易点云
Edianyun.com

易點雲有限公司
Edianyun Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 2416

2024
ANNUAL REPORT

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CORPORATE INFORMATION

Executive Directors

Dr. Ji Pengcheng
(Chairman and Chief Executive Officer)
Mr. Zhang Bin
Mr. He Liang *(appointed on May 24, 2024)*
Mr. Tong Jian *(appointed on July 17, 2024)*
Mr. Xiang Zheng *(resigned on January 12, 2024)*
Mr. Xiang Wang *(resigned on July 17, 2024)*

Independent Non-executive Directors

Mr. Hong Weili
Mr. Song Shiji
Mr. Wang Jingbo
Ms. Li Dan

Audit Committee

Mr. Wang Jingbo *(Chairman)*
Mr. Hong Weili
Ms. Li Dan

Nomination Committee

Dr. Ji Pengcheng *(Chairman)*
Mr. Wang Jingbo
Mr. Hong Weili

Remuneration Committee

Mr. Wang Jingbo *(Chairman)*
Dr. Ji Pengcheng
Mr. Hong Weili

Joint Company Secretaries

Mr. He Liang *(appointed on February 18, 2025)*
Mr. Dou Sen *(resigned on February 18, 2025)*
Ms. Chu Cheuk Ting

Authorised Representatives

Ms. Chu Cheuk Ting
Mr. He Liang *(appointed on May 24, 2024)*
Mr. Xiang Zheng *(resigned on January 12, 2024)*

Head Office and Principal Place of Business in PRC

Edianyun Building
No. 41 Xixiaokou Road
Haidian District
Beijing
PRC

Principal Place of Business in Hong Kong

31/F, Tower Two
Times Square, 1 Matheson Street
Causeway Bay
Hong Kong

Registered Office

Suite #4-210, Governors Square
23 Lime Tree Bay Avenue
PO Box 32311
Grand Cayman KY1-1209
Cayman Islands

Auditor

Deloitte Touche Tohmatsu
Certified Public Accountants
Registered Public Interest Entity Auditors
35/F, One Pacific Place
88 Queensway
Hong Kong

Legal Advisors

As to Hong Kong law:
Clifford Chance
27/F, Jardine House, One Connaught Place
Hong Kong

As to Cayman Islands law:
Harney Westwood & Riegels
3501, The Centre
99 Queen's Road Central
Hong Kong

Compliance Adviser

Fortune Financial Capital Limited
Units No. 4102-06, 41/F, COSCO Tower
183 Queen's Road Central
Hong Kong

Cayman Islands Principal Share Registrar and Transfer Office

Maples Fund Services (Cayman) Limited
PO Box 1093
Boundary Hall
Cricket Square
Grand Cayman, KY1-1102, Cayman Islands

Hong Kong Share Registrar

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

Principal Banks

China Merchants Bank Co., Ltd.,
Beijing Tsinghua Garden Branch
Ziguang Building
No. 1 Yard Zhongguancun East Road
Haidian District, Beijing, PRC

China Merchants Bank Co., Ltd.,
Beijing Shangdi Sub-branch
Ground floor, Block B, No. 2 Building
No. 1 Yard Nongda South Road
Haidian District, Beijing, PRC

Bank of China (Hong Kong) Limited
Bank of China Tower
1 Garden Road
Hong Kong

Stock Code

Stock code: 2416

Company's Website

https://edianyun.com/

Listing Date

May 25, 2023

FINANCIAL HIGHLIGHTS

	For the year ended December 31,		
	2024	2023	Change (%)
	(RMB in thousands, except for percentages)		
Revenue	**1,356,885**	1,270,741	6.8
Cost of sales	**(800,328)**	(718,393)	11.4
Gross profit	**556,557**	552,348	0.8
Profit (loss) before tax	**77,725**	(902,384)	-108.6
Adjusted net profit*	**80,169**	15,213	427.0
Adjusted EBITDA*	**676,288**	566,336	19.4

* To supplement our consolidated financial statements that are presented in accordance with IFRS, we also use adjusted net profit/(loss) (non-IFRS measure) and adjusted EBITDA (non-IFRS measure) as additional financial measures, which are not required by, or presented in accordance with, IFRS. We define adjusted net profit/(loss) for the year (non-IFRS measure) as net profit/(loss) for the year adjusted by adding back (i) share-based payment expense; (ii) fair value changes on financial liabilities at fair value through profit or loss; and (iii) listing expenses. We define EBITDA as the net loss for the year after adding back (i) net finance costs; (ii) income tax expense/(credit); (iii) depreciation; and (iv) amortisation. We added back share-based payment expense, changes in fair value of financial liabilities at fair value through profit or loss and listing expenses to EBITDA to arrive at the adjusted EBITDA (non-IFRS measure). We believe that these measures provide useful information to investors and others in understanding and evaluating our consolidated results of operations in the same manner as they help our management. However, our presentation of adjusted net profit/(loss) (non-IFRS measure) and adjusted EBITDA (non-IFRS measure) may not be comparable to similarly titled measures presented by other companies. The use of such non-IFRS measures has limitations as an analytical tool, and you should not consider them in isolation from, or as substitute for analysis of, our results of operations or financial condition as reported under IFRS.

FIVE YEARS FINANCIAL SUMMARY

Results

	For the year ended December 31,				
	2024	2023	2022	2021	2020
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Revenue	**1,356,885**	1,270,741	1,371,889	1,183,749	813,148
Gross profit	**556,557**	552,348	626,543	565,222	337,045
Profit (loss) for the year	**64,724**	(900,637)	(611,607)	(348,245)	(88,444)
Adjusted net profit (loss)	**80,169**	15,213	135,189	93,481	(44,524)

Assets and liabilities

	For the year ended December 31,				
	2024	2023	2022	2021	2020
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Total assets	**3,513,815**	3,311,874	3,037,593	3,110,260	2,509,919
Total liabilities	**2,278,065**	2,079,887	4,947,941	4,425,510	3,485,847
Total equity (deficit)	**1,235,750**	1,231,987	(1,910,348)	(1,315,250)	(975,928)

I. BUSINESS REVIEW

In 2024, leveraging on its excellent foresight and innovative spirit, the Group is committed to deeply optimising office IT service solution systems for customers. We are determined to become the preferred and go-to strategic partner for enterprises to enhance IT productivity and efficiency. We distinguish ourselves from our competitors by offering reliable and flexible office IT service packs with one-stop office IT solutions that deliver IT devices installed with systems and software as well as managed IT services. We enjoy a number of competitive advantages over traditional device rental service providers, primarily in that:

(i) Reliability: as the largest office IT integrated solution provider in China, we assume full responsibility to ensure the functionality, provision of services and maintenance of office IT devices for our customers. Thanks to the leading and nationwide ultra high-speed service network, we provide 24/7, non-stop and uninterrupted IT support and assistance to our customers. In addition, we ensure all of our services provided meet the highest standards in the industry through stringent internal and external quality control standards to enhance customer experience comprehensively;

(ii) Flexibility: we adopt a pay-as-you-go subscription approach where our customers can flexibly switch devices according to their needs without having to purchase devices, effectively avoiding the disadvantages of the challenge in recovering the residual value of devices under traditional models, and substantially facilitating efficient capital flow and vigorous business development of our customers;

(iii) One-stop services: we provide our customers with one-stop office IT solutions, which provide our customers with a wide range of technical support for their continuous operation and help them to avoid the trouble of their engagement with multiple office IT suppliers. Through this one-stop, stable and flexible service, we help our customers maximise office IT systems uptime, significantly save operating costs and improve employee productivity notably so as to drive rapid business growth and continuous expansion, striving to become a strong pillar supporting our customers to succeed in business.

As of December 31, 2024, the Group had 51,024 active customers, representing a year-on-year increase of 9.1%. We also maintained a high customer retention rate, which was slightly improved as compared with the same period last year. In 2024, we continued to make efforts in digital transformation and environmental, social and corporate governance (the "**ESG**") practice and were widely recognized. We won the "2024 Green Manufacturing Exemplary Award (2024綠色智造典範獎)" at the "2024 International Zero Carbon Festival and ESG Summit (2024國際零碳節暨ESG峰會)", the "Golden Lion Outstanding Environmental Responsibility Case of the Year ("金獅"年度優秀環境責任案例)" in the first collection of excellent practice cases of high-quality development organised by CFBond.com, and our self-developed remanufacturing technology won the "Top 20 Global Intelligent Frontier Technology Achievements (全球智能前沿科技領域科技成果TOP20)" at the "World Intelligence Industry Expo 2024 (2024 世界智能產業博覽會)", and the "20th Craftsmanship Technology Award (第二十屆匠心技術獎)" from People.cn, and our employer branding has continued to gain momentum and widespread recognition, with the "2024 China Preferred Employer of the Year (2024中國年度優選僱主)" awarded by Zhilian Zhaopin (智聯招聘), and the "King's Ark Award for Employer Cherishing Talents the Most (王者之舟–最愛人才僱主獎)" issued by BOSS Zhipin (BOSS直聘).

We primarily provide one-stop office IT services on a subscription basis to enterprise customers consisting mainly of small and medium-sized enterprises. In 2024, we have mainly generated revenue from pay-as-you-go office IT integrated solutions, sales of devices, and SaaS and other services.

- **Pay-as-you-go office IT integrated solutions:** We provide our office IT integrated solutions primarily via the pay-as-you-go subscription method. The pay-as-you-go subscription method is a flexible arrangement through which we provide hardware and handle device configuration, device/engineer deployment, operation and maintenance support, performance optimization and device management services, such as order placement, subscription management, on-site inspection and bulk shipment of the devices, all under one service pack while customers can subscribe and unsubscribe to the office IT service flexibly based on their evolving needs.

- **Sales of devices:** In addition to our pay-as-you-go office IT integrated solutions, we offer customers the opportunity to purchase our devices in response to certain customers' needs. Customers can purchase the devices in installments, and the ownership of the devices are transferred to the customers when the devices are delivered to customers. Existing subscribing customers can also initiate the requests to us to purchase our devices directly. In addition, we may sell pre-owned devices at commercially favorable prices to optimize our device portfolio and supplement our revenue streams.

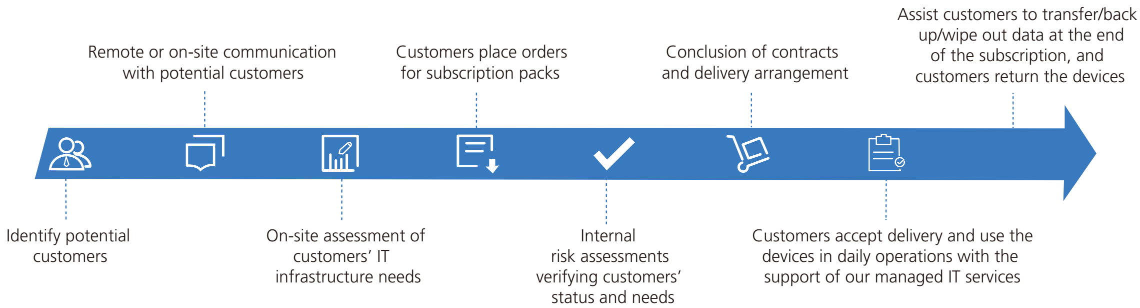
- **SaaS and other services:** We developed our SaaS product to meet customers' various digitalization needs. Our SaaS product, Epandian, is designed to help enterprise customers manage their assets and inventories from asset procurement and storage to usage and disposal for an annual subscription fee. Epandian allows customers to visualize and streamline assets and inventories operations and enables customers to track and manage portfolios of assets and inventories with transparency.

In particular, focusing on customers' IT experience, we provide office IT integrated solutions, covering (a) IT devices, such as desktops, laptops and monitors, pre-installed with operating systems, selected software including, but not limited to, office suite, drivers, anti-virus programs, instant messengers and our self-developed office IT management tools such as printer autoconfiguration programs; and (b) managed IT services, including device configuration, device/engineer deployment, operation and maintenance support, performance optimization, data migration, back-up and erasing, and various device management services, such as order placement, subscription management, on-site inspection and bulk shipment of the devices, to address our customers' needs through all stages of the use of the devices. We have also developed a SaaS product, Epandian, to meet customers' digitalization needs.

Leveraging our fastest and nationwide service capability in China, our self-developed system named "Nebula" and industry-leading remanufacturing technology, we provide one-stop, stable and flexible services to help our customers maximize office IT uptime, improve efficiency, enhance employee productivity and drive business growth. Differentiated from device repair and replacement/maintenance process, our remanufacturing process involves precise identification of the cause of the malfunction, and repair of only the faulty unit as necessary, reconditioning a device to at least its original performance specifications and default configurations and extending the device's service life. For example, we might replace only the broken LED component on a laptop screen, which is more cost-efficient than traditional refurbishment method, which typically replaces the defective screen as a whole. Furthermore, to improve our operational efficiency, we have developed the Nebula system, containing a collection of internal management functions such as visualization for devices, capacity planning, customer relationship management, and service capability, connecting our operations from front-end to backend. As of December 31, 2024, we had approximately 51,024 active enterprise customers and approximately 1.374 million devices under service.

Our Business Flows

Business flow of our office IT integrated solutions



The operational process of our office IT integrated solutions includes the following steps: (i) our salespeople identify potential customers; (ii) we communicate with potential customers through our sales team either remotely or through on-site visits; (iii) we conduct on-site assessment of customers' needs for IT devices installed with systems and software through our sales team, customer success team, and engineers; (iv) customers place orders for subscription packs with subscription term on a monthly basis, usually ranging from one month to three years; (v) we conduct internal risk assessments verifying a customer' status and needs; (vi) we sign contracts with customers and arrange delivery of the devices; (vii) customers inspect and accept delivery; (viii) customers use the devices during daily operations with the support of our managed IT services; and (ix) customers return the devices at the end of the subscription and we offer on-site return services to those customers who have a large number of devices under subscription, from on-site device inspection to bulk shipment. Such services are included in our subscription packs and we do not charge customers based on different elements of our services.

We provide an array of IT hardware and devices for the use of our customers' employees at work, such as desktops, laptops and monitors, under our subscription packs. Most of the IT hardware and devices provided are owned by us. We purchase new IT hardware and devices from third parties such as personal computer and other hardware brands or distributors and in turn offer both brand new devices and used devices to our customers as part of the subscription package. We also provide a portion of leased-in devices which we acquire from third parties through finance leasing arrangements. As of December 31, 2024, the net carrying amount of our self-owned devices amounted to RMB1,505.7 million, and the net carrying amount of our leased-in rental computer devices amounted to RMB600.9 million.

Business flow of our sales of devices

We offer customers the opportunity to purchase our devices. The operational process for sales of our devices includes the following steps: (i) our existing subscribing customers initiate the requests to our salespeople or customer success team to buy out their devices in-use, or new or existing customers initiate the requests to our salespeople or customer success team to purchase our devices directly; (ii) we sign contracts with customers; (iii) for customers who are not buying out the devices already in their possession, we arrange delivery of the devices and customers inspect and accept delivery; and (iv) customers who purchase in installments use the devices during daily operation with the support of our managed IT services.

In addition, we also sell pre-owned devices at commercially favorable prices. The operational process for sales of our devices includes the following steps: (i) we first sort our surplus devices into different categories, such as laptops, desktops, and device components; (ii) we conduct open bidding to downstream customers; (iii) after sufficient bidding, the customers which wins the bids are finally identified; and (iv) we sign contracts with the customers and arrange delivery of the devices.

Business flow of our SaaS and other services

The operational process of our SaaS includes the following steps: (i) our salespeople identify potential customers; (ii) we communicate with potential customers through our sales team either remotely or through on-site visits; (iii) we sign contracts with customers; and (iv) we provide product knowledge training sessions to the subscribing customers.

Disclosure of Key Operating Data

The following tables set forth certain of our key operating metrics for the periods specified:

	As at December 31, 2024	As at December 31, 2023
Number of active customers[1]	51,024	46,789
– Number of subscribing customers	50,180	45,757
– Number of non-subscribing customers who purchased device(s) in installments[2]	844	1,032
Number of core customers[3]	27,529	23,777
Number of SaaS customers	2,164	2,127
Number of devices under service	1,374,200	1,204,876
– Number of devices under subscription	1,352,687	1,187,518
– Number of devices under installment purchase	21,513	17,358
Average monthly subscription fee per subscribing customer[4]	1,973	2,032
Average number of devices under subscription per subscribing customer[5]	27.0	26.0
Number of devices sold[6]	123,908	131,672
– Number of additional devices sold under installments	19,504	15,676
– Number of devices sold under buyout of subscribing customer	24,123	25,191
– Number of pre-owned devices disposed of through auction	80,281	90,805
Net dollar retention rate[7]	93.1%	86.1%
Net dollar retention rate for pay-as-you-go office IT integrated solutions[7]	93.4%	86.6%

Notes:

(1) The number of active customers as of the end of a month is calculated as the number of customers who have made payments during the month, substantially all of whom are customers of our pay-as-you-go office IT integrated solutions.

(2) The number of non-subscribing customers who purchased devices in installments represents non-subscribing customers who had purchased our devices in installments and had not completed full payments as of December 31, 2023 and December 31, 2024.

(3) Core customers represent high-quality clients who have a workforce of approximately 50 or more employees. This strategy of defining and focusing on core customers has been implemented in the second half of 2022.

(4) The average monthly subscription fee per subscribing customer is calculated by dividing our revenue from pay as-you-go office IT integrated solutions in the respective period by the number of subscribing customers in the respective period and then by the number of months. The average monthly subscription fee per subscribing customer as of December 31, 2024 was lower than that of the same period, primarily due to the selection for solutions at a lower price in response to the challenging economic conditions where small and medium-sized enterprises (SMEs) have encountered operational pressures.

(5) Average number of devices under subscription per subscribing customer is calculated by dividing the number of devices under subscription at the end of the period by the number of subscribing customers at the end of the period.

(6) In addition to our pay-as-you-go office IT integrated solutions, we offer customers the opportunity to purchase our devices in response to certain customers' needs. We sell devices in three ways: (i) new devices for customers purchasing in installments; (ii) pre-owned devices for customers under the subscription pack who are willing to buy out the devices; and (iii) pre-owned devices that we dispose of through auction. During the Reporting Period, most of devices we sold were pre-owned devices.

(7) Net dollar retention rate is a metric used to measure a company's customer retention. It compares the amount of revenue that a company brings in a given period from the previous period's existing clients. We calculate net dollar retention rate in a given 12-month period by dividing the revenue in a given 12-month period generated from customers retained from the previous 12-month period with revenue in the previous 12-month period generated from customers in the previous 12-month period.

We have the ability to optimize our device portfolio by disposing of devices at commercially favorable prices, which in turn lowers the volume of idle devices and increases our device utilization rate and operational efficiency. In 2024, we implemented comprehensive inventory management measures and achieved a utilization rate of our devices, being approximately 90%. We closely monitor the changes in inventory levels to ensure smooth operations with low inventories. In addition, we dynamically adjust our inventory of different types of devices and components, and determine local inventory levels based on the actual needs of our customers in that region.

Increase in the number of customers and improvement in the quality of new customers

In 2024, the number of our active customers increased to 51,024, representing a year-on-year increase 9.1% as compared to 46,789 in 2023. Such growth was driven by (i) our improved service efficiency, diversified product offerings and deepening penetration into office IT service scenarios, such as development of self-service office IT management tools, including automated network diagnostic softwares, automatic printer installation tools and smart technical support tools; and (ii) our adoption of a more effective sales strategy, which helped us to acquire better quality customers.

We leveraged our well-established reputation and extensive sales network to further expand our customer base. We continue to develop our sales network to better acquire quality customers across the country and to increase market penetration and improve the quality of potential customers. In 2024, the number of our core customers grew to 27,529, representing an increase of 15.8% from 23,777 in 2023, while the percentage of our core customers' devices under service increased from 85.0% in 2023 to 86.6% in 2024.

With the increase in customer volume and quality, by the end of 2024, the number of devices under service exceeded 1.37 million. As customer density rose, our engineers continued to optimise their service efficiency, leading to improvements in both service rate and service quality. As a result, we have been able to better serve our customers and establish stronger customer relationships, with net dollar retention rate increasing from 86.1% for the year ended December 31, 2023 to 93.1% for the year ended December 31, 2024.

Optimisation of financing costs and improvement of financing term

In 2024, we achieved a decrease in financing costs and an extension of financing term. Our average financing cost ratio (finance costs for the year divided by the average of the beginning and ending balance of interest-bearing liabilities) decreased from 8.1% for the year ended December 31, 2023 to 6.2% for the year ended December 31, 2024. In addition, the listing on the Main Board of the Stock Exchange also facilitates us in obtaining more favourable terms for financing terms. In 2024, the weighted average term of our newly signed financing contracts for procurement was approximately 36.3 months, representing an increase of approximately 2.4 months as compared to approximately 33.9 months in 2023. Benefiting from more favourable financing terms, we replaced a portion of our short-term liabilities with long-term liabilities, resulting in a more robust and balanced maturity structure.

II. OUTLOOK

Office IT equipment is a rigid demand for most enterprises and has a relatively stable replacement cycle. As a leading office IT integrated solution provider in China, the Group will continue to dedicate itself to its mission and vision of making office IT easier while focusing on enhancing product capabilities. In 2024, we launched our IT device, Edianyun AI01 all-in-one machine, that is more suitable for small and medium-sized enterprises to work in the office. This product has a simple appearance and leading performance. It is fully self-developed by the Group and meets the office IT needs of ordinary positions in small and medium-sized enterprises at a significantly reduced monthly subscription fee. In the first half of 2025, the Group officially launched the self-developed Deepseek all-in-one machine. Based on domestically produced hardware, this product integrates efficient computing power, open source large-scale models and software with excellent performance and controllable security. It can be deployed rapidly and provide full-stack AI capabilities for multiple industries such as finance and medical care, helping enterprises to quickly build intelligent applications. In the future, the Group will continue to explore new product directions, continuously optimise and improve our products to ensure that we are always in the leading position in the industry.

Meanwhile, we will further expand the sales team, strengthen the operation of the sales team, recruit and train excellent sales talents, and continuously step up efforts in the professional quality of the sales team to ensure that we can better meet customer needs and improve customer satisfaction. We will also adopt intelligent sales efficiency strategies and apply AI-based business analysis to further optimise sales processes and strategies and improve sales efficiency and effectiveness.

Remanufacturing capability is one of the Group's core competencies. We have been exploring and have recently made breakthroughs in the fields of technology and automation, among which an independently developed keyboard inspection robot will soon be put into operation, which will significantly optimize the inspection efficiency and improve the yield rate of keyboards. In the future, we will continue to increase investment and enhance research and development to further boost our remanufacturing digitalization capabilities and reduce average unit costs of remanufacturing, in order to provide our customers with a higher quality equipment experience.

Our core business inherently possesses ESG features. For example, our remanufacturing technology extends the service lives of devices and promotes reuse, not only reducing waste and carbon emissions, but also saving on material and energy costs. With the continuous improvement of our main business, we will continue to have a lasting and positive ESG impact on our customers, partners and the wider community.

In addition, we will further develop new AI-related businesses and continue to actively explore this field. We have self-developed and launched a top-of-the-line AI PC that supports local deployment of DeepSeek in the first half of 2025, and have fully integrated DeepSeek into our AI product "Yizhihui" (易智匯). In the future, we will continue to explore in the field of AI. Leveraging on over 50,000 and more potential small and medium-sized enterprises customers deeply connected to our main business of office IT subscription, we will help small and medium-sized enterprises build up their own AI capabilities and serve a broader enterprise service market.

Material Events after the Reporting Period

Save as disclosed in this annual report, there have been no events subsequent to the Reporting Period and up to the Latest Practicable Date which may have a material impact on the Group.

III. FINANCIAL ANALYSIS

Revenue

For the year ended December 31, 2024, the Group's revenue was derived from three business areas, namely (i) pay-as-you-go office IT integrated solutions; (ii) sales of devices; and (iii) SaaS and other services.

For the year ended December 31, 2024, the Group's revenue amounted to RMB1,356.9 million, representing an increase of 6.8% as compared with RMB1,270.7 million for the year ended December 31, 2023, which was primarily due to the increase in revenue from the sales of pay-as-you-go office IT integrated solutions and devices attributed by the increase of operations scale.

The following table sets forth a breakdown of the revenue of the Group by segment for the periods indicated:

	For the year ended December 31,			
	2024		2023	
	RMB'000	**%**	RMB'000	%
Pay-as-you-go office IT integrated solutions	**1,188,181**	**87.6%**	1,115,679	87.8%
Sales of devices	**157,620**	**11.6%**	138,470	10.9%
SaaS and other services	**11,084**	**0.8%**	16,592	1.3%
	1,356,885	**100.0%**	1,270,741	100.0%

Pay-as-you-go office IT integrated solutions

For the year ended December 31, 2024, the Group's revenue from pay-as-you-go office IT integrated solutions amounted to RMB1,188.2 million, representing an increase of 6.5% as compared with RMB1,115.7 million for the year ended December 31, 2023, which was primarily due to the launch of our self-developed IT device, Edianyun AI01 all-in-one machine, according to the market conditions to meet the needs of small and medium-sized enterprises for cost reduction and efficiency enhancement, which drove the growth of revenue.

Sales of devices

For the year ended December 31, 2024, the Group's revenue from sales of devices amounted to RMB157.6 million, representing an increase of 13.8% as compared with RMB138.5 million for the year ended December 31, 2023, which was mainly attributable to the increase in the number of devices sold over the same period.

SaaS and other services

For the year ended December 31, 2024, the Group's revenue from SaaS and other services amounted to RMB11.1 million, representing a decrease of 33.1% as compared with RMB16.6 million for the year ended December 31, 2023, which was mainly attributable to the decrease in income from system development and external maintenance services.

Cost of Sales

Our cost of sales represents costs incurred directly in the pay-as-you-go office IT integrated solutions, sales of devices and SaaS and other services. The cost of pay-as-you-go office IT integrated solutions consists primarily of depreciation costs of devices, staff and other costs related to maintenance, risk control and operation. The cost of sales for our sales of devices mainly represents the residual value of the devices. The cost of sales for our SaaS and other services is primarily staff costs for maintenance and operation.

For the year ended December 31, 2024, the Group's cost of sales amounted to RMB800.3 million, representing an increase of 11.4% as compared with RMB718.4 million for the year ended December 31, 2023, which was mainly attributable to the increase in the cost of sales for pay-as-you-go office IT integrated solutions and the decrease in the cost of sales for sales of devices.

The following table sets forth a breakdown of the cost of sales of the Group by segment for the periods indicated:

	For the year ended December 31,			
	2024		2023	
	RMB'000	**%**	RMB'000	%
Pay-as-you-go office IT integrated solutions	**635,625**	**79.4%**	562,227	78.3%
Sales of devices	**160,892**	**20.1%**	153,900	21.4%
SaaS and other services	**3,811**	**0.5%**	2,266	0.3%
	800,328	**100.0%**	718,393	100.0%

Pay-as-you-go office IT integrated solutions

For the year ended December 31, 2024, the Group's cost of sales for pay-as-you-go office IT integrated solutions amounted to RMB635.6 million, representing an increase of 13.1% as compared with RMB562.2 million for the year ended December 31, 2023, which was primarily due to the increase in depreciation costs as a result of the increase in the number of devices.

Sales of devices

For the year ended December 31, 2024, the Group's cost of sales for sales of devices amounted to RMB160.9 million, representing an increase of 4.5% from RMB153.9 million for the year ended December 31, 2023, which was primarily due to the increase in sales of devices over the same period.

Gross profit and gross profit margin

As a result of the foregoing, the Group's gross profit increased by 0.8% from RMB552.3 million for the year ended December 31, 2023 to RMB556.6 million for the year ended December 31, 2024. Gross profit margin is calculated based on gross profit divided by revenue. For the years ended December 31, 2024 and December 31, 2023, the gross profit margin of the Group was 41.0% and 43.5%, respectively.

The following table sets out a breakdown of the gross profit (loss) and gross profit (loss) margin of the Group by segment for the periods indicated:

	For the year ended December 31,			
	2024		2023	
	Gross profit (loss)	**Gross profit (loss) margin**	Gross profit (loss)	Gross profit (loss) margin
	RMB'000	**%**	RMB'000	%
Pay-as-you-go office IT integrated solutions	**552,556**	**46.5%**	553,452	49.6%
Sales of devices	**(3,272)**	**(2.1%)**	(15,430)	(11.1%)
SaaS and other services	**7,273**	**65.6%**	14,326	86.3%
Total gross profit/Overall gross profit margin	**556,557**	**41.0%**	552,348	43.5%

Pay-as-you-go office IT integrated solutions

For the year ended December 31, 2024, the gross profit of the Group's pay-as-you-go office IT integrated solutions was RMB552.6 million, representing a decrease of 0.2% as compared with RMB553.5 million for the year ended December 31, 2023, and the gross profit margin decreased from 49.6% for the year ended December 31, 2023 to 46.5% for the year ended December 31, 2024, which was primarily due to the combined effects of lower revenue per unit and higher depreciation costs resulting from the increase in the number of devices in order to meet the demand of small and medium-sized enterprises for cost reduction and efficiency enhancement.

Sales of devices

The Group's gross profit on sales of devices decreased from a loss of RMB15.4 million for the year ended December 31, 2023 to a loss of RMB3.3 million for the year ended December 31, 2024, representing a decrease in loss of 78.6%, and the loss ratio decreased from 11.1% for the year ended December 31, 2023 to 2.1% for the year ended December 31, 2024, which was primarily due to the Company's arranged sales strategies and categories adjustments in accordance with market conditions, resulting in a decrease in the loss ratio.

