



China Ruifeng Renewable Energy Holdings Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00527)

The background features a photograph of a wind farm with several large white wind turbines. A thick, green, curved graphic element sweeps across the lower half of the image, separating the company information from the year. The sky is blue with scattered white clouds.

2025
INTERIM REPORT

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COMPANY INFORMATION

PLACE OF LISTING

The Stock Exchange of Hong Kong Limited
Stock Code: 00527

EXECUTIVE DIRECTORS

Mr. Yuan Wanyong (*Chairman*)
Mr. Zhang Zhixiang (*Chief Executive Officer*)
Mr. Ning Zhongzhi

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Qu Weidong
Ms. Hu Xiaolin
Mr. Jiang Senlin

AUDIT COMMITTEE

Mr. Jiang Senlin (*chairman of the Audit Committee*)
Mr. Qu Weidong
Ms. Hu Xiaolin

REMUNERATION COMMITTEE

Ms. Hu Xiaolin (*chairman of the Remuneration Committee*)
Mr. Zhang Zhixiang
Mr. Qu Weidong
Mr. Jiang Senlin

NOMINATION COMMITTEE

Mr. Qu Weidong (*chairman of the Nomination Committee*)
Mr. Zhang Zhixiang
Ms. Hu Xiaolin
Mr. Jiang Senlin

COMPANY SECRETARY

Ms. Wong Yuk Ki

COMPANY INFORMATION

AUTHORISED REPRESENTATIVES

Mr. Zhang Zhixiang

Ms. Wong Yuk Ki

PRINCIPAL BANKERS

In Hong Kong:

Bank of China (Hong Kong) Limited

China Minsheng Banking Corporation Limited, Hong Kong Branch

China Construction Bank (Asia) Corporation Limited

Chong Hing Bank Limited

Hang Seng Bank Limited

In the People's Republic of China (the "PRC"):

Bank of China Limited

Agricultural Development Bank of China

Industrial and Commercial Bank of China Limited

Bank of Chengde Company Limited

China Construction Bank Corporation

Bank of Hebei Company Limited

REGISTERED OFFICE

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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Hong Kong

COMPANY WEBSITE

www.c-ruifeng.com

COMPANY INFORMATION

AUDITORS

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Certified Public Accountants
Public Interest Entity Auditor
Room 2001–02, 20/F, Podium Plaza
5 Hanoi Road
Tsim Sha Tsui
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

SUMMARY OF FINANCIAL RESULTS

Below is a summary of the unaudited condensed consolidated financial results of China Ruifeng Renewable Energy Holdings Limited for the six months ended 30 June 2025 together with the comparative figures of the corresponding period in 2024:

	For the six months ended 30 June			Approximate change in percentage %
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)	Approximate change RMB'000	
Revenue	183,438	173,602	9,836	6
Gross profit	45,328	64,580	19,252	30
Profit from operations	41,132	56,385	15,253	27
Loss before taxation	(18,595)	(7,398)	11,197	151
Loss for the period	(40,357)	(21,844)	18,513	85
(Loss)/profit for the period attributable to:				
Equity shareholders of the Company	(35,526)	(36,818)	1,292	4
Non-controlling interests	(4,831)	14,974	19,805	132
Loss for the period	(40,357)	(21,844)	18,513	85
		As at 30 June 2025 (unaudited)	As at 31 December 2024 (audited)	
Net debt (RMB'000) (note)		2,071,440	(1,832,018)	
Net assets (RMB'000)		59,591	86,669	
Liquidity ratio		80%	77%	
Trade receivables turnover (number of days)		264	246	
Trade payables turnover (number of days)		25	39	
Net debt to equity ratio		3,476%	2,114%	

Note:

Net debt: Cash and cash equivalents less borrowings.

CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the board (the “**Board**”) of directors (the “**Directors**”) of China Ruifeng Renewable Energy Holdings Limited (the “**Company**”, together with its subsidiaries referred to as the “**Group**”), I hereby present to the shareholders of the Company (the “**Shareholders**”) the results of the Group for the six months ended 30 June 2025 (the “**Reporting Period**”).

As a renewable energy enterprise specialised in wind power development and operation, during the first half of 2025, the Group is principally engaged in wind farms operation and energy storage power station operations and is continuing to search for investment opportunities in the energy sectors. The Group has expanded its business structure through the development of a grid side independent energy storage power station project by the Company's subsidiary, Hebei Ruifeng Yunlian Digital Company Limited* (河北瑞風雲聯數字新能源有限公司) (“**Hebei Ruifeng Yunlian Digital**”). The project is located at Chabei Management District of Zhangjiakou City of Hebei Province in the PRC. The project met grid connection conditions in December 2024 and is expected to generate revenue in 2025.

The Chinese government has placed unprecedented, high-level importance on the development of renewable energy, backing this commitment with comprehensive support. The latest national policy clearly outlines the objectives for accelerating the high-quality growth of the sector, and has implemented a series of concrete measures. These policies not only unlock broader market opportunities, but also provide a clear strategic direction for our future development.

CHAIRMAN'S STATEMENT

The Group will closely align its strategic focus with the national energy development strategy and the ongoing power system reform, and further enhance our strategic presence in the energy storage sector while steadily executing traditional wind power projects. By establishing a diversified and synergistic renewable energy business structure, the Group aims to build a robust foundation for long-term, sustainable growth. We will actively pioneer new application scenarios for energy storage projects, striving to become a leading new energy enterprise that delivers consistent, stable and substantial returns to our Shareholders.

On behalf of the Board, I would like to express my gratitude to the Shareholders, investors and business partners for their continuing care of and support to the Group. I would also like to thank the management team and all the staff for their contributions and dedications to the development of the Group. The Group is committed to bringing better returns to the Shareholders and investors through sound and pragmatic development strategies.

Yuan Wanyong

Chairman

Hong Kong, 29 August 2025

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OVERVIEW

Wind farm operations

For the six months ended 30 June 2025, the revenue from the wind farm operations amounted to approximately RMB181,373,000 (six months ended 30 June 2024: approximately RMB171,128,000), representing an increase of approximately 6% from that of six months ended 30 June 2024.

Hongsong's wind farm projects

The construction of the Phase 9 Project — The Yuanhui Project of Hebei Hongsong Wind Power Co., Ltd.* ("**Hongsong**") was completed in December 2013. Hongsong currently has an installed capacity of 398.4 megawatt ("**MW**"), and its wind farm operated in a steady and stable status in 2025 which made primary contribution to the Group's revenue for the six months ended 30 June 2025. The average utilisation hours of the Company's Hongsong wind farm in Hebei Province for the periods ended 30 June 2025 and 30 June 2024 were approximately 1,066 hours and 969 hours, respectively.

Baotou Yinfeng's wind farm projects

Baotou City Yingfeng Huili New Energy Investment Limited* ("**Baotou Yinfeng**") is a subsidiary of the Company, which possesses a wind farm in Baotou City of Inner Mongolia with the 49.8 MW of the Phase 1 Project. In October 2015, Baotou Yinfeng received the relevant project approval from Baotou City's government for its Phase 1 Project. Baotou Yinfeng Phase 1 Project is currently under construction and is expected to contribute to the Group's future revenue from the operation of wind farm.

Development and operation of energy storage power station in the Chabei Management District (300 MW/1.2 gigawatt hours ("**GWh**") — Grid side Independent Energy Storage Project

The 300MW/1.2 GWh grid side independent energy storage power station project invested and constructed by the Company's subsidiary, Hebei Ruifeng Yunlian Digital, is located at Chabei Management District of Zhangjiakou City of Hebei Province in the PRC. The project started construction in September 2024, met grid connection conditions in December 2024 and successfully achieved full capacity grid connection on 22 January 2025, with electricity market trading and capacity leasing as its main revenue models. After the project is connected to the grid, it can gather abundant local renewable energy resources and transport them to the load center for consumption, further increase the proportion of renewable energy consumption in the Beijing-Tianjin-Hebei region and effectively alleviate the problem of limited renewable energy consumption in the Bashang area and the northern Hebei region.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

During the Reporting Period, the Group was principally engaged in wind farms operation through its subsidiary, namely Hongsong.

For the Reporting Period, the Group's revenue amounted to approximately RMB183,438,000 (for the six months ended 30 June 2024: approximately RMB173,602,000). Gross profit decreased by approximately 30% to approximately RMB45,328,000 for the Reporting Period (for the six months ended 30 June 2024: approximately RMB64,580,000). The loss for the Reporting Period was approximately RMB40,357,000 (for the six months ended 30 June 2024: loss of approximately RMB21,844,000). The loss position for the Reporting Period was primarily attributable to the cost of electricity and depreciation incurred in the operation testing stage of the energy storage power station project.

Revenue

During the Reporting Period, the Group's revenue was mainly derived from the business of wind power generation of Hongsong, sales of mechanical and electrical equipment and provision of construction services. The Group's operating bases for the business of wind power generation are mainly located in Chengde City of Hebei Province and Inner Mongolia Autonomous Region in the PRC.

Revenue from wind farms operation for the Reporting Period was approximately RMB181,373,000, representing an increase of approximately 6% as compared with approximately RMB171,128,000 of the corresponding period of 2024. The increase was mainly due to the increase in volume of electricity generated as well as the sales of electricity.

Revenue from sales of mechanical and electrical equipment for the Reporting Period was approximately RMB151,000 (for the six months ended 30 June 2024: Nil).

Revenue from provision of construction services for the Reporting Period was approximately RMB1,914,000 (for the six months ended 30 June 2024: Nil).

No revenue was generated from sales of petroleum coke for the Reporting Period (for the six months ended 30 June 2024: approximately RMB2,474,000).

