



易鑫集团有限公司 Yixin Group Limited

(Incorporated in the Cayman Islands with limited liability and
carrying on business in Hong Kong as "Yixin Automotive Technology Group Limited")

Stock Code: 2858



ANNUAL REPORT
2025

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Andy Xuan Zhang (*Chairman and Chief Executive Officer*)
Mr. Rodney Ling Kay Tsang (*Vice Chairman*)
Mr. Dong Jiang (*Joint President*)
(*resigned on March 5, 2026*)
Mr. Zhi Gao (*President*)
(*appointed on March 5, 2026*)

Non-executive Director

Mr. Wai Yip Tsang

Independent Non-executive Directors

Mr. Tin Fan Yuen
Mr. Chester Tun Ho Kwok
Ms. Lily Li Dong
Mr. Henry Chi Hung Yim

AUDIT COMMITTEE

Mr. Chester Tun Ho Kwok (*Chairman*)
Mr. Tin Fan Yuen
Ms. Lily Li Dong
Mr. Henry Chi Hung Yim

REMUNERATION COMMITTEE

Mr. Tin Fan Yuen (*Chairman*)
Mr. Andy Xuan Zhang
Ms. Lily Li Dong

NOMINATION COMMITTEE

Mr. Andy Xuan Zhang (*Chairman*)
Mr. Chester Tun Ho Kwok
Ms. Lily Li Dong

ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

Mr. Andy Xuan Zhang (*Chairman*)
Mr. Dong Jiang
(*resigned on March 5, 2026*)
Mr. Xiaoguang Yang
Mr. Zhi Gao
(*appointed on March 5, 2026*)

EXECUTIVE COMMITTEE

Mr. Andy Xuan Zhang (*Chairman*)
Mr. Dong Jiang
(*resigned on March 5, 2026*)
Mr. Xiaoguang Yang
Mr. Zhi Gao
(*appointed on March 5, 2026*)

COMPANY SECRETARY

Mr. Man Wah Cheng

AUTHORISED REPRESENTATIVES

Mr. Andy Xuan Zhang
Mr. Man Wah Cheng

AUDITOR

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

LEGAL ADVISERS

As to PRC law:
Han Kun Law Offices
9/F, Office Tower
C1 Oriental Plaza
No.1 East Chang An Avenue
Beijing, PRC

As to Cayman Islands law:
Maples and Calder (Hong Kong) LLP
26th Floor, Central Plaza
18 Harbour Road
Wanchai, Hong Kong

REGISTERED OFFICE

PO Box 309, Uglund House
Grand Cayman, KY1-1104
Cayman Islands

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suite 709, Champion Tower
Three Garden Road
Central, Hong Kong

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN CHINA

Yixin Building
1 North, Zhongguancun Hongqiao Innovation Center
365 Linhong Road, Changning District
Shanghai, China

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

PRINCIPAL BANKER

Bank of China
Bank of Communications
Industrial and Commercial Bank of China
Shanghai Pudong Development Bank
Postal Savings Bank of China

COMPANY WEBSITE

www.yixincars.com

STOCK CODE

2858



CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the Board of Yixin Group Limited (易鑫集团有限公司), I am delighted to present the annual report of the Group for the Reporting Period.

Amid an increasingly complex global and domestic landscape in 2025, China's economy demonstrated remarkable resilience while navigating significant pressures. Macroeconomic policies were effectively coordinated to balance growth stabilization, structural optimization, and risk mitigation. Driven by the dual engines of consumption and exports, alongside accelerated momentum in new quality productive forces, the economy maintained overall stability. According to official data from the National Bureau of Statistics of China, the gross domestic product (GDP) of the PRC increased by approximately 5.0% year-on-year in 2025. At the year-end Central Economic Work Conference, policymakers outlined the policy direction for 2026, advocating for more proactive fiscal measures and prudent accommodative monetary policy, while reiterating the strategic priority of boosting domestic consumption to underpin sustained economic growth.

Propelled by the deepening integration of electrification and intelligent technologies, China's automotive industry is advancing into a new developmental phase. In 2025, the "trade-in" policy solidified its impact, transitioning from a short-term stimulus to a key mechanism driving structural industry adjustment. Replacement demand has emerged as a critical pillar of the new car market, accelerating consumption upgrades toward NEVs and higher-quality products. While the used car market faced pressure from intensified competition in the new car segment and price volatility, it is undergoing a transformation from a transaction-driven model toward a service-driven paradigm, supported by faster inventory turnover, digitalized operations and enhanced service capabilities. According to data from the China Association of Automobile Manufacturers and the China Automobile Dealers Association, total passenger vehicle sales in China (including both new and used vehicles) increased by approximately 6.0% year-on-year in 2025.

On the global front, China's automotive exports maintained strong growth momentum, further strengthening the global presence of Chinese automotive brands. In 2025, China exported approximately 7.1 million vehicles, representing a year-on-year increase of about 21.1%. Alongside the growth in export volume, the industry's globalization model is evolving from a single focus on vehicle exports toward a more comprehensive output encompassing technology, services and standards, laying a more solid foundation for the long-term internationalization of China's automotive industry.

In 2025, Yixin Group adhered to a prudent yet proactive operating philosophy and continued to strengthen its core capabilities. During the Reporting Period, the Group facilitated a total of approximately 844 thousand automotive financing transactions (including both new and used vehicles), representing a year-on-year increase of approximately 16.2%. Total financing amount reached approximately RMB75.1 billion, representing a year-on-year growth of approximately 8.7%. The scale of used car financing continued to expand, with financing amount reaching approximately RMB42.1 billion, accounting for about 56% of the Group's total automotive financing amount.

The Group recorded total revenue of approximately RMB11.56 billion and adjusted net profit of approximately RMB1.43 billion for the Reporting Period. As of December 31, 2025, the automotive financial assets under the Group's management amounted to approximately RMB125.83 billion. Asset quality remained sound, with the 90+ days past due ratio at 1.89%.

In terms of funding, the Group continued to pursue a diversified financing strategy, further optimizing its funding structure and reducing funding costs. The senior tranche of the asset-backed securities (ABS) issued by the Group in October 2025 was priced at a coupon rate as low as around 2.13%. In June 2025, the Group successfully completed its first dual-tranche, revolving, sustainability-linked syndicated loan in China. In July 2025, the Group also issued its inaugural U.S. dollar-denominated credit bond as well as its first green medium-term notes, strictly adhering to green finance standards and receiving strong investor interest. These initiatives not only enhanced the diversity and robustness of the Group's funding structure but also underscored its strong financial management capabilities amid a complex market environment.

As one of the Group's key strategic priorities, the FinTech (SaaS) business maintained rapid growth during the Reporting Period. Financing amount facilitated through the FinTech platform reached approximately RMB40.3 billion, representing a year-on-year increase of about 91.1%. The platform accelerated product iteration and ecosystem scaling, further enhancing service coverage and market presence. FinTech revenue surged to approximately RMB4.50 billion, representing a year-on-year increase of approximately 150%. The FinTech platform continued to expand its diversified network of financial partners, establishing cooperation with over 70 financial institutions as at December 31, 2025. Looking ahead, the Group remains committed to FinTech as a strategic pillar, focusing on optimizing system performance and user experience while scaling institutional partnerships to expand its market footprint and cement its industry leadership.

The Group further intensified its investment in cutting-edge artificial intelligence technologies, accelerating the deployment of proprietary vertical large models across core business domains including customer acquisition, risk control, asset recovery, customer services, etc. In November 2025, we officially launched XinMM-AM1, the first agentic large model in the automotive finance industry. While technological breakthroughs provide the foundation, sustainable differentiation stems from deep integration and scalable application. This strategic focus was underscored at the 2025 WIC Wuzhen Summit, where Yixin won the 'Light of Brilliance Scenario' Award and the First Prize in the 'Open Source Model Application Competition'. These accolades recognize Yixin's innovation in implementing full-link AI solutions and solidify our leadership in the 'AI + Auto Finance' sector. Furthermore, the Group's inclusion in the newly established "HKEX Tech 100 Index" in late 2025, serves as a powerful testament to the capital market's validation of our technological prowess. Going forward, we will continue to embed AI into our operational workflows, forming end-to-end intelligent decision-making loops across core business processes.

Guided by our philosophy of "Value Reimagined, Responsibility First", the Group regards sustainable development as a cornerstone of long-term value creation. In 2025, the Group continued to advance its practices in green finance and inclusive finance. The green financing initiatives completed by the Group during the Reporting Period included the sustainability-linked syndicated loan and the green medium-term notes as mentioned above. In terms of inclusive finance, the Group actively responded to national initiatives encouraging financial technology to serve the real economy, such as the Notice of the State Council on Issuing the Plan for Advancing the Development of Inclusive Finance (2016-2020) and the Implementation Opinions of the State Council on Promoting the High-Quality Development of Inclusive Finance. Through deeper penetration into agricultural and pastoral regions and frontline production scenarios, customers from ethnic minority groups now account for over 10% of the Group's customer base. At the same time, the Group closely tracked advancements in artificial intelligence and promoted the integration of technological application with social responsibility. Looking ahead, the Group will continue to enhance its ESG governance framework, deepen its practices in green finance, inclusive finance and responsible technology, and contribute to high-quality industry development and sustainable social progress while achieving steady growth.



CHAIRMAN'S STATEMENT

Looking ahead to 2026, the continued implementation of consumption-stimulating policies, the further refinement of the trade-in mechanism, and deeper breakthroughs in electrification and intelligent technologies are expected to accelerate the automotive value chain's transition toward high-quality development. Meanwhile, under an industry backdrop emphasizing compliance and stable growth, consolidation within the automotive finance sector is expected to continue. Leading players' strengths in customer networks, funding access and risk management are likely to translate into sustainable competitive advantages. Leveraging its strong foundation in technological innovation and ecosystem development, Yixin Group is well positioned to seize growth opportunities while safeguarding asset quality, thereby driving steady expansion in both business scale and market share.

Beyond this, in 2026, we will devote even greater resources to our global expansion. Following a period of dedicated cultivation, we have established a solid foothold in Southeast Asia – specifically in Singapore and Malaysia – where we have rapidly emerged as a top-three player among local independent used-car finance providers in both markets. Moving forward, by deeply integrating local market demands and evaluating the competitive landscape, we will leverage a 'Finance + Tech' dual-driven model to accelerate our overseas expansion.

The Board is pleased to recommend the declaration of a final dividend to reward Shareholders for their continued support. The Board proposes a final dividend of HK10.0 cents per share, representing approximately 50.0% of our net profit per Share for the Reporting Period. In addition, the Board proposes the declaration of a special dividend of HK4.0 cents per share, representing approximately 20.0% of our net profit per Share for the Reporting Period, in appreciation of shareholders' longstanding support since the Company's listing. The proposed final and special dividends are subject to approval by Shareholders at the forthcoming annual general meeting. It is expected that the final and special dividends will be payable on Friday, June 26, 2026 to shareholders whose names appear on the register of members of the Company on Tuesday, May 26, 2026 (ex-dividend date: Monday, May 18, 2026).

Finally, on behalf of the Group, I would like to express my sincere gratitude to our customers and business partners, and extend my heartfelt appreciation to our dedicated employees and management team for their commitment and contributions. I would also like to thank our Shareholders and other stakeholders for their continued trust and support.

Andy Xuan Zhang
Chairman of the Board
Hong Kong
March 5, 2026

MANAGEMENT DISCUSSION AND ANALYSIS

MACROECONOMIC ENVIRONMENT

In 2025, against a backdrop of persistent geopolitical volatility and mounting domestic pressures, China's economy maintained overall stability and exhibited the characteristics of "steady progress, structural divergence and deepening transformation." According to the National Bureau of Statistics of China, the PRC's gross domestic product (GDP) grew by approximately 5.0% year-on-year for 2025. This growth reflected the direct impact of coordinated macro policy support, and also indicated a gradual strengthening of endogenous growth momentum driven by the recovery of domestic demand and the development of new quality productive forces.

While real activity continued to expand, price-related pressures remained palpable. Intensified competition in certain sectors and an uneven recovery in demand kept prices hovering at relatively low levels, suggesting that challenges persisted in the process of structural rebalancing. Nevertheless, from a structural perspective, China's growth drivers continued to improve in 2025. Consumption played a more prominent role in supporting economic growth, with total retail sales of consumer goods increasing by 3.7% year-on-year, representing a modest acceleration compared with 2024. Driven by policy tailwind and consumption upgrading, demand for durable goods has been unleashed. High-ticket categories such as automobiles and home appliances, bolstered by trade-in initiatives, became key anchors of the consumption recovery.

Regarding investment, fixed asset investment declined by 3.8% year-on-year in 2025, constituting a direct drag on economic growth. The downturn was marked by a persistent slump in real estate investment, a pivot from growth to contraction in infrastructure investment, and only tepid gain in manufacturing investment which offered limited support. Amidst the transition from old to new growth engines, improving the quality and efficiency of investment remained a strategic imperative.

The trade sector delivered a standout performance in 2025, defying expectations despite the headwinds of tariff-related frictions. According to data from the General Administration of Customs, China's trade surplus for the full year of 2025 approached US\$1.2 trillion, setting a new global record. This robust trade performance provided a significant boost to economic growth.

From a medium- to long-term perspective, China's economy remained at a critical stage of transformation and upgrading. Guided by the strategic priority of high-quality development, the country accelerated the development of a unified national market and strengthened support for technological innovation and new quality productive forces. Within the durable goods sector, the automotive industry became an important engine for structural improvement of the macroeconomy. Its growth is underpinned by policy support, resurgent demand, and the 'three-pillar' transition toward electrification, intelligentization and connectivity.

The macroeconomic landscape serves as the fundamental backdrop for both industry development and the Group's operations. Policies aimed at stimulating consumption and building a unified national market are expected to provide sustained support for automotive sales and circulation, acting as an important source for Yixin's business growth momentum. At the same time, factors such as strained household balance sheets and subdued long-term income growth expectations heightened systematic challenges across the credit environment. To mitigate these risks and safeguard sustainable development, the Group remains committed to achieving higher standards in risk pricing, asset management, and operational efficiency at this stage. Accordingly, we will continue to deepen the application of digital technologies and artificial intelligence across the entire business lifecycle, thereby maintaining robust asset quality and business stability.

INDUSTRY OVERVIEW

In 2025, China's automotive industry exhibited an overall stable performance, characterized by accelerated structural adjustment and enhanced global influence. Concurrently, competition within the industry remained intense, with pricing, channel capabilities and service quality exerting a growing impact on transaction conversion and profitability. Supply and demand continued to undergo dynamic rebalancing. According to data from the China Association of Automobile Manufacturers (CAAM) and the China Automobile Dealers Association (CADA), total passenger vehicle sales in China (including both new and used vehicles) increased by 6.0% year-on-year during the Reporting Period.

Competition in the new car market has shifted from a reliance on price concessions to a broader value-based paradigm, with intelligent features and service systems emerging as the primary differentiators. Supported by the ramp-up of NEV models and policy guidance, demand for new vehicles remained resilient. Meanwhile, product mix continued to upgrade toward NEVs and mid-to-high-end models. Trade-in initiatives remained effective throughout the Reporting Period, with replacement demand becoming an important pillar of new car sales, helping to offset demand-side volatility. In terms of market structure, domestic brands continued to gain market share, supported by improving product competitiveness and pricing advantages. According to CAAM, new passenger vehicle sales reached 30.10 million units in 2025, representing a year-on-year increase of 9.2%.

In 2025, the used car market faced overall operating headwinds. Influenced by intensified competition in the new car market and price fluctuations, the used car market resorted to a "trading price for volume" pattern. Supported by the deepening of trade-in initiatives and accelerated circulation of existing vehicles, transaction scale remained broadly stable, reinforcing the used car market's foundational role within the automotive industry's circular system. According to CADA, used passenger vehicle transactions totaled 15.74 million units in 2025, representing a year-on-year increase of 0.4%. Meanwhile, the surging ownership of NEVs also injected new growth momentum into the used vehicle market.

NEVs remained the core growth engine of the automotive industry in 2025. According to data from the China Passenger Car Association (CPCA), retail sales of passenger NEVs reached approximately 12.81 million units, representing a year-on-year increase of 17.5%, with the penetration rate exceeding 50% for consecutive months. The rapid development of the NEV industry chain not only promoted structural upgrading of the domestic automotive market, but also amplified the effectiveness of trade-in programs in optimizing consumption structure.

In the international market, China's automotive exports continued to expand in 2025, further consolidating its position in the global automotive industry. During the Reporting Period, according to CAAM, China exported approximately 7.10 million vehicles, representing a year-on-year increase of 21.1%, and retained its title as the world's largest auto exporter. Moreover, the export model is gradually evolving from pure vehicle exports toward comprehensive output encompassing technology, services and business models, laying a solid foundation for the long-term internationalization of China's automotive industry.

Automotive finance continued to play an important supporting role for the sector in 2025. In both new and used vehicle transactions, financial services further enhanced conversion efficiency, improved operational effectiveness and optimized profit structures. At the same time, automotive finance services are facing increasingly stringent regulation and compliance requirements, prompting the industry's transition from a "scale-driven" to a "quality-driven" development mode.

Adjustments in the structure of automotive transactions and shifts in the competitive landscape of automotive finance service have exerted a notable impact on Yixin's business strategy. Coupled with increasingly diversified customer demand and evolving regulation environment, these trends have created favorable conditions for the Group to pursue product innovation and capture market share.

POLICY STIMULUS

In 2025, central and local governments upheld the policy framework of “stabilizing growth, optimizing structure and mitigating risks,” introducing multi-level and systematic measures to guide the automotive industry toward stable operation under the dual objectives of high-quality development and consumption promotion. On the one hand, trade-in initiatives expanded in coverage and intensity. Combined with consumption stimulus programs at the national level and NEV promotion programs at the county-level, these measures provided more sustained momentum for auto consumption. On the other hand, auto finance policies, with a focus on inclusiveness and digitalization, improved the efficiency of financial supply. At the same time, regulatory actions targeting practices such as “high-interest and high-rebate” accelerated the industry’s return to reasonable pricing and sustainable competition, promoting the transparency of automotive finance service and laying a more solid foundation for high-quality development in the automotive market.

Trade-in and other consumption-supportive policies remained among the most influential components of the auto consumption policy toolkit throughout the Reporting Period. In January 2025, eight ministries, including the Ministry of Commerce and the National Development and Reform Commission, jointly issued the Notice on the Implementation of the 2025 Auto Trade-in Program 《關於做好2025年汽車以舊換新工作的通知》. In the same month, the general offices of the same eight ministries released the Notice on Launching Pilot Programs for Reforming Auto Circulation and Consumption 《關於開展汽車流通消費改革試點工作的通知》. These announcements formally marked the rollout of trade-in consumption stimulus policies for 2025 and provided funding support under the “Two-New” policy framework. In September 2025, the Work Plan for Stabilizing Growth in the Automotive Industry (2025-2026) 《汽車行業穩增長工作方案(2025 – 2026年)》 jointly issued by eight ministries including the Ministry of Industry and Information Technology further clarified measures to boost auto consumption and support vehicle trade-ins. In addition, policies emphasized cross-year continuity and process efficiency. In December 2025, the National Development and Reform Commission and the Ministry of Finance issued a notice on implementing large-scale equipment upgrades and consumer goods trade-in policies in 2026 《關於2026年實施大規模設備更新和消費品以舊換新政策的通知》, specifying the scope of support, subsidy standards and implementation requirements, and the continued support for vehicle scrapping and renewal.

Policy incentives for NEVs continued to advance in 2025. In May 2025, five ministries including the Ministry of Industry and Information Technology jointly issued the Notice on Launching the 2025 NEVs Going to the Countryside Campaign 《關於開展2025年新能源汽車下鄉活動的通知》, focusing on county-level markets with relatively low penetration but significant growth potential. In July 2025, the General Office of the National Development and Reform Commission, the General Office of the National Energy Administration, the General Office of the Ministry of Industry and Information Technology, and the General Office of the Ministry of Transport jointly issued the Notice on Promoting the Scientific Planning and Construction of High-Power Charging Infrastructure 《關於促進大功率充電設施科學規劃建設的通知》. The notice called for enhanced overall planning of high-power charging facilities, improvements in the operational efficiency and service life of charging equipment, and encouraged local governments to provide longer-term leasing arrangements for charging station sites. In November 2025, six ministries including the Ministry of Industry and Information Technology jointly issued the Implementation Plan on Enhancing Supply-Demand Matching of Consumer Goods to Further Promote Consumption 《關於增強消費品供需適配性進一步促進消費的實施方案》, explicitly encouraging the expansion and iteration of green products and promoting green and low-carbon consumption in areas such as NEVs.



MANAGEMENT DISCUSSION AND ANALYSIS

Auto finance policies focused on digital transformation and the development of inclusive finance, aiming to activate new momentum across the automotive consumption value chain. In March 2025, the State Council issued the Guiding Opinions on Advancing the “Five Key Financial Areas” 《關於做好金融“五篇大文章”的指導意見》, calling for the establishment of an inclusive finance system and the development of a digitally driven financial service infrastructure, while emphasizing high-level financial support for key industries to foster new quality productive forces. In June 2025, the PBOC, the National Development and Reform Commission and other departments jointly released the Guiding Opinions on Financial Support for Boosting and Expanding Consumption 《關於金融支持提振和擴大消費的指導意見》, calling for increased financial resources to be allocated to key consumption areas and encouraging financial product innovation to better serve digital and green consumption scenarios. In August 2025, the Ministry of Finance, the PBOC and the National Financial Regulatory Administration jointly issued the Implementation Plan for the Fiscal Interest Subsidy Policy on Personal Consumption Loans 《個人消費貸款財政貼息政策實施方案》, which, effective from September 1, 2025, provides fiscal interest subsidies for eligible personal consumption loans covering key areas, such as household automobiles and electronic products. In December 2025, the Ministry of Commerce, the PBOC and the National Financial Regulatory Administration jointly issued the Notice on Strengthening Coordination between Commerce and Finance to Further Boost Consumption 《關於加強商務和金融協同更大力度提振消費的通知》, clarifying three major supporting measures for auto finance and allowing financial institutions to determine loan-to-value ratios, tenors and interest rates based on borrowers’ repayment capacity and credit profiles.

In addition to supportive measures, central and local governments introduced a series of regulatory initiatives to promote healthy and sustainable industry development. During May and June 2025, banking associations in multiple provincial regions, including Shanghai, Zhejiang, Sichuan and Henan, issued self-regulatory conventions such as Auto Consumer Finance Business Self-Discipline Convention 《汽車消費金融業務自律公約》. Provinces such as Sichuan and Henan further refined relevant provisions, fully suspending “high-interest and high-rebate” practices and transitioning toward “low-interest, low-rebate” or “low-interest, zero-rebate” models. In September 2025, the National Development and Reform Commission and the State Administration for Market Regulation jointly issued an announcement on addressing disorderly price competition and maintaining sound market price order 《關於治理價格無序競爭維護良好市場價格秩序的公告》, stating that authorities would closely monitor pricing competition and maintain price order in key sectors by enforcing reasonable pricing practices. These regulatory measures not only supported the healthy development of the automotive industry but also strengthened consumer confidence and contributed to the sustained stability of the auto market.

These initiatives have provided the Group with a clearer and more stable regulation framework and policy outlook for business development. Broadly, policies such as vehicle trade-in initiatives, NEV promotion in lower-tier markets, and interest subsidies are effectively unlocking latent automotive consumption. These measures provide a sustainable foundation for long-term auto finance demand. Beyond this market-level support, the national focus on inclusive, digital, and green finance is deeply synergistic with the Group’s strategic pillars in FinTech and NEV financing. This alignment creates a powerful tailwind for the Group to optimize its business structure and elevate its service capabilities.

At the same time, regulatory measures targeting practices such as “high-interest, high-rebate” models are conducive to guiding industry competition back toward rationality, improving the market pricing environment, and reducing systemic risk exposure. Against this backdrop, the Group is well positioned to continue leveraging its strengths in risk management, technological innovation, and operational expertise within a more transparent and orderly industry environment, thereby steadily enhancing business quality and long-term sustainability.

RISK FACTORS

The Group's business model, financial position, operating results, and future development prospects are subject to a variety of risks and uncertainties. Investors should carefully consider these risk factors in conjunction with the other information contained in this report. While the Group endeavors to mitigate these risks through robust governance, internal control systems, and strategic planning, certain risks are inherent in the industries and markets in which we operate and may be beyond our direct control.

1. Macroeconomic Risks

Our business is closely linked to the overall health of the macroeconomic environment, particularly in the People's Republic of China (PRC), where the majority of our operations are conducted.

A prolonged or deteriorating macroeconomic environment, characterized by weakened consumer confidence and persistent employment pressures, would adversely affect the creditworthiness and repayment capacity of the Group's customers. Such conditions could lead to a deterioration in asset quality, increased provision for impairment losses, and material adverse impacts on the Group's financial position, results of operations, and cash flows.

2. Financing Environment and Interest Rate Risks

The Group's operations require stable and cost-effective funding. The evolving dynamics of the financing environment – including shifts in market liquidity, fluctuations in interbank funding costs, and adjustments in monetary policy – may impact the Group's access to capital and increase borrowing costs.

Furthermore, fluctuations in benchmark interest rates and market lending rates may create interest rate mismatches and affect the Group's net interest margins. Any inability to effectively manage the sensitivity of our assets and liabilities to interest rate movements could materially and adversely affect our profitability, the fair value of our financial instruments, and our overall liquidity position.

3. Automotive Industry and Market Competition Risks

The Group's auto finance business is highly sensitive to the cyclical and structural shifts of the automotive industry. The phasing out of supportive government policies, such as national subsidies and preferential tax treatments for vehicle purchases, may lead to softened demand, thereby reducing the Group's new loan origination volumes.

Simultaneously, the dynamics of the competitive landscape are evolving rapidly, with traditional financial institutions, FinTech platforms, and automotive players competing aggressively on pricing, service quality, and customer reach. This escalating rivalry may exert downward pressure on the Group's market share, thereby adversely impacting our overall revenue trajectory and sustained profitability.

4. Regulatory Compliance and Policy Risks

The Group operates in a highly regulated environment. Our operations are subject to stringent supervision by regulatory authorities regarding capital adequacy, leverage ratios, data privacy, and corporate governance. Any failure to comply with existing laws or maintain necessary licenses could result in administrative penalties, operational restrictions, or reputational damage.



MANAGEMENT DISCUSSION AND ANALYSIS

Moreover, the regulatory framework governing auto finance, financial leasing, and FinTech services is characterized by continuous evolution and refinement. The potential introduction of additional or more stringent laws, regulations, or industry guidelines – as well as prospective shifts in supervisory focus – could necessitate adjustments to the Group’s business models and may result in higher compliance costs or increased operational complexity. Such regulatory developments could also influence the Group’s ability to implement product innovations or pursue specific market expansion strategies, which may, in turn, affect our overall financial performance and competitive positioning.

BUSINESS MODEL AND VALUE CREATION

Leveraging its leading automobile finance transaction platform in China, the Group is committed to empowering the automobile consumption ecosystem through technology. Since its IPO, the Group has developed from its initial focus on transaction platform business and self-operated financing business (as described in the Company’s Prospectus). We outline our current core business models and value creation logic below. For detailed information on the Group’s initial business model and its historical evolution, investors may refer to the “Business” section of the Company’s Prospectus and the “Management Discussion and Analysis” section of the Company’s annual reports since its IPO.

Transaction Platform Business

Loan facilitation services represent the Group’s core asset-light business. Acting as a bridge connecting consumers, auto dealers, and partnering financial institutions (such as banks), Yixin matches car buyers with customized auto finance products through our digital platform. Under this model, the Group primarily generates revenue by charging service fees to the partnering financial institutions for facilitating the transactions, while the financing or funding is provided directly by the partnering financial institutions. The Group’s core value lies in “precise matching and risk-technology empowerment.” For consumers, we provide a transparent, efficient, and one-stop auto financing experience. For financial institutions, we leverage massive PBOC credit data, vast underlying transaction data accumulated on our platform, and our proprietary big data risk assessment models to help them acquire high-quality auto finance assets efficiently and at a lower cost. This significantly minimizes their customer acquisition costs and credit assessment friction.

Driven by the ongoing digital upgrade of our own business and the expanding market demand for auto finance digital services, the Group has modularized its mature auto finance technology capabilities to provide FinTech (SaaS) solutions to regional commercial banks, automakers (OEMs), and large-scale auto dealer groups. We generate revenue through transaction-based service fees based on the volume processed through our systems. The FinTech (SaaS) business marks the Group’s strategic transition from a “transaction platform” to a “technology exporter”. Its core value lies in commercializing Yixin’s market-tested technological capabilities – including system architecture, AI-driven intelligent risk control, and post-financing management – to help upstream and downstream participants in the industry chain accelerate their digital transformation. This not only yields stable and high-margin recurring revenue for the Group but also deepens our technological moat within the broader auto finance ecosystem.

Self-operated Financing Business

This segment primarily consists of self-operated financing lease services. The Group directly provides automobile financing to consumers with our financing lease products by utilizing our own capital or funds obtained through diversified financing channels, thereby earning interest income. The financing business creates synergy and complements our loan facilitation services. It enables the Group to serve customer segments across diverse credit tiers and varying car buyers’ needs. This approach allows us to accumulate full-life-cycle vehicle and customer asset management capabilities, further consolidating our economies of scale as an industry leader.

BUSINESS REVIEW

In 2025, amid a complex macroeconomic environment and intensifying industry competition, Yixin Group maintained a trajectory of steady growth by leveraging its strategic focus and core business strengths. The Group's business structure was further optimized, and its overall resilience was materially enhanced. The continued rapid expansion of the FinTech (SaaS) business, together with the steady advancement of the used car financing business, enabled the Group to preserve strong risk resistance and business flexibility under challenging conditions. These initiatives have laid a solid foundation for the Group to capture growth opportunities arising from industry consolidation and structural adjustment, and to achieve sustainable development in the long run.

AUTO FINANCING TRANSACTIONS

	2025		Year ended December 31,		Year-on-year	
	Number of financing transactions '000	Financing amount RMB'000	Number of financing transactions '000	Financing amount RMB'000	Number of financing transactions %	Financing amount %
New vehicles	307	33,076,347	376	38,698,469	-19%	-15%
Used vehicles	537	42,072,008	350	30,444,759	54%	38%
Total	844	75,148,355	726	69,143,228	16%	9%
NEV ⁽¹⁾	234	23,236,367	175	17,921,608	34%	30%

Note:

(1) NEV encompasses both new and used vehicles.

Our total financing transactions increased by 16% year-on-year to 844 thousand for the Reporting Period, compared to 726 thousand for the same period last year. The total financing amount increased by 9% year-on-year to RMB75.1 billion for the Reporting Period, compared to RMB69.1 billion for the same period last year.

For new vehicle financing, we actively responded to policy dynamics, including the "high-interest, high-rebate" regulatory measures and interest subsidy for consumer loans, as well as the evolving competitive landscape. Meanwhile, we deepened collaboration with OEMs and related partners by establishing dedicated teams to serve the core mainstream brands and high-quality distribution channels. Our new vehicle financing transactions decreased by 19% year-on-year to 307 thousand for the Reporting Period, compared to 376 thousand for the same period last year. The financing amount decreased by 15% year-on-year to RMB33.1 billion for the Reporting Period, compared to RMB38.7 billion for the same period last year.



MANAGEMENT DISCUSSION AND ANALYSIS

For used vehicle financing, we adopted a differentiated competitive strategy by expanding our reach to more long-tail customers. Leveraging the industry experience and technological capabilities accumulated over many years, the Group has implemented a risk-oriented, refined pricing strategy to achieve reasonable returns while maintaining effective risk control. During the Reporting Period, the Group launched a risk-based pricing product, “Xpass” (必過), which directly matches customers’ credit profiles with viable financing approval solutions. This initiative further broadened the Group’s addressable market and improved the experience for dealers and customers in the used car business. Our used vehicle financing transactions increased by 54% year-on-year to 537 thousand for the Reporting Period, compared to 350 thousand for the same period last year. As a result, the proportion of our used vehicle financing business in our total vehicle financing amount increased to 56% for the Reporting Period.

SAAS SERVICES

In 2025, the Group’s FinTech (SaaS) business maintained strong growth momentum, further reinforcing its market position as a full-stack solution provider in China’s automotive finance industry. As the industry continued its transition from scale-driven expansion toward a greater emphasis on efficiency and compliance, the value of FinTech solutions in enhancing transaction efficiency, optimizing risk management, and supporting partners’ day-to-day operations became increasingly evident.

During the Reporting Period, the FinTech (SaaS) business remained a key growth engine for the Group’s overall performance. In 2025, total amount of financing facilitated via the FinTech platform reached RMB40.3 billion, representing a year-on-year increase of 91%. FinTech revenue amounted to RMB4.5 billion during the Reporting Period, representing a year-on-year increase of 150%.

As of the end of the Reporting Period, the Group’s FinTech platform had established cooperative relationships with a broad range of banks, financial leasing companies, and OEMs, with the total number reaching nearly 75. During the Reporting Period, the FinTech platform continued to promote the rollout of new projects, further expanding the coverage of services. The core customer base of the FinTech (SaaS) business maintained stable growth, and their contribution to FinTech revenue remained at a relatively high level, reflecting sustained recognition of the platform’s capabilities and service reliability.

From a business model perspective, the Group continued to advance its FinTech (SaaS) business through two complementary models:

The “Pure technology” model: providing standalone technology solutions to partners to support the development of their own automotive finance capabilities while reinforcing risk management responsibilities. Under this model, the amount of financing facilitated during the Reporting Period reached RMB3.2 billion, representing a year-on-year increase of 74%.

The “Traffic + Technology” model: leveraging the Group’s integrated advantages in channels, data, and operations to provide end-to-end support to partners covering customer acquisition, credit origination and asset collection. The amount of financing facilitated under this model reached RMB37.0 billion, representing a year-on-year increase of 93%.

These two models complement each other across different cooperation scenarios, helping to expand our FinTech platform’s service reach and enhance overall commercialization efficiency. As the platform continues to scale, bilateral network effects and data flywheel effects have become increasingly apparent, further strengthening the advantages of the Group’s FinTech (SaaS) business in scalable replication.

Key Indicators of FinTech Core Customers⁽¹⁾

	Year ended December 31,		
	2025 RMB'000, except for percentage	2024 RMB'000, except for percentage	Year-on-year %
Average revenue per core customers	185,656	103,946	79%
Percentage of revenue from core customers	99%	98%	–

Note:

(1) Core customers refer to those for whom the financing amount facilitated exceeds RMB100 million during the Reporting Period.

During the Reporting period, the number of core customers connected to our FinTech platform increased to 24, up from 17 in 2024. These customers accounted for 99% of the total revenue from our FinTech (SaaS) business. The average revenue per core customer (ARPC) rose significantly to approximately RMB186 million in 2025, compared to RMB104 million in 2024, highlighting the strengthening connections between customers and our FinTech platform. These figures not only demonstrate our customers' strong trust in the Group's FinTech platform, but also underscore the scalability and cost efficiency of our continuously expanding service offerings, driven by a powerful data and technology flywheel.

TECHNOLOGICAL INNOVATION AND AI PRACTICES

2025 marked a pivotal year for Yixin in comprehensively deepening its "AI-driven" strategy. Facing the historic opportunity presented by the accelerated evolution of AI technology and the industry-wide intelligent transformation, the Group firmly advanced the integration of AI with automotive finance operations. Taking technological innovation as the engine and scenario-based implementation as the guiding principle, Yixin systematically constructed a new paradigm of intelligent automotive finance that covers the entire value chain, scenarios, and lifecycle, achieving breakthrough progress across multiple dimensions, including large model development, product applications, and operational empowerment.

Strengthening Technical Foundations and Leading Industry Large Model Innovation: In 2025, Yixin formally launched XinMM-AM1, the auto finance industry's first Agentic AI large model. Meanwhile, the Company has made significant contributions to the open-source community. In specific tasks, XinMM-AM1 can deliver inference performance comparable to general-purpose models while utilizing relatively much smaller parameter count, which significantly reduces deployment costs and latency. The model demonstrates core capabilities in autonomous decision-making, multi-step reasoning, tool integration, and environmental interaction. It can independently execute complex business processes from customer acquisition to credit assessment, loan structuring, and post-loan management, fundamentally addressing traditional inefficiencies caused by lengthy workflows, excessive manual dependency, and fragmented processes.



MANAGEMENT DISCUSSION AND ANALYSIS

Advancing Full-Chain Intelligence with Pre-Loan Sector Being Implemented First: The Company structured AI integration across the auto finance value chain into sequential phases: pre-loan, during-loan, and post-loan. During the Reporting Period, Agentic AI has been officially deployed in pre-loan sector for online business. Smart calling system, AI-driven client engagement tool, and automated pre-approval system have substantially reduced customer response times while improving conversion efficiency and fraud detection rates. Two AI agents have been integrated into the daily real-world production process. Since their launch, they have been continuously iterated and optimized on a weekly basis, narrowing the gap with leading human practices. In the future, a new process paradigm that deeply integrates AI and human agents will be implemented, significantly improving business efficiency.

Dual Recognition in Industry and Capital Market: In July 2025, Yixin made its debut at the World Artificial Intelligence Conference (WAIC), showcasing a series of AI innovations and attracting widespread industry attention. At the Wuzhen Summit of the World Internet Conference in November 2025, the Company's self-developed "end-to-end auto finance solution" was honored with the "Light of Brilliance Scenarios" Award at the Light of Internet Expo and the first prize in the Open Source Model Application category of the Global Internet Competition's Open Source Project Track. Yixin remained the only auto finance company to receive such accolades, underscoring its leadership in the "AI + Automotive Finance" domain. In December 2025, Yixin was officially included in the HKEX Tech 100 Index, a benchmark tracking 100 Hong Kong-listed companies with the largest market capitalization in technology sectors, including AI, biotech, electric vehicles, autonomous driving, information technology, internet, and robotics. This inclusion signifies capital market recognition of Yixin's technological innovation capability, industry leadership, and sustainable growth potential.

Looking ahead to 2026: Yixin will continue prioritizing Agentic AI as a strategic lever to deepen AI applications across automotive finance operations. The Group firmly believes that only by closely integrating cutting-edge technology with real-world scenarios can it maintain stability and achieve long-term success in the wave of intelligence, continuously creating sustainable long-term value for customers, partners, and shareholders.

INTERNATIONAL EXPANSION

In 2025, the Group achieved systematic progress in its international business, marked by expanded geographic reach, accumulated partnership resources, and continuous evolution of business mode.

Singapore, as our first overseas market, represents a pivotal milestone in the Group's globalization strategy. The Group maintains a top-three position among non-bank auto finance providers in Singapore in terms of business scale, and has established strategic partnerships with multiple leading local commercial banks. These collaborations have effectively diversified our local financing channels, ensuring capital support for sustainable business expansion. Beyond traditional credit facilitation, we have extended technology-driven solutions overseas, with the XPort Intelligent System, serving as a pioneering force in our technology-enabled international expansion. Leveraging its advanced digital capabilities, the system has gained strong market recognition. By empowering local dealers, XPort enables comprehensive digitization of inventory management and intelligent integration of financial channels, significantly enhancing operational efficiency and customers' financing experiences. By the end of 2025, XPort had penetrated over 50% of Singapore's dealership network.

Leveraging Singapore as the international business headquarters, the Group has optimized global resource allocation and unlocked regional synergies. Following its entry into Malaysia in the fourth quarter of 2025, the Group ascended to the top three non-bank auto finance providers in terms of business scale within just three months of operation. Monthly new loan origination volume approached USD15 million, demonstrating the Group's exceptional localization capabilities and market agility.

Throughout international expansion, the Group has consistently adhered to the principle of integrating “local insights with global capabilities.” We conduct in-depth analysis of target market customer needs and competitive landscapes, employing a dual-driven approach combining financial innovation and technological advancement. This strategy has established a standardized, replicable, and efficient market-entry framework that significantly shortens the transition period from preparation to scale operations, thereby optimizing resource utilization efficiency.

Looking ahead, the Group will accelerate overseas expansion. In 2026, our primary focus remains on the Southeast Asian market. This involves a dual-track approach: driving robust growth in our established markets while strategically expanding our footprint into new countries.

NON-IFRSs FINANCIAL MEASURES

To supplement our consolidated financial statements, which are prepared in accordance with the IFRSs, certain additional non-IFRSs financial measures (in terms of adjusted operating profit and adjusted net profit) have been presented in this report. These unaudited non-IFRSs financial measures should be considered in addition to, not as a substitute for, measures of the Group’s financial performance prepared in accordance with the IFRSs. We believe that these non-IFRSs measures provide additional information to investors and others in understanding and evaluating our consolidated financial information of operations in the same manner as they help our management compare our financial results across accounting periods and with those of our peer companies. In addition, these non-IFRSs financial measures may be defined differently from similar terms used by other companies.

Adjusted operating profit eliminates the effect of certain non-cash items and one-time events, namely: (i) fair value changes arising from investee companies invested directly at fair value through profit or loss; (ii) impairment loss on investment in an associate; (iii) negative goodwill in relation to bargain purchase; (iv) amortization of intangible assets resulting from asset and business acquisitions; and (v) share-based compensation expenses (“**Adjusted Operating Profit**”).

Adjusted net profit eliminates the effect of the aforesaid items, as well as share of results of investments in associates and joint ventures, to the extent that such results originate from unrealized fair value changes of the underlying assets (primarily relating to the Group’s passive investments in private equity funds), and any related tax impact (“**Adjusted Net Profit**”).

The terms Adjusted Operating Profit and Adjusted Net Profit are not defined under the IFRSs. The use of Adjusted Operating Profit and Adjusted Net Profit has material limitations as an analytical tool, as they do not include all items that impact our profit for the relevant periods. The effect of items eliminated from Adjusted Operating Profit and Adjusted Net Profit is a significant component in understanding and assessing our operating and financial performance.

In light of the foregoing limitations for Adjusted Operating Profit and Adjusted Net Profit, when assessing our operating and financial performance, you should not view Adjusted Operating Profit in isolation or as a substitute for our operating profit, nor should you view Adjusted Net Profit in isolation or as a substitute for our net profit or any other operating performance measure that is calculated in accordance with IFRSs. In addition, because these non – IFRSs measures may not be calculated in the same manner by all companies, they may not be comparable to other similarly titled measures used by other companies.

The following tables reconcile our Adjusted Operating Profit and Adjusted Net Profit for the periods presented to the most directly comparable financial measures calculated and presented in accordance with the IFRSs. Adjusted Operating Profit and Adjusted Net Profit are not required by, or presented in accordance with the IFRSs.

ADJUSTED OPERATING PROFIT

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Operating profit	1,698,987	1,133,604
Add:		
Fair value changes arising from investee companies ⁽¹⁾	146,815	100,254
Impairment loss on investment in an associate	–	12,031
Amortization of intangible assets resulting from asset and business acquisitions	51,528	239,266
Negative goodwill in relation to bargain purchase	–	(100,992)
Share-based compensation expenses	143,715	54,247
Adjusted operating profit	2,041,045	1,438,410

Our adjusted operating profit was RMB2,041 million for the Reporting Period, compared to RMB1,438 million for the year ended December 31, 2024. The increase was mainly due to the increase in revenue.

ADJUSTED NET PROFIT

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Net profit	1,198,566	809,938
Add:		
Fair value changes arising from investee companies ⁽¹⁾	109,415	71,732
Share of unrealized fair value changes from equity method investments ⁽²⁾	(59,228)	–
Impairment loss on investment in an associate	–	12,031
Amortization of intangible assets resulting from asset and business acquisitions	51,437	239,175
Negative goodwill in relation to bargain purchase	–	(100,992)
Share-based compensation expenses	132,000	46,920
Adjusted net profit	1,432,190	1,078,804

Our adjusted net profit was RMB1,432 million for the Reporting Period, compared to RMB1,079 million for the year ended December 31, 2024. The increase was mainly due to the increase in revenue.

Note:

- (1): Represents fair value changes of investments measured at fair value through profit or loss.
- (2): Represents the Group's share of unrealized fair value changes derived from investments accounted for using the equity method, primarily regarding the valuation adjustments of the underlying portfolios of private equity funds.

YEAR ENDED DECEMBER 31, 2025 COMPARED TO YEAR ENDED DECEMBER 31, 2024

The following table sets forth the comparative figures for the years ended December 31, 2025 and 2024.

	Year ended December 31,		
	2025 RMB'000	2024 RMB'000	Year-on-year %
Revenues	11,559,948	9,887,733	17%
Cost of revenues	(5,098,477)	(5,251,462)	-3%
Gross profit	6,461,471	4,636,271	39%
Selling and marketing expenses	(1,019,272)	(1,020,334)	0%
Administrative expenses	(633,822)	(443,412)	43%
Operation and servicing expenses	(388,369)	(286,118)	36%
Research and development expenses	(377,564)	(232,581)	62%
Credit impairment losses	(2,332,500)	(1,565,379)	49%
Other income and other (losses)/gains, net	(10,957)	45,157	-124%
Operating profit	1,698,987	1,133,604	50%
Finance cost, net	(54,842)	(28,475)	93%
Share of profits/(losses) of investments in associates and joint ventures	68,958	(15,607)	-542%
Profit before income tax	1,713,103	1,089,522	57%
Income tax expense	(514,537)	(279,584)	84%
Profit for the period	1,198,566	809,938	48%
<i>Non-IFRSs measure</i>			
Adjusted operating profit	2,041,045	1,438,410	42%
Adjusted net profit	1,432,190	1,078,804	33%

REVENUES

Our total revenues increased by 17% year-on-year to RMB11,560 million for the Reporting Period, compared to RMB9,888 million for the year ended December 31, 2024. This growth was driven by the expansion of both our transaction platform business and self-operated financing business. Specifically, revenue growth in our transaction platform business was mainly driven by the continued expansion of our SaaS services, supported by an increase in the total amount of used car financing transactions facilitated by our platform. Meanwhile, revenue from our self-operated financing business continued to increase, which was mainly attributable to the expansion of our finance receivables portfolio. As interest income is recognized over the lease term under the effective interest method, the increase in the average balance of interest-earning finance receivables contributed to the increase in interest income. The following table sets forth the comparative figures for the years ended December 31, 2025 and 2024.

	Year ended December 31,			2024	
	2025 RMB'000	% of total revenues	Year-on- year	RMB'000	% of total revenues
Revenues					
Transaction platform business					
SaaS Services	4,501,130	39%	150%	1,803,835	18%
Loan Facilitation Services	2,545,846	22%	-41%	4,317,600	44%
Other Platform Services	2,244,404	19%	27%	1,772,979	18%
Guarantee services	1,995,332	17%	31%	1,523,868	15%
Value-added services	249,072	2%	0%	249,111	3%
Subtotal	9,291,380	80%	18%	7,894,414	80%
Self-operated financing business					
Financing Lease Services	2,206,493	19%	13%	1,960,214	20%
From new transactions during the period	591,118	5%	-22%	757,908	8%
From existing transactions in prior periods	1,615,375	14%	34%	1,202,306	12%
Other Self-operated Services ⁽¹⁾	62,075	1%	88%	33,105	0%
Subtotal	2,268,568	20%	14%	1,993,319	20%
Total	11,559,948	100%	17%	9,887,733	100%

Note:

(1) Include revenues from operating lease services, automobile sales and other revenues.

Transaction platform business

Revenues from our transaction platform business increased by 18% year-on-year to RMB9,291 million for the Reporting Period, compared to RMB7,894 million for the year ended December 31, 2024, mainly due to the increase in revenue of our SaaS services and guarantee services. Our transaction platform business contributed 80% of total revenues for the Reporting Period, compared to 80% for the year ended December 31, 2024.

Revenues from our SaaS services demonstrated significant growth, reaching RMB4,501 million in 2025, supported by a facilitated transaction amount of RMB40.3 billion. This represents a 150% year-over-year revenue increase and a 91% expansion in transaction scale. Notably, the take rate (calculated as SaaS revenue divided by facilitated transaction amount) rose to 11.2% in 2025, compared to 8.6% for the year ended December 31, 2024. The substantial growth in facilitated transactions was primarily driven by our collaboration with an expanded network of funding partners. Meanwhile, the improvement in take rate reflects the increasing diversification of capital providers serving different risk profiles, as well as our enhanced pricing power across the value chain.

Revenues from our loan facilitation services decreased by 41% year-on-year to RMB2,546 million for the Reporting Period, compared to RMB4,318 million for 2024. This decrease was primarily attributable to the Company's shift in strategic focus toward its SaaS offerings, underscoring an intentional move to strengthen long-term scalability and sustainable growth.

Revenues from our other platform services increased by 27% to RMB2,244 million for the Reporting Period, compared to RMB1,773 million for the year ended December 31, 2024, mainly due to the increase in revenue from guarantee services. Our revenue from guarantee services was RMB1,995 million for the Reporting Period, which increased by 31% from RMB1,524 million for the year ended December 31, 2024. This growth was primarily driven by a higher proportion of used car transactions, which typically generate elevated guarantee fees, thereby contributing significantly to the overall increase in guarantee revenue from this segment. Our revenue from our value-added services was RMB249 million for the Reporting Period. The Group continues to leverage a range of supplementary value-added services, such as battery GAP insurance, to further enrich our service offerings and strengthen our overall service chain.

Self-operated financing business

Revenues from our self-operated financing business increased by 14% year-on-year to RMB2,269 million for the Reporting Period, compared to RMB1,993 million for 2024, primarily due to the increase in revenues from financing lease services.

Revenues from our financing lease services increased by 13% year-on-year to RMB2,206 million for the Reporting Period, compared to RMB1,960 million for the year ended December 31, 2024. This growth was primarily attributable to the expansion of our asset scale. The quarterly average balance of our net finance receivables increased to RMB30.4 billion for the Reporting Period from RMB26.4 billion for the same period last year, providing a larger base for interest income generation. The adjusted average yield of our net finance receivables⁽¹⁾ rose to 9.7% for the Reporting Period, up from 9.4% for the same period last year. Amidst intense competition in the new car market, we proactively optimized our portfolio by increasing the volume of used car financing. Since used car financing generally commands a higher yield, this structural shift resulted in the growth of our overall adjusted average yield.