General and Administrative Expenses

The general and administrative expenses of the Group mainly comprise employee salary and benefit expenses and office and miscellaneous expenses. For the year ended December 31, 2024, the Group's general and administrative expenses amounted to RMB128.9 million, representing a decrease of 2.8% as compared with RMB132.6 million for the year ended December 31, 2023, which was primarily due to the decrease in staff salaries and rental expenditure in 2024.

Other Income

Other income of the Group primarily consists of: (i) interest income from banks and trade receivable; (ii) government grants which mainly represent subsidies received from local governments in Beijing and Wuhan, for encouraging and rewarding innovative enterprises; (iii) compensation income representing device damage compensation paid by our customers; and (iv) additional VAT input deduction that were recognised in profit or loss due to the VAT reform.

For the year ended December 31, 2024, the Group's other income amounted to RMB23.4 million, representing a decrease of 26.2% as compared with RMB31.7 million for the year ended December 31, 2023, which was primarily due to changes in tax incentives policies and ineligibility for additional input VAT deductions.

Other Gains and Losses

Our other gains and losses primarily consist of: (i) fair value changes of financial assets at FVTPL in connection with financial assets we purchased; (ii) loss on written-off of rental computer devices; and (iii) foreign exchange gains and losses.

For the year ended December 31, 2024, the net gain of the Group amounted to RMB1.6 million, representing an increase of 106.3% as compared with the net loss of RMB25.6 million for the year ended December 31, 2023, which was primarily due to (i) the changes in the fair value of financial products; (ii) the reduction in loss on write-off of leased computer equipment as a result of the Company's enhanced risk control measures.

Loss on Changes in Fair Value of Financial Liabilities at FVTPL

The Group's financial liabilities at FVTPL mainly refer to the preferred shares issued by the Group to investors through share subscription agreements. For the year ended December 31, 2024, the Group did not record any loss on fair value changes on financial liabilities at FVTPL, representing an increase of RMB888.0 million as compared with RMB888.0 million for the year ended December 31, 2023, mainly due to, in May 2023, upon the listing of the Group on the Main Board of the Stock Exchange, all preference shares held by investors were converted into Ordinary Shares.

Impairment Losses under ECL, Net of Reversal

For the year ended December 31, 2024, the Group's impairment loss under ECL, net of reversal, was RMB25.7 million, representing a decrease of RMB15.1 million from RMB40.8 million for the year ended December 31, 2023, primarily due to our strengthened risk control measures which reduce the amount of long-term trade receivables and alleviate the credit risk we are exposed to.

Finance Costs

Our finance costs primarily consist of: (i) interest on interest-bearing loans from banks and other borrowings; (ii) interest on lease liabilities for the leased-in computer devices, buildings and warehouses we leased; and (iii) interest on bond payable.

For the year ended December 31, 2024, the Group's finance costs amounted to RMB122.6 million, representing a decrease of RMB21.8 million as compared with RMB144.4 million for the year ended December 31, 2023, primarily due to the decrease in the Group's average finance cost ratio (finance cost for the period divided by the average of the opening and closing balances of interest-bearing liabilities) from 8.1% for the year ended December 31, 2023 to 6.2% for the year ended December 31, 2024, as the Company's market size and overall competitiveness increased, with a preference for less costly sources of financing.

In addition, being listed on the Main Board of the Stock Exchange will also help us obtain more favorable terms of finance terms. According to statistics, in 2024, the weighted average term of our newly signed finance contracts for procurement was approximately 36.3 months, representing an increase of 2.4 months as compared with 33.9 months in 2023.

Income Tax Expense (Credit)

The Group's income tax expense for the year ended December 31, 2024 amounted to RMB13.0 million and the income tax credit for the year ended December 31, 2023 amounted to RMB1.7 million. The income tax expense recorded during the Reporting Period was mainly attributable to the deferred tax recognized by the Group.

Profit (loss) and total comprehensive income (expense) for the year

As a result of the foregoing, the Group's profit amounted to RMB64.7 million for the year ended December 31, 2024, representing an increase of RMB965.3 million from a loss of RMB900.6 million for the year ended December 31, 2023.

Adjusted Profits (non-IFRS measure)

The following table sets forth the reconciliation of adjusted net profits for the year (non-IFRS measure) to the most directly comparable financial measure (loss for the year) calculated and presented in accordance with IFRS Accounting Standards for the years indicated:

	For the year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Profit (loss) and total comprehensive income (expense) for the year	**64,724**	(900,637)
Add:		
Share-based payment expenses	**15,445**	14,637
Loss on changes in fair value of financial liabilities at FVTPL	**–**	887,983
Listing expenses	**–**	13,230
Adjusted net profit for the year (non-IFRS measure)	**80,169**	15,213

EBITDA and Adjusted EBITDA (non-IFRS measure)

We define EBITDA (non-IFRS measure) as profit (loss) and total comprehensive income (expense) for the year by adding back (i) net finance costs; (ii) income tax expense; (iii) depreciation; and (iv) amortization. We add back share-based payment expenses, fair value changes of financial liabilities at FVTPL and listing expenses to EBITDA to derive adjusted EBITDA (non-IFRS measure). The following table sets out EBITDA and adjusted EBITDA (non-IFRS measures) and a reconciliation from loss for the years to EBITDA and adjusted EBITDA (non-IFRS measures) for the years indicated:

	For the year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Profit (loss) and total comprehensive income (expense) for the year	**64,724**	(900,637)
Add:		
Net finance costs	**116,074**	134,897
Income tax expense (credit)	**13,001**	(1,747)
Depreciation	**482,051**	417,564
Amortization	**438**	409
EBITDA (non-IFRS measure)	**676,288**	(349,514)
Add:		
Share-based payment expenses	**15,445**	14,637
Loss on changes in fair value of financial liabilities at FVTPL	**–**	887,983
Listing expenses	**–**	13,230
Adjusted EBITDA (non-IFRS measure)	**691,733**	566,336

Capital Management, Funding and Financial Policies

The Group's main objectives when managing capital are to maintain the Group's ability to continue as a going concern in order to provide returns for Shareholders and benefits for other stakeholders and to maintain an optimal capital structure to enhance value of the Company's shares in the long term. The management of the Group reviews the capital structure regularly. As part of this review, the management of the Group considers and adjusts the cost of capital and the risks associated with each class of capital. In order to maintain or adjust the capital structure, the Group may issue new shares, issue bonds and raise bank and other borrowings.

The Group adopts prudent funding and financial policies and strives to maintain sufficient cash flow to support business expansion, capital expenditure and general working capital requirements. The Group may raise bank and other borrowings according to its operating conditions and procurement plans. In addition, there are no major seasonal borrowing requirements.

Cash Position

As at December 31, 2024, the Group's cash and cash equivalents increased by RMB66.3 million from RMB490.4 million as of December 31, 2023 to RMB556.7 million. The Group's cash and cash equivalents are mainly denominated in RMB, Hong Kong dollar ("**HKD**") and USD.

For the year ended December 31, 2024, we recorded a net cash inflow from operating activities of RMB391.5 million, net cash inflow from investing activities of RMB11.3 million, and net cash outflow from financing activities of RMB338.1 million.

Borrowings

The Group's borrowings refer to borrowings and other loans. For the year ended December 31, 2024, the balance of the Group's borrowings amounted to RMB1,616.8 million, of which approximately RMB936.9 million was due within one year, approximately RMB476.0 million was due between one and two years and approximately RMB203.9 million was due between two and five years.

The Group's average current and non-current borrowing balances (the average of the opening and closing borrowing balances) amounted to RMB1,568.3 million, representing an increase of 7.7% as compared with RMB1,456.6 million for the year ended December 31, 2023.

Gearing Ratio

At December 31, 2024, the Group's gearing ratio (calculated by dividing the total amount of borrowings, lease liabilities and bond payable by total equity) was 168.5%, representing an increase of 17.8% as compared to 150.7% for the year ended December 31, 2023.

Foreign Exchange and Exchange Rate Risk

The Group mainly operates its business in the PRC and most of its revenue and expenses are denominated in RMB. Certain of our bank balances, other financial assets, other payables and other financial liabilities are denominated in foreign currencies and are therefore exposed to foreign exchange risk. We currently do not have a foreign currency hedging policy. However, our management monitors foreign exchange risk and will consider suitable hedging measures in the future if necessary.

Contingent Liabilities

As of December 31, 2024, the Company did not have any material contingent liabilities.

Assets Charge of the Group

As of December 31, 2024, the Group's rental computer devices with a net book value of approximately RMB1,575.1 million were pledged as security for the bank borrowings and other borrowings from financial institutions.

Capital Expenditure

For the years ended December 31, 2024 and December 31, 2023, our capital expenditure amounted to RMB789.7 million and RMB600.8 million, respectively, consisting of (i) additions to rental computer devices of RMB420.7 million and RMB339.3 million, respectively; and (ii) additions to right-of-use assets of RMB369.0 million and RMB261.5 million, respectively. We finance capital expenditure mainly through cash flow from customers' subscription fees and bank and other borrowings.

Significant Investments Held

The appropriate subscription of medium to low risk wealth management products is beneficial to the Group in enhancing capital utilisation and increasing the income from idle funds, and the diversified and readily redeemable cash management type of product investment is also beneficial to enhancing the security and flexibility of cash management. On June 7, 2024, the Group subscribed for a medium to low risk redeemable cash management type wealth management product (the "**Wealth Management Product**") issued by Haitong International Asset Management (HK) Limited with own surplus cash under the product name of Haitong Cash Management Fund I S.P. (Class A USD), with a subscription amount of USD30 million, an expected annualised rate of return of 3%-4%. The investment period does not exceed one year, redemption is available at any time, and the investment scope of the Wealth Management Product is cash management underlying targets. As of December 31, 2024, the fair value of the Wealth Management Product was RMB219,248,000, and accounted for approximately 6.2% of the Group's total assets. The Company recorded a surplus of approximately USD500,255.77.

As of December 31, 2024, save as disclosed above, we did not have any significant investments in investees with a value of 5% or more of total assets of the Company.

Material Acquisitions and Disposals

During the year ended December 31, 2024, the Company had no material acquisitions or disposals of subsidiaries, associates or joint ventures.

Future Plans for Material Investments or Capital Assets

As of December 31, 2024, we did not have detailed future plans for material investments or capital assets.

The Board of Directors presents the audited financial statements of the Group for the year ended December 31, 2024.

PRINCIPAL BUSINESSES

We are a major office IT integrated solution provider in China, providing one-stop office IT services on a subscription basis to enterprise customers consisting mainly of small and medium-sized enterprises. Focusing on customers' IT experience, we provide office IT integrated solutions, covering (a) IT devices such as desktops, laptops and monitors, pre-installed with operating systems, selected software including, but not limited to, office suite, drivers, anti-virus programs, instant messengers and our self-developed office IT management tools such as printer auto-configuration programs, and (b) managed IT services, including device configuration, device/engineer deployment, operation and maintenance support, performance optimization, data migration, backup and erasing, and various device management services, such as order placement, subscription management, on-site inspection and bulk shipment of the devices, to address our customers' needs through all stages of the use of the devices. We have also developed a SaaS product, Epandian, to meet customers' digitalization needs. Leveraging our nationwide service capability, self-developed Nebula system and industry-leading remanufacturing technology, we provide one-stop, stable and flexible services to help our customers maximize the extension of office IT uptime, improve efficiency, enhance employee productivity and drive business growth.

BUSINESS REVIEW AND ANALYSIS OF KEY FINANCIAL PERFORMANCE INDICATORS

Please refer to the section "Management Discussion and Analysis" in this annual report. The section constitutes a component of this Directors' report.

THE ENVIRONMENTAL, SOCIAL AND GOVERNANCE MATTERS OF THE COMPANY

We believe that our continued growth rests on integrating social values into our business. Since our inception, we have been dedicated to creating a lasting and positive ESG impact on our customers, partners and the broader community. Through our ESG strategy, we are advancing how we can support customers and meet our own objectives and aspirations. Underpinned by our adherence to social values and sustainable development, we have achieved high efficiency in energy consumption and controlled greenhouse gas emission. Specifically, we endeavor to create sustainable IT to achieve carbon neutrality with our expertise. Our remanufacturing technology extends the service life of a device and facilitates its reuse, not only reducing waste and carbon emissions, but also saving material and energy expenses.

For details of the Company's environmental protection, social responsibility and governance, etc., please refer to the 2024 Environmental, Social and Governance Report which will be published on the websites of the Company and Stock Exchange on the same date.

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

To the knowledge of the Board of Directors and the management, during the Reporting Period, the Group has complied with the relevant laws and regulations which have a material impact on the business and operation of the Group in all material aspects. For the year ended December 31, 2024, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

MAJOR RISKS AND UNCERTAINTIES

Risks Related to Business and Industry

Office IT integrated solution market is a new and rapidly evolving market in China. Our revenue growth may slow down and even decline for a number of possible reasons, some of which are beyond our control, including slower growth of China's enterprise office IT service industry, which is still at a transitional stage from the traditional direct buyout mode to usage-based mode, the emergence of alternative business models and adverse changes in the general economic conditions. New market players may enter into this industry, making the industry increasingly competitive, and there is no guarantee that we will be able to sustain our competitive advantage or to effectively implement our business strategies. We aim to continue to expand our businesses and explore new market opportunities.

We derive our revenue primarily from our pay-as-you-go office IT integrated solutions. Our ability to generate and maintain our revenue from pay-as-you-go office IT integrated solutions depends on a number of factors, including, but not limited to, the scale, engagement and loyalty of our customers, effectiveness of our products and services, and market competition on prices. It is important for us to retain existing customers, as well as attracting future customers by providing appealing services that address their pain points through our services. The failure to attract new customers, the loss of existing customers, or a reduction in their demand for our pay-as-you-go office IT integrated solutions could have a material adverse impact on our business.

We are exposed to credit risk of trade receivables, and our business, financial conditions and operating results may be adversely affected by our customers' abilities to settle their payments in a timely manner. Our customers are mainly small and medium-sized enterprises whose business may be vulnerable to macroeconomic or industry-wide fluctuations and depressions. Customers' abilities to pay could deteriorate due to reasons beyond our control, which could have an adverse impact on our cash flow, liquidity position, results of operations and financial conditions.

FINANCIAL RISKS

Interest Rate Risk

We are subject to interest rate risk. We finance our device acquisition by loans and leases primarily at fixed rates for either subscription services under the pay-as-you-go model or sales of devices in installments, and our finance costs are impacted by interest rates. An increase in interest rate may cause our finance cost and operating cost to increase.

Liquidity Risk

We have incurred, and in the future may continue to incur, net losses and negative cash outflow, which could expose us to liquidity risks, which in turn may impact our ability to execute our business strategies and constrain our business operation. In managing liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management of the Group to finance our operations and mitigate the impacts of fluctuations in cash flows.

TAX RELIEF AND EXEMPTION

The Directors are not aware of any tax relief and exemption available to the Shareholders by reason of their holding of the Company's securities.

SHARE CAPITAL

Details of the change in the total share capital of the Company for the year ended December 31, 2024 are set out in Note 27 of the financial statements.

PROPERTY, PLANT AND EQUIPMENT

Details of the change in the property, plant and equipment of the Group for the Reporting Period are set out in Note 15 of the financial statements, respectively.

At the end of the Reporting Period, saved as disclosed above, the Group does not possess other investment properties or properties held for development and/or sale the percentage of which (as defined under Rule 14.07 of the Listing Rules) is over 5%.

CHARITABLE DONATIONS

The Group did not make any charitable donation for the year ended December 31, 2024.

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended December 31, 2024, the five largest customers of the Company account for less than 30% of the total sales of the Company.

For the year ended December 31, 2024, the five largest suppliers of the Company account for approximately 78.3% of the total purchase of the Company, among which the total purchase from the largest supplier accounts for approximately 35.9% of the cost of sales of that year.

For the year ended December 31, 2024, to the knowledge of the Directors, none of the Directors, their associates or Shareholders of the Company (which, to the knowledge of the Directors, owned more than 5% of the Company's share capital (excluding treasury shares)) had interests in the five largest customers or the five largest suppliers of our Group during the year.

MAJOR RELATIONSHIP WITH STAKEHOLDERS

The Group acknowledges the importance of maintaining a good relationship with its stakeholders (including shareholders, employees, suppliers, customers and other business partners) is the key to the success of the Group. The Group will continue to ensure to have an effective communication in place, and to maintain a good relationship with its respective stakeholders. For details of the major relationship of the Company with its major stakeholders, please refer to the 2024 Environmental, Social and Governance Report which will be published on the websites of the Company and Stock Exchange on the same date.

CONNECTED TRANSACTIONS

Details of the related party transactions for the year ended December 31, 2024 are set out in Note 32 of the financial statements. None of such related party transaction constitutes "connected transaction" or "continuing connected transaction" which required to be disclosed in this annual report in accordance with Chapter 14A of the Listing Rules.

During the Reporting Period, the Group does not have any connected transaction or continuing connected transaction which is required to be disclosed in accordance with the Listing Rules. The Company or its subsidiaries does not enter into any contract of significance or contract of significance for the provision of services to the Company and its subsidiaries with controlling shareholders or its subsidiaries during the Reporting Period.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the 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 the existing Shareholders.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Company was listed on the Main Board of the Stock Exchange on May 25, 2023 and issued 58,575,000 shares (comprising 17,572,500 new shares and 41,002,500 sale shares) and the net proceeds from the Global Offering (as defined in the Prospectus), after deduction of the underwriting fees and commissions in connection with the Global Offering and the estimated expenses payable by the Company in connection with the Global Offering, amounted to approximately HKD97.0 million. The proceeds from the Listing were and will continue to be utilized in accordance with the plan disclosed in the section headed "Net Proceeds from the Global Offering" in the Company's announcement in relation to the Offer Price and allotment results dated May 24, 2023 (the "**Announcement**"), and there has not been any change in the intended use of the net proceeds as disclosed in the Announcement. The following table sets forth a summary of the intended use of the net proceeds and the utilisation of the net proceeds as of December 31, 2024:

		Net proceeds (HKD million)			
Intended utilization	**Percentage (%)**	**Available**	**Utilized as of December 31, 2024**	**Unutilized as of December 31, 2024**	**Expected timeline for the unutilized balance**
Investment in market promotion and sales and service networks improvement	40.0	38.8	19.8	19.0	By the end of 2025
Research and development investment and diversification of our service offerings	30.0	29.1	19.6	9.5	By the end of 2025
Enhance remanufacturing capabilities and operational efficiency	20.0	19.4	19.4	0.0	By the end of 2024
Working capital and general corporate purposes	10.0	9.7	9.7	0.0	By the end of 2024
Total	**100**	**97.0**	**68.5**	**28.5**	

Note:

(1) Certain figures and percentage figures included in the above table have been subject to rounding adjustments.

In the event that the net proceeds are not immediately utilized for the purposes mentioned above, we intend to deposit the net proceeds into an interest-bearing account with a licensed commercial bank or financial institution in the PRC or Hong Kong. We will comply with the PRC laws in relation to foreign exchange registration and remittance of proceeds.

PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES

For the year ended December 31, 2024, as the Board is of the view that the level of trading price of the shares of the Company does not adequately reflect the underlying value of the Company and that the share repurchases will enhance the net asset value per share and/or earnings per share and are in the interests of the Company and the Shareholders as a whole, the Company repurchased a total of 47,078,500 Ordinary Shares of the Company for an aggregate consideration of HKD85,230,910 (before expenses) on the Stock Exchange (the "**Repurchased Shares**"), details of the Repurchased Shares are set out below:

		Price paid per share (HKD)		
Repurchase Month	**Number of shares repurchased**	**Highest (HKD)**	**Lowest (HKD)**	**Total consideration (before expenses) (HKD)**
January, 2024	250,000	3.69	3.50	898,535
February, 2024	932,000	3.49	2.87	2,938,645
July, 2024	1,736,500	1.50	1.47	2,588,095
September, 2024	1,123,000	1.15	1.07	1,255,640
October, 2024	8,917,000	1.74	1.40	13,671,590
November, 2024	9,966,500	1.91	1.5489	18,003,230
December, 2024	24,153,500	1.96	1.68	45,875,175
Total	**47,078,500**			**85,230,910**

As of December 31, 2024, the Company had cancelled 2,918,500 Ordinary Shares repurchased during the Reporting Period, with the remaining 44,160,000 Ordinary Shares being held as treasury shares (as defined in the Listing Rules). On March 19, 2025, the Company cancelled a total of 46,013,500 treasury shares (comprising 44,160,000 treasury shares held during the Reporting Period and 1,853,500 held as treasury shares repurchased on January 2025).

As at the Latest Practicable Date, the Company held 7,213,500 treasury shares.

DEBENTURES IN ISSUE

The Group does not issue any debentures during the Reporting Period and as of the Latest Practicable Date.

DIRECTORS

Followings are the Directors during the Reporting Period and as of the date of this annual report:

Executive Directors

Ji Pengcheng *(Chairman and Chief Executive Officer)*
Zhang Bin
He Liang *(appointed on May 24, 2024)*
Tong Jian *(appointed on July 17, 2024)*
Xiang Zheng *(resigned on January 12, 2024)*
Xiang Wang *(resigned on July 17, 2024)*

Independent Non-executive Directors

Hong Weili
Song Shiji
Wang Jingbo
Li Dan

INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Each of independent non-executive Directors has submitted his/her annual letter of confirmation to the Company in accordance to Rule 3.13 of the Listing Rules. According to the guidelines set out in the Listing Rules, all independent non-executive Directors are independent.

SERVICE CONTRACTS OF DIRECTORS

During the Reporting Period, none of the Directors entered into a service contract with the Company or subsidiaries which could not be terminated within one year without the payment of compensation (other than statutory compensation).

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

During the Reporting Period, none of the Directors or their connected entities had any material interest, either directly or indirectly, in any transaction, arrangement or contract of significance in relation to the Company, to which the Company or any of its subsidiaries was a party.

RESERVES AVAILABLE FOR DISTRIBUTION

As of the end of the Reporting Period, the Company had no reserves available for distribution to the Shareholders.

PERMITTED INDEMNITY

Subject to the relevant regulations, every Director shall be indemnified by the Company against all costs, charges, expenses, losses and liabilities which he/she may sustain or incur in or about the execution of the duties of his/her office or which may attach thereto. The Company has purchased insurance against the liabilities and costs associated with proceedings which may be against the Directors.

CONTINUING DISCLOSURE OBLIGATIONS UNDER THE LISTING RULES

Save as disclosed in this annual report, the Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

During the Reporting Period, none of the Company or its subsidiaries had entered into any arrangements which enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other legal entities.

EQUITY-LINKED AGREEMENT

During the Reporting Period, the Company has not entered into any equity-linked agreement, or if there is such agreement subsisted.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the Reporting Period, none of the Directors had engaged in or had any interest in any business which, directly or indirectly, competes or is likely to compete with the businesses of the Group and which is required to be disclosed under Rule 8.10 of the Listing Rules.

ADMINISTRATIVE MANAGEMENT CONTRACTS

The Company did not sign any administrative management contract for all or main businesses of the Company during the Reporting Period.

CORPORATE GOVERNANCE

Report on the key corporate governance practice adopted by the Company is set out in the section “Corporate Governance Report” of this annual report.

AUDITOR

At the annual general meeting held on June 17, 2024, Deloitte Touche Tohmatsu has been re-appointed as the auditor of the Company for the year ended December 31, 2024 to hold office until the conclusion of the next annual general meeting of the Company. The Company has not changed its auditor during the past three years. Deloitte Touche Tohmatsu has audited the consolidated financial statements of the Group for the year ended December 31, 2024 prepared in accordance with the IFRS.

FINAL DIVIDEND

The Board has resolved to recommend that no final dividend was paid for the year ended December 31, 2024.

During the Reporting Period, no shareholders waived or agreed to waive any arrangement on dividend.

EMPLOYEES AND REMUNERATION

As at December 31, 2024, the Group had 1,666 employees (as at December 31, 2023: 1,711 employees). We recognize the importance of talents in business development and maintenance of our competitive edge. As part of our human resources strategy, we offer competitive salaries, performance bonuses and other incentives to our employees. For the year ended December 31, 2024, the Group’s employee remuneration (excluding Directors’ remuneration) amounted to approximately RMB287 million (for the year ended December 31, 2023: approximately RMB297 million).

The Group enters into individual employment contracts with its employees, covering matters including wages, salaries, welfare and termination clauses. The remuneration packages established by the Group include salaries, bonus, and all other types of allowance. In general, the salary of each employee would be determined by the Group according to their qualification, position and length of service. The Group established a system for reviewing the performance of employees on a regular basis to serve as the basis for determining the increment in salary, bonus and promotion.

The Group operates only a defined contribution pension scheme. According to the statute and regulation of PRC, the employees of the Group in PRC participate in various defined contribution pension schemes that are operated by the relevant local municipal and provincial governments. The Group and its employees in PRC are required to contribute a specified percentage of payroll costs to such schemes every month. The local municipal and provincial governments committed to assume the retirement benefit obligation payable to all existing and future retiree of our employees in PRC in accordance with the above schemes. Apart from the monthly contribution, the Group has no further obligation to pay retirement payment and other post-retirement benefit to its employees. The assets of such schemes are held by the independent management fund managed by the relevant governments.

The Board will review and determine the remuneration and compensation package of directors and senior management, and the recommendation from the Remuneration and Appraisal Committee after considering the salaries paid by the comparable companies, time committed and responsibilities assumed by the directors and the performance of the Group will also be taken into consideration.

We offer regular in-house trainings to employees at all levels in accordance with their functions, positions and responsibilities, covering both soft skills and technical skills. For example, for engineers with different levels of expertise, we provide diverse training courses lasting four to six months targeting junior, mid-level, and senior engineers to ensure that they are equipped with the necessary skills and knowledge to perform their duties. The subjects of training courses cover different aspects of IT operations, including device installation, troubleshooting, network connection, operating system and server management, hardware repair and replacement, and printer maintenance. We also provide induction training to all new employees to ensure that they understand the Company's business, vision and values, and are equipped with basic IT knowledge and operational skills. We believe our training program helps us recruit and retain qualified employees and build a cohesive organization by promoting and agreeing on our vision and values.

In order to incentivize our Directors, senior management and other employees for their contribution to our Group and to attract and retain suitable talents for our Group, the Group adopted the pre-IPO option plan which was approved by the Shareholders on February 25, 2022. Please refer to "Appendix IV – Statutory and General Information – D. Pre-IPO Option Plan" in the Prospectus for details.

On January 26, 2024, the 2023 share scheme (the "**2023 Share Scheme**") was adopted at the extraordinary general meeting of the Company for the purpose of providing the Company with a flexible means of attracting, motivating and retaining its eligible participants and encouraging eligible participants to contribute to the Company's long-term growth and benefits and to enhance the value of the Company and its Shares. Please refer to the section "2023 Share Scheme" of this annual report for details.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ANY OF ITS ASSOCIATED CORPORATIONS

As at December 31, 2024, the interests and short positions of the Directors and chief executives of the Company in the Shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO); or (b) entered into the register required to be kept by the Company pursuant to section 352 of the SFO; or (c) as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Name	Nature of interest	Number of Shares held(1)	Approximate percentage of shareholding in our Company(2)
Dr. Ji	Interest in controlled corporation(3)	77,372,780	13.36%
	Interests held jointly with other person(4)	66,611,730	11.50%
	Beneficial owner	15,243,000	2.63%
Mr. Zhang	Interest in controlled corporation(5)	51,581,860	8.91%
	Interests held jointly with other person(4)	98,045,650	16.93%
	Beneficial owner	9,600,000	1.66%
Mr. He Liang	Beneficial owner	3,337,913	0.58%
Mr. Tong Jian	Beneficial owner	3,853,811	0.67%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 579,060,516 Ordinary Shares in issue as at December 31, 2024.

(3) Dr. Ji Entity which is wholly owned by Dr. Ji, is interested in 77,372,780 Shares of the Company. As such, Dr. Ji is deemed to be interested in the Shares held by Dr. Ji Entity.

(4) Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi and Huaqing Yuyi have confirmed that they have been acting in concert with Dr. Ji and Dr. Ji Entity under the proxy arrangement contained in the proxy and power of attorney dated February 21, 2022 entered into by Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi and Huaqing Yuyi ("**Mr. Zhang and Huaqing Proxy Arrangement**"). Huaqing Kuaiyi is the general partner of each of Huaqing Hongyi and Huaqing Yuyi. Therefore, Dr. Ji, Dr. Ji Entity, Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi, Huaqing Yuyi and Huaqing Kuaiyi constitute the Single Largest Shareholders Group, and each of Dr. Ji, Dr. Ji Entity, Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi, Huaqing Yuyi and Huaqing Kuaiyi is deemed to be interested in the Shares held by other members of the Single Largest Shareholders Group.

(5) Mr. Zhang Entity, which is wholly owned by Mr. Zhang, is interested in 51,581,860 Shares of the Company. As such, Mr. Zhang is deemed to be interested in the Shares held by Mr. Zhang Entity.

