



粉筆有限公司
Fenbi Ltd.

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 2469



2025

Interim Report

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Corporate Information

BOARD OF DIRECTORS

Executive Directors

Mr. ZHANG Xiaolong (*Chairman and Chief Executive Officer*)
Mr. WEI Liang

Non-executive Director

Mr. LI Xin (*resigned on May 16, 2025*)

Independent Non-executive Directors

Mr. QIU Dongxiao Larry
Mr. YUEN Kai Yiu Kelvin
Ms. YUAN Jia

AUDIT COMMITTEE

Mr. YUEN Kai Yiu Kelvin (*Chairman*)
Mr. QIU Dongxiao Larry
Ms. YUAN Jia

REMUNERATION COMMITTEE

Mr. QIU Dongxiao Larry (*Chairman*)
Mr. ZHANG Xiaolong
Mr. WEI Liang
Mr. YUEN Kai Yiu Kelvin
Ms. YUAN Jia

NOMINATION COMMITTEE

Mr. ZHANG Xiaolong (*Chairman*)
Mr. WEI Liang
Mr. QIU Dongxiao Larry
Mr. YUEN Kai Yiu Kelvin
Ms. YUAN Jia

JOINT COMPANY SECRETARIES

Ms. WANG Tao
Mr. LEE Chung Shing

AUTHORIZED REPRESENTATIVES

Mr. WEI Liang
Ms. WANG Tao

AUDITOR

PricewaterhouseCoopers
*Certified Public Accountants and
Registered Public Interest Entity Auditor*
22/F, Prince's Building, Central
Hong Kong

REGISTERED OFFICE

190 Elgin Avenue
George Town
Grand Cayman KY1-9008
Cayman Islands

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Walkers Corporate Limited
190 Elgin Avenue
George Town
Grand Cayman KY1-9008
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

CORPORATE HEADQUARTERS

1-6/F, Building 103, No. 10 Courtyard
Jiuxianqiao North Road
Chaoyang District
Beijing, PRC

PRINCIPAL BANKS

China Merchants Bank, Beijing Branch
China CITIC Bank, Beijing Branch
Shanghai Pudong Development Bank, Beijing Branch



Corporate Information

HONG KONG LEGAL ADVISER

Han Kun Law Offices LLP
Rooms 4301-10, 43/F, Gloucester Tower
The Landmark, 15 Queen's Road Central
Hong Kong

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

46/F, Hopewell Centre
183 Queen's Road East, Wan Chai
Hong Kong

WEBSITE

www.fenbi.com

STOCK CODE

2469

Results Highlights

Financial Results

	Six months ended June 30,	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Revenue	1,491,952	1,630,470
Gross profit	805,748	883,203
Net profit for the period	226,651	277,739
Adjusted net profit (non-IFRS measure) <i>Note</i>	271,459	349,097

Note: We define adjusted net profit (non-IFRS measure) as profit for the period adjusted by share-based payments.

Operating Information

	As of/for the six months ended June 30, 2025	As of/for the year ended December 31, 2024	As of/for the six months ended June 30, 2024
Employees	7,053	7,177	7,564
Full-time instructors	2,784	3,026	3,145
Other staff	4,269	4,151	4,419
Average monthly active users	9.3 million	9.1 million	9.2 million

Management Discussion and Analysis

BUSINESS OVERVIEW

We are a non-formal vocational education and training (“VET”) service provider in China, dedicated to making high-quality non-formal VET services accessible through technology and innovation. As a leading career test preparation service provider in China, we provide a comprehensive suite of recruitment and qualification examination tutoring courses for adult students pursuing careers in government-sponsored institutions and a number of professions and industries. We help college graduates excel in the competitive selection process administered by governmental institutions, and help professionals obtain the relevant qualifications. Most importantly, we help our students advance their personal development and fulfill their own potentials. Leveraging our high-quality tutoring services, comprehensive course offerings and student-centric teaching philosophy, we have successfully established “Fenbi” amid the most recognized brands in China’s career test preparation industry.

We have followed an integrated approach to develop a comprehensive portfolio of career test preparation products and services that generate significant synergies. We deliver our tutoring services through omni-channels. Leveraging our online business strengths and the capability to integrate offline teaching resources, we have developed an advanced portfolio of course offerings:

- **Online learning products.** Online learning products include membership packages and challenge exercises. We offer members access to exam notes and tutorial videos for explaining exercises, news updates, hot topics, exercise sets, and course materials on the Fenbi online platform. The monthly price for membership packages of major subjects is generally between RMB20 and RMB70, based on the benefits and duration of the membership. The challenge exercises are generally priced between RMB99 and RMB598. Our system recommends different sets of exercises to students based on their areas of improvement and suitable difficulty level, which they can “pass through” one by one as they progress in the learning process. Students who achieve the target score within a prescribed period will be granted a partial or full refund of the purchase price. During the six months ended June 30, 2025, revenue generated from the online learning products amounted to approximately RMB46.9 million.
- **Large-class tutoring courses. Traditional large-class courses,** which are live tutoring courses mainly including systematic courses, feature high-caliber instructors and well-designed curricula. These courses provide systematic knowledge explanations and relevant exercises to empower students throughout their examination preparation process. Our online large-class tutoring courses typically have over 1,000 students, with teaching durations ranging from 30 to 90 days and are generally priced between RMB300 and RMB1,280. During the six months ended June 30, 2025, revenue generated from the large-class tutoring courses amounted to approximately RMB192.8 million.
AI-empowered large-class courses. In April 2025, we launched the industry’s first innovative AI-empowered Large-Class Course — AI-empowered Exam Drilling System Class (AI 刷题系統班), priced at RMB399. Unlike traditional large-class courses, the AI-empowered Exam Drilling System Class offers students the following unique learning experiences: 1. real-time data capture — AI model analyzes each student’s learning data to make scientific plans and dynamic adjustments over the student’s learning path; 2. timely customized learning tasks — through AI model’s analysis, the AI-empowered Exam Drilling System Class precisely matches students with necessary live or recorded courses, transcending the rigid class formats of traditional models; and 3. dynamic adjustments of learning plans — AI model precisely recommends the most helpful exercises and various learning tasks to the students for achieving efficient drilling exercises. As of June 30, 2025, the sales of the AI-empowered Exam Drilling Class had reached approximately 50,000 enrollments, generating revenue of approximately RMB20 million.

Management Discussion and Analysis

- **Small-class tutoring sessions.** Small-class tutoring sessions are primarily conducted online or through an integrated online and offline teaching model. Our written test classes for major subjects typically have 30 to 60 students, with tutoring durations ranging from 30 to 120 days. The written test classes for civil servants examination are generally priced over RMB7,000. Our interview test classes for major subjects typically have 8 to 12 students, with tutoring durations ranging from 5 to 15 days. The interview test classes for civil servants examination are generally priced over RMB8,000. Our small-class tutoring sessions offer personalized tutoring services for students, utilizing the internet to effectively manage the quality of our teaching staff and their teaching performance, ensuring consistent teaching results across different classes thereby gradually achieving the brand recognition for our course products. Leveraging our proprietary technology and extensive learning behavior data, our online learning system comprehensively tracks the full data records for students' learning paths and provides real-time feedback on their weaknesses, significantly enhancing the teaching efficiency of teachers. During the six months ended June 30, 2025, revenue generated from the above small-class tutoring sessions amounted to approximately RMB1,032.5 million.
- **Other tutoring courses.** Other tutoring courses include special tutoring courses and promotional courses. During the six months ended June 30, 2025, revenue generated from other tutoring courses amounted to approximately RMB22.7 million.

OUTLOOK

The number of candidates for recruitment examinations for public institutions has increased year by year, driving strong growth in the demand for the relevant training. Like all the internet users, a vast majority of exam candidates prefer training services with affordable prices and good quality. Before the advent of AI technology, such high cost-effectiveness was mainly achieved through the mobile internet, which has enabled the online business of Fenbi to thrive in the wave of mobile internet development.

The mobile internet has significantly improved the learning efficiency at the group level among students. However, with the application of AI technology, the learning efficiency will be further enhanced at the individual level through personalized customization. With the assistance of AI technology, the learning efficiency would reach a new height beyond the current levels. Accordingly, the product efficiency and operational efficiency of training institutions will also be elevated to another dimension.

Since its establishment more than a decade ago, Fenbi has accumulated extensive online data in the industry and developed first-class capabilities for technological development. At the same time, we believe that the ability to rapidly commercialize is almost as important as technical capability. By leveraging the AI technology to strategically enter the market, testing the products in the market and collecting the constructive feedback from subscribed users to refine and rapidly iterate the products, we thereby gain an excellent reputation and get in on the ground floor in the AI era.

We have developed the first AI vertical model specializing on recruitment examinations and have applied it to commercial use; with years of unique experience of content and product development, the Company has successively launched products for intelligent teaching based on the AI vertical model since 2024, such as Fenbi AI Teacher (粉筆AI老師), AI Interview Evaluation (AI面試點評) and AI-empowered Exam Drilling System Class (AI刷題系統班). In particular, the industry's first innovative AI-empowered Large-Class Course — AI-empowered Exam Drilling System Class (AI刷題系統班) — was launched in April 2025. Ever since its launch, it has demonstrated the strong capability for market penetration which is different from the traditional large-class online courses. Leveraging its unique analytical capability of the AI technology, AI-empowered Large-Class Course significantly enhances students' learning efficiency while optimizing the Company's resource utilization efficiency. Compared to the live class content provided by traditional large-class courses, AI-empowered Large-Class Course offers more efficient learning solutions based on data. As of June 30, 2025, the sales of the AI-empowered Exam Drilling Class had reached approximately 50,000 enrollments, generating revenue of approximately RMB20 million.

Management Discussion and Analysis

Compared to traditional large-class courses, the AI-empowered Exam Drilling System Class has distinctive features such as lower prices, stronger personalization for learning, higher efficiency, greater profit margins, and greater protection against piracy issues, thus significantly increasing the repurchase rate of courses for the candidate who take the examinations with multiple attempts. The Company has been accelerating the development and deployment of an AI-empowered course product matrix for the phases of written examination, aiming to expand its market share in a quick way through a new AI-empowered large-class course product system.

In relation to interviews, the Company has also launched a function of AI interview evaluation based on the aforementioned AI vertical models, offering students a new practice method for online interviews empowered by AI technology: AI models analyze the strengths, weaknesses, and room for improvement of students' interview responses based on uploaded video recordings, generate interview scores, and produce customized model answers, significantly boosting students' practice efficiency during the interview sessions. The market for traditional training of interview has the basic features of high average order value, students' strong willingness to pay and intense practice demand from students. By offering extremely compelling cost effectiveness with a price significantly lower than mainstream interview class products, the AI interview evaluation practice tools are expected to gain market share. The Company will gradually upgrade its AI interview evaluation products to facilitate the growth of AI interview business.

The Company will leverage its market experience to continuously upgrade and improve its AI-empowered course product matrix, as the AI technology will profoundly transform the education industry. A new industrial revolution is knocking at the door, embracing AI, embracing the future.

FINANCIAL REVIEW

Revenue

Our revenue decreased by 8.5% from RMB1,630.5 million for the six months ended June 30, 2024 to RMB1,492.0 million for the six months ended June 30, 2025. The following table sets forth a breakdown of our revenue, both in absolute amounts and as a percentage of total revenue, by business line for the periods indicated.

	Six months ended June 30,			
	2025		2024	
	RMB'000	%	RMB'000	%
	(Unaudited)		(Unaudited)	
Tutoring services	1,294,914	86.8	1,378,783	84.6
Sales of books and others	197,038	13.2	251,687	15.4
Total	1,491,952	100.0	1,630,470	100.0

Management Discussion and Analysis

- *Tutoring services.* Our revenue generated from tutoring services decreased by 6.1% from RMB1,378.8 million for the six months ended June 30, 2024 to RMB1,294.9 million for the six months ended June 30, 2025, as the competition of the recruitment examination tutoring industry in China remains intense in the short term, leading to a decrease in the revenue generated from tutoring services.
- *Sales of books and others.* Revenue generated from sales of books and others was mainly related to (1) standalone sales activities in relation to our textbooks and learning materials through e-commerce platforms or to third-party book sellers, and (2) sales that accompany our tutoring services. Our revenue generated from sales of books and others decreased by 21.7% from RMB251.7 million for the six months ended June 30, 2024 to RMB197.0 million for the six months ended June 30, 2025, primarily due to the intensifying market competition.

Cost of revenue

Our cost of revenue decreased by 8.2% from RMB747.3 million for the six months ended June 30, 2024 to RMB686.2 million for the six months ended June 30, 2025 for the following reasons.

- *Tutoring services.* Our cost of revenue related to tutoring services decreased by 4.8% from RMB580.2 million for the six months ended June 30, 2024 to RMB552.4 million for the six months ended June 30, 2025, in line with the decrease in revenue generated from tutoring services.
- *Sales of books and others.* Our cost of revenue related to sales of books and others decreased by 19.9% from RMB167.1 million for the six months ended June 30, 2024 to RMB133.8 million for the six months ended June 30, 2025, in line with the decrease in revenue generated from sales of books.

Gross profit and gross profit margin

Our gross profit decreased by 8.8% from RMB883.2 million for the six months ended June 30, 2024 to RMB805.7 million for the six months ended June 30, 2025, and the corresponding gross profit margin decreased from 54.2% to 54.0%. The following table sets forth a breakdown of our gross profit and gross profit margin by business line for the periods indicated.

	Six months ended June 30,			
	2025		2024	
	Gross profit RMB'000 (Unaudited)	Gross profit margin %	Gross profit RMB'000 (Unaudited)	Gross profit margin %
Tutoring services	742,507	57.3	798,623	57.9
Sales of books and others	63,241	32.1	84,580	33.6
Total	805,748	54.0	883,203	54.2

- *Tutoring services.* Our gross profit margin for tutoring services remained relatively stable at 57.9% and 57.3% for the six months ended June 30, 2024 and 2025, respectively.
- *Sales of books and others.* Our gross profit margin for sales of books remained relatively stable at 33.6% and 32.1% for the six months ended June 30, 2024 and 2025, respectively.

