD-LTE single-band/multi-band antennas	WCDMA/FDD-LTE窄頻／多頻天線	–	7,346
Low-band refarming/loT antennas	低頻重耕／物聯網天線	–	13,537
Other antennas	其他天線	3,234	4,445
		255,635	206,999
<i>Base station RF subsystem</i>	<i>基站射頻子系統</i>		
WCDMA/LTE RF devices	WCDMA/LTE射頻器件	311,840	372,289
TD/TD-LTE RF devices	TD/TD-LTE射頻器件	6,765	6,769
Low-band refarming/loT RF devices	低頻重耕／物聯網射頻器件	5,619	236
GSM RF devices	GSM射頻器件	3,388	17,513
5G RF devices	5G金屬射頻	–	3,788
Other devices	其他器件	42	6,033
		327,654	406,628
<i>Coverage extension solution</i>	<i>覆蓋延伸方案</i>		
In-door antennas	室內天線	21,079	–
Aesthetic antennas	美化天線	15,512	61,573
Solar energy equipment	太陽能設備	6,707	–
Engineering procurement construction	設計採購施工	–	556
Access point	接入點	–	136
Small cell	微基站	–	59
Other products	其他產品	14,262	11,049
		57,560	73,373
		640,849	687,000

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

5. REVENUE AND SEGMENT INFORMATION (Cont'd)

Information about major customers

Revenues from customers of the corresponding years contributing over 10% of the total revenue of the Group are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Customer A ¹	客戶A ¹	242,973	348,959
Customer B ¹	客戶B ¹	143,378	141,888
Customer C ¹	客戶C ¹	125,163	N/A ² 不適用 ²

¹ Revenue from antenna system and base station RF subsystem.

² Revenue from customer C for the year ended 31 December 2022 did not contribute over 10% of the total revenue for that year.

Geographical information

Information about the Group's revenue from external customers is presented based on the location where the goods are delivered to:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
The PRC	中國	330,439	278,030
Overseas	海外		
Other countries/regions in Asia	亞洲其他國家／地區	149,265	250,453
Europe	歐洲	141,708	81,278
Americas	美洲	19,420	77,234
Others	其他	17	5
Subtotal	小計	310,410	408,970
		640,849	687,000

All non-current assets (other than deferred tax assets) of the Group are located in the PRC.

5. 收入及分部資料(續)

有關主要客戶的資料

來自於有關年度對本集團收入總額貢獻超過10%的客戶的收入如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Customer A ¹	客戶A ¹	242,973	348,959
Customer B ¹	客戶B ¹	143,378	141,888
Customer C ¹	客戶C ¹	125,163	N/A ² 不適用 ²

¹ 來自天線系統及基站射頻子系統的收入。

² 截至2022年12月31日止年度，來自客戶C的收入對該年度收入總額貢獻未超過10%。

地區資料

有關本集團來自外部客戶收入的資料乃根據交付貨品的位置呈列：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
The PRC	中國	330,439	278,030
Overseas	海外		
Other countries/regions in Asia	亞洲其他國家／地區	149,265	250,453
Europe	歐洲	141,708	81,278
Americas	美洲	19,420	77,234
Others	其他	17	5
Subtotal	小計	310,410	408,970
		640,849	687,000

本集團所有非流動資產(遞延稅項資產除外)均位於中國。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

6. OTHER INCOME, OTHER GAINS AND LOSSES

6. 其他收入、其他收益及虧損

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Government grants	政府補助金		
– related to expense items (note a)	– 與開支項目相關(附註a)	14,808	15,775
– related to assets (note 26)	– 與資產相關(附註26)	1,630	2,136
Rental income	租金收入	12,823	11,702
Interest income from bank deposits	銀行存款利息收入	5,512	9,683
Other income	其他收入	34,773	39,296
Gain (loss) on disposals of property, plant and equipment	出售物業、廠房及設備的收益(虧損)	6,412	(8,847)
Exchange gain	匯兌收益	7,025	9,593
Settlement expenses (note b)	和解費用(附註b)	–	(83,255)
Others	其他	1,912	(2,856)
Other gains and losses	其他收益及虧損	15,349	(85,365)
Total	總計	50,122	(46,069)

Notes:

- (a) The amounts represent incentives from various PRC government authorities in connection with the enterprise expansion support, technology advancement support and product development support during the year, which had no conditions imposed by the respective PRC government authorities.
- (b) During the year ended 31 December 2022, the Group entered settlement agreements with customers regarding disputes arising from sales transactions occurred in previous years. The Group agreed settlement payments of an aggregate amount of RMB83,255,000 to discharge all parties from any claims in connection to the disputes. During the year ended 31 December 2022, an amount of RMB27,990,000 was paid and an amount of RMB13,280,000 was set off with trade receivables, the remaining balance of RMB41,985,000 as at 31 December 2022 was included in other payables and settled during 2023.

附註：

- (a) 該等款項指年內中國各政府機關就支持企業擴展、技術進步及產品開發所給予的獎勵。該等相關中國政府機關授予的獎勵並無附帶條件。
- (b) 截至2022年12月31日止年度，本集團與客戶就過往年度發生的銷售交易產生的糾紛訂立和解協議。本集團同意支付合共人民幣83,255,000元的和解款項，以解除所有各方有關爭議的任何申索。截至2022年12月31日止年度，已支付款項人民幣27,990,000元，並以貿易應收賬款抵銷人民幣13,280,000元，於2022年12月31日的餘額人民幣41,985,000元已計入其他應付賬款並於2023年結算。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

7. FINANCE COSTS

7. 財務成本

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interest on bank and other borrowings	銀行及其他借款利息	3,113	4,517
Interest on lease liabilities	租賃負債利息	166	453
		3,279	4,970

8. INCOME TAX EXPENSE

8. 所得稅開支

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
PRC Enterprise Income Tax ("EIT"):	中國企業所得稅		
	(「企業所得稅」):		
Current year	本年度	215	14
Under provision in prior year	過往年度撥備不足	20	-
		235	14
Deferred tax expense (note 16)	遞延稅項開支(附註16)	6,154	7,665
		6,389	7,679

Hong Kong

The applicable tax rate of the Company and MOBI Technology (Hong Kong) Limited ("MOBI HK") is 16.5% of the estimated assessable profit for both years.

No provision for Hong Kong Profits Tax has been recognised as the Group had no assessable profits arising in Hong Kong for both years.

中國香港

本公司及摩比科技(香港)有限公司(「摩比香港」)兩個年度的估計應課稅利潤的適用稅率為16.5%。

本集團於兩個年度並無在香港產生任何應課稅利潤，故並無就香港利得稅作出撥備。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

8. INCOME TAX EXPENSE (Cont'd)

The PRC (excluding Hong Kong)

In September 2014, MOBI Shenzhen was defined by Shenzhen Finance Bureau, Administrator of Local Taxation of Shenzhen Municipality and Shenzhen Municipal office of the State Administration of Taxation (the "SZ Authorities") as a High and New Technology Enterprise and therefore was entitled to 15% preferential tax rate from the EIT for three years starting from the year ended 31 December 2014, according to the PRC EIT Law. In 2017 and 2020, the SZ Authorities have further extended the preferential tax rate for another three years starting from the year ended 31 December 2017 and year ended 31 December 2020, respectively. On 25 December 2023, the SZ Authorities have further extended the preferential tax rate for another three years starting from the year ended 31 December 2023. Accordingly, the tax rate for MOBI Shenzhen is 15% for the years ended 31 December 2023 and 2022.

In November 2016, MOBI Telecommunications Technologies (Ji An) Co., Ltd. ("MOBI Jian") was defined by Province Finance Bureau and Administrator of Local Taxation of Municipality and Municipal office of the State Administration of Taxation in Jiang Xi (the "Jiang Xi Authorities"), as a High and New Technology Enterprise and therefore was entitled to 15% preferential tax rate from the EIT for three years starting from the year ended 31 December 2016, according to the PRC EIT Law. In 2019 and 2022, the Jiang Xi Authorities have further extended the preferential tax rate for another three years starting from the year ended 31 December 2019 and year ended 31 December 2022, respectively. Accordingly, the tax rate of MOBI Jian is 15% for the years ended 31 December 2023 and 2022.

In December 2019, MOBI Technology (Shenzhen) Co., Ltd. ("MOBI Technology") was defined by the SZ Authorities as a High and New Technology Enterprise and therefore was entitled to 15% preferential tax rate from the EIT for three years starting from the year ended 31 December 2019, according to the PRC EIT Law. On 14 December 2022, the SZ Authorities have further extended the preferential tax rate for another three years starting from the year ended 31 December 2022. Accordingly, the tax rate of MOBI Technology is 15% for the year ended 31 December 2023 and 2022.

8. 所得稅開支(續)

中國大陸(不包括香港)

於2014年9月，摩比深圳獲深圳財政局、深圳市地方稅務局及深圳市國家稅務局(「深圳當局」)認定為高新技術企業，因此可根據中國企業所得稅法由截至2014年12月31日止年度起三年以15%的優惠稅率繳納企業所得稅。於2017年及2020年，深圳當局已進一步將優惠稅率分別自截至2017年12月31日止年度及截至2020年12月31日止年度起再延長三年。於2023年12月25日，深圳當局已進一步將優惠稅率由截至2023年12月31日止年度起再延長三年。因此，摩比深圳於截至2023年及2022年12月31日止年度的稅率為15%。

於2016年11月，摩比通訊技術(吉安)有限公司(「摩比吉安」)獲江西省財政廳、江西省地方稅務局及江西省國家稅務局(「江西當局」)認定為高新技術企業，因此可根據中國企業所得稅法由截至2016年12月31日止年度起三年以15%的優惠稅率繳納企業所得稅。於2019年及2022年，江西當局已進一步將優惠稅率分別自截至2019年12月31日止年度及截至2022年12月31日止年度起再延長三年。因此，摩比吉安於截至2023年及2022年12月31日止年度的稅率為15%。

於2019年12月，摩比科技(深圳)有限公司(「摩比科技」)獲深圳當局認定為高新技術企業，因此可根據中國企業所得稅法由截至2019年12月31日止年度起三年以15%的優惠稅率繳納企業所得稅。於2022年12月14日，深圳當局已進一步將優惠稅率由截至2022年12月31日止年度起再延長三年。因此，摩比科技於截至2023年及2022年12月31日止年度的稅率為15%。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

8. INCOME TAX EXPENSE (Cont'd)

The PRC (excluding Hong Kong) (Cont'd)

The applicable tax rate of other PRC subsidiaries is 25% for the year ended 31 December 2023 (2022: 25%).

Taxation for the year can be reconciled to loss before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Loss before tax	稅前虧損	(52,806)	(222,082)
Tax at EIT at 15% (2022: 15%) (note a)	按企業所得稅稅率15% (2022 : 15%) 計算的稅項 (附註a)	(7,921)	(33,312)
Tax effect of expenses not deductible for tax purpose	不獲稅項減免開支的稅務影響	1,051	1,740
Tax effect of share of results of associates	應佔聯營公司業績的稅務影響	6	(83)
Tax effect of additional deduction on research and development costs (note b)	額外扣減對研發成本的稅務影響 (附註b)	(7,217)	(11,804)
Tax effect of tax losses not recognised	未確認稅務虧損的稅務影響	11,496	36,643
Tax effect of deductible temporary differences not recognised	未確認可扣稅暫時差額的稅務影響	4,329	16,070
Utilisations of tax losses previously not recognised	運用先前未確認的稅項虧損	(221)	-
Under provision in prior year	過往年度撥備不足	20	-
Reversal of tax losses previously recognised	撥回過往確認之稅項虧損	4,648	-
Others	其他	1,388	-
Effect of different tax rates of group entities	集團實體的不同稅率的影響	(1,190)	(1,575)
		6,389	7,679

Notes:

- (a) Applicable income tax rate of 15% represents the relevant income tax rate of MOBI Shenzhen, MOBI Jian and MOBI Technology, the major subsidiaries of the Company.
- (b) Pursuant to the relevant tax rules and regulations in the PRC, additional 100% (2022: 100%) of the qualified research and development costs are entitled to claim as PRC income tax credits. Such PRC income tax credits are accounted for deduction from enterprise income tax expenses when relevant conditions are fulfilled.