Save as disclosed above, as at December 31, 2024, to the best of the Company's knowledge, information and belief, none of the Directors or chief executives of the Company had or was deemed to have interests and short positions in the Shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be entered in the register required to be kept by the Company pursuant to section 352 of the SFO; or (c) as otherwise to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at December 31, 2024, so far as the Directors are aware, the following persons (other than the Directors and chief executives of the Company, whose interests have been disclosed in this interim report) had interests or short positions in the Shares and underlying shares of the Company which were required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were required, pursuant to section 336 of the SFO, to be recorded in the register kept by the Company:

Name	Nature of interest	Number of Shares held(1)	Approximate percentage of shareholding(2)
Dr. Ji Entity	Beneficial owner(3)	77,372,780	13.36%
	Interests held jointly with other person(4)	81,854,730	14.14%
Mr. Zhang Entity	Beneficial owner(5)	51,581,860	8.91%
	Interests held jointly with other person(4)	107,645,650	18.59%
Huaqing Kuaiyi	Interest in controlled corporation(4)	5,429,870	0.94%
	Interests held jointly with other person(4)	153,797,640	26.56%
Huaqing Hongyi	Beneficial owner	2,237,140	0.39%
	Interests held jointly with other person(4)	156,990,370	27.11%
Huaqing Yuyi	Beneficial owner	3,192,730	0.55%
	Interests held jointly with other person(4)	156,034,780	26.95%
Source Code(6)	Beneficial owner	121,789,300	21.03%
Matrix(7)	Beneficial owner	77,440,370	13.37%
Koala Fund(8)	Beneficial owner	29,341,950	5.07%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 579,060,516 Ordinary Shares in issue as at December 31, 2024.

(3) Dr. Ji Entity, which is wholly owned by Dr. Ji, is interested in 77,372,780 Shares of the Company. As such, Dr. Ji is deemed to be interested in the Shares held by Dr. Ji Entity.

(4) Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi and Huaqing Yuyi have confirmed that they have been acting in concert with Dr. Ji and Dr. Ji Entity under Mr. Zhang and Huaqing Proxy Arrangement. Huaqing Kuaiyi is the general partner of each of Huaqing Hongyi and Huaqing Yuyi. Therefore, Dr. Ji, Dr. Ji Entity, Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi, Huaqing Yuyi and Huaqing Kuaiyi constitute the Single Largest Shareholders Group, and each of Dr. Ji, Dr. Ji Entity, Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi, Huaqing Yuyi and Huaqing Kuaiyi is deemed to be interested in the Shares held by other members of the Single Largest Shareholders Group.

(5) Mr. Zhang Entity, which is wholly owned by Mr. Zhang, is interested in 51,581,860 Shares of the Company. As such, Mr. Zhang is deemed to be interested in the Shares held by Mr. Zhang Entity.

(6) Source Code holds 11,071,470 Shares through Geometry Ventures Limited ("**Geometry**"), 19,511,320 Shares through Sonorous Venture Ltd. ("**Sonorous**"), 5,535,730 Shares through YDZ Ventures Limited ("**YDZ**"), 27,730,930 Shares through Ease Villa Venture Ltd. ("**Ease Villa**"), 18,085,390 Shares through EasyRent Venture Ltd. ("**EasyRent**"), 12,726,380 Shares through Entropy Investment L.P. ("**Entropy**") and 27,128,080 Shares through Quark Venture Limited ("**Quark**"). Each of Geometry, Sonorous, YDZ, Ease Villa, EasyRent, Entropy, Quark is controlled by Source Code Super Holdings Co.. Source Code Super Holdings Co. is beneficially owned by Trident Trust Company Limited as the trustee of Enlightenment Trust with Mr. Charlie Cao (曹毅) and his families as beneficiaries, via Joywood Wealth Management Limited, Gauss Ventures Limited and Whealth Holdings Limited.

(7) Matrix holds 70,401,040 Shares through Matrix Partners China IV, L.P. ("**Matrix IV**") and 7,039,330 Shares through Matrix Partners China IV-A, L.P. ("**Matrix IV-A**"). The general partner of Matrix IV and Matrix IV-A is Matrix China Management IV, L.P. ("**Matrix China**"), the general partner of Matrix China is Matrix China IV GP GP, Ltd.

(8) Koala Fund holds 29,341,950 Shares through Tianjin Tongrun Enterprise Management Partnership (Limited Partnership) (天津同潤企業管理合夥企業(有限合夥)) ("**Tianjin Tongrun**"). The general partner of Tianjin Tongrun is Beijing Koala Kunlun Investment Management Co., Ltd. (北京考拉昆侖投資管理有限公司) ("**Koala Kunlun**"), which is owned as to 70% and 30% by Mr. Tian Wenkai (田文凱) and Mr. Sun Taoran (孫陶然), respectively. The only limited partner of Tianjin Tongrun is Beijing Koala Kunlue Internet Industry Investment Fund (Limited Partnership) (北京考拉昆略互聯網產業投資基金(有限合夥)), the general partner of which is Beijing Kunlun Nanshan Investment Management Center (Limited Partnership) (北京昆侖南山投資管理中心(有限合夥)) ("**Kunlun Nanshan**"). The general partner of Kunlun Nanshan is Koala Kunlun. The only limited partner of Kunlun Nanshan is Dazi County Hengmai Network Technology Partnership (Limited Partnership) (達孜縣恒邁網絡科技合夥企業(有限合夥)) which is ultimately controlled by Mr. Tian Wenkai (田文凱).

(9) In the above table, the information on the companies in which the interests are held, the capacity/nature of such interests and the number of Shares or underlying shares is based on information available on the website of the Stock Exchange (http://www.hkexnews.hk/).

Save as disclosed above, to the best of the Company's knowledge, information and belief, as at December 31, 2024, there was no other person (other than the Director or chief executive of the Company) who had interests or short position in the Shares and underlying Shares of the Company which fell to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be and are recorded in the register required to be kept under Section 336 of the SFO.

EMPLOYEE INCENTIVE SCHEME

Pre-IPO Option Plan

In order to achieve strategic goals and promote the development of the Company, the Pre-IPO Option Plan was adopted and approved by the Shareholders of the Company on February 25, 2022. The Pre-IPO Option Plan are not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of options by us to subscribe for shares after the Listing Date. For more details of the Pre-IPO Option Plan, please refer to "Statutory and General Information – D. Pre-IPO Option Plan" of appendix IV to the Prospectus.

Movement of the options, which were granted under the Pre-IPO Option Plan during the Reporting Period is as follows:

Grantee	Position held	Date of grant	Vesting schedule *(Note 1)*	Balance as at January 1, 2024	Granted during the Period	Exercised during the Period	Lapsed during the Period	Cancelled during the Period	Balance as at December 31, 2024	Exercise price (USD per exercisable share)	Expiration date of the options
Directors, chief executive, substantial shareholders and associates											
Mr. He Liang	Executive Director and chief financial officer of the Company *(Note 2)*	February 1, 2019 to March 1, 2023	a;c	831,040	0	48,800	0	0	782,240	0.00005 to 0.99742	February 1, 2029 to March 1, 2033
Mr. Tong Jian	Executive Director and vice president of products of the Company *(Note 3)*	September 1, 2021 to March 1, 2023	a	2,635,460	0	144,060	0	0	2,491,400	0.00005 to 0.99742	September 1, 2031 to March 1, 2033
Subtotal				3,466,500	0	192,860	0	0	3,273,640		
Other grantees											
463 employee participants		November 1, 2016 to March 1, 2023	a; c; d; e; f; g	24,151,430	0	3,781,110	3,794,446	1,705,790	14,870,084	0.00005 to 0.99742	November 1, 2026 to March 1, 2033
Subtotal				24,151,430	0	3,781,110	3,794,446	1,705,790	14,870,084		
Total				27,617,930	0	3,973,970	3,794,446	1,705,790	18,143,724		

Note 1: Please refer to different categories of vesting schedules as set out below.

Category	Vesting Schedule
a	25% of options granted under the Pre-IPO Option Plan shall be vested upon each anniversary of grant date during a four-year term.
b	100% of options granted under the Pre-IPO Option Plan shall be vested upon first anniversary from the grant date.
c	100% of options granted under the Pre-IPO Option Plan shall be vested upon 30th day from the grant date.
d	Each of 50% of options granted under the Pre-IPO Option Plan shall be vested upon the third and fourth anniversary of grant date, respectively.
e	50% of options granted under the Pre-IPO Option Plan shall be vested upon each anniversary of grant date during a two-year term.
f	One in seven of options granted under the Pre-IPO Option Plan shall be vested upon first anniversary since the grant date, following which, the remaining options shall be vested upon each anniversary of grant date during a three-year term.
g	Each of one in seven of options granted under the Pre-IPO Option Plan shall be vested equally upon the first and second anniversary of grant date, following which, the remaining options shall be equally vested upon the third and fourth anniversary of grant date.

Note 2: Mr. He Liang was appointed as an Executive Director and chief financial officer of the Company on May 24, 2024.

Note 3: Mr. Tong Jian was appointed as an Executive Director and vice president of products of the Company on July 17, 2024.

For details of the basis of measurement for the fair value of Share Options granted, please refer to Note 28 of the consolidated financial statements.

2023 SHARE SCHEME

On January 26, 2024, the 2023 share scheme (the "**2023 Share Scheme**") was adopted at the extraordinary general meeting of the Company for the purpose of further attracting, motivating and retaining talents and to facilitate the contribution to the Company's long-term growth and benefits. Set out below is the summary of the principal terms of 2023 Share Scheme:

Purposes and objectives. The specific objectives of the 2023 Share Scheme are: (i) to provide a flexible method for the Company to attract, motivate and retain, to its Eligible Participant; and (ii) to encourage Eligible Participant to contribute to the Company's long-term growth and interests, and enhance the value of the Company and its Shares.

Eligible participants and basis of eligibility. The eligible participants are the employee participants and the related entity participants (the "**Eligible Participants**"). The Board may at its sole and absolute discretion select any Eligible Participant (other than any Excluded Participant) for participation in the Scheme as a Selected Participant. The eligibility of any of the Eligible Participants shall be determined by the Board from time to time on the basis of the Board's opinion as to the Eligible Participant's contribution to the development and growth of the Group.

Administration. The 2023 Share Scheme shall be subject to the administration of the Board and the Trustee in accordance with the rules of the 2023 Share Scheme and the Trust Deed. The decision of the Board with respect to any matter arising under the 2023 Share Scheme (including the interpretation of any provision) shall be final and binding. Without prejudice to the foregoing and to the extent permissible under the Listing Rules and other applicable laws and regulations, the Board may resolve to delegate to another committee of the Board or to one or more person(s) of the Company any or all of the authority and responsibility of the Board under the rules of the 2023 Share Scheme and the Trust Deed.

Operation. Subject to the provisions of the 2023 Share Scheme, the Board may, from time to time, at its sole and absolute discretion select any Eligible Participant (other than any Excluded Participant) for participation in the 2023 Share Scheme as a Selected Participant, and grant an Award to any Selected Participant on such terms and conditions as the Board may in its sole and absolute discretion determine. An Award may be in the form of:

(i) an award which vests in the form of the right to subscribe for and/or to be issued such number of Awarded Shares as the Board may determine at the Vesting Price in accordance with the terms of the Scheme Rules (a "**Share Award**"); or

(ii) an award which vests in the form of the right to subscribe for such number of Awarded Shares as the Board may determine during the Exercise Period at the Exercise Price in accordance with the terms of the Scheme Rules (a "**Share Option**").

Vesting period. The Board is entitled to impose any conditions, as it deems appropriate in its sole and absolute discretion with respect to the vesting of the Awarded Interests to the Selected Participant providing that, the vesting period for the Award Interests shall be in the range of 12 months to 48 months but in any event shall be not less than 12 months, and, in the case of the grant of Share Awards, shall inform the Trustee and such Selected Participant the relevant conditions of the Award. Notwithstanding any other provisions of the 2023 Share Scheme, subject to applicable laws and regulations, the Board may in its sole and absolute discretion to determine that the Awards granted to an Employee Participant may be subject to a vesting period of less than 12 months in the following circumstances:

(i) Awards are grant of "make-whole" Share Awards to an Employee Participant who is a new joiner of the Group to replace the Share Awards that has been forfeited when leaving the previous employer;

(ii) Awards are granted to an Employee Participant whose employment is terminated due to death, retirement by agreement, disability or occurrence of any out of control event, in which circumstances the vesting of shares awards may accelerate;

(iii) Awards are subject to performance-based vesting conditions provided in the grant instrument, in lieu of time-based vesting criteria;

(iv) Awards are granted in batches during a year for administrative and compliance reasons, in which case, the vesting period may be shorter to reflect the time from which the Awards would have been granted;

(v) Awards are granted with a mixed or accelerated vesting schedule (such as where the Awards may vest evenly over a period of 12 months); or

(vi) Awards with a total vesting and holding period of more than 12 months.

Purchase Price, Vesting Price and Exercise Price. With respect to the Purchase Price, the Vesting Price and the Exercise Price,

(i) the Purchase Price payable by a Selected Participant to the Company for acceptance of an Award shall be Nil consideration, subject to otherwise determined by the Board at its sole discretion based on the purpose of the Award and the characteristics and profile of the Selected Participant, or as required by applicable laws in respect of the Purchase Price (if any) of any particular Award which shall be stated in the grant instrument.

(ii) the Vesting Price payable by a Selected Participant to the Company for acceptance of a Share Award shall be Nil consideration, subject to otherwise determined by the Board at its sole discretion based on the purpose of the Share Award and the characteristics and profile of the relevant Selected Participant, or as required by applicable laws in respect of the Vesting Price (if any) of any particular Share Award which shall be stated in the grant instrument.

(iii) for Share Options, the Exercise Price shall be such price determined by the Board in its sole and absolute discretion and notified to the Selected Participant in the grant instrument, provided that the Exercise Price shall in any event be not less than the higher of: (a) the closing price of the Shares as stated in the daily quotations sheet issued by the Stock Exchange on the Grant Date; or (b) the average closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange for the 5 trading days immediately preceding the Grant Date.

Exercise Period. With respect to Exercise Period:

(i) the Exercise Period for any Share Options shall be such period determined by the Board in its sole and absolute discretion and notified to the Eligible Participant in the grant instrument, provided that the Exercise Period shall not be longer than 10 years from the Grant Date. A Share Option shall lapse automatically and shall not be exercisable (to the extent not already exercised) on the expiry of the 10th anniversary from the Grant Date; and

(ii) the Exercise Period for any Share Awards shall be such period determined by the Board in its sole and absolute discretion and notified to the Eligible Participant in the grant instrument. For the avoidance of doubt, the Board may determine the Exercise Period of a Share Award to be not applicable and determine that the Awarded Shares shall fall to be settled upon the Vesting Date without further action by the Selected Participant.

Scheme mandate limit. The total number of Shares which may be issued under the 2023 Share Scheme shall be 57,591,946 Shares, which is equivalent to 10% of the issued share capital of the Company as at the adoption date of the 2023 Share Scheme, and approximately 10.94% of the issued share capital (excluding treasury shares) of the Company as at the date of this annual report.

If, upon granting rewards, the number of Shares issued and to be issued in respect of all options and awards (excluding any options and awards which have lapsed in accordance with the terms of the relevant scheme) granted to the relevant Eligible Participant during the 12-month period up to and including the date of the relevant grant exceeds 1% of the total issued shares as at the date of such grant, the Award shall not be granted to any Eligible Participant unless the relevant grant has been otherwise approved by the Shareholders in a general meeting, and such Eligible Participant and his/her close associates (or associates, if the grantee is a connected person) shall abstain from voting.

Remaining validity of the Scheme. Subject to any early termination as may be determined by the Board pursuant to the Scheme Rules, the 2023 Share Scheme shall be valid and effective for a term of 10 years commencing on the adoption date, after which no further Awards will be granted. As of the date of this annual report, the remaining validity is 9 years.

On December 18, 2023, the Company granted Awards to three Eligible Participants in accordance with the 2023 Share Scheme as follows: granted 14,400,000 and 9,600,000 Share Options to each of Dr. Ji and Mr. Zhang, each an executive Director and a substantial shareholder of the Company, respectively, and granted 2,400,000 Share Options and 320,429 Share Awards to Mr. Xiang Wang, a former executive Director of the Company, to subscribe for the Ordinary Shares of USD0.00005 each in the capital of the Company. The grants mentioned above have been approved by the general meeting of the Company on January 26, 2024. For details, please refer to the circular of the Company dated January 9, 2024, and the announcements of the Company dated December 18, 2023 and January 26, 2024.

On April 26, 2024, pursuant to the 2023 Share Scheme, the Company granted an aggregate of 11,638,900 Share Options to 175 Eligible Participants and an aggregate of 1,842,491 Share Awards to 188 Eligible Participants to subscribe for the Ordinary Shares of USD0.00005 each in the capital of the Company. For details, please refer to the announcement of the Company dated April 26, 2024.

As the abovementioned grant of Share Options to each of Dr. Ji and Mr. Zhang would result in the number of Shares issued and to be issued in respect of all options and awards granted to each of Dr. Ji and Mr. Zhang (excluding any options and awards lapsed in accordance with the terms of the 2023 Share Scheme and any other share option/share award schemes of the Company) by the Company during the 12-month period up to and including the date of such grant representing over 1% of the Company's issued Shares of the Company (excluding treasury shares), during the Reporting Period, the change in Share Options and Share Awards granted in accordance with the 2023 Share Scheme would be:

Grantee	Position held	Date of grant	Closing price of the Shares immediately before the date of grant (HKD)	Balance as at January 1, 2024	Granted during the Period	Exercised/ vested during the Period	Lapsed during the Period	Cancelled during the Period	Balance as at December 31, 2024	Purchase price (HKD per Share Option/Share Award	Exercise price of Share Option (HKD per Share Option)	Vesting price of Share Awards granted (HKD per Share Award)	Expiration date of the Share Options
Directors, chief executive, substantial shareholders and associates, participants who is granted or to be granted Share Options and awards over 1% of the individual limit													
Dr. Ji	Chairman of the Board, and the chief executive officer of the Company	December 18, 2023	5.50	14,400,000 Share Options	0	0	0	0	14,400,000 Share Options	0	5.606	/	December 17, 2033
Mr. Zhang	Executive Director and the chief operating officer of the Company	December 18, 2023	5.50	9,600,000 Share Options	0	0	0	0	9,600,000 Share Options	0	5.606	/	December 17, 2033
Mr. Xiang Wang *(Note 1)*	Executive Director and vice president of the Company	December 18, 2023	5.50	2,400,000 Share Options and 320,429 Share Awards	0	320,429 Share Awards	0	2,400,000 Share Options	-	0	5.606	/	February 28, 2027
Mr. He Liang *(Note 2)*	Executive Director and chief financial officer of the Company	April 26, 2024	3.07	0	2,400,000 Share Options and 58,073 Share Awards	58,073 Share Awards	0	0	2,400,000 Share Options	0	0	0	April 25, 2034
Mr. Tong Jian *(Note 3)*	Executive Director and vice president of products of the Company	April 26, 2024	3.07	0	2,400,000 Share Options and 115,011 Share Awards	115,011 Share Awards	0	0	2,400,000 Share Options	0	0	0	April 25, 2034
Subtotal				26,400,000 Share Options and 320,429 Share Awards	4,800,000 Share Options and 173,084 Share Awards	493,513 Share Awards	0	2,400,000 Share Options	28,800,000 Share Options				
Other grantees													
173 employee participants		April 26, 2024	3.07	0	6,838,900 Share Options	0	3,500 Share Options	2,671,400 Share Options	4,164,000 Share Options	0	The Exercise Price of 5,328,000 Share Options granted is HKD5.606-HKD5.637 per Share. The Exercise Price of 140,000 Share Options granted is HKD3.070-HKD4.764 per Share. The Exercise Price of 6,170,900 Share Options granted is HKD3.070 per Share. (Not less than the higher of: (a) The closing price of the Shares as stated in the daily quotations sheet issued by the Stock Exchange on the Grant Date, being HKD3.070 per Share; or (b) the average closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five trading days immediately preceding the Grant Date, being HKD2.872 per Share)	0	April 25, 2034
186 employee participants		April 26, 2024	3.07	0	1,669,407 Share Awards	700,388 Share Awards	-	168,757 Share Awards	800,262 Share Awards	0	5.606	0	April 25, 2034
Total				26,400,000 Share Options and 320,429 Share Awards	11,638,900 Share Options and 1,842,491 Share Awards	1,193,901 Share Awards	3,500 Share Awards	5,071,400 Share Options and 168,757 Share Awards	32,964,000 Share Options and 800,262 Share Awards				

Note 1: Mr. Xiang Wang resigned as the Executive Director and vice president of the Company on July 17, 2024.

Note 2: Mr. He Liang was appointed as the Executive Director and chief financial officer of the Company on May 24, 2024.

Note 3: Mr. Tong Jian was appointed as the Executive Director and vice president of products of the Company on July 17, 2024.

For details of the basis of measurement of the fair value of Share Awards and/or options granted, please refer to note 28 of the consolidated financial statements.

The 14,400,000, 9,600,000, 2,400,000[1], 2,400,000 and 2,400,000 Share Options granted to Dr. Ji, Mr. Zhang , Mr. Xiang Wang, Mr. He Liang and Mr. Tong Jian, respectively, and a total of 6,838,900 Share Options granted to 173 Eligible Participants shall lapse automatically and shall not be exercisable (to the extent not already exercised) on the expiry of the 10th anniversary from the date of grant. In additional, the 14,400,000, 9,600,000, 2,400,000[1], 2,400,000 and 2,400,000 Share Options granted to Dr. Ji, Mr. Zhang, Mr. Xiang Wang, Mr. He Liang and Mr. Tong Jian, respectively, and a total of 4,800,000 Share Options granted to 3 other Eligible Participants will be exercisable subject to the achievement of the business and financial milestones below, and subject to the clawback mechanism. The options will be exercisable in five equal tranches upon satisfaction of each of such milestones, with 20% per tranche. The Share Awards granted to Mr. Xiang Wang vested in full at the end of six months after the date of grant.

Business milestones – number of subscribed equipments (in 10,000 units)	Financial milestones – monthly revenue from subscription services (RMB100 million)	Financial milestones – monthly gross profit from subscription services (RMB100 million)	Number of Share Options to be exercisable
*120**	*0.94**	*0.48**	
147	1.15	0.59	20%
180	1.41	0.72	20%
220	1.72	0.88	20%
270	2.11	1.08	20%
330	2.58	1.32	20%

* The current level of selected performance indicators is set out herein for reference.

A total of 2,038,900 Share Options granted to the remaining 170 Eligible Participants have a mixed vesting schedule with a total vesting period of 48 months, during which the Share Options granted will be vested in four equal tranches of 25% each subject to the clawback mechanisms disclosed below. Certain tranche will be vested within 12 months from the Grant Date, and the last tranche will be vested after 12 months following the Grant Date. Under the 2023 Share Scheme, the Board may, in its sole discretion, determine that the vesting period of the Awards granted to the Employee Participants can be less than 12 months under certain circumstances, including circumstances where the Awards are granted with a mixed or accelerated vesting schedule. Certain Share Options of the 2,038,900 Share Options granted have vesting periods shorter than 12 months due to the Board's decision to adopt a mixed vesting schedule for the Share Options granted to such Employee Participants, which is permitted under the 2023 Share Scheme. There are no performance targets attached to the 2,038,900 Share Options granted.

[1] Since Mr. Xiang Wang has resigned as the Company's executive Director on July 17, 2024, the 2,400,000 Share Options granted to him have been lapsed.

The vesting period for 58,073 Share Awards granted to Mr. He Liang, 115,011 Share Awards granted to Mr. Tong Jian and a total of 1,669,407 Share Awards granted to other 186 Eligible Participants is: (1) 58,073 Share Awards granted to Mr. He Liang, 115,011 Share Awards granted to Mr. Tong Jian and 1,117,907 Share Awards granted to other eligible participants shall be vested in full at the end of four months after the Grant Date. The Board considers that a vesting period of less than 12 months for the Share Awards granted is appropriate and consistent with the purpose of the 2023 Share Scheme, because (i) there were administrative and compliance reasons (including the Company's undertaking to the Stock Exchange not to issue any Shares within six months following the Listing, the compliance process required for the 2023 Share Scheme to be adopted with the approval of the Company's shareholders, and the blackout period immediately following the adoption of the 2023 Share Scheme as approved by the Company's shareholders and prior to the announcement of the Company's annual results), the Company was unable to grant the Share Awards to such Grantees immediately upon Listing, therefore, the Board and the Remuneration Committee of the Board have decided to shorten the vesting period of the Share Awards granted so as to put such Grantees in the same position as they would have been in had the grant been made at an earlier time; (ii) it serves to reward such Grantees for their significant contributions to the development and growth of the Group; (iii) it serves to incentivize such Grantees to further provide their necessary commitments to the longterm strategic development of the Group; and (iv) it is in line with the Group's remuneration policy. (2) 551,500 Share Awards granted to other eligible participants have a mixed vesting schedule with a total vesting period of 48 months, during which the Share Awards granted will be vested in four equal tranches of 25% each subject to the clawback mechanisms disclosed below. Certain tranche will be vested within 12 months from the Grant Date, and the last tranche will be vested after 12 months following the Grant Date. Under the 2023 Share Scheme, the Board may, in its sole discretion, determine that the vesting period of the Awards granted to the Employee Participants can be less than 12 months under certain circumstances, including circumstances where the Awards are granted with a mixed or accelerated vesting schedule. Certain of the 551,500 Share Awards granted above have vesting periods shorter than 12 months due to the Board's decision to adopt a mixed vesting schedule for the Share Awards granted to such Employee Participants, which is permitted under the 2023 Share Scheme.

There are no performance targets attached to the Share Awards granted for a total of 1,669,407 Share Awards granted to 186 eligible participants.

The Share Options and Share Awards granted to Dr. Ji, Mr. Zhang , Mr. Xiang Wang, Mr. He Liang and Mr. Tong Jian are subject to the following clawback mechanism:

Subject to the rules in the 2023 Share Scheme, an award shall be personal to the grantee and shall not be assignable and no grantee shall in any way sell, transfer, charge, mortgage, encumber or create any interest whatsoever in favour of any third party over or in relation to any award or enter into any agreement so to do. Any breach of the foregoing by a grantee shall entitle the Company to cancel any award or any part thereof granted to such grantee to the extent not already exercised. In the event that prior to or on the vesting date, a grantee is found to be an excluded participant or is deemed to cease to be an eligible participant, the relevant award made to such grantee shall automatically lapse forthwith and the relevant awarded shares shall not be vested on the relevant vesting date and, in the case of a Share Award, shall remain part of the trust fund. In respect of a grantee who died or retired by agreement with a member of the Group at any time prior to or on the vesting date, all the awarded interests of the relevant grantee shall be deemed to be vested and (in the case Share Options) deemed to be exercised on the day immediately prior to his death or the day immediately prior to his retirement with the relevant member of the Group.

In the event of the death of a grantee, the trustee shall directly or indirectly hold the vested awarded interests upon trust to transfer the same to the legal personal representatives or lawful successors of the selected participant within (i) 2 years of the death of the grantee (or such longer period as the trustee and the Board shall agree from time to time); (ii) the duration of the 2023 Share Scheme; or (iii) the trust period (whichever is shorter). If such vested awarded interests fails to be transferred or would otherwise become bona vacantia for any reason, such vested awarded interests shall be forfeited and cease to be transferable and the awarded interests shall remain part of the trust fund.

Unless otherwise determined by the Board: (i) if a grantee ceases to be an eligible participant, or where the grantee's employment or contractual engagement with the Group is terminated, for reasons other than those set out above; or (ii) where the grantee's employment or contractual engagement with the Group has been suspended, or the grantee's position within or in relation to the Group has been vacated, for more than six months: a grantee may exercise any vested Share Options within 6 months of such cessation or within the exercise period, whichever is shorter, or such other period as the Board may decide in its sole and absolute discretion. If a Share Option is not exercised within the time mentioned above, the Share Option shall lapse automatically. Any outstanding Share Awards not yet vested shall be immediately forfeited and shall lapse automatically and any awarded interests thereof shall remain part of the trust fund, unless the Board determines otherwise at their sole and absolute discretion.

The aforementioned grant of Share Options and Share Awards has been further approved by Shareholders on January 26, 2024, and the Shares that may be allotted and issued under all awards granted under the 2023 Share Scheme have been approved by the Listing Committee of the Stock Exchange and will take effect after listing and trading. For details, please refer to the circular of the Company dated January 9, 2024 and announcements dated December 18, 2023 and January 26, 2024.

At the beginning of the Reporting Period, under the scheme mandate limit of 2023 Share Scheme, the number of shares available for granting in the future is 31,078,557 Shares. At the end of the Reporting Period, under the scheme mandate limit of 2023 Share Scheme, the number of shares available for granting in the future is 17,597,166 Shares. During the Reporting Period, the ratio of the number of shares issuable under the Share Options and Share Awards granted by all share schemes of the Company (i.e. 37,185,079 Shares), divided by the weighted average number of shares issued during the Reporting Period (i.e. 572,731,736 Shares) is approximately 6.5%.

Saved as disclosed above, as at the Latest Practicable Date, none of the grantees (i) is the Director, chief executive or substantial shareholders of the Company or their respective associates (as defined under the Listing Rules); (ii) is a participant who is granted or will be granted Share Options over the individual limit of 1% of issued shares (excluding treasury shares) in the 12-month period up to and including the date of grant under Rule 17.03D of the Listing Rules; or (iii) is a participant of associated entity of service provider who is granted or will be granted Share Options and Share Awards over 0.1% of issued shares (excluding treasury shares) in any 12-month period.

MATERIAL LITIGATION

During the Reporting Period the Company was not involved in any litigation or arbitration of material importance. The Directors are also not aware of any material litigation or claim pending or threatened against the Company as at the Latest Practicable Date.

AUDIT COMMITTEE

The audit committee of the Board (the "**Audit Committee**") consists of three independent non-executive Directors, namely Mr. Wang Jingbo, Mr. Hong Weili and Ms. Li Dan, and Mr. Wang Jingbo serves as the chairman of the Audit Committee. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal controls system of the Group, to review and approve connected transactions and to advise the Board.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and has reviewed the annual results of the Group for the year ended December 31, 2024 in conjunction with management and the Company's external auditor.