MANAGEMENT DISCUSSION AND ANALYSIS

Cost of Sales

Cost of sales mainly included the cost of raw materials, staff costs, depreciation, water, electricity, gas and other ancillary materials. Cost of sales for the Reporting Period was approximately RMB138,110,000 (for the six months ended 30 June 2024: approximately RMB109,022,000), representing approximately 75% of the Group's revenue, as compared to approximately 63% for the corresponding period of 2024.

Gross Profit

Gross profit for the Reporting Period decreased by approximately 30% to approximately RMB45,328,000 (for the six months ended 30 June 2024: gross profit of approximately RMB64,580,000), which was mainly due to cost of electricity and depreciation incurred in the operation testing stage of the energy storage power station project.

Other Income and Other Losses, net

Other income and other losses, net for the Reporting Period mainly comprised the government subsidy income related to value-added tax refund amounted to approximately RMB14,225,000 (for the six months ended 30 June 2024: approximately RMB9,452,000) and rental income from operating lease of premises amounted to approximately RMB2,005,000 (for the six months ended 30 June 2024: approximately RMB1,562,000).

Administrative Expenses

Administrative expenses for the Reporting Period mainly included salaries and welfare expenses, professional fees, entertainment expenses, travelling expenses, insurance expenses and other taxation expenses. It increased by approximately 27% to approximately RMB28,458,000 for the Reporting Period when compared with approximately RMB22,469,000 for the corresponding period of 2024.

Finance Costs

Finance costs for the Reporting Period referred to interest expenses of the Group's borrowings including bank loans and other loans obtained, corporate bonds and convertible bonds issued by the Group. It amounted to approximately RMB60,079,000 for the Reporting Period (for the six months ended 30 June 2024: approximately RMB63,765,000). The decrease was mainly due to the decrease in interest expenses incurred for other loans obtained by Hongsong and the corporate bonds issued by the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

Taxation

Taxation increased from approximately RMB14,446,000 for the six months ended 30 June 2024 to approximately RMB21,762,000 for the Reporting Period, which is due to the increase in taxable profits of Hongsong.

Loss for the Reporting Period

The loss for the Reporting Period was approximately RMB40,357,000 (for the six months ended 30 June 2024: loss of approximately RMB21,844,000). The loss position for the Reporting Period was primarily attributable to the cost of electricity and depreciation incurred in the operation testing stage of the energy storage power station project.

Share Capital

As at 30 June 2025, the total number of issued share capital of the Company comprised 1,714,719,143 ordinary shares of HK\$0.05 each (as at 31 December 2024: 1,714,719,143 ordinary shares of HK\$0.05 each). As at the date of this report, the total number of issued share capital of the Company comprised 1,714,719,143 ordinary shares of HK\$0.05 each.

Liquidity and Financial Resources

The cash and bank balances as at 30 June 2025 and 31 December 2024 amounted to approximately RMB243,371,000 (mainly denominated in Renminbi (“**RMB**”) and Hong Kong dollar (“**HK\$**”) of approximately RMB242,118,000 and HK\$1,373,000), and approximately RMB244,609,000, respectively.

Total borrowings of the Group as at 30 June 2025 amounted to approximately RMB2,314,811,000, representing an increase of approximately RMB238,184,000 when compared with approximately RMB2,076,627,000 as at 31 December 2024. The increase was mainly due to more bank loans obtained for the construction and development of energy storage power station project.

The Group repaid its debts mainly through steady recurrent cash-flows generated by its operations. The Group’s gearing ratio as at 30 June 2025 was approximately 98% which was comparable to approximately 97% as at 31 December 2024. That ratio was calculated by dividing the Group’s total liabilities by its total assets. During the Reporting Period, all of the Group’s borrowings were settled in RMB and HK\$ and all of the Group’s income was denominated in RMB. Interest-bearing borrowings

MANAGEMENT DISCUSSION AND ANALYSIS

were approximately RMB2,314,811,000 as at 30 June 2025 (31 December 2024: approximately RMB2,076,627,000). Among the interest-bearing borrowings of the Group, approximately RMB550,931,000 were fixed rate loans and approximately RMB1,763,880,000 were variable rate loans. The Group had not engaged in any hedging facility against interest rate fluctuations for the Reporting Period and up to the date of this report, as the Board considered that the cost of any hedging policy would be higher than the potential risk of the costs being incurred from interest rate fluctuations in individual transactions.

Exposure to fluctuation in exchange rates

The Group has minimal exposure to foreign currency risk as most of its business, transactions, assets and liabilities are principally denominated in the functional currencies of the Group entities. The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities. The management will monitor the Group's foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arise, and appropriate instrument be available.

Issuance of Corporate Bonds

During the Reporting Period, the Company did not issue additional non-listing corporate bonds (the **"Corporate Bonds"**) to investors. Corporate Bonds with principal amount of HK\$5,228,000 were matured and redeemed during the Reporting Period (30 June 2024: Corporate Bonds with principal amount of HK\$10,406,000 were matured and redeemed).

As at 30 June 2025, Corporate Bonds with principal amount of approximately HK\$94,768,000 and RMB5,000,000 had been issued and had not been repaid (31 December 2024: HK\$99,996,000 and RMB5,000,000). For details, please refer to the announcements of the Company dated 10 July 2014 and 28 April 2015.

Notes (previously known as Convertible Notes)

On 26 May 2016, the Company entered into a placing agreement (the **"Placing Agreement"**) with Get Nice Securities Limited (the **"Placing Agent"**) pursuant to which the Placing Agent has conditionally agreed to procure the placee(s) on a best effort basis during the placing period to subscribe for the convertible notes to be issued by the Company of up to an aggregate principal amount of HK\$171,600,000 due 2017, with the conversion rights to convert the outstanding principal amount of the

MANAGEMENT DISCUSSION AND ANALYSIS

convertible notes into ordinary shares of the Company at an initial conversion price of HK\$0.65 per conversion share (the “**Convertible Notes**”).

The mechanism to convert the outstanding principal amount of the Convertible Notes was removed on 12 February 2020. Convertible Notes have since then been reclassified as notes (the “**Notes**”).

As at 30 June 2025, all outstanding principal amount of the Notes had been repaid.

Further details are set out in the announcements of the Company dated 26 May 2016, 15 June 2016, 12 December 2017, 19 December 2017, 22 August 2019, 23 August 2019, 10 February 2020 and 12 February 2020 respectively.

Issuance of New Convertible Bonds

On 31 December 2018, the Company, Filled Converge Limited (“**Filled Converge**”) and Well Foundation Company Limited (“**Well Foundation**”) entered into a subscription agreement (the “**Subscription Agreement**”), pursuant to which the Company conditionally agreed to issue and (i) Filled Converge conditionally agreed to subscribe for the convertible bonds (the “**Convertible Bonds**”) in the principal amount of HK\$294,183,000 and (ii) Well Foundation conditionally agreed to subscribe for the Convertible Bonds in the principal amount of HK\$19,612,000. The Convertible Bonds are in aggregation in the amount of HK\$313,795,000 due in 2021 and extendable to 2022 at an interest rate of 8% per annum, with the conversion rights to convert the outstanding principal amount of the Convertible Bonds into the shares of the Company at an initial conversion price of HK\$0.485 per conversion share.

On 28 January 2022, the Company entered into a subscription agreement (the “**New Subscription Agreement**”) with one of the holders of the Convertible Bonds, Filled Converge, in respect of subscription of convertible bonds in the principal amount of HK\$356,375,000 due in 2025 (the “**New Convertible Bonds**”). Pursuant to the New Subscription Agreement, the Company conditionally agreed to issue and Filled Converge conditionally agreed to subscribe for the New Convertible Bonds in the principal amount of HK\$356,375,000.

The principal amount of HK\$294,183,000 and outstanding interests payable by the Company to Filled Converge under the Convertible Bonds were fully settled through the New Convertible Bonds issued by the Company to Filled Converge. The remaining amount of proceeds from the subscription of the New Convertible Bonds (i.e. approximately HK\$4,000) were used to partially settle the professional fees incurred

MANAGEMENT DISCUSSION AND ANALYSIS

by the Company. The New Convertible Bonds will be due in 2025 at an interest rate of 10% per annum, with the conversion rights to convert the outstanding principal amount of the New Convertible Bonds into the Company's ordinary shares at an initial conversion price of HK\$0.18 per conversion share.

Assuming full conversion of the New Convertible Bonds, a total of 1,979,861,111 new shares of the Company, being the conversion shares, would be allotted and issued, representing (i) approximately 100.04% of the issued share capital of the Company as at the date of the New Subscription Agreement; and (ii) approximately 50.01% of the issued share capital of the Company as at the date of the New Subscription Agreement as enlarged by the allotment and issue of the conversion shares upon full conversion of the New Convertible Bonds.

The issuance of New Convertible Bonds was approved by the Shareholders at the extraordinary general meeting held on 19 April 2022 and approved by the Stock Exchange on 22 April 2022. The issuance of New Convertible Bonds was completed on 28 April 2022.

None of the rights attached to the New Convertible Bonds has been exercised and no conversion shares has been allotted or issued from the conversion of the New Convertible Bonds during the Reporting Period.

Subsequent to the Rights Issue with effect from 22 August 2023, the number of shares to be allotted and issued upon exercise of all the conversion rights under the New Convertible Bonds are adjusted to 494,278,779 new shares, at the conversion price of HK\$0.721 per conversion share.

In March 2025, Filled Converge has agreed to offer an extension of the maturity date of the New Convertible Bonds to June 2026.

Further details of the issuance of the New Convertible Bonds are set out in the announcements of the Company dated 28 January 2022, 11 March 2022, 17 March 2022, 19 April 2022, 20 April 2022, 28 April 2022 and 21 August 2023 and the circular of the Company dated 29 March 2022.