Note:

(1) Calculated by dividing revenues before the deduction of amortized directly attributable costs from financing lease services by quarterly average balance of net finance receivables.

COST OF REVENUES

For the Reporting Period, the Group's cost of revenues was RMB5,098 million, representing a decrease of 3% compared to RMB5,251 million for the year ended December 31, 2024, primarily due to the decrease in commissions associated with transaction platform business, and funding costs associated with self-operated financing services. Commissions decreased to RMB4,045 million from RMB4,138 million in 2024. The decline was primarily attributable to the Group's strengthened overall leadership in the third-party automotive finance market. The enhanced scale effect has fortified our bargaining power, resulting in lower commissions. Funding costs decreased to RMB956 million from RMB1,007 million in 2024, primarily driven by the reduction in interest rates on new borrowings. The average cost rate⁽¹⁾ of the Group decreased to 3.7% for the Reporting Period, compared to 4.5% for the same period last year. The reduction in funding costs was attributable not only to the continued interest-rate-cut environment, which lowered market-wide borrowing benchmarks, but also to the Group's stronger proactive capability in optimizing its asset portfolio and deepening investor engagement. As our asset quality and performance track record gained further recognition, we were able to actively secure funding on more favorable terms, reinforcing our cost advantages. The following table sets out the cost details of each business type during the period shown:

	Year ended December 31,			2024	
	2025 RMB'000	% of total cost	Year-on- year	RMB'000	% of total cost
Cost of revenues:					
Transaction platform business	4,100,778	80%	-2%	4,204,991	80%
Self-operated financing business	997,699	20%	-5%	1,046,471	20%
Total	5,098,477	100%	-3%	5,251,462	100%

GROSS PROFIT AND MARGIN

	Year ended December 31,		2024	
	2025 RMB'000	Margin	RMB'000	Margin
Segment gross profit and gross profit margins				
Transaction platform business	5,190,602	56%	3,689,423	47%
Self-operated financing business	1,270,869	56%	946,848	48%
Total	6,461,471	56%	4,636,271	47%

For the Reporting Period, the Group's gross profit was RMB6,461 million, representing an increase of RMB1,825 million or 39% compared to RMB4,636 million for the year ended December 31, 2024. For the Reporting Period and the year ended December 31, 2024, the Group's gross profit margin was 56% and 47%, respectively.

Notes:

(1) Calculated by dividing funding costs by quarterly average balance of interest-bearing liabilities.

Transaction platform business

The gross profit margin of our transaction platform business was affected by the change of net take rate. The following table sets forth the net take rate during the periods indicated below.

	2025	2024	Change %
Net take rate ⁽¹⁾	5.1%	3.7%	1.4%

Net take rate of the Group for 2025 increased by 1.4 percentage points to 5.1% as compared with the previous year, which was primarily driven by a reduction in funding costs from cooperative financial partners, coupled with an expanded service fee margin resulting from a higher proportion of used car financing.

Note:

- (1) Calculated by dividing revenues excluding commissions from our loan facilitation services and SaaS services by financing amounts from our transaction platform business.

Self-operated financing business

The gross profit margin of our self-operated financing business was affected by the change of net interest spread. The following table sets forth the net interest spread during the periods indicated below.

	2025	2024	Change %
Net interest spread ⁽²⁾	6.0%	4.9%	1.1%

The Group's net interest spread widened by 1.1 percentage points year-over-year to 6.0% in 2025. This expansion was primarily driven by a 0.8 percentage point decrease in the average cost of interest-bearing liabilities, coupled with a 0.3 percentage point increase in the adjusted average yield on finance receivables.

Notes:

- (2) Calculated as the difference between the adjusted average yield and the average cost rate.

SELLING AND MARKETING EXPENSES

Selling and marketing expenses amounted to RMB1,019 million for the Reporting Period, slightly decreased from RMB1,020 million in 2024. This decrease was primarily attributable to a reduction in the amortization of intangible assets resulting from asset and business acquisitions. However, the decrease was partially offset by an increase in salaries and professional service fees to support the growth in transaction volume. Share-based compensation expenses for our sales and marketing personnel were RMB21 million for the Reporting Period, compared to RMB14 million for the year ended December 31, 2024.

ADMINISTRATIVE EXPENSES

Our administrative expenses increased by 43% year-on-year to RMB634 million for the Reporting Period, compared to RMB443 million for the year ended December 31, 2024, primarily due to higher salary expenses resulting from an increase in headcount and increased share-based compensation expenses arising from the granted share options and share awards in 2025. Share-based compensation expenses for our administrative personnel were RMB101 million for the Reporting Period, compared to RMB31 million for the year ended December 31, 2024. Excluding the effect of certain non-cash items, namely amortization of intangible assets resulting from asset and business acquisitions and share-based compensation expenses, the administrative expenses increased by 29% year-on-year to RMB532 million for the Reporting Period, compared to RMB412 million for the year ended December 31, 2024. The increase was primarily driven by upfront investments in our global expansion, specifically the costs of establishing new regional offices and scaling our overseas teams.

OPERATION AND SERVICING EXPENSES

Our operation and servicing expenses increased by 36% from RMB286 million for the year ended December 31, 2024 to RMB388 million for the Reporting Period, primarily due to the increase in salaries and professional service fees, which was primarily attributable to the increase of asset balance. Share-based compensation expenses for our operation and servicing personnel were RMB6 million for the Reporting Period.

RESEARCH AND DEVELOPMENT EXPENSES

Our research and development expenses increased by 62% year-on-year to RMB378 million for the Reporting Period, compared to RMB233 million for the year ended December 31, 2024. The growth was mainly driven by increased personnel costs and professional service expenses to support our technology initiatives, coupled with higher depreciation and amortization charges associated with our R&D infrastructure. Share-based compensation expenses for our research and development personnel were RMB16 million for the Reporting Period, compared to RMB9 million for the year ended December 31, 2024. This increase in research and development expenses aligns with our continued investment in AI-driven operations. During the Reporting Period, additional R&D resources were allocated to capture emerging opportunities in AI development, supporting key initiatives such as large-language model training and the intelligent enhancement of our products and operational systems.

CREDIT IMPAIRMENT LOSSES

Credit impairment losses increased by approximately 49% year-on-year to RMB2,333 million for the Reporting Period, compared to RMB1,565 million for the year ended December 31, 2024, This was primarily attributable to three key factors: the expansion of the asset base, the increased proportion of used cars in total asset balances, and the enhancement of the provision coverage ratio as a risk mitigation measure against economic uncertainties. The following table sets forth a breakdown of the provision for assets of the Group for the periods indicated:

	For the year ended 31 December				
	2025		2024		Change %
	RMB'000	% of total	RMB'000	% of total	
Provision for finance receivables	706,903	30.3%	524,766	33.5%	34.7%
Provision for other receivables	878,743	37.7%	382,996	24.5%	129.4%
Provision for risk assurance liabilities	711,098	30.5%	645,949	41.3%	10.1%
Provision for trade receivables	35,756	1.5%	11,668	0.7%	206.4%
Total	2,332,500	100.0%	1,565,379	100.0%	49.0%

OTHER INCOME AND OTHER (LOSSES)/GAINS, NET

Our other income and other losses, net amounted to RMB11 million for the Reporting Period, compared to other income and other gains, net of RMB45 million in 2024. The year-over-year change was primarily attributable to the one-off negative goodwill in relation to bargain purchase recorded in 2024 and higher fair value losses on financial assets during the Reporting Period, which were partially offset by foreign exchange gains in 2025 as compared with foreign exchange losses in 2024.

OPERATING PROFIT

Our operating profit for the Reporting Period was RMB1,699 million, compared to RMB1,134 million for the year ended December 31, 2024, mainly due to the increase in gross profit.

FINANCE COST, NET

Our finance cost, net for the Reporting Period was RMB55 million, compared to RMB28 million for the year ended December 31, 2024. The increase was mainly attributable to higher interest expenses arising from increased borrowing balances for operating activities.

INCOME TAX EXPENSE

Our income tax expense was RMB515 million for the Reporting Period, compared to RMB280 million for the year ended December 31, 2024. This was primarily attributable to the increase in profit before income tax.

PROFIT FOR THE PERIOD

Our profit was RMB1,199 million for the Reporting Period, compared to RMB810 million for the year ended December 31, 2024, due to the increase in gross profit.

DIVIDEND

The Board has recommended the payment of a final dividend of HK10.0 cents per Share and a special dividend of HK4.0 cents per Share for the year ended December 31, 2025 (2024: a final dividend of HK6.5 cents per Share and a special dividend of HK6.5 cents per Share). The total amount of the proposed final and special dividends is approximately HK\$950.2 million (equivalent to approximately RMB838.6 million) (2024: the total amount of final dividends is approximately HK\$878.5 million), which is based on 6,787,178,701 Shares in issue on March 5, 2026.

SELECTED FINANCIAL INFORMATION FROM OUR CONSOLIDATED BALANCE SHEET

	As at December 31,		
	2025 RMB'000	2024 RMB'000	Year-on-year %
Carrying amount of finance receivables	31,452,282	28,117,882	12%
Cash and cash equivalents	4,506,398	4,212,760	7%
Total borrowings	31,279,599	26,948,957	16%
Current assets	25,425,950	22,949,977	11%
Current liabilities	22,085,647	18,305,774	21%
Net current assets	3,340,303	4,644,203	-28%
Total equity	16,953,794	16,480,133	3%

FINANCE RECEIVABLES

We provide financing lease services in our self-operated financing business segment, and in return, customers pay us interest and principal monthly. Our carrying amount of finance receivables increased to RMB31.5 billion as at December 31, 2025, compared to RMB28.1 billion as at December 31, 2024.

The following table sets forth our net finance receivables and the amount of provision for expected credit losses and the corresponding provision to net finance receivables ratios as at the dates indicated:

	As at December 31,	
	2025	2024
	<i>(RMB'000, except for percentage)</i>	
Finance receivables, net (ending balance)	32,599,769	29,050,309
Provision for expected credit losses (ending balance)	(1,147,487)	(932,427)
Provision to net finance receivables ratio ⁽¹⁾	3.52%	3.21%

Note:

(1) Provision for expected credit losses divided by net finance receivables.

Maturity Profile

The following table sets forth the maturity profile of the net finance receivables as of the dates indicated:

	December 31, 2025		December 31, 2024	
	<i>RMB'000</i>	<i>% of total</i>	<i>RMB'000</i>	<i>% of total</i>
Maturity date				
Within 1 year	11,270,548	34.6%	10,587,862	36.4%
1 to 2 years	8,467,029	26.0%	7,888,941	27.2%
2 to 3 years	6,635,480	20.4%	5,376,668	18.5%
Above 3 years	6,226,712	19.0%	5,196,838	17.9%
Total	32,599,769	100.0%	29,050,309	100.0%

Net finance receivables due within one year represent net finance receivables which the Group will receive within one year as of the reporting dates indicated. As of December 31, 2025, net finance receivables due within one year as set forth in the table above represented 34.6% of the Group's net finance receivables, which decreased as compared to the end of the previous year, primarily due to the increase of finance receivables with longer financing terms.

OFF BALANCE-SHEET LOANS

Under the arrangements with certain financial institutions for transaction platform business, the Group is obligated to purchase the relevant loans upon certain specified events of default by car buyers. As of December 31, 2025, the total outstanding balance of loans funded by financial institutions under such arrangements was RMB86.4 billion. As of December 31, 2025, the risk assurance liabilities recognized by the Group under such financial guarantee contracts was RMB3.1 billion.

The asset performance of our financed transactions depends on our customer's repayment capability and willingness to pay. However, it is also influenced by uncertainties in the macroeconomic environment, which may affect customers' income stability. Taking into account the current quality of the portfolio and the expected volatility ahead, we increased our provisions for finance receivables and risk assurance liabilities accordingly.

DAY PAST DUE RATIO

The following table sets forth past due ratios for all financed transactions through both our self-operated financing lease services and our transaction platform business to facilitate assessment of the overall quality of our financed transactions:

	December 31, 2025	December 31, 2024
Past due ratio:		
180+ days ⁽¹⁾	1.31%	1.39%
90+ days (including 180+ days) ⁽²⁾	1.89%	1.86%

Notes:

- (1) 180+ days past due net finance receivables from our self-operated financing lease services and past due outstanding loan balances from our loan facilitation service divided by total net finance receivables and outstanding loan balances.
- (2) 90+ days (including 180+ days) past due net finance receivables from our self-operated financing lease services and past due outstanding loan balances from our loan facilitation service divided by total net finance receivables and outstanding loan balances.

As at December 31, 2025, our 180+ days past due ratio and 90+ days (including 180+ days) past due ratio for all financed transactions through both our self-operated financing lease services and loan facilitation services were 1.31% and 1.89%, respectively (December 31, 2024: 1.39% and 1.86%, respectively). The Group continues to sharpen its risk management capabilities, with AI technologies playing an increasingly central role across the entire credit lifecycle. These AI-driven enhancements have strengthened our risk management framework – from more accurate pre-approval assessments and risk-based pricing to the deployment of a pre-emptive early-warning engine. The engine enables early engagement with customers who exhibit potential repayment risks, materially enhancing asset recovery efficiency. Consequently, despite an increased proportion of used cars in our portfolio, our asset quality remained resilient.

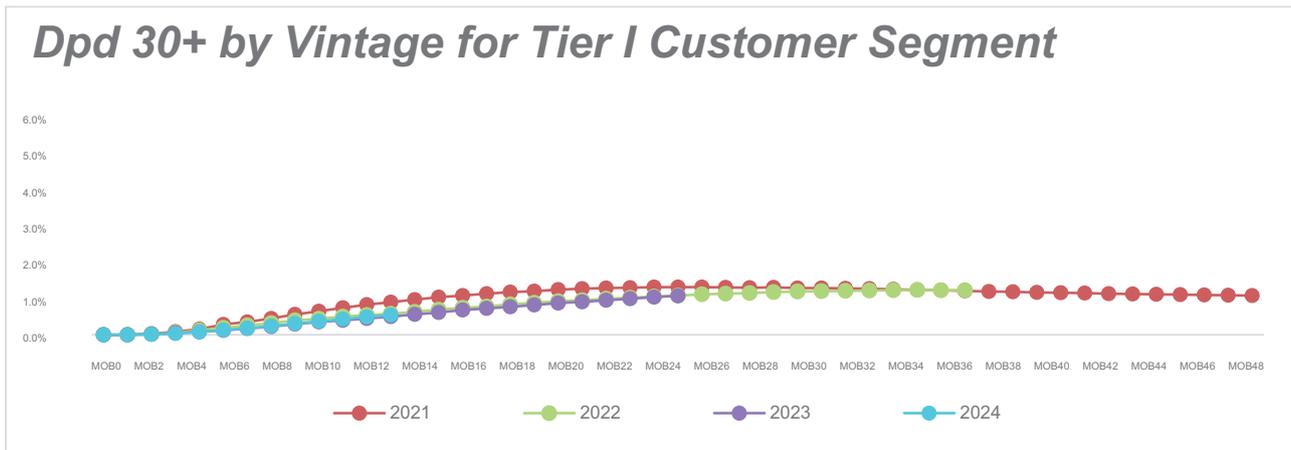
DAY PAST DUE RATIO BY VINTAGE

DPD 30+ delinquency rates by vintage is defined as the total balance of outstanding principal of a vintage for which any payment is over 30 calendar days past due as of a particular date (adjusted to reflect total amount of recovered principal after write-offs), divided by the total initial principal in such vintage. Months on book, or MOB, is the number of complete calendar months that have elapsed since the calendar month in which the assets was originated, measured at the end of each calendar month.

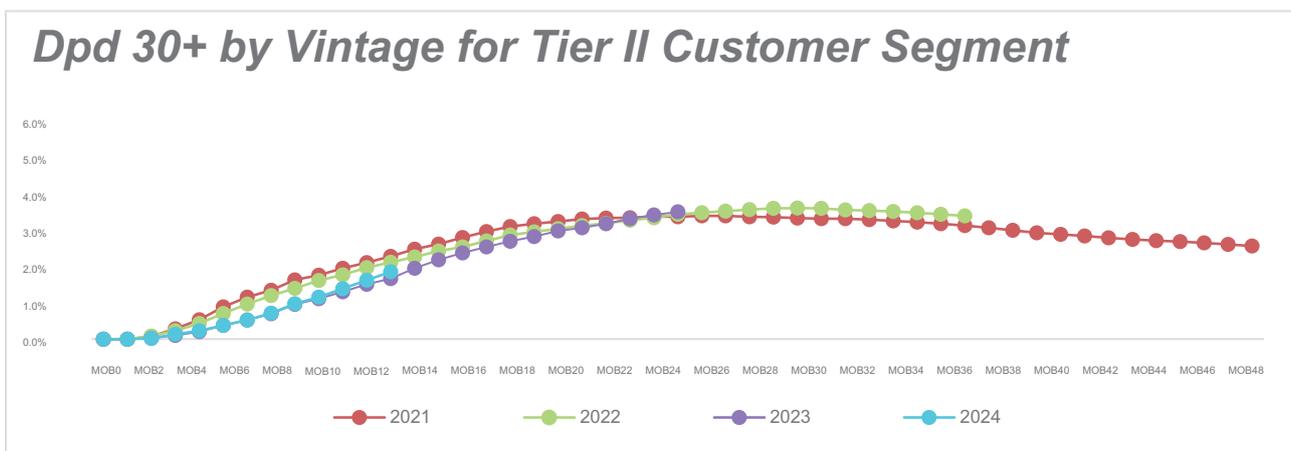
In line with the evolution of our operational management, we have updated our disclosure methodology for the Reporting Period. We have transitioned from monitoring asset quality solely by vehicle type (new vs. used) to a more sophisticated approach based on customer credit pricing tiers. This segmentation allows for a more granular assessment of portfolio performance and better reflects the Company’s differentiated risk management strategies.

The Group categorizes borrowers into three distinct segments – Tier I (Upmarket), Tier II (Prime), and Tier III (Near Prime)

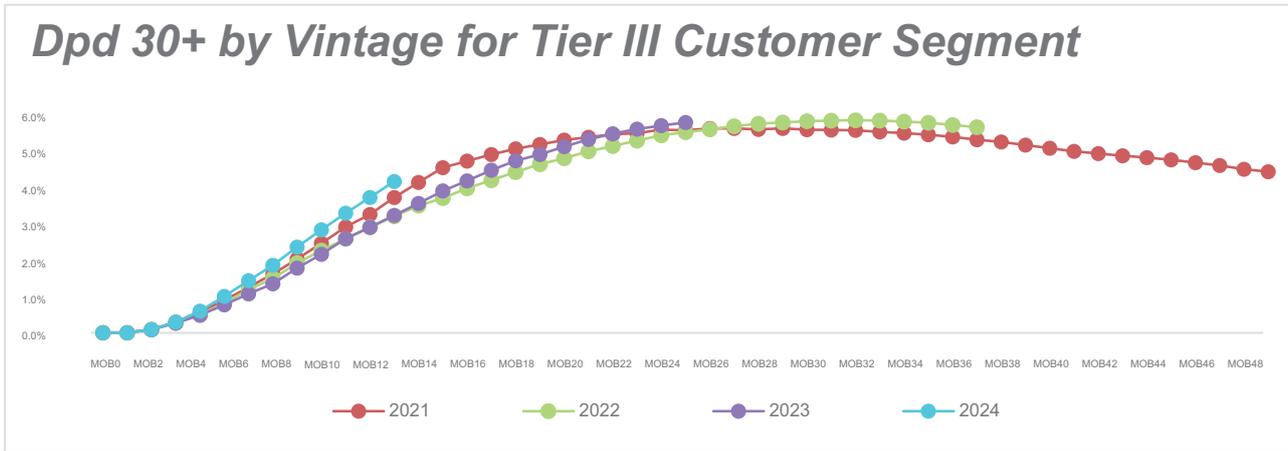
The following chart depicts the DPD 30+ delinquency rates by vintage as of December 31, 2025, for all Tier I Customer Segment that have been originated by us from 2021.



The following chart depicts the DPD 30+ delinquency rates by vintage as of December 31, 2025, for all Tier II Customer Segment that have been originated by us from 2021.



The following chart depicts the DPD 30+ delinquency rates by vintage as of December 31, 2025, for all Tier III Customer Segment that have been originated by us from 2021.



Internal Control

The Company has developed comprehensive risk management and internal control systems to address the credit risks that the Company is exposed to, being the Company’s principal exposure. The Company has implemented the credit assessment process, which focuses on a consumer’s ability and willingness to pay its financial obligations, and developed our data-driven credit assessment system, which is tailored to our business model. Our credit assessment and approval policies are similar across our service categories or product lines. While applicants may choose different financing product offerings based on their different financing needs, all applicants go through a similar credit assessment and approval process governed by similar policies and receive credit decisions, regardless of the product lines being applied for. We implement similar credit risk management measures across our service categories or product lines, by actively monitoring historical past due ratio and continuously improving our data analytics capabilities, as well as executing post-financing management and loss recovery measures by leveraging the vehicle telematics systems installed on all automobiles financed by us. For details, please refer to “Business – Risk Management and Internal Control – Credit Risk Management” of the Prospectus.

Further, the Group implemented classification management of finance receivables that accurately reveals the asset risk profile and tracks the quality of assets primarily by obtaining information on the qualification of assets. On such basis, we have deployed management resources and efforts in a focused manner to effectively implement measures on classification management and have strengthened risk expectation and the relevance of risk prevention to improve the ability to control asset risks.

We also continue to monitor and review the operation and performance of our risk management and internal control systems, and adapt to the changes in market conditions, our product and service offerings, and the regulatory environment. Since the listing of the Company on November 16, 2017, the Company has adopted a series of internal policies to further set out detailed procedures in relation to credit assessment and approval procedures, post-financing management and loss recovery.



MANAGEMENT DISCUSSION AND ANALYSIS

Credit Assessment and Approval Procedures

Our credit assessment and approval procedures include: assessment and approval, request of settlement, and settlement.

Assessment and Approval

We use a holistic approach to implement our assessment and approval procedures, which consist of automatic preliminary assessment, screening, and manual assessment.

When an applicant submits an application through our online channels, we perform automated preliminary assessment based on the applicant's key information such as ID card and cell phone number through our anti-fraud system and credit scoring system. In the meantime, we will also check the applicant's credit report through the PBC Credit Reference Center and investigate any criminal track record from the public security system. The automatic assessment will yield a preliminary result on the creditworthiness of the applicant, based on which we will decide whether further manual assessment process is required. Our anti-fraud system and the credit scoring system collectively encompass over 40 models that analyze massive data including user profile, behavior data, credit data, consumption data and other information relating to the credit worthiness of applicants, as well as the specifics and valuation of the automobiles that the applicant is purchasing and the amount of down payment.

When an applicant submits an application through our network dealer, a service consultant will meet and communicate with the applicant face to face to form a preliminary judgment on the creditworthiness of the applicant, collect key information and required documents, and submit them to the Risk Management Center of the Company for assessment. We would conduct an automatic preliminary assessment based on the information and documents provided, as screening is not a standalone procedure during which we make credit assessment decisions.

After evaluating the results of automatic preliminary assessment, we will decide if additional information is needed to further assess the creditworthiness of the applicant. The information and documents we may need cover (i) information of the related automobile, (ii) credit profile of the applicant or the guarantor(s), if necessary, (iii) key leasing term including proper down-payment ratio, and (iv) completeness of the requested supporting documents and certificates. In addition, we may conduct telephone interviews or home visits in the manual assessment process, if necessary.

Request of Draw-down

We will not process the request of draw-down from an applicant unless each of the following requirements has been fulfilled:

- The automobile purchase agreement must be duly executed by the parties named in the approved application package.
- The invoice must be duly stamped. The transaction amount and the VIN on the invoice must be consistent with our records in the system.
- A valid repayment bank account must be available.

Draw-down of Loans

After a request of draw-down that satisfies our requirements has been duly processed, we will initiate the procedures for draw-down of the loan. We will not settle for an applicant unless each of the following requirements has been fulfilled:

- All the legal documents and agreements must have been duly signed with the witness by our own staff or the staff of the relevant dealership store and a photo of the onsite signing has been uploaded to our system.
- The underlying automobiles have been properly pledged to us, where appropriate.
- The required insurance policy and the vehicle telematics systems are in place.

Post-Financing Management

Our post-financing management process includes the following steps:

- Our post-financing management team will make welcome calls to our new consumers within 15 days after settlement in order to understand their customer experience as well as identify early stage of potential risks of delinquency.
- Our post-financing management team monitors the status of GPSs installed on the subject automobiles on a daily basis, if applicable.
- In order to ensure that the consumers' repayments are on schedule, the post-financing service team will send reminders via text messages three days prior to the repayment due dates.

If any delinquency arises or we observed any abnormal behavior in consumers, we will initiate our collection process, which includes the following:

- our customer service team or outsourced call center team will remind the consumer of the repayment and send a collection notice to the said consumer within 10 days after the due date;
- our outsourced local collection specialists may conduct an on-site collection if there is any further delay;
- in the case of serious delinquency, based on the terms of the contract, we may investigate, monitor and track the automobile to re-possess the automobile directly and implement other necessary measures within the legal boundaries; and
- ultimately, we reserve the right to take legal action against the delinquent consumer.

Loss Recovery

Our asset management center is responsible for repossessing automobiles arising from overdue payments and disposing of such automobile via auction, consignment or re-acquisition. We will recover, minimise or mitigate our losses through such measures.



MANAGEMENT DISCUSSION AND ANALYSIS

After our asset management center collects the automobile with the support of outsourced local collection specialists, it will assess the automobile condition and obtain proper third-party appraisal reports with respect to the automobile. We will enter into direct negotiation with the consumer to ascertain the possibility of re-acquisition of the automobile by the consumer. If the consumer waives the re-acquisition option or does not respond in time, the asset management center may assess the disposal value based on the relevant materials such as the used automobile appraisal reports. After the licenses and compliance status and the residual lease have been confirmed, the asset management center will initiate bidding for the repossessed automobile.

In the event that the financing receivable is overdue for 360 days, we may consider writing off the relevant receivable according to our leased assets impairment policy. Based on our past experience, we believe that financing receivables overdue for less than 360 days have viable likelihood of being collected, and we believe it is within industry practice to assess and consider writing off finance receivables that are past due for over 360 days.

CASH AND CASH EQUIVALENTS

As at December 31, 2025, our cash and cash equivalents amounted to RMB4,506 million, compared to RMB4,213 million as at December 31, 2024. The increase in cash and cash equivalents was mainly due to the improvement of profitability and working capital management.

As at December 31, 2025, RMB4,099 million of our cash and cash equivalents were denominated in RMB, compared to RMB3,344 million as at December 31, 2024.

Our net cash used in operating activities was RMB0.5 billion for the Reporting Period, compared to RMB2.0 billion for the year ended December 31, 2024, mainly attributable to the optimization of profit-sharing settlement methods with cooperating financial institutions.

BORROWINGS AND SOURCE OF FUNDS

By leveraging our leading industry position as well as continuously improved profitability and asset performance, we obtained more recognition by financial institutions and further expanded funding channels to support the funding needs of the Group.

As at December 31 2025, our total borrowings were RMB31.3 billion, compared to RMB26.9 billion, as at December 31, 2024. The increase was mainly due to the increase in the scale of business. Total borrowings were comprised of (i) asset-backed securities and asset-backed notes of RMB11.7 billion as at December 31, 2025; and (ii) bank loans and borrowings from other institutions of RMB19.6 billion. Asset-backed securities and asset-backed notes as a percentage of our total borrowings was 38% as at December 31, 2025.

As at December 31, 2025, the Group, as the original owner and sponsor, had cumulatively issued 85 standardized products totaling RMB72.2 billion through the Shanghai Stock Exchange, the National Association of Financial Market Institutional Investors, the Shanghai Insurance Exchange, and other platforms. During the Reporting Period, the Group continued to optimize its debt structure, diversify funding sources, and reduce financing costs through a series of innovative financing initiatives.

In June 2025, the Group successfully closed a RMB520 million dual tranche revolving sustainability linked syndicated loan with participation from six banks. The facility bears interest at rates linked to the Loan Prime Rate (“LPR”) and represents the lowest onshore syndicated financing cost achieved by the Group to date.

In July 2025, the Group further diversified its debt instruments through (i) the issuance of its inaugural Green Medium Term Notes (“MTN”) in the China Interbank Bond Market, and (ii) the successful issuance of its first GREENTECH sustainability linked U.S. dollar denominated bond, with an aggregate principal amount of USD70 million and a two year tenor.

In November 2025, the Group’s privately placed asset backed notes, “Xingyao No. 8”, were successfully issued via Bond Connect to both domestic and overseas institutional investors. The senior Class A notes received a rating of “AAAsf” from S&P Global Ratings. With this issuance, the Group’s ABN programme has obtained “AAA” ratings from all three major international rating agencies.

During the Reporting Period, the Group’s credit profile continued to strengthen. In July 2025, Xinche Investment (Shanghai) Co., Ltd., an onshore holding subsidiary of the Group, was assigned an issuer credit rating of “AAA” with a stable outlook by CSCI Pengyuan Credit Rating Co., Ltd.

NET CURRENT ASSETS

Our net current assets decreased by 28% to RMB3,340 million as at December 31, 2025, compared to RMB4,644 million as at December 31, 2024. Our current assets were RMB25.4 billion as at December 31, 2025, compared to RMB23.0 billion as at December 31, 2024, primarily due to the increase of the current portion of finance receivables and restricted cash. Our current liabilities were RMB22.1 billion as at December 31, 2025, compared to RMB18.3 billion as at December 31, 2024, primarily due to the new borrowings.

TOTAL EQUITY

Our total equity increased to RMB17.0 billion as at December 31, 2025, compared to RMB16.5 billion as at December 31, 2024, primarily due to the net profit incurred during the Reporting Period.

	As at December 31,	
	2025	2024
Current ratio (times) ⁽¹⁾	1.15	1.25
Gearing ratio ⁽²⁾	58%	55%
Debt to equity ratio (times) ⁽³⁾	1.85	1.64

Notes:

- (1) Current ratio is our current assets divided by our current liabilities at the end of each financial period.
- (2) Gearing ratio is net debt divided by total capital at the end of each financial period. Net debt is calculated as total borrowings plus lease liabilities, less our cash and cash equivalents and restricted cash. Total capital is calculated as total equity plus net debt.
- (3) Debt to equity ratio is total borrowings plus lease liabilities divided by total equity at the end of each financial period.

MANAGEMENT DISCUSSION AND ANALYSIS

Current Ratio

Our current ratio decreased to 1.15 as at December 31, 2025, compared to 1.25 as at December 31, 2024, mainly due to the increase in the current portion of borrowings of the Group.

Gearing Ratio

Our gearing ratio increased to 58% as at December 31, 2025, compared to 55% as at December 31, 2024, mainly due to the increase in the net debt of the Group.

Debt to Equity Ratio

Our debt-to-equity ratio increased to 1.85 as at December 31, 2025, compared to 1.64 as at December 31, 2024, mainly due to the increase in total borrowings. The Group continues to maintain a good debt-paying ability and has further improved financial leverage while raising the return on assets.

CAPITAL EXPENDITURE AND INVESTMENTS

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Purchase of property and equipment and non-current assets	330,715	235,766
Prepayment for equity transactions	90,000	50,000
Purchase of intangible assets	10,348	9,004
Investments in financial assets at fair value through profit or loss and derivative instruments	13,737	28,035
Investments in associates in the form of ordinary shares	244,250	129,048
Total	689,050	451,853

FOREIGN EXCHANGE RISK

Our Group's subsidiaries primarily operate in the PRC and have begun expanding overseas, with established operations in Singapore and Malaysia. As the overseas business remains at an early stage, our foreign exchange exposure is still limited and primarily relates to the United States dollar. Foreign exchange risk mainly arises from recognised assets and liabilities denominated in foreign currencies, as well as receipts from or payments to overseas business partners. During the Reporting Period, the Group entered into certain swap arrangements for hedging purposes; however, hedge accounting was not applied.

Details of the currencies in which cash and cash equivalents are held and in which borrowings are made are set out in Note 21 and Note 28 to the consolidated financial statements, respectively.

SIGNIFICANT INVESTMENTS HELD

On June 13, 2018, the Company and Yusheng, a company principally engaged in used automobile transaction business and an independent third party, entered into a convertible note purchase agreement (the “**Convertible Note Purchase Agreement**”), pursuant to which Yusheng agreed to issue, and the Company agreed to purchase, the convertible note (the “**Convertible Note**”) in the principal amount of US\$260 million (equivalent to approximately HK\$2,040 million). The Convertible Note is interest free and convertible into 13 million non-voting Series Pre-A preferred shares of Yusheng with a par value of US\$0.0001 per share (the “**Series Pre-A Preferred Shares**”) at the conversion price of US\$20.00 (equivalent to approximately HK\$156.93). The Series Pre-A Preferred Shares convertible under the Convertible Note represent an interest of approximately 40.63% in the share capital of Yusheng assuming full subscription of the Series A-1 and Series A-2 preferred shares of Yusheng by the investors under the securities subscription agreement separately entered into by them with Yusheng and that all the equity securities which Yusheng intends to reserve for issuance pursuant to its future employee equity incentive plan have been issued. The Convertible Note will mature on June 12, 2038 (the “**Maturity Date**”) or such later date as otherwise agreed by the Company and Yusheng. Unless converted into Series Pre-A Preferred Shares prior to the Maturity Date, the outstanding principal of the Convertible Note will be due and payable upon demand by the Company on the Maturity Date or any time thereafter.

As consideration for the subscription of the Convertible Note, the Company agreed to (i) pay a cash consideration of US\$21 million (equivalent to approximately HK\$165 million), and (ii) provide certain cooperation services to Yusheng and/or its affiliates pursuant to the terms of the business cooperation agreement dated June 13, 2018 entered into between the Company and Yusheng. For further details, please refer to the announcement of the Company dated June 13, 2018.

In November 2019 and December 2020, the Company subscribed for additional convertible note issued by Yusheng with a cash consideration of US\$43 million (equivalent to approximately HK\$335 million) and a cash consideration of US\$12 million (equivalent to approximately HK\$95 million), to further strengthen our cooperation relationship with Yusheng in used automobile business.

In June 2023, the Company subscribed for additional convertible note issued by Yusheng with a cash consideration of US\$12 million (equivalent to approximately HK\$94 million), to further strengthen our cooperation relationship with Yusheng in used automobile business.

The used car sector witnessed broad-based pressures during the Reporting Period, driven by the persistent contagion effect of price competition in the domestic new vehicle market. Nevertheless, Yusheng bucked this trend by achieving healthy growth. To enhance its competitive position, Yusheng has actively optimized its sales center operating model, highlighted by the renovation and upgrading of nearly 10,000 square meters in core urban areas, including Guangzhou, Jinan, Beijing, Hangzhou, and Zhengzhou. Yusheng remains committed to elevating operational efficiency through continuous investment in AI technologies and the implementation of standardized operational procedures.

As at December 31, 2025, the fair value of our investment in Yusheng was USD362,387,000 (equivalent to approximately RMB2,547,146,000) (December 31, 2024: USD358,752,000 (equivalent to approximately RMB2,578,853,000)) which constituted 4.7% of the total assets of the Group (December 31, 2024: 5.3%).

Save as disclosed above, we did not hold any significant investments in the equity interests of any other companies for the Reporting Period.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

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

EMPLOYEE AND REMUNERATION POLICY

Our success depends on our ability to attract, retain and motivate qualified personnel. As part of our retention strategy, we offer employees with competitive salaries, performance-based cash bonuses and other incentives. We primarily recruit our employees through recruitment agencies, on-campus job fairs, industry referrals, and online channels.

As at December 31, 2025, we had 4,773 full-time employees (December 31, 2024: 4,278). In line with the performance of the Group and individual employees, a competitive remuneration package is offered to retain employees, including salaries, discretionary bonuses, and contributions to benefit plans (including pensions). Employees of the Group are eligible participants of the Pre-IPO Share Option Scheme, the First Share Award Scheme (which was terminated with effect from July 9, 2024), the Second Share Award Scheme and the 2024 Share Scheme, the details of which are set out in the Prospectus and Note 24 to the consolidated financial statements.

The Group has established a comprehensive talent development framework supported by a structured training policy. Employees have access to a broad range of internal and external training programs covering professional skills, compliance, leadership development, digital capabilities and industry knowledge.

To further enhance cross-functional expertise and expand career pathways, the Group also operates a structured job rotation programme, enabling employees to gain exposure to different business lines and functions and supporting the development of a sustainable talent pipeline.

The total remuneration cost (including share-based compensation expenses) incurred by the Group for the Reporting Period was RMB1,296 million, compared to RMB1,019 million for the year ended December 31, 2024.

MATERIAL ACQUISITIONS AND DISPOSALS

Save as disclosed in this report, the Group did not have any other material acquisitions and disposals of subsidiaries or associated companies for the Reporting Period.

PLEDGE OF ASSETS

Certain deposits placed with banks were used as pledged assets for the Group's bank borrowings and bank notes as well as loan facilitation services. Certain finance receivables were used as pledge for the borrowings and securitization transactions. For more details, please refer to the Note 21 and Note 28 to the consolidated financial statements.

CONTINGENT LIABILITIES

As at December 31, 2025, we did not have any contingent liabilities (December 31, 2024: nil).

DIRECTORS AND SENIOR MANAGEMENT

OUR DIRECTORS

The biography of each Director is set out below.

EXECUTIVE DIRECTORS

Mr. Andy Xuan Zhang, aged 50, is the Chairman of the Board, an executive Director and the Chief Executive Officer of the Company. He is also the chairman of the Nomination Committee as well as a member of the Remuneration Committee of the Company. Mr. Zhang also acts as a director of certain subsidiaries of the Company. Mr. Zhang founded the Group in December 2013. He is responsible for the overall strategic planning and business direction of the Group and daily management of the Company. Mr. Zhang has over 25 years of operational and managerial experience with both multinational and local Chinese companies across internet, automobile and finance industries. Mr. Zhang also held numerous positions in Bitauto since 2006 and has been the executive director and chief executive officer since January 2018.

Mr. Zhang obtained his bachelor's degree in finance and accounting from New York University Stern School of Business in 1999. Mr. Zhang has also been granted as a certified public accountant by the Education Department of New York State, United States in 2003.

Mr. Rodney Ling Kay Tsang, aged 54, has been an executive Director and the vice chairman of the Board since February 27, 2025. Mr. Tsang has been the director of Hammer Capital (Hong Kong) Limited since 2014. Mr. Tsang has 20 years of investment banking experience and also has strong expertise covering private sector clients in China, in particular those in industry groups including technology, media, real estate, financial institution, alternate energy, Internet, consumer and retail, hospitality, gaming and education.

Mr. Tsang graduated from the University of New South Wales, Australia with a Bachelor of Commerce degree in Accounting and Finance.

Mr. Dong Jiang, aged 54, was an executive Director, our Joint President and a director of certain subsidiaries of the Company until March 5, 2026. He joined the Company in March 2015 and was the chief operating officer of the Company from June 2017 to December 2017. Mr. Jiang is primarily responsible for overseeing the day-to-day operations of the Company. On January 2, 2024, Mr. Jiang was appointed as the chief executive officer of Yusheng. Prior to joining our Group, from February 2011 to March 2015, Mr. Jiang was group deputy manager of China Grand Automotive Services Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 600297). From January 2008 to January 2010, he was senior vice president of China Auto Rental Inc. (now known as CAR Inc.), a company previously listed on the Main Board of the Stock Exchange (stock code: 699).

Mr. Jiang obtained his bachelor's degree in aquaculture from Dalian Ocean University in July 1993 and master's degree in business administration from Peking University in July 2011.

Mr. Zhi Gao, aged 53, joined our Group in September 2016. Mr. Gao was appointed as our Joint President on March 24, 2022, and has become an executive Director and our President since March 5, 2026. He is also a director of certain subsidiaries of the Company and is primarily responsible for managing auto finance operations of our Group. Mr. Gao previously served as our Chief Operating Officer and vice president of operations. Prior to joining our Group, Mr. Gao was employed at Swire Coca-Cola Beverages Hubei Limited from April 2013 to August 2016, serving as deputy general manager prior to his departure.

Mr. Gao graduated from the chemical engineering department of Dalian Institute of Light Industry (大連輕工業學院) (currently known as Dalian Polytechnic University) in July 1993. He also received his executive master's degree in business administration from Dalian University of Technology in June 2015.

NON-EXECUTIVE DIRECTOR

Mr. Wai Yip Tsang, aged 57, is a non-executive Director since May 2025. Mr. Tsang has been a director of Tencent Music Entertainment Group (騰訊音樂娛樂集團), a company listed on New York Stock Exchange (stock ticker: TME) and the Stock Exchange (stock code: 1698), since February 2025, and currently serves as the financial controller of Tencent, a company listed on the Main Board of the Stock Exchange (stock code: 0700). Prior to joining Tencent in 2014, Mr. Tsang began his career at PricewaterhouseCoopers and subsequently held senior financial positions, including chief financial officer or group financial controller at several companies listed on the Main Board of the Stock Exchange and the New York Stock Exchange, and served as a director of a company listed on the New Zealand Stock Exchange.

Mr. Tsang is a fellow member of the Institute of Chartered Accountants in England and Wales, the Hong Kong Institute of Certified Public Accountants, and the Association of Chartered Certified Accountants, as well as a member of CPA Australia. He holds a Bachelor of Arts (Honors) in Accountancy. Mr. Tsang possesses extensive experience in audit, accounting, investor relations, and corporate finance, including initial public offerings, restructuring, and mergers and acquisitions activities.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Tin Fan Yuen, aged 73, is an independent non-executive Director, chairman of the Remuneration Committee and a member of the Audit Committee. Mr. Yuen joined our Group in June 2017 and was appointed as an independent non-executive Director on November 6, 2017. He was formerly chief executive of the Stock Exchange from October 1988 to October 1991, deputy chairman and executive director of the Pacific Century Group from 1996 to 2006, deputy chairman and executive director of PCCW Limited, a company listed on the Main Board of the Stock Exchange (stock code: 8), from August 1999 to June 2006, executive chairman of Pacific Century Insurance Holdings Limited (now known as FTL Asia Holdings Limited), a company previously listed on the Main Board of the Stock Exchange (stock code: 65), from June 1999 to July 2007, independent non-executive director of China Foods Limited, a company listed on the Main Board of the Stock Exchange (stock code: 506), from July 1993 to August 2017 and independent non-executive director of Agricultural Bank of China Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1288) and the Shanghai Stock Exchange (stock code: 601288), from March 2013 to August 2019.

Mr. Yuen currently holds positions in the following publicly listed companies:

- Pacific Century Regional Developments Limited, a company listed on the Singapore Exchange Limited (stock code: P15), as an independent non-executive deputy chairman since February 2015 and was redesignated as the deputy chairman, non-executive non-independent director with effect from April 16, 2024; and
- Shanghai Industrial Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 363), as an independent non-executive director since July 2016.

Mr. Yuen obtained his bachelor of arts degree in economics from the University of Chicago in June 1975. He is the chairman of the board of trustees of the Hong Kong Centre for Economic Research, chairman of the board of Ortus Capital Management Limited, and a trustee emeritus of University of Chicago and a trustee of Fudan University.

Mr. Chester Tun Ho Kwok, aged 62, is an independent non-executive Director, chairman of the Audit Committee and a member of the Nomination Committee. Mr. Kwok joined our Group in June 2017 and was appointed as an independent non-executive Director on November 6, 2017. On November 6, 2024, Mr. Kwok was appointed as an independent non-executive director, a member of the audit committee, the nomination committee and the remuneration committee of Greenland Hong Kong Holdings Limited (a company listed on the Main Board of the Stock Exchange (stock code: 337)). Since April 29, 2021, Mr. Kwok was appointed as an independent non-executive director, a member of the audit committee and the nomination and remuneration committee of SF REIT Asset Management Limited, the manager of SF Real Estate Investment Trust which was listed on the Main Board of the Stock Exchange on May 17, 2021 (stock code: 2191). Since January 2016, Mr. Kwok has been an independent non-executive director and a member of the audit committee and investment committee of Henderson Sunlight Asset Management Limited (“**Henderson Sunlight**”), the manager of Sunlight Real Estate Investment Trust which was listed on the Main Board of the Stock Exchange (stock code: 435). With effect from November 1, 2018, Mr. Kwok was appointed as a member of the remuneration and nomination committee of Henderson Sunlight.

While in the banking industry, Mr. Kwok served in a senior capacity in a number of international financial institutions, including Credit Suisse and Standard Chartered Bank.

Mr. Kwok obtained his bachelor of arts degree from the University of Cambridge in June 1985. He is a fellow of the Hong Kong Securities and Investment Institute and a fellow of the Hong Kong Institute of Directors.

Ms. Lily Li Dong, aged 55, is an independent non-executive Director, a member of the Audit Committee, the Remuneration Committee and the Nomination Committee. Ms. Dong joined our Group in June 2017 and was appointed as independent non-executive Director on November 6, 2017. Since May 20, 2021, Ms. Dong was appointed as an independent non-executive director, chairwoman of the audit committee, a member of the remuneration committee and the nomination committee of Angelalign Technology Inc., a company listed on the Main Board of the Stock Exchange on June 16, 2021 (stock code: 6699). Ms. Dong carried these roles until April 3, 2023 when she was re-designated to be an executive director and appointed as the chief financial officer of Angelalign Technology Inc. Ms. Dong was also an independent director of Telink Semiconductor (Shanghai) Co., Ltd. (泰凌微电子(上海)股份有限公司) from January 5, 2021 to December 29, 2023. It was listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange (stock code: 688591) on August 16, 2023. Ms. Dong was an independent non-executive director of 58.com Inc., a company previously listed on the NYSE (stock code: WUBA) from April 2020 to September 2020. Prior to that, she served as chief financial officer at RDA Microelectronics, Inc., a fabless semiconductor company previously listed on Nasdaq Global Select Market (stock code: RDA), from November 2007 to July 2015, and was its director from January 2014 to July 2015. Ms. Dong worked for Hewlett-Packard in China since 1992, and was the finance operations manager of Hewlett-Packard Technology (Shanghai) Co., Ltd. when she left in 2005.

Ms. Dong obtained her bachelor’s degree in economics from the Nanjing University of Science and Technology in July 1992 and her executive master’s degree in business administration from China Europe International Business School in November 2004. She is an accountant recognized by the Ministry of Finance of the People’s Republic of China in October 1994.



DIRECTORS AND SENIOR MANAGEMENT

Mr. Henry Chi Hung Yim, aged 64, has been an independent non-executive Director and a member of the Audit Committee since February 27, 2025. Mr. Yim has over 30 years of experience in financial auditing. Mr. Yim joined Ernst & Young in February 1991 and subsequently held various audit positions at Ernst & Young and Ernst & Young Hua Ming LLP (or its predecessor, as the case may be) until he became an audit partner of such entities in July 2004. Mr. Yim served as an audit partner until December 2021 when he retired from all of such entities. Mr. Yim is an independent non-executive director of Breton Technology Co., Ltd. (博雷頓科技股份有限公司), a company listed on the Main Board of the Stock Exchange on May 7, 2025 (stock code: 1333), Beijing Tong Ren Tang Healthcare Investment Co., Ltd. (北京同仁堂醫養投資股份有限公司) and Neurodawn Pharmaceutical Co., Ltd. since April 2024, June 2024 and September 2025, respectively. Mr. Yim had been an independent non-executive director of Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 601211) and Hong Kong Stock Exchange (stock code: 2611), from May 2023 to April 2025. Mr. Yim received a Bachelor's Degree in Social Science from the University of Hong Kong in November 1984. Mr. Yim has been a member of the Hong Kong Institute of Certified Public Accountants since April 1988, and a fellow member of the Association of Chartered Certified Accountants in the United Kingdom since June 1993.

OUR SENIOR MANAGEMENT

Mr. Rui Song, aged 52, joined our Group in January 2019. Mr. Song has been appointed as our Chief Operating Officer since March 24, 2022, and is primarily responsible for managing auto finance operations of our Group. Mr. Song previously served as our senior vice president. Prior to joining our Group, Mr. Song was employed at DIFU Holding Group Co., Ltd. from 2017 to 2018, serving as general manager of DIFU Holding Group Co., Ltd. prior to his departure. Mr. Song was employed at Coca Cola Industries Management (Shanghai) Co., Ltd. from 1996 to 2017, serving as a sales director of Coca Cola Bottling Plant.

Mr. Song graduated from the foreign languages department of Lanzhou University in July 1995.

Mr. Xiaoguang Yang, aged 50, joined our Group in June 2020 as our Chief Financial Officer. Prior to joining our Group, Mr. Yang served as the chief financial officer and a director of Wacai Network Technology Co., Ltd.* (挖財網絡技術有限公司). Prior to that, Mr. Yang served at Fullerton Credit Services of Fullerton Financial Holdings Pte. Ltd., a wholly-owned subsidiary of Temasek Holdings Pte. Ltd., Singapore, from 2014 to 2016 as chief financial officer, responsible for corporate finance, equity financing and legal affairs. Mr. Yang also held financial management positions in Far East Horizon Limited, a company listed on the Main Board of the Stock Exchange (stock code: 3360) and GE Capital of General Electric Company, a company listed on the NYSE (NYSE: GE).

Mr. Yang holds a bachelor's degree from Nankai University and a master's degree in business administration from Arizona State University.

* for identification purposes only

COMPANY SECRETARY

Mr. Man Wah Cheng is the Company Secretary. Mr. Cheng is a Certified Public Accountant of the HKICPA, a fellow member of the Association of Chartered Certified Accountants, and a Chartered Accountant of Singapore (CA (Singapore)) with the Institute of Singapore Chartered Accountants. Additionally, he is a Gemini Certified Educator recognized by Google for Education. Mr. Cheng has over 20 years of experience in accounting, finance, taxation and corporate secretarial fields.