PUBLIC FLOAT

According to the information publicly available and to the knowledge of the Directors of the Company, the Company maintains the sufficient public float as required by the Listing Rules during the Reporting Period and as of the Latest Practicable Date.

By order of the Board
Edianyun Limited
Ji Pengcheng
Chairman and Chief Executive Officer

BIOGRAPHIES OF DIRECTORS

Executive Directors

Dr. Ji Pengcheng (紀鵬程), aged 44, a Co-founder of our Group, was appointed as the chairman of the Board, an executive Director and the chief executive officer of the Company on November 18, 2015. Dr. Ji has been serving as the chairman of the board of directors and the chief executive officer of Beijing Ediantao Internet Technology Co., Ltd. ("**Beijing Ediantao**") since January 2015. In addition, he has been serving as an independent director of Heilongjiang Mohe Rural Commercial Bank Co., Ltd. (黑龍江漠河農村商業銀行股份有限公司) since January 2018. Dr. Ji has approximately 18 years of experience in information technology, digital innovation and management. Prior to founding the Company, Dr. Ji founded Beijing Huaqing Tianxia Technology Co., Ltd. (北京華清天下科技有限公司), which operated the platform of SKS Boutique Laptop (SKS精品筆記本), a then well-known pre-owned computer retail and service platform in China, in December 2005 and served as its chairman of the board and chief executive officer from December 2005 to December 2014. Dr. Ji has received multiple prestigious awards and recognitions. He was (i) awarded the "Haiying Talent" (海英人才) by the Haidian District People's Government of Beijing Municipality in November 2017, (ii) named as a "Pioneer" (先鋒人物) by the China Corporate Services Industry List (中國企服行業榜單) in July 2018, (iii) awarded the "2018 Zhongguancun Entrepreneurial Star" (中關村創業之星) by the Administrative Committee of Zhongguancun Haidian Science Park in December 2018, and (iv) selected as a Technological Innovation and Entrepreneurial Talent of the Innovative Talent Promotion Plan (創新人才推進計劃科技創新創業人才) by the Ministry of Science and Technology of the PRC in April 2020. From March 2008 to July 2009, Dr. Ji was also the project manager of a project in the field of precise inventory model supported by the State High-Tech Development Plan (863 Program) (國家高技術研究發展計劃(863 計劃)), a prestigious program funded and administered by the Chinese government, intended to stimulate the development of advanced technologies in a wide range of fields. Dr. Ji obtained a bachelor's degree in automation in July 2003 and a doctoral degree in control theory and engineering in July 2009, respectively, from Tsinghua University in Beijing, the PRC.

Mr. Zhang Bin (張斌), aged 43, a Co-founder of our Group, was appointed as an executive Director and the chief operating officer of the Company on November 18, 2015. Mr. Zhang has been serving as an executive director and the chief operating officer of Beijing Ediantao since June 2015. Mr. Zhang has approximately 17 years of experience in information technology application and business operations. Prior to joining the Group, Mr. Zhang served as staff research in IBM (China) Investment Co., Ltd. (國際商業機器(中國)投資有限公司), a subsidiary of International Business Machines Corporation ("**IBM**") (a company listed on the New York Stock Exchange, stock code: IBM) from May 2006 to December 2011. He served as a senior business analyst in Beijing Oak Pacific Interactive Information Technology Co., Ltd. (北京千橡網景科技發展有限公司), a controlled entity of Renren Inc. (a company listed on the New York Stock Exchange, stock code: RENN) from December 2011 to March 2013. He also served as director of big data centre in Anbang Insurance Group Co., Ltd. (安邦保險集團股份有限公司) from March 2013 to May 2015. He participated in the invention and development of eight patents registered in the United States with respect to operation research (運籌學) when he was working at IBM, and has published multiple research papers in the field of statistics and data analysis, all of which were announced in top international academic conferences. In addition, he was awarded the Franz Edelman Award Finalist by the Institute for Operations Research and the Management Science in 2011. Mr. Zhang obtained a bachelor's degree in automation in July 2003 and a master's degree in control theory and engineering in January 2006, respectively, from Tsinghua University in Beijing, the PRC.

Mr. He Liang (賀亮), aged 34, was appointed as an executive Director and the chief financial officer of the Company on 24 May 2024, was appointed as the joint company secretary of the Company on February 18, 2025. Mr. He has joined the Group for over 6 years and has extensive financial and legal experience. During his tenure as vice president of the Financial Institutions Cooperation of the Group since 2021, Mr. He has been in charge of the Company's strategic cooperation with financial institutions and has continued to create value for the Company's business. Prior to that, Mr. He served as the Director of Financing and the Director of the Institutional Cooperation Department of the Company. During his tenure, Mr. He led his team to achieve high-quality growth in business and pioneered a model of in-depth cooperation between the Company and financial institutions. Prior to joining the Group, Mr. He served successively in the Cross-border Finance Division and Transportation Finance Division at Industrial and Commercial Bank of China Financial Leasing Co., Ltd.（工銀金融租賃有限公司）from July 2015 to August 2018, and has extensive experience in cross-border leasing transactions, financial leasing, and operating leasing. Mr. He obtained a bachelor's degree in law from Tsinghua University in 2013 and a master's degree in finance from Tsinghua University in 2015. Mr. He obtained a PRC Legal Professional Qualification Certificate from the Ministry of Justice of the PRC in March 2020.

Mr. Tong Jian (佟劍), aged 41, was appointed as an executive Director and the vice president of products of the Company on 17 July 2024. Mr. Tong joined the Group in August 2021 and successively served as the director of the research and development center and the vice president of the product center. Since April 2024, Mr. Tong has been an executive director and manager of Wuhan Yidian Zhikuai Technology Co., Ltd.*（武漢易點致快科技有限公司）, Yunshang Yilian（Beijing）Technology Co., Ltd.*（雲商易聯（北京）科技有限公司）and Wuhan Yidian Youfu Technology Co., Ltd.*（武漢易點優服科技有限公司）, all of which are subsidiaries of the Company, respectively. Since April 2024, he has been an executive director of Shanghai Hongyi Technology Co., Ltd.*（上海竑易科技有限公司）, a subsidiary of the Company. With approximately 18 years of experience in technology and products, Mr. Tong continues to contribute value to the Company's product innovation. Prior to joining the Group, from October 2017 to August 2021, Mr. Tong served as the chief technology officer and the general manager of Kuaihecaishui Business at Beijing Kuaiyouhao Information Technology Co., Ltd.*（北京快又好信息技術有限責任公司）. From September 2015 to October 2017, he served as the chief product officer of Beijing Shansong Technology Co., Ltd.*（北京閃送科技有限公司）. From October 2012 to August 2015, Mr. Tong served as the product director at Beijing Sogou Technology Development Co., Ltd.*（北京搜狗科技發展有限公司）. Mr. Tong received his bachelor's degree in information management and information system from North China University of Science and Technology in Hebei Province, the PRC in June 2005.

Independent Non-Executive Directors

Mr. Hong Weili (洪偉力), aged 55, was appointed as an independent non-executive Director of the Company on February 25, 2022, with effect on May 5, 2023. Mr. Hong has been serving as a director of Go Network Technology (Shanghai) Co., Ltd. (野去網絡科技(上海)有限公司) since April 2016. He has also been serving as an independent director of Chindata Group Holdings Limited (a company listed on the NASDAQ Stock Market, stock code: CD) since June 2020, an independent director of Dingdong (Cayman) Limited (a company listed on the New York Stock Exchange, stock code: DDL) since June 2021, and an independent non-executive director of ClouDr Group Limited (a company listed on the Stock Exchange, stock code: 9955) since July 2022. Mr. Hong was appointed as a guest professor at the School of Economics of Fudan University in Shanghai, the PRC in December 2016, and a guest professor at the Fanhai International School of Finance of Fudan University in July 2018. Mr. Hong has approximately 32 years of experience in investment, securities and management. His previous work experience mainly include serving as the business secretary to the general manager and the person in charge of business sector at the Shanghai Stock Exchange from September 1992 to July 1995; the general manager of the Shanghai Securities Business Department of China Venture-Tech Investment Corporation (中國新技術創業投資公司) from November 1996 to March 2004; the deputy general manager of ING Bank, Shanghai Branch from June 2004 to July 2007; the head of China investment banking business sector and the chief representative in Shanghai region of DBS Bank from June 2007 to June 2008; a managing partner and the head of China private equity investment team of KTB Ventures and the general manager of KTB (Chengdu) Investment Management Co., Ltd. (開鉑(成都)創業投資管理有限公司), a subsidiary of KTB Ventures, from June 2008 to April 2012; a partner at Gopher Asset Management Co., Ltd. (歌斐資產管理有限公司) from February 2014 to March 2016; the president and chief research officer of CMC Inc. (華人文化集團公司, formerly known as CMC Holdings (華人文化控股集團)) from October 2016 to September 2018; an independent director of RISE Education Cayman Ltd. (a company listed on the NASDAQ Stock Market, stock code: REDU) from September 2018 to June 2022; a director of Beijing Eastern Star Technology Co., Ltd. (北京東方之星科技股份有限公司) from April 2016 to October 2022; and an independent director of Luolai Lifestyle Technology Co., Ltd. (羅萊生活科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002293) from February 2017 to March 2023. Mr. Hong obtained a bachelor's degree and a doctoral degree in world economics from Fudan University in the PRC in August 1992 and July 1999, respectively. He received the qualification of independent director of listed companies issued by the Shenzhen Stock Exchange in December 2016.

Mr. Song Shiji (宋士吉), aged 59, was appointed as an independent non-executive Director of the Company on February 25, 2022, with effect on May 5, 2023. Mr. Song has served as a professor and doctoral advisor at the Department of Automation of Tsinghua University since December 2006. Mr. Song currently also serves as a responsible scientist in the field of information technology of China Ocean Mineral Resources R&D Association (中國大洋礦產資源研究開發協會) since May 2007, deputy director of the unmanned systems professional committee of the Chinese Institute of Command and Control (中國指揮與控制學會) since November 2019, and a director and the vice president of the deep-sea technology branch of the Chinese Society for Oceanography (中國海洋學會) since April 2021. He has been serving as an associate editor of Artificial Intelligence and Robotics Research Journal (人工智能與機器人研究) since August 2012, and a member of the editorial board of IEEE Transactions on Systems, Man, and Cybernetics: Systems since July 2017. Mr. Song has approximately 21 years of experience in artificial intelligence and information technology. His previous work experience mainly include: serving as an associate professor of Harbin Institute of Technology (哈爾濱工業大學) from July 1994 to June 1996; a postdoctoral researcher of the Ocean Major of the Ocean University of China (中國海洋大學) from September 1996 to September 1998; a postdoctoral researcher of the Control Theory and Application Major of the Southeast University (東南大學) from November 1998 to December 2000; and an associate researcher of the Department of Automation of Tsinghua University (清華大學) from January 2001 to January 2004. He also served as a member of editorial board of Journal of Automatica Sinica (自動化學報) from January 2011 to December 2016, and a member of the editorial board of SCIENTIA SINICA Informationis (中國科學: 信息科學) from January 2013 to December 2017. Mr. Song was awarded the first prize of Science and Technology (Natural Science) of Jiangsu Province (江蘇省科學技術(自然類)一等獎) by Jiangsu Provincial People's Government in December 2006 for his research paper, Analysis and Robust Control of Complex Dynamic and Nonlinear Systems (複雜動態系統及非線性系統的分析與魯棒控制), the second prize of Science and Technology (Natural Science) of Heilongjiang Province (黑龍江省科學技術(自然類)二等獎) by Heilongjiang Provincial People's Government in August 2006 for his research paper, Differential Inclusions in Generalized Functional Spaces and Related Problems (泛函空間中的微分包含及其相關問題), the second prize of Natural Science of the Ministry of Education (教育部自然科學獎二等獎) by the Ministry of Education, PRC in February 2007 for his research paper, Study of Asymptotic Behaviour and Stabilization of Discontinuous Systems (不連續系統的漸近行為與鎮定性研究), and the second prize of Natural Science of the Ministry of Education by Ministry of Education, PRC in January 2008 for his research paper, Soft Computing Technology and its Application in Complex and Uncertain Environment (複雜不確定環境下的軟計算技術及其應用). He received the Distinguished Visiting Fellowship award by the Royal Academy of Engineering in the United Kingdom in July 2009. He was awarded the first prize of Natural Science of the Chinese Association for Artificial Intelligence (中國人工智能學會自然科學一等獎) by the Chinese Association for Artificial Intelligence in October 2018 for his research paper, Modelling Theory and Intelligent Learning Methods for Uncertain Nonlinear Systems (不確定非線性系統建模理論與智能學習方法), and the second prize of Natural Science of Shandong Province (山東省自然科學二等獎) by Shandong Provincial People's Government in December 2020 for his research paper, Stability and Control of Nonlinear Impulsive Systems in Complex Environments (複雜環境下非線性脈衝系統的穩定性與控制). Mr. Song obtained a bachelor's degree in mathematics from Harbin Normal University in Harbin, the PRC in July 1986. He obtained a master's degree and a doctoral degree in basic mathematics from Harbin Institute of Technology in Harbin, the PRC in May 1989 and May 1996, respectively.

Mr. Wang Jingbo (王靜波), aged 43, was appointed as an independent non-executive Director of the Company on February 25, 2022, with effect on May 5, 2023. Mr. Wang Jingbo owns the financial management expertise as required under Rules 3.10(2) of the Listing Rules. Mr. Wang has been an independent non-executive director of TUHU Car Inc. (HKEx stock code: 9690) since September 2023. Mr. Wang has been serving as the chief financial officer of Agora, Inc. (a company listed on the NASDAQ Stock Market, stock code: API) since January 2020. He has also been serving as an independent director of ATRenew Inc. (a company listed on the New York Stock Exchange, stock code: RERE) since June 2021. Mr. Wang has approximately 15 years of experience in financial management, investment and capital market. He worked at Deutsche Bank from July 2009 to October 2014, with his last position as vice president in the corporate finance division. He served as the chief financial officer of Yintech Investment Holdings Limited (a company previously listed on the NASDAQ Stock Market under the stock code of YIN and delisted in November 2020) from October 2014 to February 2018, and as a director and the chief financial officer of Qutoutiao Inc. (a company previously listed on the NASDAQ Stock Market under the stock code: QTT and delisted in March 2023) from February 2018 to January 2020. Mr. Wang graduated from Tsinghua University in Beijing, PRC, with a bachelor's degree in engineering in July 2003 and obtained his master's degree in computer science from the University of Hong Kong in December 2005. He was awarded a PhD degree in management studies from the University of Oxford in the United Kingdom in March 2010.

Ms. Li Dan (李丹), aged 46, was appointed as an independent non-executive Director of the Company on February 25, 2022, with effect on May 5, 2023. Ms. Li has been serving as an independent director of Beijing SOJO Electric Co., Ltd. (北京雙傑電氣股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300444) since September 2018, an independent director of Lianyi Information Technology Co., Ltd. (聯奕科技股份有限公司) since September 2020, and an independent director of Oriental Micro Silver Technology Co., Ltd. (東方微銀科技股份有限公司) since December 2020. Ms. Li has been an associate professor of the School of Economics and Management of Tsinghua University since December 2010. Ms. Li has approximately 15 years of experience in economics, accounting and management. Her previous work experience mainly includes serving as an assistant professor the School of Economics and Management of Tsinghua University (清華大學) from October 2007 to December 2010, an independent director of China Television Media, Ltd. (中視傳媒股份有限公司) (a company listed on Shanghai Stock Exchange, stock code:600088) from September 2014 to June 2020, an independent director of COFCO Tunhe Sugar Co., Ltd. (中糧屯河糖業股份有限公司) (currently known as COFCO Sugar Holding Co., Ltd. (中糧糖業控股股份有限公司), a company listed on Shanghai Stock Exchange, stock code: 600737) from September 2014 to January 2020, an independent director of Xingyuan Environment Technology Co., Ltd. (興源環境科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300266) from May 2019 to July 2022, and an independent director of Bozhou Yaodu Rural Commercial Bank Co., Ltd. (亳州藥都農村商業銀行股份有限公司) from October 2016 to February 2023. Ms. Li currently serves as an independent director of GreenNovo Environmental Technology Co., Ltd. (鑫聯環保科技股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 300266) from September 2018 to May 2022. Ms. Li obtained a bachelor's degree in international trade in July 2001 from School of Economics and Management of Beijing Institute of Technology in Beijing, the PRC, and a PhD degree in accounting in August 2007 from Scheller College of Business of Georgia Institute of Technology, in Georgia State, the United States.

BIOGRAPHIES OF SENIOR MANAGEMENT

Please refer to the section "Biographies of Directors" above for the biographical details of Dr. Ji Pengcheng, Mr. Zhang Bin, Mr. He Liang and Mr. Tong Jian.

DISCLOSURE OF CHANGES IN INFORMATION OF DIRECTORS AND SENIOR MANAGEMENT IN ACCORDANCE WITH RULE 13.51B(1) OF THE LISTING RULES

Mr. Xiang Wang resigned as an Executive Director and vice president with effect from 17 July 2024 due to adjustments in his personal life plan.

Mr. Tong Jian has been appointed as an Executive Director and vice president of products with effect from 17 July 2024.

Mr. He Liang, an Executive Director of the Company, was appointed as the joint company secretary of the Company on 18 February 2025.

Save as disclosed above, there is no change in information regarding the Directors and senior management that is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules as of the date of this annual report.

The Board is pleased to present the Corporate Governance Report of the Company for the year ended December 31, 2024.

CORPORATE GOVERNANCE PRACTICE

The Group is committed to maintaining high standards of corporate governance to protect Shareholders' interests and enhance corporate value and accountability. The Company has adopted the Corporate Governance Code as its own code of corporate governance.

Save as disclosed in this annual report, the Company has complied with all applicable code provisions set out in Part 2 of the CG Code during the Reporting Period. The Company will continue to review and monitor its corporate governance practice to ensure compliance with the CG Code.

Purpose, value and strategy

The Group is committed to establish a good corporate culture to achieve our mission and vision of making office IT easier, and become the go-to partner for enterprises for improved IT productivity and efficiency. Customers first, down to earth, pursuing for perfection and embracing changes are our values, and the Board will pursue for achieving these values unswervingly, and will fully implement such values during the operation.

Customers first: The Group provide our customers with a one-stop office IT solution that delivers IT devices installed with systems and software as well as managed IT services. Such solution is a pay-as-you-go subscription method, which is built around the need of customers, based on which they can adjust their subscription services on demand, without having to purchase a large quantity of devices, experience difficulties in recovering the residual value of the devices, and incur excessive IT expenses.

Down to earth: The Group regards simplicity and integrity as its principle of behavior, and everything is based on facts and numbers. The Group firmly believes that the true simplicity and integrity can only be achieved with objective facts and actual data, and we only matter facts. During the operation, the Group listen to and collect the opinion and suggestion from its stakeholders like customers and shareholders in an active manner, so as to continuous enhance the product competitiveness and service level.

Pursuing for perfection: The Group is committed to provide the best products and services to its customers. As we pursue for perfection, we have already built the fastest service capability around the nation, thus is capable of providing the on-site technical support with the best response time, when the needs from customer arose. In the meantime, we implemented the strictest quality control standards internally and externally, so as to strengthen customer experience.

Embracing changes: The Group thoughtfully understand the numerous changes brought by the AI technology, and has established strategic cooperation with Sinoage, the authorized dealer of Microsoft in PRC. Edianyun will create GPT+ products more suitable for small and medium-sized enterprises through technological expansion and upgrading based on the Microsoft Azure OpenAI GPT products, so as to help small and medium-sized enterprises to build up their AI capabilities, and to better serve a broader enterprise service market.

Responsibility

The Board is responsible for the overall leadership of the Group and oversees the Group's strategic decisions and monitors the business and performance. The Board has delegated authority and responsibility for the daily management and operation of the Group to the senior management of the Group. For the purpose of overseeing specific areas of the Company's affairs, the Board has established three Board Committees, namely the Audit Committee, the Remuneration Committee (the "**Remuneration Committee**") and the Nomination Committee (the "**Nomination Committee**") (collectively, the "**Board Committees**"). The Board has delegated to these Board Committees the responsibilities set out in their respective terms of reference.

All Directors shall ensure that, based on the principle of acting in good faith, they will comply with applicable laws and regulations and at all times perform their duties in a manner consistent with the interests of the Company and the Shareholders.

The Company has arranged appropriate liability insurance in respect of legal proceedings against the Directors and will review the scope of this insurance on an annual basis.

Composition of the Board

As at the date of this annual report, the Board comprises four executive Directors and four independent non-executive Directors, details of which are set out below:

Executive Directors:
Dr. Ji Pengcheng *(Chairman and Chief Executive Officer)*
Mr. Zhang Bin
Mr. He Liang
Mr. Tong Jian

Independent Non-executive Directors:
Mr. Hong Weili
Mr. Song Shiji
Mr. Wang Jingbo
Ms. Li Dan

Biographical details of the Directors are set out in the section headed "Directors and Senior Management" of this annual report.

During the Reporting Period, the Board has complied with the requirements under Rules 3.10(1) and 3.10(2) of the Listing Rules in relation to the appointment of at least three independent non-executive directors (at least one of whom should possess appropriate professional qualifications or accounting or related financial management expertise).

During the Reporting Period, the Company has also complied with Rule 3.10A of the Listing Rules in relation to the appointment of independent non-executive Directors equivalent to one-third of the Board.

Save as disclosed in the biographies of the Directors and senior management as set out in the section headed "Directors and Senior Management" in this annual report, none of the Directors or senior managers has any personal relationship (including financial, business, family or other material/relevant relationship) with any other Director, chief executive or other senior managers.

All Directors, including the independent non-executive Directors, bring to the Board a diverse range of valuable business experience, knowledge and expertise to enable it to operate efficiently and effectively. The independent non-executive Directors have been invited to serve on the Audit Committee, the Remuneration Committee and the Nomination Committee.

In relation to code provision C.1.5 of the CG Code, which provides that the CG Code relates to the requirement for a director to disclose to the issuer the number and nature of his or her positions in public companies or organizations and other material commitments, as well as the identity of the public companies or organizations and the length of time invested in them, the Director has agreed to disclose his or her commitments, and any subsequent changes, to the Company in a timely manner.

Mechanism to ensure independent views and opinions

In order to put in place a mechanism to ensure that the Board has access to independent views and opinions, the Board has appointed four independent non-executive Directors in accordance with Rules 3.10 and 3.10A of the Listing Rules, which stipulate that there must be at least three independent non-executive directors on the Board and that independent non-executive directors must be appointed at a ratio of at least one-third of the Board. In addition, the Board Committees have endeavoured to appoint independent non-executive Directors to ensure that the Board is provided with independent opinions.

The Company has received from each of the independent non-executive Directors a written annual confirmation of his or her independence pursuant to the independence guidelines as set out in Rule 3.13 of the Listing Rules. The Company considers that all the independent non-executive Directors are independent.

Directors are free to express their views at the Board meetings, material decisions will only be made after thoughtful discussion. Directors can obtain external and independent professional opinions from the legal advisor and auditor of the Company. When necessary, each of the Board Committees could seek independent professional opinions at the Company's expense in order to perform their respective responsibilities. If a Director has a stake in the matter proposed to the Board, such Director has to refrain from participating in the discussion and voting on such matters, and such Director shall not be counted towards quorum of that particular matters. In addition, independent non-executive Directors should express objective and fair independent opinions on the matters proposed to the Company. Apart from being the Directors of the Company, our independent non-executive Directors do not hold any other position in the Company, and do not have any relationship with the Company or the substantial shareholders of the Company that can affect them from making independent and objective judgements, and they do not have any business or financial interest in the Company or its subsidiaries. Thus, during the Reporting Period, the participation of the independent non-executive Directors can effectively ensure there is a strong and abundant independence in the Board. The Board will review the implementation and effectiveness of the aforementioned mechanisms on an annual basis.

During the Reporting Period, the Company has reviewed the implementation and effectiveness of these mechanisms and considers them to be effective and appropriate.

Board Diversity Policy

In order to enhance the effectiveness of the Board and to maintain a high standard of corporate governance, the Company has adopted a board diversity policy (the "**Board Diversity Policy**"). Pursuant to the Board Diversity Policy, in reviewing and evaluating suitable candidates to serve as directors of the Company, the Nomination Committee will take into account a number of factors including, but not limited to, gender, age, cultural and educational backgrounds, professional qualifications, skills, knowledge and industry and regional experience.

The Directors have a balanced mix of knowledge and skills, including overall management and strategic development, accounting and financial management, sales and marketing and corporate governance in addition to industry experience relevant to the Group's operations and business. They obtained degrees in various majors including automation and engineering, computer science and technology, economics, accounting and business administration. We have four independent non-executive Directors with various industry backgrounds, representing more than one third of the members of the Board. Furthermore, the Board has a diverse age representation. Taking into account our existing business model as well as the different background of our Directors, the composition of the Board satisfies the Board Diversity Policy.

In addition, the Board has a relatively broad age range of 34 to 59 years of age and includes seven male Directors and one female Director. The Company will endeavour to achieve gender balance on the Board through certain measures implemented by the Nomination Committee in accordance with the Board Diversity Policy. In particular, we will actively identify female individuals suitably qualified to become the Board members and we aim to achieve a target of approximately 20% female representation in the Board within five years of Listing. To further ensure gender diversity of the Board in a long run, the Group will also identify and select several female individuals with a diverse range of skills, experience and knowledge in different fields from time to time, and maintain a list of such female individuals who possess qualities to become the Board members, which will be reviewed by the Nomination Committee periodically in order to develop a pipeline of potential successors to the Board to promote gender diversity.

The Nomination Committee is responsible for reviewing the diversity of the Board, reviewing the Board Diversity Policy from time to time, setting and reviewing measurable objectives in relation to the implementation of the Board Diversity Policy and monitoring progress towards achieving such measurable objectives to ensure that the policy remains effective.

As at December 31, 2024, the proportion of female and male employees (including senior management) of the Group was approximately 31.4% and 68.6%, respectively. Thus, the Company considers that its team is generally gender diverse. The Group continues to encourage gender diversity in the office and endeavours to increase the proportion of female employees at different levels, including in recruitment. In order to achieve labour diversity, the Group has implemented appropriate recruitment and selection procedures to consider diverse job applicants. The Group has also established talent management and training programmes to provide career development guidance and promotion opportunities with the aim of building a team with diverse skills and experience.

During the Reporting Period, the Board, through the Nomination Committee, has reviewed the implementation and effectiveness of the Board Diversity Policy and confirmed that the Board has the right mix of skills and experience to implement the Company's strategy.

Entry and Continuing Professional Development

All newly appointed Directors are provided with the necessary induction and information to ensure that they have an appropriate level of understanding of the Company's operations and business as well as their obligations to the Company under the relevant statutes, laws, rules and regulations. The Company also arranges seminars for the Directors on a regular basis to update them on the latest developments and changes in the Listing Rules and other relevant legal and regulatory requirements from time to time. The Directors are also provided with regular updates on the performance, status and prospects of the Company to enable the Board as a whole and each of the Directors to fulfil their responsibilities.

The Company encourages all Directors to undertake continuous professional development to develop and update their knowledge and skills. The joint company secretaries of the Company update and provide written training materials on the roles, functions and responsibilities of Directors from time to time.

Mr. He Liang and Mr. Tong Jian, who were appointed as executive Directors during the Reporting Period, had obtained legal advice on May 20, 2024 and July 16, 2024 respectively, as required under rule 3.09D of the Listing Rules from the Hong Kong legal advisor of the Company and have confirmed that they understood their obligations as a director of a listed company.

Based on the information provided by the Directors, a summary of the training received by the Directors during the year ended December 31, 2024 is set out below:

Name of Director	**Nature of Continuing Professional Development Sessions**
Executive Directors	
Dr. Ji Pengcheng	A,B,C and D
Mr. Zhang Bin	A,B,C and D
Mr. He Liang *(appointed on May 24, 2024)*	A,B,C and D
Mr. Tong Jian *(appointed on July 17, 2024)*	A,B,C and D
Mr. Xiang Wang *(resigned on July 17, 2024)*	A,B,C and D
Mr. Xiang Zheng *(resigned on January 12, 2024)*	A,B,C and D
Independent Non-executive Directors	
Mr. Hong Weili	A,B,C and D
Mr. Song Shiji	A,B,C and D
Mr. Wang Jingbo	A,B,C and D
Ms. Li Dan	A,B,C and D

Notes:

A: Attend at seminars and/or conferences and/or forums and/or briefings
B: Deliver speeches at seminars and/or conferences and/or forums
C: Attend training provided by solicitors, training related to the business of the company
D: Reading materials on a wide range of topics, including corporate governance, directors' duties, the Listing Rules and other relevant legislation

Chairman and Chief Executive Officer

Pursuant to code provision C.2.1 of Part 2 of the CG Code, the roles of the chairman and the chief executive officer should be separate and should not be performed by the same individual, and companies listed on the Stock Exchange are expected to comply with this requirement but may choose to deviate from it.

The roles of chairman of the Board and chief executive officer of the Company, which is similar to the role of the chief executive officer (as defined in the Listing Rules) who is responsible for the overall management of the Company, are currently performed by Dr. Ji. In view of Dr. Ji's substantial contribution to our Group since our establishment and his extensive experience, we consider that having Dr. Ji acting as both our chairman of the Board and chief executive officer will provide strong and consistent leadership to our Group and facilitate the efficient execution of our business strategies. The Company considers it appropriate and beneficial to our business development and prospects that Dr. Ji acts as both our chairman of the Board and chief executive officer, and therefore currently do not propose to separate the functions of the chairman of the Board and the chief executive officer.