8. 所得稅開支 (續)

中國大陸 (不包括香港) (續)

截至2023年12月31日止年度，其他中國子公司的適用稅率為25% (2022年：25%)。

年內稅項可與綜合損益及其他全面收益報表的除稅前虧損對賬如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Loss before tax	稅前虧損	(52,806)	(222,082)
Tax at EIT at 15% (2022: 15%) (note a)	按企業所得稅稅率15% (2022 : 15%) 計算的稅項 (附註a)	(7,921)	(33,312)
Tax effect of expenses not deductible for tax purpose	不獲稅項減免開支的稅務影響	1,051	1,740
Tax effect of share of results of associates	應佔聯營公司業績的稅務影響	6	(83)
Tax effect of additional deduction on research and development costs (note b)	額外扣減對研發成本的稅務影響 (附註b)	(7,217)	(11,804)
Tax effect of tax losses not recognised	未確認稅務虧損的稅務影響	11,496	36,643
Tax effect of deductible temporary differences not recognised	未確認可扣稅暫時差額的稅務影響	4,329	16,070
Utilisations of tax losses previously not recognised	運用先前未確認的稅項虧損	(221)	-
Under provision in prior year	過往年度撥備不足	20	-
Reversal of tax losses previously recognised	撥回過往確認之稅項虧損	4,648	-
Others	其他	1,388	-
Effect of different tax rates of group entities	集團實體的不同稅率的影響	(1,190)	(1,575)
		6,389	7,679

附註：

- (a) 15%的適用所得稅稅率指本公司主要子公司摩比深圳、摩比吉安及摩比科技的相關所得稅稅率。
- (b) 根據中國相關稅務規則及法規，合資格研發成本的額外100% (2022年：100%) 可申請中國所得稅抵免。該等中國所得稅抵免於相關條件達成時入賬列作企業所得稅開支減免。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

9. LOSS FOR THE YEAR

Loss for the year has been arrived at after charging the following items:

9. 年度虧損

年度虧損已扣除以下項目：

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Directors' remuneration (note 10)	董事酬金(附註10)	3,285	1,292
Other staff costs	其他員工成本	164,080	188,507
Retirement benefits scheme contributions for other staff	其他員工退休福利計劃供款	18,907	21,279
		186,272	211,078
Less: amount capitalised as cost of inventories manufactured	減：存貨製造成本的資本化金額	(69,085)	(74,582)
		117,187	136,496
Auditors' remuneration	核數師酬金		
– audit services	– 審核服務	2,096	2,096
– non-audit services	– 非審核服務	302	293
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,817	32,645
Depreciation of right-of-use assets	使用權資產折舊	1,231	5,895
Amortisation of intangible assets	無形資產攤銷	7,499	17,807
		28,547	56,347
Less: amount capitalised as cost of inventories manufactured	減：存貨製造成本的資本化金額	(8,145)	(19,403)
		20,402	36,944
Cost of inventories recognised as expenses	確認為開支的存貨成本	536,557	575,671
Write-down on inventories (included in cost of sales)	存貨撇減(計入銷售成本)	7,981	4,489

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS

Directors' and chief executive's emoluments

The emoluments paid or payable to each of the directors and chief executive by the Group, disclosed pursuant to the applicable Listing Rules and the Companies Ordinance are as follows:

10. 董事及主要行政人員酬金

董事及主要行政人員酬金

根據適用的上市規則及公司條例所披露，本集團已付或應付各董事及主要行政人員的酬金如下：

		2023				
		2023年				
			Retirement benefits scheme	Bonus	Other emoluments (mainly basic salaries and allowances)	Total
		Fees	contributions		其他酬金 (主要包括 底薪及津貼)	
		袍金	退休福利 計劃供款	獎金	其他酬金 (主要包括 底薪及津貼)	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Executive directors	執行董事					
Hu Xiang (note a)	胡翔(附註a)	90	–	–	768	858
Zhou Lingbo (note b)	周凌波(附註b)	38	20	195	635	888
Ye Rong (note b)	葉榮(附註b)	38	20	160	797	1,015
Non-executive director	非執行董事					
Qu Deqian	屈德乾	90	–	–	–	90
Independent non-executive directors	獨立非執行董事					
Li Tianshu	李天舒	163	–	–	–	163
Zhang Han	張涵	144	–	–	–	144
Ge Xiaojing	葛曉菁	127	–	–	–	127
		690	40	355	2,200	3,285

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS (Cont'd)

Directors' and chief executive's emoluments (Cont'd)

10. 董事及主要行政人員酬金 (續)

董事及主要行政人員酬金 (續)

		2022				
		2022年				
		Fees	Retirement benefits scheme contributions	Bonus	Other emoluments (mainly basic salaries and allowances)	Total
		袍金	退休福利 計劃供款	獎金	其他酬金 (主要包括 底薪及津貼)	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Executive director	執行董事					
Hu Xiang (note a)	胡翔 (附註a)	89	–	–	695	784
Non-executive director	非執行董事					
Qu Deqian	屈德乾	86	–	–	–	86
Independent non-executive directors	獨立非執行董事					
Li Tianshu	李天舒	160	–	–	–	160
Zhang Han	張涵	138	–	–	–	138
Ge Xiaojing	葛曉菁	124	–	–	–	124
		597	–	–	695	1,292

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS (Cont'd)

Directors' and chief executive's emoluments (Cont'd)

The executive directors' emoluments shown above were for their services as directors of the Company and the Group and their services in connection with the management of the affairs of the Company and the Group. The non-executive director's emoluments and the independent non-executive directors' emoluments shown above were for their services as directors of the Company.

Certain executive directors of the Company are entitled to bonus payments which are determined based on the performance of the Group.

Notes:

- (a) Mr. Hu Xiang ("Mr. Hu") is also the chief executive officer of the Company and his emoluments disclosed above include those for services rendered by him as the chief executive officer.

The retirement benefit scheme contribution of Mr. Hu is paid by Shenzhen Zhongxing Weixiantong Shebei Co., Ltd. 深圳市中興維先通設備有限公司 ("SZWS") as Mr. Hu is also a director of SZWS. SZWS is controlled by a group of common controlling shareholders of the Company.

- (b) Ms. Zhou Lingbo and Mr. Ye Rong were appointed as executive directors with effect from 21 June 2023.

During the years ended 31 December 2023 and 2022, no emoluments were paid by the Group to the directors or the chief executive as an inducement to join or upon joining the Group or as compensation for loss of office. None of the directors or the chief executive has waived or agreed to waive any emoluments during the years ended 31 December 2023 and 2022.

10. 董事及主要行政人員酬金 (續)

董事及主要行政人員酬金 (續)

以上所載執行董事之酬金乃關於彼等擔任本公司及本集團董事及就管理本公司及本集團事務提供之服務。以上所載之非執行董事之酬金及獨立非執行董事之酬金乃關於彼等作為本公司董事提供之服務。

本公司若干執行董事可獲發根據本集團表現釐定的花紅。

附註：

- (a) 胡翔先生(「胡先生」)亦為本公司行政總裁，以上所披露酬金包括其作為行政總裁提供服務的酬金。

深圳市中興維先通設備有限公司(「深圳維先通」)已向胡先生支付退休福利計劃供款，乃由於胡先生亦為深圳維先通董事。深圳維先通由本公司的一組共同控股股東所控制。

- (b) 周凌波女士及葉榮先生獲委任為執行董事，自2023年6月21日起生效。

截至2023年及2022年12月31日止年度，本集團並無向董事或主要行政人員支付酬金，作為邀請加盟或於加盟本集團後的獎勵，或作為離職補償。截至2023年及2022年12月31日止年度，概無任何董事或主要行政人員放棄或同意放棄收取任何酬金。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

II. FIVE HIGHEST PAID EMPLOYEES

The five highest paid individuals of the Group included three directors (2022: one director) for the year ended 31 December 2023, details of whose emoluments are set out above. The emoluments of the remaining two (2022: four) highest paid individuals are as follows:

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Salaries and other benefits	薪金及其他福利	1,180	2,665
Contributions to retirement benefits scheme	退休福利計劃供款	20	68
		1,200	2,733

Their emoluments were within the following bands:

彼等的酬金介於以下範圍：

		2023	2022
		2023年	2022年
		No. of	No. of
		employees	employees
		僱員人數	僱員人數
Hong Kong Dollar ("HK\$") nil to HK\$1,000,000	零至1,000,000港元(「港元」)	2	4

12. DIVIDENDS

No dividends were recognised as distribution for both years.

No final dividend for the year ended 31 December 2023 was recommended by the directors.

12. 股息

於兩個年度並無確認作分派的股息。

董事不建議派付截至2023年12月31日止年度的末期股息。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

13. LOSS PER SHARE

The loss for calculation of the basic and diluted loss per share attributable to the ordinary owners of the Company are based on the following data:

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Loss for the year attributable to owners of the Company for the purpose of calculating basic and diluted loss per share	用作計算每股基本及攤薄虧損的本公司擁有人應佔年內虧損	(59,195)	(229,761)

		2023	2022
		2023年	2022年
		'000	'000
		千元	千元
<i>Number of shares</i>	<i>股份數目</i>		
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	用作計算每股基本及攤薄虧損的普通股加權平均數	812,599	818,214

The computation of diluted loss per share for the year ended 31 December 2023 and 2022 did not assume the exercise of the Company's share options as the exercise price of these options was higher than the average market price for shares for both 2023 and 2022.

13. 每股虧損

用以計算本公司普通股擁有人應佔每股基本及攤薄虧損的虧損乃根據下列數據計算：

	2023	2022
	2023年	2022年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Loss for the year attributable to owners of the Company for the purpose of calculating basic and diluted loss per share	(59,195)	(229,761)

	2023	2022
	2023年	2022年
	'000	'000
	千元	千元
<i>Number of shares</i>		
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	812,599	818,214

截至2023年及2022年12月31日止年度，假設本公司購股權未獲行使，每股攤薄虧損的計算乃由於該等購股權的行使價高於股份於2023年及2022年的平均市場價。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

14. PROPERTY, PLANT AND EQUIPMENT

14. 物業、廠房及設備

		Buildings	Furniture, fixtures and equipment 傢具、裝置及設備	Leasehold improvements 租賃物業裝修	Motor vehicles 汽車	Plant and machinery 廠房及機器	Construction in progress 在建工程	Total 總計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
COST	成本							
At 1 January 2022	於2022年1月1日	306,897	36,805	13,718	6,331	275,514	37,150	676,415
Additions	添置	140	8,186	1,596	36	7,603	7,351	24,912
Transfer	轉讓	–	–	–	–	4,999	(4,999)	–
Disposals	出售	(1,653)	(7,111)	(139)	(1,226)	(27,227)	(7,026)	(44,382)
At 31 December 2022	於2022年12月31日	305,384	37,880	15,175	5,141	260,889	32,476	656,945
Additions	添置	271	294	–	617	12,004	2,385	15,571
Transfer	轉讓	–	1,310	3,601	–	8,856	(13,767)	–
Disposals	出售	(8,538)	(1,007)	(1,545)	(45)	(15,619)	(1,955)	(28,709)
At 31 December 2023	於2023年12月31日	297,117	38,477	17,231	5,713	266,130	19,139	643,807
DEPRECIATION AND IMPAIRMENT	折舊及減值							
At 1 January 2022	於2022年1月1日	89,353	29,475	9,915	5,716	216,449	–	350,908
Provided for the year	年內撥備	8,315	2,545	2,873	408	18,504	–	32,645
Impairment loss recognised in profit or loss	於損益確認之減值虧損	–	7,206	2,302	44	7,726	4,357	21,635
Eliminated on disposals	出售抵銷	(1,204)	(2,857)	(94)	(1,027)	(23,590)	–	(28,772)
At 31 December 2022	於2022年12月31日	96,464	36,369	14,996	5,141	219,089	4,357	376,416
Provided for the year	年內撥備	9,500	1,077	173	118	8,949	–	19,817
Impairment loss recognised in profit or loss	於損益確認之減值虧損	–	1,023	5	499	3,194	–	4,721
Eliminated on disposals	出售抵銷	(2,473)	(683)	(1,545)	(45)	(9,241)	(1,955)	(15,942)
At 31 December 2023	於2023年12月31日	103,491	37,786	13,629	5,713	221,991	2,402	385,012
CARRYING VALUES	賬面值							
At 31 December 2023	於2023年12月31日	193,626	691	3,602	–	44,139	16,737	258,795
At 31 December 2022	於2022年12月31日	208,920	1,511	179	–	41,800	28,119	280,529

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

14. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Depreciation is provided to write off the cost of items of property, plant and equipment other than construction in progress over their estimated useful lives and after taking into account their estimated residual value, using straight-line method, at the following rates per annum:

Buildings	Over the shorter of the term of lease or 30 years
Furniture, fixtures and equipment	19% – 31.7%
Leasehold improvements	3% – 33.3%
Motor vehicles	9.5% – 19%
Plant and machinery	9% – 33.3%

The Group's buildings are situated in the PRC under medium-term land use rights.

The Group was in process of obtaining certain relevant property ownership certificates for buildings with carrying amount of approximately RMB5,834,000 in property, plant and equipment as at 31 December 2022. These buildings were disposed of during the current year.

14. 物業、廠房及設備(續)

物業、廠房及設備(在建工程除外)項目的折舊乃於估計可使用年期內以直線法經考慮估計剩餘價值後按以下年率撇銷成本計提：

樓宇	租賃年期或30年 (以較短者為準)
傢具、裝置及設備	19% – 31.7%
租賃物業裝修	3% – 33.3%
汽車	9.5% – 19%
廠房及機器	9% – 33.3%

本集團位於中國的樓宇按中期土地使用權興建。

本集團正在辦理若干幢樓宇的相關房屋所有權證，其物業、廠房及設備於2022年12月31日的賬面值為人民幣5,834,000元。該等樓宇已於本年度出售。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

14. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Due to keen competition in industry of mobile network construction in the PRC and global market and slower-than-expected progress of 5G network construction in the PRC during the year ended 31 December 2023, the Group experienced negative impacts on business performance and suffered losses. The management of the Group has identified certain long-lived assets have indications of impairment loss. For the purpose of impairment assessment, the management of the Group estimated the recoverable amount of the Identified Long-lived Assets was RMB299,914,000 (2022: RMB322,533,000), net of accumulated impairment loss of RMB108,341,000 (2022: RMB106,072,000). The Identified Long-lived Assets include certain property, plant and equipment, right-of-use assets and intangible assets of RMB258,795,000, RMB23,420,000 and RMB17,699,000 (2022: RMB280,529,000, RMB24,087,000 and RMB17,917,000), respectively, as disclosed in this note and notes 15 and 17.

The estimation of recoverable amounts was based on the value in use of the cash-generating units to which the Identified Long-lived Assets belong. The value in use calculations use cash flow projections based on financial budgets approved by the management covering the following five-year period with a pre-tax discount rate at 18.18% (2022: 18.69%). The value in use calculations were determined by an independent qualified professional valuer appointed by the management of the Group. The forecasted growth rate is based on the Group's budget, future business development plan and the forecast of the industry growth. Other key assumptions for the value in use calculations included budgeted sales and profit margins and their related cash inflows and outflows patterns, estimated based on the cash-generating units' historical performance and management's expectation of the market development. The cash flow projection beyond the five-year period is extrapolated using a steady 2.2% (2022: 2.2%) growth rate. This growth rate is based on the expected economic and growth rate.