CHANGES IN INFORMATION OF THE DIRECTORS

Pursuant to Rule 13.51B(1) of the Listing Rules, subsequent to the date of the 2025 interim report of the Company and up to the date of this annual report, changes in information of Directors are set out below:

Name of Director	Details of Change	Effective Date
Mr. Dong Jiang	Resigned as an executive Director and the Joint President of the Company	March 5, 2026
Mr. Zhi Gao	Appointed as an executive Director and the President of the Company	March 5, 2026
Mr. Henry Chi Hung Yim	Appointed as an independent non-executive director of Neurodawn Pharmaceutical Co., Ltd.	September 2025

Save for the information disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.



REPORT OF THE DIRECTORS

The Board presents its report together with the audited consolidated financial statements of the Group for the year ended December 31, 2025.

GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on November 19, 2014 as an exempted limited liability company under the Cayman Companies Law. The Company adopted and carries on business in Hong Kong under the name of “Yixin Automotive Technology Group Limited”.

PRINCIPAL ACTIVITIES

The Group is principally engaged in the operation of an online automobile finance transaction platform in China. The Group operates its business in two segments: (i) transaction platform business, where we primarily facilitate auto loans to consumers offered by our auto finance partners; and (ii) self-operated financing business, where we primarily provide consumers with auto finance solutions through financing leases.

The analysis of the Group’s revenues and contribution to results by business segments and the Group’s revenues by geographical areas of operations are set out in Note 5 to the consolidated financial statements.

BUSINESS REVIEW

A fair review of the business of the Group during the Reporting Period and a discussion on the Group’s future business development are set out in the “Chairman’s Statement” and the “Management Discussion and Analysis” sections of this annual report. Particulars of important events affecting the Group that have occurred during the Reporting Period are included in the abovementioned sections. Also, the financial risk management objectives and policies of the Group can be found in Note 3 to the consolidated financial statements. An analysis of the Group’s performance during the Reporting Period using financial key performance indicators is provided in the “Management Discussion and Analysis” and “Five-Year Financial Summary” sections of this annual report. Description of principal risks and uncertainties that the Group may be facing can be found in the “Chairman’s Statement”, “Management Discussion and Analysis” and “Risks relating to the New Contractual Arrangements” sections of this annual report.

In addition, discussions on the Group’s environmental policies and performance, including compliance with the relevant laws and regulations that have a significant impact on the Group, and relationships with its key stakeholders (including employees, customers and suppliers and others) are included in the section headed “Major Customers and Suppliers” and the “Corporate Governance Report” contained in this annual report, as well as in the “Environmental, Social and Governance Report and Climate Information Disclosures Report 2025” of the Company. All the review, discussions and analysis mentioned above form part of this annual report.

RESULTS

The results of the Group for the year ended December 31, 2025 are set out in the consolidated income statement of this annual report.

The Board has recommended the payment of a final dividend of HK10.0 cents per Share and a special dividend of HK4.0 cents per Share for the year ended December 31, 2025 to Shareholders whose names appear on the register of members of the Company on Tuesday, May 26, 2026. The total amount of the proposed final and special dividends is estimated to be approximately HK\$950.2 million (equivalent to approximately RMB838.6 million) based on 6,787,178,701 Shares as at the date of this annual report. The Shareholders are reminded that there is no assurance that a dividend will be proposed or declared in any subsequent periods. The Board will continue to review and assess from time to time in accordance with the dividend policy of the Company to determine whether any dividend payment will be proposed or declared in the future.

The recommended final dividend of HK10.0 cents per Share and a special dividend of HK4.0 cents per Share will be considered at the Annual General Meeting.

There was no arrangement under which any Shareholder has waived or agreed to waive any dividend during the Reporting Period.

SHARE CAPITAL

Details of movements in the share capital of the Company for the year ended December 31, 2025 are set out in Note 22 to the consolidated financial statements.

During the year ended December 31, 2025, 233,550,189 new Shares were issued pursuant to the Pre-IPO Share Option Scheme as a result of the exercise of share options by option holders and no Shares were issued pursuant to the First Share Award Scheme as a result of the grant or vesting of share awards, and 29,500,000 Shares were issued pursuant to the 2024 Share Scheme as a result of the exercise of share options by option holders.

During the year ended December 31, 2025, the Group did not hold or sell any treasury Shares.

RESERVES

As at December 31, 2025, the Company had distributable reserves amounting to RMB17,513,795,000 (2024: RMB18,672,568,000).

Details of movements in the reserves of the Group and the Company during the year ended December 31, 2025 are set out in the consolidated statement of changes in equity on pages 124 to 125 and in Note 36 to the consolidated financial statements, respectively.

PROPERTY AND EQUIPMENT

Details of movements in the property and equipment of the Group during the year ended December 31, 2025 are set out in Note 12 to the consolidated financial statements.

SUBSIDIARIES

Particulars of the Company's subsidiaries are set out in Note 38 to the consolidated financial statements.

DEBENTURES AND BORROWINGS

As at December 31, 2025, our total borrowings were RMB31.3 billion, compared to RMB26.9 billion as at December 31, 2024. Total borrowings comprised (i) asset-backed securities and notes of RMB11.7 billion; and (ii) bank loans and borrowings from other institutions of RMB19.6 billion as at December 31, 2025. Details of the Group's borrowings are set out in Note 28 to the consolidated financial statements.

Save for the issuance of the medium-term notes and the sustainability-linked U.S. dollar-denominated bond in July 2025 and the issuance of the asset-backed notes in November 2025 (as disclosed in the section headed "Management Discussion and Analysis – Borrowings and Source of Funds") and otherwise disclosed in this annual report, the Group did not issue any debenture during the Reporting Period (2024: the issuance of the offshore bond in December 2024 (as disclosed in the section headed "Management Discussion and Analysis – Borrowings and Source of Funds")).

DONATIONS

During the year ended December 31, 2025, the Group made charitable donations amounted to RMB124,700 (2024: RMB164,400).

SUMMARY OF FINANCIAL INFORMATION

A summary of the condensed consolidated results and financial positions of the Group for the last five financial years is set out on page 224 of this annual report.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the year ended December 31, 2025, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sale or transfer of treasury Shares, if any).

EMOLUMENT POLICY AND DIRECTORS' REMUNERATION

In compliance with the CG Code as set out in Appendix C1 to the Listing Rules, the Company has established the Remuneration Committee to formulate remuneration policies. The remuneration is determined and recommended based on each Director's and senior management personnel's qualification, position and seniority. As for the independent non-executive Directors, their remuneration is determined by the Board upon recommendation from the Remuneration Committee. The Directors and the senior management personnel are eligible participants of the Pre-IPO Share Option Scheme, the First Share Award Scheme, the Second Share Award Scheme and the 2024 Share Scheme (as defined below). Details of the remuneration of the Directors, senior management and the five highest paid individuals are set out in Note 33, Note 8(a) and Note 8(b), respectively, to the consolidated financial statements.

None of the Directors waived or agreed to waive any remuneration.

SHARE INCENTIVE SCHEMES

The Company has the following share incentive schemes, namely the Pre-IPO Share Option Scheme, the First Share Award Scheme, the Second Share Award Scheme and the 2024 Share Scheme.

1. Pre-IPO Share Option Scheme

The Pre-IPO Share Option Scheme was approved and adopted by the Board on May 26, 2017, and amended on September 1, 2017.

Purpose

The purpose of the Pre-IPO Share Option Scheme is to promote the success and enhance the value of the Company, by linking the personal interests of the members of the Board, employees, consultants and other individuals to those of the Shareholders and, by providing such individuals with an incentive for outstanding performance, to generate superior returns to the Shareholders. The Pre-IPO Share Option Scheme is further intended to provide flexibility to the Company in its ability to motivate, attract and retain the services of recipients upon whose judgment, interest, and special effort the successful conduct of the Company's operation is largely dependent.

SHARE INCENTIVE SCHEMES (CONTINUED)

1. Pre-IPO Share Option Scheme (Continued)

Eligible participants

Any employees, consultants, all members of the Board, and other individuals, as determined, authorized and approved by the Board or a committee authorised by the Board (the “**Committee**”).

Maximum number of Shares

The overall limit on the number of options to be granted pursuant to the Pre-IPO Share Option Scheme is 418,464,263 underlying Shares, after taking into account the Capitalization Issue.

No further grants under the Pre-IPO Share Option Scheme will be made after the Listing.

As at December 31, 2025, outstanding options representing 1,550,659 underlying Shares were granted to eligible participants pursuant to the Pre-IPO Share Option Scheme. Details of the Pre-IPO Share Option Scheme are set out in Note 24(a) to the consolidated financial statements.

Maximum entitlement for each participant

Under the Pre-IPO Share Option Scheme, there is no specific limit on the maximum number of shares which may be granted to a single eligible participant.

Remaining life of the Pre-IPO Share Option Scheme

The Pre-IPO Share Option Scheme commenced on May 26, 2017 (the “**Effective Date**”) and shall be valid and effective for 10 years. As at the date of this annual report, the remaining life of the Pre-IPO Share Option Scheme is less than 4 years unless earlier terminated in accordance with its terms. Any options that are outstanding on the tenth anniversary of the Effective Date shall remain in force according to the terms of the Pre-IPO Share Option Scheme and the applicable award agreement between the Company and the participant.

Consideration

Nil consideration is required to be paid by the grantees for the grant of options under the Pre-IPO Share Option Scheme.

Option period

The term of any option granted under the Pre-IPO Share Option Scheme shall not exceed 10 years, subject to the Shareholders’ approval of extension of the exercise period for an option beyond 10 years from the date of grant. The Board shall also determine any conditions, if any, that must be satisfied before all, or part of the options may be exercised.

The Board has the authority to determine the minimum period for which an option must be held before it can vest. The Pre-IPO Share Option Scheme does not specify any minimum holding period or performance targets.

SHARE INCENTIVE SCHEMES (CONTINUED)

1. Pre-IPO Share Option Scheme (Continued)

Exercise price

The exercise price per Share subject to an option shall be determined by the Committee and set forth in the award agreement and may be a fixed or variable price related to the fair market value of the Shares.

Details of the movement of the options granted under the Pre-IPO Share Option Scheme during the year are as follows:

Name or category of option holders	Date of grant	Exercise period	Exercise price	Number of options				Outstanding as at December 31, 2025	Weighted average closing price immediately before the exercise date during the Reporting Period (HK\$)
				Outstanding as at January 1, 2025	Exercised during the year	Cancelled during the year	Lapsed during the year		
Director and senior management									
Mr. Andy Xuan Zhang	July 3, 2017	10 years from date of grant	US\$0.0014	168,464,000	(168,464,000)	-	-	-	0.76
	October 1, 2017	10 years from date of grant	US\$0.0014	65,002,189	(65,002,189)	-	-	-	0.76
Mr. Zhifeng Jia (賈志峰)	July 3, 2017	10 years from date of grant	US\$0.0014	700,000	-	-	-	700,000	N/A
Other grantees - Employees									
In aggregate	Between July 3, 2017 and October 1, 2017	10 years from date of grant	US\$0.0014	934,659	(84,000)	-	-	850,659	2.02
Total				235,100,848	(233,550,189)	-	-	1,550,659	

Details of the fair value of the options at the date of grant and the accounting standard and policy adopted are set out in Note 24(a) to the consolidated financial statements. Further details of the Pre-IPO Share Option Scheme are set out in the Prospectus and Note 24(a) to the consolidated financial statements.

SHARE INCENTIVE SCHEMES (CONTINUED)

2. First Share Award Scheme

The First Share Award Scheme was adopted by written resolutions of the Shareholders on May 26, 2017, amended on September 1, 2017 and May 6, 2021, effective from the Listing Date. With effect from July 9, 2024, the First Share Award Scheme, was terminated, upon which no further awards may be granted thereunder, while the awards already granted before the termination shall remain valid and continue to vest in accordance with the rules of the First Share Award Scheme and the relevant award agreement.

Purpose

The purpose of the First Share Award Scheme is to align the interests of eligible participants with those of the Group through ownership of Shares, dividends and other distributions paid on Shares and/or the increase in value of the Shares, and to encourage and retain eligible participants to make contributions to the long-term growth and profits of the Group.

Eligible participants

Any employee, Director (including executive Directors, non-executive Directors and independent non-executive Directors), officer, consultant, advisor, distributor, contractor, customer, supplier, agent, business partner, joint venture business partner or service provider of any member of the Group or any affiliate as the Board or its delegate(s) determine.

Awards

An award granted by the Board to eligible participants which may vest in the form of Shares or the actual selling price of the Shares in cash ("**First Award Shares**").

Granting of awards

The Board may, from time to time, grant awards to any eligible participant who the Board considers to have contributed or will contribute to the Group. For the avoidance of doubt, nil consideration is required to be paid by the eligible participants for the grant of awards under the First Share Award Scheme.

Each grant of an award to any Director or the chairman of the Company shall be subject to the prior approval of the independent non-executive Directors (excluding any independent non-executive Director who is a proposed recipient of the grant of an award). The Company will comply with the relevant requirements under Chapter 14A of the Listing Rules for any grant of Shares to connected persons of the Company.

Maximum number of Shares available for grant

The aggregate number of Shares underlying all grants made pursuant to the First Share Award Scheme (excluding First Award Shares granted which have been forfeited in accordance with the First Share Award Scheme) will not exceed 285,250,982 Shares without further Shareholders' approval.

As at December 31, 2025, 341,217,576 First Award Shares had been granted or agreed to be granted under the First Share Award Scheme and the trustee has applied Shares held under the First Share Award Scheme which were unallocated or forfeited pursuant to the First Share Award Scheme to partly satisfy the awards granted.

SHARE INCENTIVE SCHEMES (CONTINUED)

2. First Share Award Scheme (Continued)

Vesting of awards

The Board or its delegate(s) may from time to time while the First Share Award Scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions or periods for the share awards to be vested. The share awards granted or agreed to be granted under the First Share Award Scheme as at December 31, 2025 would vest on specific dates, or in equal tranches from the date of grant over two to four years, on condition that the employees remain in service without any performance requirements.

To satisfy the awards, the Company shall (i) issue and allot Shares to the trustee under the specific mandate sought from Shareholders at general meeting and/or (ii) transfer to the trustee the necessary funds and instruct the trustee to acquire Shares through on-market transactions at the prevailing market price.

Details of the First Award Shares granted under the First Share Award Scheme and their movements during the Reporting Period are set out below:

Name or category of grantee	Date of grant	Number of Awards						Unvested as at December 31, 2025	Vesting date	Purchase price of share awards (HK\$)	Closing price immediately before the date of grant (HK\$)	Weighted average closing price immediately before the vesting date during the Reporting Period (HK\$)
		Unvested as at January 1, 2025	Granted during the year	Vested during the year	Cancelled/forfeited during the year	Lapsed during the year	Unvested as at December 31, 2025					
Other grantees -												
Employees												
In aggregate	14-Sep-21	6,475,928	-	(6,355,101)	-	(120,827)	-	31-Aug-25	-	1.69	3.17	

SHARE INCENTIVE SCHEMES (CONTINUED)

2. First Share Award Scheme (Continued)

Vesting of awards (Continued)

Name or category of grantee	Date of grant	Unvested as at January 1, 2025	Granted during the year	Number of Awards			Unvested as at December 31, 2025	Vesting date	Purchase price of share awards (HK\$)	Closing price immediately before the date of grant (HK\$)	Weighted average closing price immediately before the vesting date during the year (HK\$)
				Vested during the year	Cancelled/ forfeited during the year	Lapsed during the year					
In aggregate	22-Dec-21	357,860	-	(107,860)	-	(250,000)	-	31-Aug-25	-	1.24	3.17
In aggregate	19-Apr-22	630,000	-	(630,000)	-	-	-	31-Aug-25	-	0.82	3.17
In aggregate	20-Sep-22	20,500,000	-	(20,500,000)	-	-	-	31-Mar-25	-	0.92	1.98
	20-Sep-22	827,500	-	(452,500)	-	(375,000)	-	31-Aug-25	-	0.92	3.17
Sub-total		21,327,500	-	(20,952,500)	-	(375,000)	-				
In aggregate	14-Mar-23	1,100,000	-	(1,060,000)	-	(40,000)	-	31-Aug-25	-	1.10	3.17
	14-Mar-23	1,100,000	-	-	-	(40,000)	1,060,000	31-Aug-26	-	1.10	N/A
Sub-total		2,200,000	-	(1,060,000)	-	(80,000)	1,060,000				
In aggregate	9-May-24	520,000	-	-	-	(520,000)	-	31-Aug-25	-	0.68	N/A
	9-May-24	520,000	-	-	-	(520,000)	-	31-Aug-26	-	0.68	N/A
	9-May-24	520,000	-	-	-	(520,000)	-	31-Aug-27	-	0.68	N/A
Sub-total		1,560,000	-	-	-	(1,560,000)	-				N/A
Total		32,551,288	-	(29,105,461)	-	(2,385,827)	1,060,000				2.33

SHARE INCENTIVE SCHEMES (CONTINUED)

2. First Share Award Scheme (Continued)

Maximum entitlement for each participant

Under the First Share Award Scheme, there is no specific limit on the maximum number of Shares which may be granted to a single eligible participant but unvested thereunder.

Remaining life of the First Share Award Scheme

The First Share Award Scheme was adopted by written resolutions of the Shareholders on May 26, 2017 and shall be valid and effective for 10 years. As at the date of this annual report, the First Share Award Scheme has been terminated in accordance with its terms.

Details of the fair value of the First Award Shares granted under the First Share Award Scheme at the date of grant and the accounting standard and policy adopted are set out in Note 24(b) to the consolidated financial statements.

Termination

The First Share Award Scheme shall terminate on the earlier of:

- (a) the end of the period of ten years commencing on the earlier of the passing of a Shareholders' resolution approving the adoption of the First Share Award Scheme or the Listing Date except in respect of any non-vested First Award Shares granted hereunder prior to the expiration of the First Share Award Scheme, for the purpose of giving effect to the vesting of such First Award Shares or otherwise as may be required in accordance with the provisions of the First Share Award Scheme; and
- (b) such date of early termination as determined by the Board provided that such termination shall not affect any subsisting rights of any selected participant under the rules of the First Share Award Scheme, provided further that for the avoidance of doubt, the change in the subsisting rights of a selected participant in this paragraph refers solely to any change in the rights in respect of the First Award Shares already granted to a selected participant.

The Board determined that, conditional upon and with effect from the 2024 Share Scheme taking effect on July 9, 2024, the First Share Award Scheme was terminated. After the termination of the First Share Award Scheme, no further awards may be granted thereunder, while the awards already granted before the termination shall remain valid and continue to vest in accordance with the rules of the First Share Award Scheme and the relevant award agreement.

Further details of the First Share Award Scheme are set out in the Prospectus, the circular of the Company dated June 11, 2024 and Note 24(b) to the consolidated financial statements.

SHARE INCENTIVE SCHEMES (CONTINUED)

3. Second Share Award Scheme

The Second Share Award Scheme was adopted by written resolutions of all the Shareholders on September 1, 2017 and effective from the Listing Date.

Purpose

The purpose of the Second Share Award Scheme is to align the interests of eligible participants with those of the Group through ownership of Shares, dividends and other distributions paid on Shares and/or the increase in value of the Shares, and to encourage and retain eligible participants to make contributions to the long-term growth and profits of the Group.

Eligible participants

Any employee, director (including executive Directors, non-executive Directors and independent non-executive Directors), officer, consultant, advisor, distributor, contractor, customer, supplier, agent, business partner, joint venture business partner or service provider of any member of the Group or any affiliate as the Board or its delegate(s) determine.

Awards

An award granted by the Board to eligible participants which may vest in the form of Shares or the actual selling price of the Shares in cash ("**Second Award Shares**").

Granting of awards

The Board may, from time to time, grant awards to any eligible participant who the Board considers to have contributed or will contribute to the Group. For the avoidance of doubt, nil consideration is required to be paid by the eligible participants for the grant of awards under the Second Share Award Scheme.

Each grant of an award to any Director or the chairman of the Company shall be subject to the prior approval of the independent non-executive Directors (excluding any independent non-executive Director who is a proposed recipient of the grant of an award). The Company will comply with the relevant requirements under Chapter 14A of the Listing Rules for any grant of Shares to connected persons of the Company.

To satisfy the awards, the Company may transfer to the trustee the necessary funds and instruct the trustee to acquire Shares through on-market transactions at the prevailing market price.

Maximum number of Shares available for grant

The aggregate number of Shares underlying all grants made pursuant to the Second Share Award Scheme (excluding Second Award Shares which have been forfeited in accordance with the Second Share Award Scheme) will not exceed 5% of the total number of issued Shares without Shareholders' approval, subject to an annual limit of 3% of the total number of issued Shares at the relevant time.

As at December 31, 2025, 87,976,956 Second Award Shares had been granted or agreed to be granted under the Second Share Award Scheme.

SHARE INCENTIVE SCHEMES (CONTINUED)

3. Second Share Award Scheme (Continued)

Vesting of awards

The Board or its delegate(s) may from time to time while the Second Share Award Scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions or periods for the share awards to be vested. The share awards granted or agreed to be granted under the Second Share Award Scheme as at December 31, 2025 would vest on specific dates, or in equal tranches from the date of grant over two to four years, on condition that the employees remain in service without any performance requirements.

Details of the Second Award Shares granted under the Second Share Award Scheme and their movements during the Reporting Period are set out below:

Name or category of grantee	Date of grant	Number of Awards					Unvested as at December 31, 2025	Vesting date	Purchase price of share awards (HK\$)	Closing price immediately before the date of grant (HK\$)	Weighted average closing price immediately before the vesting date during the Reporting Period (HK\$)
		Unvested as at January 1, 2025	Granted during the year	Vested during the year	Cancelled/ forfeited during the year	Lapsed during the year					
Director											
Mr. Dong Jiang	20-Sep-22	5,000,000	-	(5,000,000)	-	-	-	31-Mar-25	-	0.92	1.98
Other grantees - Employees											
In aggregate	14-Sep-21	445,000	-	(445,000)	-	-	-	31-Aug-25	1.69	-	3.17
	22-Dec-21	1,000,000	-	(1,000,000)	-	-	-	31-Aug-25	1.24	-	3.17
	20-Sep-22	4,500,000	-	(4,500,000)	-	-	-	31-Mar-25	0.92	-	1.98
Sub-total		5,945,000	-	(5,945,000)	-	-	-				
Total		10,945,000	-	(10,945,000)	-	-	-				2.08

There were no grants made under the Second Share Award Scheme during the Reporting Period.

Maximum entitlement for each participant

Under the Second Share Award Scheme, there is no specific limit on the maximum number of Shares which may be granted to a single eligible participant but unvested thereunder.

SHARE INCENTIVE SCHEMES (CONTINUED)

3. Second Share Award Scheme (Continued)

Remaining life of the Second Share Award Scheme

The Second Share Award Scheme was adopted by written resolutions of the Shareholders on September 1, 2017 and shall be valid and effective for 10 years. As at the date of this annual report, the remaining life of the Second Share Award Scheme is less than 4 years unless terminated earlier in accordance with its terms.

Termination

The Second Share Award Scheme shall terminate on the earlier of:

- (a) the end of the period of ten years commencing on the earlier of the passing of a Shareholders' resolution approving the adoption of the Second Share Award Scheme or the Listing Date except in respect of any non-vested Second Award Shares granted hereunder prior to the expiration of the Second Share Award Scheme, for the purpose of giving effect to the vesting of such Second Award Shares or otherwise as may be required in accordance with the provisions of the Second Share Award Scheme; and
- (b) such date of early termination as determined by the Board provided that such termination shall not affect any subsisting rights of any selected participant under the rules of the Second Share Award Scheme, provided further that for the avoidance of doubt, the change in the subsisting rights of a selected participant in this paragraph refers solely to any change in the rights in respect of the Second Award Shares already granted to a selected participant.

Details of the fair value of the Second Award Shares granted under the Second Share Award Scheme at the date of grant and the accounting standard and policy adopted are set out in Note 24(b) to the consolidated financial statements.

Further details of the Second Share Award Scheme are set out in the Prospectus and Note 24(b) to the consolidated financial statements.

4. 2024 Share Scheme

The Company has adopted the 2024 Share Scheme pursuant to an ordinary resolution passed by the Shareholders at the extraordinary general meeting of the Company. The 2024 Share Scheme allows the Company to broaden the types of equity incentives it can utilize by allowing the grant of both share awards and share options.

Purpose

The purpose of the 2024 Share Scheme is (i) to provide the Company with flexible means of remunerating, incentivizing, retaining, rewarding, compensating and/or providing benefits to eligible participants; (ii) to align the interests of eligible participants with those of the Company and Shareholders by providing such eligible participants with the opportunity to acquire shareholding interests in the Company; and (iii) to encourage eligible participants to contribute to the long-term growth and profitability of the Company and to enhance the value of the Company and its Shares for the benefit of the Company and Shareholders as a whole.

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Awards

An award (the “**Award**”) may take the form of a share award or a share option, which shall be funded by award shares.

Eligible Participants

Eligible participants under the 2024 Share Scheme shall include: (i) employee participants, namely, any person who is an employee (whether full-time or part-time), director or officer of any member of the Group, including persons who are granted Awards under the 2024 Share Scheme as an inducement to enter into employment contracts with any member of the Group; provided that a person shall not cease to be an employee in the case of (a) any leave of absence approved by the relevant member of the Group; or (b) any transfer of employment among members of the Group or any successor, and provided further that a person shall, for the avoidance of doubt, cease to be an employee with effect from (and including) the date of termination of his/her employment; and (ii) related entity participants, namely, any person who is an employee (whether full-time or part-time), director or officer of (a) a holding company of the Company, (b) subsidiaries of the holding company other than members of the Group, or (c) an associated company of the Company.

Maximum number of Shares

The scheme mandate limit, namely, the total number of Award shares which may be issued pursuant to all Awards to be granted under the 2024 Share Scheme together with the number of Shares which may be issued pursuant to all options and awards to be granted under any other share schemes of the Company, shall initially be the number of Shares representing 10% of the total issued Shares (excluding any treasury Shares) as at the date on which the 2024 Share Scheme is first adopted by the Shareholders, being 652,406,551 Shares.

Maximum entitlement for each participant

There is no specific maximum entitlement for each eligible participant under the 2024 Share Scheme. Unless approved by the Shareholders in the manner set out in the rules relating to the 2024 Share Scheme, the total number of Shares issued and to be issued upon exercise of Awards granted and to be granted under the 2024 Share Scheme and any other share schemes of the Company to each eligible participant (including both exercised and outstanding share options) in any 12-month period shall not exceed 1% of the total number of Shares in issue (excluding any treasury Shares). Any grant of Awards to any Director, chief executive or Substantial Shareholder, or any of their respective associates, shall be subject to the prior approval of the Remuneration Committee (excluding any proposed recipient of the grant) and the independent non-executive Directors of the Company (excluding any proposed recipient of the grant).

Remaining life of the 2024 Share Scheme

The term of the 2024 Share Scheme is 10 years commencing on the date on which the 2024 Share Scheme is approved by the Shareholders and up to June 26, 2034, unless terminated earlier. The remaining life of the 2024 Share Scheme is approximately over 9 years.

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Granting of share awards and share options

An Award granted under the 2024 Share Scheme may take the form of a share award or a share option, which shall be funded by new Shares (including treasury Shares) underlying such award.

Exercise period

Subject to the vesting of the share options, the exercise period for share options shall not be longer than 10 years from the grant date. A share option shall lapse automatically and shall not be exercisable (to the extent not already exercised) on the expiry of the tenth anniversary from the grant date.

Vesting period

The vesting date in respect of any Award shall be not less than 12 months from the grant date. The consideration for the grant of share options is nil.

Issue price and exercise price

The issue price for Awards which take the form of share awards shall be such price determined by the scheme administrator and notified to the grantee in the Award letter. For the avoidance of doubt, the scheme administrator may determine the issue price to be at nil consideration. The scheme administrator shall determine the exercise price for such share options in which it shall in any event be no less than the higher of: (i) the closing price of the shares as stated in the daily quotations sheet issued by the Stock Exchange on the grant date; and (ii) the average closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the grant date.

Acceptance

The scheme administrator may determine the amount (if any) payable on application or acceptance of an Award and the period within which any such payments must be made, which amounts (if any) and periods shall be set out in the Award letter. Unless otherwise specified in the Award letter, the grantee shall have 20 business days from the grant date to accept the Award, following which, the portion not accepted by the grantee shall automatically lapse.

Termination

The 2024 Share Scheme shall terminate on the earlier of (a) the 10th anniversary of the date on which the 2024 Share Scheme is approved by the Shareholders; and (b) such date of early termination as determined by the Board, provided that notwithstanding such termination, the 2024 Share Scheme and the scheme rules shall continue to be valid and effective to the extent necessary to give effect to the vesting and exercise of any Awards granted prior to the termination of the 2024 Share Scheme and such termination shall not affect any subsisting rights already granted to any grantee thereunder.

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Details of the share options granted under the 2024 Share Scheme and their movements during the Reporting Period are as follows:

Name or category of option holders	Date of grant/conditional grant	Exercise period	Exercise price (HK\$)	Outstanding as at January 1, 2025	Number of options				Outstanding as at December 31, 2025	Closing price immediately before the date of grant/conditional grant (HK\$)	Weighted average closing price immediately before the exercise date during the Reporting Period (HK\$)
					Granted during the Reporting Period	Exercised during the Reporting Period	Cancelled during the Reporting Period	Lapsed during the Reporting Period			
Directors											
Mr. Andy Xuan Zhang	May 9, 2024	7 years from the date of the conditional grant	0.70	117,000,000 ⁽¹⁾ and ⁽²⁾	-	-	-	-	117,000,000	0.68	N/A
	March 25, 2025	10 years from the date of grant	1.694	-	101,363,921 ⁽³⁾ and ⁽⁵⁾	-	-	-	101,363,921	1.678	N/A
Mr. Dong Jiang	May 9, 2024	10 years from the date of the conditional grant	0.70	10,000,000 ⁽¹⁾	-	-	-	-	10,000,000	0.68	N/A
Mr. Zhi Gao (appointed as an executive Director on March 5, 2026)	May 9, 2024	10 years from the date of the conditional grant	0.7	52,000,000 ⁽¹⁾	-	(13,000,000)	-	-	39,000,000	0.68	2.51
	March 25, 2025	10 years from the date of grant	1.694	-	25,800,000 ⁽⁴⁾ and ⁽⁵⁾	-	-	-	25,800,000	1.678	N/A
Sub-total				179,000,000	127,163,921	(13,000,000)	-	-	293,163,921		
Other Employee Participants											
In aggregate	May 9, 2024	10 years from the date of the conditional grant	0.70	71,000,000 ⁽¹⁾	-	(16,500,000)	-	-	54,500,000	0.68	2.51
In aggregate	March 25, 2025	10 years from the date of grant	1.694	-	24,000,000 ⁽⁵⁾	-	-	-	24,000,000	1.678	N/A
Total				250,000,000	151,163,921	(29,500,000)	-	-	371,663,921		2.51

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Note 1: On May 9, 2024, conditional upon the 2024 Share Scheme taking effect, the Company proposed to grant: (a) a total of 117,000,000 share options under the 2024 Share Scheme to Mr. Andy Xuan Zhang, which was also conditional upon the approval of Shareholders; (b) a total of 10,000,000 share options under the 2024 Share Scheme to Mr. Dong Jiang; and (c) a total of 123,000,000 share options under the 2024 Share Scheme to the employee participants. Following the approval of the 2024 Share Scheme at the extraordinary general meeting of the Company on June 27, 2024, the Listing Committee granted approval for the listing of, and permission to deal in, the Shares to be allotted and issued pursuant to share options or awards granted under the 2024 Share Scheme on July 9, 2024.

Note 2: Following the 2024 Director Conditional Grant to Mr. Zhang, the Shares issued and to be issued in respect of all options and awards granted to Mr. Andy Xuan Zhang (excluding any options and awards lapsed in accordance with the applicable share scheme) in the 12-month period up to and including the date of such grant exceeded the 1% individual limit under Rule 17.03D(1) of the Listing Rules. The 2024 Director Conditional Grant to Mr. Zhang was approved by the Shareholders at the extraordinary general meeting of the Company on June 27, 2024.

Note 3: Following the 2025 Director Conditional Grant to Mr. Zhang, the Shares issued and to be issued in respect of all options and awards granted to Mr. Zhang (excluding any options and awards lapsed in accordance with the applicable share scheme) in the 12-month period up to and including the date of such grant exceeded the 1% individual limit under Rule 17.03D(1) of the Listing Rules. Furthermore, the 2025 Director Conditional Grant to Mr. Zhang (excluding the grant of Share Options) would result in the Shares issued and to be issued in respect of all awards granted to him (excluding any awards lapsed in accordance with the terms of the applicable scheme) in the 12-month period up to and including the date of such grant to Mr. Zhang representing in aggregate over 0.1% of the Shares in issue (excluding treasury Shares) pursuant to Rule 17.04(2) of the Listing Rules. The 2025 Director Conditional Grant to Mr. Zhang was approved by the Shareholders at the extraordinary general meeting of the Company on May 13, 2025.

Note 4: Following the 2025 Conditional Grant to Mr. Gao, and taking into account the previous grant of Share Options to Mr. Zhi Gao under the 2024 Scheme on May 9, 2024, the Shares issued and to be issued in respect of all options and awards granted to Mr. Gao (excluding any options and awards lapsed in accordance with the applicable share scheme) in the 12-month period up to and including the date of the 2025 Conditional Grant to Mr. Gao exceeded the 1% individual limit under Rule 17.03D(1) of the Listing Rules. The 2025 Conditional Grant to Mr. Gao was approved by the Shareholders at the extraordinary general meeting of the Company on May 13, 2025.

Note 5: The vesting of the Share Options granted by the Company during the Reporting Period is subject to the Company's achievement of performance targets in relation to its adjusted net profits (non-IFRSs financial measures), with details disclosed in the announcement of the Company dated March 25, 2025.

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Details of the share awards granted under the 2024 Share Scheme and their movements during the Reporting Period are as follows:

Name or category of grantee	Date of grant	Granted during the year	Number of Awards			Outstanding as at December 31, 2025	Vesting date	Purchase price of share awards (HK\$)	Closing price immediately before the date of grant (HK\$)	Weighted average closing price immediately before the vesting date during the Reporting Period (HK\$)
			Vested during the year	Cancelled/ forfeited during the year	Lapsed during the year					
Director and senior management										
Mr. Andy Xuan Zhang	25-Mar-25	13,515,189	-	-	-	13,515,189	25-Mar-26	-	1.678	N/A
	25-Mar-25	13,515,189	-	-	-	13,515,189	25-Mar-27	-	1.678	N/A
	25-Mar-25	13,515,189	-	-	-	13,515,189	25-Mar-28	-	1.678	N/A
	25-Mar-25	13,515,189	-	-	-	13,515,189	25-Mar-29	-	1.678	N/A
	25-Mar-25	13,515,191	-	-	-	13,515,191	25-Mar-30	-	1.678	N/A
Sub-total		67,575,947 ⁽¹⁾	-	-	-	67,575,947				
Mr. Zhi Gao	25-Mar-25	3,440,000	-	-	-	3,440,000	25-Mar-26	-	1.678	N/A
	25-Mar-25	3,440,000	-	-	-	3,440,000	25-Mar-27	-	1.678	N/A
	25-Mar-25	3,440,000	-	-	-	3,440,000	25-Mar-28	-	1.678	N/A
	25-Mar-25	3,440,000	-	-	-	3,440,000	25-Mar-29	-	1.678	N/A
	25-Mar-25	3,440,000	-	-	-	3,440,000	25-Mar-30	-	1.678	N/A
Sub-total		17,200,000 ⁽¹⁾	-	-	-	17,200,000				
Other grantees – Employees										
In aggregate	25-Mar-25	26,356,000	-	(120,000)	(688,000)	25,548,000	25-Mar-26	-	1.678	N/A
	25-Mar-25	26,356,000	-	(120,000)	(688,000)	25,548,000	25-Mar-27	-	1.678	N/A
	25-Mar-25	26,356,000	-	(120,000)	(688,000)	25,548,000	25-Mar-28	-	1.678	N/A
	25-Mar-25	26,356,000	-	(120,000)	(688,000)	25,548,000	25-Mar-29	-	1.678	N/A
	25-Mar-25	26,356,000	-	(120,000)	(688,000)	25,548,000	25-Mar-30	-	1.678	N/A
Sub-total		131,780,000 ⁽¹⁾	-	(600,000)	(3,440,000)	127,740,000				

SHARE INCENTIVE SCHEMES (CONTINUED)

4. 2024 Share Scheme (Continued)

Name or category of grantee	Date of grant	Granted during the year	Number of Awards			Outstanding as at December 31, 2025	Vesting date	Purchase price of share awards (HK\$)	Closing price immediately before the date of grant (HK\$)	Weighted average closing price immediately before the vesting date during the Reporting Period (HK\$)
			Vested during the year	Cancelled/ forfeited during the year	Lapsed during the year					
Other grantees – Employees										
In aggregate	13-May-25	800,000	-	-	-	800,000	(Note 2) 25-Mar-26	-	2.047	N/A
	13-May-25	800,000	-	-	-	800,000	25-Mar-27	-	2.047	N/A
	13-May-25	800,000	-	-	-	800,000	25-Mar-28	-	2.047	N/A
	13-May-25	800,000	-	-	-	800,000	25-Mar-29	-	2.047	N/A
	13-May-25	800,000	-	-	-	800,000	25-Mar-30	-	2.047	N/A
Sub-total		4,000,000 ^{(1) and (2)}	-	-	-	4,000,000 ⁽¹⁾				
Other grantees – Employees										
In aggregate	2-Dec-25	1,600,000	-	-	-	1,600,000	2-Dec-26	-	2.4	N/A
	2-Dec-25	1,600,000	-	-	-	1,600,000	2-Dec-27	-	2.4	N/A
	2-Dec-25	1,600,000	-	-	-	1,600,000	2-Dec-28	-	2.4	N/A
	2-Dec-25	1,600,000	-	-	-	1,600,000	2-Dec-29	-	2.4	N/A
	2-Dec-25	1,600,000	-	-	-	1,600,000	2-Dec-30	-	2.4	N/A
Sub-total		8,000,000	-	-	-	8,000,000				
Total		228,555,947	-	(600,000)	(3,440,000)	224,515,947				

Note 1: The vesting of the share awards granted by the Company during the Reporting Period is subject to the Company's achievement of performance targets in relation to its adjusted net profit (non-IFRSs financial measures), with details disclosed in the announcements of the Company dated March 25, 2025 and May 13, 2025.

Note 2: Due to administrative reasons, the vesting period of 4,000,000 share awards granted to a grantee (who is an employee participant and not a Director nor a senior manager as defined in Chapter 17 of the Listing Rules) has been amended from "five equal installments on each of the first, second, third, fourth and fifth anniversaries of the date of the grant" to "five equal installments on March 25, 2026, 2027, 2028, 2029 and 2030", subject to the fulfilment of the relevant performance targets as disclosed in the announcement of the Company dated May 13, 2025 (the "May 13 Announcement"). For the avoidance of doubt, such amendments are allowed under the rules of the 2024 Share Scheme. Details of the grants are set out in the May 13 Announcement.

Details of the fair value of the Share Options and share awards granted under the 2024 Share Scheme at the date of grant and the accounting standard and policy adopted are set out in Note 24(a) to the consolidated financial statements.

Further details of the 2024 Share Scheme are set out in the circular of the Company dated June 11, 2024 and Note 24 to the consolidated financial statements.

SHARE INCENTIVE SCHEMES (CONTINUED)

5. Additional Information of the Share Schemes

On the one hand, the grant of awards under the First Share Award Scheme may be satisfied by either new Shares or existing Shares, and the grant of awards (whether in the form of share awards or share options) under the 2024 Share Scheme may be satisfied by new Shares (including treasury Shares). On the other hand, the grant of awards under the Second Share Award Scheme may only be satisfied by existing Shares.

As of January 1, 2024, the First Share Award Scheme was the share scheme of the Company involving the issue of new Shares. Following the approval of the 2024 Share Scheme at the extraordinary general meeting of the Company on June 27, 2024, and the 2024 Share Scheme Listing Approval, the First Share Award Scheme has been terminated and the 2024 Share Scheme has taken effect. As a result, for the Reporting Period, the 2024 Share Scheme has become the current share scheme of the Company involving the issue of new Shares. After the termination of the First Share Award Scheme, no further awards may be granted thereunder, while the awards already granted before the termination shall remain valid and continue to vest in accordance with the rules of the First Share Award Scheme and the relevant award agreement.

In respect of the 2024 Share Scheme, the number of options and awards available for grant under the scheme mandate of the Company was 402,406,551 Shares as of January 1, 2025 and 22,686,683 Shares as of December 31, 2025.

The number of Shares that may be issued in respect of options and awards granted under the 2024 Share Scheme during the Reporting Period divided by the weighted average number of the Shares in issue (excluding any treasury Shares) for the Reporting Period is approximately 5.62%.

As of January 1, 2025, 652,406,551 new Shares were available for issue under the scheme mandate of the 2024 Share Scheme. As of December 31, 2025, 618,866,551 new Shares were available for issue under the scheme mandate of the 2024 Share Scheme. As of March 5, 2026 (the date of this annual report), 618,566,551 new Shares were available for issue under the scheme mandate of the 2024 Share Scheme, representing approximately 9.11% of the issued Shares (excluding treasury Shares, if any) as of March 5, 2026.

EQUITY-LINKED AGREEMENTS

Save as disclosed in the section headed “Share Incentive Schemes”, no equity-linked agreement was entered into by the Group, or existed during the Reporting Period.

DIRECTORS

The Directors who held office during the year ended December 31, 2025 and up to the date of this annual report are:

Executive Directors:

Mr. Andy Xuan Zhang (*Chairman and Chief Executive Officer*)
 Mr. Rodney Ling Kay Tsang (*Vice Chairman*) (*appointed on February 27, 2025*)
 Mr. Dong Jiang (*Joint President*) (*resigned on March 5, 2026*)
 Mr. Zhi Gao (*President*) (*appointed on March 5, 2026*)

Non-executive Directors:

Mr. Qin Miao (*resigned on January 13, 2025*)
 Mr. Qing Hua Xie (*retired on May 12, 2025*)
 Ms. Amanda Chi Yan Chau (*retired on May 12, 2025*)
 Mr. Wai Yip Tsang (*appointed on May 13, 2025*)

Independent Non-executive Directors:

Mr. Tin Fan Yuen
 Mr. Chester Tun Ho Kwok
 Ms. Lily Li Dong
 Mr. Henry Chi Hung Yim (*appointed on February 27, 2025*)

Pursuant to paragraph 4(2) of Appendix A1 to the Listing Rules and Article 16.2 of the Articles of Association, any Director so appointed to fill a casual vacancy or as an addition to the Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election at that meeting. Mr. Zhi Gao and Mr. Wai Yip Tsang who were appointed as an executive Director on March 5, 2026 and a non-executive Director on May 13, 2025, respectively, shall hold office until the first general meeting of the Company following their appointments, i.e. the Annual General Meeting and, being eligible, will offer themselves for re-election at the Annual General Meeting.

Pursuant to Article 16.19 of the Articles of Association, one-third of the Directors shall retire from office by rotation at each annual general meeting of the Company and will be eligible for re-election at that meeting. Every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. Accordingly, Mr. Andy Xuan Zhang and Mr. Tin Fan Yuen shall retire by rotation at the Annual General Meeting and, all being eligible, offer themselves for re-election.

BOARD OF DIRECTORS

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

DIRECTORS’ SERVICE CONTRACTS

None of the Directors proposed for re-election at the Annual General Meeting has a service contract with any member of the Group that is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

DIRECTORS’ INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save as disclosed in the sections headed “Connected Transactions” and “Continuing Connected Transactions” below and Note 33 to the consolidated financial statements of the Group, neither the Directors nor any entity connected with the Directors had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance to which the Company, its holding company, or any of its subsidiaries or fellow subsidiaries was a party subsisting during or at the end of the year ended December 31, 2025.

PERMITTED INDEMNITY PROVISION

Pursuant to the Articles of Association and subject to the applicable laws and regulations, every Director shall be indemnified and secured harmless out of the assets and profits of the Company against all actions, costs, charges, losses, damages and expenses which he/she may incur or sustain by the execution of he/she duty in their offices or otherwise in relation thereto. A permitted indemnity provision as required by the Hong Kong Companies Ordinance is currently in force and was in force for the benefit of the Directors throughout the year ended December 31, 2025.

The Company has arranged appropriate insurance cover for the Directors in connection with the discharge of their responsibilities.

MANAGEMENT CONTRACTS

Save for service contracts of the Directors, no contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into by the Company or existed during the Reporting Period.

DIRECTORS’ RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this annual report regarding the Pre-IPO Share Option Scheme, the First Share Award Scheme, the Second Share Award Scheme and the 2024 Share Scheme, at no time during the Reporting Period was the Company or its holding company or any of its subsidiaries or fellow subsidiaries a party to any arrangements to enable the Directors 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, or any of their spouse or children under the age of 18, had any right to subscribe for equity or debt securities of the Company or any other body corporate, or had exercised any such right.

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

As at December 31, 2025, the interests and short positions of the Directors and chief executive of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations within the meaning of Part XV of the SFO, which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO; or (c) as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

(i) Interests in the Shares and underlying Shares

Name of Director	Number of Shares			Number of underlying Shares interested ⁽⁶⁾	Total interests	Approximate percentage of issued Shares ⁽⁷⁾
	Personal interest ⁽⁶⁾	Corporate interest ⁽⁶⁾	Other interest ⁽⁶⁾			
Mr. Andy Xuan Zhang	153,466,189 (L)	80,000,000 (L) ⁽²⁾ 80,000,000 (S) ⁽²⁾		285,939,868 (L) ⁽¹⁾	519,406,057 (L) 80,000,000 (S)	7.65% 1.18%
Mr. Rodney Ling Kay Tsang	113,871,952 (L)	65,425,748 (L) ⁽³⁾	573,885,842 (L) ⁽⁴⁾	-	753,183,542 (L)	11.10%
Mr. Dong Jiang	28,657,810 (L)			10,000,000 (L) ⁽⁵⁾	38,657,810 (L)	0.57%

Notes:

- (1) Mr. Andy Xuan Zhang's entitlement to receive up to 218,363,921 Shares pursuant to the exercise of options as well as 67,575,947 award Shares granted to him under the 2024 Share Scheme, subject to the conditions (including vesting conditions) of those options and awards.
- (2) The corporate interest of Mr. Andy Xuan Zhang arises through his interest in INIPEAC Limited which is wholly-owned by Mr. Andy Xuan Zhang holds 80,000,000 Shares in long position and 80,000,000 Shares in short position.
- (3) The corporate interest of Mr. Rodney Ling Kay Tsang arises through his interest in each of HCM IV Limited and Hammer Capital Management Limited. HCM IV Limited which holds 3,318,738 Shares, is a wholly-owned subsidiary of Hammer Capital Management Limited. Hammer Capital Management Limited which also holds 62,107,010 Shares, is wholly-owned by Mr. Tsang Ling Kay Rodney. Accordingly, Mr. Tsang Ling Kay Rodney is deemed to be interested in the same number of Shares in which HCM IV Limited and Hammer Capital Management Limited are interested under the SFO.
- (4) The other interest of Mr. Rodney Ling Kay Tsang arises through his deemed interest in the Shares pursuant to the Voting Agreement as defined under note 1 to the section headed "Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares of the Company" of this annual report. Pursuant to the Voting Agreement, Mr. Rodney Ling Kay Tsang, through HCM IV Limited, is entitled to the votes attached to 573,885,842 Shares. Accordingly, Mr. Rodney Ling Kay Tsang, through HCM IV Limited, is deemed to be interested in such Shares under the SFO.
- (5) Such interest represents the 10,000,000 Shares pursuant to the exercise of options granted to Mr. Dong Jiang under the 2024 Share Scheme, subject to the conditions (including vesting conditions) of those options.
- (6) The letters "L" and "S" denote long position and short position in such Shares or underlying Shares, respectively.
- (7) The percentages are calculated on the basis of 6,787,178,701 Shares in issue as at December 31, 2025.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS (CONTINUED)

(ii) Interests in the shares and underlying shares of associated corporations of the Company

Name of Director	Beneficiary of			Number of ordinary shares in Yiche Holding		Approximate percentage of issued shares ⁽⁴⁾
	a trust (other than a discretionary interest)	Personal interest	Number of underlying shares interested ⁽³⁾	Total interests		
Mr. Andy Xuan Zhang	–	–	4,630,000(L) ⁽¹⁾	4,630,000(L)	7.17%	
Mr. Wai Yip Tsang	–	155,482(L)	147,918(L) ⁽²⁾	303,400(L)	0.01%	

Notes:

- (1) Mr. Andy Xuan Zhang's entitlement to shares related to outstanding (i) 1,680,000 underlying shares in respect of the restricted stock units granted; and (ii) 2,950,000 underlying shares in respect of the options granted under Yiche Holding's employee incentive plan.
- (2) Mr. Wai Yip Tsang's entitlement to shares related to outstanding (i) 48,541 underlying shares in respect of the restricted share units granted by Tencent; and (ii) 99,377 underlying shares in respect of the options granted by Tencent.
- (3) The letter "L" denotes long position in such shares or underlying shares.
- (4) The percentage is calculated on the basis of 64,608,739 ordinary shares of Yiche Holding held by Mr. Andy Xuan Zhang and 9,120,235,999 ordinary shares of Tencent, held by Mr. Wai Yip Tsang in issue as at December 31, 2025.

Save as disclosed above, as at December 31, 2025, so far as was known to the Directors and chief executive of the Company, none of the Directors or chief executive of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or its associated corporations which were required to be (a) notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to be interested under such provisions of the SFO); or (b) recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO; or (c) notified to the Company and the Stock Exchange pursuant to the Model Code.