While this would constitute a deviation from code provision C.2.1 of Part 2 of the CG Code, the Board believes that this structure will not impair the balance of power and authority between the Board and the management of our Company, given that: (i) there are sufficient checks and balances in the Board, as a decision to be made by our Board requires approval by at least a majority of the Directors, and our Board comprises four independent non-executive Directors, which is in compliance with the requirement under the Listing Rules; (ii) Dr. Ji and the other Directors are aware of and undertake to fulfil their fiduciary duties as Directors, which require, among other things, that they act for the benefit and in the best interests of our Company and will make decisions for our Group accordingly; and (iii) the balance of power and authority is ensured by the operations of the Board which comprises experienced and high calibre individuals who meet regularly to discuss issues affecting the operations of our Company. Moreover, the overall strategy and other key business, financial, and operational policies of our Group are made collectively after thorough discussion at both Board and senior management levels. The Board will continue to review the effectiveness of the corporate governance structure of our Group in order to assess whether separation of the roles of the chairman of the Board and the chief executive officer is necessary.

Appointment and Re-election of Directors

Dr. Ji and Mr. Zhang, the executive Directors, have entered into a service contract with the Company. Pursuant to the service contract, the initial term of their respective service contracts is for a period of three years commencing from the Listing Date or from the Listing Date to the date of the third annual general meeting of the Company, whichever is earlier, and each party has the right to terminate such agreement by giving not less than three months' notice in writing.

Mr. He Liang and Mr. Tong Jian, the executive Directors, have entered into a service contract with the Company. Pursuant to the service contract, the initial term of Mr. He Liang and Mr. Tong Jian's appointment is for a period of three years commencing from May 24, 2024 and July 17, 2024, respectively and the appointment will continue from the expiry of the said term unless terminated in accordance with the terms of the service contract. Each of the parties has the right to terminate such agreement by giving not less than three months' notice in writing.

Each of the independent non-executive Directors has entered into a letter of appointment with the Company for an initial term of three years commencing from May 5, 2023, or until the third annual general meeting of the Company commencing from the Listing Date, whichever is the earlier, (subject to re-election as and when required in accordance with the Articles of Association) until terminated in accordance with the terms and conditions of the letter of appointment or until terminated by not less than three months' prior notice in writing given by either party to the other.

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

Pursuant to Article 116 of the Articles of Association, any Director appointed by the Board to fill a casual vacancy on the Board or as an addition to the existing Board shall hold office only until the next annual general meeting of the Company and shall then be eligible for re-election at that meeting.

Pursuant to Article 112(a) of the Articles of Association, at each annual general meeting, one-third of the Directors for the time being in office or, if their number is not a multiple of three (3), then the number nearest to but not less than one-third, shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at an annual general meeting at least once every three years. Any Director appointed pursuant to Article 116 of the Articles of Association shall not be taken into account in determining the number of Directors or the list of Directors who are to retire by rotation.

The procedures and processes for the appointment, re-election and removal of Directors are set out in the Articles of Association. The Nomination Committee is responsible for reviewing the composition of the Board and making recommendations to the Board on the appointment, re-election and succession planning of Directors.

Board Meetings

The Company shall adopt the practice of holding regular Board meetings at least four times a year at approximately quarterly intervals. All Directors shall be given not less than 14 days' notice of a regular Board meeting so that all Directors shall have an opportunity to attend the regular meeting and discuss the business on the agenda.

For other Board and Board committee meetings, reasonable notice will be given. The agenda and relevant Board papers will be included in the notice of meeting and distributed at least three days before the date of the Board or Board committee meeting to ensure that the Directors have sufficient time to review the papers and are fully prepared to attend the meeting. If a Director or committee member is unable to attend the meeting, he/she will be informed of the matters to be discussed and will be given an opportunity to inform the chairman of his/her views prior to the meeting. The joint company secretaries shall keep minutes of meetings and provide copies of such minutes to all Directors for their information and records.

Minutes of Board meetings and committee meetings will record in detail the matters considered and decisions reached by the Board and Board committees, including any question raised by Directors. Draft minutes of each Board meeting and Board committee meeting are/will be sent to each Director for their consideration within a reasonable time after the meeting is held. Minutes of Board meetings are open for inspection by all Directors.

Attendance Record of Directors and Committee Members

A summary of the records of attendance of each Director at Board meetings, Board committee meetings and general meetings during the Reporting Period is set out below:

	Number of Meeting Attended/Qualified to Attend				
Name of Director	**The Board**	**The Audit Committee**	**The Remuneration Committee**	**The Nominating Committee**	**General Meeting**
Executive Directors					
Dr. Ji Pengcheng	4	–	3	3	2/2
Mr. Zhang Bin	4	–	–	–	2/2
Mr. He Liang *(appointed on May 24, 2024)*	3	–	–	–	1/1
Mr. Tong Jian *(appointed on July 17, 2024)*	2	–	–	–	–
Mr. Xiang Wang *(resigned on July 17, 2024)*	2	–	–	–	1/2
Mr. Xiang Zheng *(resigned on January 12, 2024)*	1	–	–	–	–
Independent Non-executive Directors					
Mr. Hong Weili	4	3	3	3	2/2
Mr. Song Shiji	3	–	–	–	1/2
Mr. Wang Jingbo	4	3	3	3	0/2
Ms. Li Dan	4	3	–	–	1/2

Note: There are directors being appointed or resigned during the year. The numbers above are the number of Board meetings convened during the year, in the tenure of each director.

During the Reporting Period, the Chairman of the Board has held meetings with the independent non-executive Directors in the absence of other Directors.

Model Code for Securities Transactions

The Company has adopted the Model Code as its own code of conduct regarding directors' securities transactions. Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the required standard set out in the Model Code during the Reporting Period, except as described below.

On January 29, 2024, Dr. Ji, an executive Director and the chief executive officer of the Company, wrongly operated to purchase the same batch of 80,000 shares of the Company in the market at a price of HKD3.88 per share (the "**Purchase**") without giving prior notice to the Designated Director in accordance with Model Code. The Purchase constituted dealing by the Directors during the blackout period in breach of Rule A.3(a)(i) of the Model Code.

Upon discovery of the error, Dr. Ji immediately notified the Company of the above transaction and confirmed that he was in breach of the Model Code. Dr. Ji has undertaken to the Company that he will in the future comply with the required standard set out in Model Code.

The Board is of the view that the Company has put in place an effective system (including a notification mechanism) for monitoring dealings by the Directors to ensure compliance with Model Code. In particular, the Company has notified all Directors on January 27, 2025 of the blackout period. Subsequently, the Company advanced the date of the Board meeting and immediately made specific enquiries with all Directors and confirmed that they had complied with the Model Code during the revised blackout period. The Board considers that the guidelines and procedures for Directors' dealings in the shares of the Company are appropriate and effective.

In order to avoid similar incidents in the future, the Company has once again reminded all Directors of the importance of complying with Model Code in their dealings in the shares of the Company, in particular the importance of giving written notice prior to any intended dealings. The Company has also emphasized and reminded the Directors to avoid similar incidents during the blackout period in the future. The Company will also keep the Directors informed of the latest development of the Model Code to ensure compliance and to raise their awareness of good corporate governance practices.

Authorization by the Board

The Board retains decision-making powers in respect of all major matters of the Company, including: approval and supervision of all policy matters, overall strategy and budget, internal control and risk management systems, major transactions (particularly those which may involve conflicts of interest), financial data, appointment of Directors and other major financial and operational matters. Directors may seek independent professional advice in the performance of their duties at the Company's expense. They are also encouraged to seek independent advice from the senior management of the Company.

The daily management, administration and operation of the Group are delegated to the senior management. The Board regularly reviews the delegated functions and responsibilities. The management is required to obtain the approval of the Board before entering into any material transactions.

Corporate Governance Function

The Board recognizes that corporate governance should be a shared responsibility of the Directors and the corporate governance function that the Board has performed through the Audit Committee include:

(a) Develop and review the Company's policies and practices on corporate governance and make recommendations to the Board;

(b) Review and monitor the training and continuous professional development of Directors and senior management of the Company;

(c) Review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;

(d) Develop, review and monitor the code of conduct and compliance manual (if any) for the Company's employees and Directors; and

(e) Review the Company's compliance with the CG Code and the disclosures in the Company's corporate governance report.

BOARD COMMITTEES

The Audit Committee

The Audit Committee consists of three members, namely Mr. Wang Jingbo (Chairman), Mr. Hong Weili and Ms. Li Dan, all of whom are independent non-executive Directors.

The principal duties of the Audit Committee are set out below:

1. Be primarily responsible for making recommendations to the Board on the appointment, reappointment and removal of the external auditor, and approve the remuneration and terms of engagement of the external auditors, and deal with any question of resignation or dismissal of that external auditor;

2. Review the integrity of the Company's financial statements, annual report and accounts, half-year report and, if prepared for publication, quarterly reports, and review significant financial reporting judgments contained in them;

3. Review the Company's financial controls, risk management and internal control systems, as well as related procedures, including the adequacy of resources, staff qualifications and experience, staff training programmes and budget of the Company's accounting and financial reporting function; and

4. Perform the Company's corporate governance functions, including formulating and reviewing the Company's corporate governance policies and practices and making recommendations to the Board; and review and monitor the training and continuous professional development of the Directors and senior management of the Company.

The written terms of reference of the Audit Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Audit Committee held 3 Audit Committee meetings to discuss and consider the followings (among others):

- Reviewed the audited consolidated financial statements, the annual results announcement and the annual report of the Group as of December 31, 2023, as well as the audit report prepared by Deloitte Touche Tohmatsu ("**DTT**"), the external auditor, relating to accounting issues and major issues found in the course of audit;

- Reviewed the unaudited consolidated financial statements, the interim results announcement and the interim report of the Group as of June 30, 2024, as well as the audit report prepared by DTT, relating to accounting matter and major issues found in the course of audit;

- Reviewed the report on the effectiveness of the internal audit function of the Group, and the performance of other responsibilities set out in the CG Code; and

- Reviewed the financial reporting system, compliance procedures, internal controls including the adequacy of resources, qualifications, training programmes and budget of employees of the Company's accounting and financial reporting department, risk management systems and procedures and the re-appointment of the external auditor. The Board has not deviated from any of the recommendations made by the Audit Committee on the selection, appointment, retirement or removal of the external auditor.

The Nomination Committee

The Nomination Committee currently consists of three members, namely, one executive Director, Dr. Ji Pengcheng (Chairman), and two independent non-executive Directors, namely, Mr. Hong Weili and Mr. Wang Jingbo.

The principal duties of the Nomination Committee are set out below:

1. Review the structure, size and composition (including the skills, knowledge, experience and perspectives) of the Board at least annually, and to make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

2. Identify individuals suitably qualified to become directors and to select or make recommendations to the Board on the selection of nominees for directorships;

3. Assess the independence of independent non-executive Directors;

4. Make recommendations to the Board on the appointment or reappointment of directors and succession planning for directors, in particular the chairman and the chief executive; and

5. Review the Board Diversity Policy and the measurable objective and levels of achievement set by the Board from time to time for the implementation of the Board Diversity Policy; and disclose progress and results of the review annually in the Company's annual report and to disclose the Diversity Policy in the Company's corporate governance report.

The Nomination Committee evaluates candidates or incumbents based on the criteria of integrity, experience, skills, and time and effort devoted to the performance of their duties. The recommendations of the Nomination Committee will then be submitted to the Board for decision.

The written terms of reference of the Nomination Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Nomination Committee held 3 meetings of the Nomination Committee to discuss and consider the followings (among others):

- Reviewed the structure, size and composition (including the skills, knowledge, experience and perspectives) of the Board;
- Reviewed on the Board Diversity Policy;
- Established the director nomination policy, identified person with suitable qualifications for being a director, and selected nominees to be the director. In identifying suitable personnel, the Committee have considered the strengths of the relevant person, and fully considered the benefits of the diversity of members of board with objective criteria; and
- Considered and recommended to the Board the appointment of the new executive Directors.

The Remuneration Committee

The Remuneration Committee consists of three members, namely two independent non-executive Directors, Mr. Wang Jingbo (Chairman), Mr. Hong Weili and one executive Director, Dr. Ji Pengcheng.

The principal duties of the Remuneration Committee are set out below:

1. Make recommendations to the Board on the overall remuneration policy and structure of the Directors and senior management and on the establishment of a formal and transparent procedure for developing remuneration policy;
2. Review and approve the management's remuneration proposals with reference to the Board's corporate policies and objectives;
3. Recommend to the Board the remuneration packages of individual executive directors and senior management, including benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment;

4. Make recommendations to the Board on the remuneration of non-executive directors;

5. Consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the group;

6. Review and approve compensation payable to executive directors and senior management for any loss or termination of their office or appointment to ensure that it is consistent with contractual terms and that it is otherwise fair and reasonable and not excessive;

7. Review and approve compensation arrangements relating to dismissal or removal of directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate;

8. Ensure that no director or any of his associates is involved in deciding his own remuneration; and

9. Review and/or approve matters relating to share schemes under Chapter 17 of the Listing Rules.

The written terms of reference of the Remuneration Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Remuneration Committee held 3 meetings of the Remuneration Committee to discuss and consider the followings (among others):

- Reviewed and developed the director remuneration policy, assess the performance of executive Directors and approve the remuneration package of executive Directors;

- Reviewed and recommended to the Board the remuneration of the new executive Directors; and

- Reviewed and approved matters relating to share schemes, including reviewing the Share Options and Share Awards granted to the directors and the employees of the Group under the 2023 Share Scheme, and the status of the vesting period and performance targets attached to the grant of the Share Options and Share Awards, please refer to the Company's announcement dated April 26, 2024 for further details.

DIRECTORS' AND SENIOR MANAGEMENT'S REMUNERATION

The Company adopted the director and senior management remuneration policy, so as to maintain a fair and competitive remuneration for its directors and senior management. In determining the remuneration packages of directors and senior management, the prevailing market levels and other factors, such as the experience, responsibilities and duties, time committed of directors, the performance of the Company and the prevailing market conditions, are being considered.

The remuneration bands of the Directors and senior management of the Company for the year ended December 31, 2024 are set out below:

Remuneration band	Number of persons
HKD2,000,001 to HKD2,500,000	1
HKD2,500,001 to HKD3,000,000	1
HKD3,000,001 or above	3

Further details regarding the remuneration of Directors and the five employees with the highest remuneration disclosed in accordance with the Listing Rules, are set out in Note 12 of the consolidated financial statements, respectively.

DIRECTORS' FINANCIAL REPORTING OBLIGATIONS IN RESPECT OF FINANCIAL STATEMENTS

The Directors understand that it is their responsibility to prepare the financial statements of the Company for the year ended December 31, 2024 so as to give a true and fair view of the state of affairs of the Company and the Group and of the results and cash flows of the Group.

The management has provided the Board with such explanations and information as may be necessary to enable the Board to make an informed assessment of the Company's financial statements presented to the Board for approval. The Company has provided monthly updates on the Company's performance status and prospects to all members of the Board.

The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Group's ability to continue as a going concern.

The auditor's statement on their reporting responsibilities in respect of the consolidated financial statements of the Company is set out in the Independent Auditor's Report on pages 71-75 of this annual report.

DIVIDEND POLICY

According to the dividend policy, whether the Board decides to distribute dividend depends on the cash and retained earnings, the actual and predicted financial performance, the expected capital expenditure and other investment plans. The aim of the dividend policy is to enhance the transparency of the Company, in order to facilitate shareholders and investors to make an investment decision regarding the Company in an informed manner.

RISK MANAGEMENT AND INTERNAL CONTROLS

The main characteristics and procedures of the risk management and internal monitoring system of the Group are summarized below:

Risk Management

Risk monitoring and precaution: The Group actively research on improving its risk monitoring and precautionary system. For material risk that can be qualified and quantified, we set up risk framework, determine critical precautionary indicators, reasonably design risk value, and clearly define the risk levels, and we utilize effective risk precautionary monitoring platform and tools for collecting data for indicators, thus achieving a dynamic monitoring and precaution on material risk.

Risk assessment: The Group continuously collect and set up the internal and external risk information relevant to the operation goals, and carry out risk assessment on the risk information collected and each business management and key business procedure of the Company. The risk assessment of the Company can be divided into three categories: first, the annual risk assessment, which is the annual risk assessment and response of the Group; second, the risk assessment on projects, which is aimed to reveal the project risk in an abundant manner, and to facilitate the achievement of project goals; third, the assessment of specific risk, which is the assessment of specific risk and the responsiveness towards inter-departmental key business or matters with high risk and material reform and reorganization based on the operating management needs, so as to provide support on decision-making for the operating management.

Risk responsiveness: Strategies on responding to risks generally include risk avoidance, risk mitigation, risk exposure and risk tolerance. The Group will make comprehensive consideration on selecting suitable strategy or a combination of strategies depending on different risks, so as to enhancing the effectiveness on risk responsiveness.

Internal Control

In order to enhance the implementation of internal control goals and to prevent and control risk exposed, the Group carries out annual appraisal and routine inspection on the effectiveness of its internal control. For defects on the internal control discovered during the annual appraisal and routine inspection, the Group requests the relevant department to rectify such defects in the strictest manner, to develop rectify plan thoughtfully, and to report to the audit department of the Group.

The Board recognizes that it is responsible for maintaining and overseeing the Group's risk management and internal control system and reviewing its effectiveness on an ongoing basis in order to safeguard shareholders' investment and the Company's assets. The Board ensures that the effectiveness of the Group's system is reviewed annually. The system of risk management and internal control is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable but not absolute assurance against material misrepresentation or loss.

The Internal Monitoring and Control and the Handling of Inside Information

The Group established the procedures for internal monitoring and control and the handling of inside information. The relevant responsible department of the Group will timely identify and assess whether any material information will have significant influence to the share price of the Company, if it is confirmed that such information is an inside information, the relevant responsible department will report such issue to the Board when necessary, and recommend the Board to disclose such inside information according to the relevant laws and regulation as soon as possible, and to adopt suitable and reasonable measures to keep such information confidential, until it is being published.

The Group has an internal control department which plays an important role in the internal governance of the Company. The internal control department of the Group is primarily responsible for regulating and reviewing the financial position and internal control matters of the Company, developing different systems and procedures of internal control and risk management, organizing risk assessment and assessment on the effectiveness of internal control, and carrying out organization, coordination, inspection and monitoring on works related to internal control and risk management for each department of the Company. The internal control department will continuously review the risk management and internal control system of the Group, and will report to the Audit Committee and the Board on a regular basis.

The Board has reviewed the Group's risk management and internal control system for the year ended December 31, 2024, including all the key monitoring such as on the financial, operational and compliance fronts, and is of the view that the risk management and internal control system is effective and adequate.

WHISTLEBLOWING POLICY

The Group endeavors to maintain a high standard of business ethics, and encourage its employees and partners to participate in the system of monitoring the ethical operation of the Company, and to report any non-compliance incidents such as corruption and duty-related crimes. Corresponding whistleblowing channels are established, so that employees and partners can report any suspected cases in an anonymous way.

ANTI-CORRUPTION TRAININGS

Anti-corruption training is part of the induction plan of employees. During the Reporting Period, the Group does not have any non-compliance incident regarding corruption, extortion, fraud and money-laundering, and there is no concluded legal cases regarding corrupt practices brought against the Group or its employees.

AUDITOR'S REMUNERATION

The approximate remuneration of the auditors for audit and non-audit services provided to the Group for the year ended December 31, 2024 is set out below.

Service Type	**Amount** *(RMB'000)*
Audit service	3,050
Non-audit service	–
Total	**3,050**

JOINT COMPANY SECRETARIES

Mr. Dou Sen ("**Mr. Dou**"), the head of the capital markets department of the Group, was the joint company secretary of the Company during the Reporting Period and up to February 18, 2025 and was responsible for making recommendations to the Board on corporate governance matters and ensuring compliance with the Board's policies and procedures, applicable laws, rules and regulations. On February 18, 2025, due to a change in job responsibilities, Mr. Dou ceased to be the joint company secretary of the Company and Mr. He Liang, an executive Director and the chief financial officer of the Company, has been appointed as a joint company secretary of the Company on the same date.

In order to maintain good corporate governance and to ensure compliance with the Listing Rules and the applicable laws of Hong Kong, the Company has also appointed Ms. Chu Cheuk Ting ("**Ms. Chu**"), a manager of listing services department of TMF Hong Kong Limited, as another joint company secretary of the Company to assist Mr. Dou and Mr. He Liang in discharging their duties as the company secretary of the Company. Ms. Chu's main contact person in the Company is Mr. He Liang.

For the year ended December 31, 2024, Mr. Dou and Ms. Chu have undertaken not less than 15 hours of relevant professional training in compliance with Rule 3.29 of the Listing Rules.

COMMUNICATION WITH SHAREHOLDERS AND INVESTOR RELATIONS

The Company recognizes the importance of effective communication with its shareholders in order to strengthen investor relations and to enable investors to understand the Group's business, performance and strategy. The Company also believes in the importance of timely and non-selective disclosure of information about the Company to enable shareholders and investors to make informed investment decisions.

The annual general meeting of the Company provides an opportunity for direct communication between shareholders and directors. The Chairman of the Company and the chairmen of the Board committees of the Company will attend the annual general meeting to answer shareholders' questions. The auditors will also attend the annual general meeting and answer questions on the conduct of the audit, the preparation and contents of the auditor's report, the accounting policies and auditor independence.

In order to facilitate communication between the Company, its shareholders and the investment community, the Company from time to time organizes performance briefings, meetings and non-deal roadshows with shareholders, potential investors and analysts. Directors and employees of the Company who have contacts or dialogues with investors, analysts, the media or other interested third parties are subject to the disclosure obligations and requirements under the Listing Rules and applicable laws and regulations.

SHAREHOLDER COMMUNICATION POLICY

In order to facilitate effective communication, the Company has adopted a Shareholder Communication Policy which aims to establish mutual relationship and communication between the Company and its shareholders and has a website (http://edianyun.com) where the Company publishes up-to-date information on its business operations and development, financial data, corporate governance practices and other information for public consumption.

The Company considers that maintaining an effective communication with shareholders is critical for enhancing the investor relationship and the investor understanding on the business performance and strategy of the Group. The Company endeavors to maintain a continuous communication with shareholders, especially through the means of annual general meeting and other general meetings. Directors (or their representatives, if applicable) will meet the shareholders and answer the enquires at the annual general meeting. The auditor will also attend the annual general meeting to answer the questions raised regarding audit, the preparation and contents of the auditor's report, the accounting policy and the independence of auditor. The Company encourages its shareholders to participate the annual general meeting and other general meetings, and shareholders can exchange their opinion with the Board and exercise their voting rights at the meeting.

During the year ended December 31, 2024, the Company has reviewed the implementation and effectiveness of the Shareholder Communication Policy. The Company is of the opinion that the Company's Shareholder Communication Policy promotes adequate shareholder communication and considers the policy to be effective and adequate.

SHAREHOLDERS' RIGHTS

In order to protect the interests and rights of the Shareholders, separate resolutions will be proposed at general meetings on various matters, including the election of individual Directors.

All resolutions proposed at the general meetings will be voted on by way of a poll in accordance with the Listing Rules and the poll results will be published on the websites of the Company and the Stock Exchange in a timely manner after each of the general meetings.

CONVENING AND PROPOSALS FOR AN EXTRAORDINARY GENERAL MEETING

Pursuant to the Articles of Association, Shareholders may put forward proposals for consideration at general meetings of the Company. A requisition may also be made for the calling of an extraordinary general meeting and/or the insertion of a resolution on the agenda of the meeting by one or more shareholders holding in aggregate not less than one-tenth of the voting rights (on a one share, one vote basis) in the share capital of the Company as at the date of the requisition. Such requisition shall be made in writing to the Board or the joint company secretaries at the principal place of business of the Company in Hong Kong, 31/F., Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong, for the purpose of requiring an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition. Such meeting shall be held within two months after the deposit of such requisition. If the Board fails to proceed to convene such meeting within 21 days of the deposit of the requisition, the requisitionist(s) himself (themselves) may do so in the same manner, and the Company shall reimburse the requisitionist(s) for all reasonable expenses incurred by him (them) as a result of the failure of the Board to proceed to convene such meeting.

The procedures for proposing a person for election as a Director are available on the Company's website.

ENQUIRY TO THE BOARD

Shareholders who wish to make enquiries to the Board in relation to the Company may do so by email to the Company's head office at ir@edianyun.com.

CHANGES TO CONSTITUTIONAL DOCUMENTS

The Company has adopted the 11th amended and restated Memorandum and Articles of Association on May 5, 2023 with effect from the Listing Date. There has been no change in the said Memorandum and Articles of Association during the Reporting Period.

Deloitte. 德勤

TO THE SHAREHOLDERS OF EDIANYUN LIMITED
(incorporated in the Cayman Islands with limited liability)

OPINION

We have audited the consolidated financial statements of Edianyun Limited (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 76 to 164, which comprise the consolidated statement of financial position as at December 31, 2024, 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 December 31, 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("**IASB**") 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 International Standards on Auditing ("**ISAs**"). 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 International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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.

TO THE SHAREHOLDERS OF EDIANYUN LIMITED – continued
(incorporated in the Cayman Islands with limited liability)

KEY AUDIT MATTERS – continued

Key audit matter	How our audit addressed the key audit matter
*Impairment assessment under expected credit loss ("**ECL**") for trade receivables*	
As disclosed in Note 30 to the consolidated financial statements, as at December 31, 2024, debtors with gross carrying amount of RMB147,449,000 are assessed collectively using a provision matrix based on aging of debtors through grouping of various debtors that have similar loss patterns, and the allowance for credit losses provided for these trade receivables under provision matrix are RMB12,929,000. Estimated loss rates are based on historical default rates over the expected life of the debtors and are adjusted for forward-looking information, which are China gross domestic product growth rate and China consumer price index growth rate. We identified impairment assessment under ECL for trade receivables using a provision matrix as a key audit matter due to the involvement of subjective judgement and management estimates including grouping debtors of the provision matrix and forward-looking information, which are China gross domestic product growth rate and China consumer price index growth rate in evaluating ECL of the Group's trade receivables using a provision matrix at the end of the reporting period.	Our procedures in relation to impairment assessment under ECL for trade receivables using a provision matrix included: • Obtaining an understanding of management's basis and judgement in grouping debtors under the provision matrix and checking with our knowledge of customer credit risk characteristics; • Testing the arithmetic accuracy of management's calculation of historical default rates in the provision matrix, and assessing whether the historical default rates are appropriately adjusted based on forward-looking information, which are China gross domestic product growth rate and China consumer price index growth rate with the assistance of our internal valuation specialists; and • Testing the trade receivables aging report as at December 31, 2024 used by management to develop the provision matrix, on a sample basis, by comparing individual items in aging report with the relevant supporting documents.

TO THE SHAREHOLDERS OF EDIANYUN LIMITED – continued
(incorporated in the Cayman Islands with limited liability)

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 IFRS Accounting Standards as issued by the IASB 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.

TO THE SHAREHOLDERS OF EDIANYUN LIMITED – continued
(incorporated in the Cayman Islands with limited liability)

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 ISAs 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 ISAs, 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.

- 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.

TO THE SHAREHOLDERS OF EDIANYUN LIMITED – continued
(incorporated in the Cayman Islands with limited liability)

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

- 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.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes 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.