14. 物業、廠房及設備(續)

截至2023年12月31日止年度，由於中國及全球市場移動網絡建設行業競爭激烈及中國國內5G網絡建設進程不及預期，本集團的業務表現受到負面影響並出現虧損。本集團管理層已識別存在減值虧損跡象的若干長期資產。就減值評估而言，如本附註以及附註15及17所披露，本集團管理層估計已識別長期資產的可收回金額為人民幣299,914,000元(2022年：人民幣322,533,000元)，扣除累計減值虧損淨額人民幣108,341,000元(2022年：人民幣106,072,000元)。已識別長期資產包括若干物業、廠房及設備、使用權資產及無形資產分別為人民幣258,795,000元、人民幣23,420,000元及人民幣17,699,000元(2022年：人民幣280,529,000元、人民幣24,087,000元及人民幣17,917,000元)。

可收回金額的估計是基於已識別長期資產所屬的現金產生單位的使用價值。使用價值計算方法使用按管理層所批准涵蓋五年期間之財政預算計算之現金流量預測及18.18%的稅前貼現率(2022年：18.69%)計算。使用價值計算方法乃由本集團管理層委任的獨立合格的專業估值師釐定。預測增長率乃根據本集團的預算、未來業務發展計劃及行業增長預測而定。使用價值計算方法的其他主要假設包括基於現金產生單位之過往業績及管理層對市場發展預期作出之預算銷售及利潤率及有關之現金流入及流出模式。五年期後的現金流量預測乃按2.2%(2022年：2.2%)的穩定增長率推算。該增長率乃基於預期經濟及增長率。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

14. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

The recoverable amount of building and leasehold lands are estimated individually.

Based on the result of the assessment, management of the Group determined that the recoverable amounts of certain cash-generating units are lower than the corresponding carrying amounts. The impairment amount has been allocated to each category of the Identified Long-lived Assets such that the carrying amount of each category of asset is not reduced below the highest of its value in use, fair value less cost of disposal and zero.

Based on the result of the assessment, the management of the Group determined that an impairment losses of RMB7,653,000 for the year ended 31 December 2023 (2022: RMB45,156,000) have been recognised against the carrying amounts of Identified Long-lived Assets, including impairment losses allocated to certain property, plant and equipment, intangible assets and right-of-use assets of RMB4,721,000 (2022: RMB21,635,000), RMB581,000 (2022: RMB17,845,000) and RMB2,351,000 (2022: RMB5,676,000), as disclosed in this note, notes 17 and 15 respectively.

Reasonably possible change in pre-tax discount rate or budgeted sales covering five-year period, while other parameters remain constant, the effect on the impairment losses is not material to the consolidated financial statements.

The carrying amount of the building and leasehold lands has not been reduced since the amounts of fair value less costs of disposal of the building and leasehold lands are higher than their carrying amounts.

14. 物業、廠房及設備(續)

樓宇及租賃土地的可收回金額是單獨估計。

根據評估結果，本集團管理層認為若干現金產生單位的可收回金額低於其相應賬面值。減值金額已分配至已識別長期資產之各個類別，以使各資產類別的賬面值不會被減至低於其使用價值、其公平值減出售成本及零之最高者。

根據評估結果，如本附註、附註17及附註15所披露，本集團管理層截至2023年12月31日止年度已對已識別長期資產之賬面值確認減值虧損人民幣7,653,000元(2022年：人民幣45,156,000元)，包括分配至若干物業、廠房及設備、無形資產及使用權資產之減值虧損分別為人民幣4,721,000元(2022年：人民幣21,635,000元)、人民幣581,000元(2022年：人民幣17,845,000元)及人民幣2,351,000元(2022年：人民幣5,676,000元)。

五年期間的稅前貼現率或預算銷售出現合理可能變動，而其他參數保持不變，則對綜合財務報表的減值虧損的影響並不重大。

樓宇及租賃土地之賬面值並無調減，原因為樓宇及租賃土地之公平值減出售成本的金額高於其賬面值。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

14. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

The Group as lessor

The Group leases out certain floors of Group's owned buildings under operating leases. The leases typically run for a fixed period of 1 to 10 years. The Group is not exposed to foreign currency risk as a result of the lease arrangements, as all leases are denominated in the respective functional currencies of group entities. The lease contracts do not contain residual value guarantee and/or lessee's option to purchase the property at the end of lease term.

The portions of the Group's owned buildings under operating leases could not be sold separately or leased out separately under a finance lease and the portions of the Group's owned buildings which are held for use in the Group's production of goods or for administrative purposes are not insignificant. Such of the Group's owned buildings are included in the Group's property, plant and equipment.

14. 物業、廠房及設備(續)

本集團作為出租人

本集團根據經營租賃出租本集團自有樓宇若干樓層。租賃通常固定為期1至10年。由於所有租賃均以集團實體各自的功能貨幣計值，故本集團不會因租賃安排而承受外幣風險。租賃合約不包括殘值擔保及／或承租人於租賃期末購買物業的選擇權。

本集團經營租賃項下的部分自有樓宇不能獨立出售或根據融資租賃獨立出租，本集團持作用於本集團貨品生產或行政用途的自有樓宇部分並不重大。該等本集團自有樓宇計入本集團的物業、廠房及設備。

15. RIGHT-OF-USE ASSETS

15. 使用權資產

		Leasehold lands 租賃土地 RMB'000 人民幣千元	Leased premises 租賃物業 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
As at 31 December 2023	於2023年12月31日			
Carrying amount	賬面值	23,420	–	23,420
As at 31 December 2022	於2022年12月31日			
Carrying amount	賬面值	24,087	–	24,087
For the year ended 31 December 2023	截至2023年12月31日止年度			
Depreciation charge	折舊費	667	564	1,231
Impairment loss recognised in profit or loss	於損益確認的減值虧損	–	2,351	2,351
For the year ended 31 December 2022	截至2022年12月31日止年度			
Depreciation charge	折舊費	668	5,227	5,895
Impairment loss recognised in profit or loss	於損益確認的減值虧損	–	5,676	5,676

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

15. RIGHT-OF-USE ASSETS (Cont'd)

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Expense relating to short-term leases	與短期租賃有關的開支	2,507	3,194
Total cash outflow for leases	租賃現金流出總額	6,682	8,893
Additions to right-of-use assets	使用權資產添置	2,915	4,033

For both years, the Group leases leasehold lands and premises for its operations. Lease contracts are entered into for fixed term of 1 year to 50 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

The Group regularly entered into short-term leases for office premises and staff quarters. At the end of reporting period, the portfolio of short-term leases is similar to the portfolio of short-term leases to which the short-term lease expenses disclosed above.

In addition, lease liabilities of RMB4,756,000 are recognised with related right-of-use assets of nil, net of impairment loss of RMB2,351,000 as at 31 December 2023 (2022: lease liabilities of RMB5,850,000 are recognised with related right-of-use assets of nil, net of impairment loss of RMB5,676,000). The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

15. 使用權資產 (續)

於兩個年度內，本集團為其營運租賃租賃土地及樓宇。租賃合約乃按固定年期1年至50年訂立。租賃條款乃按個別基準進行協商，且包括各種不同條款及條件。於釐定租期及評估不可撤銷期間的長度時，本集團應用合約的定義並釐定合約可強制執行的期間。

本集團定期就辦公場所及員工宿舍訂立短期租賃。於報告期末，短期租賃組合類似於上文所披露短期租賃開支的短期租賃組合。

此外，於2023年12月31日，確認租賃負債人民幣4,756,000元及相關使用權資產零，扣除減值虧損人民幣2,351,000元（2022年：確認租賃負債人民幣5,850,000元及相關使用權資產零，扣除減值虧損人民幣5,676,000元）。租賃協議不施加任何契諾，惟出租人持有的租賃資產中的抵押權益除外。租賃資產不得就借貸用途用作抵押。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

16. DEFERRED TAX ASSETS

16. 遞延稅項資產

		Allowance for inventories	Excess of accounting depreciation and amortisation over tax depreciation and amortisation	Allowance for credit losses	Unrealised profit of inter-company sales	Tax losses	Others	Total
		存貨撥備	會計折舊超出稅務折舊的差額	虧損撥備	公司間銷售的未變現利潤	稅務虧損	其他	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2022	於2022年1月1日	6,091	4,886	1,458	581	33,191	4,484	50,691
Charge to profit or loss	在損益賬扣除							
Effect of change of temporary difference	暫時差額變動的影響	-	(10)	-	(182)	(6,143)	(1,330)	(7,665)
At 31 December 2022	於2022年12月31日	6,091	4,876	1,458	399	27,048	3,154	43,026
Charge to profit or loss	在損益賬扣除							
Effect of change of temporary difference	暫時差額變動的影響	-	-	-	(118)	(4,648)	(1,388)	(6,154)
At 31 December 2023	於2023年12月31日	6,091	4,876	1,458	281	22,400	1,766	36,872

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

16. DEFERRED TAX ASSETS (Cont'd)

At the end of the reporting period, the Group has unused tax losses of RMB722,397,000 (2022: RMB711,137,000) available for offset against future profits. A deferred tax asset has been recognised in respect of RMB138,776,000 (2022: RMB163,415,000) of such losses. No deferred tax asset has been recognised in respect of the remaining RMB583,621,000 (2022: RMB547,722,000) due to the unpredictability of future profit streams. Included in unused tax losses is tax loss of RMB566,123,000 (2022: RMB530,224,000) which will expire in the following years ending 31 December and other losses may be carried forward indefinitely.

16. 遞延稅項資產(續)

於報告期末，本集團未動用稅務虧損人民幣722,397,000元(2022年：人民幣711,137,000元)可用於抵銷未來利潤。已就人民幣138,776,000元(2022年：人民幣163,415,000元)的虧損確認遞延稅項資產。由於未來盈利流的不可預測性，我們並無就餘下人民幣583,621,000元(2022年：人民幣547,722,000元)確認遞延稅項資產。未動用稅務虧損包括將於以下截至12月31日止年度屆滿的稅務虧損人民幣566,123,000元(2022年：人民幣530,224,000元)及其他虧損可無限期結轉。

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Unused tax losses with expiry in:	於以下年度到期的未動用稅務虧損：		
– 2023	– 2023年	–	4,797
– 2024	– 2024年	2,125	5,930
– 2025	– 2025年	4,700	3,796
– 2026	– 2026年	26,694	20,490
– 2027	– 2027年	26,802	21,782
– 2028	– 2028年	30,907	15,776
– 2029	– 2029年	25,091	25,091
– 2030	– 2030年	42,780	43,708
– 2031	– 2031年	158,645	166,439
– 2032	– 2032年	195,953	222,415
– 2033	– 2033年	52,426	–
		566,123	530,224

At the end of the reporting period, the Group has deductible temporary differences of RMB262,341,000 (2022: RMB237,431,000). No deferred tax asset has been recognised in relation to such deductible temporary difference as it is not probable that taxable profit will be available against which the deductible temporary differences can be utilised.

於報告期末，本集團的可扣稅暫時差額為人民幣262,341,000元(2022年：人民幣237,431,000元)。由於不大可能產生應課稅利潤以抵銷可扣稅暫時差額，故並無就有關可扣稅暫時差額確認遞延稅項資產。

Under the relevant laws of the PRC, withholding tax is imposed on dividends declared in respect of profits earned by the PRC subsidiaries from 1 January 2008 onwards. Deferred taxation has not been provided for in the consolidated financial statements in respect of temporary differences attributable to accumulated profits of the PRC subsidiaries amounting to RMB23,361,000 (2022: RMB61,252,000) as the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

根據中國相關法律，由2008年1月1日起，就中國子公司賺取的利潤宣派的股息須繳納預扣稅。綜合財務報表內並未就中國子公司應佔累計利潤暫時差額人民幣23,361,000元(2022年：人民幣61,252,000元)計提遞延稅項，因為本集團可控制撥回暫時差額的時間，且暫時差額未必能於可見將來撥回。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

17. INTANGIBLE ASSETS

17. 無形資產

		Development costs 發展成本 RMB'000 人民幣千元
COST	成本	
At 1 January 2022	於2022年1月1日	166,921
Additions	添置	6,481
At 31 December 2022	於2022年12月31日	173,402
Additions	添置	7,862
At 31 December 2023	於2023年12月31日	181,264
AMORTISATION AND IMPAIRMENT	攤銷及減值	
At 1 January 2022	於2022年1月1日	119,833
Charge for the year	年內扣除	17,807
Impairment loss recognised in profit or loss (note 14)	於損益確認之減值虧損(附註14)	17,845
At 31 December 2022	於2022年12月31日	155,485
Charge for the year	年內扣除	7,499
Impairment loss recognised in profit or loss (note 14)	於損益確認之減值虧損(附註14)	581
At 31 December 2023	於2023年12月31日	163,565
CARRYING VALUES	賬面值	
At 31 December 2023	於2023年12月31日	17,699
At 31 December 2022	於2022年12月31日	17,917

Development costs on antenna system and base station RF subsystem are internally generated and amortised on a straight-line basis over 3 years when they are ready for use. Included in the cost of the Group's intangible assets, approximately RMB15.1 million (2022: RMB13.4 million) were relating to development of systems not ready for the intended use and, accordingly, no amortisation was made.

天線系統及基站射頻子系統的發展成本為內部產生，於可供使用時在3年內以直線法攤銷。本集團無形資產之成本中約人民幣15.1百萬元(2022年：人民幣13.4百萬元)與未能作擬定用途的系統發展有關，因此並無予以攤銷。

At 31 December 2023, the Group conducted an impairment assessment of those Group's intangible assets and set forth in note 14.

於2023年12月31日，本集團已對其無形資產進行減值評估並載於附註14。

Certain intangible assets were pledged to independent financial institution to secure other borrowing of the Group as at 31 December 2023 (2022: nil), as set out in note 31.