Management Discussion and Analysis

Administrative expenses

Our administrative expenses decreased by 7.7% from RMB197.5 million for the six months ended June 30, 2024 to RMB182.4 million for the six months ended June 30, 2025, primarily due to a decrease in share-based payments towards administrative personnel.

Selling and marketing expenses

Our selling and marketing expenses decreased by 4.4% from RMB320.3 million for the six months ended June 30, 2024 to RMB306.3 million for the six months ended June 30, 2025, primarily because we reduced our advertisement placement.

Research and development expenses

Our research and development expenses decreased by 0.3% from RMB108.2 million for the six months ended June 30, 2024 to RMB107.9 million for the six months ended June 30, 2025, which remained relatively stable.

Net impairment losses on financial assets

Our net impairment losses on financial assets increased by 27.8% from RMB1.8 million for the six months ended June 30, 2024 to RMB2.3 million for the six months ended June 30, 2025, primarily due to the impairment provisions for other receivables.

Other income

Our other income decreased by 37.7% from RMB13.6 million for the six months ended June 30, 2024 to RMB8.5 million for the six months ended June 30, 2025, primarily due to a reduction in the government grants.

Other gains, net

Our other gains, net increased from RMB1.4 million for the six months ended June 30, 2024 to RMB3.6 million for the six months ended June 30, 2025, primarily due to a decrease in net foreign exchange losses and a decrease in net fair value losses on derivatives.

Finance income, net

Our finance income, net remained relatively stable at RMB17.0 million and RMB16.7 million for the six months ended June 30, 2024 and 2025, respectively.

Profit before income tax

As a result of the foregoing, we recorded profit before income tax of RMB235.7 million for the six months ended June 30, 2025, as compared to profit before income tax of RMB287.3 million for the six months ended June 30, 2024.

Income tax expense

Our income tax expense remained relatively stable at RMB9.6 million and RMB9.1 million for the six months ended June 30, 2024 and 2025, respectively.

Profit for the period

As a result of the foregoing, we recorded net profit of RMB226.7 million for the six months ended June 30, 2025, representing net profit margin of 15.2%, as compared to net profit of RMB277.7 million for the six months ended June 30, 2024, representing net profit margin of 17.0%.

Management Discussion and Analysis

Non-IFRS measure

To supplement our consolidated financial statements which are presented in accordance with IFRS, we also use adjusted net profit as additional financial measures, which are not required by, or presented in accordance with IFRS. We define adjusted net profit (non-IFRS measure) as profit for the period adjusted by share-based payments. Share-based payments arise from granting options and restricted share units to employees. We exclude share-based payments as such expenses are non-cash in nature and do not result in cash outflows. We believe that the non-IFRS measure facilitates comparisons of operating performance from period to period and company to company by eliminating potential impacts of certain non-cash or non-recurring items that our management does not consider indicative of our operating performance.

The following table reconciles our adjusted net profit for the period presented to the most directly comparable financial measure calculated and presented under IFRS.

	Six months ended June 30,	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Profit for the period	226,651	277,739
<i>Add:</i>		
Share-based payments	44,808	71,358
Adjusted net profit (non-IFRS measure)	271,459	349,097

Contract assets

Contract assets primarily represented our right to consideration in relation to our postpaid contractual classes that allow for postponed payment of a portion of the course fees only upon passing the relevant examinations. Our contract assets increased from RMB12.8 million as of December 31, 2024 to RMB62.0 million as of June 30, 2025, primarily due to the cyclical nature of the business that the interview test classes, constituting a higher portion of the postpaid contractual classes, are mostly sold in the first half of the year when the examinations are concentrated.

Contract liabilities

Our contract liabilities primarily represented prepaid course fees we received from our students for our tutoring services, for which our performance obligation had not been satisfied. Our contract liabilities increased from RMB140.4 million as of December 31, 2024 to RMB227.8 million as of June 30, 2025, primarily due to the increase in the sales volume of our prepaid courses for the upcoming exam season, while the course fees have not been recognized as revenue. It is expected that most contractual liabilities will be recognized within one year.

Management Discussion and Analysis

Refund liabilities

Our refund liabilities represented primarily the courses fees which we do not expect to be entitled to, including primarily the portion of course fees of our contractual classes for which we expect withdrawals or no-pass refund requests, and to a much lesser extent, the portion of course fees of other non-contractual classes at withdrawal and our online learning products, mainly including the expected refund fees from the challenge exercise product. Our refund liabilities decreased from RMB173.5 million as of December 31, 2024 to RMB128.2 million as of June 30, 2025, primarily because (1) we adjusted our business development strategy, resulting in the decreasing portion of course fees of no-pass refund for contractual classes; and (2) after the results of the civil service examination have been released, we have already refunded the course fees for the six months ended June 30, 2025.

Liquidity and capital resources

For the six months ended June 30, 2025, our primary use of cash is to fund the daily operations of our business. We financed our capital expenditures and working capital requirements primarily through cash generated from our operating activities.

We have continued to maintain a healthy and sound financial position and have followed a set of funding and treasury policies to manage our capital resources and mitigate potential risks involved. Our net current assets increased from RMB830.1 million as of December 31, 2024 to RMB1,077.7 million as of June 30, 2025, primarily due to an increase in the profits generated in 2025.

Cash and cash equivalents

Our cash and cash equivalents primarily consisted of bank deposits on demand. Our cash and cash equivalents increased from RMB946.0 million as of December 31, 2024 to RMB973.6 million as of June 30, 2025, which were mainly generated from operating activities during the six months ended June 30, 2025.

The following table sets forth our cash flows for the periods indicated.

	Six months ended June 30,	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Net cash generated from operating activities	213,278	234,690
Net cash (used in) / generated from investing activities	(155,108)	157,223
Net cash used in financing activities	(26,626)	(378,316)
Net increase in cash and cash equivalents	31,544	13,597
Cash and cash equivalents at beginning of the period	945,953	671,530
Exchange difference	(3,945)	4,317
Cash and cash equivalents at the end of the period	973,552	689,444

Management Discussion and Analysis

Exposure to exchange rate fluctuation

The functional currency of our subsidiaries in China is Renminbi, while the functional currency of our Company and subsidiaries outside China is U.S. dollar. Foreign exchange risk arises from the fluctuation in exchange where our monetary assets are denominated in currency other than functional currency. We recognized net foreign exchange losses of RMB2.1 million and RMB0.7 million for the six months ended June 30, 2024 and 2025, respectively.

In addition, for the six months ended June 30, 2025, we recorded exchange differences on translation of RMB4.2 million as other comprehensive loss, as compared to RMB8.6 million as other comprehensive income for the six months ended June 30, 2024, primarily due to exchange rate fluctuation.

We have continued to closely track and manage our exposure to fluctuation in foreign exchange rates confronted by the majority of our deposits in foreign currencies. We invested in foreign exchange derivatives to manage our exposure to foreign exchange risk in relation to proceeds from our equity financing denominated in U.S. dollars. Our management will continue to monitor the movement of the foreign currency rates and will take measures when necessary for the purpose of reducing our exposure to foreign currency exchange risk.

Capital expenditure

For the six months ended June 30, 2025, our total capital expenditure amounted to RMB3.1 million, as compared to RMB6.1 million for the six months ended June 30, 2024, which primarily consisted of purchases of property, plant and equipment. We funded our capital expenditure requirements primarily through cash generated from our operating activities for the six months ended June 30, 2025.

Capital commitments

As of June 30, 2025, we did not have any significant capital commitments (December 31, 2024: nil).

Contingent liabilities

As of June 30, 2025, we did not have any material contingent liability, guarantee or any litigation or claim of material importance, pending or threatened against any member of our Group.

Significant investments, material acquisitions and disposals

For the six months ended June 30, 2025, we did not hold any significant investments, nor did we have any material acquisitions or disposals of subsidiaries and affiliated companies.

Future plans for material investments and capital assets

Save as disclosed in the Prospectus and this report, we did not have other substantial future plans for material investments and capital assets.

Charge on Group's assets

As of June 30, 2025, we had no charges on our assets (December 31, 2024: nil).

Borrowings and gearing ratio

As of June 30, 2025, we did not have any outstanding bank loans or other borrowings. Accordingly, the gearing ratio as of June 30, 2025 (as calculated by total interest-bearing bank borrowings divided by total equity as of the period end) was not applicable (December 31, 2024: N/A).

Management Discussion and Analysis

Key financial indicators

The following table sets forth certain of our key financial ratios as of the dates and for the periods indicated.

	As of/for the six months ended June 30,	
	2025	2024
Profitability ratios		
Gross profit margin ⁽¹⁾	54.0%	54.2%
Net profit margin ⁽²⁾	15.2%	17.0%
Adjusted net profit margin (non-IFRS measure) ⁽³⁾	18.2%	21.4%
Liquidity ratios		
Current ratio ⁽⁴⁾	2.9	2.3
Quick ratio ⁽⁵⁾	2.8	2.2

(1) The calculation of gross profit margin is based on gross profit divided by revenue for the period indicated and multiplied by 100.0%.

(2) The calculation of net profit margin is based on net profit divided by revenue for the period indicated and multiplied by 100.0%.

(3) The calculation of adjusted net profit margin, a non-IFRS measure, is based on adjusted net profit divided by revenue for the period indicated and multiplied by 100.0%.

(4) The calculation of current ratio is based on current assets divided by current liabilities as of the period end.

(5) The calculation of quick ratio is based on current assets less inventories divided by current liabilities as of the period end.

Other Information

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

As of June 30, 2025, to the best knowledge of the Directors, the interests and short positions of the Directors and chief executive of the Company 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) pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

(A) Interest in the Company

Name of Director/ Chief Executive	Capacity/Nature of interest	Number of Shares held	Approximate percentage of interest ⁽¹⁾
Mr. ZHANG Xiaolong ⁽²⁾⁽³⁾	Interest in controlled corporation	211,200,000 (L)	9.46%
	Interest held jointly with another person	339,901,000 (L)	15.22%
Mr. WEI Liang ⁽²⁾⁽⁴⁾	Beneficial interest	7,000,000 (L)	0.31%
	Interest in controlled corporation	73,165,000 (L)	3.28%
	Interest held jointly with another person	470,936,000 (L)	21.08%

Notes:

The letter "L" denotes the person's long position in the Shares.

- (1) The calculation is based on the total number of 2,233,680,030 Shares in issue as of June 30, 2025.
- (2) Mr. ZHANG, Mr. WEI Liang, Mr. LI Yong and Mr. LI Xin entered into a concert party agreement (the "**Concert Party Agreement**") on September 6, 2021, to acknowledge and confirm their acting-in-concert relationship in relation to the Company. Please refer to "History, Reorganization and Corporate Structure" and "Relationship with Our Controlling Shareholders – Our Controlling Shareholders" in the Prospectus for details. Under the SFO, Mr. ZHANG, Mr. WEI Liang, Mr. LI Yong and Mr. LI Xin were deemed to be interested in the Shares which each other had interest in.

As Mr. LI Xin (李鑫) resigned as a non-executive Director on May 16, 2025, Mr. ZHANG, Mr. WEI Liang, Mr. LI Yong (李勇) and Mr. LI Xin entered into a supplemental agreement to the Concert Party Agreement (the "**Supplemental Agreement**"), pursuant to which, among other things, Mr. LI Xin is no longer obliged to follow the instruction of Mr. ZHANG, and to act in concert with Mr. ZHANG, Mr. WEI Liang and Mr. LI Yong. Upon the execution of the Supplemental Agreement, under the SFO, Mr. ZHANG, Mr. WEI Liang and Mr. LI Yong are deemed to be interested in all the Shares which each other has interest in.
- (3) Mr. ZHANG is deemed to be interested in the entire interests held by Chalk Sky Ltd, which is owned as to (a) 99.998% by Sonata (BVI) Limited, which is in turn wholly owned by Ocorian Trust Company as the trustee for ZXL Family Trust with Mr. ZHANG as the settlor and protector, and (b) 0.002% by Chalk Star Ltd, which is wholly owned by Mr. ZHANG.
- (4) Mr. WEI Liang is deemed to be interested in the entire interests held by Chalk World Ltd, which is owned as to (a) 99.998% by Creciendo (BVI) Limited, which is in turn wholly owned by Ocorian Trust Company as the trustee for WL Family Trust with Mr. WEI Liang as the settlor and protector, and (b) 0.002% by Chalk Wonder Ltd, which is wholly owned by Mr. WEI Liang.

(B) Interest in associated corporations of the Company

Name of Director/ Chief Executive	Name of Capacity/ Nature of interest	Name of associated corporation	Approximate percentage of interest
Mr. ZHANG Xiaolong ⁽¹⁾	Beneficial interest; interest in controlled corporation	Fenbi Bluesky	97.20%
Mr. WEI Liang	Beneficial interest	Fenbi Bluesky	2.50%

Note:

- (1) Mr. ZHANG is the general partner of Beijing Fenbi Box and thus deemed to be interested in the entire interests held by Beijing Fenbi Box in Fenbi Bluesky, namely 5% of the equity interests in Fenbi Bluesky.