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, actions 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 this independent auditor's report is Ip Yat Hung.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
March 27, 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended December 31, 2024

	Notes	Year ended December 31, 2024 RMB'000	2023 RMB'000
Revenue	*5*	**1,356,885**	1,270,741
Cost of sales		**(800,328)**	(718,393)
Gross profit		**556,557**	552,348
Selling and marketing expenses		**(157,520)**	(160,068)
Research and development expenses		**(69,108)**	(81,768)
General and administrative expenses		**(128,933)**	(132,634)
Other income	*6*	**23,434**	31,724
Other gains and losses, net	*7*	**1,593**	(25,601)
Loss on changes in fair value of financial liabilities at fair value through profit or loss ("**FVTPL**")	*30.4*	**–**	(887,983)
Impairment losses under expected credit loss ("**ECL**") model, net of reversal	*8*	**(25,694)**	(40,763)
Listing expenses		**–**	(13,230)
Finance costs	*9*	**(122,604)**	(144,409)
Profit (loss) before tax		**77,725**	(902,384)
Income tax (expense) credit	*10*	**(13,001)**	1,747
Profit (loss) and total comprehensive income (expense) for the year	*11*	**64,724**	(900,637)
Earnings (loss) per share			
– Basic (RMB Yuan)	*13*	**0.11**	(2.27)
– Diluted (RMB Yuan)	*13*	**0.11**	(2.27)

As at December 31, 2024

	Notes	As at December 31, 2024 RMB'000	2023 RMB'000
ASSETS			
Non-current assets			
Rental computer devices	*15*	1,505,741	1,480,945
Right-of-use assets	*16*	620,038	503,017
Intangible assets		1,234	240
Trade and other receivables and prepayments	*19*	175,109	190,130
Pledged bank deposits	*22*	41,424	–
Deferred tax assets	*17*	31,892	41,247
		2,375,438	2,215,579
Current assets			
Inventories	*18*	2,720	1,604
Trade and other receivables and prepayments	*19*	339,695	320,098
Financial assets at FVTPL	*20*	239,277	246,690
Pledged bank deposits and restricted cash	*22*	–	37,513
Cash and cash equivalents	*21*	556,685	490,390
		1,138,377	1,096,295
Total assets		3,513,815	3,311,874

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at December 31, 2024

	Notes	As at December 31, 2024 RMB'000	2023 RMB'000
EQUITY AND LIABILITIES			
Equity			
Share capital	*27*	200	199
Reserves		4,080,931	4,141,429
Accumulated losses		(2,845,381)	(2,909,641)
Total equity		1,235,750	1,231,987
Non-current liabilities			
Borrowings	*24*	679,892	667,769
Lease liabilities	*25*	214,388	159,016
Deferred tax liabilities	*17*	3,323	–
		897,603	826,785
Current liabilities			
Trade and other payables	*23*	105,441	132,062
Deposits received for rental computer devices		10,860	12,591
Advance lease payments		39,094	61,853
Contract liabilities		32,811	12,341
Income tax payable		3,838	3,838
Borrowings	*24*	936,867	852,051
Lease liabilities	*25*	251,551	178,366
		1,380,462	1,253,102
Total liabilities		2,278,065	2,079,887
Total equity and liabilities		3,513,815	3,311,874

The consolidated financial statements on page 76 to 164 were approved and authorized for issue by the Board of Directors on March 27, 2025 and are signed on its behalf by:

Mr. Ji Pengcheng
DIRECTOR

Mr. He Liang
DIRECTOR

	Share capital RMB'000	Share premium RMB'000	Share-based payments reserve RMB'000	Statutory reserve RMB'000 *(Note a)*	Capital reserve RMB'000 *(Note b)*	Treasury shares RMB'000	Accumulated losses RMB'000	Total RMB'000
As at January 1, 2023	43	3,530	94,122	956	(1,112)	–	(2,007,887)	(1,910,348)
Loss and total comprehensive expense for the year	–	–	–	–	–	–	(900,637)	(900,637)
Exercise of share options	1	7,250	(4,368)	–	–	–	–	2,883
Recognition of equity-settled share-based payments *(Note 28)*	–	–	14,637	–	–	–	–	14,637
Issue of new shares upon global offering *(Note c)*	6	161,315	–	–	–	–	–	161,321
Share issue costs attributable to issue of new shares	–	(8,210)	–	–	–	–	–	(8,210)
Automatic conversion of preferred shares into ordinary shares upon global offering *(Note 26 and 30.4)*	149	3,872,192	–	–	–	–	–	3,872,341
Transfer to statutory reserve	–	–	–	1,117	–	–	(1,117)	–
As at December 31, 2023	199	4,036,077	104,391	2,073	(1,112)	–	(2,909,641)	1,231,987
Profit and total comprehensive income for the year	–	–	–	–	–	–	64,724	64,724
Exercise of share options	1	13,881	(11,449)	–	–	–	–	2,433
Recognition of equity-settled share-based payments *(Note 28)*	–	–	15,445	–	–	–	–	15,445
Repurchase of shares (to be cancelled) *(Note d)*	–	–	–	–	–	(78,717)	–	(78,717)
Cancellation of shares repurchased *(Note d)*	(1)	(5,882)	–	–	–	5,883	–	–
Issue of new shares under 2023 Share Scheme	1	–	–	–	–	(1)	–	–
Transaction costs attributable to repurchase of shares	–	–	–	–	–	(122)	–	(122)
Transfer to statutory reserve	–	–	–	464	–	–	(464)	–
As at December 31, 2024	200	4,044,076	108,387	2,537	(1,112)	(72,957)	(2,845,381)	1,235,750

Notes:

a. In accordance with the articles of association of the subsidiaries established in the People's Republic of China (the "**PRC**") and relevant PRC laws and regulations, these subsidiaries are required to transfer at least 10% of their profit after tax, which is determined in accordance with the Accounting Standards for Business Enterprises and Financial Regulations applicable in the PRC to a statutory reserve until the balance of such fund has reached 50% of the registered capital of the respective subsidiaries. Statutory reserve can only be used to offset accumulated losses or to increase capital of the relevant subsidiaries.

b. Capital reserve represents the difference between the then paid in capital of Beijing Ediantao Internet Technology Co., Ltd. ("**Beijing Ediantao**"), a subsidiary of the Company after repurchase of its ordinary shares and the consideration paid by Edianzu Hong Kong Limited, a subsidiary of the Company, to Ji Pengcheng and Zhang Bin, co-founders and the executive directors of the Company resulting from the group reorganization.

c. On May 25, 2023, the Company offered a total of 17,572,500 new ordinary shares of United States dollars ("**USD**") 0.00005 each at the price of Hong Kong Dollar ("**HKD**") 10.19 per share by means of global offering.

d. During the year ended December 31, 2024, the Company repurchased 47,078,500 of its own ordinary shares through the Stock Exchange, with a total consideration of HKD85,231,000 (equivalent to approximately RMB78,717,000), including 250,000 ordinary shares purchased in January of 2024, 932,000 ordinary shares purchased in February of 2024, 1,736,500 ordinary shares purchased in July of 2024, 1,123,000 ordinary shares purchased in September of 2024, 8,917,000 ordinary shares purchased in October of 2024, 9,966,500 ordinary shares purchased in November of 2024, and 24,153,500 ordinary shares purchased in December of 2024, at a price ranging from HKD1.07 (equivalent to RMB0.98) per share to HKD3.69 (equivalent to RMB3.35) per share, among which 2,918,500 ordinary shares had been cancelled. The cancellation process of the remaining 44,160,000 shares repurchased during the year has not yet completed.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2024

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Operating activities		
Profit (loss) before tax	**77,725**	(902,384)
Adjustments for:		
Depreciation of rental computer devices	**382,379**	317,129
Depreciation of right-of-use assets	**99,672**	100,435
Amortization of intangible assets	**438**	409
Impairment loss under ECL model, net of reversal	**25,694**	40,763
Interest income from trade receivables under installment sales	**(1,052)**	(1,951)
Exchange gain	**(1,595)**	(1,614)
Finance costs	**122,604**	144,409
Gain on changes in fair value of financial assets at FVTPL	**(9,260)**	(4,324)
Loss on changes in fair value of financial liabilities at FVTPL	**–**	887,983
Share-based payment expense	**15,445**	14,637
(Gain) loss on termination of lease contract	**(638)**	657
Operating cash flows before movements in working capital	**711,412**	596,149
(Increase) decrease in inventories	**(1,116)**	2,325
Decrease in contract costs	**–**	1,337
Increase in trade and other receivables and prepayments	**(33,996)**	(71,372)
Increase in rental computer devices	**(288,423)**	(236,065)
Increase (decrease) in trade and other payables	**7,958**	(4,483)
(Decrease) increase in deposits received for rental computer devices	**(1,731)**	559
Increase (decrease) in contract liabilities	**20,470**	(44)
(Decrease) increase in advance lease payments	**(22,759)**	10,568
Cash generated from operations	**391,815**	298,974
Income taxes paid	**(323)**	(318)
Net cash from operating activities	**391,492**	298,656

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2024

	Year ended December 31, 2024 RMB'000	2023 RMB'000
Investing activities		
Repayments from shareholders	–	41
Purchases of intangible assets	(1,432)	–
Purchases of financial assets at FVTPL	(303,323)	(335,561)
Proceeds from disposal of financial assets at FVTPL	319,996	59,044
Placement of pledged bank deposits and restricted cash	(32,426)	(48,513)
Withdrawal of pledged bank deposits and time deposits	28,515	110,880
Net cash from (used in) investing activities	11,330	(214,109)
Financing activities		
Proceeds from bank and other borrowings	1,185,832	1,662,721
Repayments of bank and other borrowings	(1,086,101)	(1,538,738)
Repayment of bond payable	–	(11,250)
Exercise of share options	2,433	1,669
Payments for share repurchase	(78,717)	–
Transaction costs attributable to repurchase of shares	(122)	–
Repayments to shareholders	–	(1,841)
Repayments of lease liabilities	(235,810)	(227,080)
Interest paid	(125,396)	(141,666)
Proceeds from issuance of new shares upon global offering	–	161,321
Proceeds from sale shares to be paid to former shareholders	–	150,176
Repayments to former shareholders from sale shares	–	(150,176)
Payment of issue costs	(241)	(6,816)
Net cash used in financing activities	(338,122)	(101,680)
Net increase (decrease) in cash and cash equivalents	64,700	(17,133)
Cash and cash equivalents at beginning of year	490,390	505,803
Effect of foreign exchange rate changes	1,595	1,720
Cash and cash equivalents at end of year	556,685	490,390

1. GENERAL INFORMATION

Edianyun Limited (the "**Company**") was incorporated in the Cayman Islands as an exempted company with limited liability. The address of the Company's registered office is Suite#4-210, Governors Square, 23 Lime Tree Bay Avenue, PO Box 32311, Grand Cayman KY1-1209, Cayman Islands. The principal place of business of the Company is Edianyun Building, No. 41, Xixiaokou Road, Haidian District, Beijing, the PRC. The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on May 25, 2023.

The Company is an investment holding company, the Company and its subsidiaries (collectively referred to as the "**Group**") are principally engaged in providing office Internet Technology ("**IT**") integrated solution to small-and medium-sized enterprises in the PRC.

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

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS

Amendments to IFRS Accounting Standards that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to IFRS Accounting Standards issued by the International Accounting Standards Board ("**IASB**") for the first time, which are mandatorily effective for the Group's annual period beginning on January 1, 2024 for the preparation of the consolidated financial statements:

Amendments to IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The application of the amendments to IFRS Accounting Standards 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.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS – continued

New and Amendments to IFRS Accounting Standards in issue but not yet effective

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

Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[3]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity[3]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards – Volume 11[3]
Amendments to IAS 21	Lack of Exchangeability[2]
IFRS 18	Presentation and Disclosure in Financial Statements[4]

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

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

3 Effective for annual periods beginning on or after January 1, 2026.

4 Effective for annual periods beginning on or after January 1, 2027.

Except for the new and amendments to IFRS Accounting Standards mentioned below, the directors of the Company anticipate that the application of all other new and amendments to IFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS – continued

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 *Presentation and Disclosure in Financial Statements*, which sets out requirements on presentation and disclosures in financial statements, will replace IAS 1 Presentation of Financial Statements. This new IFRS Accounting Standard, while carrying forward many of the requirements in IAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some IAS 1 paragraphs have been moved to IAS 8 and IFRS 7. Minor amendments to IAS 7 Statement of Cash Flows and IAS 33 Earnings per Share are also made.

IFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after January 1, 2027, with early application permitted. The application of the new standard is expected to affect the presentation of the statement of profit or loss and disclosures in the future financial statements. The Group is in the process of assessing the detailed impact of IFRS 18 on the Group's consolidated financial statements.

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

Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards issued by IASB. 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 ("**Listing Rules**") and by the Hong Kong Companies Ordinance.

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

Basis of preparation of consolidated financial statements – continued

As at December 31, 2024, the Group had current assets less than current liabilities by RMB242,085,000. The Group assesses its liquidity by its ability to generate cash from operating activities and/or finance funding. Based on the Group's historical performance and management's operating and financing plans, the Group has performed a working capital forecast for the next twelve months. Taking into account the financial resources available to the Group, including cash and cash equivalents on hand, operating cash flows and financing cash flows from banking facilities and borrowings from other financial institutions, the directors of the Company believe that the Group will have sufficient financial resources to satisfy its future working capital in the next twelve months from the end of the reporting period. The directors of the Company consider that it is appropriate that the consolidated financial statements are prepared on a going concern basis.

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. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

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

Basis of consolidation – continued

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

Information about the Group's accounting policies relating to revenue from contracts with customers is provided in Note 5.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under IFRS 16 at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Short-term leases

The Group applies the short-term lease recognition exemption to leases of buildings that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

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

Leases – continued

The Group as a lessee – continued

Right-of-use assets

The cost of right-of-use assets includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

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 in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, the right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

When the Group obtains ownership of the underlying leased assets at the end of the lease term, upon exercising purchase options, the carrying amount of the relevant right-of-use assets are transferred to rental computer devices.

The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

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

Leases – continued

The Group as a lessee – continued

Refundable rental deposits

Refundable rental deposits paid are accounted for under IFRS 9 *Financial Instruments*, and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

At the commencement date of a lease, the Group recognizes and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- the exercise price of a purchase option if the Group is reasonably certain to exercise the option; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising an option to terminate the lease.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

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

Leases – continued

The Group as a lessee – continued

Lease liabilities – continued

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.

- the lease payments change due to changes in market rental rates following a market rent review, in which cases the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.

- a lease contract is modified and the lease modification is not accounted for as a separate lease.

The Group presents lease liabilities as a separate line item on the consolidated statement of financial position.

The Group as a lessor

Classification and measurement of leases

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income from operating leases is recognized in profit or loss on a straight-line basis over the term of the relevant lease.

Rental income which is derived from the Group's ordinary course of business is presented as revenue.

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

Leases – continued

The Group as a lessor – continued

Allocation of consideration to components of a contract

When a contract includes both leases and non-lease components, the Group applies IFRS 15 *Revenue from Contracts with Customers* to allocate consideration in a contract to lease and non-lease components.

Refundable rental deposits

Refundable rental deposits received are accounted for under IFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments from lessees.

Sublease

When the Group is an intermediate lessor, it accounts for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use assets arising from the head lease, not with reference to the underlying asset.

Lease modification

Changes in considerations of lease contracts that were not part of the original terms and conditions are accounted for as lease modifications, including lease incentives provided through forgiveness or reduction of rentals.

The Group accounts for a modification to an operating lease as a new lease from the effective date of the modification, considering any prepaid or accrued lease payments relating to the original lease as part of the lease payments for the new lease.

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

Borrowing costs

All borrowing costs are recognized in profit or loss in the period in which they are incurred.

Short-term employee benefits

Short-term employee benefits are recognized at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognized as an expense unless another IFRS requires or permits the inclusion of the benefit in the cost of an asset.

A liability is recognized for benefits accruing to employees (such as wages and salaries and annual leave) after deducting any amount already paid.

Share-based payments

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-based payments reserve). At the end of the 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 recognized in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share-based payments reserve. When share options are exercised, the amount previously recognized in share-based payments 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 recognized in share-based payments reserve will continue to be held in share-based payments reserve.

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

Taxation

Income tax expense represents the sum of current tax and deferred tax expense.

The current tax payable is based on taxable profit for the year. Taxable profit differs from profit (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 current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts 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 recognized for all taxable temporary differences. Deferred tax assets are generally recognized 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 utilized. Such deferred tax assets and liabilities are not recognized 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.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries, 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 recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize 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 the 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 realized, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

Taxation – continued

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.

For the purposes of measuring deferred tax for leasing transactions in which the Group recognizes the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies IAS 12 requirements to the lease liabilities and the related assets separately. The Group recognizes a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized and a deferred tax liability for all taxable temporary differences.

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 recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

Rental computer devices

Rental computer devices are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Rental computer devices are depreciated over the estimated useful life on a straight line basis. The Group also estimates the residual value of the rental computer devices at the expected time of disposal. The Group makes use of currently available market information and the estimated residual values for rental computer devices are based on factors including model and age.

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

Rental computer devices – continued

The Group makes periodic adjustments to the depreciation rates of rental computer devices in response to the latest market conditions and their effect on residual values as well as the estimated time of disposal. Such adjustments are accounted for as changes in accounting estimates.

Rental computer devices are transferred to inventories at their carrying amount when they cease to be rented and become held for sale, as the Group routinely sells rental computer devices to others.

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position include:

(a) cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash.

(b) cash equivalents, which comprise short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

For the purposes of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

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

Financial instruments

Financial assets and financial liabilities are recognized when a group entity becomes a party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognized and derecognized 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 IFRS 15. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

The effective interest method is a method of calculating the amortized 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.

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

Financial instruments – continued

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortized 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.

All other financial assets are subsequently measured at FVTPL.

(i) Amortized cost and interest income

Interest income is recognized using the effective interest method for financial assets measured subsequently at amortized 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 recognized by applying the effective interest rate to the amortized 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 recognized 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.

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

Financial instruments – continued

Financial assets – continued

Classification and subsequent measurement of financial assets – continued

(ii) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortized cost are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of the reporting period, with any fair value gains or losses recognized in profit or loss. The net gain or loss recognized in profit or loss includes any dividend or interest earned on the financial asset and is included in "other gains and losses, net".

Impairment of financial assets and other item subject to impairment assessment under IFRS 9

The Group performs impairment assessment under ECL model on financial assets (including trade receivables arising from contracts with customers, other receivables, cash and cash equivalents and pledged bank deposits, time deposits and restricted cash) and other item (lease receivables included in trade receivables), which are subject to impairment assessment under IFRS 9. The amount of ECL is updated at the reporting date to reflect changes in credit risk since initial recognition.

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 ("**12m 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 is 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 recognizes lifetime ECL for trade receivables arising from contracts with customers and lease receivables. The ECL on these assets are assessed individually for debtors with significant balances and credit impaired and/or collectively using a provision matrix with appropriate groupings.

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

Financial instruments – continued

Financial assets – continued

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 – continued

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, in which case the Group recognizes lifetime ECL. The assessment of whether lifetime ECL should be recognized is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(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;
- 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;

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

Financial instruments – continued

Financial assets – continued

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 – continued

(i) Significant increase in credit risk – continued

- 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.

(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. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION – continued

Financial instruments – continued

Financial assets – continued

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 – continued

(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;

(c) the lender 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; or

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganization.

(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, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. 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 recognized in profit or loss.

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

Financial instruments – continued

Financial assets – continued

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 – continued

(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. The Group uses a practical expedient in estimating ECL on trade receivables using a provision matrix taking into consideration historical credit loss experience and forward looking information that is available without undue cost or effort.

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. For a lease receivable, the cash flows used for determining the ECL is consistent with the cash flows used in measuring the lease receivable in accordance with IFRS 16.

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.

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.

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

Financial instruments – continued

Financial assets – continued

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 – continued

(v) Measurement and recognition of ECL – continued

The grouping is regularly reviewed by the directors of the Company to ensure the constituents of each group continue to share similar credit risk characteristics.

The Group recognizes an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables and other receivables where the corresponding adjustment is recognized through a loss allowance account.

Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset measured at amortized cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss.

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

Financial instruments – continued

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 recognized at the proceeds received, net of direct issue costs.

Financial instruments issued by the Group, which include no contractual obligation for the Group to deliver cash or other financial assets are classified as equity instruments.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method .

Financial liabilities including trade and other payables, deposits received for rental computer devices and borrowings are subsequently measured at amortized cost, using the effective interest method.

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

Financial instruments – continued

Financial liabilities and equity – continued

Derecognition of financial liabilities

The Group derecognizes 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 derecognized and the consideration paid and payable is recognized in profit or loss.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 3, the directors of the Company are required to make judgements, 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 recognized 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.

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.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY – continued

Provision of ECL for trade receivables

Trade receivables with significant balances and credit-impaired are assessed for ECL individually. In addition, the Group uses practical expedient in estimating ECL on trade receivables which are assessed collectively using a provision matrix. The provision rates are based on aging of debtors through grouping of various debtors that have similar loss patterns, after considering internal credit ratings of trade debtors, repayment history and/or past due status of respective trade receivables. Estimated loss rates are based on historical observed default rates over the expected life of the debtors and forward-looking information that is available without undue cost or effort. At the 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 of the Group's trade receivables are disclosed in Note 30.

Deferred tax assets

As at December 31, 2024, deferred tax assets of RMB177,808,000 (2023: RMB132,051,000) in relation to unused tax losses and deductible temporary differences for certain subsidiaries have been recognized in the consolidated statement of financial position. The Group recognized the deferred tax asset to the extent that these entities will have sufficient taxable profit in the future. No deferred tax asset has been recognized in relation to unused tax losses amounting to RMB144,633,000 (2023: RMB109,086,000) and deductible temporary differences amounting to RMB6,836,000 (2023: RMB5,905,000) as at December 31, 2024, due to the unpredictability of future profit streams. The realizability of the deferred tax asset mainly depends on whether sufficient taxable profits will be available in the future , which is a key source of estimation uncertainty. In cases where the actual future taxable profits generated are less or more than expected, or change in facts and circumstances which result in revision of future taxable profits estimation, a material reversal or further recognition of deferred tax assets may arise, which would be recognized in profit or loss for the period in which such a change takes place.

5. REVENUE AND SEGMENT INFORMATION

The Group's principal business is engaged in providing office IT integrated solution and other services to its customers.

The Group's chief operating decision maker, who has been identified as the Chief Executive Officer, reviews the consolidated results when making decisions about allocating resources and assessing performance of the Group as a whole and hence, the Group has only one reportable segment.

As the Group's non-current assets are all located in the PRC and all the Group's revenue are derived from the PRC, no geographical information is presented. During the year ended December 31, 2024, there was no revenue derived from transactions with a single external customer which amounted to 10% or more of the Group's revenue (2023: none).

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Revenue		
Pay-as-you-go* office IT integrated solution revenue		
– device subscription services recognized as lease income under IFRS 16	**678,061**	1,060,592
– office IT technical subscription services	**510,120**	55,087
Sales of devices	**157,620**	138,470
Software-as-a-Service ("**SaaS**") and others	**11,084**	16,592
Total	**1,356,885**	1,270,741

* Pay-as-you-go described the subscription method of the Group where customers can subscribe and unsubscribe for the office IT integrated solution which contains hardware and service based on their ever-changing actual needs.

5. REVENUE AND SEGMENT INFORMATION – continued

(a) Disaggregation of revenue from contracts with customers

Types of goods or service

	Year ended December 31, 2024 RMB'000	2023 RMB'000
Pay-as-you-go office IT integrated solution revenue		
Office IT technical subscription services	510,120	55,087
Sales of devices		
Devices	155,052	136,639
Computer accessories	2,568	1,831
Total	157,620	138,470
SaaS and others		
SaaS	6,235	5,798
Other services	4,849	10,794
Total	11,084	16,592

	Year ended December 31, 2024 RMB'000	2023 RMB'000
Timing of revenue recognition		
At a point in time	157,620	138,470
Over time	521,204	71,679
Total	678,824	210,149

5. REVENUE AND SEGMENT INFORMATION – continued

(b) Performance obligations for contracts with customers and revenue recognition policies

Pay-as-you-go office IT integrated solution revenue – office IT technical subscription services

The Group provides office IT technical subscription services coupled with the device subscription services during the subscription period. Certain contracts are assessed to include both lease (as disclosed in Note 5(d) below) and non-lease components (office IT technical subscription services), the Group applies IFRS 15 to allocate the consideration to separate lease and non-lease components on a relative stand-alone selling price basis.

Revenue relating to office IT technical subscription services, which primarily include providing stand-ready services to solve problems and repairs and maintenance services in relation to the computer devices, is satisfied over time as services are rendered, which is measured based on output method.

Sales of devices

The Group sells devices and computer accessories directly to customers through internet sales.

Revenue is recognized when the customer obtains control of the goods, being at the point the goods are delivered to the customer. Delivery occurs when the goods have been shipped to the customer's specific location. When the customer initially purchases the goods online, the transaction price received by the Group is recognized as contract liabilities until the goods have been delivered to the customer.

SaaS and others

The SaaS services arise from the Group's self-developed "Epandian" system which is designed to provide SaaS to enterprise customers in managing their assets and inventories.

Other services mainly include the maintenance support and assistance to customers of the Group.

5. REVENUE AND SEGMENT INFORMATION – continued

(b) Performance obligations for contracts with customers and revenue recognition policies – continued

SaaS and others – continued

The performance obligation is satisfied over time as services are rendered, which is measured based on output method. Short term advances are normally required before rendering the services. Services provided are for periods of one year or less, and are billed based on the time incurred.

(c) Transaction price allocated to the remaining performance obligations for contracts with customers

For office IT technical subscription services, the transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at December 31, 2024 and the expected timing of recognizing revenue are as follows:

	Year ended December 31,	
	2024 RMB'000	2023 RMB'000
For operating leases:		
Within one year	**103,088**	78,997
More than one year but not more than two years	**41,052**	28,847
More than two years	**11,736**	10,805
Total	**155,876**	118,649

For sales of devices and provision of SaaS and other services, the Group applies the practical expedient of not disclosing the transaction price allocated to the remaining performance obligation as the original expected duration of all the contracts from customers of the Group are within one year or less.

5. REVENUE AND SEGMENT INFORMATION – continued

(d) Pay-as-you-go office IT integrated solution revenue – device subscription services recognized as lease income under IFRS 16

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
For operating leases:		
Lease payments that are fixed	**678,061**	1,060,592

The Group leases out self-owned or leased-in computer devices under the pay-as-you-go subscription method, which affords customers the freedom of subscribing for a flexible term, generally on a monthly basis, or up to three years, at a monthly fixed fee subject to termination penalties. Subscription deposits are waived as long as the enterprise customer met the required credit information and passed the Group's internal risk assessment. Monthly payments are automatically withdrawn on the payment dates from the customers' accounts. The Group normally grant a credit period up to 5 days after the issuance of billing to customers.

6. OTHER INCOME

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Interest income from banks	**6,530**	9,512
Interest income from trade receivables under installment sales	**1,052**	1,951
Government grants *(Note i)*	**11,632**	10,923
Compensation income *(Note ii)*	**4,220**	2,642
Additional value added tax ("**VAT**") input deduction *(Note iii)*	**–**	6,696
Total	**23,434**	31,724

6. OTHER INCOME – continued

Notes:

i. Government grants mainly represent subsidies received from local governments for rewarding the innovative activities and subsidizing the job stabilization of certain subsidiaries of the Group.

ii. Compensation income represents devices damage compensations paid by the Group's customers.

iii. Additional VAT input deduction were recognized in profit or loss due to the VAT reform. In accordance with Taxation Announcement No.1 of 2023, the Group is eligible for additional VAT input deduction by 5% of the VAT payable from January 1, 2023 to December 31, 2023. The policy was expired since January 1, 2024.

7. OTHER GAINS AND LOSSES, NET

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Gain on changes in fair value of financial assets at FVTPL	**9,260**	4,324
Net exchange gain	**1,588**	561
Loss on written-off of rental computer devices *(Note i)*	**(14,556)**	(26,503)
Gain (loss) on termination of lease contracts	**638**	(657)
Subscription fee of financial assets at FVTPL *(Note ii)*	**–**	(2,814)
Gain on wavier of payables	**3,636**	–
Others	**1,027**	(512)
Total	**1,593**	(25,601)

Notes:

i. For the customers with six months overdue billings, the Group ceases to recognize revenue and recognizes loss on written-off of rental computer devices held by the customers, which the management of the Group believed are unable to be recovered.

ii. The subscription fee is the initial fee paid to acquire cash management portfolio linked note and the investment in a private fund.

8. IMPAIRMENT LOSSES UNDER EXPECTED CREDIT LOSS MODEL, NET OF REVERSAL

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Impairment losses, net of reversal, recognized on:		
Trade receivables	**26,230**	38,576
Other receivables	**(536)**	2,187
Total	**25,694**	40,763

9. FINANCE COSTS

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Interest on borrowings	**90,639**	118,142
Interest on lease liabilities	**31,965**	25,749
Interest on bond payable	**–**	518
Total	**122,604**	144,409

10. INCOME TAX EXPENSE (CREDIT)

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Current enterprise income tax	**323**	318
Deferred tax *(Note 17)*	**12,678**	(2,065)
Total	**13,001**	(1,747)

10. INCOME TAX EXPENSE (CREDIT) – continued

Cayman Islands

Under the current laws of the Cayman Islands, the Company incorporated in the Cayman Islands is not subject to tax on income or capital gains. Additionally, the Cayman Islands does not impose a withholding tax on payments of dividends to shareholders.

Hong Kong

The Company's subsidiaries domiciled in Hong Kong are subject to a two-tiered income tax rate for taxable income earned in Hong Kong effectively since April 1, 2018. The first 2 million Hong Kong dollars of profits earned by the qualifying group entity are subject to be taxed at an income tax rate of 8.25%, while the remaining profits will continue to be taxed at the existing tax rate, 16.5%. To avoid abuse of the two-tiered tax regime, each group of connected entities can nominate only one entity to benefit from the two-tiered tax rate. Additionally, payments of dividends by the subsidiaries incorporated in Hong Kong to the Company are not subject to any Hong Kong withholding tax.

PRC

Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the statutory tax rate of the PRC subsidiaries is 25% during both years.

Beijing Ediantao has been accredited as a "New and High Technical Enterprise" by the Science and Technology Bureau of Beijing and relevant authorities in December 2022 for a term of three years from 2022 to 2024. In accordance with the "Notice of the State Tax Bureau of the Ministry of Finance Regarding Certain Preferential Treatment Policies on Enterprise Income Tax", New and High Technical Enterprise is subject to income tax at a tax rate of 15%.

Beijing Epandian Technology Co., Ltd. has been accredited as a "New and High Technical Enterprise" by the Science and Technology Bureau of Beijing and relevant authorities in December 2023 for a term of three years from 2023 to 2025. In accordance with the "Notice of the State Tax Bureau of the Ministry of Finance Regarding Certain Preferential Treatment Policies on Enterprise Income Tax", New and High Technical Enterprise is subject to income tax at a tax rate of 15%.

10. INCOME TAX EXPENSE (CREDIT) – continued

PRC – continued

Certain subsidiaries have been approved as Small Low-profit Enterprise. The entitled subsidiaries are subject to a preferential income tax rate of 5% up to December 31, 2027.

According to the relevant laws and regulations in the PRC, enterprises engaging in research and development activities are entitled to claim 200% of their research and development expenses from October 1, 2022 to December 31, 2024 ("**Super Deduction**").