MANAGEMENT DISCUSSION AND ANALYSIS

Capital Reorganisation

Rights Issue

On 12 May 2023, the Company proposed to implement the issue by way of rights (the “**Rights Issue**”) of up to 1,277,353,730 Shares (the “**Rights Share(s)**”) on the basis of five (5) Rights Shares for every two (2) consolidated shares held on the record date at the subscription price of HK\$0.18 per Rights Share, to raise gross proceeds of approximately HK\$229.9 million before expenses (assuming no change in the number of Shares in issue on or before the record date other than the exercise of all outstanding share options).

The Rights Issue became effective on 22 August 2023. 1,187,403,730 Rights Shares with par value of HK\$0.05 each were allotted and issued. The net proceeds from the Rights Issue after deducting the expenses were approximately HK\$211.0 million. Further details of the Rights Issues were set out in the announcements of the Company dated 12 May 2023, 4 July 2023, 7 August 2023 and 21 August 2023, the circular of the Company dated 14 June 2023 and the prospectus of the Company dated 19 July 2023.

The intended and actual use of the net proceeds from the Rights Issue is stated as below:

	Intended use of the net proceeds (HK\$ million)	Actual use of the net proceeds up to 30 June 2025 (HK\$ million)	Unutilised net proceeds up to 30 June 2025 (HK\$ million)
Repayment of the Corporate Bonds	92.0	56.7	35.3
Repayment of the Notes	70.0	70.0	—
Future business development	27.8	27.8	—
General working capital	21.2	21.2	—
Total	211.0	175.7	35.3

The expected timeline on utilisation of unutilised net proceeds is by December 2025.

MANAGEMENT DISCUSSION AND ANALYSIS

Capital Raising

Save as disclosed in this report, the Group did not have other capital raising activity during the Reporting Period.

Share Option Scheme

No share option was outstanding as at 30 June 2025.

All share options were expired on 28 January 2025. Further details are set out in the section headed “Share Option Scheme” in this report.

Proposed Subscription of New Shares and Convertible Bonds of the Company under Specific Mandates and Proposed Acquisition

Reference is made to the announcements of the Company (i) dated 21 June 2024 (the “**2024 June Announcement**”) in relation to, among other things, the Share Subscriptions (as defined in the 2024 June Announcement), the CB Subscriptions (as defined in the 2024 June Announcement), and the Possible Acquisition (as defined below); (ii) dated 2 January 2025 (the “**First Extension Announcement**”) and 2 July 2025 (the “**2025 July Announcement**”) in relation to, among other things, (1) extension of the long stop dates of the Share Subscription Agreements (as defined in the 2024 June Announcement) and the CB Subscription Agreements (as defined in the 2024 June Announcement); and (2) the Proposed Acquisition (as defined in the 2025 July Announcement).

Pursuant to two agreements dated 26 January 2024, supplemented by supplemental agreements dated 21 June 2024, 31 December 2024, and 30 June 2025, entered into between the Company and Hebei Provincial Expressway Development Co., Ltd.* (河北高速公路開發(集團)有限公司) (“**Subscriber A Holdco**”), Subscriber A Holdco has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue 590,615,905 new shares (“**Share Subscription A**”) and the 2024 RMB Convertible Bonds (as defined in the 2024 June Announcement) in a principal amount of RMB933,689,137 (“**CB Subscription A**”) for a consideration of RMB106,310,863 (equivalent to approximately HK\$115.8 million) and RMB933,689,137 (equivalent to approximately HK\$1,016.7 million), respectively, under Specific Mandate A (as defined in the 2024 June Announcement).

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Pursuant to an agreement dated 21 June 2024 ("**Subscription Agreement B**"), supplemented by supplemental agreements dated 31 December 2024 and 30 June 2025, entered into between the Company and Atlantis New Hong Kong Equity Fund Limited ("**Subscriber B**"), Subscriber B has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue 119,437,859 new shares and the 2024 HKD Convertible Bonds (as defined in the 2024 June Announcement) in a principal amount of HK\$161,701,291, for a consideration of HK\$23,409,820 and HK\$161,701,291, respectively, under Specific Mandate B (as defined in the 2024 June Announcement) ("**Subscription B**").

Pursuant to an agreement dated 21 June 2024 ("**CB Subscription Agreement C**"), supplemented by supplemental agreements dated 31 December 2024 and 30 June 2025, entered into between the Company and TradArt Flagship Investment SPC — Growth Engine Fund SP ("**Subscriber C**"), Subscriber C has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue the 2024 HKD Convertible Bonds in a principal amount of HK\$98,000,000, for a consideration of HK\$98,000,000, under Specific Mandate C (as defined in the 2024 June Announcement) ("**CB Subscription C**").

On 16 May 2025 (after trading hours), the Company entered into the Formal Equity Transfer Agreement (as defined in the 2025 July Announcement) with the Vendors (as defined in the 2025 July Announcement), pursuant to which the Vendors have conditionally agreed to sell and the Company has conditionally agreed to purchase the Target Interests (as defined in the 2025 July Announcement) at a consideration of RMB6.75 million (equivalent to approximately HK\$7.43 million) to be payable in full in cash by the Company. The Equity Transfer Framework Agreement (as supplemented by the Supplemental Framework Agreement and the Second Supplemental Framework Agreement) (as defined in the 2025 July Announcement) was terminated upon the execution of the Formal Equity Transfer Agreement. Upon the Proposed Acquisition Completion (as defined in the 2025 July Announcement), the Target Group will not become subsidiaries of the Company.

The Board believes that the Share Subscriptions and the CB Subscriptions will allow the Company to raise additional funds (i) to upgrade the Group's generators and related equipment and invest in new equipment and potential business opportunities; (ii) to repay the Group's borrowings and other payables; and (iii) to replenish the Group's working capital.

MANAGEMENT DISCUSSION AND ANALYSIS

The Proposed Acquisition is expected to provide the Group with a rare opportunity to enter the burgeoning solar energy market in Hebei Province. Upon the Proposed Acquisition Completion, the Group is anticipated to gain immediate entry into two active development projects. This strategic move is projected to mitigate the inherent risks associated with new project origination, allowing the Group to bypass the initial hurdles of project development. The Proposed Acquisition is expected to enable the Group to diversify its energy portfolio with a high-potential solar energy project, underscoring the Company's multi-faceted approach to renewable energy, encompassing both solar and wind solutions.

Share Subscription A, CB Subscription A and the Proposed Acquisition are inter-conditional to each other and are subject to a number of conditions, which may or may not be fulfilled. For the avoidance of doubt, Subscription B and CB Subscription C are not inter-conditional to each other and are not conditional upon the completion of Share Subscription A, CB Subscription A and the Proposed Acquisition. As at the date of this report, the above proposed transactions have not yet been completed. For details of the above proposed transactions, please refer to the 2024 June Announcement, the First Extension Announcement, and the 2025 July Announcement.

Material Acquisition and Disposal

Save as disclosed in this report, there were no material acquisition and disposal of subsidiaries and associated companies by the Group during the Reporting Period.

Sale and Leaseback Transactions

On 29 November 2019, Huaneng Tiancheng Financial Leasing Co., Ltd. (華能天成融資租賃有限公司) (the “**Lessor**”) and Hongsong, an indirectly non wholly-owned subsidiary of the Company (the “**Lessee**”), entered into a series of sale and leaseback agreements (the “**Sale and Leaseback Agreements**”), pursuant to which, among other things, the Lessor agreed to purchase from the Lessee certain wind power generators, ancillaries, buildings and land use rights (the “**Leased Assets**”) of the operation of a wind farm in Chengde City, Hebei Province, the PRC, at an aggregate consideration of RMB1,800,000,000, which shall be leased back to the Lessee with lease periods range from 5 to 13 years as stipulated in each of the Sale and Leaseback Agreements. Upon expiry of the lease term of each of the Sale and Leaseback Agreements, the Lessee can purchase the Leased Assets at a consideration of RMB20,000. The total purchase consideration for the Leased Assets shall be RMB100,000 in aggregate. The total consideration of the Leased Assets of RMB1,800,000,000 represents a premium of approximately 9.46% over the appraised value of the Leased Assets of approximately

MANAGEMENT DISCUSSION AND ANALYSIS

RMB1,644,500,000 as at 31 October 2019 as appraised by an independent valuer.

During the lease periods of the Sale and Leaseback Agreements, the ownership of the Leased Assets will be vested in the Lessor. The Lessee shall have the right to possess and use the Leased Assets. In accordance with the requirements of HKFRSs, the sale and leaseback transactions shall be accounted for as a financing transaction and therefore would not give rise to any gain or loss, or reduction in value of the Leased Assets. The Sale and Leaseback Agreements were approved, confirmed and ratified at the extraordinary general meeting held on 13 January 2020. During the Reporting Period, nil has been paid by the Lessor. Up to the date of this report, an aggregate consideration of RMB1,400,000,000 has been received by the Lessee.

Further details are set out in the announcements of the Company dated 29 November 2019, 28 December 2020 and 24 November 2021, and the circular of the Company dated 24 December 2019.

Pledge of Assets

As at 30 June 2025, the Group has pledged certain property, plant and equipment and certain leasehold land included in right-of-use assets with a carrying value of approximately RMB517,493,000 (31 December 2024: approximately RMB568,990,000), and trade and other receivables with a carrying value of approximately RMB290,926,000 (31 December 2024: approximately RMB271,022,000) and certain investment designated at fair value through other comprehensive income with carrying values of approximately RMB54,450,000 (31 December 2024: approximately RMB54,450,000) as securities for the borrowings obtained by the Group. As at 30 June 2025, the issued share capital of certain subsidiaries of the Company were pledged for borrowings obtained by the Group.

Contingent Liabilities

As at 30 June 2025, the Group had no material contingent liabilities.