Save as disclosed above and to the best knowledge of the Directors, as of June 30, 2025, none of the Directors or chief executive of the Company had or was deemed to have any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would be required 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 taken under such provisions of the SFO); or which would be required to be recorded in the register to be kept by the Company pursuant to Section 352 of the SFO, or which would be required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

Other Information

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As of June 30, 2025, to the best of knowledge of the Directors, the following persons, other than Directors or chief executive of the Company, had interests or short positions in the Shares or underlying Shares which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

Name of Shareholder	Name of Capacity/ Nature of interest	Number of Shares held	Approximate percentage of interest ⁽¹⁾
Chalk Sky Ltd ⁽²⁾	Beneficial interest	212,200,000 (L)	9.50%
Sonata (BVI) Limited ⁽²⁾	Interest in controlled corporation	212,200,000 (L)	9.50%
Liang Ma Limited ⁽³⁾	Beneficial interest	259,736,000 (L)	11.63%
Ocorian Trust Company ⁽⁴⁾	Trustee	285,365,000 (L)	12.78%
Tencent Holdings Limited ⁽⁵⁾	Interest in controlled corporation	241,526,000 (L)	10.81%
Tencent Mobility Limited ⁽⁵⁾	Beneficial interest	178,736,000 (L)	8.00%
Mr. ZHOU Quan ⁽⁶⁾	Interest in controlled corporation	155,730,130 (L)	6.97%
Mr. HO Chi Sing ⁽⁷⁾	Interest in controlled corporation	178,084,120 (L)	7.97%
Mr. LI Xin ⁽⁸⁾	Beneficial interest and interest in controlled corporation	118,232,500 (L)	5.29%
Mr. LI Yong ⁽⁸⁾	Interest in controlled corporation and interest held jointly with another person	551,101,000 (L)	24.67%

Notes:

The letter "L" denotes the person's long position in the Shares.

- (1) The calculation is based on the total number of 2,233,680,030 Shares in issue as of June 30, 2025.
- (2) See note (3) under the section headed "Other Information – Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures" in this interim report for more information.
- (3) Liang Ma Limited is wholly-owned by Mr. LI Yong.
- (4) See notes (3) and (4) under the section headed "Other Information – Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures" in this interim report for more information.
- (5) Tencent Holdings Limited is deemed to be interest in (i) 142,336,000 Shares directly held by Tencent Mobility Limited, (ii) 84,724,000 Shares directly held by Morespark Limited, (iii) 3,681,713 Shares directly held by TPP Opportunity I Holding C Limited, (iv) 2,454,287 Shares directly held by Triple Max Holding Limited, and (v) 8,330,000 Shares directly held by TPP Fund II Holding C Limited. Each of Tencent Mobility Limited, Morespark Limited, TPP Opportunity I Holding C Limited, Triple Max Holding Limited and TPP Fund II Holding C Limited is ultimately controlled by Tencent Holdings Limited, a company listed on the Stock Exchange (stock code: 700).
- (6) Mr. ZHOU Quan is deemed to be interest in (i) 102,596,147 Shares directly held by IDG-Accel China Growth Fund III L.P., (ii) 40,485,630 Shares directly held by Modish Century Limited, (iii) 7,282,353 Shares directly held by IDG-Accel China III Investors L.P., and (iv) 5,366,000 Shares directly held by Spring Moment Limited.

- (7) Mr. HO Chi Sing is deemed to be interest in (i) 107,591,977 Shares directly held by IDG-Accel China Growth Fund III L.P., (ii) 40,485,630 Shares directly held by Modish Century Limited, (iii) 17,003,990 Shares directly held by Even Classic Limited, (iv) 7,636,523 Share directly held by IDG-Accel China III Investors L.P., and (v) 5,366,000 Shares directly held by Spring Moment Limited. IDG-Accel China Growth Fund III L.P. is wholly owned by IDG-Accel China Growth Fund III Associates L.P.. Each of IDG-Accel China Growth Fund III Associates L.P. and IDG-Accel China III Investors L.P. is wholly owned by IDG-Accel China Growth Fund GP III Associates Ltd., which is ultimately controlled by Mr. HO Chi Sing and Mr. ZHOU Quan. Each of Modish Century Limited and Spring Moment Limited is wholly owned by IDG Breyer Capital Fund L.P., which is ultimately controlled by Mr. HO Chi Sing, Mr. ZHOU Quan and YANG Fei. Even Classic Limited is ultimately controlled by Mr. HO Chi Sing.
- (8) See note (2) under the section headed “Other Information – Directors’ and Chief Executive’s Interests and Short Positions in Shares, Underlying Shares and Debentures” in this interim report for more information.

Save as disclosed above and to the best knowledge of the Directors, as of June 30, 2025, the Directors and the chief executive of the Company are not aware of any other person (other than the Directors or chief executive of the Company) who had an interest or short position in the Shares or underlying Shares which would be required to be notified to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which would be required to be recorded in the register to be kept by the Company pursuant to Section 336 of the SFO.

SHARE INCENTIVE SCHEMES

Pre-IPO Share Option Scheme

The Pre-IPO Share Option Scheme was adopted by the Company on December 31, 2020. The terms of the Pre-IPO Share Option Scheme are not subject to the provisions of Chapter 17 of the Listing Rules. Summary of major terms of the Pre-IPO Share Option Scheme is as follows:

(i) **Purposes**

The purpose of the Pre-IPO Share Option Scheme is to provide a means through which the Group may attract able persons to enter and remain in the employ of the Group and to provide a means whereby employees, Directors and consultants of the Group can acquire and maintain share ownership, thereby strengthening their commitment to the welfare of the Group and promoting an identity of interest between Shareholders and these employees, Directors and consultants.

(ii) **Eligible Participants**

Persons eligible to participate in the Pre-IPO Share Option Scheme include (i) individual regularly employed by the Company, any parent, subsidiary or affiliate of the Company; (ii) Director of the Company, any parent, subsidiary or affiliate of the Company, (iii) consultant or advisor to the Company, any parent, subsidiary or affiliate of the Company, or (iv) exclusive teachers engaged by the Company, any parent, subsidiary or affiliate of the Company (the “**Participants**”). Subject to the provisions of the Pre-IPO Share Option Scheme, the Participants shall be determined by the Board or any person or committee designated by the Board (the “**Administrator**”).

Other Information

(iii) Maximum number of Shares

The maximum aggregate number of shares which may be issued for all the options pursuant to the Pre-IPO Share Option Scheme is 218,792,500 Shares.

After the Listing, no new options shall be granted, except that the outstanding options granted shall in all other respects remain in full force and effect.

(iv) Duration

The Pre-IPO Share Option Scheme shall be valid and effective for a period of ten (10) years commencing on the date of adoption (i.e., December 31, 2020); provided, however, that the administration of the Pre-IPO Share Option Scheme shall continue in effect until all matters relating to the options previously granted have been settled.

(v) Exercise of Options

No shares shall be issued pursuant to any exercise of an option until payment in full of the aggregate exercise price therefor is received by the Company. The options which have become exercisable may be exercised in whole or in part at any time when approved by the Administrator, accompanied by payment of the exercise price. The exercise price shall be payable in cash (including by certified check or wire transfer) or as determined by the Administrator, in its/his sole discretion, (i) by means of any cashless exercise procedure approved by the Administrator, (ii) any other form of consideration approved by the Administrator and permitted by applicable law or (iii) any combination of the foregoing.

Without limiting the foregoing, the Options may not be exercised until all registrations, consents, approvals, filings or waivers required under applicable laws, including the laws and regulations of the PRC, are duly obtained.

(vi) Vesting

The options granted to each Participant shall vest and become exercisable such time or times and subject to such terms and conditions as shall be determined by the Administrator and reflected in the share option agreement; provided, however, that notwithstanding the vesting schedule in each share option agreement, the Administrator may in its sole discretion accelerate the exercisability of any option to the extent in compliance with the shareholders agreement of the Company (as amended and restated), which acceleration shall not affect the terms and conditions of any such option other than with respect to exercisability.

For more information on the Pre-IPO Share Option Scheme, please refer to “Statutory and General Information – D. Pre-IPO Share Option Scheme” in Appendix IV to the Prospectus.

The Company had not granted further share options under the Pre-IPO Share Option Scheme after the Listing. During the six months ended June 30, 2025, options representing 6,244,550 Shares were exercised and options representing 30,000 Shares were forfeited under the Pre-IPO Share Option Scheme. As of June 30, 2025, options representing 28,243,260 underlying Shares were outstanding under the Pre-IPO Share Option Scheme, representing approximately 1.3% of the total number of Shares in issue as of June 30, 2025.

Other Information

Details of movements in the number of the outstanding options granted under the Pre-IPO Share Option Scheme are set out below.

Category/ Name of grantee	Date of grant	Exercise price	Outstanding as of January 1, 2025	Exercised during the Reporting Period	Forfeited during the Reporting Period	Outstanding as of June 30, 2025	Vesting period	Weighted average closing price of the Shares immediately before the dates on which the options were exercised
Grantees in aggregate	April 7, 2016 to October 25, 2022	US\$0.00001 per Share	34,517,810	6,244,550	30,000	28,243,260	0 to 4 years	HK\$2.50

Notes:

- (1) The exercise period of the options under the Pre-IPO Share Option Scheme commences from the vesting commencement date of the relevant options and ends tenth anniversary of the grant date, subject to the terms of the Pre-IPO Share Option Scheme and the share option agreement signed by the grantee. No consideration was paid by the grantees for the outstanding options granted under the Pre-IPO Share Option Scheme.
- (2) None of the grantees is a Director, a chief executive, or a Substantial Shareholder of the Company, or an associate of any of them.

2023 Restricted Share Unit Scheme

The 2023 Restricted Share Unit Scheme was adopted by the Company on June 14, 2023. The terms of the 2023 Restricted Share Unit Scheme are subject to the provisions of Chapter 17 of the Listing Rules. Summary of major terms of the 2023 Restricted Share Unit Scheme is as follows:

(i) **Purposes**

The purpose of the 2023 Restricted Share Unit Scheme are to: (i) recognise the contributions by certain selected participants with an opportunity to acquire a proprietary interest in the Company; (ii) encourage and retain such individuals for the continual operation and development of the Group; (iii) provide additional incentives for them to achieve performance goals; (iv) attract suitable personnel for further development of the Group; and (v) motivate the selected participants to maximize the value of the Company for the benefits of both the selected participants and the Company, with a view to achieving the objectives of increasing the value of the Group and aligning the interests of the selected participants directly to the Shareholders of the Company through ownership of Shares.

Other Information

(ii) Eligible Participants

Persons eligible to participate in the 2023 Restricted Share Unit Scheme include an individual or a corporate entity (as the case may be), being any of an Employee Participant, a Related Entity Participant or a service provider of the Group, who has contributed or will contribute to the Group. The Board may, from time to time, at its absolute discretion select any eligible participants to be a selected participant and grant to such selected participant restricted shares by way of share transfer, share allotment or cash settlement of an amount of equivalent value (for the purpose of fulfillment of tax obligation of the relevant selected participant) as the Board deems fit.

(iii) Maximum number of Shares

The maximum aggregate number of shares which may be granted pursuant to the 2023 Restricted Share Unit Scheme and other share schemes of the Company (excluding the Pre-IPO Share Option Scheme) shall not in aggregate exceed 225,365,773 Shares, representing 10% of the total number of issued Shares as of the adoption date of 2023 Restricted Share Unit Scheme by Shareholders' approval and representing approximately 10.09% of the total issued Shares of the Company as at the date of this interim report.

(iv) Maximum Entitlement of Shares of Each Eligible Participant

For any 12-month period up to and including the restricted share grant date, the aggregate number of Shares issued and to be issued in respect of share awards granted under the 2023 Restricted Share Unit Scheme and all grants made under any other share scheme(s) of the Company (excluding the Pre-IPO Share Option Scheme and any options and/or any awards lapsed in accordance with the share schemes of the Company) to any selected participant shall not exceed 1% of the total number of the Shares in issue.

(v) Duration and Remaining Life

The 2023 Restricted Share Unit Scheme shall be valid and effective for a period of ten (10) years commencing on the date of adoption (i.e., June 14, 2023) of such scheme, after which period no further awards will be granted.

(vi) Subscription of Restricted Shares

After the Board has determined the number of grant shares and the selected participants, it will notify the trustee and the selected participants in grant letters. The selected participants shall confirm their acceptance of the awards within 28 days after the grant date and fail to return the notice of acceptance upon the expiration of the acceptance period, the awards will automatically lapse. The Board may at any time at its discretion, in respect of each selected participant, cause to be paid the Reference Amount (as defined below) from the Company's resources or any subsidiary's resources into the account for the relevant selected participant for the purchase of the restricted shares. In the event that the restricted shares are to be allotted and issued as shares to the trustee under the scheme mandate limit for the purpose of the trust, the Board may cause the subscription price for such new shares to be allotted and issued be transferred from the Company's or any subsidiary's resources internally.

The "Reference Amount" is the sum of (i) the estimated awarded amount, being the closing price of the Shares as quoted on the Stock Exchange as at the restricted share grant date, or as at any other date before the trustee purchases shares on the secondary market as instructed by the Board, multiplied by the number of the shares comprised in the award; and (ii) the related purchase expenses (including for the time being, the brokerage fee, stamp duty, Securities and Futures Commission transaction levy, Accounting and Financial Reporting Council transaction levy and the Stock Exchange trading fee) and such other necessary expenses required for the completion of the purchase of all the awarded shares.

(vii) Vesting Period

The vesting period of the restricted shares granted shall not be less than 12 months, subject to a shorter vesting period at the discretion of the Remuneration Committee and the Board under certain specified circumstances in relation to awarded shares to the Employee Participants.

There is no specific performance targets that must be met before awards can be vested. However, the Board has the discretion to specify any conditions (including performance targets (if any)) which must be satisfied before the vesting of awards where appropriate.

For more information on the 2023 Restricted Share Unit Scheme, please refer to the circular of the Company dated May 22, 2023.

Other Information

Details of restricted shares granted under the 2023 Restricted Share Unit Scheme during the Reporting Period are set out below:

Category/ Name of grantee	Number of restricted shares granted	Date of Grant	Vesting period	Purchase price	Performance target	Fair value of restricted shares granted	Closing price of the Shares immediately before the grant date
182 employees in aggregate	15,550,000	April 1, 2025	15,550,000 restricted shares shall vest in four tranches of 25% each on April 1, 2025, April 1, 2026, April 1, 2027, and April 1, 2028.	Nil	No performance target is required.	HK\$39.0 million ⁽¹⁾	HK\$2.51
	5,050,000	April 1, 2025	5,050,000 restricted shares shall vest in four tranches of 25% each on April 1, 2026, April 1, 2027, April 1, 2028, and April 1, 2029.	Nil	No performance target is required.	HK\$12.7 million ⁽¹⁾	HK\$2.51

Notes:

- (1) The fair value of the restricted share units is calculated based on the closing price of the Shares on the proposed grant date, being HK\$2.51 per Share on April 1, 2025. For details of the accounting standard and policy adopted, please refer to Note 20(b) to the interim financial information.
- (2) None of the grantees is a Director, a chief executive, or a Substantial Shareholder of the Company, or an associate of any of them.