如附註31所載，於2023年12月31日，若干無形資產已抵押予獨立金融機構，作為本集團其他借款的擔保(2022年：無)。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

18. INTERESTS IN ASSOCIATES

18. 於聯營公司之權益

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Cost of interests in associates	於聯營公司之權益之成本	6,430	6,430
Share of post-acquisition losses, net of dividends received	應佔收購後虧損，經扣除已收股息	(1,871)	(1,830)
		4,559	4,600

Details of the Group's associates at the end of the reporting period are as follow:

以下為報告期末本集團聯營公司的詳細資料：

Name of entities 實體名稱	Country of registration 註冊國家	Principal place of business 主要營業地點	Proportion of ownership interest held by the Group 本集團持有的擁有人權益比例		Proportion of voting rights held by the Group 本集團持有的投票權益比例		Principal activities 主要業務活動
			2023 2023年	2022 2022年	2023 2023年	2022 2022年	
Shenzhen Borynet Co., Ltd., ("Borynet") (note i) 深圳市博睿互聯科技有限公司 (「博睿」)(附註i)	the PRC 中國	the PRC 中國	15.1%	15.1%	15.1%	15.1%	Software technology development 軟件科技開發
Wuxi Gaoyusheng New Material Technology Co., Ltd., ("Gaoyusheng") (note ii) 無錫市高宇晟新材料科技有限 公司(「高宇晟」)(附註ii)	PRC 中國	PRC 中國	40%	40%	40%	40%	Material development 材料開發

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

18. INTERESTS IN ASSOCIATES (Cont'd)

Notes:

- (i) Borynet is accounted for as an associate as at year end date as the Group has directors in its board of directors and is able to exercise significant influence over Borynet.
- (ii) The Group is able to exercise significant influence over Gaoyusheng as the Group has the power to appoint one out of three directors of Gaoyusheng and the Group accounted for Gaoyusheng as an associate.

Both investments are accounted for using the equity method in the consolidated financial statements.

Financial information of these companies has not been disclosed since these associates are immaterial to the group.

18. 於聯營公司之權益 (續)

附註：

- (i) 由於博睿董事會有來自本集團的董事且本集團可對博睿行使重大影響力，博睿於年度結算日入賬列作聯營公司。
- (ii) 本集團能夠對高宇晟行使重大影響力，原因為本集團有權委任高宇晟三名董事中其中一名，且本集團將高宇晟入賬列作聯營公司。

兩項投資均使用權益法於綜合財務報表入賬。

由於該等聯營公司對本集團而言並不重大，故並無披露該等公司的財務資料。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

19. INVENTORIES

19. 存貨

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Raw materials	原材料	41,917	50,897
Work-in-progress	在製品	8,155	14,640
Finished goods	製成品	99,852	115,299
		149,924	180,836

20. TRADE AND OTHER RECEIVABLES

20. 貿易及其他應收賬款

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Trade receivables – contracts with customers	貿易應收賬款 – 客戶合約	293,679	329,739
Less: allowance for credit losses	減：信貸虧損撥備	(33,921)	(27,158)
		259,758	302,581
Notes and bills receivables	應收票據	65,123	84,578
Advance to suppliers	向供應商墊款	42,653	38,310
Value added tax receivables	應收增值稅	30,104	37,600
Rental and utility deposits	租金及設施按金	617	926
Other receivables and deposits	其他應收賬款及按金	14,816	18,041
		413,071	482,036

As at 1 January 2022, the carrying amount of trade receivables from contracts with customers amounted to RMB323,523,000, net of allowance for credit losses amounted to RMB14,678,000.

於2022年1月1日，來自客戶合約的貿易應收賬款的賬面值（扣除信貸虧損撥備人民幣14,678,000元）為人民幣323,523,000元。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

20. TRADE AND OTHER RECEIVABLES (Cont'd)

The Group offers credit terms generally accepted in the antenna system, base station RF subsystem and coverage extension solution manufacturing industry to its trade customers, which range from 30 to 240 days (2022: 30 to 240 days) from the invoice dates. For the Group's major customers which are network operators and domestic and overseas wireless network solution providers with good reputation and repayment records, a longer credit term may be granted to them, depending on price, the size of the contract, credibility and reputation of them. In order to manage the credit risks associated with trade receivables effectively, credit limits of customers are evaluated periodically. Before accepting any new customer, the Group conducts research on the creditworthiness of the new customer and assesses the potential customer's credit quality.

The following is an aged analysis of trade receivables net of allowance for credit losses presented based on the invoice dates:

20. 貿易及其他應收賬款(續)

本集團向貿易客戶提供天線系統、基站射頻子系統及覆蓋延伸方案製造行業普遍接受的信貸期，信貸期自發票日期起計介乎30至240日(2022年：30至240日)。屬於網絡運營商及國內外無線網絡解決方案供應商且具有良好聲譽及還款記錄的本集團主要客戶，可能獲授予較長的信貸期，視乎價格、合同規模、有關客戶的信用度及聲譽而定。為有效管理與貿易應收賬款相關的信貸風險，本公司定期對客戶的信貸限額進行評估。本集團接納任何新客戶前，會調查該名新客戶的信用記錄及評估潛在客戶的信貸質素。

以下為按發票日期計的貿易應收賬款(扣除信貸虧損撥備)的賬齡分析：

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
0 to 30 days	0至30日	76,348	83,251
31 to 60 days	31至60日	34,092	44,346
61 to 90 days	61至90日	26,278	42,910
91 to 120 days	91至120日	27,493	18,270
121 to 180 days	121至180日	25,773	33,096
Over 180 days	超過180日	69,774	80,708
		259,758	302,581

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

20. TRADE AND OTHER RECEIVABLES (Cont'd)

At 31 December 2023, included in the Group's trade receivables balance are debtors with aggregate carrying amount of approximately RMB91,639,000 (2022: RMB101,634,000) which are past due at the end of the reporting period. Out of the past due balances, RMB79,634,000 (2022: RMB67,946,000) has been past due over 90 days and is not considered as in default because the trade receivables are of good credit quality and repayment records history. The Group does not hold any collateral over these balances.

Details of impairment assessment of trade and other receivables for the year ended 31 December 2023 and 2022 are set out in note 33.

The following is an aged analysis of notes and bills receivables presented based on the notes and bills issue dates:

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
0 to 30 days	0至30日	18,187	11,724
31 to 60 days	31至60日	8,502	9,630
61 to 90 days	61至90日	11,304	11,155
91 to 120 days	91至120日	10,293	16,254
Over 120 days	超過120日	16,837	35,815
		65,123	84,578

All notes and bills received by the Group are with a maturity period of less than one year.

20. 貿易及其他應收賬款(續)

於2023年12月31日，於報告期末已逾期之應收賬款賬面值合共約人民幣91,639,000元（2022年：人民幣101,634,000元）計入本集團之貿易應收賬款結餘。逾期結餘人民幣79,634,000元（2022年：人民幣67,946,000元）已逾期超過90日，且未被視為違約，原因是貿易應收賬款信貸質素及過往還款記錄良好。本集團概無持有任何關於該等結餘的抵押物。

截至2023年及2022年12月31日止年度的貿易及其他應收賬款減值評估的詳情載於附註33。

以下為按票據發行日期計的應收票據的賬齡分析：

本集團收到的所有票據的到期期限均不超過一年。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

20. TRADE AND OTHER RECEIVABLES (Cont'd)

Analysis of trade and other receivables denominated in currencies other than the functional currencies of the relevant group entities is set out below:

		At 31 December	
		於12月31日	
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
United States Dollar ("USD")	美元(「美元」)	70,251	160,276
Euro ("EUR")	歐元(「歐元」)	–	4,710
		70,251	164,986

21. PLEDGED BANK DEPOSITS/CASH AND CASH EQUIVALENTS

Cash and cash equivalents include demand deposits and short-term deposits for the purpose of meeting the Group's short term cash commitments, which carry interest at market rates range from 0.0001% to 2.75% per annum (2022: 0.0001% to 0.35% per annum).

The Group's pledged bank deposits represent bank deposits with original maturity within 12 months and carry fixed interest rate from 0.0001% to 5.1% (2022: 0.30% to 3.85%) per annum. They are mainly pledged to banks to secure bills payables, certain of the bank borrowings and letter of credits of the Group.

20. 貿易及其他應收賬款(續)

以有關集團實體的功能貨幣以外的貨幣計值的貿易及其他應收賬款分析如下：

21. 已抵押銀行存款／現金及現金等價物

現金及現金等價物包括用於履行本集團短期現金承諾的活期存款及短期存款，其按市場利率介乎每年0.0001厘至2.75厘計息（2022年：每年0.0001厘至0.35厘）。

本集團的已抵押銀行存款指原定存款期為12個月內、按每年0.0001厘至5.1厘（2022年：0.30厘至3.85厘）的固定利率計息的銀行存款，已主要抵押予多家銀行作為本集團應付票據、若干銀行借款及信用證的擔保。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

21. PLEDGED BANK DEPOSITS/CASH AND CASH EQUIVALENTS

(Cont'd)

Certain of the Group's cash and cash equivalents and pledged bank deposits with an aggregate amount of RMB251,706,000 (2022: RMB155,185,000) were denominated in RMB which is not a freely convertible currency in the international market. The government of the PRC has implemented foreign exchange control and the remittance of these funds out of the PRC is subject to exchange restrictions imposed by the government of the PRC.

Analysis of pledged bank deposits together with cash and cash equivalents denominated in currencies other than the functional currencies of the relevant group entities is set out below:

21. 已抵押銀行存款／現金及現金等價物 (續)

本集團若干現金及現金等價物及已抵押銀行存款，合共人民幣251,706,000元（2022年：人民幣155,185,000元）以人民幣計值，而人民幣並非國際市場的自由兌換貨幣。中國政府實行外匯管制，將資金匯出中國境外須符合中國政府的匯兌限制。

以相關集團實體功能貨幣以外的貨幣計值的已抵押銀行存款，連同現金及現金等價物的分析載列如下：

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
USD	美元	76,748	102,193
EUR	歐元	1,249	1,514
HK\$	港元	1,294	5,143
Indonesian Rupiah	印尼盾	32	31
		79,323	108,881

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

22. TRADE AND OTHER PAYABLES

22. 貿易及其他應付賬款

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Trade payables	貿易應付賬款	369,369	403,729
Notes and bills payable	應付票據	202,130	178,701
Payroll payable	應付工資	16,599	20,276
Payable for purchase of property, plant and equipment	購置物業、廠房及設備的應付賬款	11,359	16,315
Value added taxes payable	應付增值稅	4,191	4,305
Accrued expenses	預提費用	12,519	10,413
Settlement payables	應付和解費用	–	41,985
Others	其他	15,419	14,850
		631,586	690,574

The following is an aged analysis of trade payables presented based on the invoice dates:

按發票日期計的貿易應付賬款的賬齡分析如下：

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
0 to 30 days	0至30日	44,650	69,999
31 to 60 days	31至60日	45,220	53,456
61 to 90 days	61至90日	34,259	38,855
91 to 180 days	91至180日	101,634	88,539
Over 180 days	超過180日	143,606	152,880
		369,369	403,729

Typical credit term of trade payables ranges from 60 to 120 days from the invoice dates.

貿易應付賬款的信貸期一般範圍是自發票日期起計60日至120日。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

22. TRADE AND OTHER PAYABLES (Cont'd)

The following is an aged analysis of notes and bills payable presented based on the notes and bills issue dates:

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
0 to 30 days	0至30日	2,466	3,187
31 to 60 days	31至60日	61,726	56,722
61 to 90 days	61至90日	32,832	1,340
Over 90 days	超過90日	105,106	117,452
		202,130	178,701

Typical credit term of notes and bills payables ranges from 90 to 180 days.

The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

Analysis of trade and other payables denominated in currencies other than the functional currencies of the relevant group entities is set out below:

		At 31 December	
		於12月31日	
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
USD	美元	536	489
HK\$	港元	403	311
		939	800

22. 貿易及其他應付賬款(續)

按票據發行日期計的應付票據的賬齡分析如下：

應付票據的信貸期一般範圍是90日至180日。

本集團已制定財務風險管理政策，以確保所有應付賬款在信貸期內償還。

以有關集團實體的功能貨幣以外的貨幣計值的貿易及其他應付賬款分析如下：

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

23. CONTRACT LIABILITIES

For revenue recognised upon sales of antenna system and related products, base station RF subsystem and related products and coverage extension solution, the Group receives certain of the contract value as advance payments from customers according to the contracts terms. The advance payments give rise to contract liabilities at the commencement of a contract until the customer obtains control of the respective goods.

Receipt in advance from contracts with customers 預收客戶合約款項

23. 合約負債

就銷售天線系統及相關產品、基站射頻子系統及相關產品以及覆蓋延伸方案所確認的收益而言，本集團根據合約條款收取若干合約額，作為客戶預付款項。預付款項會於合約開始時產生合約負債，直至客戶獲得相應貨品控制權為止。

2023	2022
2023年	2022年
RMB'000	RMB'000
人民幣千元	人民幣千元

9,098	6,102
-------	-------

As at 1 January 2022, contract liabilities accounted to RMB13,347,000.

於2022年1月1日的合約負債為人民幣13,347,000元。

Contract liabilities are to be settled within the Group's normal operating cycle and are classified as current liabilities.

合約負債將於本集團的正常運營週期內結算並分類為流動負債。

During the year ended 31 December 2023, revenue amounting to RMB6,102,000 (2022: RMB13,347,000) was recognised in the current year which relates to carried-forward contract liabilities.

截至2023年12月31日止年度，於本年度確認的收益人民幣6,102,000元（2022年：人民幣13,347,000元）與結轉合約負債有關。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

24. BANK AND OTHER BORROWINGS

24. 銀行及其他借款

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Bank borrowings:	銀行借款：		
– Unsecured fixed rate borrowings (Note)	– 無抵押定息借款(附註)	65,000	38,560
Other borrowing:	其他借款：		
– Secured fixed rate borrowings (Note 31)	– 有抵押定息借款(附註31)	30,000	–
The amount is repayable within one year	該款項須於一年之內償還	95,000	38,560

Note:

The unsecured fixed rate borrowings carry interest at the rate ranged from 3.75% to 4.35% (2022: 3.5% to 4.35%) per annum.

The Group's bank and other borrowings were all denominated in RMB.