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

As at December 31, 2025, so far as was known to the Directors or chief executive of the Company, the following persons (other than the Directors and chief executive of the Company) had interests and/or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

Name of substantial shareholder	Nature of interest	Number of Shares interested ⁽²⁾	Approximate percentage of issued Shares ⁽³⁾
Tencent Mobility Limited ⁽¹⁾	Beneficial owner	489,922,607 (L)	7.22%
THL H Limited ⁽¹⁾	Beneficial owner	931,604,940 (L)	13.73%
Morespark ⁽¹⁾	Beneficial owner	2,093,833,612 (L)	30.85%
	Beneficial owner	21,106,272 (S)	0.31%
Tencent ⁽¹⁾	Interest of controlled corporation	3,515,361,159 (L)	51.79%
	Interest of controlled corporation	21,106,272 (S)	0.31%
Mr. Rodney Ling Kay Tsang	Beneficial owner	113,871,952 (L)	1.68%
	Interest of controlled corporation	639,311,590 (L)	9.42%

Notes:

- (1) Tencent Mobility Limited which holds 489,922,607 Shares, THL H Limited which holds 931,604,940 Shares, and Morespark which holds 2,093,833,612 Shares in long position and 21,106,272 Shares in short position, are wholly-owned subsidiaries of Tencent. Accordingly, Tencent is deemed to be interested in the same number of Shares in which Tencent Mobility Limited, THL H Limited and Morespark are interested under the SFO. Pursuant to a voting agreement dated March 1, 2025 (the "Voting Agreement"), Tencent has granted a voting proxy to HCM IV Limited in relation to 573,885,842 Shares, representing approximately 8.46% of the issued share capital of the Company as at December 31, 2025.
- (2) Mr. Rodney Ling Kay Tsang who holds 113,871,952 Shares. HCM IV Limited which holds 3,318,738 Shares, is a wholly-owned subsidiary of Hammer Capital Management Limited. Hammer Capital Management Limited which also holds 62,107,010 Shares, is wholly-owned by Mr. Tsang Ling Kay Rodney. Accordingly, Mr. Tsang Ling Kay Rodney is deemed to be interested in the same number of Shares in which HCM IV Limited and Hammer Capital Management Limited are interested under the SFO. In addition, pursuant to the Voting Agreement (as described in note 1 above), Mr. Rodney Ling Kay Tsang, through HCM IV Limited, is entitled to the votes attached to 573,885,842 Shares. Accordingly, Mr. Rodney Ling Kay Tsang, through HCM IV Limited, is deemed to be interested in such Shares under the SFO.
- (3) The letters "L" and "S" denote the substantial shareholder's long position and short position in such Shares, respectively.
- (4) Unless otherwise stated, the percentages are calculated on the basis of 6,787,178,701 Shares in issue as at December 31, 2025.
- (5) Save as disclosed in the section headed "Directors and Senior Management" of this annual report, as at the date of this annual report, none of the Directors was a director or employee of a company which had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Certain numbers and percentage figures included in the table above have been subject to rounding adjustments. Any discrepancies in the table between totals and sums of amounts listed therein are due to rounding.

Save as disclosed above, as at December 31, 2025, the Directors have not been notified by any person (other than the Directors or chief executive of the Company) who had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.



REPORT OF THE DIRECTORS

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Articles of Association or the Cayman Companies Law which would oblige the Company to offer new Shares on a pro-rata basis to the existing Shareholders.

TAX RELIEF AND EXEMPTION

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

DIRECTORS' INTERESTS IN COMPETING BUSINESS

Save and except for the interests of our Controlling Shareholders in the Company, during the year ended December 31, 2025, neither our Controlling Shareholders nor any of our Directors had any interest in a business, apart from the business of our Group, which competes or is likely to compete, directly or indirectly, with our business, which would require disclosure under Rule 8.10 of the Listing Rules.

The Directors are fully aware of, and have been discharging, their fiduciary duty to the Company. The Company and the Directors would comply with the relevant requirements of the Articles of Association and the Listing Rules whenever a Director has any conflict of interest in the transaction(s) with the Company.

CONTRACTS WITH CONTROLLING SHAREHOLDERS

Save as disclosed in the sections headed "Connected Transactions" and "Continuing Connected Transactions" below and Note 32 to the consolidated financial statements in relation to the related party transactions of the Group during the Reporting Period, no contract of significance, or contract of significance for the provision of services, between the Company or any of its subsidiaries or the Consolidated Affiliated Entity and the Controlling Shareholders or any of their subsidiaries has been entered into during the Reporting Period or subsisted as at the end of the Reporting Period.

CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance through its continuous effort in improving its corporate governance practices. Details about the corporate governance practices adopted by the Company are set out in the "Corporate Governance Report" contained in this annual report.

CONNECTED TRANSACTIONS

During the Reporting Period, the Group engaged in certain transactions with the following persons (and/or their respective associates as defined under Rules 14A.07, 14A.12 and 14A.13 as appropriate) that constituted connected transactions under the Listing Rules.

- Bitauto is considered a “connected person” under the Listing Rules by virtue of it being a subsidiary of Tencent, which is the Controlling Shareholder. Bitauto was the Controlling Shareholder until March 5, 2021. Any transactions between the Company and Bitauto and/or its associates are considered as connected transactions pursuant to Rule 14A.25.
- Tencent is considered a “connected person” under the Listing Rules by virtue of it being the Controlling Shareholder. Any transactions between the Company and Tencent and/or its associates are considered as connected transactions pursuant to Rule 14A.25.

CONTINUING CONNECTED TRANSACTIONS

We set out below a summary of the continuing connected transactions for our Group during the Reporting Period, which are subject to the reporting, annual review and announcements but are exempt from independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

1. **Used auto services agreements with Beijing Jingzhengu Information Technology Co., Ltd. (北京精真估信息技术有限公司) (“Jingzhengu”)**

On July 31, 2017, Shanghai Yixin, Beijing Xulu, Beijing KKC and Jingzhengu (an associate of Bitauto) entered into a used auto valuation and inspection services strategic cooperation agreement (“**Used Auto Services Strategic Cooperation Agreement**”) whereby Jingzhengu provides (i) onsite and online used car valuation and used car inspection services for the used cars financed or facilitated by us for a fixed fee per car, and (ii) a free portal on our website taoche.com that our consumers can use to compute or solicit a quotation for the value of a vehicle. The term of the Used Auto Services Strategic Cooperation Agreement commenced on the date of the agreement and expired on December 31, 2019. On December 12, 2019, the Company (through Beijing Xulu) renewed the Used Auto Services Strategic Cooperation Agreement by entering into the 2020-2022 Used Auto Services Strategic Cooperation Agreement (“**2020-2022 Used Auto Services Strategic Cooperation Agreement**”) for three years with the expiration date on December 31, 2022. On December 19, 2022, the Company (through Shanghai Yixin) renewed the above 2020-2022 agreement by entering into the 2023-2025 Used Auto Services Strategic Cooperation Agreement (“**2023-2025 Used Auto Services Strategic Cooperation Agreement**”) with Jingzhengu (a subsidiary of Tencent). The term of the 2023-2025 Used Auto Services Strategic Cooperation Agreement is for three years and commenced on January 1, 2023. Aside from the new annual caps described below, the terms of the 2023-2025 Used Auto Services Strategic Cooperation Agreement (including the pricing policy) are substantially the same as those of the 2020-2022 Used Auto Services Strategic Cooperation Agreement. On December 8, 2025, the Company (through Shanghai Changtu) renewed the 2023-2025 Used Auto Services Strategic Cooperation Agreement by entering into the renewed Used Auto Services Strategic Cooperation Agreement (“**Renewed Used Auto Services Strategic Cooperation Agreement**”) with Jingzhengu. The term of the Renewed Used Auto Services Strategic Cooperation Agreement is for three years and commenced on January 1, 2026.

Jingzhengu provides services to the Group in relation to our used auto business, including onsite and online valuation and inspection. We require inspection services in order to meet our customers’ demand for used automobile inspection services, as well as valuation services for the majority of used automobiles we finance as part of our risk management process and in order to accurately value our cars when they are leased to our customers.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

1. Used auto services agreements with Beijing Jingzhengu Information Technology Co., Ltd. (北京精真估信息技術有限公司) (“Jingzhengu”) (Continued)

The fees payable by us to Jingzhengu outlined above has been determined based on arm’s length discussions and by reference to rates charged by other independent third party service providers for comparable services. The service fee and calculation method were agreed between the parties based on the specific type and usage of the services in each transaction.

The annual cap for and the aggregate fees paid by the Group pursuant to the 2023-2025 Used Auto Services Strategic Cooperation Agreement for the year ended December 31, 2025 is RMB50,000,000 and amounted to approximately RMB40,560,000, respectively.

Further details of the 2023-2025 Used Auto Services Strategic Cooperation Agreement and the Renewed Used Auto Services Strategic Cooperation Agreement are set out in the announcements of the Company dated December 19, 2022 and December 8, 2025, respectively.

2. Advertising Framework Agreement with Beijing Bitauto Interactive

On December 12, 2019, Beijing Xulu entered into the advertising framework agreement (the “**Advertising Framework Agreement**”) with Beijing Bitauto Interactive (an associate of Bitauto), pursuant to which Beijing Bitauto Interactive or its affiliated companies shall provide certain services to the Group including but not limited to brand, product and website promotion on online and offline platforms which Beijing Bitauto Interactive or its affiliated companies operates, controls or cooperates with. In exchange, the Group shall pay Beijing Bitauto Interactive or its affiliated companies a fee. The term of the Advertising Framework Agreement is for three years and commenced on January 1, 2020. On December 16, 2022, the Company, through Xinjiang Wanhong, renewed the above agreement by entering into the renewed Advertising Framework Agreement (“**Renewed Advertising Framework Agreement**”) with Beijing Bitauto Interactive (a subsidiary of Tencent). The term of the Renewed Advertising Framework Agreement is for three years and commenced on January 1, 2023. Aside from the new annual caps described below, the terms of the Renewed Advertising Framework Agreement (including the pricing policy) are substantially the same as those of the Advertising Framework Agreement.

The fee payable by the Group under the Renewed Advertising Framework Agreement was determined after arm’s length negotiation between the parties and with reference to the market rates for advertising services of comparable specifications, for a similar number of days, time and format of advertisement. The terms were no less favourable to the Company than those which could be obtained from independent third party suppliers. With regard to advertising services, the service fees are calculated based on the cost per click, the cost per reach, the cost per download, the cost for the duration of advertising, the cost per sales made from the advertising, the complexity of the advertisement and the distribution means of the advertisement.

The annual cap for and the aggregate fees paid by the Group pursuant to the Renewed Advertising Framework Agreement for the year ended December 31, 2025 is RMB110,000,000 and amounted to approximately RMB27,000, respectively.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

2. Advertising Framework Agreement with Beijing Bitauto Interactive (Continued)

By entering into the Renewed Advertising Framework Agreement, the Group can utilise the leading automobile promotion platform of Beijing Bitauto Interactive and its associates and increase its potential to reach new customers.

Further details of the Renewed Advertising Framework Agreement are set out in the announcement of the Company dated December 16, 2022.

3. Promotional Services Framework Agreement with Tencent Computer

On August 22, 2022, Tianjin Hengtong entered into a supplemental agreement (“**Supplemental Agreement**”) with Tencent Computer (an associate of Tencent), which is a supplemental agreement to the previous cooperation agreement (“**Previous Cooperation Agreement**”) previously entered into by the same parties. Pursuant to the Previous Cooperation Agreement, Tencent Computer shall provide certain promotional services to the Group in return for a service fee and the term of which expired on December 31, 2022 (subject to renewal). As there is a strong business need to establish a long term business relationship with Tencent, the parties entered into the Supplemental Agreement which provides a framework for the continued provision of the promotional services, sets the annual caps, and extends the original term under the Previous Cooperation Agreement to December 31, 2024. On December 4, 2024, the Company (through Tianjin Hengtong) renewed the Previous Cooperation Agreement (as amended and supplemented by the Supplemental Agreement) by entering into the Promotional Services Framework Agreement (“**Promotional Services Framework Agreement**”) with Tencent Computer. The term of the Renewed Promotional Services Framework Agreement is for three years and commenced on January 1, 2025.

The service fees payable by the Group under the subsequent agreement to be entered into under the Promotional Services Framework Agreement were determined after arm’s length negotiation between the parties and with reference to, including but not limited to, (i) the market rates for promotional services of a similar nature, (ii) the number of customers who successfully applied for the financial products of the Group through the certain online websites and platforms of Tencent Computer (“**Tencent Platforms**”), (iii) the total financing amount of such financial products successfully applied for through the Tencent Platforms, and (iv) the scope of services and terms and conditions under each subsequent cooperation agreement. The service fees shall be calculated as a percentage of the financing amount of the financial products successfully applied for by customers of Tianjin Hengtong (or any of its associates) through the Tencent Platforms. The aforementioned percentage shall be determined based on the official price lists or business policies issued by Tencent Computer from time to time that are applicable to all of its other independent third party customers.

The annual caps for the Promotional Services Framework Agreement for each of the three years ending December 31, 2025, 2026 and 2027 are RMB20,000,000, RMB30,000,000 and RMB40,000,000, respectively. The aggregate fee paid by the Group pursuant to the Promotional Services Framework Agreement for the year ended December 31, 2025 amounted to approximately RMB456,000.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

3. Promotional Services Framework Agreement with Tencent Computer (Continued)

By entering into the Promotional Services Framework Agreement, the Company can leverage Tencent's large user base and attract more consumers to the products and services of the Group in order to enlarge the customer base of the Group and enhance business growth.

Further details of the Previous Cooperation Agreement (as amended and supplemented by the Supplemental Agreement) and the Promotional Services Framework Agreement are set out in the announcements of the Company dated August 22, 2022 and December 4, 2024, respectively.

4. PRC Tencent Cloud Services Agreement with Beijing Tencent Cloud

On December 21, 2023, Shanghai Yixin and Beijing Tencent Cloud (an associate of Tencent) entered into a framework agreement ("**PRC Tencent Cloud Services Agreement**") in relation to the provision of certain Tencent cloud services, such as internet resources ancillary services, which include but are not limited to computing and storage services and database services, by Beijing Tencent Cloud to the Group for a term of three years commencing from January 1, 2024. The Group shall in return pay service fees to Beijing Tencent Cloud.

The service fee shall be determined based on (i) a predetermined pricing mechanism set by Beijing Tencent Cloud, which is published on Beijing Tencent Cloud's official website and similar to fee rates offered to other third parties, (ii) the exact type of services involved, the scope of the services to be provided and the terms and conditions of such services, (iii) the specific duration or frequency of each services to be provided, and (iv) the specific terms and conditions of each services to be provided.

The annual caps for the transaction amounts under the PRC Tencent Cloud Services Agreement for the year ended December 31, 2025 and the year ending December 31, 2026 are RMB9,600,000 and RMB11,600,000 respectively. The aggregate fees paid by the Group for the year ended December 31, 2025 amounted to approximately RMB5,513,000.

The Company believes that the procurement of high-quality technological products and services from Tencent, its subsidiaries and controlled entities (the "**Tencent Group**"), especially cloud services provided by Beijing Tencent Cloud, will provide the Group with the necessary technologies to further develop its business, and obtaining such outsourced services from an integrated service provider is a cost-effective alternative to building all of the supporting technology infrastructure internally. Through the PRC Tencent Cloud Services Agreement, the Group will be able to reduce unnecessary management resources and costs incurred from reconciling and integrating its various operating systems, purchasing additional technology hardware and tools, as well as recruiting additional full-time information technology and maintenance staff.

Further details of the PRC Tencent Cloud Services Agreement are set out in the announcement of the Company dated December 21, 2023.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

5. Singapore Tencent Cloud Services Agreement with Singapore Tencent Cloud

On December 29, 2023, X Star and Singapore Tencent Cloud (an associate of Tencent) entered into a framework agreement (“**Singapore Tencent Cloud Services Agreement**”) in relation to the provision of certain Tencent cloud services, such as internet resources ancillary services, which include but are not limited to computing and storage services and database services, by Singapore Tencent Cloud to the Group for a term of three years commencing from January 1, 2024. The Group shall in return pay service fees to Singapore Tencent Cloud.

The service fee shall be determined based on (i) a predetermined pricing mechanism set by Singapore Tencent Cloud, which is published on Singapore Tencent Cloud’s official website and similar to fee rates offered to other third parties, (ii) the exact type of services involved, the scope of the services to be provided and the terms and conditions of such services, (iii) the specific duration or frequency of each services to be provided, and (iv) the specific terms and conditions of each services to be provided.

The annual caps for the transaction amounts under the Singapore Tencent Cloud Services Agreement for the year ended December 31, 2025 and the year ending December 31, 2026 are USD608,000 (equivalent to approximately RMB4,300,000) and USD975,000 (equivalent to approximately RMB6,900,000) respectively. The aggregate fees paid by the Group for the year ended December 31, 2025 amounted to approximately USD19,000 (equivalent to approximately RMB137,000).

The Company believes that the procurement of high-quality technological products and services from the Tencent Group, especially cloud services provided by Singapore Tencent Cloud, will provide the Group with the necessary technologies to further develop its business, and obtaining such outsourced services from an integrated service provider is a cost-effective alternative to building all of the supporting technology infrastructure internally. Through the Singapore Tencent Cloud Services Agreement, the Group will be able to reduce unnecessary management resources and costs incurred from reconciling and integrating its various operating systems, purchasing additional technology hardware and tools, as well as recruiting additional full-time information technology and maintenance staff.

Further details of the Singapore Tencent Cloud Services Agreement are set out in the announcement of the Company dated December 29, 2023.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

6. Technical Support and Consulting Services Agreements with Beijing Bitcar Interactive

On December 4, 2024, Xinjiang Wanxing and Beijing Bitcar Interactive (an associate of Tencent) entered into a supplemental agreement in relation to the previous services agreement in respect of the Technical Support and Consulting Services, which was due to expire on December 31, 2024 (collectively, the “**Technical Support and Consulting Services Agreements**”). The Technical Support and Consulting Services Agreements provided for the continued provision of the Technical Support and Consulting Services, set the annual caps, and extended the original term under the previous services agreement to December 31, 2025. On December 11, 2025, the Company (through Xinjiang Wanxing) renewed the Technical Support and Consulting Services Agreements by entering into the renewed Technical Support and Consulting Services Agreement (“**Renewed Technical Support and Consulting Services Agreement**”) with Beijing Bitcar Interactive (a subsidiary of Tencent). The term of the Renewed Technical Support and Consulting Services Agreement is for three years and commenced on January 1, 2026.

The services fees payable by Beijing Bitcar Interactive to Xinjiang Wanxing comprise two components, namely (i) the service fee payable for each of the fraud warning messages generated by the anti-fraud system and (ii) the basic annual service fee. The service fee for fraud warning messages generated by the anti-fraud system shall be calculated by multiplying the pre-determined rate of RMB0.45 per warning message with the actual usage volume as recorded in the anti-fraud system of Xinjiang Wanxing for each quarter. Such service fee shall be settled by Beijing Bitcar Interactive on a quarterly basis within the prescribed time limit after Beijing Bitcar Interactive has verified the particulars of usage volume and Xinjiang Wanxing has issued quarterly invoice to Beijing Bitcar Interactive. The basic annual service fee shall be a fixed sum of RMB16,200, which shall be settled by Beijing Bitcar Interactive on an annual basis within the prescribed time limit after its receipt of invoice and payment notification from Xinjiang Wanxing.

The annual cap for and the aggregate fees paid by the Group pursuant to the Technical Support and Consulting Services Agreements for the year ended December 31, 2025 is RMB11,000,000 and amounted to approximately RMB11,000,000, respectively.

As part of the Group’s FinTech (SaaS) business, the Group continuously enhances its technological innovation capabilities and leverages artificial intelligence and other technologies to offer multitiered software products to industry partners. In particular, one of the core competitive advantages of the Group is its robust risk control technology, including but not limited to the anti-fraud system of Xinjiang Wanxing. The Technical Support and Consulting Services Agreements enables the Group to leverage on its expertise and benefit from the increased revenues generated from the continued provision of the Technical Support and Consulting Services to Beijing Bitcar Interactive for a longer term, as well as to set the annual caps which better reflect the current anticipation of increased demand for such services.

Further details of the Technical Support and Consulting Services Agreements and the Renewed Technical Support and Consulting Services Agreement are set out in the announcements of the Company dated December 4, 2024 and December 11, 2025, respectively.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

Confirmation from the independent non-executive Directors

Our independent non-executive Directors have reviewed the continuing connected transactions mentioned under sections (1) to (6) above (the “**Continuing Connected Transactions**”), and confirmed that the Continuing Connected Transactions have been entered into:

- (a) in the ordinary and usual course of business of the Group;
- (b) on normal commercial terms or better; and
- (c) according to relevant agreements governing them, on terms that are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Confirmation from the Auditor

Pursuant to Rule 14A.56 of the Listing Rules, the Company has engaged the Auditor to conduct certain procedures in respect of the continuing connected transactions of the Group for the year ended December 31, 2025, in accordance with the Hong Kong Standard on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” and with reference to Practice Note 740 (Revised) “Auditor’s Letter on Continuing Connected Transactions under the Hong Kong Listing Rules” issued by the HKICPA.

Pursuant to the waiver dated November 2, 2017 granted by the Stock Exchange from strict compliance with the requirements of setting an annual cap under Rule 14A.53 of the Listing Rules for the transactions with Beijing Xulu under the contractual arrangements, the Auditor has confirmed in a letter to the Board that, with respect to the aforesaid continuing connected transactions entered into by the Group for the year ended December 31, 2025:

- (a) nothing has come to their attention that causes them to believe that the disclosed continuing connected transactions have not been approved by the Board;
- (b) for transactions involving the provision of goods or services by the Group, nothing has come to their attention that causes them to believe that the transactions were not, in all material respects, in accordance with the pricing policies of the Group;
- (c) nothing has come to their attention that causes them to believe that the transactions were not entered into, in all material respects, in accordance with the relevant agreements governing such transactions;
- (d) with respect to the aggregate amount of the continuing connected transactions other than those transactions with Beijing Xulu set out in the section headed “New Contractual Arrangements” in this Report of the Directors, nothing has come to their attention that causes them to believe that the disclosed continuing connected transactions have exceeded the annual cap as set by the Company; and
- (e) with respect of the disclosed continuing connected transactions with Beijing Xulu under the New Contractual Arrangements, nothing has come to their attention that causes them to believe that dividends or other distributions have been made by Beijing Xulu to the holders of the equity interests of Beijing Xulu which are not otherwise subsequently assigned or transferred to the Group.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

Confirmation from the Auditor (Continued)

A summary of all significant transactions with related parties (the “**Related Party Transactions**”) entered into by the Group during the Reporting Period is contained in Note 32 to the consolidated financial statements. During the Reporting Period, only (i), (iv), (v) of the Related Party Transactions in Note 32(c) therein constituted connected transactions or continuing connected transactions of the Company which should be disclosed pursuant to the Listing Rules. The Company has complied with the requirements prescribed in Chapter 14A of the Listing Rules with respect to the connected transactions and continuing connected transactions entered into by the Group during the year under review.

7. New Contractual Arrangements

Reference is made to the waiver granted by the Stock Exchange to the Company from the strict compliance with the applicable disclosure, reporting and independent shareholders’ approval requirements under Chapter 14A of the Listing Rules after the completion of the Listing.

For the purposes of Chapter 14A of the Listing Rules, and in particular the definition of “connected person”, the Consolidated Affiliated Entity was treated as the Company’s wholly-owned subsidiary, and its directors, chief executives or Substantial Shareholders (as defined in the Listing Rules) and their respective associates are treated as the Company’s “connected person”.

Reasons for the New Contractual Arrangements

Our Company operates an online automobile transaction platform in China and is primarily engaged in providing automobile transaction platform and self-operated automobile financing services, through its online channels, transaction service teams, and auto dealer cooperative network across China. The operation of mobile apps and the provision of online information services (the “**Relevant Businesses**”) are subject to foreign investment restrictions under PRC law.

Our Consolidated Affiliated Entity was established under the laws of the PRC. We do not directly own any equity interest in Beijing Xulu, which is currently held by Tianjin Jushen Information Technology Co., Ltd. (天津聚莘信息技術有限公司) (“**Tianjin Jushen**”), Shenzhen Tencent Industry Investment Fund Co., Ltd. (深圳市騰訊產業投資基金有限公司) (“**Shenzhen Tencent**”) and Beijing Jiasheng Investment Management Co., Ltd. (北京甲盛投資管理有限公司) (“**Beijing JD**”) as to 55.7%, 26.6% and 17.7%, respectively (the “**Nominal Shareholders**”). Shenzhen Tencent, Beijing JD and Tianjin Jushen are all domestic companies of the PRC. Tianjin Jushen is wholly-owned by Mr. Bi Jianjun (畢建軍), who is a PRC citizen and the senior vice president of the asset management department of the Group.

Beijing Xulu was established on January 9, 2015, with its company name changed from Beijing Yixin Information Technology Co., Ltd.* (北京易鑫信息科技有限公同) to Beijing Xulu Information Technology Co., Ltd.* (北京序祿信息科技有限公同) with effect from October 21, 2024. The main business of Beijing Xulu is the provision of internet information services through mobile-based apps including Yixin Finance (易鑫金融), and websites, including daikuan.com. Beijing Xulu currently holds a value-added telecommunications business operating license.

* for identification purposes only

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

Reasons for the New Contractual Arrangements (Continued)

Since the Relevant Businesses are classified as foreign investment restricted under applicable PRC laws, regulations or rules and there is no clear guidance or interpretation on applicable qualification requirements, we cannot hold any direct interest in Beijing Xulu, which currently holds and is expected to hold certain licenses and permits required for the operation of the Relevant Businesses.

In order to comply with PRC laws and regulations and maintain effective control over all of our operations, we entered into the Contractual Arrangements on August 10, 2017. Under the Contractual Arrangements, Beijing KKC had acquired effective control over the financial and operational policies of Beijing Xulu and had become entitled to all the economic benefits derived from its operations. On October 4, 2018, we entered into the New Contractual Arrangements (which have terms and conditions substantially the same as the Contractual Arrangements) mainly for the change of one of the nominal shareholders of Beijing Xulu from Mr. Bo Han to Tianjin Jushen. The Contractual Arrangements were terminated concurrently. We believe that the New Contractual Arrangements are narrowly tailored as they are used to enable the Group to conduct businesses in industries that are subject to foreign investment restrictions in the PRC.

Our Directors believe that the New Contractual Arrangements are fair and reasonable because: (i) the New Contractual Arrangements were freely negotiated and entered into between the parties thereto, (ii) by entering into the Exclusive Business Cooperation Agreement (as defined in the section headed “Continuing Connected Transactions” in this annual report) with Tianjin Kars (which is a PRC subsidiary of the Company), Beijing Xulu will enjoy better economic and technical support from us, as well as a better market reputation, and (iii) a number of other companies use similar arrangements to accomplish the same purpose.

Risks relating to the New Contractual Arrangements

We believe the following risks are associated with the New Contractual Arrangements. Further details of these risks are set out on pages 57 to 64 of the Prospectus and the announcement of the Company dated October 4, 2018.

- If the PRC government finds that the contractual agreements that establish the structure for operating certain of our businesses in China do not comply with applicable PRC governmental restrictions on foreign investment in these businesses, or if these regulations or the interpretation of existing regulations change in the future, we could be subject to severe penalties or be forced to relinquish our interests in those operations.
- We rely on contractual arrangements with our variable interest entity and its nominal shareholders for certain of our business operations in China, which may not be as effective in providing operational control or enabling us to derive economic benefits as through ownership of controlling equity interest.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

Risks relating to the New Contractual Arrangements (Continued)

- We conduct our online business operation in the PRC through our Consolidated Affiliated Entity by way of the contractual arrangements, but certain of the terms of the contractual arrangements may not be enforceable under PRC laws and our ability to enforce the contractual agreements between us and the variable interest entity's nominal shareholders may be subject to limitations based on PRC laws and regulations.
- The nominal shareholders of our Consolidated Affiliated Entity may have potential conflicts of interest with us, which may materially and adversely affect our business and financial condition.
- Contractual arrangements with our Consolidated Affiliated Entity and our principal shareholders may be subject to scrutiny by the PRC tax authorities and may result in a finding that we and our Consolidated Affiliated Entity owe additional taxes or are ineligible for tax exemption, or both, which could substantially increase our taxes owed and thereby reduce our net income.
- Substantial uncertainties exist with respect to the interpretation and implementation of the Foreign Investment Law of the PRC and the Implementing Regulations of the Foreign Investment Law of the PRC and how it may impact the viability of our current corporate structure, corporate governance and business operations.

New Contractual Arrangements in place

The New Contractual Arrangements which were in place during the Reporting Period and a brief description of the major terms of the structured contracts under the New Contractual Arrangements are as follows:

1. Exclusive business cooperation agreements

Beijing Xulu entered into a new exclusive business cooperation agreement with Tianjin Kars on October 4, 2018 (the “**Exclusive Business Cooperation Agreement**”), pursuant to which Beijing Xulu agreed to engage Tianjin Kars as its exclusive provider of business support, technical and consulting services, including technical services, network support, business consultation, equipment, leasing, marketing consultancy, customer order management and customer services, system integration and maintenance, in exchange for service fees. Under these arrangements, the service fees shall consist of an amount to be determined by Tianjin Kars and Beijing Xulu in writing through negotiation after consideration of certain factors.

As of December 31, 2024, the accumulated losses of Beijing Xulu amounted to RMB1,666 million (2023: RMB1,444 million). Tianjin Kars enjoys all the economic benefits derived from the businesses of Beijing Xulu and bears Beijing Xulu's business risks. If Beijing Xulu runs into financial deficit or suffers severe operation difficulties, Tianjin Kars will provide financial support to Beijing Xulu.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

New Contractual Arrangements in place (Continued)

2. Exclusive option agreements

Beijing Xulu and each of the Nominal Shareholders entered into a new exclusive option agreement with Tianjin Kars on October 4, 2018 (the “**Exclusive Option Agreements**”), pursuant to which each Nominal Shareholder granted Tianjin Kars an irrevocable and exclusive right to purchase, or designate one or more persons (each, a “**designee**”) to purchase the equity interests in Beijing Xulu (the “**Optioned Interests**”) then held by such Nominal Shareholder once or at multiple times at any time in part or in whole at Tianjin Kars’s sole and absolute discretion, to the extent permitted under the applicable PRC laws. Where Tianjin Kars chooses to purchase the Optioned Interest, each of the Nominal Shareholders shall cause Beijing Xulu to promptly convene a shareholders’ meeting, at which a resolution shall be adopted approving the Nominal Shareholder’s transfer of the Optioned Interests to Tianjin Kars and/or its designee.

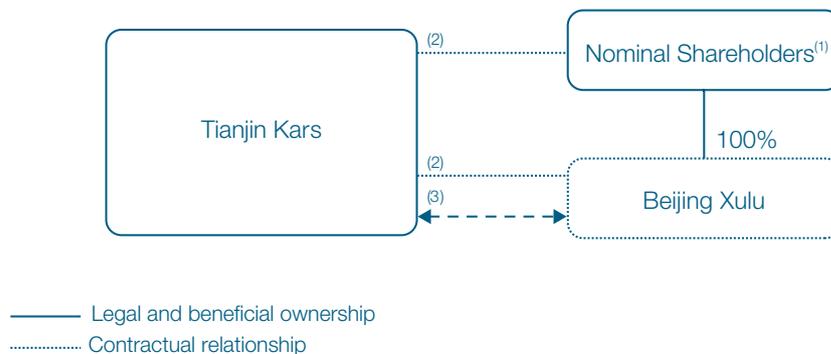
3. Equity interest pledge agreements

Tianjin Kars, each of the Nominal Shareholders and Beijing Xulu entered into a new equity pledge agreements on October 4, 2018 (the “**Equity Interest Pledge Agreements**”), pursuant to which each of the Nominal Shareholders agreed to pledge all their respective equity interests in Beijing Xulu that they own, including any interest or dividend paid for the shares, to Tianjin Kars as a security interest to guarantee the performance of contractual obligations and the payment of outstanding debts of Beijing Xulu and each of the Nominal Shareholders under the Exclusive Business Cooperation Agreement, the Exclusive Option Agreements and the Powers of Attorney (as defined below).

4. Powers of attorney

Beijing Xulu, each of the Nominal Shareholders and Tianjin Kars entered into a new power of attorney on October 4, 2018 (the “**Powers of Attorney**”), pursuant to which each of the Nominal Shareholders irrevocably appointed Tianjin Kars (as well as its successors, including a liquidator, if any, replacing Tianjin Kars) or its designee(s) (including its directors) as its exclusive agent and attorney to act on its behalf on all matters concerning Beijing Xulu and to exercise all of its rights as a registered shareholder of Beijing Xulu.

The following simplified diagram illustrates the flow of economic benefits from Beijing Xulu to our Group stipulated under the New Contractual Arrangements:



CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

New Contractual Arrangements in place (Continued)

Notes:

- (1) The Nominal Shareholders of Beijing Xulu are Tianjin Jushen, Shenzhen Tencent and Beijing JD holding 55.7%, 26.6% and 17.7% of the equity interests in Beijing Xulu, respectively.
- (2) The Nominal Shareholders executed the powers of attorney in favor of Tianjin Kars to exercise all shareholders' rights in Beijing Xulu. Please refer to the announcement of the Company dated October 4, 2018 for further details.

The Nominal Shareholders executed exclusive options in favor of Tianjin Kars to acquire all or part of the equity interest in and/or assets of Beijing Xulu. Please refer to the announcement of the Company dated October 4, 2018 for further details.

The Nominal Shareholders granted first priority security interest in favor of Tianjin Kars over the entire equity interest in Beijing Xulu. Please refer to the announcement of the Company dated October 4, 2018 for further details.
- (3) Beijing Xulu will pay services fees to Tianjin Kars in exchange for business support and technical and consulting services. Please refer to the announcement of the Company dated October 4, 2018 for further details.

There are neither other new contractual arrangements entered into, renewed or reproduced between the Group and the Consolidated Affiliated Entity during the financial year ended December 31, 2025, nor material change in the New Contractual Arrangements and/or the circumstances under which they were adopted for the year ended December 31, 2025.

For the year ended December 31, 2025, none of the New Contractual Arrangements has been unwound as none of the restrictions that led to the adoption of structured contracts under the New Contractual Arrangements has been removed.

We have been advised by our PRC Legal Advisor that the New Contractual Arrangements do not violate the relevant PRC laws and regulations.

The revenue of Beijing Xulu for the years ended December 31, 2025 and 2024 were RMB0.05 million and RMB0.11 million, respectively.

For the year ended December 31, 2025, the revenue of Beijing Xulu amounted to approximately 0.00% (2024: 0.00%) of the revenue of the Group.

Mitigation actions taken by the Company

Our management works closely with Tianjin Jushen, Shenzhen Tencent and Beijing JD and our external legal counsels and advisors to monitor the regulatory environment and developments in PRC laws and regulations to mitigate the risks associated with the New Contractual Arrangements during the Reporting Period. We also continue to expand our experience in the value-added telecommunications business overseas, as further discussed under the section headed "Continuing Connected Transactions" of this annual report.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

The extent to which the New Contractual Arrangements relate to requirements other than the foreign ownership restriction

All of the New Contractual Arrangements are subject to the restrictions as set out on pages 57 to 64 of the Prospectus and the announcement of the Company dated October 4, 2018.

Listing Rules Implications

The highest applicable percentage ratios (other than the profits ratio) under the Listing Rules in respect of the transactions associated with the New Contractual Arrangements are expected to be more than 5%. As such, the transactions will be subject to the reporting, annual review, announcement and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Waiver from the Stock Exchange and annual review

The Stock Exchange has granted the Company a waiver (the "**IPO Waiver**") pursuant to Rule 14A.105 of the Listing Rules from strict compliance with (i) the announcement and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules in respect of the transactions under the Contractual Arrangements; (ii) the requirement of setting a maximum aggregate annual value, i.e. an annual cap, under Rule 14A.53 of the Listing Rules for the transactions under the Contractual Arrangements; and (iii) the requirement of limiting the term of the Contractual Arrangements to three years or less under Rule 14A.52 of the Listing Rules, for so long as the Shares are listed on the Stock Exchange subject to the following conditions:

- (a) no change to the Contractual Arrangements without independent non-executive Directors' approval;
- (b) no change to the Contractual Arrangements without independent Shareholders' approval;
- (c) the Contractual Arrangements shall continue to enable our Group to receive the economic benefits derived by the Consolidated Affiliated Entity;
- (d) the Contractual Arrangements may be renewed and/or reproduced upon expiry or when justified by business expediency, without obtaining the approval of the Shareholders, on substantially the same terms and conditions as the Contractual Arrangements; and
- (e) our Group will disclose details relating to the Contractual Arrangements on an ongoing basis.

Since the New Contractual Arrangements are reproduced from the Contractual Arrangements as provided under the conditions of the IPO Waiver, the Company has sought confirmation from the Stock Exchange, and the Stock Exchange has confirmed, that the transactions contemplated under the New Contractual Arrangements would fall within the scope of the waiver from the requirements of Chapter 14A of the Listing Rules as set out in the IPO Waiver and are exempt from (i) the announcement, circular and the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules, (ii) the requirement of setting an annual cap for the transactions under the New Contractual Arrangements under Rule 14A.53 of the Listing Rules, and (iii) the requirement of limiting the term of the New Contractual Arrangements to three years or less under 14A.52 of the Listing Rules, for so long as the Shares are listed on the Stock Exchange, subject to compliance with the same conditions of the IPO Waiver.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

Qualification requirements

PRC law currently limits foreign ownership of companies that provide value-added telecommunications services (including internet information services other than operating e-commerce business, domestic multi-party communication services, store-and-forward business, and call center business) in the PRC for not more than 50%. Pursuant to the Provisions on Administration of Foreign Invested Telecommunications Enterprises promulgated by the State Council on December 11, 2001 and amended on February 6, 2016 (the “**FITE Regulation (2016 version)**”), for a foreign investor to obtain any equity interest in a value-added telecommunications company in China, it must satisfy the Certain Qualification Requirements. Foreign investors that meet these requirements must obtain approvals from the MIIT or its authorized local counterparts, which retain considerable discretion in granting such approvals. On March 29, 2022, the Decision of the State Council on Revising and Repealing Certain Administrative Regulations, which took effect on May 1, 2022, was promulgated to amend certain provisions of regulations including the FITE Regulation (2016 Version). Pursuant to the revised Provisions on Administration of Foreign Invested Telecommunications Enterprises (the “**FITE Regulation (2022 Version)**”), the foreign investor contemplating to acquire equity interests in a value-added telecommunications services provider in China will not be required to demonstrate good track records and experience in operating a value-added telecommunication business overseas. Additionally, on April 8, 2024, the MIIT issued the Notice on Carrying Out the Pilot Work of Expanding the Opening up of Value-Added Telecommunications Services, which provides, among others, the removal of foreign ownership ratio restrictions for specific value-added telecommunications services (including Internet Data Centers (IDC), Content Delivery Networks (CDN), Internet Access Services (ISP), online data processing and transaction processing services, and information release platform and transmission services (excluding internet news information, online publishing, online audio-visual, and internet cultural operation), and information protection and processing services under catalog of information services) in the pilot areas of Beijing, Shanghai, Hainan, and Shenzhen. Foreign-invested companies that plan to carry out the aforementioned value-added telecommunications services in the pilot areas and meet specific business operation requirements should apply to the MIIT for a pilot approval of value-added telecommunications business operations. The MIIT will have discretion as to whether to grant the license. However, there remains substantial uncertainties as to whether in practice the Certain Qualification Requirements will still be applicable, and whether and what other qualification requirements will be imposed on or applicable to, a foreign investor with respect to holding equity interest in a value-added telecommunications services provider in China, as well as with the interpretation and implementation of existing and future regulations in this regard. If it is determined in the future that there is no substantial restriction on issuance of value-added telecommunications business operating licenses to foreign-invested companies, it is uncertain whether we can, or how long it will take us to, reorganize the equity structure of Beijing Xulu and obtain a new value-added telecommunications business operating license from the MIIT.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

Efforts and actions undertaken to comply with the Certain Qualification Requirements

Despite the lack of clear guidance or interpretation on the Certain Qualification Requirements and the abolition of such requirements under the FITE Regulation (2022 Version), we have been gradually building up our track record of overseas value-added telecommunications business operations for the purposes of being qualified, as early as possible, to acquire equity interests in Beijing Xulu when the relevant PRC laws allow foreign investors to invest and to hold a majority interest in value-added telecommunications enterprises in the PRC. We are in the process of expanding our overseas value-added telecommunications business through our overseas subsidiaries. We have taken the following measures to meet the Certain Qualification Requirements:

1. Yixin HK has been incorporated in Hong Kong since November 2014 for the purposes of establishing and expanding our operations overseas;
2. We have registered several trademarks outside the PRC for the promotion of our Relevant Businesses overseas;
3. Yixin HK has set up an office and employed staff in Hong Kong for the expansion of our operations overseas;
4. Our Company has constructed its overseas website, www.yixincars.com, which is primarily for introducing our Group's business to users and investor relations purpose. The Company plans to utilize this website to help overseas investors to better understand our products and business, and our website will have links to re-direct the users to our domestic website. Through this overseas website, we can capture and analyze overseas user data in order to provide helpful insights for our overseas expansion plans; and
5. Our Company has commenced feasibility studies on the further development of marketing to overseas markets and potential investments or acquisitions in order to optimize its strategic plan for expanding its current businesses to overseas markets.

Subject to the discretion of the competent authority on a case-by-case basis whether the Group has fulfilled the Certain Qualification Requirements and other qualification requirements (if any), our PRC Legal Advisor is of the view that the above steps taken by us are reasonable and appropriate for gradually building up a track record to meet the Certain Qualification Requirements as our Company will have experience in providing value-added telecommunications services in overseas markets, which is in accordance with the FITE Regulations (2016 Version). In addition, we will remain abreast of any regulatory developments and continuously assess whether we meet all qualification requirements, with a view to unwinding the New Contractual Arrangements wholly or partially as and when practicable and permissible under the prevailing PRC laws.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

An overview of the relevant PRC laws and regulations

Since foreign investment in certain areas of the industry in which we currently operate is subject to restrictions under current PRC laws and regulations outlined above and there is significant uncertainty as to whether our Company will obtain a pilot approval of value-added telecommunications business operations, we determined that it was not viable for our Company to hold our Consolidated Affiliated Entity directly through equity ownership. Instead, we decided that, in line with common practice in industries in the PRC subject to foreign investment restrictions and qualification requirements, the Company would gain effective control over, and receive all the economic benefits generated by the businesses currently operated by our Consolidated Affiliated Entity through the New Contractual Arrangements between Tianjin Kars, the Company's wholly-owned subsidiaries in the PRC, on the one hand, and Beijing Xulu and its nominal shareholders, on the other hand. The New Contractual Arrangements allow the results of operations and assets and liabilities of Beijing Xulu and its subsidiaries to be consolidated into our results of operations and assets and liabilities under IFRSs as if they were wholly-owned subsidiaries of our Group.

On July 6, 2021, certain PRC regulatory authorities issued Opinions on Strictly Cracking Down on Illegal Securities Activities 《關於依法從嚴打擊證券違法活動的意見》 which further emphasized the need to strengthen cross-border collaboration on law enforcement and regulation of securities law in three ways:

(i) strengthening joint regulatory oversight, including improving relevant laws and regulations on data security, cross-border data flow, classified information management etc. and strengthening the standardized management of cross-border data transmission mechanism and process; (ii) strengthening the supervision of China-based overseas-listed companies, including promoting the construction of relevant regulatory systems to deal with the risks and emergencies of China-based overseas-listed companies; (iii) establishing a comprehensive overseas regulatory system for overseas capital markets, including formulating the judicial interpretation and supplementary rules for provisions of the securities law that are applicable overseas.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

An overview of the relevant PRC laws and regulations (Continued)

Subsequently, on February 17, 2023, the China Securities Regulatory Commission (the “**CSRC**”) promulgated the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies 《境內企業境外發行證券和上市管理試行辦法》 (the “**Overseas Listing Trial Measures**”), and the relevant guidelines, which took effect on March 31, 2023. The Overseas Listing Trial Measures comprehensively improved and reformed the existing regulatory regime for overseas securities offering and listing activities by PRC domestic companies and regulate both direct and indirect overseas securities offering and listing activities by PRC domestic companies by adopting a filing-based regulatory regime. On the same day, the CSRC also held a press conference for the release of the Overseas Listing Trial Measures and issued the Notice on Administration for the Filing of Overseas Offering and Listing by Domestic Companies 《關於境內企業境外發行上市備案管理安排的通知》, which, among others, clarifies that those domestic companies that fall within the scope to fulfil the filing procedure and have been listed overseas before March 31, 2023 shall be regarded as “existing issuers”. Such existing issuers are not required to perform the filing procedures immediately but shall fulfill the filing procedures as required if they conduct follow-on financing or are involved in other activities which require filing with the CSRC in the future. The Overseas Listing Trial Measures also require subsequent reports to be filed with the CSRC on material events, such as change of control or voluntary or forced delisting of the issuer(s) who have completed overseas offerings and listings. In addition, on February 24, 2023, the CSRC, together with other PRC government authorities, released the Provisions on Strengthening the Confidentiality and Archives Administration Related to the Overseas Securities Offering and Listing by Domestic Enterprises 《關於加強境內企業境外發行證券和上市相關保密和檔案管理工作的規定》 (the “**Confidentiality and Archives Administration Provisions**”), which came into effect on March 31, 2023. The Confidentiality and Archives Administration Provisions require, among others, that PRC domestic enterprises seeking to offer and list securities in overseas markets, either directly or indirectly, shall establish the confidentiality and archives system, and shall complete approval and filing procedures with competent authorities, if such PRC domestic enterprises or their overseas listing entities provide or publicly disclose documents or materials involving state secrets and work secrets of PRC government agencies to relevant securities companies, securities service institutions, overseas regulatory agencies and other entities and individuals. It further stipulates that providing or publicly disclosing documents and materials which may adversely affect national security or public interests, and accounting files or copies of important preservation value to the state and society shall be subject to corresponding procedures in accordance with relevant laws and regulations. Given that the Overseas Listing Trial Measures and the Confidentiality and Archives Administration Provisions were recently promulgated, there remain uncertainties as to their interpretation, application, and enforcement and how they will affect our operations and our future financing. If it is determined that we are subject to any CSRC approval, filing, other governmental authorization or requirements for future capital raising activities, we may fail to obtain such approval or meet such requirements in a timely manner or at all. Such failure may adversely affect our ability to finance the development of our business and may have a material adverse effect on our business and financial conditions.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

An overview of the relevant PRC laws and regulations (Continued)

In addition, on December 28, 2021, the Cyberspace Administration of China (the “**CAC**”) and several other administrations jointly issued the Measures for Cybersecurity Review 《網絡安全審查辦法》 (the “**Measures**”), which became effective on February 15, 2022. According to the Measures, among others, if an “online platform operator” that is in possession of personal data of more than one million users intends to list in a foreign country, it must report to the relevant cybersecurity review office for a cybersecurity review. In addition, the Measure also provides that if the relevant authorities consider that certain network products and services, data processing activities and overseas listing activities affect or may affect national security, the authorities may initiate a cybersecurity review even if the companies do not have an obligation to report for a cybersecurity review under such circumstances. On September 24, 2024, the State Council published the Regulation on Network Data Security Management 《網絡數據安全管理條例》 (the “**Regulations**”), which took effect on January 1, 2025. The Regulations set out general guidelines for the protection of personal information, security of important data, security management of cross-border data transfer, obligations of internet platform operators, supervision and management, and legal liabilities. The Regulations stipulate that data processors which process important data shall conduct an annual data security review, and submit the annual risk assessment report to the relevant competent authorities at or above the provincial level. It is uncertain how the foregoing regulations will be interpreted or implemented, whether such regulations may have retroactive effect and how they will affect us. Furthermore, if there would be any approval, filings and/or other administration procedures to be obtained from or completed with the CSRC, the CAC or other PRC regulatory authorities as required by any new laws and regulations, while we will use our best endeavors to comply with the requirements of such new laws and regulations and avoid or mitigate any related adverse effects, we cannot assure that we can obtain the required approval or complete the required filings or other regulatory procedures in a timely manner, or at all. Any failure to obtain the relevant approval or complete the filings and other relevant regulatory procedures may subject us to regulatory actions or other sanctions from the CSRC, the CAC or other PRC regulatory authorities, which may have a material adverse effect on our business, operation or financial conditions.

CONTINUING CONNECTED TRANSACTIONS (CONTINUED)

7. New Contractual Arrangements (Continued)

Confirmation from the independent non-executive Directors

Our independent non-executive Directors have reviewed the New Contractual Arrangements and confirmed that:

- (i) the transactions carried out during the Reporting Period have been entered into in accordance with the relevant provisions of the New Contractual Arrangements;
- (ii) no dividends or other distributions have been made by our Consolidated Affiliated Entity to the holders of its equity interests which are not otherwise subsequently assigned or transferred to our Group;
- (iii) no new contracts were entered into, renewed or reproduced between our Group and the Consolidated Affiliated Entity during the Reporting Period; and
- (iv) the New Contractual Arrangements are fair and reasonable and in the interests of the Shareholders as a whole.

Confirmation from the Auditor

Pursuant to Rule 14A.56 of the Listing Rules, the Company has engaged the Auditor to conduct certain procedures in respect of the transactions carried out pursuant to the New Contractual Arrangements of the Group for the year ended December 31, 2025, in accordance with the Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 (Revised) "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the HKICPA. The Auditor has confirmed in a letter to the Board that, with respect to the transactions carried out pursuant to the New Contractual Arrangements during the Reporting Period:

- (a) nothing has come to their attention that causes them to believe that the New Contractual Arrangements have not been approved by the Board;
- (b) nothing has come to their attention that causes them to believe that the transactions were not entered into, in all material respects, in accordance with the relevant agreements under the New Contractual Arrangements governing such transactions; and
- (c) nothing has come to their attention that causes them to believe that dividends or other distributions have been made by Beijing Xulu to the holders of the equity interests of Beijing Xulu which are not otherwise subsequently assigned or transferred to the Group.