Other Information

Movements of the unvested restricted shares granted under the 2023 Restricted Share Unit Scheme during the Reporting Period are set out below:

Category/ Name of grantee	Date of Grant	Purchase price	Vesting period	Number of unvested Awards as of January 1, 2025	Granted during the Reporting Period	Vested during the Reporting Period	Lapse during the Reporting Period	Number of unvested Awards as of June 30, 2025	Weighted average closing price of the Shares before vesting
Mr. WEI Liang (executive Director and president)	June 13, 2024	Nil	7,000,000 restricted shares shall vest in four tranches of 25% each on June 13, 2024, June 13, 2025, June 13, 2026 and June 13, 2027, respectively.	5,250,000	–	(1,750,000)	–	3,500,000	HK\$2.27
Other Employees in aggregate⁽¹⁾	September 4, 2023	Nil	(1) 746,000 restricted shares shall vest in four tranches of 25% each on September 4, 2023, September 4, 2024, September 4, 2025 and September 4, 2026, respectively; and (2) 120,000 restricted shares shall vest in four tranches of 25% each on September 4, 2024, September 4, 2025, September 4, 2026 and September 4, 2027, respectively.	439,250	–	(250)	(1,500)	437,500	HK\$2.48
	January 2, 2024	Nil	(1) 12,660,500 restricted shares shall vest in four tranches of 25% each on January 2, 2024, January 2, 2025, January 2, 2026 and January 2, 2027, respectively; and (2) 3,007,500 restricted shares shall vest in four tranches of 25% each on January 2, 2025, January 2, 2026, January 2, 2027 and January 2, 2028, respectively.	11,949,875	–	(3,772,125)	(125,000)	8,052,750	HK\$2.56

Other Information

Category/ Name of grantee	Date of Grant	Purchase price	Vesting period	Number of unvested Awards as of January 1, 2025	Granted during the Reporting Period	Vested during the Reporting Period	Lapse during the Reporting Period	Number of unvested Awards as of June 30, 2025	Weighted average closing price of the Shares before vesting
	April 3, 2024	Nil	(1) 3,335,500 restricted shares shall vest in four tranches of 25% each on April 3, 2024, April 3, 2025, April 3, 2026 and April 3, 2027, respectively; and (2) 5,596,500 restricted shares shall vest in four tranches of 25% each on April 3, 2025, April 3, 2026, April 3, 2027 and April 3, 2028, respectively.	7,821,825	-	(2,144,175)	(128,000)	5,549,650	HK\$2.48
	April 1, 2025	Nil	(1) 15,550,000 restricted shares shall vest in four tranches of 25% each on April 1, 2025, April 1, 2026, April 1, 2027, and April 1, 2028. (2) 5,050,000 restricted shares shall vest in four tranches of 25% each on April 1, 2026, April 1, 2027, April 1, 2028, and April 1, 2029.	-	20,600,000	(3,887,500)	(15,000)	16,697,500	HK\$2.45

The weighted average closing price of the Shares immediately before the dates on which the awarded Shares were vested during the Reporting Period was HK\$2.46 per Share.

During the Reporting Period, there were no awards granted to Related Entity Participant or service provider, and there were no awards cancelled under the 2023 Restricted Share Unit Scheme.

Other Information

2023 Share Option Scheme

The 2023 Share Option Scheme was adopted by the Company on June 14, 2023, as amended from time to time. The terms of the 2023 Share Option Scheme are subject to the provisions of Chapter 17 of the Listing Rules. Summary of major terms of the 2023 Share Option Scheme is as follows:

(i) **Purposes**

The purpose of the 2023 Share Option Scheme is to recognise the contribution or future contribution of the eligible participants to the Group by granting options to them as incentives or rewards and to attract, retain and motivate high-calibre eligible participants in line with the performance goals of the Group. The 2023 Share Option Scheme shall strengthen the long-term relationships that the eligible participants may have with the Group.

(ii) **Eligible Participants**

Persons eligible to participate in the 2023 Share Option Scheme include any Employee Participant, Related Entity Participant or service provider of the Group as selected by the Board in its absolute discretion from time to time, taking into account, among others, the experience of the eligible participant on the Group's businesses, the length of service of the eligible participant with the Group (if the eligible participant is an Employee Participant or a Related Entity Participant of any member of the Group), the actual degree of involvement in and/or cooperation with the Group and length of collaborative relationship the eligible participant has established with the Group (if the eligible participant is a service provider of any member of the Group).

(iii) **Maximum number of Shares**

The maximum aggregate number of Shares which may be issued upon the exercise of all options to be granted under the 2023 Share Option Scheme and all options and awards to be granted under any other share scheme(s) of the Company (excluding the Pre-IPO Share Option Scheme) shall not in aggregate exceed 225,365,773 Shares, representing 10% of the total number of issued Shares as of the adoption date of 2023 Share Option Scheme by Shareholders' approval and representing approximately 10.09% of the total issued Shares of the Company as at the date of this interim report.

(iv) **Maximum Entitlement of Shares of Each Eligible Participant**

For any 12-month period up to and including the option grant date, the aggregate number of Shares issued and to be issued upon exercise of options granted under the 2023 Share Option Scheme and options and/or awards granted under any other share scheme(s) of the Company (including exercised, cancelled and outstanding options but excluding options/awards issued pursuant to the Pre-IPO Share Option Scheme) to any selected participant shall not exceed 1% of the total number of the Shares in issue.

(v) **Duration and Remaining Life**

The 2023 Share Option Scheme shall be valid and effective for a period of ten (10) years commencing on the date of adoption (i.e., June 14, 2023) of such scheme, after which period no further options will be granted but the provisions of the 2023 Share Option Scheme shall remain in full force and effect to the extent necessary to give effect to the exercise of any options granted prior to the expiration of the 10-year period or otherwise as may be required in accordance with the rules of 2023 Share Option Scheme.

(vi) **Grant of Options**

The Board may at any time and from time to time during the period that the 2023 Share Option Scheme is effective at their absolute discretion and subject to such terms, conditions, restrictions or limitations as they may think fit offer, at the consideration of HK\$1 per option, to grant options to the eligible participants to subscribe at the option price for such numbers of Shares as they may determine.

(vii) Option Price

The option price shall be determined on the grant date of the options at the absolute discretion of the Directors as an amount per Share which shall be at least the highest of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the grant date of the options, which must be a trading day; (ii) the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the grant date of the options; and (iii) the nominal value of the Shares on the grant date of the options.

(viii) Vesting

The vesting period of the options granted shall not be less than 12 months, subject to a shorter vesting period at the discretion of the Board or a committee or any other authorized agent(s) as deemed appropriate at the sole discretion of the Board under certain specified circumstances in relation to options granted to the Employee Participants.

There is no specific performance targets that must be met before options can be exercised. However, the Board has the discretion to specify any conditions (including performance targets (if any)) which must be satisfied before the options are capable of being exercised by the option holder where appropriate.

For more information on the 2023 Share Option Scheme, please refer to the circular of the Company dated May 22, 2023.

From the adoption date of the 2023 Share Option Scheme and up to June 30, 2025, there were no options granted, exercised, cancelled or lapsed under the 2023 Share Option Scheme.

Pursuant to the scheme mandate limit and the service provider sublimit adopted by the Shareholders of Company on June 14, 2023, (i) the Shares which may be issued in respect of all options and awards to be granted under the 2023 Restricted Share Unit Scheme, the 2023 Share Option Scheme and any other share schemes of the Company (if any) (excluding the Pre-IPO Share Option Scheme) shall not exceed 225,365,773 Shares, representing 10% of the number of Shares in issue as of June 14, 2023 (the "**Scheme Mandate Limit**"), being the date of the Shareholders' approval of such limit, and (ii) the Shares which may be issued in respect of all options and awards to be granted to service providers under the 2023 Restricted Share Unit Scheme, the 2023 Share Option Scheme and any other share schemes of the Company (if any) (excluding the Pre-IPO Share Option Scheme) shall not exceed 22,536,577 Shares, representing 1% of the number of Shares in issue as of June 14, 2023 (the "**Service Provider Sublimit**"), being the date of the Shareholders' approval of such limit.

The maximum number of Shares underlying all options and awards available for grant under the Scheme Mandate Limit was 173,252,823 Shares as of June 30, 2025 and the maximum number of Shares underlying all options and awards available for grant under the Service Provider Sublimit was 22,536,577 Shares as of June 30, 2025.

The shares underlying the grant of restricted share units were purchased from the market by the trustee, and the number of Shares that may be issued in respect of options and awards granted under all share schemes of the Company during the Reporting Period is nil. Accordingly, the value of the number of shares that may be issued in respect of options and awards granted under all share schemes of the Company during the Reporting Period divided by the weighted average number of Shares in issue for the six months ended June 30, 2025 is nil.

Other Information

Use of Proceeds from the Global Offering

The Shares were successfully listed on the Main Board of the Stock Exchange on the Listing Date, whereby 20,000,000 new Shares were issued at the offer price of HK\$9.90 each by the Company. The net proceeds from the Global Offering received by the Company, after deduction of the underwriting fees and other related expenses payable by the Company, was approximately HK\$113.2 million (the “**Net Proceeds**”).

On August 13, 2025, the Company announced to change the use of the Net Proceeds by redirecting the entire unutilized Net Proceeds to AI research, development, infrastructure and implementation. Please refer to the announcement of the Company dated August 13, 2025 for details (the “**Announcement**”). The Group will utilize the Net Proceeds in accordance with the intended purposes as stated in the Prospectus and the Announcement. Please refer to “Future Plans and Use of Proceeds” in the Prospectus for details. The Net Proceeds are expected to be fully utilized by December 2026, which may be subject to changes based on business development of the Group and future development of market conditions.

The following table sets forth the details of the Net Proceeds originally raised, utilized and unutilized Net Proceeds as of the dates indicated:

	Net Proceeds from the Global Offering as of the Listing Date Amount HK\$ million	Unutilized Net Proceeds as of January 1, 2025 Amount HK\$ million	Utilized Net Proceeds during the Reporting Period Amount HK\$ million	Unutilized Net Proceeds as of June 30, 2025 Amount HK\$ million	Proposed revision of allocation of the unutilized Net Proceeds amount Amount HK\$ million	Updated expected time of completion of utilization of balances
Enriching our course offerings and expanding our student base	58.9	47.2	–	47.2	–	–
Enhancing our content and technological development capabilities (group-wide for both online and classroom-based services)	32.2	–	–	–	–	–
Conducting marketing campaigns primarily for our newly developed courses (group-wide for both online and classroom-based services)	13.6	13.6	–	13.6	–	–
Working capital and other general corporate purposes (group-wide for both online and classroom-based services)	8.5	–	–	–	–	–
Investing in AI vertical model, technology research development and AI product commercialization	–	–	–	–	12.0	By December 2026
Investing in advanced AI related high-end talent and infrastructure	–	–	–	–	48.8	By December 2026
Total	113.2	60.8	–	60.8	60.8	

Employees

As of June 30, 2025, the Group had 7,053 full-time employees, as compared to 7,177 full-time employees as of December 31, 2024. For the six months ended June 30, 2025, the Group incurred total staff costs (including Directors' emoluments) of RMB670.3 million, which primarily consisted of wages, salaries, bonuses, pension and other social security costs, and other employee welfare including share-based payments.

Substantially all of the Group's employees are based in China. As required under PRC labor laws, the Group enters into individual employment contracts with its employees covering matters such as wages, bonuses, employee benefits, workplace safety, confidentiality obligations, non-competition and grounds for termination. In compliance with PRC regulations, the Group participates in various employee social security plans that are organized by applicable local municipal and provincial governments, including housing, pension, medical, work-related injury and unemployment benefit plans.

To incentivize its employees and promote the long-term growth of the Company, the Company has also adopted the Pre-IPO Share Option Scheme, the 2023 Restricted Share Unit Scheme and the 2023 Share Option Scheme to provide equity incentive to the Group's employees, Directors and senior management.

The Group provides robust training programs for its employees, which we believe are effective in equipping them with the skill set and work ethics. The Group recognizes the importance of keeping the Directors updated with the latest information of duties and obligations of a director of a company whose shares are listed on the Stock Exchange and the general regulatory and environmental requirements for such listed company. To meet this goal, the Group is committed to the continuing education and development of the Directors and employees of the Group.

Change in Information of Directors under Rule 13.51B(1) of the Listing Rules

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information of Directors are set out below:

- (1) Mr. LI Xin resigned as non-executive Director with effect from May 16, 2025.
- (2) Mr. YUEN Kai Yiu Kelvin was appointed as a non-executive director of Greatview Aseptic Packaging Company Limited (紛美包裝有限公司), a company listed on the Stock Exchange (stock code: 00468), with effect from March 27, 2025.

Save as disclosed herein, as at the date of this report, there has been no change to the information of the Directors and chief executives of the Company which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

Purchase, Sale or Redemption of the Company's Listed Securities

During the six months ended June 30, 2025, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sales of treasury shares). As of June 30, 2025, the Company did not hold any treasury shares (as defined in the Listing Rules).

Compliance with Corporate Governance Code

The Group is committed to maintaining high standards of corporate governance. The Board believes that good corporate governance standards are essential in providing a framework for the Company to safeguard the interests of the Shareholders and corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

The Company has adopted the principles and code provisions set out in the CG Code as its own code of corporate governance.

During the Reporting Period, the Company has complied with all the applicable code provisions under the CG Code with the exception of code provision C.2.1. Details of such deviation are explained below.