附註：

無抵押定息借款的年利率為3.75厘至4.35厘(2022年：3.5厘至4.35厘)。

本集團的銀行及其他借款均以人民幣計值。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

25. LEASE LIABILITIES

25. 租賃負債

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Lease liabilities payable:	應付租賃負債：		
Within one year	一年內	3,540	3,630
Within a period of more than one year but not more than two years	為期一年以上但不超過兩年	1,058	1,983
Within a period of more than two years but not more than five years	為期兩年以上但不超過五年	158	237
		4,756	5,850
Less: Amount due for settlement within 12 months and shown under current liabilities	減：於流動負債項下呈列的於12個月內到期結算的款項	(3,540)	(3,630)
Amount due for settlement after 12 months and shown under non-current liabilities	於非流動負債項下呈列的於12個月後到期結算的款項	1,216	2,220

The weighted average incremental borrowing rate applied to lease liabilities range from 5% to 6% (2022: 6%).

租賃負債所用的加權平均增量借款利率介乎5厘至6厘(2022年：6厘)。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

26. DEFERRED INCOME

Deferred income represents non-recurring government grants received for acquisition and improvement of property, plant and equipment. The deferred income is released to the profit or loss over the expected useful life of the relevant assets. Movements of deferred income during the years are as follows:

26. 遞延收入

遞延收入指已收取非經常性政府補助金，用於收購及裝修物業、廠房及設備。遞延收入按相關資產的預計可使用年期撥入損益賬。年內遞延收入的變動如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Government grant related to assets	與資產相關的政府補助金		
At beginning of the year	於年初	4,153	6,289
Released to profit or loss	於損益賬撥入	(1,630)	(2,136)
At end of the year	於年末	2,523	4,153
Analysed for reporting purposes as:	分析作呈報用途：		
Current portion	即期部分	1,535	1,786
Non-current portion	非即期部分	988	2,367
		2,523	4,153

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

27. SHARE CAPITAL OF THE COMPANY

27. 公司股本

		Number of shares 股份數目		Issued capital 已發行股本	
		2023 2023年	2022 2022年	2023 2023年	2022 2022年
		Ordinary shares 普通股	Ordinary shares 普通股	Ordinary shares 普通股	Ordinary shares 普通股
		'000 千股	'000 千股	USD 美元	USD 美元
Ordinary shares of USD0.000001 each	每股面值0.000001美元的 普通股				
Authorised:	法定：				
At beginning and end of the year	於年初及年末	2,000,000	2,000,000	2,000.00	2,000.00
Issued and fully paid	已發行及繳足				
At beginning of the year	於年初	815,240	817,100	815.23	817.09
Repurchase and cancellation of shares (note)	股份購回及註銷(附註)	(6,021)	(1,860)	(6.02)	(1.86)
At end of the year	於年末	809,219	815,240	809.21	815.23

		Issued capital 已發行股本	
		2023 2023年	2022 2022年
		Ordinary shares equivalent 等值普通股	Ordinary shares equivalent 等值普通股
		RMB 人民幣元	RMB 人民幣元
Issued and fully paid	已發行及繳足		
At beginning of the year	於年初	5,702.10	5,714.51
Repurchase and cancellation of shares (note)	股份購回及註銷(附註)	(41.51)	(12.41)
At end of the year	於年末	5,660.59	5,702.10

Issued capital shown in the consolidated statements of financial position as at 31 December 2023 and 2022 were rounded to RMB6,000.

於2023年及2022年12月31日，於綜合財務狀況報表列示的已發行股本約為人民幣6,000元。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

27. SHARE CAPITAL OF THE COMPANY (Cont'd)

The Company repurchased its own shares through the Stock Exchange as follows:

Year Ended 年末	Month of repurchase 購回月份	No. of ordinary shares 普通股數目	Price per share 每股價格		Aggregate consideration paid 已付總代價		
			Lowest 最低 HK\$ 港元	Highest 最高 HK\$ 港元	HK\$ 港元	RMB 人民幣元	
2022	2022年	August 2022 2022年8月	180,000 (note (i)) (附註(i))	0.23	0.24	41,987	36,088
2022	2022年	September 2022 2022年9月	1,600,000 (note (i)) (附註(i))	0.15	0.23	241,237	201,693
2022	2022年	October 2022 2022年10月	684,000 (note (i)) (附註(i))	0.16	0.20	116,359	101,818
2022	2022年	November 2022 2022年11月	312,000 (note (i)) (附註(i))	0.16	0.21	50,216	45,623
2022	2022年	December 2022 2022年12月	162,000 (note (i)) (附註(i))	0.20	0.22	32,099	28,958
2023	2023年	January 2023 2023年1月	165,000 (note (ii)) (附註(ii))	0.22	0.27	41,900	37,287
2023	2023年	April 2023 2023年4月	582,000 (note (ii)) (附註(ii))	0.20	0.23	124,404	109,041
2023	2023年	May 2023 2023年5月	1,150,000 (note (ii)) (附註(ii))	0.20	0.22	237,825	209,239
2023	2023年	June 2023 2023年6月	655,000 (note (ii)) (附註(ii))	0.19	0.23	136,296	123,512
2023	2023年	July 2023 2023年7月	531,000 (note (ii)) (附註(ii))	0.21	0.27	124,033	114,198
2023	2023年	August 2023 2023年8月	142,000 (note (iii)) (附註(iii))	0.22	0.25	34,140	31,204
2023	2023年	September 2023 2023年9月	2,105,000 (note (iii)) (附註(iii))	0.22	0.26	496,431	454,483
2023	2023年	October 2023 2023年10月	234,000 (note (iii)) (附註(iii))	0.20	0.26	51,430	47,136
2023	2023年	November 2023 2023年11月	361,000 (note (iii)) (附註(iii))	0.19	0.25	72,256	66,280
2023	2023年	December 2023 2023年12月	317,000 (note (iii)) (附註(iii))	0.18	0.19	60,745	55,290

Notes:

- (i) The ordinary shares repurchased from August 2022 to December 2022 were cancelled in February 2023.
- (ii) The ordinary shares repurchased from January 2023 to July 2023 were cancelled upon repurchase.
- (iii) The ordinary shares repurchased from August 2023 to December 2023 were cancelled in January 2024.

Except for above purchase, none of the Company's subsidiaries purchased, sold or redeemed any of the Company's listed securities during both years.

27. 公司股本 (續)

本公司透過聯交所按以下方式購回其自身股份：

Year Ended 年末	Month of repurchase 購回月份	No. of ordinary shares 普通股數目	Price per share 每股價格		Aggregate consideration paid 已付總代價		
			Lowest 最低 HK\$ 港元	Highest 最高 HK\$ 港元	HK\$ 港元	RMB 人民幣元	
2022	2022年	August 2022 2022年8月	180,000 (note (i)) (附註(i))	0.23	0.24	41,987	36,088
2022	2022年	September 2022 2022年9月	1,600,000 (note (i)) (附註(i))	0.15	0.23	241,237	201,693
2022	2022年	October 2022 2022年10月	684,000 (note (i)) (附註(i))	0.16	0.20	116,359	101,818
2022	2022年	November 2022 2022年11月	312,000 (note (i)) (附註(i))	0.16	0.21	50,216	45,623
2022	2022年	December 2022 2022年12月	162,000 (note (i)) (附註(i))	0.20	0.22	32,099	28,958
2023	2023年	January 2023 2023年1月	165,000 (note (ii)) (附註(ii))	0.22	0.27	41,900	37,287
2023	2023年	April 2023 2023年4月	582,000 (note (ii)) (附註(ii))	0.20	0.23	124,404	109,041
2023	2023年	May 2023 2023年5月	1,150,000 (note (ii)) (附註(ii))	0.20	0.22	237,825	209,239
2023	2023年	June 2023 2023年6月	655,000 (note (ii)) (附註(ii))	0.19	0.23	136,296	123,512
2023	2023年	July 2023 2023年7月	531,000 (note (ii)) (附註(ii))	0.21	0.27	124,033	114,198
2023	2023年	August 2023 2023年8月	142,000 (note (iii)) (附註(iii))	0.22	0.25	34,140	31,204
2023	2023年	September 2023 2023年9月	2,105,000 (note (iii)) (附註(iii))	0.22	0.26	496,431	454,483
2023	2023年	October 2023 2023年10月	234,000 (note (iii)) (附註(iii))	0.20	0.26	51,430	47,136
2023	2023年	November 2023 2023年11月	361,000 (note (iii)) (附註(iii))	0.19	0.25	72,256	66,280
2023	2023年	December 2023 2023年12月	317,000 (note (iii)) (附註(iii))	0.18	0.19	60,745	55,290

附註：

- (i) 於2022年8月至2022年12月購回的普通股於2023年2月已被註銷。
- (ii) 於2023年1月至2023年7月購回的普通股於購回時已被註銷。
- (iii) 於2023年8月至2023年12月購回的普通股於2024年1月已被註銷。

除上述購買外，本公司的子公司概無於兩個年度內購買、出售或贖回本公司任何上市證券。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

28. SHARE-BASED PAYMENT TRANSACTIONS

Share options were granted on 23 December 2013 (“2013 Option”) and 26 March 2015 (“2015 Option”) for the primary purpose of providing incentives to directors and eligible employees, and will expire on 22 December 2023 and 25 March 2025 respectively. Under the share option schemes of the Company, the Board of Directors of the Company may grant options to eligible employees, including directors of the Company and its subsidiaries, to subscribe for shares in the Company. Additionally, the Company may, from time to time, grant share options to an individual consultant or advisor who renders or has rendered bona fide services to the Company.

As at 31 December 2023, the number of ordinary shares in respect of which options had been granted and remained outstanding was 16,250,000 (2022: 36,191,000), representing 2.01% (2022: 4.44%) of the total ordinary shares in issue at end of the reporting period.

No consideration is payable on the grant of an option. For 2013 Option and 2015 Option, options may be exercised after the completion of relevant vesting period to the tenth anniversary of the date of grant.

2013 Option

30% of total number of options of 2013 Option (“2013 Option A”) are exercisable on the second anniversary date of grant, 30% of total number of options of 2013 Option (“2013 Option B”) are exercisable on the third anniversary date of grant and the remaining 40% of total number of options of 2013 Option (“2013 Option C”) are exercisable on the fourth anniversary date of grant. In addition, 2013 Option is also subjected to the performance condition of the Group and individual employee to exercise.

28. 以股份支付的交易

於2013年12月23日及2015年3月26日所授出的購股權（分別為「2013年購股權」及「2015年購股權」）的主要目的是向董事及合資格僱員提供獎勵，而該等購股權將分別於2023年12月22日及2025年3月25日屆滿。根據本公司的購股權計劃，本公司董事會可授予合資格僱員（包括本公司及其子公司的董事）可認購本公司股份的購股權。此外，本公司可不時向為或曾為本公司提供真誠服務的個別專家顧問或顧問授出購股權。

於2023年12月31日，已授出但仍未行使的購股權所涉及的普通股數目為16,250,000股（2022年：36,191,000股），佔於呈報期末已發行普通股總數的2.01%（2022年：4.44%）。

概無就授出購股權而應付的代價。就2013年購股權及2015年購股權而言，購股權可於有關歸屬期完成後至授出日期第十個週年日期行使。

2013年購股權

2013年購股權購股權總數的30%（「2013年購股權A」）可於授出日期第二個週年日期行使，2013年購股權購股權總數的30%（「2013年購股權B」）可於授出日期第三個週年日期行使，而2013年購股權購股權總數的餘下40%（「2013年購股權C」）可於授出日期第四個週年日期行使。此外，2013年購股權亦須符合本集團及個體僱員的表現條件後方可行使。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

28. SHARE-BASED PAYMENT TRANSACTIONS (Cont'd)

2013 Option (Cont'd)

Pursuant to the board resolution on 29 May 2015, the 2013 Option was amended whereby the vesting dates of the option has been accelerated. 2013 Option A shall be vested on, and become exercisable from 1 June 2015, 2013 Option B shall be vested on, and become exercisable from 1 April 2016 and 2013 Option C shall be vested on, and become exercisable from 1 April 2017. Such amendment is applicable prospectively to the unexercised 2013 Option and result in a net decrease in fair value of such option measured immediately before and after the modifications, of which no adjustment for the years ended 31 December 2023 and 2022 needed to the fair value of the 2013 Option. The 2013 Option has lapsed in 2023.

2015 Option

30% of total number of options of 2015 Option ("2015 Option A") are exercisable from 1 April 2016, 30% of total number of options of 2015 Option ("2015 Option B") are exercisable from 1 April 2017 and the remaining 40% of total number of options of 2015 Option ("2015 Option C") are exercisable from 1 April. In addition, 2015 Option is also subjected to the performance condition of the Group and individual employee to exercise.