Employees and Remuneration Policies

As at 30 June 2025, the Group had 154 full-time employees (31 December 2024: 152 employees) in Hong Kong and the PRC in respect of the Group's operations. For the Reporting Period, the relevant staff costs (including Directors' remuneration) were approximately RMB27,527,000 (for the six months ended 30 June 2024: approximately

MANAGEMENT DISCUSSION AND ANALYSIS

RMB24,686,000). The Group's remuneration and bonus packages were given based on the performance of its employees in accordance with the general standards of the Group's salary policies.

Events after the Reporting Period

Save as disclosed in this report, the Group did not have any significant events since the end of the Reporting Period.

FUTURE PROSPECTS

China intensively introduced policies in the field of renewable energy, making efforts from multiple dimensions such as industrial planning, technological innovation, market cultivation, and infrastructure construction, providing comprehensive support for the development of the renewable energy industry. These policies have further optimised the industrial development environment, accelerated the transformation of technological achievements, expanded market space, enhanced the core competitiveness of the renewable energy industry, injected strong impetus into achieving carbon peak and carbon neutrality goals, and opened up broader development space for renewable energy enterprises including the Group.

Firmly implementing the new concept of green development, comprehensively promoting resource conservation and circular utilisation, continuously advancing the adjustment of industrial and energy structures, and vigorously developing renewable energy have become key strategic directions of the Chinese government. Currently, the Chinese government is accelerating the planning and construction of large-scale wind and photovoltaic ("PV") base projects in Gobi and desert areas, which has opened up vast space for the subsequent development of the wind power industry. It is expected that in the future, as policies continue to be implemented, these projects will become key engines driving the leapfrog development of the wind power industry, bringing unprecedented development opportunities for enterprises that focus on renewable energy. As an indispensable part of the development of the renewable energy industry, energy storage is ushering in unprecedented opportunities for growth. Energy storage technology can effectively solve the intermittent and fluctuating problems of renewable energy generation, which is of great significance for improving energy utilization efficiency and ensuring stable energy supply.

MANAGEMENT DISCUSSION AND ANALYSIS

The “14th Five Year Plan for the Development of Renewable Energy” jointly released by nine Chinese departments, including the National Development and Reform Commission and the National Energy Administration, clearly sets goals for the development and utilization of renewable energy. Under the strong guidance of the 14th Five Year Plan, China’s wind and solar power generation has steadily developed, with offshore wind power, distributed and household PVs becoming industry highlights. The Group will closely grasp this trend and actively participate in the development and operation of related projects.

While strengthening the existing wind farm operation and maintenance business in Northern China, the Group will gradually expand the coverage of operation and maintenance business to surrounding areas and deepen interaction with other industry sectors. We will rely on advanced technology and management experience to improve the level and quality of operation and maintenance services, and provide customers with more high-quality and efficient solutions. In addition, the Group will actively explore cooperation models with other industries such as electricity, transportation, and construction to promote the widespread application and deep integration of renewable energy.

The Group will continue to seek opportunities for cooperative development or acquisition, actively expanding into other new clean energy fields beyond wind power. We will establish strategic partnerships with high-quality enterprises inside and outside the industry, work together to develop renewable energy projects such as PVs and biomass energy, and build a diversified and complementary energy structure. Through cooperation, we can achieve the sharing of resources, technologies, and management experience, achieve mutual benefit and win-win situation, help to promote the sustainable development of the entire industry, and further solidify the Group’s position in the renewable energy industry. By integrating business and resources, actively exploring opportunities for synergies between different businesses, expanding and strengthening business revenue and profitability, the Group is strived to become a highly competitive renewable energy supplier and comprehensive operation service provider, laying a more stable and broad foundation for long-term development.

DISCLOSURE OF INTERESTS

(A) INTERESTS OF DIRECTORS AND CHIEF EXECUTIVES OF THE COMPANY

As at 30 June 2025, save as disclosed below, none of the Directors or chief executives of the Company had any interest or short position in the shares, underlying shares and/or debentures (as the case may be) of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the “SFO”)) which was 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 any such Directors or chief executives of the Company is taken or deemed to have under such provisions of the SFO) or which was required to be entered into the register required to be kept by the Company pursuant to section 352 of the SFO or which was otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as contained in Appendix C3 to the Rules Governing the Listing of Securities (the “Listing Rules”):

Long positions in shares and underlying shares of the Company

Name of Director	Capacity	Beneficial interests	Number of shares/underlying shares				Approximate percentage of shareholdings
			Corporate interests	Convertible Bonds	Share options (Note 1)	Total	
Zhang Zhixiang (“Mr. Zhang”)	Beneficial owner/Interest of controlled corporation	6,492,000	216,206,900 (Note 2)	494,278,779 (Note 3)	—	716,977,679	41.81%
Mr. Ning Zhongzhi	Beneficial owner	6,492,000	—	—	—	6,492,000	0.38%
Mr. Qu Weidong	Beneficial owner	1,713,920	—	—	—	1,713,920	0.10%
Ms. Hu Xiaolin	Beneficial owner	84,000	—	—	—	84,000	0.01%
Mr. Jiang Senlin	Beneficial owner	1,704,000	—	—	—	1,704,000	0.10%

DISCLOSURE OF INTERESTS

Notes:

1. These shares were the shares which would be allotted and issued upon exercise in full of the share options granted to such Director under the share option scheme of the Company, details of which are provided in the section headed “Share Option Scheme” in this report.
2. Mr. Zhang is the beneficial owner of the entire issued shares of Diamond Era Holdings Limited (“**Diamond Era**”). As at 30 June 2025, Diamond Era was interested in 216,206,900 shares. Mr. Zhang is deemed, or taken to be, interested in the shares of the Company in which Diamond Era is interested for the purpose of the SFO.
3. Filled Converge is wholly-owned by Mr. Zhang which holds the New Convertible Bonds issued by the Company on 28 April 2022 in the principal amount of HK\$356,375,000. Assuming the conversion right of the New Convertible Bonds were exercised in full, the total of 494,278,779 new shares will be issued to Filled Converge, representing approximately 28.83% of total issued shares issued by the Company as at 30 June 2025.
4. Based on the total number of issued shares (i.e. 1,714,719,143) of the Company as at 30 June 2025.

DISCLOSURE OF INTERESTS

(B) INTERESTS OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS

As at 30 June 2025, save as disclosed below, the Directors were not aware of any person (other than the Directors or chief executives of the Company) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

Name	Number of Shares & Underlying Shares held/ interested	Nature of interest	Position	Approximate percentage of shareholdings (Note 5)
Atlantis Capital Group Holdings Limited (Note 3)	944,444,444	Interest of controlled corporation	Long	55.08%
Atlantis New Hong Kong Equity Fund Limited (Note 3)	944,444,444	Beneficial owner	Long	55.08%
Diamond Era (Note 1)	216,206,900	Beneficial owner	Long	12.61%
Filled Converge (Note 2)	494,278,779	Beneficial owner	Long	28.83%
Hebei Provincial Expressway Development Co., Ltd* (Note 4)	5,777,777,778	Beneficial owner	Long	336.95%
Hebei Transportation Investment Group Company Limited* (Note 4)	5,777,777,778	Interest of controlled corporation	Long	336.95%
Liu Yang (Note 3)	944,444,444	Interest of controlled corporation	Long	55.08%
Xu Yingjie	227,966,663	Beneficial owner	Long	13.29%

DISCLOSURE OF INTERESTS

Notes:

1. As at 30 June 2025, Diamond Era was interested in 216,206,900 shares. Diamond Era is wholly-owned by Mr. Zhang, an executive Director.
2. Filled Converge is wholly-owned by Mr. Zhang which holds the New Convertible Bonds issued by the Company on 28 April 2022 in the principal amount of HK\$356,375,000. Assuming the conversion right of the New Convertible Bonds were exercised in full, the total of 494,278,779 new shares will be issued to Filled Converge, representing approximately 28.83% of total issued shares issued by the Company as at 30 June 2025.
3. On 21 June 2024, the Company and Atlantis New Hong Kong Equity Fund Limited has entered into a subscription agreement, pursuant to which Subscriber B has conditionally agreed to subscribe for and the Company has conditionally agreed to allot and issue 119,437,859 ordinary shares and the Company's 2024 HKD Convertible Bonds in a principal amount of approximately HK\$161.7 million, which is convertible into 825,006,585 ordinary shares of the Company. For details, please refer to the Company's announcement dated 21 June 2024.

As at 30 June 2025, Subscriber B was interested in 944,444,444 shares of the Company, representing approximately 55.08% of issued share capital of the Company as at 30 June 2025, assuming full exercise of the conversion rights attached to all of the 2024 HKD Convertible Bonds.

Subscriber B is wholly controlled by Atlantis Investment Management Limited ("**Atlantis Investment**"), which, in turn, is wholly controlled by Atlantis Capital Group Holdings Limited ("**Atlantis Capital**"). Therefore, Atlantis Investment and Atlantis Capital are deemed to be interested in the shares in which Subscriber B is interested under SFO.

Atlantis Capital is wholly controlled by Liu Yang. Therefore, Liu Yang is deemed to be interested in the shares in which Atlantis Capital is interested under SFO.

4. On 26 January 2024, Hebei Provincial Expressway Development Co., Ltd.* (河北高速公路開發(集團)有限公司) and the Company conditionally entered into two subscription agreements (as supplemented by a supplemental agreement dated 21 June 2024), pursuant to which, Subscriber A Holdco has conditionally agreed to subscribe for and the Company has conditionally agreed to allot and issue 590,615,905 ordinary shares and the Company's 2024 RMB Convertible Bonds in a principal amount of approximately RMB933.7 million, which is convertible into 5,187,161,873 ordinary shares of the Company. For details, please refer to the Company's announcement dated 21 June 2024.