Other Information

Under code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The roles of the chairman and chief executive officer of the Company are held by Mr. ZHANG. With extensive experience in the non-formal VET industry, Mr. ZHANG is responsible for the overall strategic planning and business development and operation, as well as overall technological and curriculum development of the Group and is instrumental to the growth and business expansion of the Group. The Board considers that vesting the roles of chairman and chief executive officer in Mr. ZHANG is beneficial to the management of the Group and ensures consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The balance of power and authority is not impaired and is ensured by the operation of the senior management and the Board, which comprises experienced individuals. In light of the above, the Board considers that the deviation from code provision C.2.1 of the CG Code is appropriate in the circumstances of the Company.

Compliance with the Model Code for Securities Transactions

The Company has adopted the Model Code set out in Appendix C3 to the Listing Rules as its code of conduct regarding securities transactions by the Directors.

Having made specific enquiries of all Directors, each of the Directors has confirmed that he or she has complied with the requirements as set out in the Model Code during the Reporting Period.

Interim Dividend

The Board has resolved not to recommend payment of any interim dividend for the six months ended June 30, 2025 (six months ended June 30, 2024: nil).

Audit Committee and Review of Interim Financial Results

As of the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. YUEN Kai Yiu Kelvin, Mr. QIU Dongxiao Larry and Ms. YUAN Jia, with Mr. YUEN Kai Yiu Kelvin being the chairman of the Audit Committee.

The Audit Committee has reviewed this interim report including the interim financial results of the Group for the six months ended June 30, 2025. The Audit Committee has also reviewed together with the management of the Company the accounting principles and policies adopted by the Company and the condensed consolidated interim financial information of the Group for the six months ended June 30, 2025 and discussed matters in relation to, among others, risk management, internal control and financial reporting of the Group. The Audit Committee considers that the interim financial results of the Group for the six months ended June 30, 2025 are in compliance with the relevant accounting standards, rules and regulations and appropriate disclosures have been duly made.

PricewaterhouseCoopers, the independent auditor of the Company, has reviewed the unaudited condensed consolidated interim financial information of the Group for the six months ended June 30, 2025 in accordance with International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity."

Events after the Reporting Period

Save for the subsequent events disclosed in Note 29 to the interim financial information set forth in this interim report, there has been no other significant event since June 30, 2025 and up to the date of this interim report that is required to be disclosed by the Company.

Forward-Looking Statements

This report contains certain statements that are forward-looking or which use certain forward-looking terminologies. These forward-looking statements are based on the current beliefs, assumptions and expectations of the Board. These forward-looking statements are subject to risks, uncertainties and other factors beyond the Company's control which may cause actual results or performance to differ materially from those expressed or implied in such forward-looking statements.

Report on Review of Interim Financial Information



羅兵咸永道

To the Board of Directors of Fenbi Ltd.

(incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial information set out on pages 30 to 65, which comprises the interim condensed consolidated balance sheet of Fenbi Ltd. (the “**Company**”) and its subsidiaries (together, the “**Group**”) as at June 30, 2025 and the interim condensed consolidated statement of profit or loss, the interim condensed consolidated statement of comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the six-month period then ended, and selected explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 “Interim Financial Reporting”. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion 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.

SCOPE OF REVIEW

We conducted our review in accordance with International Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with International Accounting Standard 34 “Interim Financial Reporting”.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, August 29, 2025

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Interim Condensed Consolidated Statement of Profit or Loss

(Expressed in Renminbi Yuan unless otherwise indicated)

		Six months ended 30 June	
		2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
Notes			
Revenue	5	1,491,952	1,630,470
Cost of revenue	5, 7	(686,204)	(747,267)
Gross profit		805,748	883,203
Administrative expenses	7	(182,352)	(197,481)
Selling and marketing expenses	7	(306,263)	(320,311)
Research and development expenses	7	(107,873)	(108,222)
Net impairment losses on financial assets		(2,308)	(1,834)
Other income		8,458	13,578
Other gains, net	6	3,634	1,385
Operating profit		219,044	270,318
Finance income		19,219	20,125
Finance costs		(2,551)	(3,153)
Finance income, net	8	16,668	16,972
Profit before income tax		235,712	287,290
Income tax expense	9	(9,061)	(9,551)
Profit for the period		226,651	277,739
Profit attributable to :			
– Owners of the Company		226,651	277,739
Earnings per share for profit attributable to owners of the Company (RMB)			
Basic earnings per share	10	0.11	0.13
Diluted earnings per share	10	0.10	0.13

The above interim condensed consolidated statement of profit or loss should be read in conjunction with the accompanying notes.

Interim Condensed Consolidated Statement of Comprehensive Income

(Expressed in Renminbi Yuan unless otherwise indicated)

Six months ended 30 June

	2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Profit for the period	226,651	277,739
Other comprehensive (loss)/income		
Items that may be reclassified to profit or loss		
– Currency translation differences of the Company's subsidiaries	735	(3,146)
Items that will not be reclassified to profit or loss		
– Currency translation differences of the Company	(4,955)	11,717
Other comprehensive (loss)/income for the period, net of tax	(4,220)	8,571
Total comprehensive income for the period	222,431	286,310
Total comprehensive income for the period attributable to:		
– Owners of the Company	222,431	286,310

The above interim condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Interim Condensed Consolidated Balance Sheet

(Expressed in Renminbi Yuan unless otherwise indicated)

	Notes	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Assets			
Non-current assets			
Property, plant and equipment	11	73,984	80,574
Right-of-use assets	13	70,857	91,511
Intangible assets	12	2,696	2,994
Prepayments and other receivables	15	32,460	10,684
Deferred income tax assets	24	38,954	38,970
Term deposits with initial term of over three months		200,098	200,123
Total non-current assets		419,049	424,856
Current assets			
Inventories	16	65,573	77,042
Trade receivables	14	27,039	20,629
Contract assets	5	61,986	12,806
Prepayments and other receivables	15	158,304	118,650
Financial assets at fair value through profit or loss	17	196,506	123,756
Other financial assets at amortised cost	18	56,489	65,474
Cash and cash equivalents		973,552	945,953
Term deposits with initial term of over three months		104,475	87,748
Total current assets		1,643,924	1,452,058
Total assets		2,062,973	1,876,914
Equity			
Equity attributable to owners of the Company			
Share capital	19	149	148
Share premium	19	15,082,328	15,064,115
Other reserves	21	(9,730,592)	(9,752,966)
Accumulated losses		(3,881,207)	(4,107,858)
Total equity		1,470,678	1,203,439

Interim Condensed Consolidated Balance Sheet (Continued)

(Expressed in Renminbi Yuan unless otherwise indicated)

	Notes	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Liabilities			
Non-current liabilities			
Lease liabilities	13	23,804	40,859
Deferred income tax liabilities	24	2,253	9,912
Deferred income		—	778
Total non-current liabilities		26,057	51,549
Current liabilities			
Trade and other payables	22	143,857	232,682
Contract liabilities	5	227,762	140,363
Refund liabilities	23	128,179	173,515
Current income tax liabilities		20,619	25,657
Lease liabilities	13	45,821	49,709
Total current liabilities		566,238	621,926
Total liabilities		592,295	673,475
Total equity and liabilities		2,062,973	1,876,914

The above interim condensed consolidated balance sheet should be read in conjunction with the accompanying notes.

Interim Condensed Consolidated Statement of Changes in Equity

(Expressed in Renminbi Yuan unless otherwise indicated)

	Notes	Attributable to equity holders of the Company				
		Share capital RMB'000	Share premium RMB'000	Other reserves RMB'000	Accumulated losses RMB'000	Total RMB'000
Balance at January 1, 2025		148	15,064,115	(9,752,966)	(4,107,858)	1,203,439
Profit for the period		–	–	–	226,651	226,651
Other comprehensive loss		–	–	(4,220)	–	(4,220)
Total comprehensive income for the period		–	–	(4,220)	226,651	222,431
Transactions with owners in their capacity as owners:						
Share-based compensation	20	–	–	44,808	–	44,808
Employee share schemes – exercise of share incentive schemes	19	1	18,213	(18,214)	–	–
Total transactions with owners in their capacity as owners		1	18,213	26,594	–	44,808
Balance at June 30, 2025 (Unaudited)		149	15,082,328	(9,730,592)	(3,881,207)	1,470,678
Balance at January 1, 2024		150	15,104,233	(9,511,560)	(4,325,079)	1,267,744
Profit for the period		–	–	–	277,739	277,739
Other comprehensive income		–	–	8,571	–	8,571
Total comprehensive income for the period		–	–	8,571	277,739	286,310
Transactions with owners in their capacity as owners:						
Share-based compensation	20	–	–	71,358	–	71,358
Employee share schemes – exercise of share options	19	2	114,074	(114,076)	–	–
Purchase of treasury shares	21(c)	–	–	(355,602)	–	(355,602)
Total transactions with owners in their capacity as owners		2	114,074	(398,320)	–	(284,244)
Balance at June 30, 2024 (Unaudited)		152	15,218,307	(9,901,309)	(4,047,340)	1,269,810

The above interim condensed consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Interim Condensed Consolidated Statement of Cash Flows

(Expressed in Renminbi Yuan unless otherwise indicated)

		Six months ended 30 June	
		2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
Notes			
Cash flows from operating activities			
Cash generated from operations		218,579	219,627
Interest paid		(1,893)	(2,564)
Interest received		18,334	27,191
Income tax paid		(21,742)	(9,564)
Net cash generated from operating activities		213,278	234,690
Cash flows from investing activities			
Purchase of property, plant and equipment		(3,088)	(6,078)
Purchase of financial assets at fair value through profit or loss	4.2(b)	(785,813)	(187,513)
Redemption of financial assets at fair value through profit or loss		723,644	80,995
Prepayments for purchases of financial assets at fair value through profit or loss	15(b)	(50,611)	–
Purchase of other financial assets at amortised cost		–	(181,862)
Prepayments for purchases of other financial assets at amortised cost	15(b)	(35,793)	–
Redemption of other financial assets at amortised cost		10,394	189,197
Purchase of term deposits with initial term of over three months		(103,114)	(536,744)
Redemption of term deposits with initial term of over three months		87,181	802,306
Proceeds from sale of property, plant and equipment		152	374
Net cash outflow for the settlement of derivatives		(1,060)	(2,450)
Net cash outflow from disposal of a subsidiary		–	(1,002)
Repayment of loan to third parties	15(a)	3,000	–
Net cash (used in)/generated from investing activities		(155,108)	157,223
Cash flows from financing activities			
Principal elements of lease payments		(26,626)	(22,714)
Repurchase of treasury shares	21(c)	–	(355,602)
Net cash used in financing activities		(26,626)	(378,316)
Net increase in cash and cash equivalents		31,544	13,597
Cash and cash equivalents at the beginning of the period		945,953	671,530
Exchange differences		(3,945)	4,317
Cash and cash equivalents at the end of the period		973,552	689,444

The above interim condensed consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

1 GENERAL INFORMATION

Fenbi Ltd. (the “**Company**”) was incorporated in the Cayman Islands on December 14, 2020 as an exempted company with limited liability under the Company Law (Cap 22, Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of the Company’s registered office is at 190 Elgin Avenue, George Town, Grand Cayman KY1-9008, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the “**Group**”) are principally engaged in providing non-formal vocational education and training services in the People’s Republic of China (the “**PRC**”).

The ultimate controlling party are Mr. ZHANG Xiaolong, Mr. WEI Liang, Mr. LI Yong and Mr. LI Xin as they entered into a concert party agreement to acknowledge and confirm their acting-in-concert relationship in relation to the Company. On May 16, 2025, Mr. LI Xin withdrew from the concert party agreement. Mr. ZHANG Xiaolong, Mr. WEI Liang, Mr. LI Yong and Mr. LI Xin entered into a supplemental agreement to the concert party agreement, pursuant to the supplemental agreement, the concert party arrangement continues to be valid for Mr. ZHANG Xiaolong, Mr. WEI Liang and Mr. LI Yong.

The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since January 9, 2023 (the “**Listing**”) by way of its initial public offering (the “**IPO**”).

The condensed consolidated interim financial information are presented in Renminbi (“**RMB**”) and rounded to nearest thousand Yuan, unless otherwise stated.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

2.1 Basis of preparation

This condensed consolidated interim financial information for the six months ended June 30, 2025 has been prepared in accordance with International Accounting Standard (“**IAS**”) 34 “Interim Financial Reporting”. The interim report does not include all of the notes normally included in annual consolidated financial statements. Accordingly, this report should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2024, which have been prepared in accordance with International Financial Reporting Standards (“**IFRS Accounting Standards**”).

2.2 Accounting policies

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the adoption of new and amended IFRS Accounting Standards as set out below.

New and amended standards adopted by the Group

The Group has applied the following amendments for the first time from January 1, 2025:

- Lack of Exchangeability – Amendments to IAS 21

The above standards did not have any significant impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES *(Continued)*

2.2 Accounting policies *(Continued)*

New standards and interpretations not yet adopted

Certain new accounting standards, amendments and annual improvements have been published and are not mandatory for corresponding interim reporting periods and have not been early adopted by the Group.

- Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7 (effective for annual periods beginning on or after January 1, 2026)
- Annual Improvements to IFRS – Volume 11 (effective for annual periods beginning on or after January 1, 2026)
- IFRS 18 Presentation and Disclosure in Financial Statements (effective for annual periods beginning on or after January 1, 2027)
- IFRS 19 Subsidiaries without Public Accountability: Disclosures (effective for annual periods beginning on or after January 1, 2027)

These new standards, amendments and annual improvements listed above are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions, except for the IFRS 18 presentation and disclosure in financial statements ("**IFRS 18**"). The IFRS 18 should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2024.

3 ESTIMATES

The preparation of condensed consolidated interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this condensed consolidated interim financial information, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that were applied to the consolidated financial statements for the year ended December 31, 2024.

4 FINANCIAL RISK MANAGEMENT

4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk, liquidity risk and price risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements and should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2024.