28. 以股份支付的交易 (續)

2013年購股權 (續)

根據2015年5月29日的董事會決議案，2013年購股權予以修訂，其中購股權的歸屬日期被提前。2013年購股權A將於2015年6月1日歸屬，並自該日起可予行使，2013年購股權B將於2016年4月1日歸屬，並自該日起可予行使及2013年購股權C將於2017年4月1日歸屬，並自該日起可予行使。該修訂追溯應用於未行使的2013年購股權，導致緊接修訂前及緊隨修訂後計量的購股權公平值出現減少淨額，其中截至2023年及2022年12月31日止年度毋須對2013年購股權的公平值作出調整。2013年購股權已於2023年失效。

2015年購股權

2015年購股權購股權總數的30% (「2015年購股權A」) 可於2016年4月1日行使，2015年購股權購股權總數的30% (「2015年購股權B」) 可於2017年4月1日行使，而2015年購股權購股權總數的餘下40% (「2015年購股權C」) 可於4月1日行使。此外，2015年購股權亦須符合本集團及個體僱員的表現條件後方可行使。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

28. SHARE-BASED PAYMENT TRANSACTIONS (Cont'd)

2015 Option (Cont'd)

Details of specific categories of options are as follows:

28. 以股份支付的交易 (續)

2015年購股權 (續)

購股權的具體種類的詳情如下：

Option type	Date of grant	Vesting period	Exercisable period	Exercise price	Fair value at grant date
購股權類別	授出日期	歸屬期	行使期	行使價	於授出日期 的公平值
2013 Option A 2013年購股權A	23/12/2013 2013年12月23日	23/12/2013 to 31/05/2015 2013年12月23日至 2015年5月31日	01/06/2015 to 22/12/2023 2015年6月1日至 2023年12月22日	RMB1.09 人民幣1.09元	RMB0.51 人民幣0.51元
2013 Option B 2013年購股權B	23/12/2013 2013年12月23日	23/12/2013 to 31/03/2016 2013年12月23日至 2016年3月31日	01/04/2016 to 22/12/2023 2016年4月1日至 2023年12月22日	RMB1.09 人民幣1.09元	RMB0.51 人民幣0.51元
2013 Option C 2013年購股權C	23/12/2013 2013年12月23日	23/12/2013 to 31/03/2017 2013年12月23日至 2017年3月31日	01/04/2017 to 22/12/2023 2017年4月1日至 2023年12月22日	RMB1.09 人民幣1.09元	RMB0.51 人民幣0.51元
2015 Option A 2015年購股權A	26/03/2015 2015年3月26日	26/03/2015 to 31/03/2016 2015年3月26日至 2016年3月31日	01/04/2016 to 25/03/2025 2016年4月1日至 2025年3月25日	RMB1.47 人民幣1.47元	RMB0.61 人民幣0.61元
2015 Option B 2015年購股權B	26/03/2015 2015年3月26日	26/03/2015 to 31/03/2017 2015年3月26日至 2017年3月31日	01/04/2017 to 25/03/2025 2017年4月1日至 2025年3月25日	RMB1.47 人民幣1.47元	RMB0.61 人民幣0.61元
2015 Option C 2015年購股權C	26/03/2015 2015年3月26日	26/03/2015 to 31/03/2018 2015年3月26日至 2018年3月31日	01/04/2018 to 25/03/2025 2018年4月1日至 2025年3月25日	RMB1.47 人民幣1.47元	RMB0.61 人民幣0.61元

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

28. SHARE-BASED PAYMENT TRANSACTIONS (Cont'd)

2015 Option (Cont'd)

The following table discloses movements of the Company's share options held by eligible persons:

2023

Option type	購股權類別	Outstanding at 1/1/2023 於2023年 1月1日 尚未行使	Forfeited during the year 於年內 沒收	Expired during the year 於年內 屆滿	Outstanding at 31/12/2023 於2023年 12月31日 尚未行使
2013 Option A	2013年購股權A	5,100,500	–	(5,100,500)	–
2013 Option B	2013年購股權B	5,664,500	–	(5,664,500)	–
2013 Option C	2013年購股權C	8,026,000	–	(8,026,000)	–
2015 Option A	2015年購股權A	5,220,000	(345,000)	–	4,875,000
2015 Option B	2015年購股權B	5,220,000	(345,000)	–	4,875,000
2015 Option C	2015年購股權C	6,960,000	(460,000)	–	6,500,000
		36,191,000	(1,150,000)	(18,791,000)	16,250,000
Exercisable at the end of the year	可於年末行使				16,250,000
Weighted average exercise price	加權平均行使價	RMB1.2740 人民幣1.2740元	RMB1.4700 人民幣1.4700元	RMB1.0900 人民幣1.0900元	RMB1.4700 人民幣1.4700元

28. 以股份支付的交易 (續)

2015年購股權 (續)

下表披露合資格人士持有的本公司購股權的變動：

2023年

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

28. SHARE-BASED PAYMENT TRANSACTIONS (Cont'd)

2015 Option (Cont'd)

2022

Option type	購股權類別	Outstanding at 1/1/2022 於2022年 1月1日 尚未行使	Forfeited during the year 於年內 沒收	Expired during the year 於年內 屆滿	Outstanding at 31/12/2022 於2022年 12月31日 尚未行使
2013 Option A	2013年購股權A	5,720,000	(619,500)	–	5,100,500
2013 Option B	2013年購股權B	6,284,000	(619,500)	–	5,664,500
2013 Option C	2013年購股權C	8,852,000	(826,000)	–	8,026,000
2015 Option A	2015年購股權A	5,754,000	(534,000)	–	5,220,000
2015 Option B	2015年購股權B	5,754,000	(534,000)	–	5,220,000
2015 Option C	2015年購股權C	7,672,000	(712,000)	–	6,960,000
		40,036,000	(3,845,000)	–	36,191,000
Exercisable at the end of the year	可於年末行使				36,191,000
Weighted average exercise price	加權平均行使價	RMB1.2733 人民幣1.2733元	RMB1.2672 人民幣1.2672元		RMB1.2740 – 人民幣1.2740元

No equity settled share-based payment expense is recognised for the years ended 31 December 2023 and 2022 in relation to share options granted by the Company.

截至2023年及2022年12月31日止年度，概無就本公司授出的購股權確認以權益結算以股份支付的開支。

28. 以股份支付的交易 (續)

2015年購股權 (續)

2022年

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

29. OPERATING LEASING ARRANGEMENTS

The Group as lessor

All of the leased premises have committed lessees for the next one to ten years.

Undiscounted lease payments receivable on leases are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Within one year	一年內	14,154	12,654
In the second year	第二年	9,255	7,207
In the third year	第三年	1,265	4,558
In the fourth year	第四年	7	-
		24,681	24,419

29. 經營租賃安排

本集團作為出租人

所有租賃物業均已獲承租人承諾於接下來一至十年內繼續租用。

租賃應收之未折現租賃付款如下：

30. CAPITAL COMMITMENTS

Capital expenditure contracted for but not provided in the consolidated financial statements in respect of the acquisition of property, plant and equipment

有關收購物業、廠房及設備的已訂約但未在綜合財務報表撥備的資本開支

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
		19,238	12,735

30. 資本承擔

31. PLEDGE OF ASSETS

The Group's borrowings are secured by assets of the Group and the carrying amounts of which at the end of reporting period are stated below:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Intangible assets	無形資產	4	-
Pledged bank deposits	已抵押銀行存款	132,355	89,791
		132,359	89,791

31. 資產抵押

本集團的借款以本集團的資產作抵押，於報告期末的賬面值列示如下：

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

32. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of net debt, which includes bank and other borrowings and lease liabilities disclosed in notes 24 and 25, respectively, net of cash and cash equivalents and equity attributable to owners of the Company, comprising issued share capital, share premium and other reserves.

The directors of the Company review the capital structure on a semi-annual basis. As a part of this review, the directors consider the cost of capital and the risks associated with each class of capital. Based on recommendation of the directors, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as raising of new bank loans.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Categories of financial instruments

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Financial assets	金融資產		
Amortised cost	攤銷成本	669,516	668,064
Financial liabilities	金融負債		
Amortised cost	攤銷成本	709,876	714,416
Lease liabilities	租賃負債	4,756	5,850

32. 資本風險管理

本集團管理其資本以確保本集團旗下各公司可以持續經營，並優化債務與權益的平衡，為股東帶來最大回報。自去年起，本集團的整體策略保持不變。

本集團的資本結構包括淨債務，其中分別包括於附註24及25披露的銀行及其他借款及租賃負債、現金及現金等價物淨額及本公司擁有人應佔權益（包括已發行股本、股份溢價及其他儲備）。

本公司董事每半年檢討資本結構。作為檢討的一部分，董事考慮資本成本及與各類資本相關的風險。根據董事的建議，本集團將透過支付股息、發行新股、股份購回及新造銀行貸款以平衡本集團的整體資本結構。

33. 財務風險管理目標及政策

金融工具の種類

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies

The Group's major financial instruments include trade and other receivables, pledged bank deposits, cash and cash equivalents, trade and other payables, lease liabilities and bank and other borrowings. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments include credit risk, market risk (currency risk and interest rate risk) and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk and impairment assessment

As at 31 December 2023, the carrying amounts of the financial assets best represent the Group's maximum exposure to credit risk. The Group does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

Trade receivables arising from contracts with customers

In order to minimise the credit risk, the management of the Group has delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. Before accepting any new customer, the Group uses an internal credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. In this regard, the directors of the Company consider that the Group's credit risk of trade receivables is significantly reduced.

The Group has a significant concentration of customers credit risk as 16.6% (2022: 40.2%) and 48.7% (2022: 74.3%) of the total trade receivables was due from the Group's largest customer and the five largest customers respectively. These major customers are network operators and domestic and overseas wireless network solution providers with good reputation and repayment records.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策

本集團的主要金融工具包括貿易及其他應收賬款、已抵押銀行存款、現金及現金等價物、貿易及其他應付賬款、租賃負債以及銀行及其他借款。此等金融工具的詳情已於相關附註披露。與該等金融工具相關的風險包括信貸風險、市場風險（貨幣風險及利率風險）及流動資金風險。緩和有關風險的政策載列如下。管理層管理並監察有關風險，以確保及時且有效地執行恰當的措施。

信貸風險及減值評估

於2023年12月31日，金融資產的賬面值最能反映本集團所承受的最高信貸風險。本集團概無持有任何抵押物或其他信貸增強措施以為與其金融資產相關信貸風險提供保障。

產生自與客戶的合約之貿易應收賬款

為減低信貸風險，本集團管理層已委派專責團隊負責釐定信貸限額、信貸批核及其他監察程序，以確保採取跟進行動，收回過期債務。本集團接納任何新客戶前，會採用內部信貸評分系統評估潛在客戶之信貸質素及釐定客戶信貸限額。就此而言，本公司董事認為本集團貿易應收賬款的信貸風險大幅降低。

本集團的客戶信貸風險高度集中，貿易應收賬款總額中16.6%（2022年：40.2%）及48.7%（2022年：74.3%）分別來自於本集團最大客戶及五大客戶。該等主要客戶為具有良好聲譽及還款記錄的網絡運營商及境內外無線網絡解決方案供應商。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies *(Cont'd)*

Credit risk and impairment assessment (Cont'd)

Trade receivables arising from contracts with customers (Cont'd)

The Group's concentration of credit risk by geographical locations is mainly in the PRC, which accounted for 93.3% (2022: 91.6%) of the total trade receivables as at 31 December 2023.

In addition, the Group performs impairment assessment under ECL model on trade balances individually or based on collective assessment. Except for debtors with significant outstanding balances and credit-impaired, which are assessed for impairment individually, the remaining trade receivables are grouped by internal credit rating under a collective assessment, based on shared credit risk characteristics by reference to aging, repayment history and past due status of respective trade receivables. Impairment of RMB8,427,000 (2022: RMB12,480,000) is recognised during the year. Details of the quantitative disclosures are set out below in this note.

Pledged bank deposits and bank balances

The credit risk of the Group on pledged bank balances and bank balances is limited because the majority of the counterparties are international banks or state-owned banks, all of which are with high credit ratings.

Other receivables

The Group's other receivables representing notes and bills receivables and others. The directors of the Company consider that the credit risk on other receivables is limited and the management of the Group has delegated a team responsible for ensuring follow-up action is taken to recover overdue debts. In addition, the Group performs impairment assessment under ECL model on these other receivables individually. The Group only accepts bills issued or guaranteed by reputable PRC banks and therefore the management of the Group considers the credit risk is insignificant. In this regard, the directors of the Company consider that the Group's credit risk on other receivables is significantly reduced.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

產生自與客戶的合約之貿易應收賬款 (續)

本集團按地理位置劃分的集中信貸風險主要來自於中國，佔2023年12月31日貿易應收賬款總額的93.3% (2022年：91.6%)。

此外，本集團按預期信貸虧損模式對貿易結餘進行個別減值評估或基於集體評估進行減值評估。除有重大未償還結餘及信貸減值的應收賬款外 (該等應收賬款進行個別減值評估)，根據參照各貿易應收賬款賬齡、還款記錄及逾期狀況的共同信貸風險特徵，本集團基於集體評估按內部信貸評級分組剩餘貿易應收賬款。本集團年內已確認減值人民幣8,427,000元 (2022年：人民幣12,480,000元)。定量披露詳情載於本附註下文。

已抵押銀行存款及銀行結餘

因大多數對手方為獲授高信貸評級的國際銀行或國有銀行，本集團已抵押銀行結餘及銀行結餘的信貸風險有限。

其他應收賬款

本集團的其他應收賬款指應收票據及其他。本公司董事認為其他應收賬款的信貸風險有限，而本集團管理層已委派專責團隊負責確保採取跟進行動，收回過期債務。此外，本集團按預期信貸虧損模式對該等其他應收賬款進行個別減值評估。本集團僅接納由信譽良好的中國銀行發行或擔保的票據，因此本集團管理層認為信貸風險屬微不足道。就此而言，本公司董事認為本集團其他應收賬款的信貸風險已大大降低。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Other receivables (Cont'd)

The Group's internal credit risk grading assessment comprises the following categories:

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

其他應收賬款 (續)

本集團的內部信貸風險等級評測包括以下類別：

Internal credit rating 內部信貸評級	Description 說明	Trade receivables 貿易應收賬款	Other financial assets 其他金融資產
Low risk 低風險	The counterparty has a low risk of default and does not have any past-due amounts 對手方的違約風險較低，且並無任何逾期款項	Lifetime ECL – not credit-impaired 存續期預期信貸虧損 – 未發生信貸減值	12-month ECL 12個月預期信貸虧損
Watch list 觀察名單	Debtor frequently repays after due dates but usually settle after due date 債務人經常於到期日後還款，但一般於到期日後清償	Lifetime ECL – not credit-impaired 存續期預期信貸虧損 – 未發生信貸減值	12-month ECL 12個月預期信貸虧損
Doubtful 存疑	There have been significant increases in credit risk since initial recognition through information developed internally or external resources 自透過內部生成之資料或外部資源進行初始確認後，信貸風險顯著增加	Lifetime ECL – not credit-impaired 存續期預期信貸虧損 – 未發生信貸減值	Lifetime ECL – not credit-impaired 存續期預期信貸虧損 – 未發生信貸減值
Loss 虧損	There is evidence indicating the asset is credit-impaired 有證據顯示有關資產已發生信貸減值	Lifetime ECL – credit-impaired 存續期預期信貸虧損 – 發生信貸減值	Lifetime ECL – credit-impaired 存續期預期信貸虧損 – 發生信貸減值
Write-off 撇銷	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery 有證據顯示債務人陷入嚴重的財務困難且本集團無實際的收回前景	Amount is written off 撇銷有關金額	Amount is written off 撇銷有關金額