The actual amount of the transactions pursuant to the New Contractual Arrangements during the Reporting Period, which are eliminated in the consolidated financial statements of the Group, is RMB105,714,000.

MAJOR CUSTOMERS AND SUPPLIERS

Customers

For our transaction platform businesses, our customers primarily include consumers and auto finance partners for loan facilitation services, consumers for guarantee service and after-market services, and automakers, auto dealers, auto finance partners, and insurance companies for advertising and other services.

For our financing and leasing business, our customers primarily include consumers.

For the year ended December 31, 2025, the amounts of revenue from the Group's five largest customers accounted for 38% (2024: 44%) of the Group's total revenue and the amount of revenue from our single largest customer accounted for 11% (2024: 23%) of the Group's total revenue.

During the year ended December 31, 2025, our largest customer from which we derived 11% of our revenues was Bank of Shanghai.

During the Reporting Period, none of our Directors, or any of their close associates or any Shareholders (who or which to the best knowledge of the Directors, owned more than 5% of the Company's issued Shares, excluding treasury Shares, if any) had any interest in any of the Group's five largest customers.

Suppliers

Our suppliers primarily include auto dealers, which supply us or our customers with automobiles and facilitate our financed transactions with our customers, as well as banks and other financial institutions, which primarily fund our self-operated financing business. To a lesser extent, our suppliers also include online traffic suppliers, data suppliers, hardware vendors, used car valuation service providers, and auto asset management professionals.

We are dedicated to working closely with our top suppliers to strengthen our relationships with them. Purchases from our five largest suppliers excluding banks, financial institutions and holders of asset-backed securities and notes for the year ended December 31, 2025 accounted for approximately 24% (2024: 21%) of our total purchase amount. Our largest supplier for the year ended December 31, 2025 accounted for approximately 17% (2024: 12%) of our total purchase amount.

During the Reporting Period, none of the Directors or any of their close associates or any Shareholders (who or which to the best knowledge of the Directors, owned more than 5% of the Company's issued Shares, excluding treasury Shares, if any) had any interest in any of the Group's five largest suppliers.

AUDITOR

The consolidated financial statements of the Group have been audited by PricewaterhouseCoopers, who will retire and, being eligible, offer themselves for re-appointment at the Annual General Meeting.

IMPORTANT EVENTS AFTER THE REPORTING PERIOD

From January 1, 2026 to the date of this annual report, save as disclosed in the discloseable transaction announcement of the Company dated March 2, 2026 in relation to the Company's exercise of its conversion right pursuant to the convertible notes issued by Yusheng, there was no material event or transaction affecting the Group and which is required to be disclosed by the Company to its Shareholders.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group is committed to fulfilling social responsibility, promoting employee benefits and development, protecting the environment and giving back to community and achieving sustainable growth. For details of the Company's environment policy and performance, please refer to the "2025 Environmental, Social and Governance Report and Climate Information Disclosures Report", which will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.yixincars.com/en/page_finreports_en.html) under the section of "Investor Relations-Financial Reports & ESG Reports".

PUBLIC FLOAT

The Company has obtained a waiver from the Stock Exchange and the Stock Exchange has accepted, under Rule 8.08 (1)(d) of the Listing Rules, a lower public float percentage of 22.99% of our issued share capital.

As at the date of this annual report and based on the information that is publicly available to the Company and to the best knowledge of the Directors as at the latest practicable date prior to the despatch of this annual report, the Company has maintained the minimum public float as permitted by the Stock Exchange.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Monday, April 20, 2026 to Thursday, April 23, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, April 17, 2026. The record date on which the Shareholders are qualified to attend and vote at the Annual General Meeting is Thursday, April 23, 2026.

For determining the entitlement to the proposed final and special dividends, the Register of Members of the Company will be closed from Wednesday, May 20, 2026 to Tuesday, May 26, 2026, both dates inclusive, during which period no transfer of shares will be registered. The record date on which the shareholders of the Company are qualified to receive the proposed final and special dividends is Tuesday, May 26, 2026 (ex-dividend date: Monday, May 18, 2026). In order to be qualified for the proposed final and special dividends, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, May 19, 2026.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

As far as the Board is aware, the Group has complied with the relevant laws and regulations that have a significant impact on the Group in all material respects.

By the Order of the Board
Andy Xuan Zhang
Chairman

March 5, 2026



CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintaining and promoting stringent corporate governance. The principle of the Company's corporate governance is to promote effective internal control measures, uphold a high standard of ethics, transparency, responsibility and integrity in all aspects of business, to ensure that its affairs are conducted in accordance with applicable laws and regulations and to enhance the transparency and accountability of the Board to Shareholders.

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

The Company adopted the code provisions as set out in the CG Code contained in Appendix C1 to the Listing Rules that are applicable during the Reporting Period. In the opinion of the Directors, throughout the Reporting Period, the Company has complied with all applicable code provisions set out in the CG Code, save and except for code provision C.2.1 which stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Details of the deviation are set out in the section headed "Chairman and Chief Executive Officer" in this Corporate Governance Report.

The Board will continue to regularly review and monitor its corporate governance practices to ensure compliance with the CG Code, and maintain a high standard of corporate governance practices of the Company.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has devised its own code of conduct regarding securities transactions (the "**Company's Securities Dealing Code**"), regarding Directors' and relevant employees' dealings in the Company's securities on terms no less exacting than those set out in the Model Code. Specific enquiry has been made of all the Directors, and save as disclosed below, the Directors have confirmed that they have complied with the Company's Securities Dealing Code throughout the Reporting Period.

During the black-out period in relation to the publication of the annual results announcement of the Company dated March 5, 2026, Mr. Dong Jiang, who was an executive Director at that time, inadvertently disposed of 500 ordinary shares of the Company (representing approximately 0.0013% of his interests in the shares of the Company) on February 26, 2026 through an online trading platform.

Upon becoming aware of the execution, Mr. Jiang attempted to unwind the transaction but was informed that the transaction could not be reversed. Mr. Jiang subsequently notified the Company and the Company took immediate steps, including seeking advice from its legal advisers and informing the Stock Exchange of the incident. The Company understands that the relevant disclosure of interests form has been prepared and filed in relation to the incident. The disposal by Mr. Jiang constituted a dealing in the securities of the Company that fell within its black-out period and was in breach of paragraphs A.3(a)(i) and B.8 of the Model Code. Mr. Jiang confirmed to the Company that the incident was an inadvertent oversight.

The Company takes compliance with the Listing Rules and the Model Code seriously and will continue to enhance its internal control measures relating to directors' dealings. In view of the above incident, the Company has taken remedial actions, including (i) re-circulating the Model Code and reminding the Directors on a more frequent basis of the requirements of the Model Code and the importance of compliance with such provisions; and (ii) providing appropriate regular training to Directors on their obligations under the Model Code with a view to avoiding recurrence.

The Company's Securities Dealing Code also applies to all relevant employees of the Company who are likely to be in possession of inside information of the Company. No incident of non-compliance of the Company's Securities Dealing Code by the relevant employees was noted by the Company.

BOARD OF DIRECTORS

The Board oversees the Group's businesses, strategic decisions and performance and should make decisions objectively in the best interests of the Company.

The Board should regularly review the contribution required from a Director to perform his/her responsibilities to the Company, and whether the Director is spending sufficient time performing them. The Board recognizes the importance and benefits of conducting regular evaluation of its performance. An internal Board evaluation was conducted annually in the form of questionnaire with the aim of soliciting valuable feedback, improving the effectiveness and enhancing accountability of the Board. The scope of the evaluation focused on the composition and diversity, as well as effectiveness of the performance of the Board. The evaluation questionnaire consisted of both quantitative elements based on the ratings, as well as qualitative recommendations on any areas of improvement. The evaluation results had been presented to the Board for follow-up actions of improvement.

The evaluation results indicated that the members of the Board broadly agreed that the Board had operated satisfactorily. They were also satisfied, in general, with the composition and effectiveness of the Board.

The Board has established the Group's purpose, values and strategy, and has satisfied itself that the Group's culture is aligned. Acting with integrity and leading by example, the Directors promote the desired culture to instill and continually reinforce across the Group the values of acting lawfully, ethically and responsibly. The Group has adopted anti-corruption and whistleblowing policies to provide forums for reporting issues and concerns on any misconduct, and to uphold business integrity in its operations.

The Group is committed to seeking progress while maintaining stability and strives to improve operational efficiency and strengthen the risk control measures. Effective risk control will remain as the core competitiveness and investment highlight of the Group, while the Group will strive to extend its business to upstream and downstream of the industrial chain and further explore business opportunities. A healthy corporate culture is important to good corporate governance, which is crucial for achieving sustainable long-term success of the Group.

BOARD COMPOSITION

As at the date of this annual report, the Board comprises eight members as follows:

Executive Directors:	Mr. Andy Xuan Zhang (<i>Chairman, Chief Executive Officer, Chairman of the Nomination Committee and Member of the Remuneration Committee</i>) Mr. Rodney Ling Kay Tsang (<i>Vice Chairman</i>) (<i>appointed on February 27, 2025</i>) Mr. Dong Jiang (<i>Joint President</i>) (<i>resigned on March 5, 2026</i>) Mr. Zhi Gao (<i>President</i>) (<i>appointed on March 5, 2026</i>)
Non-executive Director:	Mr. Wai Yip Tsang (<i>appointed on May 13, 2025</i>)
Independent Non-executive Directors:	Mr. Tin Fan Yuen (<i>Chairman of the Remuneration Committee and Member of the Audit Committee</i>) Mr. Chester Tun Ho Kwok (<i>Chairman of the Audit Committee and Member of the Nomination Committee</i>) Ms. Lily Li Dong (<i>Member of the Audit Committee, the Remuneration Committee and the Nomination Committee</i>) Mr. Henry Chi Hung Yim (<i>Member of the Audit Committee</i>) (<i>appointed on February 27, 2025</i>)

Mr. Zhi Gao has obtained legal advice referred to in Rule 3.09D of the Listing Rules on February 24, 2026 and has confirmed that he understood his obligations as a director of the Company.

The biographical information of the Directors is set out in the section headed "Directors and Senior Management" of this annual report. Save as disclosed therein, none of the members of the Board is related to one another, including financial, business, family or other material/relevant relationships.

Chairman and Chief Executive Officer

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual.

Mr. Andy Xuan Zhang is the Chairman and Chief Executive Officer of the Company. The Board believes that vesting the roles of both Chairman and Chief Executive Officer in Mr. Andy Xuan Zhang has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. Furthermore, the Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of Chairman and Chief Executive Officer of the Company at a time when it is appropriate by taking into account the circumstances of the Group as a whole.

Independent Non-executive Directors

During the Reporting Period, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing at least one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has received written confirmation from each of the independent non-executive Directors in respect of his/her independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

The Company has put in place mechanisms to ensure independent views and input are available to the Board. This is achieved by giving directors access to external independent professional advice from legal advisers and auditor, as well as the full attendance of all independent non-executive Directors at all the meetings of the Board and its relevant committees held during the Reporting Period.

The Board reviews the implementation and effectiveness of the aforementioned mechanisms on an annual basis.

Terms of Directors and Re-election of Directors

Code provision B.2.2 of the CG Code states that all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after appointment and that every director, including those appointed for a specific term, shall be subject to retirement by rotation at least once every three years.

Each of the executive Directors has entered into a service agreement with the Company for a term of three years, subject to renewal after the expiry of the then current term. Each of the non-executive Directors and independent non-executive Directors has entered into an appointment letter with the Company for a term of three years, subject to renewal after the expiry of the then current term.

Under the Company's Articles of Association, at every annual general meeting of the Company, one-third of the Directors for the time being (or, if their number is not three or a multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. Any Director appointed to fill a casual vacancy or as an addition to the Board shall not be taken into account in determining which Directors are to retire by rotation. The retiring Directors shall be eligible for re-election thereat.

The Company's Articles of Association also provides that all Directors appointed to fill a casual vacancy or as an addition to the Board shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election at that meeting.

Responsibilities and Accountabilities of the Directors

The Board is responsible for leadership and control of the Company, and is collectively responsible for directing and supervising the Company's affairs.

The Board directly, and indirectly through its committees, leads and provides direction to management by laying down strategies and overseeing their implementation, monitors the Group's operational and financial performance, and ensures that sound internal control and risk management systems are in place.

All Directors, including non-executive Directors and independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning.

The independent non-executive Directors are responsible for ensuring a high standard of regulatory reporting of the Company and providing a balance in the Board for bringing effective independent judgment on corporate actions and operations.

All Directors have full and timely access to all the information of the Company and may, upon request, seek independent professional advice in appropriate circumstances, at the Company's expenses for discharging their duties to the Company.

The Directors shall disclose to the Company details of other offices held by them.

The Board reserves for its decision all major matters relating to policy matters, strategies and budgets, internal control and risk management, material transactions (in particular those that may involve conflict of interests), financial information, appointment of directors and other significant operational matters of the Company. Responsibilities relating to implementing decisions of the Board, directing and coordinating the daily operation and management of the Company are delegated to the management.

The Company has arranged appropriate insurance coverage on Directors' and officers' liabilities in respect of any legal actions taken against Directors and senior management arising out of corporate activities. The insurance coverage would be reviewed on an annual basis.

Continuous Professional Development of Directors

Directors shall keep abreast of regulatory developments and changes in order to effectively perform their responsibilities and to ensure that their contribution to the Board remains informed and relevant.

Every newly appointed Director will receive formal, comprehensive and tailored induction on the first occasion of his/her appointment to ensure appropriate understanding of the business and operations of the Company and full awareness of director's responsibilities and obligations under the Listing Rules and relevant statutory requirements. All Directors have been updated on the latest developments regarding the statutory and regulatory requirements and also the business and market changes to facilitate the performance of their responsibilities and obligations under the Listing Rules and relevant statutory requirements, and enhance their awareness of good corporate governance practices.

All directors should participate in appropriate continuous professional development to develop and refresh their knowledge and skills. Internally-facilitated briefings for the Directors would be arranged and reading materials on changes and developments to the Group's business and to the legislative and regulatory environments relating to the market and the operations of the Group would be provided to the Directors where appropriate. All Directors are encouraged to attend relevant training courses at the Company's expenses. All the Directors named in the section headed "Corporate Information" of this annual report, who have served the Board during the Reporting Period, confirmed that they have complied with the code provision C.1.4 of the CG Code on Directors' continuous professional development during the Reporting Period by participating in appropriate continuous professional development activities, and reading materials relating to regulatory updates and handouts or reviewing the papers and circulars sent by the Company.

BOARD COMMITTEES

The Board has established three committees, namely, the Audit Committee, the Remuneration Committee and the Nomination Committee for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with specific written terms of reference which deal clearly with their authority and duties. The terms of reference of the Board committees are posted on the websites of the Company (www.yixincars.com) and the Stock Exchange (www.hkexnews.hk) and are available to the Shareholders upon request.

The list of the chairman and members of each Board committee is set out under the section "Board Composition" in this Corporate Governance Report.

Audit Committee

The main duties of the Audit Committee include:

- assisting the Board in reviewing the financial information and reporting process of the Company;
- monitoring and reviewing risk management and internal control systems of the Company through the internal audit department;
- reviewing the effectiveness of the internal audit function of the Company;
- reviewing the scope of audit and appointment of external auditor of the Company; and
- supervising internal investigation and reviewing the anti-corruption policy and system and the whistleblowing policy and systems and other arrangements for employees of the Company to raise concerns about possible improprieties in any matters related to the Company.

During the Reporting Period, the Audit Committee met thrice with all members of the committee attended. The Audit Committee's work performed during the Reporting Period included: reviewing the Company's annual financial results and annual report for the year ended December 31, 2024 and the interim results and interim report for the six months ended June 30, 2025, the significant issues on financial reporting, operational and compliance matters, risk management and internal control systems and internal audit function, terms of engagement and remuneration of external auditor, continuing connected transactions of the Group, the whistleblowing and anti-corruption policies and internal audit reports.

Remuneration Committee

The primary functions of the Remuneration Committee include:

- reviewing and making recommendations to the Board on the remuneration packages of individual executive Directors and senior management;
- reviewing and making recommendations to the Board on the remuneration of the non-executive Directors;
- establishing transparent procedures for developing the Company's policy and structure for the remuneration of all Directors and senior management (the "**Remuneration Policy**"); and
- reviewing and making recommendations to the Board on the Remuneration Policy as follows:

Remuneration Policy

- No individual or any of his or her associates should participate in deciding his or her own remuneration.
- The remuneration of the Directors and senior management is determined with reference to their expertise and experience in the industry, level of responsibility, the performance and profitability of the Group as well as remuneration benchmarks from other local and international companies and prevailing market conditions. Executive Directors and employees also participate in bonus arrangements which are determined in accordance with the performance of the Group and the individual's performance.

The model of the Remuneration Committee described in code provision E.1.2 (c)(ii) of the CG Code has been adopted by the Company.

During the Reporting Period, the Remuneration Committee met thrice with all members of the committee attended. The work performed by the Remuneration Committee during the Reporting Period included: assessing the performance of Directors and reviewing the terms of reference of the Remuneration Committee and remuneration policy and package of the executive Directors and senior management of the Group (including review and approval of matters relating to share schemes under Chapter 17 of the Listing Rules), and reviewing the remuneration of the non-executive Directors.

The remuneration of the Directors and senior management are set out in Notes 8 and 33 to the consolidated financial statements in this annual report.

During the Reporting Period, the Remuneration Committee also reviewed and approved material matters relating to the 2025 Director Conditional Grant to Mr. Zhang, the 2025 Conditional Grant to Mr. Gao, and the grant of share options to employee participants including senior managers under the 2024 Share Scheme.

The above-mentioned grants of Share Options and share awards have complied with Rule 17.03(F) and Rules 17.06B(7) and (8) of the Listing Rules. Save as disclosed above, no material matters relating to share schemes under Rule 17.07A of the Listing Rules were required to be reviewed or approved by the Remuneration Committee during the Reporting Period.

Nomination Committee

The principal duties of the Nomination Committee include:

- reviewing the structure, size and composition of the Board;
- developing and formulating relevant procedures for the nomination and appointment of Directors;
- making recommendations to the Board on the appointment and succession planning of Directors; and
- assessing the independence of independent non-executive Directors.

The three Board policies, namely the board diversity policy (the “**Board Diversity Policy**”), the nomination policy (the “**Nomination Policy**”) and the workforce diversity policy (the “**Workforce Diversity Policy**”), which are available in the “Investor Relations” section of the Company’s website (www.yixincars.com), were adopted by the Board in January 2018, December 2018 (and updated in September 2022) and January 2026, respectively. These three policies set out the approach and measurable objectives to achieving diversity of the Board and the workforce and the approach and procedures that the Board adopts in respect of the nomination and selection of Directors.

The nomination process has been, and will continue to be, conducted in accordance with the Board Diversity Policy and the Nomination Policy. The Board will from time to time review these policies and monitor their implementation to ensure continuous effectiveness and compliance with the relevant regulatory requirements and good corporate governance practices.

In assessing the Board composition, the Nomination Committee would take into account various aspects as well as factors concerning Board diversity as set out in the Board Diversity Policy, which is reproduced as follows:

Board Diversity Policy

– *Vision*

The Company recognizes and embraces the benefits of having a diverse Board to enhance its performance. The Company sees increasing diversity, including gender diversity, at the Board level as an essential element in maintaining its competitive advantage and enhancing its ability to attract, retain and motivate employees from the widest possible pool of available talent.

– *Policy Statement*

The Nomination Committee will review annually the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company’s corporate strategy and to ensure that the Board maintains a balanced diverse profile. In relation to reviewing and assessing the Board composition, the Nomination Committee is committed to diversity at all levels and will consider a number of aspects, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and regional and industrial experience.

– *Measurable Objectives*

The Company aims to maintain an appropriate balance of diversity perspectives that are relevant to the Company’s business growth and is also committed to ensuring that recruitment and selection practices at all levels (from the Board downwards) are appropriately structured so that a diverse range of candidates are considered.

The Nomination Committee will discuss periodically and when necessary, agree on the measurable objectives for achieving diversity, including gender diversity, on the Board, how and when gender diversity will be achieved in respect of the Board, the numerical targets and timelines set for achieving gender diversity on the Board and the measures adopted to develop a pipeline of potential successors to the Board to achieve gender diversity. The Nomination Committee will make recommendations in relation to the aforesaid to the Board for adoption and consideration. In particular, the Nomination Committee will identify, and make recommendations to the Board to implement programs that will assist in the development of a broader and more diverse pool of skilled and experienced employees that, in time, their skills will prepare them for board positions.

– *Monitoring and Reporting*

The Nomination Committee will monitor the implementation of the Board Diversity Policy. The Nomination Committee will report annually a summary of the Board Diversity Policy, the measurable objectives and relevant programs that the Board has adopted for the implementation of the Board Diversity Policy, the progress made towards achieving these objectives, how and when gender diversity will be achieved in respect of the Board, the numerical targets and timelines set for achieving gender diversity on the Board and the measures adopted to develop a pipeline of potential successors to the Board to achieve gender diversity in the corporate governance report contained in the Company's annual report.

– *Review of the Board Diversity Policy*

The Nomination Committee will review the Board Diversity Policy, as appropriate, to ensure the effectiveness of the Board Diversity Policy. The Nomination Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

In identifying and selecting suitable candidates for directorships, the Nomination Committee would consider the candidate's character, qualifications, experience, independence and other relevant criteria necessary to complement the corporate strategy and achieve Board diversity, where appropriate, before making recommendation to the Board. Where a retiring Director, being eligible, offers himself or herself for re-election, the Nomination Committee will consider and, if appropriate, recommend such retiring Director to stand for re-election. A circular containing the requisite information on retiring Directors will be sent to the Shareholders prior to the general meeting at which such Directors are to be proposed for re-election, in accordance with the Articles of Association and the Listing Rules.

The Company currently has one female Director, out of a total of eight Directors. Given the current composition and gender diversity of the Board, the Board is of the view that it is not necessary for the time being to set numerical targets and a specific timeline for achieving gender diversity under the Board Diversity Policy. Nonetheless, the Board will endeavour to at least maintain female representation on the Board and take opportunities to increase the proportion of female members over time as and when suitable candidates are identified. To develop a pipeline of potential successors to the Board and maintain gender diversity, the Board has adopted and implemented structured recruitment, selection and training programmes at various levels within the Group for the purpose of developing a broader pool of skilled and experienced potential Board members.

Board Skills Matrix	no. of directors	coverage (% of entire Board)
Business Management	8	100%
Strategic Planning and Risk Management	8	100%
Capital Market	3	38%
Financial Reporting/Banking	7	88%
Related Industry Knowledge/Experience	5	63%

The Nomination Committee reviewed the structure, size, and diversity of the Board, to ensure that its composition complies with the Listing Rules and reflects an appropriate mix of skills, experience, and diversity that are relevant to the Company's strategy, governance, and business and contribute to the Board's effectiveness and efficiency. The Nomination Committee considered that an appropriate balance of diversity perspectives of the Board is maintained. In particular, such skills and expertise contribute to the Board's effectiveness and efficiency in fulfilling its responsibilities to achieve the purpose, values, strategy and desired culture of the Company, especially the ongoing efforts to achieve high-quality industry development and steady growth as well as the reinforcement of the values of acting lawfully, ethically and responsibly.

Nomination Policy

The Nomination Policy sets out the procedure for the selection, appointment and reappointment of Directors containing the selection criteria and the Board succession planning considerations, is reproduced as follows.

Nomination Policy

1. Objective

- 1.1 The nomination committee (the “**Nomination Committee**”) of Yixin Group Limited 易鑫集团有限公司 (the “**Company**”) shall identify, consider and nominate suitable individuals to the board (the “**Board**”) of directors (the “**Directors**”) to consider and to make recommendations to the shareholders of the Company (the “**Shareholders**”) for election of Directors at a general meeting either to fill a casual vacancy or as an addition to the Board.
- 1.2 The Nomination Committee shall make recommendations to the Board on the appointment or re-appointment of Directors and succession planning (the “**Succession Planning**”) for Directors, in particular, the chairman of the Board and the chief executive officer of the Company.
- 1.3 The Nomination Committee may, as it considers appropriate, nominate a number of candidates more than the number of Directors to be appointed or re-appointed at a general meeting, or the number of casual vacancies to be filled.
- 1.4 The Nomination Committee shall ensure that the Board has a balance of skills, experience and diversity of perspectives relevant to the Company’s business.
- 1.5 The ultimate responsibility for selection and appointment of Directors rests with the entire Board.

2. Selection Criteria

- 2.1 The factors listed below would be used as reference by the Nomination Committee in assessing the suitability and the potential contribution to the Board of a proposed candidate:
 - Reputation for integrity;
 - Professional qualifications and skills;
 - Accomplishment and experience in the automobile retail transaction and financing markets;
 - Commitment in respect of available time and relevant contribution;
 - Independence of proposed independent non-executive Directors; and
 - Diversity in all aspects, including but not limited to gender, age (18 years or above), cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

The above factors are for reference only, and not meant to be exhaustive and decisive. The Nomination Committee has the discretion to nominate any person to the Board, as it considers appropriate.

3. *Nomination Procedures*

- 3.1 The Company Secretary shall call a meeting of the Nomination Committee, and invite nominations of candidates from the Board, if any, for consideration by the Nomination Committee prior to its meeting.
- 3.2 The Nomination Committee shall nominate candidates for the consideration and recommendation of the Board. The Nomination Committee may propose candidates who are not nominated by the Board. The Board shall have the final decision on all matters in relation to its nomination of any candidates to stand for election at a general meeting.
- 3.3 The candidate nominated by the Board to stand for election at a general meeting (the “**Board Candidate**”, together with the Shareholder Candidate defined in paragraph 3.6 below, the “**Candidate**”) will submit the necessary personal information, together with his/her written consent to be elected as a Director and to the publication of his/her personal information for the purpose of or in relation to his/her standing for election as a Director. The Nomination Committee may request the Board Candidate to provide additional information and documents, if considered necessary.
- 3.4 A circular will be sent to the Shareholders (the “**Shareholder Circular**”) as to provide information of the Board Candidate, and to invite nominations from the Shareholders. The Shareholder Circular will include (i) the period for lodgment (the “**Lodgment Period**”) of nominations by the Shareholders; (ii) the personal information of the Board Candidate as required by the applicable laws, rules and regulations, inter alia, name, brief biographies (including qualifications and relevant experience), independence, proposed remuneration.
- 3.5 Until the issue of the Shareholder Circular, the Board Candidate shall not assume that he/she has been nominated by the Board to stand for election at the general meeting.
- 3.6 A Shareholder can serve a notice (the “**Notice**”) to the Company Secretary within the Lodgment Period to propose a resolution to elect another person (the “**Shareholder Candidate**”) other than the Board Candidate as a Director. The Notice (i) must include the personal information of the Shareholder Candidate as required by Rule 13.51(2) of the Listing Rules; and (ii) must be signed by the Shareholder concerned and signed by the Shareholder Candidate indicating his/her consent to be elected and to the publication of his/her personal information for the purpose of or in relation to his/her standing for election as a Director. The particulars of the Shareholder Candidate will be sent to the Shareholders for information by a supplementary circular.
- 3.7 The Candidate is allowed to withdraw his/her candidature at any time before the general meeting by serving a notice in writing to the Company Secretary.
- 3.8 The resolution for election of Directors for the Shareholder Candidate shall take the same form as for the Board Candidate.

4. *Succession Planning*

4.1 The objectives of the Succession Planning are to ensure an effective and orderly succession of Directors and to maintain the balance of diversity, collective knowledge and skills of the Board necessary for the effective governance of the Company.

4.2 The following considerations will be used by the Nomination Committee in making recommendations for the Succession Planning:

- Required knowledge, skills and experience at a full Board composite level to effectively fulfill the Board's legal role and responsibilities;
- An appropriate balance of diversity across the Board, as set out in Section 2.1 and Section 4 of the Nomination Policy;
- Personal qualities of each candidate with reference but not limited to the factors listed in Section 2.1 of the Nomination Policy;
- Continuity through a smooth succession of Directors; and
- Compliance with the relevant legal and regulatory requirements.

4.3 The above considerations are for reference only, and not meant to be exhaustive and decisive. The Nomination Committee will review the Succession Planning together with the Board periodically, and recommend revisions, if any, to the Board for consideration and approval.

5. *Confidentiality*

Unless required by law or any regulatory authority, under no circumstances shall a member of the Nomination Committee or an employee of the Company disclose any information to or entertain any enquiries from the public with regard to any nomination or candidature before the Shareholder Circular, as the case may be, is issued. Following the issue of the Shareholder Circular, the Nomination Committee or the Company Secretary or other employee of the Company approved by the Nomination Committee may answer enquiries from the regulatory authorities or the public but confidential information regarding nominations and the Candidate should not be disclosed.

6. *Monitoring and Reporting*

The Nomination Committee will monitor the implementation of the Nomination Policy and report annually a summary of the Nomination Policy including the nomination procedures, criteria for selection, the board diversity policy and the progress made towards achieving the objectives set in the Nomination Policy in the company's corporate governance report contained in the Company's annual report.

7. *Review of the Nomination Policy*

In order to ensure the Nomination Policy remains relevant to the Company's needs and reflects both regulatory requirements and good corporate governance practice, the Nomination Committee will review the Nomination Policy as appropriate and recommend revisions, if any, to the Board for consideration and approval.

Workforce Diversity Policy

The workforce diversity policy applies to all employees (including senior management) and is reproduced as follows:

Workforce Diversity Policy

1. *Policy Statement*

Yixin Group Limited 易鑫集团有限公司 (the “**Company**” and together with its subsidiaries and its consolidated affiliated entity, the “**Group**”) recognizes that a diverse and inclusive workforce (including senior management) is an essential driver of innovation, sustainable growth, and competitive advantage. The Group values the unique perspectives and experiences of its employees and is committed to establishing a workplace culture where all individuals are respected, valued, and empowered to contribute.

This policy (the “**Policy**”) applies to all employees (including senior management) of the Group.

2. *Commitment to Diversity and Inclusion*

Diversity is a core value embraced by the Group. In designing the composition of the workforce, the Group considers a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge, and length of service. We strive to create a supportive working environment that fosters:

- **Gender Diversity:** The Group is committed to fostering gender diversity, equality and empowerment. We aim to maintain a balanced representation of gender across our workforce (including senior management), and providing equal opportunities in relation to recruitment, training and development, compensation, and career and promotion opportunities.
- **Meritocracy:** The Group provides equal opportunities to all employees and applicants. All employment-related decisions – including recruitment, compensation, training, promotion, and retention – are based on merit, qualifications, experience, skills, and performance.
- **Inclusivity:** We embrace diversity in all its forms, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, and knowledge.

The Group places specific emphasis on ensuring diversity within its senior management team (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) to ensure a breadth of perspectives in leadership.

3. *Measurable Objectives and Implementation*

The Group adopts a holistic approach to workforce diversity, ensuring that hiring and development practices support the Group's strategic objectives.

(a) The board (the "**Board**") of the Company (or its delegated committee(s)) may, from time to time, set measurable objectives (including numerical targets and timelines where appropriate) for achieving diversity across the workforce (including senior management).

(b) Gender Diversity and Mitigating Factors:

Targets: The Group will develop plans or measurable objectives to promote gender diversity in the workforce (including senior management).

Industry Context: In establishing such objectives, the Group may take into account mitigating factors or circumstances – such as the nature of the industries and the availability of talent pools – which may make achieving specific gender ratios across the workforce (including senior management) more challenging or less relevant in certain operational areas.

(c) **Pipeline Development:** To support these objectives, the Group focuses on developing a diverse pipeline of talent. The Group provides training and professional development opportunities from time to time to its employees on diversity and inclusion-related topics.

4. *Monitoring and Reporting*

The Board (or its delegated committee(s)) is responsible for monitoring the implementation of this Policy.

- **Data Collection:** The Group will collect and compile data regarding workforce demographics (including gender ratios, age groups, and employment types) to facilitate monitoring and reporting.
- **Disclosure:** This Policy is available on the Company's website. In accordance with the Listing Rules, the Group will disclose details of this Policy in its corporate governance report.

5. *Review of Policy*

This Policy will be reviewed by the Board (or its delegated committee(s)) from time to time to ensure its continued effectiveness, appropriateness, and compliance with applicable regulatory requirements and market standards. Revisions may be made as necessary to reflect the Group's strategic objectives and the evolving nature of its business.

As at December 31, 2025, as set out in the section headed “6. Upholding the Concept of Putting People First” in the “Environmental, Social and Governance Report” as contained in the “Environmental, Social and Governance Report and Climate Information Disclosures Report 2025” of the Company, among the 4,871 employees (including senior management) of the Group, the percentages of male employees and female employees are 60.83% and 39.17%, respectively. The Board considers that the current gender ratio of the Group’s workforce (including senior management) is appropriate for its operations and, therefore, is of the view that it is not necessary for the time being to set numerical targets and a specific timeline for achieving gender diversity under the Workforce Diversity Policy. Nonetheless, the Group will aim to continue to maintain gender diversity in its workforce. Information about the diversity, including the gender diversity, in the workforce during the Reporting Period are set out in the above section of the “Environmental, Social and Governance Report and Climate Information Disclosures Report 2025” of the Company.

During the Reporting Period, the Nomination Committee met twice with all members of the committee attended to review the structure, size and composition of the Board, the independence of the independent non-executive Directors, the Board Diversity Policy, the Nomination Policy as well as to consider and make recommendations to the Board on the qualifications of the Directors standing for re-election at the annual general meeting of the Company held in 2025.

During the meetings, the Nomination Committee reviewed and assessed the time commitment and contribution to the Board by each Director. The assessment considered each Director’s ability to discharge their responsibilities, taking into account factors, such as participation at Board and Board committee meetings, existing listed company directorships, other significant external time commitments and training undertaken. Having considered also the results of the Board performance evaluation, including questionnaires in relation to the performance and responsibilities of the Directors, structure and composition of the Board, proceedings of the Board, skills matrix and diversity of the Board, the Nomination Committee regards the Directors’ time commitment and contribution to the Board (as a whole) to be adequate. Furthermore, the Nomination Committee is satisfied that each Director can discharge their responsibilities effectively and the overall performance of the Board aligns with the business and strategic goals of the Group.

Corporate Governance Functions

The Board is responsible for performing the functions set out in code provision A.2.1 of the CG Code.

The Board had reviewed the Company’s corporate governance policies and practices, training and continuous professional development of Directors and senior management, the Company’s policies and practices on compliance with legal and regulatory requirements, the compliance of the Company’s Securities Dealing Code, and the Company’s compliance with the CG Code and disclosure in this Corporate Governance Report.

BOARD MEETINGS

The attendance records of the Directors at Board meetings, Audit Committee meetings, Remuneration Committee meetings, Nomination Committee meetings and the general meetings held during the Reporting Period are as follows:

Directors	Board	Audit Committee	Remuneration Committee	Nomination Committee	Annual General Meeting	Extraordinary General Meeting
Executive Directors:						
Mr. Andy Xuan Zhang	6/6	N/A	3/3	2/2	1/1	1/1
Mr. Rodney Ling Kay Tsang ²	4/4	N/A	N/A	N/A	1/1	1/1
Mr. Dong Jiang ⁶	6/6	N/A	N/A	N/A	0/1	1/1
Mr. Zhi Gao ⁷	N/A	N/A	N/A	N/A	N/A	N/A
Non-executive Directors:						
Mr. Qing Hua Xie ⁴	3/3	N/A	N/A	N/A	1/1	N/A
Mr. Qin Miao ¹	0/1	N/A	N/A	N/A	N/A	N/A
Ms. Amanda Chi Yan Chau ⁴	2/3	N/A	N/A	N/A	1/1	N/A
Mr. Wai Yip Tsang ⁵	2/2	N/A	N/A	N/A	N/A	N/A
Independent Non-executive Directors:						
Mr. Tin Fan Yuen	6/6	3/3	3/3	N/A	1/1	1/1
Mr. Chester Tun Ho Kwok	6/6	3/3	N/A	2/2	1/1	1/1
Ms. Lily Li Dong	6/6	3/3	3/3	2/2	1/1	1/1
Mr. Henry Chi Hung Yim ³	4/4	2/2	N/A	N/A	1/1	1/1

¹ resigned as a non-executive Director on January 13, 2025.

² appointed as an executive Director on February 27, 2025.

³ appointed as an independent non-executive Director and a member of the Audit Committee on February 27, 2025

⁴ retired as a non-executive Director on May 12, 2025.

⁵ appointed as a non-executive Director on May 13, 2025.

⁶ resigned as an executive Director on March 5, 2026

⁷ appointed as an executive Director on March 5, 2026

In addition, a meeting between the Chairman and the independent non-executive Directors without the presence of other Directors was held.

DIVIDEND POLICY

The dividend policy adopted by the Company (the “**Dividend Policy**”), which outlines the factors that should be taken into account in determining any dividend for distribution to the Shareholders, is reproduced as follows.

Dividend Policy

The Dividend Policy aims to set out the principles and guidelines that Yixin Group Limited (the “**Company**”) intends to apply in relation to the declaration, payment or distribution of its net profits as dividend to the shareholders of the Company.

Subject to the Cayman Islands Companies Law and the articles of association of the Company (as amended from time to time), the board (the “**Board**”) of directors (the “**Directors**”) of the Company has absolute discretion on whether to distribute dividends. In addition, the shareholders of the Company (the “**Shareholders**”) may by ordinary resolution declare dividends in any currency, but no dividend may be declared in excess of the amount recommended by the Board. In either case, a dividend may only be declared and paid out of the profits and reserves of the Company lawfully available for distribution including share premium, and in no circumstances may a dividend be paid if this would result in the Company being unable to pay its debts as they fall due in the ordinary course of business. The Company does not have any pre-determined dividend payout ratio. In deciding whether to propose any dividend, and in determining the form, frequency and amount of dividends (if any), the Board will take into account the Company’s future operations and earnings, cash flow position, capital requirements and surplus, general financial condition, contractual restrictions and other factors that the Board considers relevant.

Any future dividend payments to the Shareholders will also depend upon the availability of dividends received from our subsidiaries and our consolidated affiliated entities. Regulations in China may restrict the ability of our Chinese subsidiaries and consolidated affiliated entities to pay dividends to the Company.

If the Company pays any dividends on the Shares, unless and to the extent that the rights attached to the Shares, or the terms of issue thereof otherwise provide, (i) all dividends will be declared and paid according to the amounts paid up on the Shares in respect of which the dividend is paid, but no amount paid up on Shares in advance of calls may for this purpose be treated as paid up on the Shares; and (ii) all dividends will be apportioned and paid pro rata according to the amounts paid up on the Shares during any portion or portions of the period in respect of which the dividend is paid. The Directors may deduct from any dividend or other monies payable to any of the Shareholders all sums of money (if any) presently payable by such Shareholders to the Company on account of calls, installments or otherwise.

This dividend policy will continue to be reviewed from time to time and there can be no assurance that dividends will be paid in any particular amount, if at all, for any given period.

ANTI-CORRUPTION POLICY AND WHISTLEBLOWING POLICY

The Group has established (i) policy and measures that promote and support anti-corruption laws and regulations; and (ii) whistleblowing policy and measures for employees, suppliers and business partners to raise concerns, in confidence and anonymity, with the Audit Committee about possible improprieties in any matter related to the Group. For further details of the Group’s anti-corruption and whistleblowing policy and/or measures, please refer to the section headed “4. Strengthening Management and Standardizing Operation” of the “Environmental, Social and Governance Report and Climate Information Disclosures Report 2025” of the Company.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control systems. The Board oversees risk management functions directly and also through the Audit Committee and the senior management, and will assess the effectiveness of the risk management and internal control systems at least once a year.

The senior management is responsible for the overall implementation of risk management and internal control plans and policies determined by the Board and managing the risks in connection with all of the Company's business operations. The senior management identifies, assesses and takes measures against any significant risks that the Company is facing, and reviews the risk assessment report on a quarterly basis and reports to the Board on a semi-annual basis.

The Audit Committee assists the Board in leading the management and monitoring and overseeing the risk management and internal control systems through the internal audit department, and reporting and making recommendations to the Board where appropriate.

The internal audit department oversees the risk management and internal control systems under the supervision of the Audit Committee by performing independent audit on the effectiveness and completeness of the risk management and internal control systems. It identifies any material risks and makes recommendations on the improvement and rectification plans and measures and conducts follow-up audits with regard to the identified issues to ensure that the planned remedial measures have been duly implemented. The internal audit department operates independently from the Company's business centers and departments and directly reports the audit findings and follow-up status to the Audit Committee on a quarterly basis.

Disclosure of Inside Information

The Company has developed its disclosure policy which provides a general guide to the Directors, officers, senior management and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries.

Control procedures have been implemented to ensure that unauthorized access and use of inside information are strictly prohibited.

Continuing Connected Transactions

The Company has put in place appropriate policies and procedures to monitor and ensure its continuing connected transactions are entered into and conducted in accordance with the terms of the relevant agreements and the requirements of the Listing Rules.

Reference is made to the Prospectus in relation to the following internal control procedures adopted by the Group for the continuing connected transactions of the Company:

- (a) No member of the Group shall conduct any connected transactions, (i) which are either not on arm's length terms or (ii) which are on arm's length terms but are in excess of 5% of the Group's net assets or if aggregated with all other connected transactions in the same fiscal year will exceed 20% of annual budgeted revenue of the Group for the fiscal year, without the affirmative consent or approval by the majority of the Directors. For further details, see the section headed "History and Corporate Structure – Pre-IPO Investments" of the Prospectus.
- (b) The Company has established internal control mechanisms to identify connected transactions. If the Group enters into connected transactions with the Controlling Shareholders or any of their associates, the Company will comply with the applicable Listing Rules. For further details, see the section headed "Relationship with Our Controlling Shareholders – Corporate Governance Measures" of the Prospectus.

The Group has adopted clear pricing policies and guidelines for its continuing connected transactions and procedures for determining the price and terms of the transactions in accordance with such pricing policies and guidelines. For purchases of products or services, the operations department of the Group would obtain quotations for comparable products or services from not less than two independent third parties as well as from the connected person in question; it would then carry out an analysis of the options available taking into account a range of factors, such as the pricing, payment terms, expertise, capabilities and reputation of the suppliers and the Group's past business experience with the suppliers (if any); the results of such analysis would be reported to the senior management of the Group; the senior management would then form a view as to which option is most favourable to the Group and would then report its findings to the Board for approval. For sales of products or services, the Group either applies pricing more favourable to the Group to a connected person as compared to the pricing offered to other customers or charges the market price. To assess the market price, the operations department of the Group would obtain pricing for comparable products or services from not less than two independent third parties. In any case, the pricing and terms of a continuing connected transaction must be no less favourable to the Group than those available to or from independent third parties, fair and reasonable and in the interest of the Shareholders and the Company as a whole. No agreement for any continuing connected transaction would be entered into unless with prior approval of the senior management of the Group and the Board. The Company confirms that it has followed its pricing policies and guidelines when determining the price and terms of its continuing connected transactions conducted during the Reporting Period.

The legal and compliance department and the financial management department of the Group will also review the terms of any proposed new continuing connected transaction or any existing continuing connected transaction proposed to be renewed to ensure compliance with the Listing Rules. None of such agreements would be entered into unless with prior approval of the legal and compliance department, the financial management department and senior management of the Group and the Board.

The legal and compliance department and the financial management department of the Group will summarize the transaction amounts incurred under the Group's continuing connected transactions regularly on a monthly basis and report to the senior management of the Group. The senior management and the relevant departments of the Group will be informed of the status of the continuing connected transactions in a timely manner such that the transaction amounts can be conducted within the relevant annual caps (if applicable). In addition, the independent non-executive Directors will conduct an annual review of the implementation of the continuing connected transactions. The Company will also engage its external auditors to conduct annual review of the continuing connected transactions in accordance with the requirements under the Listing Rules.

The Group will regularly examine the pricing of its continuing connected transactions to ensure that such transactions are conducted in accordance with the pricing terms thereof, including reviewing the historical transaction records of the Group for similar services and arrangements with other independent third party for similar services.

Risk Management

The Company has established a risk management system which sets out the roles and responsibilities of each relevant party as well as the relevant risk management policies and processes. The Company, on a regular basis, identifies and assesses risk factors that may negatively affect the achievement of its objectives, and formulates appropriate response measures.

The Company has adopted the following dynamic risk management process in response to the ever-changing risk landscape:

- Business and functional departments identify, assess and respond to risks in the course of operation in a systematic manner, escalating concerns and communicating results to the senior management;
- The significant risks at the company level as well as the relevant risk response strategies and control measures will be reviewed by senior management and subsequently by the Audit Committee before reporting to the Board;
- The internal audit department reviews and evaluates the responses to significant risks from time to time, and reports to the Audit Committee at least once a year; and
- The Audit Committee, on behalf of the Board, assesses and determines the nature and level of the risks that the Company is willing to take in order to achieve its business objectives and formulates appropriate response strategies which includes designating responsible departments for handling each significant risk. The Audit Committee provides guidance to the Company's management to implement effective risk management system with supports from the internal audit department.

Internal Control

The Company has always valued the importance of the internal control systems, and has complied with the requirements under Appendix C1 (Corporate Governance Code) and Appendix D2 (Disclosure of Financial Information) of the Listing Rules.

The management of the Company is responsible for the design, implementation and maintenance of the effectiveness of the internal control systems. The Board, assisted by the Audit Committee, is responsible for monitoring and overseeing the performance of management over the internal control system to ensure that it is appropriate and effective.

The Company's internal control systems clearly define the roles and responsibilities of each party as well as the authorizations and approvals required for key actions of the Company. Policies and procedures are put in place for the key business processes. This information is also clearly conveyed to employees of the Company in practice and plays an important role in the internal control systems. All employees must strictly follow the policies which cover, amongst other things, financial, legal and operational issues that set the control standards for the management of each business process.

In addition, the internal audit department supervises the establishment of the risk management and internal control systems set up by management, ensures that management has implemented appropriate measures and reports the general situation of risk management and internal control of the Company to the Audit Committee on a quarterly basis. The internal audit department also conducts objective evaluation on the effectiveness of the Company's risk management and internal control systems and reports the results to the Audit Committee.

Effectiveness of Risk Management and Internal Control

The Audit Committee, on behalf of the Board, continuously reviews the risk management and internal control systems.

The review process comprises, among other things, of meetings with management of business and functional departments, internal audit department, legal and compliance department, and the external auditors, reviewing the relevant work reports and information of key performance indicators, internal audit department and external auditors' assessment on internal control and discussing the major risks with the senior management of the Company.

The Board is of the view that throughout the Reporting Period, the risk management and internal control systems of the Group are effective and adequate.

In addition, the Board believes that the Company's accounting and financial reporting functions have been performed by staff with appropriate qualifications and experience and that such staff receive appropriate and sufficient training and development. Based on the work report from the Audit Committee, the Board also believes that the Company's internal audit and financial reporting functions are adequate with sufficient resources and budget. The relevant staff have appropriate qualifications and experience, and receive sufficient training and development.

The management has confirmed to the Board and the Audit Committee on the effectiveness of the risk management and internal control systems for the Reporting Period.

The Board, as supported by the Audit Committee as well as the management report and the internal audit findings by the internal audit department, reviewed the risk management and internal control systems, including the financial, operational and compliance controls, for the Reporting Period, and considered that such systems are effective and adequate. The annual review also ensured the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting financial reporting and internal audit functions as well as those relating to the Company's ESG performance and reporting.

Arrangements are put in place to facilitate employees of the Company to raise, in confidence, concerns about possible improprieties in financial reporting, internal control or other matters of the Company.

DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements of the Company for the Reporting Period.

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

The statement of the independent auditor of the Company about their reporting responsibilities on the financial statements is set out in the section headed "Independent Auditor's Report" of this annual report.

RELATIONSHIP WITH CONTROLLING SHAREHOLDERS

The Company has adopted various measures to safeguard good corporate governance standards and to avoid potential conflict of interests between the Group and the Controlling Shareholders. For details of the measures adopted, please refer to the section headed "CORPORATE GOVERNANCE MEASURES" of the Prospectus.

The independent non-executive Directors have conducted an annual review and nothing has come to their attention that there is any conflict of interests between the Group and our Controlling Shareholders.

The Directors are satisfied that sufficient corporate governance measures have been put in place to manage conflict of interests that may arise between the Group and the Controlling Shareholders, and to protect the interests of minority Shareholders.

AUDITOR'S REMUNERATION

The remuneration paid/payable to the Auditor, in respect of audit services and non-audit services for the Reporting Period is set out below:

Service Category

	Fees Paid/Payable	
	2025 RMB'000	2024 RMB'000
Audit Services	6,400	6,566
Non-audit Services	1,464	1,338
Total	7,864	7,904

The statement of the Auditor about their reporting responsibilities for the consolidated financial statements is set out in the section headed "Independent Auditor's Report" of this annual report. During the Reporting Period, the remuneration paid/payable to the Auditor was disclosed in Note 7 to the consolidated financial statements. The audit and audit-related services conducted by the Auditor mainly comprised statutory audits and reviews for the Group and certain of its subsidiaries, and the reporting on continuing connected transactions. The non-audit services conducted by the Auditor mainly included professional services, including ESG consulting service and service related to risk management review.

COMPANY SECRETARY

The selection, appointment and dismissal of the Company Secretary is subject to approval by the Board in accordance with the Articles of Association and CG Code. The Company Secretary, Mr. Man Wah Cheng, is an employee of the Company, reports to the Chairman and Chief Executive Officer and is responsible for facilitating the Board's processes and communications among Board members, with the Shareholders and with the management of the Company. All Directors have access to the advice and services of the Company Secretary and independent professional advice may be sought by the Directors if required to ensure that the Board procedures, and all applicable law, rules and regulations, are followed.