DISCLOSURE OF INTERESTS

As at 30 June 2025, Subscriber A Holdco was interested in 5,777,777,778 shares of the Company, representing approximately 336.95% of the issued share capital of the Company as at 30 June 2025, assuming full exercise of the conversion rights attached to all of the 2024 RMB Convertible Bonds.

Subscriber A Holdco is wholly controlled by Hebei Transportation Investment Group Company Limited * (河北交通投資集團有限公司) (“**Hebei Transportation Investment Group**”). Therefore, Hebei Transportation Investment Group is deemed to be interested in the shares in which Subscriber A Holdco is interested under SFO.

5. Based on the total number of issued shares (i.e. 1,714,719,143) of the Company as at 30 June 2025.

** For identification purpose only*

CORPORATE GOVERNANCE

The Company has complied with the applicable code provisions of the Code on Corporate Governance Practices (the “**CG Code**”) as set out in Appendix C1 to the Listing Rules on the Stock Exchange throughout the Reporting Period.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted a code of conduct regarding Directors’ securities transactions on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) in Appendix C3 to the Listing Rules. The Company had made specific enquiries with all the Directors and all the Directors confirmed that they had strictly complied with the required standard set out in the Model Code and the aforesaid code of conduct adopted by the Company for the Reporting Period.

Senior management and those staff who are more likely to be in possession of unpublished inside information or other relevant information in relation to the Group have adopted rules based on the Model Code. These senior management and staff have been individually notified and advised about the Model Code by the Company. No incident of non-compliance of the Model Code by relevant senior management members was noted by the Company during the Reporting Period.

OTHER INFORMATION

INTERIM DIVIDEND

The Directors do not recommend any payment of interim dividend for the Reporting Period (for the six months ended 30 June 2024: Nil).

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any listed securities of the Company during the Reporting Period.

SHARE OPTION SCHEME

Pursuant to an ordinary resolution passed by the Shareholders on 1 June 2015, a share option scheme (the “**2015 Share Option Scheme**”) was adopted by the Company to provide incentives and rewards to eligible persons for their contributions or potential contributions to the Group. The 2015 Share Option Scheme shall be valid for 10 years from 1 June 2015 which was expired on 31 May 2025. The Board has proposed and the Shareholders have passed the ordinary resolutions at the annual general meeting of the Company on 19 June 2025 approving the adoption of a new share scheme (the “**2025 Share Option Scheme**”) to replace the 2015 Share Option Scheme.

The 2025 Share Option Scheme adopted on 19 June 2025 will be valid for a term of 10 years from the date of adoption, subject to early termination by the Company in general meeting or by the Board.

The total number of shares available for grant under the 2025 Share Option Scheme of the Company as at the date of adoption and 30 June 2025 was 171,471,914 shares of the Company (representing 10% of the total number of shares of the Company in issue (excluding any treasury shares) as at the date of adoption and 30 June 2025).

A sublimit of 17,147,191 shares of the Company (representing 1% of the total number of shares of the Company in issue (excluding any treasury shares) as at the date of adoption) may be issued under the 2025 Share Option Scheme of the Company to the services providers of the Group as at the date of adoption and 30 June 2025.

OTHER INFORMATION

During the Reporting Period, no share options were granted, with details shown on below table for the share options granted to the Directors and employees under the Scheme during the six months ended 30 June 2025:

Name and category of participant	Number of share options					Grant date	Exercise period (Note)	Exercise price per share
	As at 1 January 2025	Granted during the period	Cancelled/ lapsed during the period	Exercised during the period	As at 30 June 2025			
Directors								
Mr. Zhang	1,120	—	(1,120)	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
Mr. Ning Zhongzhi	1,120	—	(1,120)	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
Mr. Qu Weidong	—	—	—	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
Ms. Hu Xiaolin	1,629,920	—	(1,629,920)	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
Mr. Jiang Senlin	9,920	—	(9,920)	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
In aggregate	1,642,080	—	(1,642,080)	—	—			
Employees								
In aggregate	2,662,240	—	(2,662,240)	—	—	29 January 2021	4 years commencing from 29 January 2021	HK\$0.546
Total	4,304,320	—	(4,304,320)	—	—			

Note: All share options granted do not have any vesting period.

No share option has been exercised under the 2015 Share Option Scheme and the 2025 Share Option Scheme during the six months ended 30 June 2024 and 2025.

OTHER INFORMATION

Save as disclosed in this report, at no time during the six months ended 30 June 2025 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors of the Company or their spouse or minor children had any rights to subscribe for the securities of the Company, or had exercised any such rights during the Reporting Period.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital was held by the public for the Reporting Period and up to the date of this report.

REMUNERATION COMMITTEE

The Company has set up a remuneration committee which is comprised of Ms. Hu Xiaolin (chairman), Mr. Zhang Zhixiang, Mr. Qu Weidong and Mr. Jiang Senlin as at the date of this report.

NOMINATION COMMITTEE

The Company has set up a nomination committee which is comprised of Mr. Qu Weidong (chairman), Mr. Zhang Zhixiang, Ms. Hu Xiaolin and Mr. Jiang Senlin as at the date of this report.

AUDIT COMMITTEE

The Company established an audit committee (the "**Audit Committee**") which comprises Mr. Jiang Senlin (chairman), Mr. Qu Weidong and Ms. Hu Xiaolin as at the date of this report, all being independent non-executive Directors. The Audit Committee has reviewed the unaudited financial results of the Group for the Reporting Period. The Audit Committee has also discussed matters such as internal control and risk management adopted by the Group and the financial reporting matters of the Group for the Reporting Period.

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2025

		Six months ended 30 June	
	Notes	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Revenue	6	183,438	173,602
Cost of sales	7	(138,110)	(109,022)
Gross profit		45,328	64,580
Interest income		8,517	4,104
Other income		16,352	11,031
Other losses, net		(607)	(861)
Administrative expenses	7	(28,458)	(22,469)
Operating profit		41,132	56,385
Finance costs	9	(60,079)	(63,765)
Share of losses of associates	15	(4)	(19)
Share of profits of joint ventures	16	356	1
Loss before income tax		(18,595)	(7,398)
Income tax expense	10	(21,762)	(14,446)
Loss for the period		(40,357)	(21,844)
(Loss)/profit for the period attributable to:			
— the owners of the Company		(35,526)	(36,818)
— non-controlling interests		(4,831)	14,974
		(40,357)	(21,844)
Loss per share attributable to the owners of the Company (in RMB)			
Basic and diluted	11	(0.021)	(0.022)

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

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Loss for the period	(40,357)	(21,844)
Other comprehensive income/(loss)		
<i>Item that may be reclassified to profit or loss:</i>		
Exchange difference arising on translation of financial statements of foreign operations outside the People's Republic of China (the "PRC")	19,315	(15,742)
<i>Item that may not be reclassified to profit or loss:</i>		
Exchange difference arising on translation of financial statements of the Company	(6,036)	6,128
Other comprehensive income/(loss) for the period, net of tax	13,279	(9,614)
Total comprehensive loss for the period	(27,078)	(31,458)
Total comprehensive (loss)/income for the period attributable to:		
— the owners of the Company	(22,247)	(46,432)
— non-controlling interests	(4,831)	14,974
	(27,078)	(31,458)

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

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
ASSETS			
Non-current assets			
Property, plant and equipment	13	1,436,001	1,092,034
Right-of-use assets	14	58,582	59,078
Interests in associates	15	1,463	1,467
Interests in joint ventures	16	3,440	3,084
Financial assets at fair value through other comprehensive income		59,429	59,429
Financial assets at fair value through profit or loss		2,300	2,300
Prepayments and other receivables	17	239,082	414,636
		1,800,297	1,632,028
Current assets			
Inventories		—	89
Trade and other receivables	17	689,321	601,642
Financial assets at fair value through profit or loss		1,114	1,043
Cash and cash equivalents		243,371	244,609
		933,806	847,383
Total assets		2,734,103	2,479,411
EQUITY			
Deficit attributable to the owners of the Company			
Share capital	18	77,424	77,424
Reserves		(236,284)	(214,037)
		(158,860)	(136,613)
Non-controlling interests		218,451	223,282
Total equity		59,591	86,669

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

— Continued

As at 30 June 2025

	Notes	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
LIABILITIES			
Non-current liabilities			
Lease liabilities		1,110	342
Borrowings	20	1,507,344	1,288,855
Deferred income tax liabilities		1,886	3,611
		1,510,340	1,292,808
Current liabilities			
Trade and other payables	19	345,906	293,662
Borrowings	20	807,467	787,772
Lease liabilities		3,051	2,740
Current income tax liabilities		7,748	15,760
		1,164,172	1,099,934
Total liabilities		2,674,512	2,392,742
Total equity and liabilities		2,734,103	2,479,411
Net current liabilities		(230,366)	(252,551)

The above condensed consolidated statement of financial position should be read in conjunction with the accompanying notes.