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Other receivables (Cont'd)

The tables below detail the credit risk exposures of the Group's financial assets representing trade receivables, other receivables, pledged bank deposits and bank balances which are subject to ECL assessment:

	Notes	Internal credit rating	12-month or lifetime ECL	2023		2022	
				Gross carrying amount	Gross carrying amount	Gross carrying amount	Gross carrying amount
	附註	內部信貸評級	12個月或存續期預期信貸虧損	2023年總賬面值	2022年總賬面值		
				RMB'000	RMB'000	RMB'000	RMB'000
				人民幣千元	人民幣千元	人民幣千元	人民幣千元
Financial assets at amortised costs							
按攤銷成本列賬之金融資產							
Trade receivables	20	(note a)	Lifetime ECL - not credit-impaired	163,468		145,115	
		Low risk	Lifetime ECL - not credit-impaired	95,475		154,204	
		Loss	Lifetime ECL - credit-impaired	34,736	293,679	30,420	329,739
貿易應收賬款	20	(附註a)	存續期預期信貸虧損 - 未發生信貸減值				
		低風險	存續期預期信貸虧損 - 未發生信貸減值				
		虧損	存續期預期信貸虧損 - 發生信貸減值				
Pledged bank deposits	21	Low risk	12-month ECL		132,355		89,791
已抵押銀行存款	21	低風險	12個月預期信貸虧損				
Bank balances	21	Low risk	12-month ECL		198,531		174,147
銀行結餘	21	低風險	12個月預期信貸虧損				
Notes and bills receivables and other receivables	20	(note b)	12-month ECL		78,729		101,417
應收票據及其他應收賬款	20	(附註b)	12個月預期信貸虧損				

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

其他應收賬款 (續)

下表詳載本集團須進行預期信貸虧損評估之金融資產(即貿易應收賬款、其他應收賬款、已抵押銀行存款及銀行結餘)之信貸風險：

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Other receivables (Cont'd)

Note a:

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

其他應收賬款 (續)

附註a:

		Gross carrying amount 總賬面值			
		2023 2023年		2022 2022年	
		Average loss rate 平均虧損率	Trade receivables 貿易應收賬款	Average loss rate 平均虧損率	Trade receivables 貿易應收賬款
			RMB'000 人民幣千元		RMB'000 人民幣千元
Internal credit rating	內部信貸評級				
Low risk	低風險	#	113,018	#	108,730
Watch list	觀察名單	8.75%	50,450	3.1%	28,805
Doubtful	存疑	N/A 不適用	–	19.1%	7,580
			163,468		145,115

The percentage was lower than 0.1%.

For trade receivables, the Group has applied the simplified approach in HKFRS 9 to measure the loss allowance at lifetime ECL. Except for debtors with significant outstanding balances and credit-impaired which are assessed individually, the Group determines the expected credit losses on these items by using a collective assessment, grouped by internal credit rating.

百分比低於0.1%。

就貿易應收賬款而言，本集團已採用香港財務報告準則第9號簡化法計量存續期預期信貸虧損的虧損撥備。除個別評估有重大未償還結餘及信貸減值的應收賬款外，本集團使用按內部信貸評級分組的集體評估釐定該等項目的預期信貸虧損。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Collective assessment – internal credit ratings

As part of the Group's credit risk management, the Group applies internal credit rating for its customers. The above table provides information about the exposure to credit risk for trade receivables which are assessed based on collective assessment as at 31 December 2023 within lifetime ECL (not credit-impaired). Debtors with significant outstanding balances and credit-impaired with gross carrying amounts of RMB95,475,000 (2022: RMB154,204,000) and RMB34,736,000 (2022: RMB30,420,000) respectively as at 31 December 2023 were assessed individually.

The estimated loss rates are estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort. The Group rebutted the presumption of default under ECL model for trade receivables over 90 days past due based on good credit quality and repayment records history for those customers. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated. Due to greater financial uncertainty triggered by keen competition in industry of mobile network construction in the PRC and global market and slower-than-expected progress of 5G network construction, the Group has increased the expected loss rates in the current year as there is higher risk that the economic uncertainty could led to increased credit default rates.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

集體評估 – 內部信貸評級

作為本集團信貸風險管理之一部分，本集團對其客戶應用內部信貸評級。上表提供有關貿易應收賬款信貸風險的資料，該等貿易應收賬款乃根據2023年12月31日集體評估（存續期預期信貸虧損 – 未發生信貸減值）評估。於2023年12月31日，就具有重大未償還結餘（總賬面值為人民幣95,475,000元（2022年：人民幣154,204,000元）及信貸減值（總賬面值為人民幣34,736,000元（2022年：人民幣30,420,000元））的應收賬款進行個別評估。

估計虧損率乃基於債務人於預期年期的過往可觀察違約率估計，並按毋需花費過多成本或精力可取得的前瞻性資料調整。由於該等客戶的信貸質素及過往還款記錄良好，因此本集團已推翻於預期信貸虧損模式下逾期超過90日的貿易應收賬款屬違約的假設。管理層會定期審閱該分組，以確保更新特定債務人之相關資料。受中國及全球市場移動網絡建設行業競爭激烈引發的高度金融不確定性影響，及中國國內5G網絡建設進程不及預期，鑒於經濟不確定性可能導致信貸違約率上升的風險更高，本集團提高了本年度的預期虧損率。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Collective assessment – internal credit ratings (Cont'd)

During the year ended 31 December 2023, impairment allowance of RMB2,602,000 (2022: impairment allowance of RMB1,265,000) were made in the profit or loss based on the collective assessment. During the year ended 31 December 2023, impairment allowance of RMB5,807,000 and RMB18,000 (2022: RMB10,441,000 and RMB774,000) were made in the profit or loss on debtors which were credit-impaired and not credit-impaired, respectively.

The following table shows the movement in lifetime ECL that has been recognised for trade receivables under the simplified approach.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

集體評估 – 內部信貸評級 (續)

截至2023年12月31日止年度，基於集體評估於損益計提減值撥備人民幣2,602,000元(2022年：減值撥備人民幣1,265,000元)。截至2023年12月31日止年度，信貸減值及未發生信貸減值的應收賬款分別於損益計提減值撥備人民幣5,807,000元及人民幣18,000元(2022年：人民幣10,441,000元及人民幣774,000元)。

下表顯示根據簡化法已確認的貿易應收賬款之存續期預期信貸虧損變動。

		Lifetime ECL (not credit-impaired) 存續期預期 信貸虧損 (未發生信貸減值) RMB'000 人民幣千元	Lifetime ECL (credit-impaired) 存續期預期 信貸虧損 (發生信貸減值) RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
As at 1 January 2022	於2022年1月1日	1,185	13,493	14,678
Changes due to financial instruments recognised as at 1 January 2022:	金融工具引致的變動 於2022年1月1日已確認：			
– Impairment losses recognised	– 減值虧損確認	1,498	11,799	13,297
– Transfer to credit-impaired	– 轉撥至信貸減值	(758)	758	–
– Impairment losses reversed	– 減值虧損撥回	(283)	(1,427)	(1,710)
New financial assets originated	產生的新金融資產	824	69	893
As at 31 December 2022	於2022年12月31日	2,466	24,692	27,158
Changes due to financial instruments recognised as at 1 January 2023:	金融工具引致的變動 於2023年1月1日已確認：			
– Impairment losses recognised	– 減值虧損確認	4,411	7,173	11,584
– Transfer to credit-impaired	– 轉撥至信貸減值	(503)	503	–
– Impairment losses reversed	– 減值虧損撥回	(1,808)	(1,468)	(3,276)
– Write-offs	– 撇銷	(123)	(1,541)	(1,664)
New financial assets originated	產生的新金融資產	17	102	119
As at 31 December 2023	於2023年12月31日	4,460	29,461	33,921

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Credit risk and impairment assessment (Cont'd)

Collective assessment – internal credit ratings (Cont'd)

The Group writes off trade receivables when there is information indicating that debtors is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtors have been placed under liquidation or has entered into bankruptcy proceedings. None of the trade receivables that have been written off is subject to enforcement activities.

Note b :

Credit risk is not increased significantly since initial recognition for notes and bills receivables and other receivables and all gross amounts balance of notes and bill receivables and other receivables of RMB78,729,000 (2022: RMB101,417,000) are rated as low risk and assessed with 12-month ECL that no material impairment losses have been recognised as at 31 December 2023 and 2022.

Market risk

Currency risk

The Group has foreign currency sales and purchases and certain trade receivables, bank balances and trade payables of the Group are denominated in HK\$, USD, and EUR, currencies other than the functional currency of the Company's principal subsidiaries, which expose the Group to foreign currency risk. The Group currently does not have a foreign currency hedging policy. However, the management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure when the need arises.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

信貸風險及減值評估 (續)

集體評估 – 內部信貸評級 (續)

當有資料顯示債務人面臨嚴重財務困難且無實際的收回前景時，例如，債務人已清盤或已進入破產程序，本集團撤銷貿易應收賬款。已撤銷貿易應收賬款均不受強制執行活動影響。

附註b :

應收票據及其他應收賬款的信貸風險自初步確認後並無顯著增加，且應收票據及其他應收賬款的全部結餘總額人民幣78,729,000元(2022年：人民幣101,417,000元)被評為低風險，並藉助12個月預期信貸虧損予以評估，而於2023年及2022年12月31日，均未就此確認重大減值虧損。

市場風險

貨幣風險

本集團有外幣銷售及採購，且本集團的若干貿易應收賬款、銀行結餘及貿易應付賬款以港元、美元及歐元計值(該等貨幣並非本公司主要子公司的功能貨幣)，使本集團須承擔外幣風險。本集團目前並無任何外幣對沖政策。然而，管理層會監察外匯風險，必要時考慮對沖重大的外匯風險。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Market risk (Cont'd)

Currency risk (Cont'd)

The carrying amount of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

		2023		2022	
		2023年		2022年	
		Assets	Liabilities	Assets	Liabilities
		資產	負債	資產	負債
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
HK\$	港元	1,294	403	5,143	311
USD	美元	146,999	536	262,469	489
EUR	歐元	1,249	–	6,224	–

The following table details the Group's sensitivity to a 5% (2022: 5%) change in RMB against HK\$, USD and EUR. The 5% (2022: 5%) represents management's assessment of the reasonably possible change in the foreign exchange rates. The sensitivity analysis of the Group's exposure to foreign currency risk at the end of the reporting period have been determined based on the adjustment of translation of the monetary assets and liabilities at the end of the reporting period for 5% (2022: 5%) change in foreign currency rates. A negative number below indicates an increase in post-tax loss where RMB strengthens against HK\$, USD and EUR. For 5% (2022: 5%) weakening of RMB against HK\$, USD and EUR, there would be an equal and opposite impact on post-tax loss.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

市場風險 (續)

貨幣風險 (續)

於報告期末本集團以外幣計值的貨幣資產及貨幣負債的賬面值如下：

下表載有本集團人民幣兌港元、美元及歐元5% (2022年：5%) 變動的敏感度詳情。5% (2022年：5%) 乃管理層對外幣匯率合理的可能變動的評估。本集團於報告期末須承擔的外幣風險的敏感度分析乃按貨幣資產及負債於報告期末基於5% (2022年：5%) 外幣匯率變動作出的匯兌調整釐定。以下負數表示人民幣兌港元、美元及歐元升值情況下稅後虧損增加。就人民幣兌港元、美元及歐元貶值5% (2022年：5%) 而言，稅後虧損將會出現相等但相反的影響。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Market risk (Cont'd)

Currency risk (Cont'd)

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

市場風險 (續)

貨幣風險 (續)

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
If RMB strengthens against HK\$	倘人民幣兌港元升值	(42)	(236)
If RMB strengthens against USD	倘人民幣兌美元升值	(6,196)	(11,125)
If RMB strengthens against EUR	倘人民幣兌歐元升值	(53)	(264)

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk as the year end exposure does not reflect the exposure during the year.

Interest rate risk

The Group is exposed to fair value interest rate risk which arises from pledged bank deposits (note 21), fixed rate bank and other borrowings (note 24) and lease liabilities (note 25). The Group is exposed to cash flow interest rate risk which arises from cash and cash equivalents (note 21).

The Group currently does not have an interest rate hedging policy. However, the management monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arise.

No sensitivity analysis is presented as the interest rate risk arising from cash and cash equivalents is insignificant for both years.

管理層認為，由於年底的風險並不反映年內的風險，故此敏感度分析並不反映既有的外匯風險。

利率風險

本集團面對已抵押銀行結餘(附註21)、定息銀行及其他借款(附註24)及租賃負債(附註25)產生的公平值利率風險。本集團面對現金及現金等價物(附註21)產生的現金流量利率風險。

本集團目前並無利率對沖政策。然而，管理層會監察利率風險，並在有需要時考慮對沖重大利率風險。

由於兩個年度內現金及現金等價物產生的利率風險並不重大，故並無呈列敏感度分析。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies *(Cont'd)*

Liquidity risk

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. The management monitors the utilisation of bank borrowings and ensures compliance with loan covenants.

Banking facilities available to the Group amounting to approximately RMB442,495,000 (2022: RMB215,000,000) granted the Group for the bank borrowings, bills payables and letter of credits.

The Group relies on bank and other borrowings as a source of liquidity. As at 31 December 2023, the Group has available unutilised banking facilities of approximately RMB281,273,000 (2022: RMB119,391,000).