There have been no changes in the risk management policies since year end December 31, 2024.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

4 FINANCIAL RISK MANAGEMENT (Continued)

4.2 Fair value estimation

(a) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Recurring fair value measurements	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
At June 30, 2025 (Unaudited)				
Assets				
Financial assets at fair value through profit or loss	–	–	196,506	196,506
At December 31, 2024 (Audited)				
Assets				
Financial assets at fair value through profit or loss	–	–	123,756	123,756

There were no transfers between level 1, level 2 and level 3 for recurring fair value measurements during the reporting period.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

4 FINANCIAL RISK MANAGEMENT (Continued)

4.2 Fair value estimation (Continued)

(b) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items of financial assets at fair value through profit or loss for the six months ended June 30, 2025 and 2024, respectively:

	Wealth management products RMB'000	Structured deposits RMB'000	Total RMB'000
Opening balance as at January 1, 2025	123,756	—	123,756
Additions	680,813	105,000	785,813
Settlements	(611,216)	(105,073)	(716,289)
Fair value gains on financial assets at fair value through profit or loss (Note 6)	3,802	73	3,875
Exchange difference	(649)	—	(649)
Closing balance as at June 30, 2025 (Unaudited)	196,506	—	196,506

	Wealth management products RMB'000	Structured deposits RMB'000	Total RMB'000
Opening balance as at January 1, 2024	195,246	—	195,246
Additions	187,513	—	187,513
Settlements	(80,995)	—	(80,995)
Fair value gains on financial assets at fair value through profit or loss (Note 6)	5,286	—	5,286
Exchange difference	765	—	765
Closing balance as at June 30, 2024 (Unaudited)	307,815	—	307,815

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

4 FINANCIAL RISK MANAGEMENT (Continued)

4.2 Fair value estimation (Continued)

(c) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements (see above for the valuation techniques adopted):

Description	Fair value at		Unobservable Inputs
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)	
Wealth management products	196,506	123,756	The estimated weighted average return rates of these products were 2.00% to 5.00% per annum.

The financial assets measured at fair value through profit and loss were investment in wealth management products and structured deposits that usually held from several days up to one year. The increase of estimated weighted average return rates will lead to the higher fair value of the financial products. If the estimated weighted average return rates had increased/decreased by 0.5% with all other variables held constant, the profit before income tax for the six months ended June 30, 2025, would have been approximately RMB338,000 higher/lower.

(d) The Group's valuation processes

For the financial assets, including level 3 fair values, the Company's finance department performs the valuations. The finance department reports directly to the chief financial officer ("CFO"). Discussions of valuation processes and results are held between the CFO and finance department semiannually, in line with the Company's interim reporting dates.

The fair values have been determined by using various applicable valuation techniques, including binominal model and market approach etc.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

5 SEGMENT INFORMATION

The Group's chief operating decision maker ("CODM") has been identified as executive directors who considers the business from the service perspective.

The CODM review the Group's internal reporting in order to assess performance, allocate resources, and determine the operating segments based on these reports.

As at June 30, 2025, the CODM have identified the following reportable segments:

- Tutoring services: the tutoring services are offered by the Group through classroom-based platforms which teaching to the students who physically attend the lectures in tutoring centers and tutoring bases/campuses, or through online platforms which mainly represent online tutoring courses services, membership package, challenge exercise etc.
- Sales of books and others: including books provided with tutoring services and printing business relevant with book selling business, and sales of health goods.

As at June 30, 2025, the CODM assess the performance of the operating segments mainly based on segment revenue and gross profit of each operating segment. The selling and marketing expenses, administrative expenses and research and development expenses are common costs incurred for these operating segments as a whole and therefore, they are not included in the measure of the segments' performance which is used by the CODM as a basis for the purpose of resource allocation and assessment of segment performance. Net impairment losses on financial assets, other gains, net, finance income, net, income tax expense and assets and liabilities are also not allocated to individual operating segment.

The revenues from external customers reported to the CODM are measured in a manner consistent with that applied in the interim consolidated statement of profit or loss. Other information, together with the segment information, provided to the CODM, is measured in a manner consistent with that applied in these interim consolidated financial information. There were no segment assets and segment liabilities information provided to the CODM for measure of the segments' performance.

The Company is domiciled in the Cayman Islands while the Group mainly operates its business in the PRC and earns substantially all of the revenues from external customers attributed to the PRC. The revenue is mainly generated in the PRC.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

5 SEGMENT INFORMATION (Continued)

The segment information provided to the CODM for the reportable segments for the six months ended June 30, 2025 and 2024 were as follows:

	Tutoring services RMB'000	Sales of books and others RMB'000	Total RMB'000
Six months ended June 30, 2025 (Unaudited)			
Segment revenue	1,294,914	260,249	1,555,163
Inter-segment revenue	—	(63,211)	(63,211)
Revenue from external customers	1,294,914	197,038	1,491,952
Cost of revenue (a)	(552,407)	(133,797)	(686,204)
Gross profit	742,507	63,241	805,748
	Tutoring services RMB'000	Sales of books and others RMB'000	Total RMB'000
Six months ended June 30, 2024 (Unaudited)			
Segment revenue	1,378,783	335,176	1,713,959
Inter-segment revenue	—	(83,489)	(83,489)
Revenue from external customers	1,378,783	251,687	1,630,470
Cost of revenue (a)	(580,160)	(167,107)	(747,267)
Gross profit	798,623	84,580	883,203

(a) Cost of revenue primarily comprises of employee benefit expenses, cost of course materials and lease expenses.

For tutoring services, the timing of revenue recognition is over time. For sales of books and others, the timing of revenue recognition is when the performance obligations of sales and delivery of goods are satisfied at a point in time.

The reconciliation of gross profit to profit before income tax during the six months ended June 30, 2025 was shown in the consolidated statement of profit or loss.

For the six months ended June 30, 2025, the Group's customer base is diversified and none of customer with whom transactions have exceeded 10% of the Group's revenues.

As of June 30, 2025, substantially all of the non-current assets other than deferred income tax assets of the Group were located in the PRC.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

5 SEGMENT INFORMATION (Continued)

Contract liabilities and contract assets

The Group has recognised the following contract assets and contract liabilities (which represented the unsatisfied performance obligation) as at June 30, 2025.

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Contract assets relating to certain program Loss allowance	62,550 (564)	12,923 (117)
Contract assets	61,986	12,806
Contract liabilities	227,762	140,363

(i) Revenue recognised in relation to contract liabilities

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Revenue recognised that was included in the contract liability balance at the beginning of the period		
Contract liabilities	113,980	127,388

(ii) Unsatisfied contracts

The majority of contract liabilities as at June 30, 2025 were expected to be recognised within one year. As the contract terms with customers usually within 12 months, the Group applied the practical expedient as permitted under IFRS 15 not to disclose the transaction price allocated to unsatisfied performance obligations as at June 30, 2025.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

6 OTHER GAINS, NET

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Fair value gains on financial assets at fair value through profit or loss	3,875	5,286
Net fair value losses on derivatives	(1,060)	(2,286)
Net losses on early termination of lease and the disposal of related leasehold improvements	(361)	(489)
Net (losses)/gains on disposal of property, plant and equipment	(438)	3
Donation	(54)	(664)
Net foreign exchange losses	(77)	(1,556)
Others	1,749	1,091
	3,634	1,385

7 EXPENSES BY NATURE

		Six months ended 30 June	
		2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
Employee benefit expenses		670,261	678,418
Cost of course materials	16	108,526	153,985
Human resource outsourcing and other labour costs		129,590	130,795
Promotion expenses		52,687	68,992
Depreciation of right-of-use assets	13	26,348	27,136
Logistic expenses		28,308	35,181
Lease expenses	13	141,801	140,389
Classroom consumables		15,184	14,334
Meal expenses provided to students		10,171	11,964
Travel expenses		18,901	19,313
Office expenses		3,087	3,117
Depreciation of property, plant and equipment	11	9,075	12,893
Amortisation of intangible assets	12	298	26
Services fee for cloud storage		11,243	10,848
Property management costs		5,983	6,329
Tax and surcharge		5,361	8,376
Auditor's remuneration			
– Audit and audit related services		1,556	1,785
– Non-audit services		20	991
Charges for licensed payment institutions		8,429	8,495
Others		35,863	39,914
		1,282,692	1,373,281

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

8 FINANCE INCOME, NET

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Finance income:		
– Interest income	19,219	20,125
Finance costs:		
– Finance cost on lease liabilities	(1,893)	(2,564)
– Net foreign exchange losses	(658)	(589)
	(2,551)	(3,153)
Finance income, net	16,668	16,972

9 INCOME TAX EXPENSE

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Current income tax	16,704	10,627
Deferred income tax	(7,643)	(1,076)
Income tax expense	9,061	9,551

(i) Cayman Islands corporate income tax

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Cayman Companies Act and, accordingly, is exempted from local income tax.

(ii) Hong Kong profits tax

No provision for Hong Kong profit tax was provided as the Group did not have any estimated assessable profits in Hong Kong during the six months ended June 30, 2025 and 2024.

(iii) PRC corporate income tax ("CIT")

CIT provision was made on the estimated assessable profits of entities within the Group incorporated in the PRC and was calculated in accordance with the relevant regulations of the PRC after considering the available tax benefits from refunds and allowances. The general PRC CIT rate is 25% during the reporting period.

Certain subsidiaries of the Group in the PRC are approved as High and New Technology Enterprise, and accordingly, are subject to a reduced preferential CIT rate of 15% during the reporting period according to the applicable CIT Law. Certain of the Group's PRC subsidiaries are qualified as small and micro enterprises and are entitled to a preferential corporate income tax rate of 20% during the reporting period.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

9 INCOME TAX EXPENSE (Continued)

(iv) PRC Withholding Tax (“WHT”)

According to the applicable PRC tax regulations, dividends distributed by a company established in the PRC to a foreign investor with respect to profit derived after January 1, 2008 are generally subject to a 10% WHT. If a foreign investor incorporated in Hong Kong meets the conditions and requirements under the double taxation treaty arrangement entered into between the PRC and Hong Kong, the relevant withholding tax rate will be 5%.

The Group does not have any certain plan in the foreseeable future to require its subsidiaries in mainland China to distribute their retained earnings and intends to retain them to operate and expand its business in mainland China. Accordingly, the remaining undistributed earnings of its subsidiaries in mainland China, for which withholding tax is not provided for, amounted to RMB96,180,000 as at June 30, 2025.

10 EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing:

The profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the reporting period.

	Six months ended 30 June	
	2025	2024
	(Unaudited)	(Unaudited)
Profit attributable to owners of the Company (RMB'000)	226,651	277,739
Weighted average number of ordinary shares in issue (thousands)	2,132,408	2,167,192
Basic earnings per share (RMB)	0.11	0.13

(b) Diluted

Diluted earnings per share is calculated based on the profit attributable to owners of the Company by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

	Six months ended 30 June	
	2025	2024
	(Unaudited)	(Unaudited)
Profit attributable to owners of the Company (RMB'000)	226,651	277,739
Weighted average number of ordinary shares in issue (thousands)	2,132,408	2,167,192
Adjustments for:		
– Share options (thousands)	24,047	27,915
– RSUs (thousands)	6,632	7,720
Adjusted weighted average number of ordinary shares for diluted earnings per share (thousands)	2,163,087	2,202,827
Diluted earnings per share (RMB)	0.10	0.13

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

11 PROPERTY, PLANT AND EQUIPMENT

	Machinery RMB'000	Electronic equipment RMB'000	Motor vehicles RMB'000	Furniture, fittings and equipment RMB'000	Leasehold improvements RMB'000	Construction in progress RMB'000	Total RMB'000
As at January 1, 2025							
Cost	76,670	52,758	20,923	12,654	54,400	–	217,405
Accumulated depreciation	(22,135)	(47,972)	(17,002)	(6,868)	(42,854)	–	(136,831)
Net book amount	54,535	4,786	3,921	5,786	11,546	–	80,574
Six months ended June 30, 2025 (Unaudited)							
Opening net book amount	54,535	4,786	3,921	5,786	11,546	–	80,574
Additions	51	756	730	977	575	–	3,089
Disposals	–	(533)	–	(57)	(14)	–	(604)
Depreciation charge (Note 7)	(3,726)	(492)	(1,307)	(794)	(2,756)	–	(9,075)
Closing net book amount	50,860	4,517	3,344	5,912	9,351	–	73,984
As at June 30, 2025 (Unaudited)							
Cost	76,719	50,090	21,641	13,343	54,961	–	216,754
Accumulated depreciation	(25,859)	(45,573)	(18,297)	(7,431)	(45,610)	–	(142,770)
Net book amount	50,860	4,517	3,344	5,912	9,351	–	73,984

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

11 PROPERTY, PLANT AND EQUIPMENT (Continued)

	Machinery RMB'000	Electronic equipment RMB'000	Motor vehicles RMB'000	Furniture, fittings and equipment RMB'000	Leasehold improvements RMB'000	Construction in progress RMB'000	Total RMB'000
As at January 1, 2024							
Cost	73,432	56,025	20,163	12,089	50,387	30,893	242,989
Accumulated depreciation	(15,445)	(49,540)	(12,870)	(5,525)	(35,558)	–	(118,938)
Net book amount	57,987	6,485	7,293	6,564	14,829	30,893	124,051
Six months ended June 30, 2024 (Unaudited)							
Opening net book amount	57,987	6,485	7,293	6,564	14,829	30,893	124,051
Additions	1,111	1,069	1,217	262	3,139	649	7,447
Transfer upon completion	31,542	–	–	–	–	(31,542)	–
Disposals	(29)	(294)	(40)	(8)	(183)	–	(554)
Disposals – subsidiary	(28,972)	(20)	(445)	(13)	(3,389)	–	(32,839)
Depreciation charge (Note 7)	(4,326)	(1,952)	(2,426)	(767)	(3,422)	–	(12,893)
Closing net book amount	57,313	5,288	5,599	6,038	10,974	–	85,212
As at June 30, 2024 (Unaudited)							
Cost	75,752	55,952	20,758	12,240	46,910	–	211,612
Accumulated depreciation	(18,439)	(50,664)	(15,159)	(6,202)	(35,936)	–	(126,400)
Net book amount	57,313	5,288	5,599	6,038	10,974	–	85,212

No property, plant and equipment of the Group were pledged as security as at June 30, 2025 and 2024.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

12 INTANGIBLE ASSETS

Computer software RMB'000

Six months ended June 30, 2025 (Unaudited)

Opening net book amount	2,994
Amortisation (Note 7)	(298)

Closing net book amount as at June 30, 2025

2,696

At June 30, 2025 (Unaudited)

Cost	3,430
Accumulated amortisation	(734)

Net book amount

2,696

Six months ended June 30, 2024 (Unaudited)

Opening net book amount	367
Amortisation (Note 7)	(26)

Closing net book amount as at June 30, 2024

341

At June 30, 2024 (Unaudited)

Cost	524
Accumulated amortisation	(183)

Net book amount

341

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

13 LEASES

This note provides information for leases where the Group is a lessee.