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	(unaudited)										
	Attributable to equity shareholders of the Company								Non-controlling interests		
	Share capital RMB'000	Share premium RMB'000	Statutory reserve RMB'000	Translation reserve RMB'000	Convertible bonds reserve RMB'000	Fair value reserve RMB'000	Share options reserve RMB'000	Accumulated losses RMB'000	Total RMB'000	Total equity RMB'000	
At 1 January 2024	75,057	1,656,913	99,499	(15,037)	29,654	1,240	9,842	(1,846,417)	10,751	201,237	211,988
Comprehensive loss											
(Loss)/profit for the period	—	—	—	—	—	—	—	(36,818)	(36,818)	14,974	(21,844)
Other comprehensive loss											
Exchange difference arising on translation of foreign operations	—	—	—	(9,614)	—	—	—	—	(9,614)	—	(9,614)
Total comprehensive (loss)/income for the period	—	—	—	(9,614)	—	—	—	(36,818)	(46,432)	14,974	(31,458)
Transactions with owners											
Transfer to statutory reserves	—	—	2,992	—	—	—	—	(2,992)	—	—	—
Dividends to non-controlling interests	—	—	—	—	—	—	—	—	—	(12,242)	(12,242)
Deemed acquisition of additional interest in a subsidiary	—	—	—	—	—	—	—	(209)	(209)	209	—
At 30 June 2024	75,057	1,656,913	102,491	(24,651)	29,654	1,240	9,842	(1,886,436)	(35,890)	204,178	168,288

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

— Continued

For the six months ended 30 June 2025

	(unaudited)									
	Attributable to equity shareholders of the Company								Non-controlling interests	Total equity
	Share capital RMB'000	Share premium RMB'000	Statutory reserve RMB'000	Translation reserve RMB'000	Convertible bonds reserve RMB'000	Fair value reserve RMB'000	Share options reserve RMB'000	Accumulated losses RMB'000	Total RMB'000	
At 1 January 2025	77,424	1,680,394	105,933	(30,395)	29,654	(20,888)	75	(1,978,810)	(136,613)	223,282
Comprehensive loss										
Loss for the period	—	—	—	—	—	—	—	(35,526)	(35,526)	(4,831)
Other comprehensive income										
Exchange difference arising on translation of foreign operations	—	—	—	13,279	—	—	—	—	13,279	—
Total comprehensive income/(loss) for the period	—	—	—	13,279	—	—	—	(35,526)	(22,247)	(4,831)
Transactions with owners										
Transfer to statutory reserves	—	—	5,412	—	—	—	—	(5,412)	—	—
Lapse of share options	—	—	—	—	—	—	(75)	75	—	—
At 30 June 2025	77,424	1,680,394	111,345	(17,116)	29,654	(20,888)	—	(2,019,673)	(158,860)	59,591

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

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

		Six months ended 30 June	
	Note	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Cash flows from operating activities			
Cash generated from operations	21(a)	110,190	48,096
The PRC corporate income tax paid		(31,473)	(27,461)
Net cash generated from operating activities		78,717	20,635
Cash flows from investing activities			
Payments for property, plant and equipment		(281,411)	(2,028)
Proceeds from disposal of items of property, plant and equipment		3,543	595
Increase in prepayment for acquisition of property, plant and equipment and investments		—	(30,000)
Increase in loan receivables		—	(115)
Interest received		8,517	4,104
Net cash used in investing activities		(269,351)	(27,444)

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS — Continued

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Cash flows from financing activities		
Advances from an associate	—	948
Advances from non-controlling interest	—	1,256
Proceeds from bank loans and other loans	305,285	5,000
Repayment of bank loans and other loans	(62,334)	(87,573)
Repayment of bonds	(4,852)	(10,041)
Principal elements of lease payments	(1,949)	(2,399)
Interest elements of lease payments	(89)	(156)
Other borrowing costs paid	(44,939)	(42,089)
Dividend paid to non-controlling interests	—	(73)
Net cash generated/(used in) financing activities	191,122	(135,127)
Net decrease in cash and cash equivalents	488	(141,936)
Cash and cash equivalents at the beginning of the period	244,609	385,512
Effect of foreign exchange rate changes	(1,726)	892
Cash and cash equivalents at the end of the period	243,371	244,468

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

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

1 General information

China Ruifeng Renewable Energy Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands on 23 June 2005 as an exempted company with limited liability under the Companies Law, Cap22 (Law 3 of 1961 as consolidated and revised) of the Cayman Islands.

The Company’s registered office is at Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal place of business of the Company is Room 2801–2804, 28/F, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong. The shares of the Company have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 9 June 2006. The Company and its subsidiaries are together referred to as the Group hereinafter.

The Company is an investment holding company of the Group. The Group are principally engaged in wind farm operations and energy storage power station operations.

This condensed consolidated financial statement is presented in thousands of Renminbi (“**RMB’000**”), unless otherwise stated.

This condensed consolidated financial statement for the six months ended 30 June 2025 was unaudited but has been reviewed by the audit committee of the Company.

This condensed consolidated financial statement was approved for issue by the Board of Directors of the Company on 29 August 2025.

2 Basis of preparation and accounting policies

This condensed consolidated financial statements for the six months ended 30 June 2025 has been prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 “**Interim financial reporting**” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). This condensed consolidated financial statement does not include all the notes of the type normally included in annual consolidated financial statements. Accordingly, this condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended 31 December 2024, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”). The principal accounting policies adopted to prepare the condensed consolidated financial statements are consistent with those adopted to prepare the Company’s annual consolidated financial statements for the year ended 31 December 2024.

This condensed consolidated financial statements have been prepared under the historical cost convention, except for the financial assets at fair value through profit or loss and the financial assets at fair value through other comprehensive income, which are carried at fair value.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

2 Basis of preparation and accounting policies — Continued

The HKICPA has issued a number of amendments to HKFRSs that are first effective for its accounting year beginning on 1 January 2025. None of the developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this condensed consolidated financial statement.

The Group has not applied the new HKFRSs that have been issued but are not yet effective. The application of these new HKFRSs will not have material impact on the financial statements of the Group.

Going concern

As at 30 June 2025, the Group's current liabilities exceeded its current assets by approximately RMB230,366,000, and it had incurred a net loss of approximately RMB40,357,000 for the period then ended.

The directors of the Company have reviewed the Group's cash flow projections prepared by managements. The cash flow projections cover a period of not less than twelve months from 30 June 2025 taking into consideration the following plans and measures:

- (i) In March 2025, Filled Converge Limited ("**Filled Converge**"), the convertible bondholder of the Company has agreed to offer an extension of the maturity date of the convertible bonds to June 2026. As at 30 June 2025, the aggregate amounts of such convertible bonds were approximately RMB415,173,000 (equivalent to approximately HK\$454,934,000);
- (ii) In March 2025, a creditor has given an undertaking not to demand for repayment of the Group's other payables of approximately RMB41,300,000 until 30 June 2026; and
- (iii) As at 30 June 2025, the Group had obtained other loans of approximately RMB790,701,000 from a financial leasing company. The Group will draw down remaining unutilised loan facilities amount of approximately RMB400,000,000 as and when needed.

In the opinion of the directors of the Company, in light of the above plans and measures, the Group will have sufficient working capital to fulfill its financial obligations as and when they fall due in the coming twelve months from 30 June 2025. Accordingly, the directors of the Company are satisfied that it is appropriate to prepare the condensed consolidated financial statements on a going concern basis.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

3 Financial risk management

3.1 Financial risk factors

The Group's activities expose it to market risk (including price risk, foreign exchange risk and cash flow and fair value interest rate risk), credit risk and liquidity risk.

This condensed consolidated financial statement does not include all financial risk management information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2024. There have been no changes in the risk management policies since 31 December 2024.

3.2 Fair value estimation

The table below analyses financial instruments carried at fair value, by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within level 1 that are observable for the assets or liabilities, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3: Inputs for the assets or liabilities that are not based on observable market data (that is, unobservable inputs).

The following table presents the Group's assets and liabilities that are measured at fair value as at 30 June 2025 and 31 December 2024.

As at 30 June 2025 (unaudited)

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Financial assets at fair value through other comprehensive income:				
— unlisted investment	—	—	59,429	59,429
Financial assets at fair value through profit or loss:				
— listed investment	1,114	—	—	1,114
— unlisted investment	—	—	2,300	2,300
	1,114	—	61,729	62,843

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

3 Financial risk management — Continued

3.2 Fair value estimation — Continued

As at 31 December 2024 (audited)

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Financial assets at fair value through other comprehensive income:				
— unlisted investment	—	—	59,429	59,429
Financial assets at fair value through profit or loss:				
— listed investment	1,043	—	—	1,043
— unlisted investment	—	—	2,300	2,300
	1,043	—	61,729	62,772

There was no transfer of financial assets and liabilities between the fair value hierarchy classifications during the six months ended 30 June 2025 (year ended 31 December 2024: same).

The carrying amounts of the Group's financial assets and financial liabilities recorded at amortised cost in the condensed consolidated statement of financial position approximate to their fair values. The fair value for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments, unless the discounting effect is insignificant.

The Group's other assets and liabilities are carried at amortised cost, and their carrying values are a reasonable approximation of their fair values.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

3 Financial risk management — Continued

3.2 Fair value estimation — Continued

Reconciliation for financial instruments carried at fair value based on significant unobservable input (level 3) are as follows:

Financial assets at fair value through other comprehensive income

	For the six months ended 30 June 2025 RMB'000 (unaudited)	For the year ended 31 December 2024 RMB'000 (audited)
Opening balance	59,429	27,370
Addition	—	54,450
Fair value changes recognised in other comprehensive income	—	(22,391)
Closing balance	59,429	59,429
Unrealised loss recognised in the condensed consolidated statement of other comprehensive income attributable to balance at the end of the reporting period	—	(22,391)

Financial assets at fair value through profit or loss

	For the six months ended 30 June 2025 RMB'000 (unaudited)	For the year ended 31 December 2024 RMB'000 (audited)
Opening balance	2,300	3,324
Fair value changes recognised in profit or loss	—	(1,024)
Closing balance	2,300	2,300
Unrealised loss recognised in the condensed consolidated statement of profit or loss attributable to balance at the end of the reporting period	—	(1,024)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

3 Financial risk management — Continued

3.2 Fair value estimation — Continued

The table below sets out information about significant inputs used at period end in measuring financial instruments categorised as level 3 in the fair value hierarchy.