Withholding tax on undistributed dividends

The EIT Law also imposes a withholding income tax of 10% on dividends distributed by a foreign investment enterprise (the "**FIE**") to its immediate holding company outside of Mainland China, if such immediate holding company is considered as a non-resident enterprise without any establishment or place within Mainland China or if the received dividends have no connection with the establishment or place of such immediate holding company within Mainland China, unless such immediate holding company's jurisdiction of incorporation has a tax treaty with Mainland China that provides for a different withholding arrangement.

According to the arrangement between Mainland China and Hong Kong Special Administrative Region on the Avoidance of Double Taxation and Prevention of Fiscal Evasion in August 2006, dividends paid by an FIE in Mainland China to its immediate holding company in Hong Kong will be subject to withholding tax at a rate of no more than 5% (if the FIE satisfies the criteria for "beneficial owner" under Circular No. 9, which was issued by the State Taxation Administration in February 2018, and the foreign investor owns directly at least 25% of the shares of the FIE). 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 RMB3,280,000 (2023: nil) as of December 31, 2024 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.

10. INCOME TAX EXPENSE (CREDIT) – continued

Withholding tax on undistributed dividends – continued

The income tax expense (credit) for the year can be reconciled to profit (loss) before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Profit (loss) before tax	**77,725**	(902,384)
Tax at PRC statutory income tax rate of 25% (2023: 25%)	**19,431**	(225,596)
Tax effect of expenses that are not deductible for tax purpose net of income not subject to tax *(Note)*	**2,821**	230,580
Tax effect of Super Deduction for research and development expenses	**(14,870)**	(17,806)
Tax effect of utilization of tax losses and deductible temporary differences previously not recognized	**–**	(611)
Tax effect of tax losses and deductible temporary differences not recognized	**9,715**	7,633
Effect on different tax rate of subsidiaries	**(4,096)**	4,053
	13,001	(1,747)

Note: The amounts mainly consist of loss on changes in fair value of financial liabilities at FVTPL and expenses related to the share options granted.

11. PROFIT (LOSS) AND TOTAL COMPREHENSIVE INCOME (EXPENSE) FOR THE YEAR

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Cost of pay-as-you-go office IT integrated solution	**635,625**	562,227
Cost of sales of devices	**160,892**	153,900
Cost of SaaS and others	**3,811**	2,266
Promotion and advertising expenses	**6,219**	6,416
Employee benefit expenses (including directors' emoluments as set out in Note 12)		
– Salaries, allowances and benefits	**243,937**	244,831
– Retirement benefits	**45,076**	48,613
– Share-based payments *(Note 28)*	**15,445**	14,637
Total employee benefit expenses	**304,458**	308,081
Expenses related to short-term leases	**4,032**	6,044
Depreciation of other right-of-use assets	**22,990**	23,733
Amortization of intangible assets	**438**	409
Auditor's remuneration	**3,050**	3,200

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES

Directors' and chief executive's emoluments

Directors' and chief executive's remuneration (including emoluments for services as employee/directors of the group entities prior to becoming the directors of the Company), disclosed pursuant to the applicable Listing Rules and Hong Kong Companies Ordinance, is as follows:

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – continued

Directors' and chief executive's emoluments – continued

(a) The remuneration of directors and chief executive is set out below:

	For the year ended December 31, 2024					
	Salaries and other allowances RMB'000	Fee RMB'000	Retirement benefits scheme contributions RMB'000	Performance related bonuses RMB'000 *(Note i)*	Equity-settled share-based expense RMB'000	Total RMB'000
Executive directors:						
Mr. Ji Pengcheng (Chief Executive Officer)	654	–	131	667	3,370	4,822
Mr. Zhang Bin	654	–	131	667	2,247	3,699
Mr. He Liang *(Note ii)*	855	–	131	205	1,159	2,350
Mr. Tong Jian *(Note iii)*	1,019	–	131	271	1,926	3,347
Mr. Xiang Zheng *(Note iv)*	401	–	43	–	251	695
Mr. Xiang Wang *(Note v)*	1,248	–	53	–	832	2,133
	4,831	–	620	1,810	9,785	17,046
Independent non-executive directors:						
Mr. Hong Weili *(Note vi)*	300	–	–	–	–	300
Mr. Song Shiji *(Note vi)*	300	–	–	–	–	300
Mr. Wang Jingbo *(Note vi)*	300	–	–	–	–	300
Ms. Li Dan *(Note vi)*	300	–	–	–	–	300
	1,200	–	–	–	–	1,200
Total	6,031	–	620	1,810	9,785	18,246

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – continued

Directors' and chief executive's emoluments – continued

(a) The remuneration of directors and chief executive is set out below: – continued

	For the year ended December 31, 2023					
	Salaries and other allowances RMB'000	Fee RMB'000	Retirement benefits scheme contributions RMB'000	Performance related bonuses RMB'000 *(Note i)*	Equity-settled share-based expense RMB'000	Total RMB'000
Executive directors:						
Mr. Ji Pengcheng (Chief Executive Officer)	604	–	124	260	–	988
Mr. Zhang Bin	604	–	124	629	–	1,357
Mr. Zheng Tao	836	–	115	–	789	1,740
Mr. Xiang Zheng *(Note iv)*	1,304	–	124	1,330	1,067	3,825
Mr. Xiang Wang *(Note v)*	1,161	–	124	294	1,064	2,643
	4,509	–	611	2,513	2,920	10,553
Independent non-executive directors:						
Mr. Hong Weili *(Note vi)*	197	–	–	–	–	197
Mr. Song Shiji *(Note vi)*	197	–	–	–	–	197
Mr. Wang Jingbo *(Note vi)*	197	–	–	–	–	197
Ms. Li Dan *(Note vi)*	197	–	–	–	–	197
	788	–	–	–	–	788
Total	5,297	–	611	2,513	2,920	11,341

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – continued

Directors' and chief executive's emoluments – continued

(a) The remuneration of directors and chief executive is set out below: – continued

Notes:

i. Certain executive directors of the Company are entitled to bonus payments which are determined based on the Group's performance, performance of the relevant individual within the Group and comparable market statistics.

ii. Appointed as executive director of the Company commenced from May 24, 2024.

iii. Appointed as executive director of the Company commenced from July 17, 2024.

iv. Resigned from directorship on January 12, 2024.

v. Appointed as executive director of the Company commenced from November 21, 2023, and resigned from directorship on July 17, 2024

vi. Mr. Hong Weili, Mr. Song Shiji, Mr. Wang Jingbo and Ms. Li Dan were appointed as independent non-executive directors on February 25, 2022 and the appointment takes effect on May 5, 2023.

(b) Benefits and interests of directors

Except for the emoluments disclosed above, there is no other benefits offered to the directors.

(c) Directors' termination benefits

No director's termination benefit subsisted at the end of the period or at any time during the year.

(d) Consideration provided to third parties for making available directors' services

No consideration provided to third parties for making available director's services subsisted at the end of the period or at any time during the year.

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – continued

Directors' and chief executive's emoluments – continued

(e) Information about loans, quasi-loans and other dealings in favor of directors, their controlled bodies and connected entities

No loans, quasi-loans and other dealings in favor of directors, their controlled bodies corporate and connected entities subsisted at the end of the period or at any time during the year.

(f) Directors' material interests in transactions, arrangements or contracts

No significant transactions, arrangements and contracts in relation to the Group's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the period or at any time during the year.

Five highest paid employees

The five highest paid employees of the Group included five (2023: two) directors for the year ended December 31, 2024, details of whose remuneration are set out above. Details of the remuneration for the remaining three highest paid employees who are neither a director nor chief executive of the Company for the year ended December 31, 2023 are as follows:

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Salaries, allowances and benefits	–	2,908
Retirement benefits	–	373
Discretionary bonuses	–	720
Share-based payments	–	3,866
Total	–	7,867

12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – continued

Directors' and chief executive's emoluments – continued

(f) Directors' material interests in transactions, arrangements or contracts – continued

Five highest paid employees – continued

The number of the highest paid employees who are neither directors nor chief executive of the Company whose remuneration fell within the following bands is as follows:

	Year ended December 31,	
	2024	2023
Emoluments bands in HKD		
HKD2,500,001 to HKD3,000,000	–	2
HKD3,500,001 to HKD4,000,000	–	1
Total	–	3

During the year ended December 31, 2024, no emoluments were paid by the Group to any other of the executive directors, or the highest paid employees as an inducement to join or upon joining the Group or as compensation for loss of office. None of the directors and chief executive has waived any emoluments during the year ended December 31, 2024.

13. EARNINGS (LOSS) PER SHARE

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Profit (loss) for the year attributable to the owners of the Company for the purpose of calculating basic and diluted earnings (loss) per share	**64,724**	(900,637)

	Year ended December 31,	
	2024	2023
Weighted average number of ordinary shares for the purpose of calculating basic earnings (loss) per share	**572,731,736**	397,105,826
Effect of dilutive potential ordinary shares:		
Share options	**1,746,226**	–
Weighted average number of ordinary shares for the purpose of calculating diluted earnings (loss) per share	**574,477,962**	397,105,826

The exercise price of the Company's certain share options was higher than the average market price for shares, which were not taken into consideration in computing the diluted earnings per share for the years ended December 31, 2024.

The computation of diluted loss per share for the year ended December 31, 2023 did not assume conversion of the preferred shares and the exercise of the over-allotment option for the year ended December 31, 2023 since their assumed conversion and exercise would result in a decrease in loss per share. Accordingly, diluted loss per share for the year ended December 31, 2023 is the same as basic loss per share.

14. DIVIDEND

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended December 31, 2024, nor has any dividend been proposed since the end of the reporting period (2023: nil).

15. RENTAL COMPUTER DEVICES

	Self – owned RMB'000
COST	
At January 1, 2023	1,829,014
Additions	339,318
Exercise of purchase option of leased-in rental computer devices	176,590
Eliminated on disposals and transfer to inventories	(193,932)
At December 31, 2023	2,150,990
Additions	420,719
Exercise of purchase option of leased-in rental computer devices	158,907
Eliminated on disposals and transfer to inventories	(247,948)
At December 31, 2024	2,482,668
DEPRECIATION	
At January 1, 2023	372,022
Charge for the year	317,129
Eliminated on disposals and transfers to inventories	(19,106)
At December 31, 2023	670,045
Charge for the year	382,379
Eliminated on disposals and transfers to inventories	(75,497)
At December 31, 2024	976,927
CARRYING AMOUNT	
At December 31, 2023	1,480,945
At December 31, 2024	1,505,741

The above rental computer devices, after taking into account the residual values, are depreciated on a straight-line basis at 14.29%–33.33% per annum.

Rental computer devices with a total carrying value of RMB1,575,127,000 (December 31, 2023: RMB1,314,467,000) as at December 31, 2024, were pledged as security for certain of the Group's interest-bearing borrowings as well as the associated collection rights of future rental proceeds for rental computer devices.

16. RIGHT-OF-USE ASSETS

The carrying amounts of the Group's right-of-use assets and the movements during the year ended December 31, 2024 are as follows:

	Buildings and warehouses RMB'000	Leased-in rental computer devices RMB'000	Total RMB'000
Carrying amount at January 1, 2023	35,935	459,285	495,220
Additions	29,987	261,524	291,511
Early termination	(6,689)	–	(6,689)
Transfer to rental computer devices	–	(176,590)	(176,590)
Depreciation charge	(23,733)	(76,702)	(100,435)
Carrying amount at December 31, 2023	35,500	467,517	503,017
Additions	11,603	368,975	380,578
Early termination	(4,978)	–	(4,978)
Transfer to rental computer devices	–	(158,907)	(158,907)
Depreciation charge	(22,990)	(76,682)	(99,672)
Carrying amount at December 31, 2024	19,135	600,903	620,038

	Year ended December 31,	
	2024 RMB'000	2023 RMB'000
Expense relating to short-term leases	**4,032**	6,044
Total cash outflow for leases	**271,807**	258,874

The Group leases certain of its buildings and warehouses and computer devices which are negotiated for terms ranging from 13 months to 38 months for the year ended December 31, 2024 (2023: 13 months to 87 months). Lease terms are negotiated on an individual basis and contain 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.

16. RIGHT-OF-USE ASSETS – continued

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term or from commencement date to the end of the useful life in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term.

The Group assesses whether there are any indicators of impairment for right-of-use assets at the end of the reporting period. No impairment losses were recognized for right-of-use assets during the year ended December 31, 2024 (2023: nil).

The Group regularly entered into short-term leases for buildings. As at December 31, 2024, the portfolio of short-term leases is similar to the portfolio of short-term leases to which the short-term lease expense disclosed above.

The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessors and/or associated collection rights of future rental proceeds for certain leased-in rental computer devices.

17. DEFERRED TAX ASSETS (LIABILITIES)

For the purpose of presentation in the consolidated statement of financial position, certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances for financial reporting:

	As at December 31	
	2024 **RMB'000**	2023 RMB'000
Deferred tax assets	**31,892**	41,247
Deferred tax liabilities	**(3,323)**	–
Total	**28,569**	41,247

17. DEFERRED TAX ASSETS (LIABILITIES) – continued

The following are the major deferred tax assets (liabilities) recognized and movements thereon during the year ended December 31, 2024:

	Right-of-use assets RMB'000	Lease liabilities RMB'000	Accelerated tax depreciation RMB'000	Tax losses RMB'000	ECL provision RMB'000	Unrealized profits resulting from intragroup transactions RMB'000	Total RMB'000
At January 1, 2023	(73,299)	43,633	(17,805)	62,677	23,976	–	39,182
(Charge) credit to profit or loss	(3,143)	9,380	3,443	(18,145)	(3,470)	14,000	2,065
At December 31, 2023	(76,442)	53,013	(14,362)	44,532	20,506	14,000	41,247
(Charge) credit to profit or loss	(25,194)	26,529	(33,241)	18,927	3,729	(3,428)	(12,678)
At December 31, 2024	(101,636)	79,542	(47,603)	63,459	24,235	10,572	28,569

At December 31, 2024, the Group had deductible temporary differences of approximately RMB6,836,000 (2023: RMB5,905,000), of which no deferred tax asset has been recognized as it is not probable that taxable profit will be available against which the deductible temporary differences can be utilized.

As at December 31, 2024, the Group had estimated unused tax losses of approximately RMB545,795,000 (2023: RMB379,515,000) available for offset against future profits, among which RMB401,162,000 (2023: RMB270,429,000) unused tax losses were recognized as deferred tax assets. No deferred tax asset has been recognized in relation to the remaining tax losses amounting to RMB144,633,000 (2023: RMB109,086,000) as at December 31, 2024 due to the unpredictability of future profit streams. As at December 31, 2024, tax losses incurred by subsidiaries in the PRC of RMB89,625,000 (2023: RMB61,964,000) will expire in the next five years, tax losses of RMB55,008,000 (2023: RMB47,122,000) incurred by the subsidiaries in Hong Kong not yet confirmed by the Hong Kong Inland Revenue Department may be carried forward indefinitely.

18. INVENTORIES

Inventories consist of the following:

	As at December 31,	
	2024 **RMB'000**	2023 RMB'000
Raw material	**–**	329
Used rental computer devices held for sale	**2,720**	1,275
Total	**2,720**	1,604

19. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

	As at December 31,	
	2024 **RMB'000**	2023 RMB'000
(a) Trade receivables		
Trade receivables – Pay-as-you-go office IT integrated solution	**225,700**	163,975
Trade receivables – contracts with customers	**70,912**	102,158
Less: allowance for credit losses	**(162,092)**	(135,862)
Subtotal	**134,520**	130,271
(b) Other receivables and prepayments		
Staff advances	**2,695**	2,036
Advance to suppliers	**46,762**	41,684
Recoverable VAT	**46,290**	11,568
Rental and other deposits	**273,065**	285,740
Others	**11,784**	39,777
Less: allowance for credit losses	**(312)**	(848)
Subtotal	**380,284**	379,957
Analyzed as:		
Total current portion	**339,695**	320,098
Total non-current portion	**175,109**	190,130

19. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS – continued

As at January 1, 2023, gross carrying amounts of trade receivables from contracts with customers amounted to RMB133,638,000.

The following is an aged analysis of trade receivables, net of allowance for credit losses, presented based on the date of billing issued to customers.

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Within 30 days	**110,005**	120,942
31 to 60 days	**13,468**	4,645
61 to 90 days	**3,606**	1,924
91 to 180 days	**5,139**	2,144
181 to 270 days	**1,692**	437
271 to 360 days	**323**	67
Over 360 days	**287**	112
	134,520	130,271

The Group granted a credit period up to 5 days after the issuance of billing to customers.

As at December 31, 2024, included in the Group's trade receivables balance before allowance for credit losses are debtors with aggregate carrying amount of RMB185,658,000 (2023: RMB136,374,000) which are past due 30 days and considered as default.

Details of impairment assessment of trade receivables and other receivables are set out in Note 30.

20. FINANCIAL ASSETS AT FVTPL

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Structured deposits *(Note i)*	**20,029**	35,343
Cash management products *(Note ii)*	**219,248**	211,347
Total	**239,277**	246,690

Notes:

i. The structured deposits were issued by a bank in the PRC with expected rates of return (not guaranteed) which is linked to the fluctuation of Euro exchange rate against USD. The structured deposits were classified as financial assets at FVTPL as their contractual cash flows are not solely payments of principal and interest.

ii. The cash management products were issued by financial institutions, denominated in USD and linked to funds managed by fund managers.

Details of fair value measurements are set out in Note 30.

21. CASH AND CASH EQUIVALENTS

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Cash and bank balances	**556,685**	490,390
Total	**556,685**	490,390

21. CASH AND CASH EQUIVALENTS – continued

The Group's cash and cash equivalents that are denominated in currencies other than functional currency of the relevant group entities are set out as below:

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
HKD	**15,849**	13,662
USD	**25,126**	89,307
Total	**40,975**	102,969

Bank balances

Bank balances carry interest at market rates which range from 0.01% to 1.35% per annum as at December 31, 2024 (December 31, 2023: 0.01% to 2.10%).

22. PLEDGED BANK DEPOSITS AND RESTRICTED CASH

Pledged bank deposits carry fixed interest rate of 1.35%–1.50% per annum (2023: 0.35%–3.00%) and represent deposits pledged to banks to secure banking facilities granted to the Group. As at December 31, 2024, bank deposits amounting to RMB41,424,000 were pledged to secure long-term bank borrowings and were classified as non-current assets accordingly. As at December 31, 2023, bank deposits amounting to RMB33,687,000 were pledged to secure short-term bank borrowings and were classified as current assets accordingly.

As at December 31, 2023, restricted cash amounting to RMB3,826,000 were mainly those held in bank accounts subject to certain restrictions.

23. TRADE AND OTHER PAYABLES

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Trade payables	**34,907**	61,578
Salary and welfare payables	**40,733**	42,475
Other tax payables	**8,747**	4,335
Accrued expenses	**19,688**	21,178
Accrued listing expenses and issue costs	**–**	1,370
Others	**1,366**	1,126
Total	**105,441**	132,062

The following is an aged analysis on trade payables of the Group presented based on the invoice date:

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Within 12 months	**22,549**	49,410
1 to 2 years	**4,113**	6,658
2 to 3 years	**4,327**	689
Over 3 years	**3,918**	4,821
	34,907	61,578

23. TRADE AND OTHER PAYABLES – continued

The Group's accrued listing expenses and issue costs that are denominated in currencies other than functional currency of the Company is set out below:

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
USD	**–**	1,370
Total	**–**	1,370

24. BORROWINGS

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Bank borrowings	**865,909**	651,221
Borrowings from other financial institutions	**750,850**	868,599
Total	**1,616,759**	1,519,820
Secured and/or guaranteed *(Note i)*	**1,616,759**	1,519,820

24. BORROWINGS – continued

	As at December 31, 2024 RMB'000	2023 RMB'000
The carrying amounts of the above borrowings are repayable *(Note ii)*		
– On demand or within one year	**936,867**	852,051
– Within a period of more than one year but not exceeding two years	**476,034**	440,855
– Within a period of more than two years but not exceeding five years	**203,858**	226,914
	1,616,759	1,519,820
Less: Amounts shown under current liabilities	**(936,867)**	(852,051)
Amounts shown under non-current liabilities	**679,892**	667,769

Notes:

i. Included in the borrowings, RMB1,261,458,000 were guaranteed by two directors of the Company, Ji Pengcheng and Zhang Bin as at December 31, 2024 (December 31, 2023: RMB1,212,298,000).

ii. The amounts due are based on terms set out in the loan agreements.

The exposures of the Group's borrowings are as follows:

	As at December 31, 2024 RMB'000	2023 RMB'000
Fixed-rate borrowings	**1,616,759**	1,519,820

The ranges of effective interest rates (which are also equal to contracted interest rates) on the Group's borrowings are as follows:

	As at December 31, 2024	2023
Effective interest rates:		
Fixed-rate borrowings per annum	**2.30%–12.00%**	3.30%–12.10%

25. LEASE LIABILITIES

The carrying amounts of the Group's lease liabilities are as follows:

	As at December 31, 2024 RMB'000	2023 RMB'000
Lease liabilities payable:		
– Within one year	**251,551**	178,366
– Within a period of more than one year but not exceeding two years	**158,160**	112,702
– Within a period of more than two years but not exceeding five years	**56,228**	45,223
– Within a period of more than five years	**–**	1,091
	465,939	337,382
Less: Amount due for settlement within 12 months shown under current liabilities	**(251,551)**	(178,366)
Amount due for settlement after 12 months shown under non-current liabilities	**214,388**	159,016

The weighted average incremental borrowing rates applied to lease liabilities range from 4.50% to 12.98% (2023: from 4.70% to 11.00%) per annum as at December 31, 2024.

26. FINANCIAL LIABILITIES AT FVTPL

During the years from 2015 to 2021, the Group entered into several share subscription agreements with independent investors and issued eight series of preferred shares.

All the preferred shares were automatically converted into 421,811,170 ordinary shares of the Company (adjusted for the effect of the share subdivision as detailed in Note 27) upon the global offering on May 25, 2023. As a result of the automatic conversion, fair value change of the preferred shares amounting to RMB887,983,000 was recognized immediately in profit or loss with reference to the offer price of HKD10.19 per share of the global offering on the same date.

Movements in financial liabilities at FVTPL during the relevant periods is set out in Note 30.

27. SHARE CAPITAL

	Number of shares	Amount USD	Amount RMB'000
Authorized			
At January 1, 2023 of USD0.0005 each	140,000,000	70,000	460
Subdivision *(Note i)*	1,260,000,000	–	–
As of December 31, 2023 and December 31, 2024 of USD0.00005 each	**1,400,000,000**	**70,000**	**460**
Issued			
At January 1, 2023	13,487,536	6,744	43
Subdivision *(Note i)*	121,387,824	–	–
Issuance of new shares upon global offering	17,572,500	879	6
Automatic conversion of preferred Shares into ordinary shares upon global offering	421,811,170	21,091	149
Exercise of share options	1,660,430	83	1
At December 31, 2023	575,919,460	28,797	199
Exercise of share options	5,167,871	258	1
Issue of new shares under 2023 Share Scheme	891,685	45	1
Shares repurchased and cancelled	(2,918,500)	(146)	(1)
At December 31, 2024	**579,060,516**	**28,954**	**200**

Note:

i. On May 25, 2023, the Company underwent a share subdivision whereby each issued and unissued share of nominal value USD0.0005 each in the Company's authorized share capital was subdivided into 10 shares of USD0.00005 nominal value each.

28. SHARE-BASED PAYMENTS

(a) Pre-IPO Option Plan

The Company established and adopted an employee share option plan in March 2016, and amended the employee share option plan in August 2017 and September 2018, and on February 25, 2022, the Company's employee share option scheme were defined as Pre-IPO Option Plan, which was ratified by the shareholders of the Company. Up to a total of 45,540,600 ordinary shares (adjusted for the effect of the share subdivision) shall be reserved for issuance of share options pursuant to the terms and conditions under the employee share option plan. The Company granted share options to eligible directors and employees of the Company and its subsidiaries since the adoption of the employee share option plan. The share options granted to directors were vested immediately, and the share options granted to eligible employees were scheduled to be vested with a range of 30 days up to four years.

Details and movements in share options granted during the year are presented as follows:

	Number of shares options	Weighted average exercise price USD	Weighted average remaining term Year
Outstanding as at January 1, 2023	2,818,614	5.45	7.47
Subdivision	25,367,526		
Granted	4,484,200		
Exercised	(1,660,430)		
Forfeited or cancelled	(3,391,980)		
Outstanding as at December 31, 2023	27,617,930	0.59	6.76
Exercised	(3,973,970)		
Forfeited or cancelled	(5,500,236)		
Outstanding as at December 31, 2024	**18,143,724**	**0.65**	**5.73**

28. SHARE-BASED PAYMENTS – continued

(a) Pre-IPO Option Plan – continued

The weighted average closing price of the Company's shares immediately before the date when the options were exercised was HKD3.79 (2023: HKD5.66).

Included in the outstanding share options as at December 31, 2024, 3,182,240 and 3,594,740 share options were granted to He Liang and Tong Jian who has been appointed as an executive director of the Company since May 24, 2024 and July 17, 2024, respectively.

Included in the outstanding share options as at December 31, 2023, 2,338,860 and 2,951,320 share options were granted to Xiang Zheng and Xiang Wang who has been appointed as an executive director of the Company since November 21, 2023, respectively.

The number of exercisable share options as at December 31, 2024 was 11,590,000 (December 31, 2023: 19,053,540 (adjusted for the effect of the share subdivision)).

(b) 2023 Share Scheme

A new share scheme of the Company (the "**2023 Share Scheme**") was adopted pursuant to a resolution passed on January 26, 2024 for the primary purpose of providing incentives to eligible employees and directors. The Company granted share options to eligible directors and employees of the Company and its subsidiaries since the adoption of the 2023 Share Scheme.

Details of the employee share option scheme are as follows:

Numbers of share options	**Vesting condition**
36,000,000	vested upon the achievement of relevant business and financial milestones in five equal tranches of 20% each upon the achievement of each milestone
2,590,400	a mixed vesting schedule with a total vesting period of 48 months, during which the share options granted will be vested in four equal tranches of 25% each
1,290,991	vested in full at the end of four months after the grant date
320,429	vested in full at the end of six months after the grant date

28. SHARE-BASED PAYMENTS – continued

(b) 2023 Share Scheme – continued

Details and movements for share options granted to employees under 2023 Share Scheme are presented as follows:

	Numbers of share options	Weighted average exercise price	Weighted average remaining term
		HKD	Year
Outstanding as of January 1, 2024	–		
Granted	40,201,820		
Exercised	(1,193,901)		
Forfeited	(5,243,657)		
Outstanding as at December 31, 2024	**33,764,262**	**5.02**	**9.15**

The closing price of the Company's shares immediately before January 26, 2024 and April 26, 2024, the dates of grant, was HKD3.90 and HKD2.83 respectively.

The number of exercisable share options under 2023 Share Scheme as at December 31, 2024 was 389,000 (December 31, 2023: nil).

28. SHARE-BASED PAYMENTS – continued

(b) 2023 Share Scheme – continued

The valuation of the share options under 2023 Share Scheme was performed by an independent qualified professional valuer. Options were priced using a binomial option pricing model. The main inputs used in the model include fair value of the Company's share as at the grant date, exercise price, expected volatility, expected life and risk-free interest rate. The inputs used in the model are as follows:

Grant date	**January 26, 2024**	**April 26, 2024**
Exercise price (HKD)	0.000–5.606	0.000–5.637
Expected volatility	37.77%	37.50%
Risk-free rate	3.53%	3.98%
Expected dividend yield	1%	1%
Expected life	10 years	10 years
Fair value (HKD)	1.25–3.89	0.53–3.07

For the year ended December 31, 2024, the Group recognized total expenses of RMB15,445,000 (2023: RMB14,637,000) related to the share options granted.

29. OPERATING LEASE ARRANGEMENT

The Group as a lessor

The Group leases out computer devices which are self-owned or leased-in as an intermediate lessor.

Undiscounted lease payments receivable on leases are as follows:

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Within one year	**136,545**	153,028
In the second year	**55,861**	54,492
In the third year	**16,308**	18,983
In the fourth year	**512**	238
In the fifth year	**40**	125
Total	**209,266**	226,866

30. FINANCIAL INSTRUMENTS

30.1 Financial instruments by categories

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
Financial assets:		
Financial assets at amortized cost	**965,214**	884,938
Financial assets at FVTPL	**239,277**	246,690
Trade receivables-Pay-as-you-go office IT integrated solution revenue recognized as lease income under IFRS 16	**51,952**	97,905
Financial liabilities:		
Financial liabilities at amortized cost	**1,683,580**	1,660,138
Lease liabilities	**465,939**	337,382

30.2 Financial risk management

The Group's activities expose it to a variety of financial risks, such as market risk (including foreign exchange risk, interest rate risk, and other price risk), credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. Risk management is carried out by the directors of the Company.

The Group's major financial instruments include trade and other receivables, financial assets at FVTPL, pledged bank deposits and restricted cash, cash and cash equivalents, borrowings, lease liabilities, trade and other payables, and deposits received for rental computer devices. Details of the financial instruments are disclosed in respective notes. The policies on how to mitigate these risks are set out below. The directors of the Company manage and monitor these exposures to ensure appropriate measures are implemented on a timely and effective manner.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(a) Market risk

Foreign exchange risk

The functional currency of the group entities is RMB. Foreign exchange risk arises when future commercial transactions or recognized financial assets and liabilities are denominated in a currency other than the functional currency of the respective entities.