(i) Amounts recognised in the balance sheet

The balance sheet shows the following amounts relating to leases:

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Right-of-use assets		
Leased buildings	70,857	91,511
Lease liabilities		
Current	(45,821)	(49,709)
Non-current	(23,804)	(40,859)
	(69,625)	(90,568)

Additions to the right-of-use assets during the six months ended June 30, 2025 were RMB7,505,000 (six months ended June 30, 2024: RMB27,686,000).

(ii) Amounts recognised in the consolidated statement of profit or loss

The consolidated statement of profit or loss includes the following amounts relating to leases:

	Six months ended 30 June 2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Depreciation charge of right-of-use assets	26,348	27,136
Interest expense (included in finance cost)	1,893	2,564
Expense relating to short-term leases	141,801	140,389

The total cash outflow for short-term leases during the six months ended June 30, 2025 were RMB141,801,000 (2024: RMB140,389,000).

The total cash outflow for leases except for short-term leases during the six months ended June 30, 2025 were RMB28,519,000 (2024: RMB25,278,000).

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

14 TRADE RECEIVABLES

	Note	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Trade receivables from contracts with customers			
– Third parties		26,859	20,904
– Related parties	28(c)	576	–
Loss allowance		(396)	(275)
		27,039	20,629

- (a) Due to the short-term nature of the trade receivables, their carrying amount is considered to be the same as their fair value.
- (b) The credit terms given to trade customers are determined on an individual basis with normal credit period ranging from 30 to 90 days.

The aging analysis of the trade receivables based on invoice date were as follows:

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Up to 3 months	22,139	15,700
3 to 6 months	1,694	1,598
6 to 12 months	54	217
More than 1 year	3,548	3,389
	27,435	20,904

(c) Impairment and risk exposure

The Group applies the IFRS 9 simplified approach to trade receivables. The loss allowance for trade receivables at amortised cost was not material during the six months ended June 30, 2025 and 2024.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

15 PREPAYMENTS AND OTHER RECEIVABLES

		30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
	Notes		
Non-current portion:			
Loan to third parties	(a)	27,919	–
Prepayments for property, plant and equipment		291	292
Deposits receivable		6,539	10,506
Loss allowance		(2,289)	(114)
		32,460	10,684
Current portion:			
Prepayments for financial products	(b)	86,404	–
Loan to third parties	(a)	3,882	34,217
Advances to suppliers		27,378	24,008
Deposits receivable		15,231	12,870
Input VAT recoverable		8,544	19,926
Amounts due from related parties	28(c)	1,607	2,378
Receivables from redemption of financial products		–	7,355
Others		15,855	18,828
Loss allowance		(597)	(932)
		158,304	118,650
		190,764	129,334

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

15 PREPAYMENTS AND OTHER RECEIVABLES (Continued)

- (a) In May 2024, the Group and a third party (the “Investor”) entered into an equity transfer agreement, pursuant to which the Group would dispose and the Investor would purchase 100% equity interest of Sichuan Lancai Shumei Technology Co., Ltd. (“Sichuan Lancai”, a subsidiary of the Group) at a total consideration of RMB4,945,000. The Investor had paid the Group all the consideration, with RMB1,500,000 paid before June 30, 2024 and the remaining RMB3,445,000 paid before December 31, 2024. Cash and cash equivalents of Sichuan Lancai amounting to RMB2,502,000 were also transferred as part of the disposal, resulting a net cash proceed of RMB2,443,000 from the disposal. As the consideration was close to the book value of Sichuan Lancai’s equity interest, the Group’s gains or losses arising from the transaction was not significant.

Upon the completion of the above transaction, Sichuan Lancai became a third party instead of a subsidiary of the Group, so the Group’s receivables from Sichuan Lancai of RMB40,217,000 were no longer eliminated in the Group’s consolidated financial statements. Pursuant to a separate agreement signed by the Group and the Investor, the Group’s receivables from Sichuan Lancai of RMB40,217,000 shall be fully repaid to the Group within one year before May 31, 2025, at an interest rate of 3.45% per annum with collateral by the fixed assets of Sichuan Lancai. Among the total Group’s receivables, RMB12,500,000 shall be repaid by the Investor on behalf of Sichuan Lancai, and the remaining RMB27,717,000 shall be repaid by Sichuan Lancai.

As of May 2025, Sichuan Lancai and the Investor had paid RMB6,800,000 and RMB2,200,000 respectively to the Group. In May 2025, the Group, the Investor, and Sichuan Lancai entered into a supplemental agreement, pursuant to which the Group’s remaining receivables from Sichuan Lancai and the Investor of RMB21,308,000 and RMB10,493,000 respectively, including interests of RMB391,000 and RMB193,000 respectively, shall be fully repaid to the Group within one year before May 31, 2026, at an annual interest rate of 3.00% with collateral.

The credit risk of the Group’s receivables from Sichuan Lancai and the Investor has increased significantly since initial recognition, and the loss allowance should be measured at an amount equal to the lifetime expected credit losses under Stage 2 category, resulting in an impairment loss totally amounted of RMB1,900,000 recognised in the interim period for the six months ended June 30, 2025.

In July 2025, Sichuan Lancai has paid RMB2,000,000 to the Group. Meanwhile, the Group, the Investor, and Sichuan Lancai entered into another supplemental agreement, pursuant to which the Group’s remaining receivables from Sichuan Lancai and the Investor of RMB19,308,000 and RMB10,493,000 respectively are extended and are repaid under a payment schedule within six years before December 31, 2030, at an annual interest rate based on the official bank loan interest rate for the same period authorised and published by the People’s Bank of China with collateral. Management considered that there were no significant financial impact to the Group.

- (b) In May 2025, the Company prepaid USD5,000,000 (equivalent to RMB35,793,000) to a third party institution for the purchase of financial assets measured at amortised cost. In June 2025, the Company prepaid USD7,070,000 (equivalent to RMB50,611,000) to a third party institution for the purchase of wealth management products. The above transaction were subsequently completed in July 2025.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

16 INVENTORIES

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Finished goods	45,502	50,382
Raw materials	10,368	10,447
Work in progress	9,703	16,213
	65,573	77,042

The costs of individual items of inventory are determined using weighted average costs.

The cost of inventories recognised as an expense and included in cost of revenue for the six months ended June 30, 2025 amounted to RMB108,526,000 (2024: RMB153,985,000) (Note 7).

17 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Wealth management products	196,506	123,756

(a) Amounts recognised in the consolidated statement profit or loss

During the reporting period, the following gains were recognised in profit or loss:

	Six months ended 30 June 2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Fair value gains on financial assets at fair value through profit or loss (Note 6)	3,875	5,286

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

18 OTHER FINANCIAL ASSETS AT AMORTISED COST

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Other financial assets at amortised cost	56,489	65,474

Other financial assets at amortised cost mainly includes short-term notes and other investments, with guaranteed 5% annual returns for the six months ended June 30, 2025 (year ended December 31, 2024: 4.5% to 5.0%). The investments are held for collection of contractual cash flows and the contractual cash flows of these investments qualify for solely payments of principal and interest, hence they are measured at amortised costs.

19 SHARE CAPITAL AND SHARE PREMIUM

Company

Authorised:	Number of ordinary shares	Nominal value of ordinary shares USD'000
As at January 1, 2025 and June 30, 2025 (Unaudited)	5,000,000,000	50

	Number of ordinary shares (Thousands)	Nominal value of ordinary shares USD	Equivalent nominal value of ordinary shares RMB'000	Share premium RMB'000	Total share capital and share premium RMB'000
Issued:					
As at January 1, 2024	2,281,381	22,814	150	15,104,233	15,104,383
Add: Employee share schemes – exercise of share options	11,248	112	2	114,074	114,076
As at June 30, 2024 (Unaudited)	2,292,629	22,926	152	15,218,307	15,218,459
As at January 1, 2025	2,229,681	22,297	148	15,064,115	15,064,263
Add: Employee share schemes – exercise of share incentive schemes	3,999	40	1	18,213	18,214
As at June 30, 2025 (Unaudited)	2,233,680	22,337	149	15,082,328	15,082,477

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20 SHARE-BASED PAYMENTS

To incentivize its employees and promote the long-term growth of the Company, the Company has adopted the pre-IPO equity incentive scheme in December 2020 (the “**Pre-IPO Share Option Scheme**”), the share option scheme in June 2023 (the “**2023 Share Option Scheme**”) and the restricted share unit scheme in June 2023 (the “**2023 Restricted Share Unit Scheme**”). The 2023 Share Option Scheme and 2023 Restricted Share Unit Scheme were collectively referred as the 2023 Share Incentive Schemes.

(a) The Pre-IPO Share Option Scheme

Under the Pre-IPO Share Option Scheme adopted by the Group, participants are granted options which only vest if the service condition are met. The exercise price is nil. Participation in the scheme is at the Board's discretion. The share options shall be subject to different vesting service periods from the vesting commencement date, which is the grant date of options.

As prescribed in the share option agreement and the respective grant letter:

- For vesting schedule of service period for three years, i) one-third (1/3) of the granted share options are vested on each anniversary from the vesting commencement date; or ii) 25% of the granted share options are vested on the second anniversary from the vesting commencement date and 30% and 45% of granted share options are vested on the same day in the following two subsequent years, respectively.
- For vesting schedule as four years, i) 25% of the granted share options are vested on each anniversary from the vesting commencement date; or ii) the granted share options are vested on the fourth anniversary of the vesting commencement date; or iii) 15%/25%/25%/35% of the granted share options are vested on the same day in the following four subsequent years, respectively; or iv) 40%/30%/20%/10% of the granted share options are vested on the same day in the following four subsequent years, respectively.
- For vesting schedule as two years, 50% of the granted share options are vested on each anniversary from the vesting commencement date.
- For vesting schedule that vested immediately upon granted, granted share options are vested upon the vesting commencement date.

In the event a participant's employment or service with the Group is terminated for any reason, the Group shall have a right to repurchase any shares purchased by such participant upon exercise of option or the vested options at a price calculated based on the fair market value on that date as defined in the option agreement.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

20 SHARE-BASED PAYMENTS (Continued)

(a) The Pre-IPO Share Option Scheme (Continued)

(i) Movements in the number of share options granted to participants related to the Pre-IPO Share Option Scheme

	Number of share options
Outstanding as at January 1, 2025	34,517,810
Forfeited during the period	(30,000)
Exercised during the period	<u>(6,244,550)</u>
Outstanding as at June 30, 2025 (Unaudited)	28,243,260
– Exercisable as of June 30, 2025	<u>20,584,973</u>
Outstanding as at January 1, 2024	75,326,760
Forfeited during the period	(115,000)
Exercised during the period	<u>(25,948,890)</u>
Outstanding as at June 30, 2024 (Unaudited)	49,262,870
– Exercisable as of June 30, 2024	<u>38,172,323</u>

The weighted-average remaining contract life for outstanding share options were 5.59 years for the six months ended June 30, 2025 (2024: 6.59 years).

(ii) Fair value of share options granted

As the exercise price of share option is nil, the fair value of share options is developed based on the spot price of the ordinary shares. The Group used the discounted cash flow method to determine the underlying equity fair value of the Group. During the six months ended June 30, 2025 and 2024, there were no grants related to the Pre-IPO Share Option Scheme.

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(Expressed in Renminbi Yuan unless otherwise indicated)

20 SHARE-BASED PAYMENTS (Continued)

(b) The 2023 Share Incentive Schemes

The 2023 Share Option Scheme and 2023 Restricted Share Unit Scheme were approved and adopted by the Company on June 14, 2023. Both schemes shall be valid and effective for a period of ten (10) years commencing on the date of adoption. Pursuant to the terms of the respective agreements as adopted by the Company, participation and vesting conditions in the 2023 Share Incentive Schemes shall be at the Board's discretion under specified circumstances in relation to the options or shares granted to the eligible participants.

On September 4, 2023, the Group granted a total of 894,000 restricted share units (the "**RSUs**"), representing an aggregate of 894,000 shares, to 363 employees of the Group under the 2023 Restricted Share Unit Scheme at a nil consideration, subject to the acceptance by the grantees. The closing price of the shares on this grant date was HK\$4.67 (equivalent to RMB4.27) per share.

On January 2, 2024, the Group granted a total of 15,668,000 RSUs, representing an aggregate of 15,668,000 shares, to 6,039 employees of the Group under the 2023 Restricted Share Unit Scheme at a nil consideration, subject to the acceptance by the grantees. The closing price of the shares on this grant date was HK\$4.52 (equivalent to RMB4.09) per share.

On April 3, 2024, the Group granted a total of 8,932,000 RSUs, representing an aggregate of 8,932,000 shares, to 693 employees of the Group under the 2023 Restricted Share Unit Scheme at a nil consideration, subject to the acceptance by the grantees. The closing price of the shares on this grant date was HK\$4.67 (equivalent to RMB4.23) per share.