According to Rule 3.29 of the Listing Rules, Mr. Cheng took no less than 15 hours of the relevant professional training during the year ended December 31, 2025.

SHAREHOLDERS' RIGHTS

The Company engages with Shareholders through various communication channels and a Shareholders' Communication Policy is in place to ensure that Shareholders' views and concerns are appropriately addressed.

The Shareholders' Communication Policy was introduced in 2018, which is available on the Company's website (http://www.yixincars.com/en/page_governance_en.html) and sets out the Company's commitment to maintaining an effective ongoing dialogue with Shareholders.

In summary, the Shareholders' Communication Policy aims to ensure that, among others, the Shareholders are provided with ready, equal, regular and timely access to material information about the Company in order to maintain an on-going dialogue with the Shareholders and to enable the Shareholders to exercise their rights in an informed manner.

The Company communicates information to the Shareholders through different channels, including, among others, its periodical financial announcements and reports, annual general meetings and other general meetings (if any), all the disclosures submitted to the Stock Exchange and its corporate communications and other publications on the Company's website.

The mechanisms utilised by the Company for communication of information with the Shareholders include (i) communication through the Shareholders' enquiries; (ii) corporate communications with the Shareholders in the language and means chosen by the Shareholders; (iii) posting of relevant information on the Company's website; (iv) communication at the Shareholders' meetings; and (v) investment market communications, such as investor/analysts briefings and one-on-one meetings, roadshows, media interviews, marketing activities for investors and specialist industry forums. Shareholders may also at any time make a request for the Company's publicly available information through the Company's email address and enquiry hotlines.

To ensure that general meetings of the Company provides a useful forum for Shareholders to exchange views with the Board, the Shareholders' Communication Policy provides that, among other things, the Company shall provide the Shareholders with relevant information on the resolution(s) proposed at the meeting in a timely manner in accordance with the Listing Rules. In addition, the chairman of the Board or his delegates, other Board members, the chairmen of the Board committees, appropriate management executives and external auditors will attend general meetings to answer the Shareholders' questions. The Company will also monitor and review the process of its general meetings on a regular basis, and, if necessary, make changes to ensure that the Shareholders' needs are best served.

See the Company's Articles of Association for details.

The ESG Committee is responsible for regularly reviewing the implementation and effectiveness of the Shareholders' Communication Policy. Following the annual review on the Shareholders' and investors' engagement and communication activities of the Group, the ESG Committee was satisfied with the implementation and effectiveness of the Shareholders' Communication Policy, which enables the Company to carry out effective two-way communication with its investors and shareholders by way of regular meetings and timely updates of the Company's financial results and developments. All communications between the Company and the Shareholders will need to abide by the applicable laws and regulations.

To safeguard Shareholders' interests and rights, separate resolution should be proposed for each substantially separate issue at general meetings, including the election of individual Director. All resolutions put forward at general meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of the Company and the Stock Exchange after each general meeting.

Right to Call an Extraordinary General Meeting by Shareholders

Pursuant to Article 12.3 of the Articles of Association, general meetings shall be convened on the written requisition of any one or more members (including a recognized clearing house (or its nominees)) holding at the date of deposit of the requisition not less than one-tenth of the voting rights at general meetings (on a one vote per share basis) in the share capital of the Company deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and signed by the requisitionists, provided that such requisitionists held as at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company which carries the right of voting at general meetings of the Company. If the Board does not within 21 days from the date of deposit of the requisition proceed duly to convene the meeting to be held within a further 21 days, the requisitionist(s) themselves or any of them representing more than one-half of the total voting rights of all of them, may convene the general meeting in the same manner, as nearly as possible, as that in which meetings may be convened by the Board provided that any meeting so convened shall not be held after the expiration of three months from the date of deposit of the requisition, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to them by the Company.

Putting Forward Proposals at General Meetings

There are no provisions in the Articles of Association or in the Cayman Companies Law for putting forward proposals of new resolutions by Shareholders at general meetings. Shareholder(s) who wish to move a resolution may request the Company to convene an extraordinary general meeting in accordance with the procedures set out in the preceding paragraph. For proposing a person for election as a Director, please refer to the "Procedures for Shareholders to Propose a Person for Election as a Director of the Company" posted in the "Investor Relations" section of the Company's website (www.yixincars.com).

Putting Forward Enquiries to the Board

For putting forward any enquiries to the Board, Shareholders may send written enquiries to the Company. The Company will not normally deal with verbal or anonymous enquiries.

Contact Details

Shareholders and the investment community may send their enquiries or requests for publicly available information of the Company as mentioned above to the following:

Address: Yixin Building
1 North, Zhongguancun Hongqiao Innovation Center
365 Linhong Road, Changning District
Shanghai, China

Email: ir@yixincars.com (Head of Investor Relations)
hkcompliance@yxqiche.com (Company Secretary)

Any shareholding matters, such as transfer of Shares, change of name or address, and loss of Share certificates should be address in writing to the Hong Kong Share Registrar:

Computershare Hong Kong Investor Services Limited

Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
(for change of name or address and loss of Share certificates)

Address: Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong
(for transfer of Shares)

Telephone: (852) 2862 8628

Facsimile: (852) 2865 0990/2529 6087

Enquiries: www.computershare.com/hk/en/online_feedback

For the avoidance of doubt, Shareholders must deposit and send the original duly signed written requisition, notice or statement, or enquiry (as the case may be) to the above addresses and provide their full name, contact details and identification in order to give effect thereto. Shareholders' information may be disclosed as required by law.

INVESTOR RELATIONS

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and investor understanding of the Group's business performance and strategies. The Company endeavours to maintain an on-going dialogue with Shareholders and in particular, through annual general meetings and other general meetings. The chairman of the Board and other Board members, in particular, the chairmen of Board committees (or their delegates as appropriate), appropriate management executives and external auditor will use all reasonable endeavours to attend annual general meetings and to answer enquiries of Shareholders.

The Memorandum and Articles of Association is available on the websites of the Company (www.yixincars.com) and the Stock Exchange (www.hkexnews.hk). During the Reporting Period, the Company has amended its Memorandum and Articles of Association, details of the amendments are set out in the circular of the Company dated March 14, 2025.



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Yixin Group Limited

(incorporated in the Cayman Islands with limited liability)

OPINION

What we have audited

The consolidated financial statements of Yixin Group Limited (the “Company”) and its subsidiaries (the “Group”), which are set out on pages 120 to 223, comprise:

- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated balance sheet as at 31 December 2025;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (“ISAs”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the Code of Ethics for Professional Accountants as issued by the Hong Kong Institute of Certified Public Accountants (the “Code”), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code.

KEY AUDIT MATTERS

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

Key audit matters identified in our audit are summarised as follows:

- Measurement of expected credit losses
- Fair value measurement of financial assets categorized as level 3

Key Audit Matter	How our audit addressed the Key Audit Matter
<p><i>Measurement of expected credit losses</i></p> <p>Refer to note 3.1(b), 4.1(a), note 18, note 20 and note 26 to the consolidated financial statements.</p> <p>As at 31 December 2025, the Group's expected credit losses ("ECL") allowance of finance receivables and loans recognized as a result of payment under risk assurance amounted to approximately RMB1,147,487,000 and RMB194,396,000 respectively, and the ECL allowance of risk assurance liabilities amounted to approximately RMB2,864,974,000.</p> <p>The balances of provisions for ECL of finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities represent management's best estimate at the balance sheet date of expected credit losses under International Financial Reporting Standard 9: Financial Instruments expected credit losses model ("IFRS 9").</p>	<p><i>Our procedures in relation to the measurement of expected credit losses included:</i></p> <p>Understanding and evaluating management's assessment process and controls</p> <ul style="list-style-type: none"> • We obtained an understanding of the management's internal controls and assessment process relating to management's ECL model, significant assumptions and major data inputs and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty; • We tested IT controls over the information systems which are used to maintain the completeness and accuracy of related contractual information with each customer.

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>The Group assesses whether the ECL of finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities has increased significantly since their initial recognition, and applies a three-stage impairment model to calculate their ECL allowance. For loans recognized as a result of payment under risk assurance, which are purchased or originated credit-impaired (“POCI”) financial assets, the Group estimates the lifetime expected credit losses. For measuring ECL allowance, the Group adopted a complex model, employed numerous parameters and data inputs, and applied significant management judgments and assumptions with a high degree of estimation uncertainty.</p> <p>The model for measuring the ECL allowance involves significant management judgments and assumptions, primarily for the following:</p> <ul style="list-style-type: none"> • Choosing appropriate models and assumptions and determination of relevant key measurement parameters; • Criteria for determining whether or not there was a significant increase in credit risk, or a default or impairment loss was incurred; • Economic variables for forward-looking measurements, and the application of economic scenarios and weightings; • Estimated future cash flows for defaulted and credit-impaired finance receivables, risk assurance liabilities and loans recognized as a result of payment under risk assurance. 	<p>Substantive testing of the measurement of expected credit losses</p> <ul style="list-style-type: none"> • We involved our internal modelling specialist and reviewed the modelling methodologies used for measuring the ECL allowance measurement, and assessed the reasonableness of model selection, key parameters estimation, significant judgments and assumptions in relation to the model. <ul style="list-style-type: none"> o Modelling specialist examined the coding for model measurement, and tested whether or not the model for measuring the ECL reflected the modelling methodologies documented by management; o We verified the financial information and non-financial information of the finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities, relevant external evidence and other factors, to assess the appropriateness of the management’s identification of significant increase in credit risk, defaults and credit-impaired receivables; o We assessed whether the loans recognized as a result of payment under risk assurance were POCI financial assets;

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>The inherent risk in relation to the measurement of ECL allowance is considered significant due to the complexity of the model and subjectivity of significant assumptions and major data inputs. In addition, the finance receivables, loans recognized as a result of payment under risk assurance, risk assurance liabilities and related provisions accrued involve significant amounts. In view of these reasons, we identified this as a key audit matter.</p>	<ul style="list-style-type: none"> o We examined on a sample basis the major data inputs to the information systems to assess their accuracy and completeness. We verified the transmission of major data inputs between the information systems and the model, by utilizing IT audit techniques, to verify their accuracy and completeness; o For forward-looking measurements, we reviewed management's model analysis of their selection of economic variables, economic scenarios and weightings, assessed the reasonableness of the prediction of economic variables, the application of economic scenarios and the setting of weightings and reviewed sensitivity testing of forecasting; o We examined on a sample basis the assumptions used by management to determine expected cash flows for defaulted and credit-impaired finance receivables, risk assurance liabilities and loans recognized as a result of payment under risk assurance based on financial information of latest collateral valuations and other available information in supporting the computation of provisions; • We assessed the adequacy of the disclosures related to ECL allowance in the context of the applicable financial reporting framework. <p>Based on our procedures performed, in the context of the inherent uncertainties associated with measurement of ECL allowance for finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities, we considered the model, data inputs, key parameters, significant judgment and assumptions adopted by management and the measurement results were supportable by the evidence obtained and procedures performed.</p>

INDEPENDENT AUDITOR'S REPORT

Key Audit Matter	How our audit addressed the Key Audit Matter
<p><i>Fair value measurement of financial assets categorized as level 3</i></p> <p>Refer to note 3.3, note 4.1(b) and note 16 to the consolidated financial statements.</p> <p>The Group has invested in certain financial assets at fair value through profit or loss, substantially all measured at fair value using level 3 inputs which were not based on active market prices, nor based on observable market data. The fair value of such investments categorized as level 3 was RMB3,168,688,000 as at 31 December 2025.</p>	<p><i>Our procedures in relation to the determination of fair value of financial assets categorized as level 3 included:</i></p> <p>Understanding and evaluating management's assessment process and controls</p> <ul style="list-style-type: none"> We understood and evaluated the internal controls relating to management's model used, development of significant assumptions and major data inputs and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty. <p>Substantive testing of fair value measurement of financial assets categorized as level 3</p> <ul style="list-style-type: none"> We obtained management's calculation sheets of fair value estimation of financial assets categorized as level 3 and tested the accuracy of the calculation sheets; We evaluated the independent external appraisal firm's competence, capability and objectivity; We involved our internal valuation specialist and assessed the appropriateness of the methodologies, including the model used, and key assumptions adopted by management, including but not limited to terminal growth rate, bond yield, marketability, discount rates and volatility; We compared the input data of revenue growth rates and terminal growth rates in the calculation sheet with management's forecast of future profits, strategic plans and business data;

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Management assessed and measured the fair value of financial assets categorized as level 3 using particular valuation techniques, with assistance from an external appraisal firm. The valuation process was highly judgmental due to its reliance on management's assumptions such as discount rate, volatility and probability weighting, marketability, liquidation and redemption scenarios, etc.</p> <p>The determination of the model adopted and key inputs required management's significant judgment or estimation. The prescribed value of the financial assets categorized as level 3 is significant to the financial statements. In view of these reasons we identified this as a key audit matter.</p>	<ul style="list-style-type: none"> • We compared the volatility and discounted rate with comparable companies in the open market to assess the reasonableness of the input data used; • We challenged management regarding its approach for determining the probability weighting, liquidation and redemption scenarios (where applicable), including assessing and analysing the weightings based on our understanding of the investees' business and market condition. <p>Based on the procedures performed, we considered the models used and the judgments and estimates made by management for the determination of fair value of the financial assets categorized as level 3 and the valuation results were supportable by the evidence obtained.</p>

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THE AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

The Audit Committee is responsible for overseeing the Group's financial reporting process.

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

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Leung Wai Kin.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 5 March 2026

CONSOLIDATED INCOME STATEMENT

	Note	Year ended 31 December	
		2025 RMB'000	2024 RMB'000
Revenues	5		
Transaction Platform Business		9,291,380	7,894,414
Self-operated Financing Business		2,268,568	1,993,319
		11,559,948	9,887,733
Cost of revenues	7	(5,098,477)	(5,251,462)
Gross profit		6,461,471	4,636,271
Selling and marketing expenses	7	(1,019,272)	(1,020,334)
Administrative expenses	7	(633,822)	(443,412)
Operation and servicing expenses	7	(388,369)	(286,118)
Research and development expenses	7	(377,564)	(232,581)
Credit impairment losses	7	(2,332,500)	(1,565,379)
Other income and other (losses)/gains, net	6	(10,957)	45,157
Operating profit		1,698,987	1,133,604
Finance income	9	73,326	71,550
Finance costs	9	(128,168)	(100,025)
Finance costs - net		(54,842)	(28,475)
Share of profits/(losses) of investments in associates and joint ventures	15	68,958	(15,607)
Profit before income tax		1,713,103	1,089,522
Income tax expense	10	(514,537)	(279,584)
Profit for the year		1,198,566	809,938
Profit attributable to:			
– Owners of the Company		1,198,913	809,938
– Non-controlling interests		(347)	–
		1,198,566	809,938
Profit per share attributable to owners of the Company for the year (expressed in RMB per share)	11		
– Basic		0.178	0.125
– Diluted		0.174	0.120

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

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Profit for the year	1,198,566	809,938
Other comprehensive income, net of tax: <i>Items that may not be reclassified to profit or loss</i>		
Currency translation differences	(58,803)	34,893
Total comprehensive income for the year	1,139,763	844,831
Attributable to:		
– Owners of the Company	1,140,108	844,831
– Non-controlling interests	(345)	–
	1,139,763	844,831

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

CONSOLIDATED BALANCE SHEET

	Note	As at 31 December	
		2025 RMB'000	2024 RMB'000
ASSETS			
Non-current assets			
Property and equipment	12	879,823	631,520
Right-of-use assets	13	51,621	27,108
Intangible assets	14	622,318	673,649
Investments in associates and joint ventures	15	616,305	303,041
Financial assets at fair value through profit or loss	16	3,168,688	3,368,991
Deferred income tax assets	29	680,236	523,272
Prepayments, deposits and other assets	20	217,989	92,431
Finance receivables	18	20,682,925	17,997,701
Trade receivables	19	1,974,283	1,990,395
Restricted cash	21	41,305	33,156
		28,935,493	25,641,264
Current assets			
Finance receivables	18	10,769,357	10,120,181
Trade receivables	19	2,895,985	2,917,220
Prepayments, deposits and other assets	20	3,892,017	3,179,497
Restricted cash	21	3,362,193	2,520,319
Cash and cash equivalents	21	4,506,398	4,212,760
		25,425,950	22,949,977
Total assets		54,361,443	48,591,241
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital	22	4,495	4,285
Share premium	22	35,036,157	34,858,220
Other reserves	23	1,031,830	1,633,808
Accumulated losses		(19,118,561)	(20,016,180)
Non-controlling interests		(127)	–
Total equity		16,953,794	16,480,133

CONSOLIDATED BALANCE SHEET

	Note	As at 31 December	
		2025 RMB'000	2024 RMB'000
Liabilities			
Non-current liabilities			
Borrowings	28	14,456,620	12,845,901
Lease liabilities	13	25,690	15,036
Deferred income tax liabilities	29	79,987	111,441
Other non-current liabilities	30	759,705	832,956
		15,322,002	13,805,334
Current liabilities			
Trade payables	25	823,653	964,344
Risk assurance liabilities	26	3,079,976	2,339,355
Other payables and accruals	27	738,491	671,848
Current income tax liabilities		582,140	216,392
Borrowings	28	16,822,979	14,103,056
Lease liabilities	13	23,510	10,779
Derivative financial instruments		14,898	–
		22,085,647	18,305,774
Total liabilities		37,407,649	32,111,108
Total equity and liabilities		54,361,443	48,591,241

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

The consolidated financial statements on pages 120 to 223 were approved by the Board of Directors on 5 March 2026 and were signed on its behalf.

Andy Xuan Zhang
Director

Dong Jiang
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Note	Share capital RMB'000	Share premium RMB'000	Other reserves RMB'000	Accumulated losses RMB'000	Non-controlling interests RMB'000	Total equity RMB'000
Balance at 1 January 2025		4,285	34,858,220	1,633,808	(20,016,180)	-	16,480,133
Comprehensive income							
Profit for the year		-	-	-	1,198,913	(347)	1,198,566
Currency translation differences	23	-	-	(58,805)	-	2	(58,803)
Total comprehensive income for the year		-	-	(58,805)	1,198,913	(345)	1,139,763
Transactions with owners in their capacity as owners							
Capital contribution from owners		-	-	-	-	218	218
Share-based compensation	23, 24	-	-	139,286	-	-	139,286
Appropriation to statutory surplus reserve	23	-	-	301,294	(301,294)	-	-
Shares issued upon exercise of employee share options	22, 23, 24	189	931,999	(910,936)	-	-	21,252
Vesting of restricted awarded shares	22, 23, 24	21	60,336	(60,357)	-	-	-
Purchase of restricted shares under share award scheme	23, 24	-	-	(12,460)	-	-	(12,460)
Dividends declared	22	-	(814,398)	-	-	-	(814,398)
Total transactions with owners in their capacity as owners		210	177,937	(543,173)	(301,294)	218	(666,102)
Balance at 31 December 2025		4,495	35,036,157	1,031,830	(19,118,561)	(127)	16,953,794

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Note	Share capital RMB'000	Share premium RMB'000	Other reserves RMB'000	Accumulated losses RMB'000	Non-con- trolling interests RMB'000	Total equity RMB'000
Balance at 1 January 2024		4,262	34,964,305	1,296,382	(20,499,779)	–	15,765,170
Comprehensive income							
Profit for the year		–	–	–	809,938	–	809,938
Currency translation differences	23	–	–	34,893	–	–	34,893
Total comprehensive income for the year		–	–	34,893	809,938	–	844,831
Transactions with owners in their capacity as owners							
Share-based compensation	23, 24	–	–	53,901	–	–	53,901
Appropriation to statutory surplus reserve	23	–	–	326,339	(326,339)	–	–
Shares issued upon exercise of employee share options	22, 23, 24	–	226	(225)	–	–	1
Vesting of restricted awarded shares	22, 23, 24	23	71,381	(71,404)	–	–	–
Purchase of restricted shares under share award scheme	23, 24	–	–	(6,078)	–	–	(6,078)
Dividends declared	22	–	(177,692)	–	–	–	(177,692)
Total transactions with owners in their capacity as owners		23	(106,085)	302,533	(326,339)	–	(129,868)
Balance at 31 December 2024		4,285	34,858,220	1,633,808	(20,016,180)	–	16,480,133

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

CONSOLIDATED STATEMENT OF CASH FLOWS

	Note	Year ended 31 December	
		2025 RMB'000	2024 RMB'000
Cash flows from operating activities			
Cash used in operations	31	(164,208)	(1,917,709)
Income tax paid		(336,150)	(80,614)
Net cash used in operating activities		(500,358)	(1,998,323)
Cash flows from investing activities			
Interest received		26,000	19,252
Proceeds from disposal of property and equipment and intangible assets		7,455	12,970
Purchase of property and equipment and other non-current assets		(330,715)	(235,766)
Purchase of intangible assets		(10,348)	(9,004)
Loans to third parties and related parties		(533,380)	(2,000)
Collection of loans to third parties and related parties		37,520	60,480
Investments in financial assets at fair value through profit or loss and derivative instruments		(13,737)	(28,035)
Proceeds from disposals of financial assets		8,168	3,509
Investments in associates		(244,250)	(129,048)
Prepayment for equity transactions	20	(90,000)	(50,000)
Proceeds from disposal of a joint venture		–	263,191
Cash acquired from acquisition of a subsidiary, net of consideration paid		–	59,688
Placements of restricted cash		(591,940)	(50,856)
Maturity of restricted cash		111,346	277,231
Net cash (used in)/generated from investing activities		(1,623,881)	191,612
Cash flows from financing activities			
Proceeds from borrowings		29,555,746	26,146,312
Repayment of borrowings		(25,223,288)	(22,389,888)
Payment of deposits for borrowings		(26,506)	(54,169)
Release of deposits for borrowings		12,872	121,168
Repayment of lease payments		(23,331)	(15,338)
Payment of transaction costs for borrowings		(65,133)	(11,854)
Proceeds from exercise of share options		18,902	1
Purchase of restricted shares under share award scheme	23	(12,460)	(6,078)
Dividends paid to company's shareholders		(814,015)	(177,681)
Transactions with non-controlling interests		218	–
Interest paid		(993,508)	(1,048,517)
Net cash generated from financing activities		2,429,497	2,563,956
Net increase in cash and cash equivalents		305,258	757,245
Cash and cash equivalents at beginning of year		4,212,760	3,479,550
Exchange losses on cash and cash equivalents		(11,620)	(24,035)
Cash and cash equivalents at end of year		4,506,398	4,212,760

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 GENERAL INFORMATION

Yixin Group Limited (the “Company”) was incorporated in the Cayman Islands on 19 November 2014 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and carries on business in Hong Kong as Yixin Automotive Technology Group Limited. The address of the Company’s registered office is P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands.

The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since 16 November 2017.

The Company is an investment holding company. The Company together with its subsidiaries and consolidated affiliated entities (together, the “Group”) are principally engaged in (i) the provision of loan facilitation services, software-as-a-service (“SaaS”) services, value-added services and guarantee services (“Transaction Platform Business”); and (ii) the provision of financing lease services and other self-operated services (“Self-operated Financing Business”) substantially in the People’s Republic of China (the “PRC”).

As at the date of these consolidated financial statements, there is no ultimate parent of the Company. Tencent Holdings Limited (“Tencent”, collectively with its subsidiaries, the “Tencent Group”) is the largest shareholder of the Company (Note 32).

The Group’s major subsidiaries are based in the PRC and the majority of their transactions are denominated in Renminbi (“RMB”). The conversion of RMB into foreign currencies is subject to the rules and regulations of foreign exchange controls promulgated by the PRC government. As at 31 December 2025, other than restrictions from exchange control regulations, there is no significant restriction on the Group’s ability to access or use the assets and settle the liabilities of the Group.

The consolidated financial statements are presented in RMB, unless otherwise stated. All companies comprising the Group have adopted 31 December as their financial year-end date.

United States Dollars are defined as “USD”, Hong Kong Dollars are defined as “HKD”, Singapore Dollars are defined as “SGD”, Japanese Yen is defined as “JPY”, Macau Pataca is defined as “MOP”, Thai Baht is defined as “THB” and Malaysian Ringgit is defined as “MYR”.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

The consolidated financial statements of the Company have been prepared in accordance with IFRS Accounting Standards (“IFRS”) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS and disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the Hong Kong Companies Ordinance (Cap.622). The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB). The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss and associates measured at fair value through profit or loss, which are carried at fair value.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are critical to the consolidated financial statements are disclosed in Note 4.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

The consolidated financial statements are prepared on a going concern basis.

(a) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for its annual reporting period commencing 1 January 2025:

Standards and amendments	Effective for annual periods beginning on or after
Lack of Exchangeability – Amendments to IAS 21	1 January 2025

The above amendments to IFRS effective for the financial year beginning on 1 January 2025 did not have a material impact on the Group's consolidated financial statements.

(b) New standards and interpretations not yet adopted

The following new accounting standards and interpretations have been published but are not mandatory for 31 December 2025 reporting periods and have not been early adopted by the Group.

Standards and amendments	Effective for annual periods beginning on or after
Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7	1 January 2026
Contracts Referencing Nature-dependent Electricity – Amendment to IFRS 9 and IFRS 7	1 January 2026
Annual improvements to IFRS Accounting Standards – Volume 11 – Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7	1 January 2026
Translation to a Hyper-Inflationary Presentation Currency – Amendment to IAS 21	1 January 2027
Presentation and Disclosure in Financial Statements – IFRS 18	1 January 2027
Subsidiaries without Public Accountability: Disclosures – IFRS 19	1 January 2028
Sales or contribution of Assets between an investor and its associate – Amendments to IFRS 10 and IAS 28	To be determined

These new and amended accounting standards and annual improvements are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions, except for the adoption of IFRS 18 for the reporting periods beginning on or after 1 January 2027.

Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the income statement and providing management-defined performance measures within the financial statements.

Management is currently assessing the detailed implications of applying the new standard on the Group's consolidated financial statements.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose itself to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk), credit risk, liquidity risk and other financial risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance.

Risk management is carried out under policies approved by the board of directors. The management identifies and evaluates financial risks in close co-operation with the Group's operating units.

(a) *Market risk*

(i) Foreign exchange risk

The transactions of the Company are denominated and settled in its functional currency, USD. The Group's subsidiaries operate in the PRC whose function currency are RMB are exposed to foreign exchange risk arising from USD. The Group's foreign exchange risk primarily arises when the recognized assets and liabilities of the Group's PRC subsidiaries are denominated in USD. Considering that the HKD is pegged with the USD and that the size of transactions denominated in SGD, MOP, THB, JPY and MYR is immaterial, management is of the opinion that the currency exposure arising from above currencies transactions is not significant to the Group.

The Group uses foreign currency forwards and a cross currency interest rate swap arrangement to hedge its exposure to foreign currency risk. Under the Group's policy, the key terms of the forwards must align with the hedged items.

The Group only designates the spot component of foreign currency forwards in hedge relationships. The spot component is determined with reference to relevant spot market exchange rates. The differential between the contracted forward rate and the spot market exchange rate is defined as the forward points. It is discounted, where material.

The changes in the forward element of the foreign currency forwards that relate to hedged items are deferred in the costs of hedging reserve.

For the Group's PRC subsidiaries whose functional currency is RMB, if USD had strengthened/weakened by 5% against RMB with all other variables held constant, the profit for the years ended 31 December 2025 and 2024 would have been approximately RMB258,186 higher/lower and RMB266,914 higher/lower, respectively, as a result of net foreign exchange gains/losses on translation of net monetary assets denominated in USD.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(a) Market risk (Continued)

(ii) Cash flow and fair value interest rate risk

The Group's interest rate risk arises from the Group's borrowings. Borrowings obtained at variable rates expose the Group to cash flow interest rate risk, which is partially offset by cash held at variable rates, whereas those carried at fixed rates expose the Group to fair value interest-rate risk. Generally, the Group enters into long-term borrowings at floating rates and swaps them into fixed rates that are lower than those available if the Group borrowed at fixed rates directly.

The exposure of the Group's borrowings to interest rate changes and fixed rate borrowings at the end of the reporting period are as follows:

	2025 RMB'000	% of total loans	2024 RMB'000	% of total loans
Variable rate borrowings	3,503,457	11.20%	1,801,013	6.68%
Fixed rate borrowings				
– Within 1 year	14,361,858	45.91%	12,540,335	46.53%
– Between 1 and 2 years	8,214,018	26.26%	6,720,895	24.94%
– Between 2 and 5 years	5,189,019	16.59%	5,882,602	21.83%
– Over 5 years	11,247	0.04%	4,112	0.02%
	31,279,599	100.00%	26,948,957	100.00%

If interest rates on the borrowings at variable rates had risen/fallen 100 basis points while all other variables had been held constant, the Group's profit for the years ended 31 December 2025 and 2024 would have been approximately RMB26,522,000 lower/higher and RMB5,643,000 lower/higher, respectively.

Swaps currently in place cover nil (2024: 4.9%) of the variable loan principal outstanding. The fixed interest rate of the swaps is nil (2024: 5.6%).

The swap contracts require settlement of net interest receivable or payable upon the due date of the borrowings. The settlement dates coincide with the dates on which interest is payable on the underlying debt.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk*

(i) Risk management and impairment of financial instruments

Credit risk is managed on group basis. Credit risk mainly arises from cash and cash equivalents, restricted cash, trade receivables, other receivables, finance receivables, investment in debt instruments and risk assurance liabilities.

To manage this risk arising from cash and cash equivalents, and restricted cash, the Group only transacts with state-owned or large medium sized joint-stock commercial banks in the PRC and reputable international financial institution outside of the PRC. There has been no recent history of default in relation to these financial institutions.

The Group has policies in place to ensure that trade receivables with credit terms are made to counterparties with an appropriate credit history and management performs ongoing credit evaluations of the counterparties.

Finance receivables are typically secured with automobiles for financing leases and derived from substantially all revenues earned from customers in the PRC, which are exposed to credit risk. The risk is mitigated by credit evaluations the Group performs on its customers and its ongoing monitoring process of outstanding balances. The Group maintains reserves for expected credit losses and these losses have generally been within its expectations.

Loans recognized as a result of payment under risk assurance and risk assurance liabilities are typically secured with automobiles for loan facilitation services and derived from revenues earned from customers in the PRC, which are exposed to credit risk. The risk is mitigated by credit evaluations the Group performs on the borrowers and its ongoing monitoring process of balances of outstanding off balance-sheet items. The Group maintains reserves for expected credit losses and these losses have generally been within its expectations.

For other receivables other than loans recognized as a result of payment under risk assurance, the Group makes periodic collective assessments as well as individual assessment on the recoverability of other receivables based on historical settlement records, past experience and forward-looking information.

Trade receivables, other receivables, finance receivables, and risk assurance liabilities of the Group are subject to the expected credit loss model. While cash and cash equivalents, restricted cash and the Group's investments in debt instruments are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement

Models

IFRS 9 outlines a ‘three-stage’ model for impairment based on changes in credit quality since initial recognition except for purchased or originated credit-impaired (“POCI”) financial assets as summarised below:

- A financial instrument that is not credit-impaired on initial recognition is classified in ‘Stage I’.
- If a significant increase in credit risk (“SICR”) since initial recognition is identified, the financial instrument is moved to ‘Stage II’. The Group considers a financial instrument to have experienced a significant increase in credit risk if the borrower is more than 30 days past due on its contractual payments.
- If the financial instrument is credit-impaired, the financial instrument is then moved to ‘Stage III’. The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, if the borrower is more than 90 days past due on its contractual payments.
- Financial instruments in Stage I have their expected credit losses (“ECL”) measured at an amount equal to the portion of lifetime ECL that result from default events possible within the next 12 months. Financial instruments in Stage II or III have their ECL measured based on ECL on a lifetime basis.

The following diagram summarises the impairment requirements under IFRS 9 (other than purchased or originated credit-impaired financial assets).

Change in credit quality since initial recognition		
Stage I	Stage II	Stage III
(Initial recognition)	(Significant increase in credit risk since initial recognition)	(Credit-impaired assets)
12-month expected credit losses	Lifetime expected credit losses	Lifetime expected credit losses

Significant increase in credit risk (SICR)

The Group considers a financial instrument to have experienced a significant increase in credit risk if the borrower is more than 30 days past due on its contractual payments. No qualitative criterion is considered by the Group since the Group monitors the risk of borrowers purely based on overdue period.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement (Continued)

Definition of default and credit-impaired assets

The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired if the borrower is more than 90 days past due on its contractual payments. No qualitative criterion is considered by the Group since the Group monitors the risk of borrowers purely based on overdue period.

The criteria above have been applied to all financial instruments except for POCI financial assets held by the Group and are consistent with the definition of default used for internal credit risk management purpose. The default definition has been applied consistently to model the Probability of Default (PD), Exposure at Default (EAD) and Loss Given Default (LGD) throughout the Group's expected loss calculations.

Measuring ECL-Explanation of inputs, assumptions and estimation techniques

The ECL is measured on either a 12-month (12M) or Lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. ECL is the discounted product of the Probability of Default (PD), Exposure at Default (EAD), and Loss Given Default (LGD), defined as follows:

- The PD represents the likelihood of a borrower defaulting on its financial obligation (as per "Definition of default and credit-impaired assets" above), either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
- EAD is based on the amounts the Group expects to be owed at the time of default, over the next 12 months (12M EAD) or over the remaining lifetime (Lifetime EAD).
- LGD represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default (EAD). LGD is calculate on a 12-month or lifetime basis, where 12-month LGD is the percentage of loss expected to be made if the default occurs in the next 12 month and Lifetime LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement (Continued)

Measuring ECL-Explanation of inputs, assumptions and estimation techniques (Continued)

The ECL is determined by projecting the PD, LGD and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e., the exposure has not prepaid or defaulted in an earlier month).

The Lifetime PD is developed by applying a maturity profile to the current 12M PD. The maturity profile looks at how defaults develop on a portfolio from the point of initial recognition throughout the lifetime of the loans. The maturity profile is based on historical observed data and is assumed to be the same across all assets within a portfolio. This is supported by historical analysis.

POCI financial assets

For POCI financial assets, the Group only recognizes cumulative changes in lifetime ECL after initial recognition at the end of the reporting period as loss provision.

Forward-looking information incorporated in the ECL models

The calculation of ECL incorporates forward-looking information. The Group has performed historical analysis and identified the key economic variables impacting credit risk and expected credit losses for each portfolio. The forecasts of these economic variables are provided periodically and the most relevant variables are picked and estimated by the Group.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Expected credit loss measurement (Continued)

Maximum exposure to credit risk-Financial instruments subject to impairment

The following table contains an analysis of the credit risk exposure of financial instruments for which an ECL allowance is recognized. The gross carrying amount of financial assets below also represents the Group's maximum exposures to credit risk on these assets.

	Maximum exposure to credit risk of the Group As at 31 December 2025					Total RMB'000
	Stage I 12 months expected credit loss RMB'000	Stage II Lifetime expected credit losses RMB'000	Stage III Lifetime expected credit losses RMB'000	Purchased or originated credit- impaired loans Lifetime expected credit losses RMB'000	Simplified Approach Lifetime expected credit losses RMB'000	
Cash and cash equivalents	4,506,398	-	-	-	-	4,506,398
Restricted cash	3,403,498	-	-	-	-	3,403,498
Finance receivables	31,767,173	216,809	615,787	-	-	32,599,769
Trade receivables	-	-	-	-	4,939,327	4,939,327
Other receivables	2,916,857	132,702	30,274	827,187	-	3,907,020
Gross balance	42,593,926	349,511	646,061	827,187	4,939,327	49,356,012
Allowance for impairment losses	(669,216)	(149,313)	(399,746)	(194,396)	(69,059)	(1,481,730)
Net balance	41,924,710	200,198	246,315	632,791	4,870,268	47,874,282
Off balance-sheet items	85,978,228	994,138	-	-	-	86,972,366
Risk assurance liabilities	(2,831,391)	(248,585)	-	-	-	(3,079,976)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Expected credit loss measurement (Continued)

Maximum exposure to credit risk-Financial instruments subject to impairment (Continued)

	Maximum exposure to credit risk of the Group As at 31 December 2024					
	Stage I 12 months expected credit loss RMB'000	Stage II Lifetime expected credit losses RMB'000	Stage III Lifetime expected credit losses RMB'000	Purchased or originated credit- impaired loans Lifetime expected credit losses RMB'000	Simplified Approach Lifetime expected credit losses RMB'000	Total RMB'000
Cash and cash equivalents	4,212,760	-	-	-	-	4,212,760
Restricted cash	2,553,475	-	-	-	-	2,553,475
Finance receivables	28,399,713	126,044	524,552	-	-	29,050,309
Trade receivables	-	-	-	-	4,941,727	4,941,727
Other receivables	2,200,040	173,920	122,462	719,180	-	3,215,602
Gross balance	37,365,988	299,964	647,014	719,180	4,941,727	43,973,873
Allowance for impairment losses	(622,150)	(84,734)	(366,118)	(104,339)	(34,112)	(1,211,453)
Net balance	36,743,838	215,230	280,896	614,841	4,907,615	42,762,420
Off balance-sheet items	73,705,913	821,141	-	-	-	74,527,054
Risk assurance liabilities	(2,185,159)	(154,196)	-	-	-	(2,339,355)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Expected credit loss measurement (Continued)

Finance receivables

For expected credit loss provisions modelled on a collective basis, a grouping of exposures is performed on the basis of shared risk characteristics, such that the risk exposures within a group are homogeneous. The Group determines groupings by product type, namely consumption loan, automobile mortgage loan and commercial vehicle loan.

Provision for expected credit losses as at 31 December 2025 and 2024 was determined as follows for finance receivables:

31 December 2025	Stage I RMB'000	Stage II RMB'000	Stage III RMB'000	Total RMB'000
Expected loss rate	2.09%	52.39%	60.00%	3.52%
Gross carrying amount (Note 18)	31,767,173	216,809	615,787	32,599,769
Provision for expected credit losses	664,426	113,589	369,472	1,147,487
<hr/>				
31 December 2024	Stage I RMB'000	Stage II RMB'000	Stage III RMB'000	Total RMB'000
Expected loss rate	2.10%	48.89%	52.28%	3.21%
Gross carrying amount (Note 18)	28,399,713	126,044	524,552	29,050,309
Provision for expected credit losses	596,549	61,627	274,251	932,427

The forward-looking assumptions used for the ECL estimate as at 31 December 2025 are M2 and Gross Domestic Product ("GDP") (31 December 2024: M2 and GDP). Due to the fluctuation of the macroeconomic environment, the Group used historical data to refit the prospective regression model to determine key economic variables. Back testing has been performed to prove these variables are the most relevant. The scenarios "base", "upside" and "downside" were used for all portfolios. On 31 December 2025, the weightings allocated to each economic scenario were 85% base, 10% upside and 5% downside (31 December 2024: the weightings allocated to each economic scenario were 85% base, 10% upside and 5% downside).

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement (Continued)

Finance receivables (Continued)

As at 31 December 2025, the Group has assessed and forecasted the key macroeconomic indicators for 2026 are as follows:

Indicator	Range of growth rate
GDP	4.7%~4.9%
M2	7.5%~8.0%

A sensitivity analysis is performed on the key economic variables, namely M2 and GDP. Set out below are the changes to the ECL as at 31 December 2025 that would result from reasonably possible changes in these parameters from the actual assumptions used in the Group's economic variable assumptions:

		-5%	M2 No Change	5%
		RMB'000	RMB'000	RMB'000
GDP	-5%	56,875	45,032	33,501
	No Change	11,507	–	(11,203)
	5%	(30,208)	(41,388)	(52,273)

Finance receivables are written off when there is no reasonable expectation of recovery (Note 18). Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan after the completion of legal proceedings and execution, and a failure to make contractual payments for a certain period of time past due.

Provision for expected credit losses on finance receivables is presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement (Continued)

Trade receivables and other receivables other than loans recognized as a result of payment under risk assurance

For trade receivables, the Group has applied the simplified approach in IFRS 9 to measure the loss allowance at lifetime ECL. To measure the expected credit losses, trade receivables have been grouped based on counterparties with reference to external credit rating and historical observed default rates. For other receivables other than loans recognized as a result of payment under risk assurance, the ECL are assessed individually. The Company considers the counterparties with good credit worthiness with reference to external credit rating and historical observed default rates over the expected life. The Company has identified Producer Price Index (PPI) and RMB Loan to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. In the opinion of the Company, the estimated loss rates of these counterparties are not significant and the Group assessed that the ECL on these balances are insignificant.

Trade receivables and other receivables other than loans recognized as a result of payment under risk assurance are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group.

Provision for impairment of trade receivables and other receivables other than loans recognized as a result of payment under risk assurance is presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Off balance-sheet items and loans recognized as a result of payment under risk assurance

Under the arrangements with certain financial institutions for loan facilitation or SaaS services, the Group is obligated to purchase the entirety or a proportionate of relevant loans upon certain specified events of default by car buyers. As of 31 December 2025, the total outstanding balance of loans funded by financial institutions under such arrangements was RMB86,367 million (2024: RMB73,922 million). As at 31 December 2025, the risk assurance liabilities recognized by the Group under such financial guarantee contracts was RMB3,075.7 million (2024: RMB2,325.7 million).

Expected credit loss provisions of related risk assurance liabilities are modelled on a collective basis. A grouping of exposures is performed on the basis of shared risk characteristics, such that the risk exposures within a group are homogeneous. The Group determines groupings by product type, namely consumption loan and automobile mortgage loan.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Expected credit loss measurement (Continued)

Off balance-sheet items and loans recognized as a result of payment under risk assurance (Continued)

The forward-looking assumptions used for the ECL estimate as at 31 December 2025 are M2 and GDP (31 December 2024: M2 and GDP). Due to the fluctuation of the macroeconomic environment, the Group used historical data to refit the prospective regression model to determine key economic variables. Back testing has been performed to prove these variables are the most relevant. The scenarios “base”, “upside” and “downside” were used for all portfolios. On 31 December 2025, the weightings allocated to each economic scenario were 85% base, 10% upside and 5% downside (31 December 2024: the weightings allocated to each economic scenario were 85% base, 10% upside and 5% downside).

As at 31 December 2025, the Group has assessed and forecasted the key macroeconomic indicators for 2026 are as follows:

Indicator	Range of growth rate
GDP	4.7%~4.9%
M2	7.5%~8.0%

A sensitivity analysis is performed on the key economic variables, namely M2 and GDP. Set out below are the changes to the ECL as at 31 December 2025 that would result from reasonably possible changes in these parameters from the actual assumptions used in the Group’s economic variable assumptions:

		-5%	M2 No Change	5%
		RMB'000	RMB'000	RMB'000
GDP	-5%	251,217	231,880	212,736
	No Change	17,579	–	(17,401)
	5%	(195,930)	(211,881)	(227,667)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(b) *Credit risk (Continued)*

(ii) Expected credit loss measurement (Continued)

Off balance-sheet items and loans recognized as a result of payment under risk assurance (Continued)

Under the guarantee agreement with a certain third party, Xinche Investment (Shanghai) Co., Ltd. ("Xinche"), an indirectly wholly-owned subsidiary of the Company, is required to pay the redemption price on behalf of the third party upon certain events. As of 31 December 2025, the total outstanding redemption price under the guarantee agreement was RMB605 million (2024: RMB605 million). As at 31 December 2025, the risk assurance liabilities recognized by the Group under such guarantee contracts was RMB4.2 million (2024: RMB13.6 million).

Loans recognized as a result of payment under risk assurance are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan after the completion of legal proceedings and execution, and a failure to make contractual payments for a certain period of time past due.

Provision for expected credit losses on risk assurance liabilities and loans recognized as a result of payment under risk assurance is presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

(c) *Liquidity risk*

The Group aims to maintain sufficient cash and cash equivalents. Due to the dynamic nature of the underlying businesses, the policy of the Group is to consistently monitor the Group's liquidity risk and to maintain adequate cash and cash equivalents to meet the Group's liquidity requirements.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(c) *Liquidity risk (Continued)*

The following table shows the remaining contractual maturities (or the earliest date a financial liability may become payable in the absence of a fixed maturity date) at the balance sheet date of the Group's financial assets and financial liabilities based on contractual undiscounted cash flows:

	Note	Less than 1 year RMB'000	Over 1 year RMB'000	Total RMB'000
At 31 December 2025				
Financial assets				
Finance receivables		12,610,438	22,711,062	35,321,500
Trade receivables	19	2,895,985	2,162,313	5,058,298
Deposits and other financial assets		3,628,683	13,153	3,641,836
Restricted cash		3,362,193	41,305	3,403,498
Cash and cash equivalents	21	4,506,398	–	4,506,398
		27,003,697	24,927,833	51,931,530
Financial liabilities				
Borrowings		17,504,321	14,825,572	32,329,893
Trade payables	25	823,653	–	823,653
Lease liabilities		24,346	33,935	58,281
Other financial liabilities		410,030	13,945	423,975
		18,762,350	14,873,452	33,635,802
Net		8,241,347	10,054,381	18,295,728

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 Financial risk factors (Continued)

(c) *Liquidity risk (Continued)*

	Note	Less than 1 year RMB'000	Over 1 year RMB'000	Total RMB'000
At 31 December 2024				
Financial assets				
Finance receivables		11,962,423	19,709,292	31,671,715
Trade receivables	19	2,917,220	2,181,136	5,098,356
Deposits and other financial assets		2,961,741	11,187	2,972,928
Restricted cash		2,520,319	33,156	2,553,475
Cash and cash equivalents	21	4,212,760	–	4,212,760
		24,574,463	21,934,771	46,509,234
Financial liabilities				
Borrowings		14,103,056	12,845,901	26,948,957
Trade payables	25	964,344	–	964,344
Lease liabilities		11,734	18,808	30,542
Other financial liabilities		250,130	3,489	253,619
		15,329,264	12,868,198	28,197,462
Net		9,245,199	9,066,573	18,311,772

As at 31 December 2025, the maximum credit risk exposure of off balance-sheet items amounted to RMB50,098,461,000 (2024: RMB64,621,656,000).

The Group's financial assets at fair value through profit or loss are investments in private companies and debt instruments, which are managed on a fair value basis rather than by maturity dates.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.2 Capital management

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

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'borrowings' as shown in the consolidated balance sheet and loans due to related parties) plus lease liabilities less cash and cash equivalents and restricted cash. Total capital is calculated as 'equity' as shown in the consolidated balance sheets plus net debt.

Under the terms of some borrowing facilities, the Group is required to comply with certain financial covenants. The Group has complied with covenants throughout the reporting period.

The Group's gearing ratio and net position of the Group as at 31 December 2025 and 2024 was as follows:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Borrowings (Note 28)	31,279,599	26,948,957
Lease liabilities (Note 13)	49,200	25,815
Less: cash and cash equivalents and restricted cash (Note 21)	(7,909,896)	(6,766,235)
Net debt	23,418,903	20,208,537
Total equity	16,953,794	16,480,133
Total capital	40,372,697	36,688,670
Gearing ratio	58%	55%

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation

The table below analyzes the Group's financial instruments carried at fair value as at 31 December 2025 and 2024, by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorized 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 asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- level 3: Inputs for the asset or liability 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 31 December 2025:

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Assets:				
Financial assets at fair value through profit or loss (Note 16)	-	-	3,168,688	3,168,688
Investments in associates	-	-	136,521	136,521
Total financial assets	-	-	3,305,209	3,305,209
Liabilities:				
Derivative financial instruments	-	14,898	-	14,898

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

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Assets:				
Financial assets at fair value through profit or loss (Note 16)	-	6,957	3,362,034	3,368,991
Investments in associates	-	-	-	-
Total financial assets	-	6,957	3,362,034	3,368,991
Liabilities:				
Derivative financial instruments	-	-	-	-

(a) *Financial instruments in level 1*

The fair value of financial instruments traded in active markets is based on quoted market prices at each of the reporting dates. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation (Continued)

(b) *Financial instruments in level 2*

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

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

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

(c) *Financial instruments in level 3*

Level 3 instruments of the Group's assets and liabilities include financial assets at fair value through profit or loss.

The following table presents the changes in level 3 instruments of financial assets at fair value through profit or loss for the years ended 31 December 2025 and 2024.

	Financial assets at fair value through profit or loss	
	2025 RMB'000	2024 RMB'000
At 1 January	3,362,034	3,451,461
Additions	12,069	28,035
Disposals	-	(56,864)
Change in fair value	(146,815)	(100,254)
Currency translation differences	(58,600)	39,656
At 31 December	3,168,688	3,362,034
Total unrealized gains and change in fair value for the year	(146,815)	(100,254)

There is no transfer from level 1 and level 2 instruments to level 3 for the year ended 31 December 2025 (2024: nil).

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation (Continued)

(c) *Financial instruments in level 3 (Continued)*

The Group has a team that manages the valuation exercise of level 3 instruments for financial reporting purposes on a case by case basis. On each balance sheet date, the team would use valuation techniques to determine the fair value of the Group’s level 3 instruments. External valuation experts will be involved when necessary.

The valuation of the level 3 instruments mainly included investments in private companies and debt instruments. As these instruments are not traded in an active market, their fair values have been determined using various applicable valuation techniques.

	Fair value at 31 December 2025 RMB'000	Valuation technique	Significant unobservable inputs	Percentage or ratio range	Relationship of unobservable inputs to fair value
Unlisted securities	76,713	Discounted cash flow model	WACC (Weighted Average Cost of Capital) Terminal growth rate	14%-28% 2%	The higher the expected WACC, the lower the fair value. The higher the expected terminal growth rate, the higher the fair value.
	544,829	Market approach	LOMD (Lack of Marketability Discount)	20.4%-33.0%	The higher the expected LOMD, the lower the fair value.
Debt instruments	2,547,146	Market approach	LOMD	20.4%	The higher the expected LOMD, the lower the fair value.
		Binomial Model	Bond Yield	18.4%	The higher the expected Bond Yield, the lower the fair value.