As at 30 June 2025

	Exposure RMB'000 (unaudited)	Valuation techniques	Significant unobservable input	Sensitivity on estimate	
				Estimate	Impact RMB'000 (unaudited)
Unlisted equity investments at fair value through other comprehensive income	4,979	Market approach	Earnings before interest, taxes, depreciation, and amortisation ("EBITDA")	+5%/5%	540/(540)
	54,450	Market approach	Price-to-book multiple	+5%/5%	2,714/(2,714)
Unlisted equity investment at fair value through profit or loss	2,300	Market approach	Revenue	+5%/5%	165/(165)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

3 Financial risk management — Continued

3.2 Fair value estimation — Continued

As at 31 December 2024

	Exposure RMB'000	Valuation techniques	Significant unobservable input	Sensitivity on estimate	
				Estimate	Impact RMB'000
Unlisted equity investments at fair value through other comprehensive income	4,979	Market approach	EBITDA	+5%/5%	540/(540)
	54,450	Market approach	Price-to-book multiple	+5%/5%	2,714/(2,714)
Unlisted equity investment at fair value through profit or loss	2,300	Market approach	Revenue	+5%/5%	165/(165)

4 Critical accounting estimates and judgments

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

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

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

5 Segment information

The Group's chief operating decision maker, which has been identified as the Board of Directors, consider the segment from a business perspective and monitor the operating results of its operating segment for the purpose of making decisions about resource allocation and performance assessment.

During the six months ended 30 June 2025, the Group had one (2024: one) reportable operating segment, which was using wind turbine blades to generate electricity power in the PRC. Since this is the only operating segment of the Group, no further operating segment analysis thereof is presented.

Geographic Information

(a) Revenue from external customers

The Group's revenue from external customers by geographical area, which is determined by the country/region where the services were provided. The Group's revenue is all generated from the PRC.

(b) Non-current assets

The Group's non-current assets other than other receivables, financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss by geographic area is as follows:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Hong Kong	4,053	5,548
The PRC	1,706,515	1,536,751
	1,710,568	1,542,299

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

5 Segment information — Continued

Key Customers

For the six months ended 30 June 2025, there was one customer (2024: one) which individually contributed over 10% of the Group's total revenue, the revenue contributed from this customer was as follows:

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Customer A	181,373	171,128

6 Revenue

Revenue from contracts with customers within the scope of HKFRS 15, is as follows:

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Recognised at a point in time:		
— Sales of electricity	131,557	125,113
— Tariff adjustment	49,816	46,015
— Sales of mechanical and electrical equipment	151	—
— Sales of petroleum coke	—	2,474
	181,524	173,602
Recognised over time:		
— Construction services	1,914	—
	183,438	173,602

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

6 Revenue — Continued

Revenue mainly represents the wind power electricity sales to local grid company in the PRC for the six months ended 30 June 2025 and 2024.

For sales of electricity, the Group generally entered into power purchase agreements with local grid company which stipulate the price of electricity per watt hour. Revenue is recognised when control of the electricity has transferred, being at the point when electricity has generated and transmitted to the customer.

Generally, the receivables are due within 30 days from the date of billing, except for the tariff adjustment. The collection of such tariff adjustment is subject to the allocation of funds by relevant government authorities to local grid company.

The financial resource for the tariff adjustment is the national renewable energy fund that accumulated through a special levy on the consumption of electricity of end users. The PRC government is responsible to collect and allocate the fund to the state-owned local grid company for settlement to the wind power company.

Tariff adjustment is recognised as revenue and due from grid company in the PRC in accordance with the relevant power purchase agreements.

7 Expenses by nature

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Auditor's remuneration		
— Non-audit services	251	194
Depreciation of property, plant and equipment	90,990	65,405
Depreciation of right-of-use assets	3,573	3,318
Employee benefit costs, including directors' emoluments (Note 8)	27,527	24,686
Legal and professional fees	2,262	1,450
Repair and maintenance expenses	17,793	15,621
Consumable expenses	12,228	7,959
Cost of goods sold	2,487	2,440
Others	9,457	10,418
Total cost of sales and administrative expenses	166,568	131,491

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

8 Employee benefit costs, including directors' emoluments

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Directors' remuneration:		
— Salaries, wages and other benefits	2,926	2,917
— Contribution to defined contribution plans	17	19
	2,943	2,936
Other staff excluding Directors:		
— Salaries, wages and other benefits	24,435	21,643
— Contribution to defined contribution plans	149	107
	24,584	21,750
	27,527	24,686

9 Finance costs

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Interest expense on bank loans and other loans	28,470	26,810
Interest expense on bonds	955	5,828
Interest expense on convertible bonds (Note 20(b))	30,565	30,971
Interest expense on lease liabilities	89	156
	60,079	63,765

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

10 Income tax expense

No provision of Hong Kong Profits tax had been made as the Group’s profit neither arises in, nor is derived from Hong Kong during the six months ended 30 June 2025 (2024: Nil).

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands or the British Virgin Islands (2024: Nil).

The applicable income tax rate to the Group’s PRC subsidiaries is 25% during the six months ended 30 June 2025 and 2024.

The Law of the PRC Enterprise Income Tax and the Implementation Regulations also impose a withholding tax at 5–10%, unless reduced by a tax treaty or agreement, for dividends distributed by a PRC resident enterprise to its immediate holding company outside the PRC for earnings accumulated beginning on 1 January 2008.

An analysis of the income tax expense is as follows:

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
PRC Enterprise income tax	23,461	16,145
Deferred income tax	(1,699)	(1,699)
	21,762	14,446

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

11 Loss per share

(a) Basic loss per share

Basic loss per share is calculated by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Six months ended 30 June	
	2025 (unaudited)	2024 (unaudited)
Loss attributable to the owners of the Company (RMB'000)	(35,526)	(36,818)
Weighted average number of ordinary shares in issue (in thousands)	1,714,719	1,662,365
Basic loss per share (RMB)	(0.021)	(0.022)

(b) Diluted loss per share

Diluted loss per share was calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion/exercise of all dilutive potential ordinary shares. For the six months ended 30 June 2025, the Group has one (2024: two) category of potential ordinary shares: convertible bonds (2024: convertible bonds and share options).

The convertible bonds were assumed to have been converted into ordinary shares, and the net loss has been adjusted to eliminate the interest expenses.

For the share options, a calculation has been done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options.

Convertible bonds (2024: convertible bonds and share options) were not assumed to be exercised as they would have an anti-dilutive impact to the loss attributable to the owners of the Company for the six months ended 30 June 2025 and 2024. Accordingly, diluted loss per share for the six months ended 30 June 2025 and 2024 are same as that of basic loss per share.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

12 Interim dividend

The Directors do not recommend any distribution of an interim dividend for the six months ended 30 June 2025 (2024: Nil).

13 Property, plant and equipment

For the six months ended 30 June 2025, the Group acquired and disposed of property, plant and equipment (including construction in progress) amounting to approximately RMB439,065,000 and RMB3,543,000, respectively (2024: approximately RMB2,058,000 and RMB595,000, respectively).

14 Right-of-use assets

Additions to the right-of-use assets during the six months ended 30 June 2025 were approximately RMB3,123,000 (2024: RMB3,859,000).

No disposal of the right-of-use assets during the six months ended 30 June 2025 (2024: RMB415,000).

15 Interests in associates

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
At the beginning of the period/year	1,467	1,489
Share of losses for the period/year	(4)	(22)
At the end of the period/year	1,463	1,467

16 Interests in joint ventures

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
At the beginning of the period/year	3,084	3,061
Share of profits for the period/year	356	23
At the end of the period/year	3,440	3,084

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

17 Trade and other receivables

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Trade receivables (<i>Note a</i>)	275,836	258,684
Less: provision for loss allowance	(2,030)	(2,030)
	273,806	256,654
Prepayments, deposits, and other receivables (<i>Note b</i>)	654,597	759,624
	928,403	1,016,278
Less: non-current proportion		
— Prepayments for acquisition of property, plant and equipment and investments	(211,082)	(386,636)
— Deposit for other loans	(28,000)	(28,000)
	(239,082)	(414,636)
Current portion	689,321	601,642

The carrying amounts of the Group's trade and other receivables are denominated in RMB.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

17 Trade and other receivables — Continued

(a) Trade receivables

As at 30 June 2025, the Group has pledged certain of its trade receivables with carrying values of approximately RMB262,926,000 (31 December 2024: approximately RMB243,022,000) to secure its other loans (31 December 2024: other loans).

The Group's trade receivables are mainly sales of electricity receivable from local grid company. Generally, the receivables are due within 30 days from the date of billing, except for the tariff adjustment. The collection of such tariff adjustment is subject to the allocation of funds by relevant government authorities to local grid company, which therefore takes a relatively long time for settlement. The ageing analysis of the trade receivables based on invoice date is as follows:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Unbilled (Note)	251,606	195,845
Within three months	11,865	57,495
More than three months but within one year	9,132	2,111
More than one year	1,203	1,203
	273,806	256,654

Note: The amount represents the tariff adjustment receivables for the wind power plants operated by the Group.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

17 Trade and other receivables — Continued

(a) Trade receivables — Continued

The ageing analysis of the trade receivables based on revenue recognition date is as follows:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Within three months	32,808	92,388
More than three months but within one year	89,021	63,749
More than one year	151,977	100,517
	273,806	256,654

Impairment losses in respect of trade receivables are recorded using an allowance account unless the Group is satisfied that recovery of the amount is remote, in which case the impairment loss is written off against trade receivables directly.