Certain cash and cash equivalents, other payables, other receivables and financial assets at FVTPL, are denominated in foreign currencies which are exposed the Group to foreign currency risk. The management manages its currency risk by closely monitoring the movement of the foreign currency rates and considering hedging significant foreign currency exposure should such need arise.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities including intra-group balances at the end of the reporting period are as follows.

	Assets As at December 31,		Liabilities As at December 31,	
Currency	**2024 RMB'000**	2023 RMB'000	**2024 RMB'000**	2023 RMB'000
USD	**1,124,627**	1,100,434	**880,253**	767,103
HKD	**15,849**	13,662	**–**	–

The Group's foreign currency risk is concentrated on the fluctuation of RMB against USD.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(a) Market risk – continued

Foreign exchange risk – continued

The following table details the Group's sensitivity to a 5% increase and decrease in RMB against USD. 5% represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a 5% change in foreign currency rates. A positive (2023: negative) number below indicates an increase (2023: a decrease) in post-tax profit (2023: loss) for the year where RMB weakens 5% against USD. For a 5% strengthening of RMB against USD, there would be an opposite impact on the post-tax profit (2023: loss) for the year.

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Impact on profit or loss		
USD	**12,219**	(16,667)

The directors of the Company considered the sensitivity analysis is unrepresentative of the foreign exchange risk as the year end exposure does not reflect the exposure during the relevant years.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating rate instruments expose the Group to cash flow interest rate risk, whereas fixed rate instruments expose the Group to fair value interest risk. The Group's cash flow interest rate risk primarily arose from variable-rate bank balances, details of which have been disclosed in Note 21. The Group's fair value interest risk primarily arose from fixed-rate bank balances, pledged bank deposits, borrowings and lease liabilities, details of which have been disclosed in Notes 21, 22, 24 and 25, respectively.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(a) Market risk – continued

Interest rate risk – continued

No sensitivity analysis on interest rate risk on bank balances is presented as management considers the exposure of cash flow interest rate risk arising from bank balances is insignificant.

Other price risk

The Group are exposed to price risk in respect of its structured deposits issued by a bank measured at FVTPL and cash management products measured at FVTPL. The above financial instruments are exposed to price risk because of changes in market prices, where changes are caused by factors specific to the individual financial instruments or their issuers, or factors affecting all similar financial instruments traded in the market.

The management considers the fluctuation in fair value changes on structured deposits is insignificant, taking into account the short-term duration of such structured deposits.

If the prices of the cash management products measured at FVTPL had been 5% higher/lower, the post-tax profit for the year ended December 31, 2024 would increase/decrease RMB10,962,000 (the post-tax loss for the year ended December 31, 2023 would decrease/increase RMB10,567,000) as a result of the changes in fair value of investments at FVTPL.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment

Credit risk is the risk that a counterparty default on its contractual obligations leading to a financial loss to the Group. The Group's credit risk is mainly associated with cash and cash equivalents, pledged bank deposits and restricted cash, trade and other receivables and financial assets at FVTPL, the carrying amounts of which represent the Group's maximum exposure to credit risk in relation to these financial assets.

Except for financial assets at FVTPL, the Group performed impairment assessment for financial assets and other items under ECL model. Information about the Group's credit risk management, maximum credit risk exposures and the related impairment assessment, if applicable, are summarised as below:

The Group's cash and cash equivalents, pledged bank deposits and restricted cash, are mainly deposited in state-owned or reputable financial institutions in Mainland China and reputable international financial institutions outside of Mainland China. There has been no recent history of default in relation to these financial institutions. The Group consider the instruments have low credit risk because they have a low risk of default and the counterparty has a strong capacity to meet its contractual cash flow obligations in the near term. The identified credit losses are insignificant, hence no loss allowance was recognized.

The Group has no material concentration of credit risk at December 31, 2024 (December 31, 2023: nil).

In order to minimize credit risk, the Group has tasked its credit management team to develop and maintain the credit risk grading for the Group's trade receivables and other receivables and to categorize exposures according to their degree of risk of default. The credit management team uses publicly available financial information and the Group's own trading records to rate its major customers and other debtors. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment – continued

The table below set forth how the Group defines the credit risk grading of its counterparties and its accounting policies for recognition of ECL:

		Basis for recognition of ECL	
Categories	Definition of category	Trade receivables	Other financial assets
Low risk	The counterparties have a low risk of default and a strong capacity to meet contractual cash flow obligations in the near term	Lifetime ECL – not credit-impaired	12m ECL
Doubtful	There has been a significant increase in credit risk since initial recognition	Lifetime ECL – not credit-impaired	Lifetime ECL – not credit- impaired
Loss	There is evidence indicating the asset is credit-impaired	Lifetime ECL – credit impaired	Lifetime ECL – credit impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery	Asset is written off	Asset is written off

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment – continued

The tables below detail the credit risk exposures of the Group's financial assets and other item, which are subject to ECL assessment:

	Notes	External credit rating	Internal credit rating	12m or lifetime ECL	Gross carrying amount As at December 31, 2024 RMB'000	2023 RMB'000
Financial assets at amortized cost						
Cash and cash equivalents	21	N/A	Low risk	12m ECL	**556,685**	490,390
Pledged bank deposits and restricted cash	22	N/A	Low risk	12m ECL	**41,424**	37,513
Trade receivables-contracts with customers	19	N/A	*(Note)*	Lifetime ECL	**70,912**	102,158
Other receivables	19	N/A	Low risk	12m ECL	**284,849**	325,517
Other item						
Trade receivables						
– Pay-as-you-go office IT integrated solution	19	N/A	*(Note)*	Lifetime ECL	**225,700**	163,975

Note: For trade receivables arising from contracts with customers and lease arrangements, the Group has applied the simplified approach in IFRS 9 to measure the loss allowance at lifetime ECL. Except for debtors with significant balances and credit-impaired assessed individually, the directors of the Company estimate the amount of lifetime ECL of trade receivables on a collective basis by using provision matrix through grouping of various debtors that have similar loss patterns, after considering ageing, internal credit ratings of trade debtors, repayment history and/or past due status of respective trade receivables. Estimated loss rates are based on historical observed default rates over the expected life of the debtors and forward-looking information that is available without undue cost or effort.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment – continued

The following table provides information about the exposure to credit risk for trade receivables which are assessed on a collective basis by using provision matrix as at December 31, 2024. Debtors with significant balances and credit-impaired with gross carrying amounts of RMB149,163,000 as at December 31, 2024 (2023: RMB126,574,000) were assessed individually.

As at December 31, 2024

Provision on collective basis	Within 30 days	31 to 60 days	61 to 90 days	91 to 180 days	181 to 270 days	271 to 360 days	Over 360 days	Total
Average loss rate	0.09%	11.03%	25.20%	36.05%	45.33%	55.75%	94.81%	8.77%
Gross carrying amount (RMB'000)	110,104	15,138	4,821	8,036	3,095	730	5,525	147,449
Loss allowance (RMB'000)	(99)	(1,670)	(1,215)	(2,897)	(1,403)	(407)	(5,238)	(12,929)

As at December 31, 2023

Provision on collective basis	Within 30 days	31 to 60 days	61 to 90 days	91 to 180 days	181 to 270 days	271 to 360 days	Over 360 days	Total
Average loss rate	0.18%	19.83%	40.49%	55.52%	64.70%	72.76%	96.34%	6.66%
Gross carrying amount (RMB'000)	121,166	5,794	3,233	4,820	1,238	246	3,062	139,559
Loss allowance (RMB'000)	(224)	(1,149)	(1,309)	(2,676)	(801)	(179)	(2,950)	(9,288)

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment – continued

The following table shows the movements in lifetime ECL that has been recognized for trade receivables under the simplified approach.

	Lifetime ECL (not credit-impaired) RMB'000	Lifetime ECL (credit-impaired) RMB'000	Total RMB'000
As at January 1, 2023	305	159,263	159,568
Net impairment losses (reversed) recognized	(81)	38,657	38,576
Write-off	–	(62,282)	(62,282)
As at December 31, 2023	224	135,638	135,862
Net impairment losses recognized	1,544	24,686	26,230
As at December 31, 2024	**1,768**	**160,324**	**162,092**

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(b) Credit risk and impairment assessment – continued

The following tables show reconciliation of loss allowances that has been recognized for other receivables.

	12m ECL	Lifetime ECL (not credit-impaired)	Lifetime ECL (credit-impaired)	Total
	RMB'000	RMB'000	RMB'000	RMB'000
As at January 1, 2023	273	–	–	273
Net impairment losses recognized	575	–	1,612	2,187
Write-off	–	–	(1,612)	(1,612)
As at December 31, 2023	848	–	–	848
Net impairment losses reversed	(536)	–	–	(536)
As at December 31, 2024	**312**	**–**	**–**	**312**

For all other financial instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, on which the Group recognizes lifetime ECL.

(c) 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 of the Group monitors the utilization of borrowings. Taking into account the financial resources available to the Group, including cash and cash equivalents on hand, operating and financing cash flows, the directors of the Company believe that the Group will have sufficient financial resources to satisfy its future working capital in the next twelve months from the date of the report.

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(c) Liquidity risk – continued

The following table details remaining contractual maturity of the Group's financial liabilities and lease liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities and lease liabilities on the earliest date which the Group can be required to pay. The maturity dates are based on the agreed repayment dates.

The table includes both interest and principal cash flows.

	Weighted average interest rate per annum	Carrying amount RMB'000	On demand or less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 2 and 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
As at December 31, 2024							
Trade and other payables	–	55,961	55,961	–	–	–	55,961
Deposits received for rental computer devices	–	10,860	10,860	–	–	–	10,860
Borrowings	2.30%–12.00%	1,616,759	1,010,070	500,684	209,185	–	1,719,939
Lease liabilities	4.50%–12.98%	465,939	282,744	194,141	72,566	–	549,451
Total		2,149,519	1,359,635	694,825	281,751	–	2,336,211

30. FINANCIAL INSTRUMENTS – continued

30.2 Financial risk management – continued

(c) Liquidity risk – continued

	Weighted average interest rate per annum	Carrying amount RMB'000	On demand or less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 2 and 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
As at December 31, 2023							
Trade and other payables	–	127,727	127,727	–	–	–	127,727
Deposits received for rental computer devices	–	12,591	12,591	–	–	–	12,591
Borrowings	3.30%–12.10%	1,519,820	922,253	472,106	233,582	–	1,627,941
Lease liabilities	4.70%–11.00%	337,382	189,784	128,494	50,134	1,633	370,045
Total		1,997,520	1,252,355	600,600	283,716	1,633	2,138,304

30.3 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to enhance shareholders' value in the long term.

The management of the Group reviews the capital structure regularly. As part of this review, the management of the Group considers the cost of capital and the risks associated with each class of capital. Based on recommendations of the management, the Group will balance its overall capital structure through new shares issues as well as raising of borrowings.

30. FINANCIAL INSTRUMENTS – continued

30.4 Fair value measurement of financial instruments

Determination of fair value and fair value hierarchy

IFRS 13 *Fair Value Measurement* defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurement for assets and liabilities required or permitted to be recorded at fair value, the Group considers the principal or most advantageous market in which it would transact and it considers assumptions that market participants would use when pricing the asset or liability.

Accounting guidance establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. As such, the significance of the input should be considered from an overall perspective in the calculation of fair value.

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of the reporting period. The following table gives information about the fair value hierarchy of the Group's financial assets and liabilities:

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
As at December 31, 2024				
Assets:				
Financial assets at FVTPL				
Structured deposits	–	20,029	–	20,029
Cash management products	–	219,248	–	219,248
Total	–	239,277	–	239,277

30. FINANCIAL INSTRUMENTS – continued

30.4 Fair value measurement of financial instruments – continued

Determination of fair value and fair value hierarchy – continued

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
As at December 31, 2023				
Assets:				
Financial assets at FVTPL				
Structured deposits	–	35,343	–	35,343
Cash management portfolio linked note	–	211,347	–	211,347
Total	–	246,690	–	246,690

The following table gives information about how the fair values of financial assets at FVTPL are determined (in particular, the valuation techniques and inputs used).

Financial assets	Fair value As at December 31, 2024 RMB'000	2023 RMB'000	Fair value hierarchy	Valuation technique(s) and key input(s)
Financial assets at FVTPL				
Structured deposits	**20,029**	35,343	Level 2	Discounted cash flow- Future cash flows are estimated based on estimated return.
Cash management products	**219,248**	211,347	Level 2	Discounted cash flow- Future cash flows are estimated based on estimated return.

30. FINANCIAL INSTRUMENTS – continued

30.4 Fair value measurement of financial instruments – continued

Determination of fair value and fair value hierarchy – continued

For assets that are measured at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of the reporting period. During the year ended December 31, 2024, there were no transfers among different levels of fair values measurement.

Reconciliation of Level 3 fair value measurements:

	Investment in a private fund RMB'000	**Financial liabilities at FVTPL** RMB'000
As at January 1, 2023	–	2,984,358
Purchase	57,031	–
Changes in fair value *(Note i)*	539	887,983
Redemption	(57,570)	–
Automatic conversion of preferred shares upon global offering	–	(3,872,341)
As at December 31, 2023 and December 31, 2024	–	–

Note

i: Change in fair value presented in RMB includes effect of exchange on translation from USD balances.

30. FINANCIAL INSTRUMENTS – continued

30.4 Fair value measurement of financial instruments – continued

Fair value of financial assets and financial liabilities that are not measured at fair value on a recurring basis

For the financial assets and financial liabilities that are not measured at fair value on a recurring basis, the directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortized cost in the consolidated financial statements approximate their fair values.

31. 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.

	Amounts due to shareholders	Financial liabilities at FVTPL	Lease liabilities	Borrowings	Bond payable	Accrued issue costs	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Liabilities from financing activities as at January 1, 2023	1,841	2,984,358	289,296	1,393,303	11,040	185	4,680,023
Financing cash flows	(1,841)	–	(252,830)	8,375	(11,558)	(6,816)	(264,670)
New lease entered	–	–	281,199	–	–	–	281,199
Finance costs *(Note 9)*	–	–	25,749	118,142	518	–	144,409
Early termination	–	–	(6,032)	–	–	–	(6,032)
Fair value changes on financial liabilities at FVTPL	–	887,983	–	–	–	–	887,983
Deferred issue costs	–	–	–	–	–	6,872	6,872
Conversion of preferred shares to ordinary shares upon global offering	–	(3,872,341)	–	–	–	–	(3,872,341)
Liabilities from financing activities as at December 31, 2023	–	–	337,382	1,519,820	–	241	1,857,443
Financing cash flows	–	–	(267,775)	6,300	–	(241)	(261,716)
New lease entered	–	–	369,983	–	–	–	369,983
Finance costs *(Note 9)*	–	–	31,965	90,639	–	–	122,604
Early termination	–	–	(5,616)	–	–	–	(5,616)
Liabilities from financing activities as at December 31, 2024	–	–	465,939	1,616,759	–	–	2,082,698

32. RELATED PARTY TRANSACTIONS

Key management personnel compensation

The remuneration of directors and other key management personnel is as follows:

	Year ended December 31,	
	2024	2023
	RMB'000	RMB'000
Short-term employee benefits	**8,320**	10,324
Retirement benefits	**930**	1,063
Share-based payments	**12,177**	5,948
	21,427	17,335

33. RETIREMENT BENEFITS SCHEME

The employees of the Group in Mainland China are members of a state-managed retirement benefit scheme operated by the PRC government. The Group is required to contribute a specified percentage of payroll costs as determined by respective local government authorities to the retirement benefit scheme to fund the benefits. The only obligation of the Group with respect to the retirement benefit scheme is to make the specified contributions under the scheme.

During both years, the Group had no forfeited contributions under the above retirement benefit scheme which may be used by the Group to reduce the existing level of contributions. There were also no forfeited contributions available at December 31, 2024 and 2023 under such scheme which may be used by the Group to reduce the contribution payable in future years.

The amounts of contributions made by the Group in respect of such retirement benefit scheme are disclosed in Note 11.

34. PARTICULARS OF SUBSIDIARIES

Details of the subsidiaries directly and indirectly held by the Company are set out below:

Name of subsidiaries	Place of incorporation/ registration/ operations	Issued and fully paid share capital/ registered capital	Proportion ownership interest attributable to the Company December 31, 2024	2023	Principal activities
Subsidiaries directly/indirectly held:					
Edianzu Hong Kong Limited. (易點租賃香港有限公司)	Hong Kong China	USD268,474,407.92/ USD268,474,407.92	100%	100%	IT Technology Development and Consulting
Huaqing Edian Technology Co., Ltd.* 北京華清易點科技有限公司	Mainland China**	RMB787,206,678.09/ RMB743,850,000	100%	100%	IT Devices Lease
Zhongzu Yidianyun Technology Co., Ltd.* (中租易點雲(北京)科技有限公司)	Mainland China***	Nil/RMB12,000,000	100%	100%	IT Devices Lease
Tianjin Yidian Network Technology Co., Ltd.* (天津易點網絡科技有限公司)	Mainland China***	RMB250,000/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Xian Yidian Youxin Network Technology Co., Ltd.* (西安易點優信網絡科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Guangzhou Yidian Interconnection Technology Co., Ltd.* (廣州易點互聯科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Consulting and Software Development
Beijing Epandian Technology Co., Ltd.* (北京易盤點科技有限公司)	Mainland China***	RMB1,000,000/ RMB10,000,000	100%	100%	IT Technology Development and Consulting
Wuhan Yidian Zhikuai Technology Co., Ltd.* (武漢易點致快科技有限公司)	Mainlan China***	RMB10,000,000/ RMB10,000,000	100%	100%	IT Technology Development and Consulting

34. PARTICULARS OF SUBSIDIARIES – continued

Details of the subsidiaries directly and indirectly held by the Company are set out below: – continued

Name of subsidiaries	Place of incorporation/ registration/ operations	Issued and fully paid share capital/ registered capital	Proportion ownership interest attributable to the Company December 31, 2024	2023	Principal activities
Wuhan Yidian Youfu Technology Co., Ltd.* (武漢易點優服科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	Computer Hardware and Software Development
Nanjing Huaqingyidian Network Technology Co., Ltd.* (南京華清易點網絡科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Shanghai Hongyi Technology Co., Ltd.* (上海竑易科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Chongqing Yidian Youxin Technology Co., Ltd.* (重慶易點優信網絡技術有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Consulting and Software Development
Tianjin Yidian Qingcheng Material Recycling Co., Ltd.* (天津易點清誠物資回收再利用有限公司)	Mainland China***	RMB350,000/ RMB1,000,000	100%	100%	Recycling and Reuse of IT Devices
Hefei Diantao Network Technology Co., Ltd.* (合肥點淘網絡科技有限公司)	Mainland China***	Nil/ RMB1,010,000	100%	100%	Computer Hardware and Software Development
Shenzhen Yidianyouxin Technology Co., Ltd.* (深圳易點優信科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	Computer Hardware and Software Development

34. PARTICULARS OF SUBSIDIARIES – continued

Details of the subsidiaries directly and indirectly held by the Company are set out below: – continued

Name of subsidiaries	Place of incorporation/ registration/ operations	Issued and fully paid share capital/ registered capital	Proportion ownership interest attributable to the Company December 31, 2024	2023	Principal activities
Suzhou Yidian Youfu Technology Co., Ltd.* (蘇州易點優服網絡科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Chengdu Pengyi Technology Co., Ltd.* (成都鵬易科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	Computer Software Development and Services
Hangzhou Yunyi Jiuchuang Technology Co., Ltd.* (杭州雲易久創科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development
Tianjin Huayi Investment Co., Ltd.* (天津華易投資有限公司)	Mainland China**	Nil/ RMB400,000,000	100%	100%	Investment activities
Tianjin Huahong Technology Co., Ltd.* (天津華竑科技有限公司)	Mainland China***	Nil/ RMB400,000,000	100%	100%	IT Technology Development and Consulting
Beijing Ediantao (北京易點淘網絡技術有限公司)	Mainland China**	RMB105,074,842.10/ RMB300,000,000	100%	100%	IT Devices Lease and Consulting
Shanghai Yuyi Network Technology Co., Ltd.* (上海彧易網絡科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Shanghai Quanqing Youfu Technology Co., Ltd.* (上海全傾優服網絡科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Yunshang Yilian Technology Co., Ltd.* (雲商易聯(北京)科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Huaxia Edianyun Technology Co., Ltd.* (華夏易點雲(北京)科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting

34. PARTICULARS OF SUBSIDIARIES – continued

Details of the subsidiaries directly and indirectly held by the Company are set out below: – continued

Name of subsidiaries	Place of incorporation/ registration/ operations	Issued and fully paid share capital/ registered capital	Proportion ownership interest attributable to the Company December 31, 2024	2023	Principal activities
Chengdu Youfu Edianyun Technology Co., Ltd.* (成都優服易點雲科技有限公司)	Mainland China***	RMB23,270,000/ RMB 50,000,000	100%	100%	IT Technology Development and Consulting
Beijing Yiwei Interconnection Technology Co., Ltd.* (北京易唯互聯科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Beijing Dayi Interconnection Technology Co., Ltd.* (北京達易互聯科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Chengdu Edian Zhihui Technology Co., Ltd.* (成都易點智匯科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Chengdu Edian Zhiqi Technology Co., Ltd.* (成都易點智啟科技有限公司)	Mainland China***	Nil/ RMB1,000,000	100%	100%	IT Technology Development and Consulting
Sichuan Edian Anying Technology Co., Ltd.* (四川易點安盈科技有限公司)	Mainland China***	RMB50,000,000/ RMB50,000,000	100%	100%	IT Technology Development and Consulting
Sichuan Edianyun Internet Technology Co., Ltd. (四川易點雲網絡技術有限公司)	Mainland China**	RMB100,000,000/ RMB100,000,000	100%	100%	IT Technology Development and Consulting

*   English names are for identification purpose only.

**   Registered as a wholly-foreign-owned enterprise under PRC law.

***   Limited liability company established in PRC.

None of the subsidiaries had issued any debt securities at the end of the year.

35. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

	As at December 31,	
	2024	2023
	RMB'000	RMB'000
ASSETS		
Non-current asset		
Investments in subsidiaries	**1,874,832**	1,859,387
	1,874,832	1,859,387
Current assets		
Other receivables and prepayments	**30,981**	38,563
Financial assets at FVTPL	**219,248**	211,347
Cash and cash equivalents	**19,174**	41,497
	269,403	291,407
Total assets	**2,144,235**	2,150,794
EQUITY AND LIABILITIES		
Equity		
Share capital	**200**	199
Reserves	**4,079,506**	4,140,468
Accumulated losses	**(2,782,840)**	(2,776,540)
Total Equity	**1,296,866**	1,364,127
Current liabilities		
Accrued listing expenses and issue costs	**–**	1,370
Amounts due to subsidiaries	**847,369**	785,297
	847,369	786,667
Total liabilities	**847,369**	786,667
Total equity and liabilities	**2,144,235**	2,150,794

35. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY – continued

Movement in the Company's reserves

	Share premium RMB'000	Share-based payments reserve RMB'000	Treasury shares RMB'000	Total RMB'000
As at January 1, 2023	3,530	94,122	–	97,652
Recognition of equity-settled share-based payments	–	14,637	–	14,637
Exercise of share options	7,250	(4,368)	–	2,882
Issue of new shares upon global offering	161,315	–	–	161,315
Share issue costs attributable to issue of new shares	(8,210)	–	–	(8,210)
Automatic conversion of preferred shares into ordinary shares upon global offering	3,872,192	–	–	3,872,192
As at December 31, 2023	4,036,077	104,391	–	4,140,468
Recognition of equity-settled share-based payments	–	15,445	–	15,445
Exercise of share options	13,881	(11,449)	–	2,432
Repurchase of shares	–	–	(78,717)	(78,717)
Transaction costs attributable to repurchase of shares	–	–	(122)	(122)
Cancellation of shares repurchased	(5,882)	–	5,883	1
Issue of new shares under 2023 Share Scheme	–	–	(1)	(1)
As at December 31, 2024	**4,044,076**	**108,387**	**(72,957)**	**4,079,506**

In this annual report, unless the context otherwise requires, the following terms shall have the following meanings.

"Articles of Association"	the eleventh amended and restated memorandum and articles of association of the Company adopted on May 5, 2023 and effective on the Listing Date (as amended from time to time)
"Board"	the board of Directors
"Cayman Islands"	the Cayman Islands, a British Overseas Territory
"China" or "PRC"	the People's Republic of China, for the purpose of this annual report only, unless the context otherwise requires, means Mainland China, excluding the Hong Kong Special Administrative Region of the People's Republic of China, the Macao Special Administrative Region of the People's Republic of China and Taiwan
"Co-founder(s)"	Dr. Ji and Mr. Zhang
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Company", "our Company" or "the Company"	Edianyun Limited (易點雲有限公司), an exempted company incorporated in the Cayman Islands with limited liability on November 18, 2015
"connected transaction(s)"	has the meaning ascribed to it under the Listing Rules
"Corporate Governance Code" or "CG Code"	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
"Director(s)"	the director(s) of our Company
"Dr. Ji"	Dr. Ji Pengcheng (紀鵬程), our Co-founder, chairman of the Board, an executive Director, the chief executive officer and a member of our Single Largest Shareholders Group

"Dr. Ji Entity"	JPC Edianzu Holdings Limited, a limited company incorporated in the British Virgin Islands, which is a wholly-owned subsidiary of Dr. Ji and a member of the Single Largest Shareholders Group
"Global Offering"	the Hong Kong Public Offering and the International Offering
"Group", "our Group", "the Group", "we", "us" or "our"	the Company, its subsidiaries or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
"HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Huaqing Hongyi"	Tianjin Huaqing Hongyi Enterprise Management Partnership (Limited Partnership) (天津華清竑易企業管理合夥企業(有限合夥)), a member of our Single Largest Shareholders Group
"Huaqing Kuaiyi"	Tianjin Huaqing Kuaiyi Enterprise Management Partnership (Limited Partnership) (天津華清快易企業管理合夥企業(有限合夥)), the general partner of each of Huaqing Hongyi and Huaqing Yuyi, and a member of our Single Largest Shareholders Group
"Huaqing Yuyi"	Tianjin Huaqing Yuyi Enterprise Management Partnership (Limited Partnership) (天津華清彧易企業管理合夥企業(有限合夥)), a member of our Single Largest Shareholders Group
"IFRS"	International Financial Reporting Standards issued by the International Accounting Standards Board
"Koala Fund"	referring to a group of companies comprising Beijing Koala Kunlue Internet Industry Investment Fund (Limited Partnership) (北京考拉昆略互聯網產業投資基金(有限合夥)), previously known as Beijing Lakala Internet Industry Investment Fund (Limited Partnership) (北京拉卡拉互聯網產業投資基金(有限合夥)), Lakala Technology Limited and Tianjin Tongrun Enterprise Management Partnership (Limited Partnership) (天津同潤企業管理合夥企業(有限合夥)), collectively or respectively
"Latest Practicable Date"	April 17, 2025
"Listing"	the listing of the Shares on the Main Board

"Listing Date"	the date was on May 25, 2023, on which the Shares are listed and on which dealings in the Shares are first permitted to take place on the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"Main Board"	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange
"Matrix"	referring to a group of companies comprising Matrix Partners China IV, L.P., Matrix Partners China IV-A, L.P. and Matrix Partners China IV Hong Kong Limited, collectively or respectively
"Mr. Zhang"	Mr. Zhang Bin (張斌), our Co-founder, an executive Director, the chief operating officer and a member of our Single Largest Shareholders Group
"Mr. Zhang Entity"	ZB Edianzu Holdings Limited, a limited company incorporated in the British Virgin Islands, which is a wholly-owned subsidiary of Mr. Zhang and a member of the Single Largest Shareholders Group
"Offer Price"	the final offer price per Offer Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%)
"Ordinary Shares"	ordinary shares of USD0.00005 each in the capital of the Company, entitling the holders of Ordinary Shares to one vote per share in respect of any resolution proposed at a general meeting of the Company, in which case they are entitled to one vote per share
"Model Code"	Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
"Prospectus"	prospectus of the Company dated May 15, 2023
"RMB"	Renminbi, the lawful currency of the PRC

"Reporting Period"	for the year ended December 31, 2024
"SFO"	The Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time
"Shares"	Ordinary Shares of USD0.00005 each in the capital of the Company
"Shareholder(s)"	holder(s) of our Shares
"Single Largest Shareholders Group"	refers to Dr. Ji, Dr. Ji Entity, Mr. Zhang, Mr. Zhang Entity, Huaqing Hongyi, Huaqing Yuyi and Huaqing Kuaiyi
"Source Code"	referring to a group of companies comprising Geometry Ventures Limited, Sonorous Venture Ltd., YDZ Ventures Limited, Ease Villa Venture Ltd., EasyRent Venture Ltd., Entropy Investment L.P., Quark Venture Limited, Index Capital Hong Kong Limited, Silver Spring Capital Hong Kong Limited, Source Capital Hong Kong Limited, Wellspring Capital Hong Kong Limited and E-link Capital Hong Kong Limited, Suzhou Yuanqi Equity Investment Center (Limited Partnership), Jiaxing Yuanyu Equity Investment Partnership (Limited Partnership) and Fountain Capital Hong Kong Limited, collectively or respectively
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed thereto in section 15 of the Companies Ordinance
"substantial shareholder(s)"	has the meaning ascribed thereto in the Listing Rules
"treasury shares"	has the meaning ascribed thereto in the Listing Rules
"USD"	United States dollars, the lawful currency of the United States of America
"%"	per cent