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

流動資金風險

於流動資金風險管理中，本集團監控及保持一定水平的現金及現金等價物，令管理層視為足以應付本集團營運所需，並足以減緩現金流量波動的影響。管理層監控銀行借款的運用及確保遵守貸款契約。

本集團已獲得銀行融資約人民幣442,495,000元（2022年：人民幣215,000,000元），用於償還本集團的銀行借款、應付票據及信用證。

本集團依賴銀行及其他借款作為流動資金來源。於2023年12月31日，本集團有可動用未用銀行融資約人民幣281,273,000元（2022年：人民幣119,391,000元）。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Financial risk management objectives and policies (Cont'd)

Liquidity risk (Cont'd)

The following table details the Group's remaining contractual maturity for its financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay.

The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curve at the end of the reporting period.

33. 財務風險管理目標及政策 (續)

財務風險管理目標及政策 (續)

流動資金風險 (續)

下表為本集團金融負債餘下合約到期日的詳情。下表乃按本集團可能需要支付的最早日期根據金融負債的未折現現金流量編製。

該表載列利息及主要現金流量。倘利息按浮動利率計算，則未折現金額按報告期末的利率曲線計算。

		Weighted average effective interest rate	Repayable on demand	0 to 30 days	31 to 60 days	61 to 90 days	91 to 180 days	181 days to 1 year	1 year to 5 years	Total undiscounted cash flows	Carrying amount at 31 December
		%	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		%	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
2023	2023年										
Trade and other payables	貿易及其他應付賬款	N/A	264,379	80,184	92,887	72,320	105,106	-	-	614,876	614,876
		不適用									
Bank and other borrowings	銀行及其他借款										
- Fixed interest rate	一定息利率	4.12	-	326	326	326	978	97,488	-	99,444	95,000
Lease liabilities	租賃負債	5.50	-	321	321	315	930	1,657	1,409	4,953	4,756
			264,379	80,831	93,534	72,961	107,014	99,145	1,409	719,273	714,632
2022	2022年										
Trade and other payables	貿易及其他應付賬款	N/A	321,139	125,656	96,281	15,329	116,752	699	-	675,856	675,856
		不適用									
Bank and other borrowings	銀行及其他借款										
- Fixed interest rate	一定息利率	3.91	-	126	126	126	377	39,245	-	40,000	38,560
Lease liabilities	租賃負債	6.00	-	333	450	333	995	1,383	2,613	6,107	5,850
			321,139	126,115	96,857	15,788	118,124	41,327	2,613	721,963	720,266

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(Cont'd)

Fair value measurements of financial instruments

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the consolidated financial statements approximate their fair values at the end of the reporting period. The fair value of financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

34. RETIREMENT BENEFITS SCHEME

In accordance with the rules and regulations in the PRC, the PRC based employees of the Group participate in various defined contribution retirement benefit plans organised by the relevant municipal and provincial governments in the PRC under which the Group and the PRC based employees are required to make monthly contributions, which are calculated as a percentage of the employees' salaries, to these plans. The Group also operates a MPF Schemes for all its qualifying employees in Hong Kong. The assets of the scheme are held separately from those of the Group, in funds under the control of trustees. Under the rule of the MPF Schemes, the employer and its employees are each required to make contributions to the scheme at rate specified in the rules.

The municipal and provincial governments undertake to assume the retirement benefit obligations of all existing and future PRC based employees' payable under the plans described above. Other than the monthly contributions, the Group has no further obligation for the payment of retirement and other post-retirement benefits of its employees.

The retirement benefits scheme contributions made by the Group amounted to RMB18,947,000 (2022: RMB21,279,000) for the year ended 31 December 2023.

33. 財務風險管理目標及政策 (續)

金融工具的公平值計量

本公司董事認為，按攤銷成本計入綜合財務報表的金融資產及金融負債的賬面值與其於報告期末的公平值相若。金融資產及金融負債的公平值按公認定價模式，根據折現現金流量分析而釐定。

34. 退休福利計劃

根據中國相關規則及法規，本集團的中國僱員須參加中國有關省及市政府組織的多項界定供款退休福利計劃，據此，本集團及其中國僱員須每月按僱員薪金的特定百分比向該等計劃供款。本集團亦為其所有合資格香港僱員設立強積金計劃。該計劃之資產與本集團資產分開，存放於受託人管理之基金。根據強積金計劃規則，僱主及其僱員須各自按規則指定之比率向計劃供款。

省及市政府承諾承擔根據上述計劃應付的全部現有及未來中國僱員的退休福利責任。除每月供款外，本集團無須進一步就其僱員承擔退休及其他退休後福利的支付責任。

截至2023年12月31日止年度，本集團作出的退休福利計劃供款為人民幣18,947,000元（2022年：人民幣21,279,000元）。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

35. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

Reconciliation of liabilities arising from financial activities for the year ended 31 December 2023 and 2022:

35. 融資活動所產生負債的對賬

下表詳述本集團融資活動所產生負債的變動，包括現金及非現金變動。融資活動產生的負債乃過往或未來現金流量將於本集團的綜合現金流量報表內分類為融資活動所產生現金流量的負債。

截至2023年及2022年12月31日止年度，融資活動所產生的負債對賬如下：

		Bank and other borrowings	Lease liabilities	Interest payable (included in other payables) 應付利息 (計入其他 應付款項)	Total liabilities from financing activities 融資活動 負債總額
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	137,277	7,063	350	144,690
Financing cash flows	融資現金流量	(98,717)	(5,699)	(4,867)	(109,283)
<i>Non-cash changes</i>	<i>非現金變動</i>				
Finance costs	財務成本	–	453	4,517	4,970
New lease entered	訂立新租賃	–	4,033	–	4,033
At 31 December 2022	於2022年12月31日	38,560	5,850	–	44,410
Financing cash flows	融資現金流量	53,327	(4,175)	–	49,152
<i>Non-cash changes</i>	<i>非現金變動</i>				
Finance costs	財務成本	3,113	166	–	3,279
New lease entered	訂立新租賃	–	2,915	–	2,915
At 31 December 2023	於2023年12月31日	95,000	4,756	–	99,756

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

36. RELATED PARTY TRANSACTIONS

(a) Related party balances and transactions

Other than as disclosed elsewhere in these consolidated financial statements, the Group has following transactions and balances with related parties.

36. 關連人士交易

(a) 關連人士結餘及交易

除該等綜合財務報表另有披露者外，本集團與關連人士的交易及結餘如下。

Relationships	關係	Nature of balances/transactions	結餘／交易性質	2023	2022
				2023年	2022年
				RMB'000	RMB'000
				人民幣千元	人民幣千元
Associates	聯營公司	Trade sales	貿易銷售	264	3,153
		Trade purchases	貿易購買	8,708	15,666
		Trade receivable	貿易應收賬款	9,069	8,768
		Prepayment	預付款項	1,627	1,627
		Trade payables	貿易應付賬款	14,363	16,906
		Contract liabilities	合約負債	161	161
		Other receivable	其他應收賬款	316	–
		Other payables (note)	其他應付賬款(附註)	722	722

Note: As at 31 December 2023 and 2022, the balances are non-trade in nature and repayable on demand.

附註：於2023年及2022年12月31日，結餘為非貿易性質，須於要求時償還。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

36. RELATED PARTY TRANSACTIONS (Cont'd)

(b) Compensation of key management personnel

The remuneration of directors and other members of key management were as follows:

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Short-term employee benefits	短期僱員福利	7,694	7,479
Retirement benefit scheme contributions	退休福利計劃供款	138	158
		7,832	7,637

The remuneration of directors and key executives is determined having regard to the performance of individuals and market trends.

The retirement benefits scheme contributions of one director were paid by SZWS for the year ended 31 December 2023 and 2022 as set in note 10.

36. 關連人士交易 (續)

(b) 主要管理人員的報酬

董事及主要管理層其他成員的薪酬如下：

	2023	2022
	2023年	2022年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Short-term employee benefits	7,694	7,479
Retirement benefit scheme contributions	138	158
	7,832	7,637

董事及主要行政人員的薪酬乃根據個人表現及市場趨勢而釐定。

如附註10所載，截至2023年及2022年12月31日止年度，深圳維先通已支付一名董事的退休福利計劃供款。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

37. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

As at the end of reporting period, the particulars of the Company's principal subsidiaries are as follows:

37. 本公司主要子公司詳情

於報告期末，本公司主要子公司詳情如下：

Name of subsidiaries 子公司名稱	Place and date of establishment/ incorporation/operation 成立／註冊／營運 地點及日期	Issued and fully paid registered capital/ share capital 已發行及繳足 註冊資本／股本 2023 & 2022 2023年及2022年	Equity interest attributable to the Group 本集團 應佔股權 2023 & 2022 2023年及2022年	Principal activities 主要業務
MOBI Jian (note i)	The PRC 23 May 2006	RMB267,000,000	100%	Production and sale of antennas and radio frequency subsystems
摩比吉安 (附註i)	中國 2006年5月23日	人民幣267,000,000元	100%	生產及銷售天線和無線電射頻子系統
MOBI Shenzhen (note ii)	The PRC 12 August 1999	RMB220,000,000	100%	Production and sale of antennas and radio frequency subsystems
摩比深圳 (附註ii)	中國 1999年8月12日	人民幣220,000,000元	100%	生產及銷售天線和無線電射頻子系統
MOBI Technologies (Xi'an) Co., Ltd. ("MOBI Xian") (note iii)	The PRC 29 April 2008	RMB120,000,000	100%	Production and sale of antennas and radio frequency subsystems
摩比科技(西安)有限公司 (「摩比西安」) (附註iii)	中國 2008年4月29日	人民幣120,000,000元	100%	生產及銷售天線和無線電射頻子系統
MOBI Technology (note iv)	The PRC 16 April 2015	RMB50,000,000	100%	Production and sale of antennas and radio frequency subsystems
摩比科技 (附註iv)	中國 2015年4月16日	人民幣50,000,000元	100%	生產及銷售天線和無線電射頻子系統
MOBI HK (note v)	Hong Kong 15 December 2010	HK\$10,000,000	100%	Trading of antennas and radio frequency subsystems
摩比香港 (附註v)	香港 2010年12月15日	10,000,000港元	100%	天線和無線電射頻子系統貿易

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

上表載列董事認為主要影響本集團業績或資產的本公司子公司。董事認為，提供其他子公司的詳情會導致篇幅過長。

Notes:

附註：

- (i) MOBI Jian is directly held by the Company and a wholly foreign-owned enterprise in the PRC.
- (ii) MOBI Shenzhen is directly held by MOBI Jian and a wholly foreign-owned enterprise in the PRC.
- (iii) MOBI Xian is directly held by MOBI Shenzhen and a wholly foreign-owned enterprise in the PRC.
- (iv) MOBI Technology is directly held by MOBI Shenzhen and a wholly foreign-owned enterprise in the PRC.
- (v) MOBI HK is directly held by the Company.

- (i) 摩比吉安由本公司及中國外商獨資企業直接持有。
- (ii) 摩比深圳由摩比吉安及中國外商獨資企業直接持有。
- (iii) 摩比西安由摩比深圳及中國外商獨資企業直接持有。
- (iv) 摩比科技由摩比深圳及中國外商獨資企業直接持有。
- (v) 摩比香港由本公司直接持有。

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

38. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

38. 本公司財務狀況報表

		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Non-current Asset	非流動資產		
Unlisted investments in subsidiaries	於子公司的非上市投資	375,761	375,761
Current Assets	流動資產		
Amounts due from subsidiaries	應收子公司款項	93,179	93,789
Cash and cash equivalents	現金及現金等價物	1,664	4,058
		94,843	97,847
Current Liabilities	流動負債		
Other payables	其他應付賬款	— *	108
Amounts due to subsidiaries	應付子公司款項	17,776	17,075
		17,776	17,183
Net Current Assets	流動資產淨額	77,067	80,664
Total Assets less Current Liabilities	總資產減流動負債	452,828	456,425
Capital and Reserves	股本及儲備		
Share capital (note 27)	股本(附註27)	6	6
Reserves	儲備	452,822	456,419
Total Equity	總權益	452,828	456,425

* Less than RMB1,000

* 少於人民幣1,000元

Notes to the Consolidated Financial Statements

綜合財務報表附註

For the Year Ended 31 December 2023

截至2023年12月31日止年度

38. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (Cont'd)

Movement in reserves

38. 本公司財務狀況報表(續)

儲備變動

		Share premium 股份溢價 RMB'000 人民幣千元	Share option reserve 購股權儲備 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	403,442	22,795	27,814	454,051
Profit and the total comprehensive income for the year	年度收益及全面收入總額	–	–	3,258	3,258
Transfer of share option reserve upon forfeiture of share options	於沒收購股權時轉撥購股權儲備	–	(1,829)	1,829	–
Repurchase and cancellation of shares	股份購回及註銷	(476)	–	–	(476)
Repurchase of shares	股份購回	(414)	–	–	(414)
At 31 December 2022	於2022年12月31日	402,552	20,966	32,901	456,419
Loss and the total comprehensive expense for the year	年度虧損及全面開支總額	–	–	(2,350)	(2,350)
Transfer of share option reserve upon forfeiture/expiration of share options	於沒收購股權/購股權到期時轉撥購股權儲備	–	(9,253)	9,253	–
Repurchase and cancellation of shares	股份購回及註銷	(593)	–	–	(593)
Repurchase of shares	股份購回	(654)	–	–	(654)
At 31 December 2023	於2023年12月31日	401,305	11,713	39,804	452,822

MOBI 摩比
MOBI Development Co., Ltd.
摩比發展有限公司

www.mobi-antenna.com

摩比發展有限公司
MOBI Development Co., Ltd.

Add 地址 : 中國廣東省深圳市南山區科技園朗山一路七號摩比大廈
MOBI Building, 7 Langshan First Road, Science and Technology Park,
Nanshan District, Shenzhen, Guangdong Province, PRC

Tel 電話 : 86-755-86186100

E-Mail 電郵 : public@mobi-antenna.com

Website 網址 : www.mobi-antenna.com

P.C 郵編 : 518057