If the fair values of the financial assets at fair value through profit or loss held by the Group had been 10% higher/lower, profit for the years ended 31 December 2025 and 2024 would have been approximately RMB302,492,000 higher/lower and RMB318,087,000 higher/lower, respectively.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

4.1 Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) *Provisions for expected credit losses of finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities*

The provisions for expected credit losses of finance receivables, loans recognized as a result of payment under risk assurance and risk assurance liabilities are based on assumptions about risk of default and expected loss rates. Management uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's history, existing market conditions as well as forward-looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in the tables in Note 3.1(b).

(b) *Fair value of financial instruments in level 3*

The fair value of financial assets that are not traded in an active market (for example, investments in private companies) is determined by using valuation techniques. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Changes in these assumptions and estimates could materially affect the respective fair value of these financial assets.

(c) *Impairment provision for trade and other receivables (other than loans recognized as a result of payment under risk assurance)*

Management assesses the impairment of trade and other receivables according to the trade and other receivables' prior performances, forward-looking information, credit conditions of the customers' and the industries that the customers are in, as well as applying management's judgments and estimates when determining the impairment to be recognized. Management reassesses the provision at each balance sheet date. Where the basis of judgments and estimates is different from the initial assessment, such differences will impact the provision for impairment and the carrying values of the trade and other receivables. Details of the key assumptions and inputs used are disclosed in Note 3.1(b).

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (CONTINUED)

4.1 Critical accounting estimates and assumptions (Continued)

(d) *Estimated impairment of non-financial assets*

The Group tests whether goodwill has suffered any impairment on an annual basis. Other non-financial assets are also reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset exceeds its recoverable amount. The assets are allocated to each of CGUs, or groups of CGUs. As at 31 December 2025 and 2024, the recoverable amount of CGU was determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated in Note 14. These growth rates are consistent with management's financial forecast and budget. Details of key assumptions are disclosed in Note 14.

(e) *Recognition of deferred income tax assets*

Deferred income tax assets are mainly recognized for temporary differences such as provisions for expected credit losses, accrued expenses, unused tax losses carried forward to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and the unused tax losses can be utilised, based on all available evidence. Recognition primarily involves judgment regarding the future financial performance of the particular legal entity or tax group in which the deferred income tax asset has been recognized. A variety of other factors are also evaluated in considering whether there is convincing evidence that it is probable that some portion or all of the deferred income tax assets will ultimately be realized, such as the existence of taxable temporary differences, group relief, tax planning strategies and the periods in which estimated tax losses can be utilised. The carrying amount of deferred income tax assets and related financial models and budgets are reviewed at each balance sheet date and to the extent that there is insufficient convincing evidence that sufficient taxable profits will be available within the utilization periods to allow utilization of the carry forward tax losses, the asset balance will be reduced and the difference charged to the consolidated income statement. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax provisions and deferred income tax assets and liabilities in the period in which such determination is made.

5 SEGMENT INFORMATION

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (“CODM”). The Chief Executive Officer of the Group has been identified as the chief operating decision-maker, responsible for allocating resources and assessing performance of the operating segments.

The Group’s business activities, for which discrete financial statements are available, are regularly reviewed and evaluated by the CODM. As a result of this evaluation, the Group determined that it has operating segments as follows:

- Transaction Platform Business
- Self-operated Financing Business

The CODM assesses the performance of the operating segments mainly based on segment revenues, segment gross profit and segment operating profit. The revenues from external customers reported to CODM are measured as segment revenues, which is the revenues derived from the customers in each segment. The segment gross profit is calculated as segment revenues minus segment cost of revenues. Cost of revenues for Transaction Platform Business segment is primarily comprised of commission fees and other direct service costs. Cost of revenues for Self-operated Financing Business segment is primarily comprised of funding costs and cost of automobiles sold. The segment operating profit is calculated as segment gross profit minus selling and marketing expenses, administrative expenses, operation and servicing expenses, research and development expenses, credit impairment losses and other income and other gains, net associated with the respective segment.

The “Finance cost, net” is not included in the measurement of the segments’ performance which is used by CODM as a basis for the purpose of resource allocation and assessment of segment performance.

Other information, together with the segment information, provided to the CODM is measured in a manner consistent with that applied in these consolidated financial statements. There was no separate segment assets and segment liabilities information provided to the CODM, as CODM does not use this information to allocate resources to or evaluate the performance of the operating segments.

The segment results for the year ended 31 December 2025 are as follows:

	Year ended 31 December 2025		
	Transaction Platform Business RMB’000	Self-operated Financing Business RMB’000	Total RMB’000
Revenues	9,291,380	2,268,568	11,559,948
– Recognized at a point in time	7,296,048	59	7,296,107
– Recognized over time	1,995,332	–	1,995,332
– Recognized over the lease or contractual term	–	2,268,509	2,268,509
Gross profit	5,190,602	1,270,869	6,461,471
Operating profit	1,653,031	45,956	1,698,987

5 SEGMENT INFORMATION (CONTINUED)

The segment results for the year ended 31 December 2024 are as follows:

	Year ended 31 December 2024		
	Transaction Platform Business RMB'000	Self-operated Financing Business RMB'000	Total RMB'000
Revenues	7,894,414	1,993,319	9,887,733
– Recognized at a point in time	6,370,546	178	6,370,724
– Recognized over time	1,523,868	–	1,523,868
– Recognized over the lease or contractual term	–	1,993,141	1,993,141
Gross profit	3,689,423	946,848	4,636,271
Operating profit/(loss)	1,171,255	(37,651)	1,133,604

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

As at 31 December 2025 and 2024, substantially all of the non-current assets of the Group were located in the PRC.

The reconciliation of operating profit to profit before income tax for the years ended 31 December 2025 and 2024 is presented in the consolidated income statements of the Group.

The Group derives revenue from the following services and transfer of goods:

	Year ended 31 December 2025			Total RMB'000
	Recognized at a point in time RMB'000	Recognized over time RMB'000	Recognized over the lease or contractual term RMB'000	
Transaction Platform Business:	7,296,048	1,995,332	–	9,291,380
– SaaS services	4,501,130	–	–	4,501,130
– Loan facilitation services	2,545,846	–	–	2,545,846
– Guarantee services	–	1,995,332	–	1,995,332
– Value-added services	249,072	–	–	249,072
Self-operated Financing Business:	59	–	2,268,509	2,268,568
– Financing lease services	–	–	2,206,493	2,206,493
– Factoring services and other automobile services	59	–	62,016	62,075
Total	7,296,107	1,995,332	2,268,509	11,559,948

5 SEGMENT INFORMATION (CONTINUED)

	Year ended 31 December 2024			Total RMB'000
	Recognized at a point in time RMB'000	Recognized over time RMB'000	Recognized over the lease or contractual term RMB'000	
Transaction Platform Business:	6,370,546	1,523,868	–	7,894,414
– SaaS services	1,803,835	–	–	1,803,835
– Loan facilitation services	4,317,600	–	–	4,317,600
– Guarantee services	–	1,523,868	–	1,523,868
– Value-added services	249,111	–	–	249,111
Self-operated Financing Business:	178	–	1,993,141	1,993,319
– Financing lease services	–	–	1,960,214	1,960,214
– Factoring services and other automobile services	178	–	32,927	33,105
Total	6,370,724	1,523,868	1,993,141	9,887,733

Accounting policies of revenue recognition

Revenue is measured at the transaction price which is the amount of consideration to which the Group is entitled to in exchange for transferring promised services or goods to the customer. The Group allocate the transaction price to each performance obligation based on the relative stand-alone selling prices. Revenue for each performance obligation is then recognized when the Group satisfies the performance obligation by transferring the promised goods or services to the customer.

(a) Transaction Platform Business

The Group mainly provides (i) SaaS services, (ii) loan facilitation services, (iii) guarantee services, and (iv) value-added services. Revenue is measured at the transaction price which is the amount of consideration to which the Group is entitled to in exchange for transferring promised services or goods to the customer. The Group allocates the transaction price to each performance obligation based on the relative stand-alone selling price. Revenue for each performance obligation is then recognized when the Group satisfies the performance obligation by transferring the promised goods or services to the customer.

The Group recognizes revenue from loan facilitation services when assisting the customers to complete an automobile financing transaction. Revenue is recognized at point-in-time when performance obligation of the service has been satisfied, being when a transaction is fulfilled and completed. The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised services to its customers, net of value-added tax. The transaction price is limited to the amount of consideration that is probable not to be reversed in future periods. The Group assesses whether the estimate of variable consideration is constrained. A receivable is also recognized as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

5 SEGMENT INFORMATION (CONTINUED)

Accounting policies of revenue recognition (Continued)

(a) *Transaction Platform Business (Continued)*

The Group recognizes revenue from the provision of guarantees. The amount of the guarantee is recognized when guarantee contracts have been made whereby the related guarantee obligation has been accepted, the economic benefits associated with the guarantee contracts will probably flow in, and the amount of revenue associated with guarantee contracts can be measured reliably. The fair value of the guarantee is initially recognized as deferred income, which is included in “Risk assurance liabilities” on the Group’s consolidated balance sheet, and is amortized to profit or loss over the term of the guarantee as guarantee service income.

The Group provides SaaS services to institutions in auto financing area which includes technology applications and technology-enabled business solutions. SaaS services help institutional clients expand business, improve efficiency, and reduce risks. Revenue is recognized at the point-in-time the technology applications and other software-as-a-service are performed.

The Group provides value-added services to car buyers which includes insurance facilitation services. Insurance facilitation services mainly involve facilitating vehicle replacement service binding to related liability insurance provided by insurance companies. Value-added service revenue is recognized at the point of time the insurance facilitation services are performed.

Financing components

Other than loan facilitation services, guarantee services and SaaS services, the Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust such transaction prices for the time value of money.

(b) *Self-operated Financing Business*

The Group provides automobile financing lease services to individual customers and automobile dealers on its self-operated online automobile financial platform through two models: direct financing lease and sales-and-leaseback. In a direct financing lease arrangement, revenue is recognized over the lease period on a systematic and rational basis so as to produce a constant periodic rate of return on the net investment in the financing leases. In a sales-and-leaseback arrangement, the transaction is in substance a collateral financing and revenue is recognized over the lease period using the effective interest rate method.

The Group provides factoring services under two principal models: factoring with recourse, where the Group retains the right to claim repayment from the client in the event of debtor default, and factoring without recourse, where the Group assumes full credit risk for the purchased receivables. In both models, revenue is derived solely from a discount charge recognized as interest income. The revenue is recognized over the service period using the effective interest rate method.

The Group also provides automobile operating lease services to individual and corporate customers. Revenue from these services is recognized on a straight-line basis over the lease period.

6 OTHER INCOME AND OTHER (LOSSES)/GAINS, NET

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Fair value losses on financial assets and derivative instruments	(161,926)	(97,063)
Other income from business cooperation arrangements with Yusheng Holdings Limited ("Yusheng") (Note 30(a))	65,676	65,481
Government grants	32,979	13,649
Foreign exchange gains/(losses), net	24,146	(33,593)
Bank fees and charges	(8,653)	(11,219)
Impairment loss of an associate (Note 15)	–	(12,031)
Negative goodwill in relation to bargain purchase	–	100,992
Others, net	36,821	18,941
Total	(10,957)	45,157

Accounting policies of government grants

Government grants relating to costs are deferred and recognized in the consolidated income statement over the period necessary to match them with the costs that they are intended to compensate. The Group does not have government grants relating to property and equipment, and other non-current assets.

7 EXPENSES BY NATURE

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Commission fees incurred for transaction platform business	4,045,278	4,137,977
Employee benefit expenses	1,295,885	1,019,394
Funding costs	956,011	1,007,293
Provision for expected credit losses:		
– Risk assurance liabilities	711,098	645,949
– Finance receivables	706,903	524,766
– Other receivables	878,743	382,996
– Trade receivables	35,756	11,668
Expenses incurred for self-operated financing lease business	272,490	229,636
Marketing and advertising expenditures	270,887	157,281
Office and administrative expenses	251,342	203,749
Depreciation and amortization charges	159,943	306,341
Professional and consulting fees	148,608	122,350
Provision/(Reversal) for impairment of other non-current assets	39,840	(8,494)
VAT surcharges	35,646	25,908
Auditors' remuneration		
– Audit services	6,400	6,566
– Non-audit services	1,464	1,338
Other expenses	33,710	24,568
Total	9,850,004	8,799,286

8 EMPLOYEE BENEFIT EXPENSES

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Wages, salaries and bonuses	880,728	738,282
Pension and benefits	271,442	226,865
Share-based compensation expenses (Note 24)	143,715	54,247
Total employee benefit expenses	1,295,885	1,019,394

8 EMPLOYEE BENEFIT EXPENSES (CONTINUED)

(a) Senior management's emoluments

Senior management includes executive directors and other senior management personnel. The aggregate compensation paid/payable to senior management for employee services is as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Wages and salaries	16,567	14,505
Bonuses	7,308	5,158
Pension and benefits	679	720
Share-based compensation expenses	89,252	32,277
	113,806	52,660

The emoluments fell within the following bands:

	Numbers of individuals Year ended 31 December	
	2025	2024
HKD6,500,001 to HKD7,000,000	–	1
HKD7,500,001 to HKD8,000,000	1	–
HKD9,000,001 to HKD9,500,000	–	1
HKD9,500,001 to HKD10,000,000	–	1
HKD10,000,001 to HKD10,500,000	1	–
HKD12,500,001 to HKD13,000,000	1	–
HKD13,500,001 to HKD14,000,000	–	1
HKD18,500,001 to HKD19,000,000	–	1
HKD23,500,001 to HKD24,000,000	1	–
HKD70,000,001 to HKD70,500,000	1	–
	5	5

8 EMPLOYEE BENEFIT EXPENSES (CONTINUED)

(b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year ended 31 December 2025 include 1 director (2024: 2) whose emolument is reflected in the analysis shown in Note 33. The emoluments payable to the remaining 4 for each of the year ended 31 December 2025 (2024: 3) are as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Wages and salaries	14,457	11,476
Bonuses	2,759	750
Pension and benefits	425	305
Share-based compensation expenses	35,015	16,673
	52,656	29,204

The emoluments fell within the following bands:

	Numbers of individuals Year ended 31 December	
	2025	2024
HKD9,000,001 to HKD9,500,000	–	2
HKD10,000,001 to HKD10,500,000	1	–
HKD10,500,001 to HKD11,000,000	1	–
HKD12,500,001 to HKD13,000,000	1	–
HKD13,500,001 to HKD14,000,000	–	1
HKD23,500,001 to HKD24,000,000	1	–
	4	3

For the years ended 31 December 2025 and 2024, there was no emolument paid by the Group to any of the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

8 EMPLOYEE BENEFIT EXPENSES (CONTINUED)

Accounting policies of employee benefits

(a) *Pension obligations*

The Group's subsidiaries operating in the PRC have to make contribution to staff retirement scheme managed by local government authorities in accordance with the relevant rules and regulations. Contributions to these schemes are charged to the consolidated income statement as and when incurred. The Group has no legal or constructive obligations to pay further contributions.

The Company does not operate any other defined contribution schemes, and as such, there is no forfeited contributions, nor does the Company employ any actuary for defined benefit plans.

(b) *Employee leave entitlements*

Employee entitlements to annual leave are recognized when accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date. Employee entitlements to sick leave and maternity leave are not recognized until the time of leave.

(c) *Bonus plans*

The expected cost of bonuses is recognized as a liability when the Group has a present legal or constructive obligation for payment of bonus as a result of services rendered by employees and a reliable estimate of the obligation can be made. Liabilities for profit sharing and bonus plans are expected to be settled within 1 year and are measured at the amounts expected to be paid when they are settled.

9 FINANCE COST, NET

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Finance income:		
– Interest income	73,326	71,550
Finance expenses:		
– Interest expenses	(128,168)	(100,025)
Net finance cost	(54,842)	(28,475)

10 INCOME TAX EXPENSE

Income tax expense of the Group for the years ended 31 December 2025 and 2024 is as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Current income tax expense	702,731	137,573
Deferred tax (income)/expense (Note 29)	(188,194)	142,011
Income tax expense	514,537	279,584

The reconciliation of Group's actual income tax expense to the Group's theoretical income tax amount that would arise using the tax rate of 25%, being the tax rate applicable to the major consolidated entities is as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Profit before income tax	1,713,103	1,089,522
Tax calculated at PRC statutory income tax rate of 25%	428,276	272,381
Tax effects of:		
– Differential income tax rates applicable to certain entities comprising the Group (Note (a), (b), (d))	31,849	50,091
– Tax effect of preferential tax treatments (Note (c))	(338,423)	(388,402)
– Expenses not deductible for tax purposes	323,259	127,153
– Withholding tax on earnings remitted/expected to be remitted by subsidiaries (Note (e))	76,022	46,473
– Tax losses and temporary differences for which no deferred income tax asset was recognized	5,405	96,492
– Utilization of previously unrecognized tax losses	(2,284)	(2,181)
– Additional deduction of research and development expense	(3,750)	(2,250)
– Reversal of previously recognized deferred tax assets	4,612	82,040
– Others	(10,429)	(2,213)
Income tax expense	514,537	279,584

(a) Cayman Islands and British Virgin Islands (“BVI”) Income Tax

The Company is incorporated under the law of the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands and accordingly, is exempted from Cayman Islands income tax. The Group entities established under the International Business Companies Acts of BVI are exempted from BVI income taxes.

10 INCOME TAX EXPENSE (CONTINUED)

(b) Hong Kong Income Tax

The entity incorporated in Hong Kong is subject to Hong Kong profits tax of which the tax rate is 8.25% for assessable profits in the first HKD2 million and 16.5% for any assessable profits in excess of HKD2 million.

(c) PRC Enterprise Income Tax (“EIT”)

The income tax provision of the Group in respect of its operations in PRC was calculated at the tax rate of 25% on the assessable profits for the years ended 31 December 2025 and 2024, based on the existing legislation, interpretations and practices in respect thereof.

Effective for 3 years commencing from the year ended 31 December 2025, Shanghai Xulu Information Technology Co., Ltd. (“Shanghai Xulu, formerly known as Shanghai Lanshu Information Technology Co., Ltd.”) was accredited as a “High-tech enterprise”, and is entitled to a preferential corporate income tax rate of 15% according to relevant existing PRC laws since 2022.

In accordance with relevant PRC laws and regulations, Xinjiang Wanhong Information Technology Co., Ltd. (“Xinjiang Wanhong”) is exempted from EIT local-sharing part for five years. Commencing from the 6th operation income-generating year, Xinjiang Wanhong is eligible to enjoy a reduced EIT rate of 9% in 2025. Exempted from the local-sharing part of EIT for five years, commencing from the 6th operation income-generating year, Xinjiang Wanxing Information Technology Co., Ltd. (“Xinjiang Wanxing”) is eligible to enjoy a reduced EIT rate of 9% in 2025. Exempted from the local-sharing part of EIT for five years, commencing from the 6th operation income-generating year, Xinjiang Yin’an Information Technology Co., Ltd. (“Xinjiang Yin’an”) is subject to an EIT tax rate of 15% in 2025.

(d) Enterprise income tax in other jurisdictions

Income tax on profit arising from other jurisdictions, including Singapore, Japan, Thailand and Malaysia, had been calculated on the estimated assessable profit for the year at the respective rates prevailing in the relevant jurisdictions, ranging from 17% to 24%.

(e) PRC Withholding Tax (“WHT”)

According to the PRC Enterprise Income Tax Law (“EIT Law”), distribution of profits earned by PRC companies since 1 January 2008 to foreign investors is subject to withholding tax of 5% or 10%, depending on the country of incorporation of the foreign investor, upon the distribution of profits to overseas-incorporated immediate holding companies.

Deferred income tax liability on WHT is accrued based on the best estimation when the Group has a plan to require its PRC subsidiaries to distribute their retained earnings. For the year ended 31 December 2025, the Group had a plan to require its PRC subsidiary to distribute its retained earnings to overseas-incorporated immediate holding company. Accordingly, the Group accrued deferred income tax liability on WHT on dividends distributed by those subsidiaries established in Chinese Mainland in respect of earnings generated.

Accounting policies of current and deferred income tax

The income tax expense for the period comprises current and deferred income tax. Income tax is recognized in the consolidated income statement, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the income tax is also recognized in other comprehensive income or directly in equity, respectively.

10 INCOME TAX EXPENSE (CONTINUED)

Accounting policies of current and deferred income tax (Continued)

(a) *Current income tax*

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(b) *Deferred income tax*

Inside basis differences

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill or the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction neither accounting nor taxable profit or loss is affected and does not give rise to equal taxable and deductible temporary differences. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Outside basis differences

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally, the Group is unable to control the reversal of the temporary difference for associates. Only when there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference in the foreseeable future, deferred tax liability in relation to taxable temporary differences arising from the associate's undistributed profits is not recognized.

Deferred income tax assets are recognized on deductible temporary differences arising from investments in subsidiaries and associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilized.

(c) *Offsetting*

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11 EARNINGS PER SHARE

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

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Weighted average number of issued ordinary shares	6,726,083,355	6,456,835,246
Less: shares held for restricted share scheme	(1,785,775)	(2,065,428)
Weighted average number of issued ordinary shares for calculating basic earnings per share	6,724,297,580	6,454,769,818
Profit attributable to owners of the Company for calculating basic earnings per share (RMB'000)	1,198,913	809,938
Diluted impact on profit (RMB'000)	–	–
Profit attributable to owners of the Company for calculating diluted earnings per share (RMB'000)	1,198,913	809,938
Numbers of restricted shares with potential dilutive effect (Note (b))	183,346,800	278,306,854
Weighted average number of issued ordinary shares for calculating diluted earnings per share (Note (b))	6,907,644,380	6,733,076,672
Earnings per share		
– Basic (RMB per share)	0.178	0.125
– Diluted (RMB per share) (Note (a))	0.174	0.120

Notes:

- (a) Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. For the year ended 31 December 2025 and 2024, the Company's dilutive potential ordinary shares comprise share options and restricted shares awarded under the Pre-IPO Share Option Scheme, the 2024 Share Scheme (the share scheme of the Company approved by Shareholders at the Extraordinary General Meeting on 13 May 2025), the First and Second Share Award Scheme (Note 24).
- (b) For the year ended 31 December 2025, a calculation was done to determine the number of shares that could have been converted at fair value (determined as the average market share price of the Company's shares during the period) based on the monetary value of the subscription rights attached to outstanding unexercised awarded options and unvested awarded shares. The number of shares calculated as above was compared with the number of shares that would have been issued, assuming the conversion of the share options and restricted shares, with the difference being adjusted in arriving at the weighted average number of shares for diluted earnings per share.

12 PROPERTY AND EQUIPMENT

	Buildings RMB'000	Office equipment RMB'000	Vehicles RMB'000	Leasehold improvements RMB'000	Total RMB'000
As at 1 January 2025					
Cost	522,242	195,692	82,201	7,325	807,460
Accumulated depreciation	(71,682)	(78,893)	(21,175)	(4,308)	(176,058)
Currency translation differences	2	85	10	21	118
Net book amount	450,562	116,884	61,036	3,038	631,520
For the year ended 31 December 2025					
Opening net book amount	450,562	116,884	61,036	3,038	631,520
Additions	196,708	99,230	26,706	6,606	329,250
Disposals	-	(25)	(6,676)	-	(6,701)
Depreciation charge	(13,467)	(43,130)	(17,141)	(2,485)	(76,223)
Currency translation differences	2	1,656	310	9	1,977
Closing net book amount	633,805	174,615	64,235	7,168	879,823
As at 31 December 2025					
Cost	718,950	293,503	96,688	13,789	1,122,930
Accumulated depreciation	(85,149)	(120,724)	(32,773)	(6,651)	(245,202)
Currency translation differences	4	1,741	320	30	2,095
Net book amount	633,805	174,615	64,235	7,168	879,823

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12 PROPERTY AND EQUIPMENT (CONTINUED)

	Buildings RMB'000	Office equipment RMB'000	Vehicles RMB'000	Leasehold improvements RMB'000	Total RMB'000
As at 1 January 2024					
Cost	454,219	82,485	37,612	7,284	581,600
Accumulated depreciation	(56,992)	(63,138)	(14,528)	(2,900)	(137,558)
Currency translation differences	-	4	7	20	31
Net book amount	397,227	19,351	23,091	4,404	444,073
For the year ended 31 December 2024					
Opening net book amount	397,227	19,351	23,091	4,404	444,073
Business combination	-	307	-	16	323
Additions	68,150	115,296	59,722	161	243,329
Disposals	(127)	(2,436)	(11,106)	-	(13,669)
Depreciation charge	(14,690)	(15,715)	(10,674)	(1,544)	(42,623)
Currency translation differences	2	81	3	1	87
Closing net book amount	450,562	116,884	61,036	3,038	631,520
As at 31 December 2024					
Cost	522,242	195,692	82,201	7,325	807,460
Accumulated depreciation	(71,682)	(78,893)	(21,175)	(4,308)	(176,058)
Currency translation differences	2	85	10	21	118
Net book amount	450,562	116,884	61,036	3,038	631,520

Depreciation expenses have been charged to the consolidated income statement as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Cost of revenues	2,630	-
Selling and marketing expenses	19,903	15,043
Operation and servicing expenses	1,684	-
Administrative expenses	24,667	20,989
Research and development expenses	27,339	6,591
	76,223	42,623

12 PROPERTY AND EQUIPMENT (CONTINUED)

Accounting policies of property and equipment

Depreciation on property and equipment is calculated using the straight-line depreciation method to allocate their cost to their residual values over their estimated useful lives, as follows:

- Buildings 40, 63 or 64 years
- Office equipment 5 years
- Vehicles 5 or 6 years
- Leasehold improvement Estimated useful lives or remaining lease terms, whichever is shorter

See note 37.4 for the other accounting policies relevant to property and equipment.

13 LEASES

(a) Amounts recognized in the balance sheet

The balance sheet shows the following amounts relating to leases:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Right-of-use assets		
Properties	51,621	27,108
Lease liabilities		
Current	23,510	10,779
Non-current	25,690	15,036
	49,200	25,815

Additions to the right-of-use assets during the year ended 31 December 2025 were RMB54,279,000 (2024: RMB16,198,000).

13 LEASES (CONTINUED)

(b) Amounts recognized in the income statement

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Depreciation charge of right-of-use assets		
Properties	22,155	16,693
Interest expenses (included in finance expenses)	2,198	1,203
Expense relating to short-term leases (included in administrative expenses, selling and marketing expenses, operation and servicing expenses, and research and development expenses)	16,000	14,670

The total cash outflow for leases in 2025 was RMB39,331,000 (2024: RMB28,085,000).

Accounting policies of leases

The Group leases various offices. Rental contracts are typically made for fixed periods of 1 to 5 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received,
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing, and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

Payments associated with short-term and low-value leases are recognized on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value leases are leases of underlying assets with a value, when new, in the order of magnitude of RMB40,000 or less.

See note 37.5 for the other accounting policies relevant to leases.

14 INTANGIBLE ASSETS

	Goodwill (a) RMB'000	Trademarks and licenses (d) RMB'000	Domain names (d) RMB'000	Computer software and technology (d) RMB'000	Business Cooperation Agreements (c) RMB'000	Total RMB'000
As at 1 January 2025						
Cost	105,631	48,773	12,828	35,187	2,344,363	2,546,782
Accumulated amortization	-	(28,970)	(10,898)	(19,971)	(1,813,294)	(1,873,133)
Net book amount	105,631	19,803	1,930	15,216	531,069	673,649
For the year ended 31 December 2025						
Opening net book amount	105,631	19,803	1,930	15,216	531,069	673,649
Additions	-	12	-	10,336	-	10,348
Disposal	-	(7)	-	(107)	-	(114)
Amortization charge	-	(4,177)	(1,283)	(4,940)	(51,165)	(61,565)
Closing net book amount	105,631	15,631	647	20,505	479,904	622,318
As at 31 December 2025						
Cost	105,631	48,740	12,827	45,335	2,344,363	2,556,896
Accumulated amortization	-	(33,109)	(12,169)	(24,843)	(1,864,457)	(1,934,578)
Net book amount	105,631	15,631	658	20,492	479,906	622,318

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 INTANGIBLE ASSETS (CONTINUED)

	Goodwill (a) RMB'000	Trademarks and licenses (d) RMB'000	Domain names (d) RMB'000	Computer software and technology (d) RMB'000	Business Cooperation Agreements (c) RMB'000	Total RMB'000
As at 1 January 2024						
Cost	105,631	45,899	12,828	29,342	2,344,363	2,538,063
Accumulated amortization	–	(25,283)	(9,615)	(17,618)	(1,574,392)	(1,626,908)
Net book amount	105,631	20,616	3,213	11,724	769,971	911,155
For the year ended 31 December 2024						
Opening net book amount	105,631	20,616	3,213	11,724	769,971	911,155
Business combination	–	–	–	320	–	320
Additions	–	2,874	–	6,593	–	9,467
Disposal	–	–	–	(267)	–	(267)
Amortization charge	–	(3,687)	(1,283)	(3,154)	(238,902)	(247,026)
Closing net book amount	105,631	19,803	1,930	15,216	531,069	673,649
As at 31 December 2024						
Cost	105,631	48,773	12,828	35,187	2,344,363	2,546,782
Accumulated amortization	–	(28,970)	(10,898)	(19,971)	(1,813,294)	(1,873,133)
Net book amount	105,631	19,803	1,930	15,216	531,069	673,649

(a) Impairment test for goodwill

The Group carries out its annual impairment test on goodwill by comparing the recoverable amounts to the carrying amounts. As at 31 December 2025, the goodwill is monitored by management at cash-generating unit level, which is also the operating segment level, as identified in Note 5. A segment level summary of the goodwill allocation is presented below.

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Transaction Platform Business		
– KKC Holdings Limited	104,263	104,263
– Others	1,368	1,368
	105,631	105,631

14 INTANGIBLE ASSETS (CONTINUED)

(a) Impairment test for goodwill (Continued)

As at 31 December 2025, the goodwill impairment test was performed at operating segment level. The recoverable amount was determined based on value-in-use calculations. These calculations used pre-tax cash flow projections based on financial budgets approved by management covering a five-year period with a terminal value related to the future cash flows of extrapolated using the estimated growth rates stated below beyond the five-years period. The Group believes that it is appropriate to cover a five-year period in its cash flow projection, because it captures the development stage of the Group's businesses during which the Group expects to experience a high growth rate. The accuracy and reliability of the information is reasonably assured by the appropriate budgeting, forecast and control process established by the Group.

The key assumptions used by management for value-in-use calculations include (i) average annual revenue growth rate, which is 2.5% (2024: 2.2%) for a five-year period, and (ii) discount rate, which is 24.2% (2024: 23.7%). The estimated growth rate used in the value-in-use calculations for period beyond the five-year period is 2.0% (2024: 2.0%).

The revenue growth rates applied by the Group are consistent with management's financial forecast and budget. Management estimates budgeted gross margin based on past experiences and forecasts of future market developments. The discount rate used by management is the pre-tax interest rate that is able to reflect the risks. The Group has performed a sensitivity analysis on key assumptions used for the annual impairment test for goodwill. A reasonably possible change in key assumptions used in the impairment test for goodwill would not cause any CGU's carrying amount to exceed its respective recoverable amount.

As at 31 December 2025, the directors are of the view that there was no impairment on the goodwill.

(b) Impairment test for intangible assets other than goodwill

As at 31 December 2025, the directors are not aware of any events or changes in circumstances which would indicate that the carrying amount of the intangible assets may not be recoverable.

Amortization charges were expensed in the following categories in the consolidated income statements:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Cost of revenues	5,502	2,662
Selling and marketing expenses	48,581	239,316
Operation and servicing expenses	114	–
Administrative expenses	6,175	4,210
Research and development expenses	1,193	838
	61,565	247,026

14 INTANGIBLE ASSETS (CONTINUED)

(c) Business Cooperation Agreements

The Group underwent two Group reorganizations in 2015 and 2017, respectively (the “2015 Reorganization” and “2017 Reorganization”, and collectively the “Reorganizations”) to establish the Company as the ultimate holding company of the Group. Under the Reorganizations, the Group acquired the 2015 traffic support services, 2017 traffic support services, non-compete undertakings, and automobile model database (collectively referred to as the “Business Cooperation Agreements”), which were recognized as intangible assets at fair value at the date of acquisition. The directly attributable transaction costs to acquire the assets were included in the costs of the intangible assets.

For the traffic support agreement acquired upon the completion of 2015 Reorganization, it was fully amortized by 31 December 2018 as the amortization was provided using the straight-line amortization method over 3 years according to the contract term. For the traffic support services acquired upon the completion of 2017 Reorganization, given that both parties have agreed upon the total number of transaction leads that should be referred to the Group, the Group expected to utilize the intangible asset based on the number of transaction leads referred and amortization is measured on an actual usage basis.

For the non-compete undertakings in relation to the used automobile-related business, amortization is calculated using the straight-line amortization method over 15 years.

The automobile model database is amortized using the straight-line amortization method over 20 years, which is the contractual term of the access right to the database.

The amortization charges are included in the “Selling and marketing expenses” of the consolidated income statements.

(d) Amortization methods and periods

The Group amortizes intangible assets other than BCA with a limited useful life using the straight-line method over the following periods:

- Trademarks and licenses	5-10 years
- Domain names	10 years
- Computer software and technology	5 years

See note 37.6 for the other accounting policies relevant to intangible assets. See note (c) above for accounting policies relevant to BCA.

15 INVESTMENTS IN ASSOCIATES AND JOINT VENTURES

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
At beginning of the year	303,041	500,353
Capital injections	244,250	181,337
Share of profits/(losses) of associates and joint ventures	68,958	(15,607)
Step acquisition of a joint venture	–	(351,971)
Impairment loss of associates	–	(12,031)
Currency translation differences	56	960
At end of the year	616,305	303,041

As at 31 December 2025, the Group invested in seven associates using equity method. In the opinion of the directors of the Company, none of the associates is material to the Group.

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Aggregate carrying amount of individually immaterial associates and joint ventures	616,305	303,041
Aggregate amounts of the Group's share of:		
Profits/(Losses) from continuing operations	68,958	(15,607)
Total comprehensive income/(loss)	68,958	(15,607)

Accounting policies of associates and joint arrangements

An associate is an entity over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights.

A joint arrangement is an arrangement of which two or more parties have joint control. Investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

15 INVESTMENTS IN ASSOCIATES AND JOINT VENTURES (CONTINUED)

Accounting policies of associates and joint arrangements (Continued)

Equity method of accounting

Investments in associates and joint ventures in the form of ordinary shares are accounted for using equity method of accounting in accordance with IAS 28. Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investments in these associates and joint ventures include goodwill identified on acquisition, net of any accumulated impairment loss. Upon the acquisition of the ownership interest in an associate or joint venture, any difference between the cost of the associate and joint ventures and the Group's share of the net fair value of the associate or the joint venture's identifiable assets and liabilities is accounted for as goodwill.

If the ownership interest in an associate or joint venture in the form of ordinary shares is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income is reclassified to consolidated income statement where appropriate.

The Group's share of the associates and joint ventures' post-acquisition profit or loss is recognized in the consolidated income statement, and its share of post-acquisition movements in other comprehensive income is recognized in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the entity.

The Group determines at each reporting date whether there is any objective evidence that the investments in associates and joint ventures are impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or the joint venture and its carrying value and recognizes the amount adjacent to "Other income and other gains, net" in the consolidated income statement.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate or joint venture are recognized in the Group's consolidated financial statements only to the extent of unrelated investor's interests in the associates and joint ventures. Unrealized losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

Gains or losses on dilution of equity interest in associates and joint ventures are recognized in the consolidated income statement.

The Group also has certain equity investments as limited partner with significant influence, which are measured at fair value through profit or loss.

16 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
At beginning of the year (a)	3,368,991	3,459,575
Additions	13,737	39,731
Disposals	(8,612)	(72,854)
Fair value losses	(146,815)	(97,063)
Currency translation differences	(58,613)	39,602
At end of the year (a)	3,168,688	3,368,991

Note:

- (a) The Company and Yusheng Holdings Limited ("Yusheng") entered into the convertible note purchase agreements in relation to the Company's investments in Yusheng by way of subscription of the convertible notes.

Subscription date	Principal amount	Conversion Right	Number of preferred shares convertible into
13 June 2018	USD 260,000,000	Convertible into non-voting Series pre-A preferred shares	13,000,000
15 November 2019	USD 43,000,000	Convertible into non-voting Series pre-A preferred shares	2,150,000
18 December 2020	RMB 80,000,000	Convertible into non-voting Series B preferred shares	548,718
16 June 2023	USD 12,000,000	Convertible into non-voting Series C-2 preferred shares	462,981

17 FINANCIAL INSTRUMENTS BY CATEGORY

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Assets as per balance sheet		
Financial assets at fair value through profit or loss:		
– Long-term investments (Note 16)	3,168,688	3,368,991
– Investments in associates	136,521	–
Financial assets at amortized cost:		
– Finance receivables (Note 18)	31,452,282	28,117,882
– Trade receivables (Note 19)	4,870,268	4,907,615
– Deposits and other receivables	3,641,836	2,972,928
– Restricted cash (Note 21(b))	3,403,498	2,553,475
– Cash and cash equivalents (Note 21(a))	4,506,398	4,212,760
	51,179,491	46,133,651

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Liabilities as per balance sheet		
Financial liabilities at amortized cost:		
– Borrowings (Note 28)	31,279,599	26,948,957
– Trade payables (Note 25)	823,653	964,344
– Other payables (excluding advance from customers, staff costs and welfare accruals, tax payable and deferred revenue)	410,030	250,130
– Other non-current liabilities (excluding deferred revenue) (Note 30)	13,945	3,489
– Risk assurance liabilities (Note 26)	3,079,976	2,339,355
– Lease liabilities (Note 13)	49,200	25,815
– Derivative financial instruments	14,898	–
	35,671,301	30,532,090

18 FINANCE RECEIVABLES

The Group provides automobile financing lease services on its self-operated financing business. Details of finance receivables as at 31 December 2025 and 2024 are as below:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Finance receivables		
– Finance receivables, gross	36,468,987	32,604,142
– Unearned finance income	(3,869,218)	(3,553,833)
Finance receivables, net	32,599,769	29,050,309
Less: provision for expected credit losses	(1,147,487)	(932,427)
Carrying amount of finance receivables	31,452,282	28,117,882
Finance receivables, gross		
– Within one year	13,111,629	12,395,208
– After one year but not more than two years	9,808,906	9,005,905
– After two years but not more than three years	7,236,645	5,914,728
– After three years	6,311,807	5,288,301
	36,468,987	32,604,142
Finance receivables, net		
– Within one year	11,270,548	10,587,862
– After one year but not more than two years	8,467,029	7,888,941
– After two years but not more than three years	6,635,480	5,376,668
– After three years	6,226,712	5,196,838
Total	32,599,769	29,050,309

The following table sets forth the carrying amount of finance receivables by major categories:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Finance receivables:		
– Individual customers	31,282,434	27,891,273
– Auto dealers	169,848	226,609
	31,452,282	28,117,882

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

18 FINANCE RECEIVABLES (CONTINUED)

Movements on the Group's provision for expected credit losses of finance receivables are as follows:

	Year ended 31 December 2025			
	Stage I RMB'000	Stage II RMB'000	Stage III RMB'000	Total RMB'000
Opening balance at 1 January 2025	596,549	61,627	274,251	932,427
Provision for impairment	360,189	16,945	353,985	731,119
Reversal of impairment	-	-	(24,216)	(24,216)
Transfer for the period:				
<i>Conversion to Stage I</i>	218	(171)	(47)	-
<i>Conversion to Stage II</i>	(76,582)	76,733	(151)	-
<i>Conversion to Stage III</i>	(215,948)	(41,545)	257,493	-
Asset derecognized (including final repayment)	-	-	24,216	24,216
Write-off	-	-	(516,059)	(516,059)
Ending balance at 31 December 2025	664,426	113,589	369,472	1,147,487

	Year ended 31 December 2024			
	Stage I RMB'000	Stage II RMB'000	Stage III RMB'000	Total RMB'000
Opening balance at 1 January 2024	461,847	42,527	249,929	754,303
Provision for impairment	328,811	2,661	253,000	584,472
Reversal of impairment	-	-	(59,706)	(59,706)
Transfer for the period:				
<i>Conversion to Stage I</i>	86	(60)	(26)	-
<i>Conversion to Stage II</i>	(47,179)	47,257	(78)	-
<i>Conversion to Stage III</i>	(147,016)	(30,758)	177,774	-
Asset derecognized (including final repayment)	-	-	59,706	59,706
Write-off	-	-	(406,348)	(406,348)
Ending balance at 31 December 2024	596,549	61,627	274,251	932,427

19 TRADE RECEIVABLES

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Trade receivables	4,939,327	4,941,727
Less: provision for impairment	(69,059)	(34,112)
Trade receivables, net	4,870,268	4,907,615
Trade receivables, net	4,870,268	4,907,615
– Within one year	2,895,985	2,917,220
– After one year but not more than five years	1,974,283	1,990,395

Trade receivables include loan facilitation receivables and guarantee premium receivables.

- (a) An aging analysis of trade receivables (net of provision for impairment) based on days past due is as follows:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Not due	4,848,635	4,872,916
Up to 3 months	21,187	22,869
3 to 6 months	126	997
Over 6 months	320	10,833
	4,870,268	4,907,615

As at 31 December 2025 and 2024, the carrying amounts of trade receivables are primarily denominated in RMB and approximate their fair values at each of the reporting dates.

- (b) Movements on the Group's provision for impairment of trade receivables are as follows:

	Provision for impairment	
	2025 RMB'000	2024 RMB'000
At 1 January	34,112	23,571
Charge for the year	35,756	11,668
Write-off	(809)	(1,127)
At 31 December	69,059	34,112

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20 PREPAYMENTS, DEPOSITS AND OTHER ASSETS

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Included in non-current assets:		
Prepayments for equity transactions (a)	140,000	50,000
Vehicles collected from financing lease customers	114,022	77,579
Deposits	13,153	8,945
Long-term prepaid expense	1,506	2,442
Others	13,303	2,242
	281,984	141,208
Less: provision for impairment of vehicles collected from financing lease customers	(63,995)	(48,777)
	217,989	92,431
Included in current assets:		
Deposits	1,194,650	695,699
Factoring	952,270	572,500
Loans recognized as a result of payment under risk assurance	827,187	719,180
Loans to related parties (b)	600,466	5,720
Prepaid taxes	198,952	184,055
Loans to third parties (b)	132,702	227,222
Other receivables from third parties	112,671	823,643
Other receivables from disposal of assets	52,218	102,170
Prepayments	48,040	26,611
Others	38,045	67,611
	4,157,201	3,424,411
Less: provision for impairment of other receivables	(265,184)	(244,914)
	3,892,017	3,179,497
Total	4,110,006	3,271,928

Notes:

- (a) In November 2024 and September 2025, prepayments for equity transactions amounted to RMB50 million and RMB90 million were paid by Beijing Xulu Information Technology Co., Ltd. ("Beijing Xulu", formerly known as, Beijing Yixin Information Technology Co., Ltd.) in an investee. As of 31 December 2025, the transaction has not been completed.
- (b) The loans to third and related parties are arranged to be recovered by the end of December 2026 given the business terms. As at 31 December 2025, the applicable interest rates on loans to third and related parties are from 7.00% to 10.00% per annum (2024: 7.00% to 10.00%) and 6.15% to 10.18% per annum (2024: 7.00%), respectively.

20 PREPAYMENTS, DEPOSITS AND OTHER ASSETS (CONTINUED)

As at 31 December 2025 and 2024, the carrying amounts of prepayments, deposits and other assets are primarily denominated in RMB and approximate their fair values at each of the reporting dates. As at 31 December 2025 and 2024, there are no significant balances that are past due.

Movements on the Group's provision for impairment of prepayments, deposits and other assets are as follows:

	Provision for impairment	
	2025 RMB'000	2024 RMB'000
As at 1 January	293,691	283,657
Business combination	–	24,662
Provision for impairment	927,598	390,657
Recovery of write-off	9,015	16,155
Reversal of provision provided in relation to the recovery of write-off	(9,015)	(16,155)
Write-off	(892,110)	(405,285)
As at 31 December	329,179	293,691

As at 31 December 2025, within the ECL allowance of prepayments, deposits and other assets RMB329,179,000 (2024: RMB293,691,000), RMB194,396,000 (2024: RMB104,339,000) is related loans recognized as a result of payment under risk assurance.

21 CASH AND BANK BALANCES

(a) Cash and cash equivalents

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Cash and cash equivalents	4,506,398	4,212,760

21 CASH AND BANK BALANCES (CONTINUED)

(a) Cash and cash equivalents (Continued)

As at 31 December 2025 and 2024, the carrying amounts of the Group's cash and cash equivalents are denominated in the following currencies:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
CNY	4,098,912	3,344,365
USD	201,871	582,468
SGD	136,500	80,776
JPY	54,126	199,552
HKD	5,632	5,561
MYR	5,480	–
MOP	2,749	28
THB	1,128	10
	4,506,398	4,212,760

(b) Restricted cash

Cash that is restricted as to withdrawal for use or pledged as security is reported separately on the face of the consolidated balance sheets, and is not included in the total cash and cash equivalents in the consolidated statements of cash flows.

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Cash deposited for loan facilitation services & SaaS services (a)	2,465,367	2,188,419
Cash deposited for borrowings (b)	867,168	309,667
Term deposits pledged for bank borrowings (c)	66,407	54,722
Others	4,556	667
	3,403,498	2,553,475
Of which are:		
Current restricted cash	3,362,193	2,520,319
Non-current restricted cash	41,305	33,156

21 CASH AND BANK BALANCES (CONTINUED)

(b) Restricted cash (Continued)

Notes:

- (a) The balance represents the deposits placed with banks for the Group's loan facilitation services and SaaS services. Such balance is restricted from withdrawal by the Group.
- (b) The balance represents the cash deposited for bank borrowings and cash collected from the finance receivables that are deposited for asset-backed securitization or other secured borrowings of the Group. Such balance is restricted from withdrawal by the Group.
- (c) The balance represents the term deposits placed with banks and used as pledged assets for the Group's bank borrowings (Note 28).

As at 31 December 2025 and 2024, the carrying amounts of the Group's restricted cash are denominated in the following currencies:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
RMB	3,398,789	2,553,288
SGD	4,149	–
HKD	560	187
	3,403,498	2,553,475

As at 31 December 2025, the applicable interest rates per annum on restricted cash ranged from 0.10% to 1.70% (2024: 0.00% to 2.00%).

22 SHARE CAPITAL AND SHARE PREMIUM

	Number of ordinary shares	Nominal value of ordinary shares USD'000	Number of preferred shares	Nominal value of preferred shares USD'000
Authorized:				
As at 1 January and 31 December 2025	15,000,000,000	1,500	–	–
As at 1 January and 31 December 2024	15,000,000,000	1,500	–	–

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22 SHARE CAPITAL AND SHARE PREMIUM (CONTINUED)

	Note	Number of ordinary shares	Nominal value of ordinary shares USD'000	Equivalent nominal value of ordinary shares RMB'000	Share premium RMB'000
Issued:					
At 1 January 2025		6,524,128,512	642	4,285	34,858,220
Shares issued upon exercise of employee share options	(b)	263,050,189	26	189	931,999
Vesting of restricted awarded shares	(c)	-	3	21	60,336
Dividend declared	(d)	-	-	-	(814,398)
As at 31 December 2025		6,787,178,701	671	4,495	35,036,157
At 1 January 2024		6,524,065,512	639	4,262	34,964,305
Shares issued upon exercise of employee share options	(b)	63,000	-	-	226
Vesting of restricted awarded shares	(c)	-	3	23	71,381
Dividend declared	(d)	-	-	-	(177,692)
As at 31 December 2024		6,524,128,512	642	4,285	34,858,220

Notes:

- (a) On 12 October 2017, the Company modified the share option agreement with 20 grantees, including 1 director, 6 other senior management members, and 13 other employees, by immediately vesting a total of 15,957,262 share options held by the grantees. On the same day, the grantees exercised the share options in full for 15,957,262 ordinary shares issued by the Company and transferred 7,167,993, 3,439,269 and 5,350,000 ordinary shares to Xindu Limited, Spring Forests Limited and Yidu Limited, respectively, which are trusts established to hold the shares for and on behalf of the grantees (collectively, "Share Scheme Trusts"). The grantees' entitlement of the trusts is subject to vesting conditions that are substantially the same as those in the share option agreement before abovementioned modification. The ordinary shares held by Share Scheme Trusts are not considered issued and outstanding until the grantee's entitlement of the trusts is vested. As at 31 December 2025, total number of ordinary shares held by Share Scheme Trusts amounted to 111,700,834 (2024: 111,700,834), after giving effect to capitalization issue. 110,650,834 (2024: 110,650,834) ordinary shares held by Share Scheme Trusts are issued and outstanding.
- (b) During the year ended 31 December 2025, 233,550,189 (2024: 63,000) pre-IPO and 29,500,000 (2024: nil) 2024 Share Scheme share options were exercised, with exercise price of USD0.0014 and HKD0.7.
- (c) During the year ended 31 December 2025, 40,050,460 (2024: 43,578,787) ordinary shares of the Company were transferred to the share awardees upon vesting of the awarded shares (Note 24).
- (d) Following the declaration on Annual General Meeting of the Company dated 12 May 2025, the final and special dividends for the year ended 31 December 2024 amounting to HKD879.1 million (equivalent to RMB814.4 million) (2024: HKD195.7 million, equivalent to RMB177.7 million) was declared on 26 June 2025. During 2025, HKD878.7 million (equivalent to RMB801.4 million) (2024: HKD195.7 million, equivalent to RMB177.9 million) was paid.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

23 OTHER RESERVES

	Note	Capital Reserves RMB'000	Statutory surplus reserve (a) RMB'000	Share- based compensation reserve RMB'000	Shares held for share award scheme RMB'000	Currency translation differences (b) RMB'000	Total RMB'000
At 1 January 2025		(431,554)	544,841	1,142,921	(461)	378,061	1,633,808
Currency translation differences		-	-	-	-	(58,805)	(58,805)
Share-based compensation	24	-	-	139,286	-	-	139,286
Shares issued upon exercise of employee share options		-	-	(910,936)	-	-	(910,936)
Vesting of restricted awarded shares		-	-	(60,357)	-	-	(60,357)
Purchase of restricted shares under share award scheme		-	-	-	(12,460)	-	(12,460)
Appropriation to statutory reserves		-	301,294	-	-	-	301,294
At 31 December 2025		(431,554)	846,135	310,914	(12,921)	319,256	1,031,830
At 1 January 2024		(431,554)	218,502	1,168,313	(2,047)	343,168	1,296,382
Currency translation differences		-	-	-	-	34,893	34,893
Share-based compensation	24	-	-	53,901	-	-	53,901
Shares issued upon exercise of employee share options		-	-	(225)	-	-	(225)
Vesting of restricted awarded shares		-	-	(79,068)	7,664	-	(71,404)
Purchase of restricted shares under share award scheme		-	-	-	(6,078)	-	(6,078)
Appropriation to statutory reserves		-	326,339	-	-	-	326,339
At 31 December 2024		(431,554)	544,841	1,142,921	(461)	378,061	1,633,808

Notes:

- (a) The Company's subsidiaries incorporated in the PRC are required to make appropriations to statutory reserves from their profits for the year after offsetting accumulated losses carried forward from prior years and before distribution to equity holders. The percentages to be appropriated to such statutory reserves are determined according to the relevant regulations in the PRC, and further appropriation is optional when the accumulated statutory surplus reserve fund is 50% or more of the registered capital of the subsidiaries.
- (b) Currency translation differences represent the differences arising from the translation of the financial statements of companies within the Group that have a functional currency different from the presentation currency of RMB for the financial statements of the Company and the Group.