On June 13, 2024, the Group granted a total of 7,000,000 RSUs, representing an aggregate of 7,000,000 shares, to 1 employee of the Group under the 2023 Restricted Share Unit Scheme at a nil consideration, subject to the acceptance by the grantee. The closing price of the shares on this grant date was HK\$4.29 (equivalent to RMB3.91) per share.

On April 1, 2025, the Group granted a total of 20,600,000 RSUs, representing an aggregate of 20,600,000 shares, to 182 employees of the Group under the 2023 Restricted Share Unit Scheme at a nil consideration, subject to the acceptance by the grantee. The closing price of the shares on this grant date was HK\$2.51 (equivalent to RMB2.32) per share.

As prescribed in the restricted share unit agreements and the respective grant letter:

- For vesting schedule of service period for three years, 25% of the granted shares are vested on the vesting commencement date and 25% of the granted shares are vested on each anniversary from the vesting commencement date.
- For vesting schedule as four years, 25% of the granted shares are vested on each anniversary from the vesting commencement date.

During the six months ended June 30, 2025 and 2024, there were no grants related to the 2023 Share Option Scheme.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

20 SHARE-BASED PAYMENTS (Continued)

(b) The 2023 Share Incentive Schemes (Continued)

(i) Movements in the number of RSUs granted to participants related to the 2023 Restricted Share Unit Scheme

	Number of RSUs
Outstanding as at January 1, 2025	25,460,950
Granted during the period	20,600,000
Exercised during the period	(11,554,050)
Forfeited during the period	(269,500)
Outstanding as at June 30, 2025 (Unaudited)	34,237,400
– Vested and exercisable as at June 30, 2025	13,375
Outstanding as at January 1, 2024	866,000
Granted during the period	31,600,000
Forfeited during the period	(484,625)
Outstanding as at June 30, 2024 (Unaudited)	31,981,375
– Vested and exercisable as at June 30, 2024	5,941,875

(c) Expenses arising from share-based payment transactions

The total expenses arising from share-based payments recognised during the period as part of employee benefit expense were as follows:

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Options issued under the Pre-IPO Share Option Scheme	10,574	27,715
Shares issued under the 2023 Restricted Share Unit Scheme	34,234	43,643
	44,808	71,358

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

21 OTHER RESERVES

	Capital reserves RMB'000 (Note a)	Statutory surplus reserves RMB'000 (Note b)	Share-based payment reserves RMB'000	Treasury shares RMB'000	Other comprehensive income RMB'000	Total RMB'000
As at January 1, 2025	(9,029,398)	39,850	121,042	(368,412)	(516,048)	(9,752,966)
Share-based compensation (Note 20)	–	–	44,808	–	–	44,808
Employee share schemes – exercise of share incentive schemes	–	–	(64,014)	45,800	–	(18,214)
Currency translation differences	–	–	–	–	(4,220)	(4,220)
As at June 30, 2025 (Unaudited)	(9,029,398)	39,850	101,836	(322,612)	(520,268)	(9,730,592)
As at January 1, 2024	(9,029,398)	17,501	211,285	(177,776)	(533,172)	(9,511,560)
Share-based compensation (Note 20)	–	–	71,358	–	–	71,358
Employee share schemes – exercise of share options	–	–	(114,076)	–	–	(114,076)
Currency translation differences	–	–	–	–	8,571	8,571
Purchase of treasury shares (Note c)	–	–	–	(355,602)	–	(355,602)
As at June 30, 2024 (Unaudited)	(9,029,398)	17,501	168,567	(533,378)	(524,601)	(9,901,309)

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

21 OTHER RESERVES *(Continued)*

(a) Capital reserves

The capital reserves were mainly generated from the reorganization before the IPO, relating to the spin off from the predecessor holding company, and there were no changes during the six months ended June 30, 2025 (six months ended June 30, 2024: nil).

(b) Statutory surplus reserves

In accordance with the relevant laws and regulations of the PRC, when distributing the net profit of each year, the Group shall set aside 10% of its profit after income tax (based on the PRC statutory financial statements and after offsetting accumulated losses from prior years) for the statutory surplus reserve fund (except where the reserve balance has reached 50% of the paid-in capital).

Statutory reserve can be used to make up for the loss or increase the paid-in capital after approval from the appropriate authorities.

(c) Treasury shares

In order to establish and enhance share incentive schemes, the Company has appointed a trustee. The principal activity of the trustee is administrating and holding the Company's shares for the share incentive schemes for the benefit of the Company's eligible persons.

As the Company has the power to govern the financial and operating policies of the trustee and can derive benefits from the contributions of the employees who have been awarded the shares of the Company through their continued employment with the Group, the Group controls and thus consolidates the trustee.

Pursuant to the rules of the 2023 Share Incentive Schemes adopted by the Company in June 2023, the trustee of the 2023 Share Incentive Schemes purchased from the market a total of 54,565,000 shares at a total consideration of approximately HK\$236,547,000 (equivalent to RMB214,999,000) during the six months ended June 30, 2024, which was deducted from equity as "treasury shares".

Pursuant to the resolution of the board of directors dated May 13, 2024, the Company intends to repurchase ordinary shares of the Company (the "**Shares**") in the open market from time to time during the period from May 13, 2024 to May 12, 2025 (both days inclusive) at a maximum aggregate amount of HK\$300,000,000 in value (the "**Share Repurchase**"), which the repurchased Shares will be cancelled subsequently. During the six months ended June 30, 2024, the Company repurchased from the market at a total of 35,871,000 Shares at a total consideration of approximately HK\$154,115,000 (equivalent to RMB140,603,000), which has been cancelled subsequently.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

22 TRADE AND OTHER PAYABLES

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Trade payables	18,067	34,559
Accrued salaries, bonus and welfares	76,628	155,650
Tax payable (other than income tax payable)	38,966	30,384
Accrued auditor's remuneration	1,556	2,678
Others	8,640	9,411
	143,857	232,682

The ageing analysis of the trade payables based on their respective invoice and issue dates are as follows:

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Within 1 year	17,840	34,378
More than 1 year	227	181
	18,067	34,559

The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

23 REFUND LIABILITIES

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Refund liabilities arising from right of refund	128,179	173,515

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

24 DEFERRED INCOME TAX BALANCE

The deferred income tax assets and liabilities balance as at June 30, 2025 and December 31, 2024 were as follows:

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Deferred income tax assets:		
to be recovered after more than 12 months	26,685	28,558
to be recovered within 12 months	27,412	29,627
Total deferred income tax assets	54,097	58,185
Set-off of deferred income tax liabilities pursuant to set-off provisions	(15,143)	(19,215)
Net deferred income tax assets	38,954	38,970
Deferred income tax liabilities:		
to be recovered after more than 12 months	(7,076)	(9,289)
to be recovered within 12 months	(10,320)	(19,838)
Total deferred income tax liabilities	(17,396)	(29,127)
Set-off of deferred income tax liabilities pursuant to set-off provisions	15,143	19,215
Net deferred income tax liabilities	(2,253)	(9,912)

25 DIVIDENDS

The Board did not propose an interim dividend for the six months ended June 30, 2025 (six months ended June 30, 2024: nil).

26 COMMITMENTS

As at June 30, 2025 and December 31, 2024, the Group did not have any significant capital commitments.

27 CONTINGENCIES

As at June 30, 2025 and December 31, 2024, the Group did not have any significant contingent liabilities.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

28 RELATED PARTY TRANSACTIONS

(a) Names and relationships with related parties

Name of the related parties	Nature of relationship
Beijing Yuanli Technology Co., Ltd.	A subsidiary indirectly controlled by YUAN Inc. Mr. LI Yong, a director of YUAN Inc, is also a director of the Company
Tencent Cloud Computing (Beijing) Co., Ltd.	A subsidiary of Tencent, a shareholder of the Group
Tenpay Payment Technology Co., Ltd.	A subsidiary of Tencent, a shareholder of the Group
Shenzhen Tencent Computer System Co., Ltd.	A subsidiary of Tencent, a shareholder of the Group
Beijing Tencent Culture Media Co., Ltd.	A subsidiary of Tencent, a shareholder of the Group

* The English names of certain companies referred to above represent the best efforts made by management of the Company to directly translate the Chinese names as they have not registered any official English names.

(b) Transactions with related parties

During the six months ended June 30, 2025 and 2024, the Group had the following significant transactions with related parties.

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Sales of goods and services:		
Beijing Yuanli Technology Co., Ltd. (i)	4,577	3,667

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Purchases of goods and services:		
Tencent Cloud Computing (Beijing) Co., Ltd. (ii)	5,994	5,760
Tenpay Payment Technology Co., Ltd. (iii)	4,397	2,067
Shenzhen Tencent Computer Systems Co., Ltd.(iv)	738	193
	11,129	8,020

(i) This related party transaction represents revenue from provision of printing services.

(ii) This related party transaction represents cost paid or payable for the related cloud store service.

(iii) This related party transaction represents cost paid or payable for related payment service.

(iv) This related party transaction represents cost paid or payable for related technical service.

Notes to the Interim Financial Information

(Expressed in Renminbi Yuan unless otherwise indicated)

28 RELATED PARTY TRANSACTIONS (Continued)

(c) Outstanding balances due from related parties

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Balances due from related parties		
Tencent Cloud Computing (Beijing) Co., Ltd.	1,068	1,503
Beijing Yuanli Technology Co., Ltd.	576	–
Tenpay Payment Technology Co., Ltd.	269	57
Shenzhen Tencent Computer Systems Co., Ltd.	265	818
Beijing Tencent Culture Media Co., Ltd.	5	–
	2,183	2,378

(d) Key management personnel compensation

Key management compensation other than those relating to the emoluments of the directors of the Company being disclosed were set out below:

	Six months ended 30 June	
	2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Wages, salaries and bonuses	3,446	3,826
Pension costs – defined contribution plans	92	88
Other social security costs	95	92
Share-based compensation expenses	4,153	11,802
	7,786	15,808

29 SUBSEQUENT EVENTS

There was no subsequent event other than what was disclosed in Note 15 (a).

Definitions

“Audit Committee”	the audit committee of the Board
“Beijing Fenbi Box”	Beijing Fenbi Box Enterprise Management LLP (北京粉筆盒子企業管理合夥企業(有限合夥)) is an employee shareholding platform of the Group
“Board of Directors” or “Board”	the board of directors of our Company
“CG Code”	the Corporate Governance Code as set out in Part 2 of Appendix C1 to the Listing Rules
“China” or “PRC”	People’s Republic of China, excluding, for the purposes of this interim report and for geographical reference only and except where the context requires otherwise, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan area
“Company,” “Fenbi,” “Group,” “we” or “us”	Fenbi Ltd. (粉筆有限公司), formerly known successively as Fenbi Education Technology Ltd. and Fenbi Technology Ltd., an exempted company incorporated under the laws of Cayman Islands with limited liability on December 14, 2020, and, except where the context indicated otherwise, all of its subsidiaries (including consolidated affiliated entities), or with respect to the period before our Company became the holding company of our current subsidiaries, the business operated by our present subsidiaries or their predecessors (as the case may be)
“Director(s)”	the director(s) of our Company
“Employee Participant(s)”	any employee (whether full-time or part-time), any director (including executive directors, non-executive directors and independent non-executive directors) of the Group, and any persons who are granted awards under the 2023 Restricted Share Unit Scheme or options under the 2023 Share Option Scheme as an inducement to enter into employment contracts with any member of the Group
“Fenbi Bluesky”	Beijing Fenbi Bluesky Technology Co., Ltd. (北京粉筆藍天科技有限公司), a limited liability company established under the laws of the PRC on February 25, 2015, and one of the consolidated affiliated entities, the financial accounts of which have been consolidated and accounted for as if they were subsidiaries of the Company by virtue of the contractual arrangements
“Global Offering”	the Hong Kong public offering and the international offering of the Company
“HKD” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“IFRS”	International Financial Reporting Standards
“IPO”	initial public offering
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange

“Listing Date”	January 9, 2023, on which the Shares are listed and from which dealings therein are 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 or supplemented from time to time
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules
“Mr. ZHANG”	Mr. ZHANG Xiaolong (張小龍), our chairman of the Board, executive Director, chief executive officer and one of the controlling shareholders of the Company
“Nomination Committee”	the nomination committee of the Board
“Ocorian Trust Company”	Ocorian Singapore Trust Company Pte. Ltd., an Independent Third Party and professional trustee company established in Singapore, acting as the trustee of each of ZXL Family Trust and WL Family Trust
“Pre-IPO Share Option Scheme”	the pre-IPO equity incentive scheme adopted by the Company on December 31, 2020, as amended from time to time, the principal terms of which are summarized in “Statutory and General Information – D. Pre-IPO Share Option Scheme” in Appendix IV to the Prospectus
“Prospectus”	the prospectus of the Company dated December 23, 2022
“Related Entity Participant(s)”	the directors, chief executives and employees of the holding companies, fellow subsidiaries and associated companies of the Company, provided that the Board shall have absolute discretion to determine whether or not one falls within such category
“Remuneration Committee”	the remuneration committee of the Board
“Renminbi” or “RMB”	the lawful currency of the PRC
“Reporting Period”	the six months ended June 30, 2025
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the share capital of the Company with a par value of US\$0.0001 each
“Shareholder(s)”	holder(s) of our Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules

Definitions

“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“USD” or “US\$”	United States dollars, the lawful currency of the United States
“WL Family Trust”	the discretionary trust established by Mr. WEI Liang as the settlor and the protector, with Ocorian Trust Company as the trustee, and the beneficiaries of the trust include Mr. WEI and his family members
“ZXL Family Trust”	the discretionary trust established by Mr. ZHANG as the settlor and the protector, with Ocorian Trust Company as the trustee, and the beneficiaries of the trust include Mr. ZHANG and his family members
“2023 Restricted Share Unit Scheme”	the restricted share unit scheme adopted by the Company on June 14, 2023
“2023 Share Option Scheme”	the share option scheme adopted by the Company on June 14, 2023