At 30 June 2025, trade receivables of the Group amounting to approximately RMB2,030,000 (31 December 2024: approximately RMB2,030,000) were individually determined to be impaired and full provision had been made. These individually impaired receivables were outstanding for over 1 year as at 30 June 2025 and 31 December 2024 or related to customers that were in financial difficulties. The Group does not hold any collateral over these balances.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

17 Trade and other receivables — Continued

(b) Prepayments, deposits, and other receivables

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Other receivables	468,075	411,137
Less: provision for loss allowance	(217,100)	(217,100)
	250,975	194,037
Loan receivables	189,596	202,304
Less: provision for loss allowance	(81,266)	(81,266)
	108,330	121,038
Amount due from an associate	29,187	29,187
Less: provision for loss allowance	(29,187)	(29,187)
	—	—
Deposit for other loans	28,000	28,000
Prepayments	267,292	416,549
Total	654,597	759,624
Less: non-current portion		
— Prepayments for acquisition of property, plant and equipment and investments	(211,082)	(386,636)
— Deposit for other loans	(28,000)	(28,000)
	(239,082)	(414,636)
Current portion	415,515	344,988

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

18 Share capital

	Number of shares '000	Amount RMB'000
Authorised		
As at 1 January 2024 (Audited), 31 December 2024 (Audited), 1 January 2025 (Audited) and 30 June 2025 (Unaudited), ordinary shares of HK\$0.05 each	10,000,000	87,912
Issued and fully paid		
As at 1 January 2024 (Audited), ordinary shares of HK\$0.05 each	1,662,365	75,057
Exercise of share options (<i>Note</i>)	52,354	2,367
As at 31 December 2024 (Audited), 1 January 2025 (Audited) and 30 June 2025 (Unaudited), ordinary shares of HK\$0.05 each	1,714,719	77,424

Note:

During the year ended 31 December 2024, 52,353,920 share options were exercised at HK\$0.546 per share, and a total of 52,353,920 new shares were allotted and issued to share options holders.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

19 Trade and other payables

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Trade payables	12,743	25,672
Interest payables	619	623
Other tax payables	—	1,047
Payables on acquisition of property, plant and equipment	23,250	23,282
Payables on acquisition of subsidiaries	12,643	13,043
Amounts due to directors	3,894	968
Amounts due to non-controlling interests	12,500	12,642
Amount due to an associate	1,654	1,644
Deposits received in respect of the investment and construction of renewable energy projects	130,000	130,000
Other payables and accruals	148,603	84,741
	345,906	293,662

The ageing analysis of the trade payables based on invoice date is as follows:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Within three months	7,100	11,136
More than three months but within one year	5,239	13,226
More than one year	404	1,310
	12,743	25,672

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

19 Trade and other payables — Continued

The carrying amounts of trade and other payables approximate their fair values and are denominated in the following currencies:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
RMB	328,198	277,478
HK\$	17,708	16,184
	345,906	293,662

20 Borrowings

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Bank loans, secured	974,224	673,605
Bonds	95,921	105,988
Notes payables (Note a)	4,025	4,145
Convertible bonds (Note b)	415,458	397,011
Other loans	820,713	891,408
Loans from related parties	4,470	4,470
Total	2,314,811	2,076,627
Less: non-current portion		
— Bank loans, secured	(843,809)	(540,545)
— Bonds	—	(7,985)
— Other loans	(663,535)	(740,325)
	(1,507,344)	(1,288,855)
Current portion	807,467	787,772

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

20 Borrowings — Continued

(a) Notes payables

The balance represented the outstanding interest payable to lenders as at 30 June 2025 and 31 December 2024. The principal amount of the notes payables has been fully repaid as at 30 June 2025 and 31 December 2024.

(b) Convertible bonds

(i) 2022 Convertible Bonds

On 28 April 2022, the Company issued the convertible bonds in the principal amount of HK\$356,375,000 (the “**2022 Convertible Bonds**”) to Filled Converge, which would be used for the settlement of outstanding principal amount and interest payable by the Company to Filled Converge under the 2019 Convertible Bonds. The 2022 Convertible Bonds are due in 2025 and at an interest rate of 10% per annum, with the conversion rights to convert the outstanding principal amount of the 2022 Convertible Bonds into the shares at an initial conversion price of HK\$0.180 per conversion share.

The Company may demand early redemption of any amount of the outstanding principal amounts of the 2022 Convertible Bonds at any time from the issue date but not less than fourteen business days prior to the maturity date, having given not less than ten days’ notice (the “**Issuer Redemption Notice**”) to the bondholder. Early redemption of the 2022 Convertible Bonds will be made at (i) the principal amount of the redeemed 2022 Convertible Bonds plus any accrued and unpaid interest up to and including the date of Issuer Redemption Notice; and (ii) an amount equal to a gross yield to maturity of 15% per annum (calculated on the principal amount of the redeemed 2022 Convertible Bonds for the period from the issue date up to and including the date of redemption) minus all interest paid thereon on or prior to the date of the Issuer Redemption Notice.

Bondholders have the right on any business day during the conversion period to convert in whole or in part the outstanding principal amount of the 2022 Convertible Bonds in whole or in integral multiple of HK\$1,000 into conversion shares at an initial conversion price of HK\$0.180 per conversion share (subject to adjustments).

On initial recognition on 28 April 2022, the fair value of the equity component and liability component (determined using the prevailing market interest rate of similar non-convertible debts) of 2022 Convertible Bonds as a whole has been ascertained by an independent valuer, CNK International Asset Valuation Limited.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

20 Borrowings — Continued

(b) Convertible bonds — Continued

(i) 2022 Convertible Bonds — Continued

Interest expenses on the 2022 Convertible Bonds were calculated using the effective interest method by applying the effective interest rate of approximately 19.4% per annum to the respective liability component.

Pursuant to the 2022 Convertible Bonds instrument, if the 2022 Convertible Bonds are not redeemed on the maturity date, the conversion rights attached to the 2022 Convertible Bonds will revive or will continue to be exercisable up to, and including, the close of business on the date upon which the full amount of the moneys payable in respect of the 2022 Convertible Bonds have been duly and irrevocably received by the bondholders and, notwithstanding that the full amount of moneys payable in respect of such 2022 Convertible Bonds shall have been received by the bondholders before such conversion date or that the conversion period may have expired before such conversion date.

During the year ended 31 December 2023, the Company has completed the share consolidation of every five (5) existing shares in the issued and unissued shares of HK\$0.01 each into one (1) consolidated share of HK\$0.05 each ("**Share Consolidation**") and the rights issue at a price of HK\$0.18 per rights share on the basis of five rights shares for every two shares ("**Rights Issue**"). Accordingly, the conversion price and the number of the shares to be issued and allotted upon full exercise of the outstanding 2022 Convertible Bonds have been adjusted as follows:

Outstanding principal amount of the 2022 Convertible Bonds (HK\$)	Immediately prior to the completion of Share Consolidation but before Rights Issue		Immediately after the completion of Share Consolidation but before Rights Issue		Immediately after the completion of Rights issue and Share Consolidation	
	Adjusted		Adjusted		Adjusted	
	Number of the shares to be issued and allotted upon full exercise of the outstanding		number of the shares to be issued and allotted upon full exercise of the outstanding		number of the shares to be issued and allotted upon full exercise of the outstanding	
	2022 Convertible Bonds	Conversion price (HK\$)	2022 Convertible Bonds	Conversion price (HK\$)	2022 Convertible Bonds	Conversion price (HK\$)
356,375,000	1,979,861,111	0.18	395,972,222	0.9	494,278,779	0.721

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

20 Borrowings — Continued

(b) Convertible bonds — Continued

(i) 2022 Convertible Bonds — Continued

The 2022 Convertible Bonds were due in April 2025. In March 2025, Filled Converge has agreed to offer an extension of the maturity date of the 2022 Convertible Bonds to June 2026. Pursuant to the 2022 Convertible Bonds subscription agreement, the Company is required to pay Filled Converge a default interest on default repayment of the 2022 Convertible Bonds.

The movement of liability and equity component of the 2022 Convertible Bonds for the period is set out as below:

	Liability component RMB'000	Equity component RMB'000	Total RMB'000
As at 1 January 2025	397,011	29,654	426,665
Interest expenses (Note 9)	30,565	—	30,565
Settlement of interest	—	—	—
Exchange realignment	(12,118)	—	(12,118)
As at 30 June 2025	415,458	29,654	445,112

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

21 Notes to the condensed consolidated statement of cash flows

(a) Cash generated from operations

		Six months ended 30 June	
	Notes	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Loss before income tax		(18,595)	(7,398)
Adjustments for:			
Depreciation of property, plant and equipment	7	90,990	65,405
Depreciation of right-of-use assets	7	3,573	3,318
Interest income		(8,517)	(4,104)
Finance costs	9	60,079	63,765
Loss on disposal of property, plant and equipment		525	91
Share of losses of associates		4	19
Share of profits of joint ventures		(356)	(1)
Fair value losses on financial assets at fair value through profit or loss		83	789
Operating profit before working capital changes		127,786	121,884
Changes in working capital:			
Inventories		89	—
Financial assets at fair value through profit or loss		(154)	(4,456)
Trade and other receivables		(69,811)	(62,120)
Trade and other payables		49,354	(7,873)
Amounts due to directors		2,926	661
Cash generated from operations		110,190	48,096

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENT

22 Related party transactions

Save as the transactions and balances disclosed elsewhere in the condensed consolidated financial statements and the followings, the Group did not enter into any other material related party transaction.

Key management compensation

The executive directors of the Company are regarded as key management. Details of the key management compensation are disclosed in Note 8 to the condensed consolidated financial statements.

23 Commitments

As at 30 June 2025, capital commitments outstanding not provided for in the condensed consolidated financial statements were as follows:

	As at 30 June 2025 RMB'000 (unaudited)	As at 31 December 2024 RMB'000 (audited)
Acquisition of property, plant and equipment — Contracted for	397,937	613,234