24 SHARE-BASED PAYMENTS

The total expenses recognized in the consolidated income statement for share-based awards granted to the Group's employees are RMB143,715,000 for the year ended 31 December 2025 (2024: RMB54,247,000).

(a) Share options granted to employees under the Pre-IPO Share Option Scheme and the 2024 Share Scheme

Pre-IPO Share Option Scheme

The exercise price of the granted options to employees is USD0.0014. The options have graded vesting terms determined in the grant letter, on the condition that employees remain in service without any performance requirements. The vesting dates are determined by the Company and grantees for each option agreement. The granted options have a contractual option term of ten years. The Group has no legal or constructive obligation to repurchase or settle the options in cash.

2024 Share Scheme

On 9 May 2024, the Company conditionally proposed the adoption of the 2024 Share Scheme and the 2024 Share Scheme was approved by the Shareholders in general meeting. Upon the approval of adoption of the 2024 Share Scheme, the Company granted 250,000,000 share options on 27 June 2024.

The directors have used a Binomial option pricing model to determine the fair value of the share options as at the grant date. Key assumptions are required to be determined by the directors using their best estimates. Fair value per option granted is HKD0.2624 and exercise price of the granted options to employees is HKD0.70. The options have graded vesting terms determined in the grant letter, on the condition that employees remain in service without any performance requirements. The vesting dates are determined by the Company and grantees for each option agreement. The granted options have a contractual option term of seven or ten years.

On March 25, 2025, the Company announced the granting of 151,163,921 share options to employees under the 2024 Share Scheme, which had been approved by the Shareholders in general meeting held on May 13, 2025. The directors have used a Binomial option pricing model to determine the fair value of the share options as at the grant date. Key assumptions are required to be determined by the directors using their best estimates. Average fair value per option granted is HKD1.0986 and exercise price of the granted options to employees is HKD1.694. Provided that the performance target set forth in the grant letter is achieved, all the Share Options granted shall vest in five equal installments on each of the first, second, third, fourth and fifth anniversaries of the date of the grant.

Movements in the number of share options granted to employees outstanding are as follows:

	Number of share options	
	2025	2024
Outstanding as at 1 January	485,100,848	235,163,848
Granted during the year	151,163,921	250,000,000
Exercised during the year	(263,050,189)	(63,000)
Outstanding as at 31 December	373,214,580	485,100,848
Exercisable as at 31 December	34,550,659	235,100,848

24 SHARE-BASED PAYMENTS (CONTINUED)

(a) Share options granted to employees under the Pre-IPO Share Option Scheme and the 2024 Share Scheme (Continued)

2024 Share Scheme (Continued)

The directors have used the discounted cash flow method to determine the underlying equity fair value of the Company and adopted an equity allocation model to determine the fair value of the underlying ordinary shares. Key assumptions, such as discount rate and projections of future performance, are required to be determined by the directors using their best estimates.

Based on the fair value of the underlying ordinary shares, the directors have used a Binomial option-pricing model to determine the fair value of the share options as at the grant date. Key assumptions are set as below:

	3 July 2017	1 October 2017	27 June 2024	May 13, 2025
Fair value per option granted	USD3.70	USD4.90	HKD0.2624	HKD1.0986
Exercise price	USD0.01	USD0.01	HKD0.70	HKD1.694
Risk-free interest rate	2.50%	2.46%	3.4% or 3.6%	3.10%
Dividend yield	0.00%	0.00%	4.3%	3.10%
Expected volatility	51%	56%	51%	54%
Expected terms	10 years	10 years	7 or 10 years	10 years
Weighted-average remaining contractual life	2.5 years	2.75 years	6.5 or 9.5 years	9.25 years
Weighted-average fair value per option granted	USD3.69	USD4.89	HKD0.2624	HKD1.0986
Weighted-average fair value per option granted (after the effect of capitalization issue)	USD0.53	USD0.70	HKD0.2624	HKD1.0986

The directors estimated the risk-free interest rate based on the yield of US Treasury Strips with a maturity life closed to the remaining maturity life of the share option for Pre-IPO share options and the yield of Hong Kong Government Debt with a maturity life equal to the expected option life for 2024 share options. Volatility was estimated at grant date based on average of historical volatilities of the comparable companies with length commensurable to the time to maturity of the share option for Pre-IPO share options and the historical daily stock prices of the Company for a period with length commensurable to the remaining maturity life of the share option for 2024 share options. Dividend yield is based on management estimation at the grant date. Before IPO, the directors have only granted two batches of share options to employees under the Pre-IPO Share Option Scheme.

(b) Restricted share units (“RSUs”) granted to employees under the First and Second Share Award Scheme

Starting from 2018, the Group granted RSUs to the Group’s employees under the First and Second Share Award Scheme (“Share Award Scheme”). The RSUs granted would vest on specific dates, or in equal tranches from the grant date over two to four years, on condition that employees remain in service without any performance requirements. Once the vesting conditions underlying the respective RSUs are met, the RSUs are considered duly and validly issued to the holder, and free of restrictions on transfer.

24 SHARE-BASED PAYMENTS (CONTINUED)

(b) Restricted share units (“RSUs”) granted to employees under the First and Second Share Award Scheme (Continued)

In March 2025, the board decided to reward employees (Employee Grant) remain in service for their contribution to the performance of the group by granting them 3,440,000 share appreciation rights (SARs). The rights entitle the employees to a cash payment after one to five years of service. The amount payable will be determined based on the increase of Yixin Group Limited’s share price between the grant date (25 March 2025: HK\$1.66) and the vesting date (25 March 2026 to 25 March 2030).

Under the Employee Grant, each of the grantees is (i) not a director, chief executive or substantial shareholder of the Company, or any of their respective associates; (ii) not a participant with options and share awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D(1) of the Listing Rules; and (iii) not a Related Entity Participant. The Employee Grant is not subject to the approval by the Shareholders

Movements in the number of RSUs granted to the Group’s employees and the respective weighted-average grant date fair value are as follows:

	Number of RSUs	Weighted average fair value per RSU (USD)
Outstanding as at 1 January 2025	43,496,286	USD0.27
Granted during the year	225,115,947	USD0.27
Vested and sold during the year	(40,050,460)	USD0.28
Forfeited during the year	(2,985,828)	USD0.15
Outstanding as at 31 December 2025	225,575,945	USD0.27
Vested as at 31 December 2025	267,447,334	USD0.29
Outstanding as at 1 January 2024	87,012,573	USD0.28
Granted during the year	2,080,000	USD0.09
Vested and sold during the year	(43,578,787)	USD0.28
Forfeited during the year	(2,017,500)	USD0.18
Outstanding as at 31 December 2024	43,496,286	USD0.27
Vested as at 31 December 2024	227,396,874	USD0.29

The fair value of RSUs is determined based on the closing price of the Group’s publicly traded ordinary shares on the date of grant.

24 SHARE-BASED PAYMENTS (CONTINUED)

(c) Expected Retention Rate

The Group has to estimate the expected yearly percentage of grantees that will stay within the Group at the end of the vesting periods of the share options and RSUs (the “Expected Retention Rate”) in order to determine the amount of share-based compensation expenses charged to the consolidated income statement. As at 31 December 2025, the Expected Retention Rate for the Group’s directors, senior management members, and other employees was assessed to be 98%, 98% and 97%, respectively (31 December 2024: 100%, 100% and 95%).

25 TRADE PAYABLES

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Trade payables	823,653	964,344

An aging analysis of trade payables based on transaction date is as follows:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Up to 3 months	823,277	957,436
3 to 6 months	106	80
6 months to 1 year	27	16
Over 1 year	243	6,812
	823,653	964,344

26 RISK ASSURANCE LIABILITIES

A summary of the Group’s risk assurance liabilities movement for the years ended 31 December 2025 and 2024 is presented below:

	2025 RMB'000	2024 RMB'000
As at 1 January	2,339,355	1,602,733
Addition arising from new business	3,143,571	2,456,043
Income from guarantee services and related VAT	(2,115,052)	(1,615,300)
ECL	711,098	645,949
Payouts during the year, net	(998,996)	(926,800)
Business combination	–	176,730
As at 31 December	3,079,976	2,339,355

26 RISK ASSURANCE LIABILITIES (CONTINUED)

As at 31 December 2025, the ECL allowance of risk assurance liabilities amounted to approximately RMB2,864,974,000 (2024: RMB1,934,970,000).

27 OTHER PAYABLES AND ACCRUALS

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Accrued expenses	178,655	150,319
Staff costs and welfare accruals	144,525	122,983
Deposits payable	125,357	119,765
Deferred other income – current (Note 30(a))	76,529	77,948
Tax payable	67,453	52,381
Advances from customers	39,954	18,087
Others	106,018	130,365
	738,491	671,848

As at 31 December 2025 and 2024, the carrying amounts of the Group's other payables and accruals, excluding advances from customers, staff costs and welfare accruals, tax payable, deferred revenue and other accruals, approximate their fair values at each of the reporting date.

28 BORROWINGS

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Included in non-current liabilities:		
Unsecured borrowings (a)	6,241,812	8,946,161
Asset-backed securitization debt (b)	5,853,224	2,662,314
Other secured borrowings (c)	2,061,156	950,598
Pledge borrowings (d)	300,428	286,828
	14,456,620	12,845,901
Included in current liabilities:		
Unsecured borrowings (a)	6,452,814	7,075,093
Asset-backed securitization debt (b)	5,843,270	3,954,608
Other secured borrowings (c)	4,244,724	2,888,610
Pledge borrowings (d)	282,171	184,745
	16,822,979	14,103,056
Total borrowings	31,279,599	26,948,957

28 BORROWINGS (CONTINUED)

Notes:

- (a) As at 31 December 2025, borrowings amounting to RMB2,960,349,000 (2024: RMB2,775,820,000) are guaranteed by the Company and its certain subsidiaries; and borrowings amounting to RMB9,734,277,000 (2024: RMB13,245,434,000) are unsecured loans.
- (b) The Group securitizes finance receivables arising from its consumers through transfer of those assets to asset-backed securitization vehicles. The securitization vehicles usually issue senior tranche debt securities to third party investors, collateralized by the transferred assets, and subordinate tranche debt securities to the Group. In limited circumstances, the Group may also subscribe for a portion of the senior tranche debt securities. The asset-backed debt securities issued by the securitization vehicles to third party investors are recourse to the Group. The securitization vehicles are considered as controlled structured entities of the Group, and the asset-backed debt securities subscribed by third party investors are reported as current and non-current borrowings in the consolidated balance sheets based on their respective expected repayment dates. As at 31 December 2025, the carrying amount of finance receivables that were collateralized in securitization transactions was RMB16,928,085,000 (2024: RMB8,008,655,000).
- (c) As at 31 December 2025, borrowings amounting to RMB6,305,880,000 (2024: RMB3,839,208,000) are secured by the cash proceeds of certain of the Group's finance receivables and trade receivables. As at 31 December 2025, the finance receivables and trade receivables amounting to RMB7,353,430,000 (2024: RMB3,086,280,000) and RMB587,295,000 (2024: nil) are used as pledge for such borrowings.
- (d) The pledge borrowings are collateralized by a pledge of term deposits with carrying values of RMB66,407,000 (2024: RMB54,722,000) and the Group's finance receivables amounting to RMB223,359,000 (2024: RMB851,371,000) as at 31 December 2025.

The borrowings are repayable as follows:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Within 1 year	16,822,979	14,103,056
Between 1 and 2 years	8,905,215	6,842,731
Between 2 and 5 years	5,540,157	5,999,058
Over 5 years	11,248	4,112
	31,279,599	26,948,957

As at 31 December 2025, the applicable interest rates on long-term borrowings range from 2.13% to 6.31% (2024: 2.30% to 8.79%) per annum.

As at 31 December 2025, the applicable interest rates on short-term borrowings range from 0.60% to 4.98% (2024: 1.20% to 8.00%) per annum.

As at 31 December 2025 and 2024, the carrying amounts of borrowings are primarily denominated in RMB and approximate their fair values at each of the reporting dates. Risk exposure are set out in Note 3.1.

29 DEFERRED INCOME TAX

The analysis of deferred income tax assets and deferred income tax liabilities is as follows:

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Deferred income tax assets:		
– To be recovered within 12 months	696,590	546,663
Set-off of deferred income tax assets	(16,354)	(23,391)
Net deferred income tax assets	680,236	523,272
Deferred income tax liabilities:		
– To be recovered after 12 months	(96,250)	(134,741)
– To be recovered within 12 months	(91)	(91)
	(96,341)	(134,832)
Set-off of deferred income tax liabilities	16,354	23,391
Net deferred income tax liabilities	(79,987)	(111,441)

The gross movements on the deferred income tax account are as follows:

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
At 1 January	411,831	484,931
Credited/(Charged) to consolidated income statement	188,194	(142,011)
Business combination	–	70,102
Currency translation differences	224	(1,191)
At 31 December	600,249	411,831

29 DEFERRED INCOME TAX (CONTINUED)

The movements in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

Deferred income tax liabilities

	Fair value gain on financial assets RMB'000	Withholding tax on the earnings expected to be remitted by subsidiaries RMB'000	Others RMB'000	Total RMB'000
At 1 January 2025	(54,434)	(79,882)	(516)	(134,832)
Credited to consolidated income statement	32,033	4,668	91	36,792
Currency translation differences	–	1,699	–	1,699
At 31 December 2025	(22,401)	(73,515)	(425)	(96,341)
At 1 January 2024	(56,542)	(56,352)	(607)	(113,501)
Credited/(Charged) to consolidated income statement	2,108	(22,478)	91	(20,279)
Currency translation differences	–	(1,052)	–	(1,052)
At 31 December 2024	(54,434)	(79,882)	(516)	(134,832)

29 DEFERRED INCOME TAX (CONTINUED)

Deferred income tax assets

	Provision for expected credit losses of finance receivables RMB'000	Provision for impairment of trade receivables RMB'000	Tax losses RMB'000	Others RMB'000	Total RMB'000
At 1 January 2025	240,342	21,101	49,275	235,945	546,663
Credited/(Charged) to consolidated income statement	91,816	12,175	(630)	48,041	151,402
Currency translation differences	24	-	(1,501)	2	(1,475)
At 31 December 2025	332,182	33,276	47,144	283,988	696,590
At 1 January 2024	225,754	15,979	149,611	207,088	598,432
Business combination	-	-	5,546	64,556	70,102
Credited/(Charged) to consolidated income statement	14,595	5,122	(105,750)	(35,699)	(121,732)
Currency translation differences	(7)	-	(132)	-	(139)
At 31 December 2024	240,342	21,101	49,275	235,945	546,663

Deferred income tax assets are recognized for deductible temporary differences to the extent that the realization of the related tax benefits through future taxable profits is probable.

As at 31 December 2025, the Group did not recognize deferred income tax assets of RMB37,764,000 (2024: RMB32,653,000) in respect of cumulative tax losses amounting to RMB221,520,000 (2024: RMB185,387,000) that can be carried forward against future taxable income. The tax losses applicable to Hong Kong tax law and Singapore tax law can be carried forward indefinitely, the tax losses applicable to Japan tax law will expire from 2033 to 2035 and the tax losses recognize in PRC will expire from 2026 to 2030.

30 OTHER NON-CURRENT LIABILITIES

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Deferred other income (a)	745,760	829,467
Long-term deposits payable	13,945	3,489
	759,705	832,956

30 OTHER NON-CURRENT LIABILITIES (CONTINUED)

Note:

- (a) On 13 June 2018, the Company and Yusheng entered into the convertible note purchase agreement, the Business Cooperation Agreement (“BCA”) and the framework agreement in relation to the Company’s investment in Yusheng by way of subscription of the convertible bond. The Company agreed to provide certain cooperation services to Yusheng and/or its affiliates pursuant to the BCA for a term of 20 years. The BCA includes (i) providing certain traffic support in relation to the used automobile transaction business (“Used Automobile Transaction Business”); (ii) providing certain automobile database related services; and (iii) the Group shall not engage in, invest in, own, manage, operate or provide assistance to businesses that may compete with the Used Automobile Transaction Business during predetermined terms. Deferred revenue was initially recognized at fair value of the services in the BCA included in “Other payables and accruals” and “Other non-current liabilities” on the consolidated balance sheet. Other income from business cooperation arrangements with Yusheng was recognized over time within the term of BCA included in “Other income and other gains, net” on the consolidated income statements.

31 CASH FLOW INFORMATION

(a) Cash used in operations

	Year ended 31 December	
	2025 RMB'000	2024 RMB'000
Profit before income tax	1,713,103	1,089,522
Adjustments for:		
– Provision for impairment of trade receivables (Note 19)	35,756	11,668
– Provision for expected credit losses of finance receivables (Note 18)	706,903	524,766
– Provision for impairment of other receivables (Note 20)	878,743	382,996
– Provision for impairment of other non-current assets (Note 20)	39,840	(8,494)
– Provision for impairment losses of risk assurance (Note 26)	711,098	645,949
– Depreciation of property and equipment (Note 12)	76,223	42,623
– Amortization of intangible assets (Note 14)	61,565	247,026
– Amortization of right-of-use assets (Note 13)	22,155	16,693
– Gains on disposals of non-current assets	646	967
– Negative goodwill in relation to bargain purchase (Note 6)	–	(100,992)
– Share-based compensations (Note 24)	143,715	54,247
– Fair value losses on at fair value through profit or loss and derivative instruments (Note 6)	161,926	97,063
– Share of (profits)/losses of investments accounted for using equity method (Note 15)	(68,958)	15,607
– Investment income	(2,871)	(200)
– Impairment loss on investment in an associate (Note 15)	–	12,031
– Interest income	(14,452)	(13,968)
– Interest expenses (Note 9)	128,168	100,025
– Funding costs (Note 7)	956,011	1,007,293
– Foreign exchange losses, net (Note 6)	(24,146)	33,593
– Increase in vehicles for operating leases	(15,873)	(14,015)
– (Increase)/Decrease in trade receivables	(143,502)	156,702
– Increase in finance receivables	(4,036,440)	(4,759,453)
– Increase in prepayments, deposits and other assets	(1,025,481)	(898,342)
– Increase in other operational restricted cash	(369,429)	(92,019)
– (Decrease)/Increase in trade payables	(138,786)	63,134
– Increase/(Decrease) in risk assurance liabilities	29,523	(86,057)
– Increase/(Decrease) in other payables and accruals	66,267	(384,638)
– Decrease in other non-current liabilities	(55,912)	(61,436)
Cash used in operations	(164,208)	(1,917,709)

31 CASH FLOW INFORMATION (CONTINUED)

(b) Major non-cash transactions

Other than those disclosed elsewhere in the financial statements, there were no material non-cash transactions for the year ended 31 December 2025 (2024: nil).

(c) Net Debt Reconciliation

	Liabilities from financing activities			Cash and cash equivalents and restricted cash	Total
	Borrowings	Lease liabilities	Subtotal		
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2025	(26,948,957)	(25,815)	(26,974,772)	6,766,235	(20,208,537)
Cash flows	(4,267,325)	23,331	(4,243,994)	1,167,807	(3,076,187)
Other non-cash movements	(63,317)	(46,716)	(110,033)	-	(110,033)
Foreign exchange adjustments	-	-	-	(24,146)	(24,146)
As at 31 December 2025	(31,279,599)	(49,200)	(31,328,799)	7,909,896	(23,418,903)
As at 1 January 2024	(23,155,782)	(24,085)	(23,179,867)	5,596,514	(17,583,353)
Cash flows	(3,744,570)	15,338	(3,729,232)	1,193,756	(2,535,476)
Other non-cash movements	(48,605)	(17,068)	(65,673)	-	(65,673)
Foreign exchange adjustments	-	-	-	(24,035)	(24,035)
As at 31 December 2024	(26,948,957)	(25,815)	(26,974,772)	6,766,235	(20,208,537)

The non-cash movements of borrowings are primarily related to the amortization of loan origination fees and accrual interests over the term of borrowings. The non-cash movements of leases included accrued interest expenses and addition of lease liabilities.

32 RELATED PARTY TRANSACTIONS

The following significant transactions were carried out between the Group and its related parties. In the opinion of the directors of the Company, the related party transactions were carried out in the normal course of business and at terms negotiated between the Group and the respective related parties.

(a) Major shareholders

Name	Type	Place of incorporation	Ownership interest	
			2025	2024
Tencent Group	Major shareholder	Cayman Islands and Hong Kong	51.79%	54.20%

(b) Names and relationships with related parties

Company	Relationship
Bitauto Holdings Limited and its subsidiaries ("Bitauto Group")	Subsidiary of a major shareholder
Tencent Cloud Computing (Beijing) Company Limited	Subsidiary of a major shareholder
Tenpay Payment Technology Co., Ltd.	Subsidiary of a major shareholder
Shenzhen Tencent Computer System Co., Ltd.	Subsidiary of a major shareholder
Shanghai Shenlin Precision Advertising Co., Ltd. and its subsidiaries ("Shenlin Group")	Associate
M STAR INNOVATION, S.A. DE C.V.	Associate

32 RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Significant transactions with related parties

In addition to those disclosed elsewhere in the financial statements, the following transactions were carried out with related parties (all amounts are presented net of value-added taxes):

		Year ended 31 December	
		2025 RMB'000	2024 RMB'000
(i)	Provision of technical support services to a related party Bitauto Group	10,377	2,477
(ii)	Provision of property rent service Bitauto Group	3,007	3,007
(iii)	Purchases of advertising and other services from related party Shenlin Group	29,349	11,686
(iv)	Purchases of used car valuation services in accordance with used auto services agreements Bitauto Group	38,264	22,620
(v)	Purchases of data services and traffic support services from related parties Tencent Cloud Computing (Beijing) Company Limited Shenzhen Tencent Computer System Co., Ltd.	5,201 430	4,701 4,284
		5,631	8,985
(vi)	Purchase of payment services in accordance with payment services framework agreements Tenpay Payment Technology Co., Ltd.	3,021	2,500

32 RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Significant transactions with related parties (Continued)

Note:

- (a) In addition to the amounts disclosed above, as part of the 2017 Traffic Support Services, the Group obtained used automobile traffic support services from Bitauto Group free of charge for a term of 3 years and automatically renewable for a further period of 2 years commencing from 26 May 2017, in which all online enquiries regarding used automobile-related business arising from Bitauto Group's websites would be directed to the Group.

(d) Year end balances with related parties

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Trade and other payables due to related parties for goods and services		
Bitauto Group	17,328	33,553

Except for the related parties transactions disclosed under Note 32(f), balances with other related parties were all unsecured, interest-free and have no fixed repayment date.

(e) Key management personnel compensations

Key management includes executive directors and other members of the Company's senior management team. The compensation paid or payable to key management for employee services is shown in Note 8(a).

(f) Loan to related parties

	As at 31 December	
	2025 RMB'000	2024 RMB'000
M STAR INNOVATION, S.A. DE C.V.	594,746	–
Shenlin Group	5,720	5,720
	600,466	5,720

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

33 BENEFITS AND INTERESTS OF DIRECTORS

The remuneration of every director for the year ended 31 December 2025 is set out as below:

Name	Fees RMB'000	Wages and salaries RMB'000	Bonuses RMB'000	Pension costs and social security costs RMB'000	Share-based compensation expenses (a) RMB'000	Total RMB'000
Executive Director						
Xuan Zhang	-	3,915	3,944	108	56,298	64,265
Dong Jiang	-	4,379	855	163	1,514	6,911
Rodney Ling Kay Tsang (appointed in February 2025)	-	1,175	-	-	-	1,175
Non-executive Directors						
Wai Yip Tsang (appointed in May 2025)	-	-	-	-	-	-
Amanda Chi Yan Chau (resigned in May 2025)	-	-	-	-	-	-
Qing Hua Xie (resigned in May 2025)	-	-	-	-	-	-
Qin Miao (resigned in January 2025)	-	-	-	-	-	-
Independent non- executive Directors						
Chester Tun Ho Kwok	-	2,476	-	-	-	2,476
Tin Fan Yuen	-	2,472	-	-	-	2,472
Lily Li Dong	-	1,447	-	-	-	1,447
Henry Chi Hung Yim (appointed in February 2025)	-	1,183	-	-	-	1,183
	-	17,047	4,799	271	57,812	79,929

33 BENEFITS AND INTERESTS OF DIRECTORS (CONTINUED)

The remuneration of every director for the year ended 31 December 2024 is set out as below:

Name	Fees RMB'000	Wages and salaries RMB'000	Bonuses RMB'000	Pension costs and social security costs RMB'000	Share-based compensation expenses (a) RMB'000	Total RMB'000
Executive Director						
Xuan Zhang	-	3,745	3,658	108	9,544	17,055
Dong Jiang	-	3,450	600	157	4,484	8,691
Non-executive Directors						
Amanda Chi Yan Chau	-	-	-	-	-	-
Qing Hua Xie	-	-	-	-	-	-
Qin Miao	-	-	-	-	-	-
Independent non-executive Directors						
Tin Fan Yuen	-	2,344	-	-	-	2,344
Chester Tun Ho Kwok	-	2,348	-	-	-	2,348
Lily Li Dong	-	1,372	-	-	-	1,372
	-	13,259	4,258	265	14,028	31,810

Note:

- (a) Share-based compensation expenses are calculated by applying a graded vesting approach according to IFRS 2 that has the effect of recognizing more expenses up front comparing to recognizing expenses evenly during vesting periods. For Pre-IPO Share Option, expenses are calculated with fair value of each option from USD0.53 to USD0.70 (HKD4.12 to HKD5.46). For the First and Second Share Award Scheme, expenses are calculated with fair value of each share from USD0.10 to USD0.40 (HKD0.81 to HKD3.14). For the options granted on 27 June 2024 under 2024 Share Scheme, expenses are calculated with fair value of each share on HKD0.2624. For the options granted on 13 May 2025 under 2024 Share Scheme, expenses are calculated with fair value of each share on HKD1.0986. As at 31 December 2025, closing price of the Group on Hong Kong Stock Exchange was HKD2.56 (USD0.33).

During the year ended 31 December 2025, there are no retirement or termination benefits that have been paid to the Company's directors (2024: nil).

During the year ended 31 December 2025, there are no loans, quasi-loans or other dealings in favour of the directors, their controlled bodies corporate and connected entities (2024: nil).

During the year ended 31 December 2025, none of the Company's directors received any emoluments as an inducement to join or upon joining the Group (2024: nil).

No significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year (2024: nil).

34 CONTINGENCIES

The Group did not have any material contingent liabilities as at 31 December 2025 (2024: nil).

35 SUBSEQUENT EVENTS

Since year end, the directors have recommended the payment of a final dividend of HK10.0 cents per fully paid ordinary share and a special dividend of HK4.0 cents per fully paid ordinary share. Subject to the approval at the Annual General Meeting, the aggregate amount of the proposed dividend expected to be paid on Friday, June 26, 2026 out of profit for the year ended 31 December 2025, but not recognized as a liability at year end, is HKD950.2 million (equivalent to RMB838.6 million).

On 2 March 2026, the Company issued a conversion notice to Yusheng to fully exercise the Company's conversion rights attached to the convertible notes of Yusheng. The completion of the conversion of the convertible notes is subject to, among other things, the completion of the reorganization of Yusheng. Upon completion of the conversion, the Company will hold an aggregate of 15,150,000 Series Pre-A preferred shares, 548,718 Series B preferred shares, and 462,981 Series C-2 preferred shares of Yusheng and will continue to account for the investment in Yusheng at fair value through profit or loss. As at the date of this report, the conversion has not been completed.

36 BALANCE SHEET AND RESERVES MOVEMENT OF THE COMPANY

(a) Balance sheet of the Company

	As at 31 December	
	2025 RMB'000	2024 RMB'000
ASSETS		
Non-current assets		
Investment in subsidiaries	5,115,527	5,165,055
Prepayments, deposits and other assets	14,882,525	15,515,894
	19,998,052	20,680,949
Current assets		
Restricted cash	–	187
Cash and cash equivalents	4,538	2,018
	4,538	2,205
Total assets	20,002,590	20,683,154

36 BALANCE SHEET AND RESERVES MOVEMENT OF THE COMPANY (CONTINUED)
(a) Balance sheet of the Company (Continued)

	As at 31 December	
	2025 RMB'000	2024 RMB'000
EQUITY AND LIABILITIES		
Equity		
Share capital	4,495	4,285
Share premium	35,036,157	34,858,220
Other reserves	1,715,842	2,954,719
Accumulated losses	(19,238,204)	(19,140,371)
Total equity	17,518,290	18,676,853
Liabilities		
Non-current liabilities		
Borrowings	669,028	184,147
Other non-current liabilities	744,522	827,522
	1,413,550	1,011,669
Current liabilities		
Borrowings	9,543	–
Other payables and accruals	1,061,207	994,632
	1,070,750	994,632
Total liabilities	2,484,300	2,006,301
Total equity and liabilities	20,002,590	20,683,154

The balance sheet of the Company was approved by the Board of Directors on 5 March 2026 and was signed on its behalf.

Andy Xuan Zhang
 Director

Dong Jiang
 Director

36 BALANCE SHEET AND RESERVES MOVEMENT OF THE COMPANY (CONTINUED)

(b) Reserves movement of the Company

	Accumulated loss RMB'000	Other reserves RMB'000
At 1 January 2025	(19,140,371)	2,954,719
Profit for the year	(97,833)	–
Share-based compensation	–	139,286
Shares issued upon exercise of employee share options	–	(910,936)
Vesting of restricted awarded shares	–	(60,357)
Purchase of restricted shares under share award scheme	–	(12,460)
Currency translation differences	–	(394,410)
At 31 December 2025	(19,238,204)	1,715,842
At 1 January 2024	(19,154,154)	2,703,559
Profit for the year	13,783	–
Share-based compensation	–	53,901
Shares issued upon exercise of employee share options	–	(225)
Vesting of restricted awarded shares	–	(71,404)
Purchase of restricted shares under share award scheme	–	(6,078)
Currency translation differences	–	274,966
At 31 December 2024	(19,140,371)	2,954,719

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES

37.1 Subsidiaries

37.1.1 Consolidation

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intra-group transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated balance sheet respectively.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.1 Subsidiaries (Continued)

37.1.1 Consolidation (Continued)

(a) Subsidiaries controlled through New Contractual Arrangements

The wholly-owned subsidiary of the Company, Tianjin Kars Information Technology Co., Ltd. ("Tianjin Kars"), has entered into the New Contractual Arrangements, including Exclusive Business Cooperation Agreement, Exclusive Option Agreements, Equity Pledge Agreements, and Powers of Attorney, with Beijing Xulu Information Technology Co., Ltd., ("Beijing Xulu", formerly known as, Beijing Yixin Information Technology Co., Ltd.) and its equity holders, which enable Tianjin Kars and the Group to:

- govern the financial and operating policies of Beijing Xulu;
- exercise equity holders' voting rights of Beijing Xulu;
- receive substantially all of the economic interest returns generated by Beijing Xulu in consideration for the business support, technical and consulting services provided by Tianjin Kars;
- obtain an irrevocable and exclusive right to purchase all or part of the equity interests in Beijing Xulu from the respective equity holders at a minimum purchase price permitted under PRC laws and regulations. Tianjin Kars may exercise such options at any time until it has acquired all equity interests of Beijing Xulu; and
- obtain a pledge over the entire equity interests of Beijing Xulu from its respective equity holders as collateral security for all of Beijing Xulu's payments due to Tianjin Kars and to secure performance of Beijing Xulu's obligation under the New Contractual Arrangements.

As a result of the New Contractual Arrangements, the Group has right to exercise power over Beijing Xulu, receive variable returns from its involvement with Beijing Xulu, has the ability to affect those returns through its power over Beijing Xulu and thus is considered to control Beijing Xulu. Consequently, the Company regards Beijing Xulu as its controlled structured entity and consolidates the financial position and results of operations of Beijing Xulu in the consolidated financial statements of the Group.

Nevertheless, the New Contractual Arrangements may not be as effective as direct legal ownership in providing the Group with direct control over Beijing Xulu. Uncertainties presented by the PRC legal system could impede the Group's beneficiary rights of the results, assets and liabilities of Beijing Xulu. The directors of the Company, based on the advice of its legal counsel, consider that the New Contractual Arrangements among Tianjin Kars, Beijing Xulu and its equity holders do not violate the currently applicable PRC laws and regulations and are legally binding and enforceable.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.1 Subsidiaries (Continued)

37.1.1 Consolidation (Continued)

(b) Business combinations

The Group applies the acquisition method to account for business combinations not under common control. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognized amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by IFRS.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognized in profit or loss.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognized in profit or loss.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognized and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in the consolidated income statement, presented as "negative goodwill in relation to a bargain purchase".

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.1 Subsidiaries (Continued)

37.1.1 Consolidation (Continued)

- (c) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in a loss of control are accounted for as equity transactions – that is, as transactions with the owners of the subsidiary in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying amount of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

- (d) Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. It means the amounts previously recognized in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRS.

37.1.2 Separate financial statements

Investments in subsidiaries (including structured entities) are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

37.2 Government grants

Grants from government are recognized at their fair value where there is a reasonable assurance that the grants will be received and the Group will comply with all attached conditions.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.3 Foreign currency translation

(a) *Functional and presentation currency*

Items included in the financial information of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the Company is United States dollars ("USD"). The Company's primary subsidiaries were incorporated in the PRC and these subsidiaries considered RMB as their functional currency. As the major operations of the Group are within the PRC, the Group determined to present its consolidated financial statements in RMB (unless otherwise stated).

(b) *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated income statement.

Foreign exchange gains and losses that relate to borrowings are presented in the consolidated income statement within "Finance cost, net". All other foreign exchange gains and losses are presented in the consolidated income statement within "Other income and other gains, net".

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as fair value through other comprehensive income are recognized in other comprehensive income.

(c) *Group companies*

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- income and expenses for each income statement are translated at average exchange rates unless this average is not a reasonable approximation of the cumulative effect of rates prevailing on the transaction dates, in which cases income and expenses are translated at the rate on the dates of the transactions; and
- all resulting currency translation differences are recognized in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Currency translation differences arising are recognized in other comprehensive income.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.4 Property and equipment

Property and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 37.7).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within "Other income and other gains, net" in the consolidated income statement.

37.5 Leases

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payments that are based on an index or a rate,
- amounts expected to be payable by the lessee under residual value guarantees,
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.5 Leases (Continued)

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

37.6 Intangible assets

(a) *Goodwill*

Goodwill arises on the acquisition of subsidiaries represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identified net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units (“CGUs”), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. The Group’s goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of the CGU containing the goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognized immediately as an expense and is not subsequently reversed.

(b) *Trademarks and licenses*

Separately acquired trademarks and licenses are shown at historical cost. Trademarks and licenses acquired in a business combination are recognized at fair value at the acquisition date. Trademarks and licenses have a finite useful life and are carried at cost less accumulated amortization.

(c) *Domain names*

Domain names are initially recognized and measured at costs incurred to acquire and bring to use the domain names.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.6 Intangible assets (Continued)

(d) *Computer software and technology*

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software.

Costs associated with maintaining computer software programmes are recognized as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognized as intangible assets when the following criteria are met:

- It is technically feasible to complete the software product so that it will be available for use;
- Management intends to complete the software product and use or sell it;
- There is an ability to use or sell the software product;
- It can be demonstrated how the software product will generate probable future economic benefits;
- Adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- The expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalized as part of the software product include the software development employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortized from the point at which the asset is ready for use. RMB15,248,000 software development costs have been capitalized by the Group for the year ended 31 December 2025 (2024: RMB6,515,000).

Research and development expenditures that do not meet these criteria are recognized as "Research and development expenses" in the consolidated income statement as incurred. Development costs previously recognized as an expense are not recognized as an asset in a subsequent period.

37.7 Impairment of non-financial assets

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment. Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.8 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and investment property that are carried at fair value and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An Impairment loss is recognized for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognized for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognized. A gain or loss not previously recognized by the date of the sale of the non-current asset is recognized at the date of derecognition.

Non-current assets are not depreciated or amortized while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognized.

Non-current assets classified as held for sale are presented separately from the other assets in the statement of financial position.

37.9 Investments and other financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss), and
- those to be measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.9 Investments and other financial assets (Continued)

(b) *Recognition and derecognition*

Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(c) *Measurement*

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method. For POCI financial assets – assets that are credit-impaired at initial recognition – the Group calculates the credit-adjusted effective interest rate, which is calculated based on the amortized cost of the financial asset instead of its gross carrying amount and incorporates the impact of ECL in estimated future cash flows. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented in “Other income and other gains, net” together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement. The Group's assets measured at amortized cost comprise of “Trade receivables”, “Finance receivables”, “Prepayments, deposits and other assets”, “Restricted cash” and “Cash and cash equivalents” in the consolidated balance sheet.
- **FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is derecognized from equity to profit or loss and recognized in “Other income and other gains, net”. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in “Other income and other gains, net” and impairment expenses are presented as separate line item in the consolidated income statement.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.9 Investments and other financial assets (Continued)

(c) *Measurement (Continued)*

Debt instruments (Continued)

- FVPL: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVPL. A gain or loss on a debt investment or derivative financial instrument that is subsequently measured at FVPL is recognized in profit or loss and presented net within “Other income and other gains, net” in the period in which it arises.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group’s management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognized in profit or loss as “Other income and other gains, net” when the Group’s right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Changes in the fair value of financial assets at FVPL are recognized in “Other income and other gains, net” in the consolidated income statement as applicable.

(d) *Impairment*

The Group assesses on a forward-looking basis the expected credit losses associated with its finance receivables and other receivables. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognized from initial recognition of the receivables, see Note 19 for further details.

37.10 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.11 Financial guarantee contracts

Financial guarantee contracts are recognized as a financial liability at the time the guarantee is issued. The risk assurance liability is initially measured at fair value and subsequently at the higher of:

- the amount determined in accordance with the expected credit loss model under IFRS 9 *Financial Instruments*, and
- the amount initially recognized less, where appropriate, the cumulative amount of income recognized in accordance with the principles of IFRS 15 *Revenue from Contracts with Customers*.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Provision for expected credit losses on risk assurance liability, as applicable, is recognized as credit impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

37.12 Trade and other receivables

Trade and other receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

37.13 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

37.14 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Where any group company purchases the Company's equity instruments (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to equity holders of the Company until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.15 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

37.16 Borrowing

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

37.17 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

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

The funding costs associated with the borrowings for the Group's self-operated financing business are recognized as cost of revenues. The interest expenses associated with the borrowings for the Group's general operations are recognized as finance expenses.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.18 Share-based payments

(a) *Equity-settled share-based payment transactions*

The Group operates the Pre-IPO Share Option and Share Award Schemes (defined in Note 24), under which it receives services from employees and non-employees as consideration for share options and restricted shares units (collectively referred to as "Share Awards") of the Company. The fair value of the services received in exchange for the grant of the Share Awards is recognized as an expense on the consolidated income statement.

In terms of the Share Awards awarded, total amount to be expensed is determined by reference to the fair value of the equity instruments granted:

- including any market performance conditions;
- excluding the impact of any service and non-market performance vesting conditions; and
- including the impact of any non-vesting conditions.

At the end of each reporting period, the Group revises its estimates of the number of Share Awards that are expected to vest based on the non-marketing performance and service conditions. It recognizes the impact of the revision to original estimates, if any, in the consolidated income statement, with a corresponding adjustment to equity.

When the share options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value), and share premium.

(b) *Share-based payment transactions among group entities*

The grant by the Company of share options and restricted share units over its equity instruments to the employees and non-employees of subsidiaries undertakings in the Group is treated as a capital contribution. The fair value of services received, measured by reference to the grant date fair value, is recognized over the vesting period as an increase to investment in subsidiaries undertakings, with a corresponding credit to equity in separate financial statements of the Company.

37.19 Provisions

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

37 SUMMARY OF OTHER POTENTIALLY MATERIAL ACCOUNTING POLICIES (CONTINUED)

37.19 Provisions (Continued)

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

37.20 Earnings per share

(a) *Basic earnings per share*

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

(b) *Diluted earnings per share*

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

37.21 Dividend income

Dividend income is recognized when the right to receive payment is established.

37.22 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY

The following is a list of the principal subsidiaries and controlled structured entity at 31 December 2025:

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
KKC Holdings Limited	The Cayman Islands, 22 April 2014, Limited Liability Company	Investment holding, the Cayman Islands	USD7,700	100%	100%
KKC Holdings Limited	Hong Kong, 8 May 2014, Limited Liability Company	Investment holding, Hong Kong	HKD1	100%	100%
Beijing KKC Technology Company Limited #	The PRC, 10 July 2014, Limited Liability Company	Transaction services, the PRC	USD11,400,000	100%	100%
Shanghai Changtu Financing Lease Co., Ltd. (formerly known as Shanghai Yixin Financing Lease Co., Ltd.) *	The PRC, 12 August 2014, Limited Liability Company	Leasing services, the PRC	USD1,500,000,000	100%	100%
Yixin Holding Hong Kong Limited (formerly known as Yixin Capital Hongkong Limited)	Hong Kong, 27 November 2014, Limited Liability Company	Investment holding, Hong Kong	HKD10	100%	100%
Xinche Investment (Shanghai) Co., Ltd. (formerly known as Shanghai Rongche Information Technology Limited) #	The PRC, 16 January 2015, Limited Liability Company	Investment holding, the PRC	USD2,040,354,040	100%	100%
Shanghai Xulu Information Technology Co., Ltd. (formerly known as Shanghai Lanshu Information Technology Co., Ltd.)	The PRC, 29 January 2015, Limited Liability Company	Technology development, the PRC	RMB150,000,000	100%	100%
Shanghai Xingyisheng Information Technology Co., Ltd. (formerly known as Shanghai Techuang Advertisements Co., Ltd.) *	The PRC, 29 January 2015, Limited Liability Company	Information technology, the PRC	USD20,000,000	100%	100%
Tianjin Hengtong Jiahe Financing Lease Co., Ltd. *	The PRC, 18 May 2015, Limited Liability Company	Leasing services, the PRC	USD500,000,000	100%	100%

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38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
Shenyang Yixin Financial Service Co., Ltd.*	The PRC, 13 December 2016, Limited Liability Company	Financial services, the PRC	RMB10,000,000	100%	100%
Beijing Yixin Auto Leasing Co., Ltd.	The PRC, 15 December 2016, Limited Liability Company	Auto leasing, the PRC	RMB9,000,000	100%	100%
Guangzhou Rongche Financing Lease Co., Ltd.	The PRC, 8 March 2017, Limited Liability Company	Leasing services, the PRC	RMB200,000,000	100%	100%
Tianjin Huibao Information Technology Consultants Co., Ltd. (formerly known as Tianjin Huibao Advertising Co., Ltd.)*	The PRC, 10 August 2017, Limited Liability Company	Information technology, the PRC	USD2,000,000	100%	100%
Xinjiang Wanxing Information Technology Co., Ltd.*	The PRC, 24 January 2018, Limited Liability Company	Information technology, the PRC	RMB20,000,000	100%	100%
Tianjin Wuxin Commercial Factoring Co., Ltd.	The PRC, 12 June 2018, Limited Liability Company	Commercial factoring, the PRC	RMB80,000,000	100%	100%
Rising Champion International Limited	Hong Kong, 15 June 2018, Limited Liability Company	Investment holding, Hong Kong	HKD1	100%	100%
Tianjin Kars Information Technology Co., Ltd.*	The PRC, 19 June 2018, Limited Liability Company	Transaction services, the PRC	RMB20,000,000	100%	100%
Eminent Success Holdings Group Limited	British Virgin Islands, 26 June 2018, Limited Liability Company	Investment holding, British Virgin Islands	USD50,000	100%	100%

38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
Xinjiang Jinchuan Jiahua Automobile Service Co., Ltd.#	The PRC, 20 March 2019, Limited Liability Company	Transaction services, the PRC	RMB5,000,000	100%	100%
Shanghai Zengxin Information Technology Co., Ltd.	The PRC, 25 April 2019, Limited Liability Company	Technology development, the PRC	RMB500,000,000	100%	100%
Guangdong Haihan Technology Development Co., Ltd. #	The PRC, 8 November 2019, Limited Liability Company	Information technology, the PRC	RMB102,200,000	100%	100%
Guangzhou Shengda Financing Guarantee Company Limited	The PRC, 12 November, 2019, Limited Liability Company	Financial services, the PRC	RMB1,900,170,000	100%	100%
Hainan Xinye Information Technology Co., Ltd.	The PRC, 21 April, 2020, Limited Liability Company	Information technology, the PRC	RMB10,000,000	100%	100%
Xinjiang Wanhong Information Technology Co., Ltd.	The PRC, 15 September 2020, Limited Liability Company	Information technology, the PRC	RMB20,000,000	100%	100%
Tianjin Duoxin Financing Guarantee Company Limited#	The PRC, 18 September 2020, Limited Liability Company	Financial services, the PRC	RMB400,000,000	100%	100%
Beijing Xinshu Information Technology Co., Ltd.	The PRC, 22 September 2020 Limited Liability Company	Information technology, the PRC	RMB3,000,000	100%	100%
Yunnan Juliyiing enterprise management Co., Ltd.	The PRC, 10 October 2020, Limited Liability Company	Financial services, the PRC	RMB20,000,000	100%	100%
Yixin Investment Hong Kong limited	Hong Kong, 25 November 2020, Limited Liability Company	Investment holding, Hong Kong	HKD1	100%	100%

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38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
Ruige Capital Management Co., Ltd.#	The PRC, 23 December 2020, Limited Liability Company	Investment holding, the PRC	USD100,000,000	100%	100%
Beijing Lanshu Information Technology Co., Ltd.	The PRC, 5 February 2021, Limited Liability Company	Information technology, the PRC	RMB50,000,000	100%	100%
Qingdao Wanxin Information Technology Co., Ltd.#	The PRC, 22 September 2021, Limited Liability Company	Information technology, the PRC	RMB10,000,000	100%	100%
X STAR Technology PTE. LTD. (formerly known as YI STAR PTE. LTD.)	Singapore, 9 February 2022, Private Trading Enterprise Limited	Lease service, Singapore	SGD70,000,000	100%	100%
X STAR Technology Holding Ltd. (formerly known as YI STAR Holding Ltd.)	British Virgin Islands, 30 June 2022, Limited Liability Company	Investment holding, British Virgin Islands	–	100%	100%
Hainan Shengxin Financing Guarantee Co., Ltd.	The PRC, 2 December 2022, Limited Liability Company	Financial services, the PRC	RMB200,000,000	100%	100%
X STAR Corporation (formerly known as YISTAR Corporation)	Japan, 29 March 2023, Kabushiki Kaisha	Lease service, Japan	JPY260,000,000	100%	100%
Shanghai Yi Bang Tai Renewable Resources Co., Ltd.	The PRC, 8 August 2023, Limited Liability Company	Recycling and utilization of renewable resources, the PRC	RMB10,000,000	100%	100%
X STAR Financial Services PTE. LTD.	Singapore, 22 August 2023, Private Trading Enterprise Limited	Lease service, Singapore	SGD30,000,000	100%	100%
Beijing Yi Bang Tai Renewable Resources Co., Ltd.	The PRC, 29 August 2023, Limited Liability Company	Recycling and utilization of renewable resources, the PRC	RMB10,000,000	100%	100%

38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
Hangzhou Yi Bang Tai Renewable Resources Co., Ltd.	The PRC, 1 September 2023, Limited Liability Company	Recycling and utilization of renewable resources, the PRC	RMB10,000,000	100%	100%
Chengdu Yi Bang Tai Renewable Resources Co., Ltd.	The PRC, 18 September 2023, Limited Liability Company	Recycling and utilization of renewable resources, the PRC	RMB10,000,000	100%	100%
Nanjing Yi Bang Tai Renewable Resources Co., Ltd.	The PRC, 20 September 2023, Limited Liability Company	Recycling and utilization of renewable resources, the PRC	RMB10,000,000	100%	100%
X Technology Holding Ltd.	British Virgin Islands, 5 October 2023, Limited Liability Company	Investment holding, British Virgin Islands	–	100%	100%
X Technology Holding Hong Kong Limited	Hong Kong, 15 November 2023, Limited Liability Company	Investment holding, Hong Kong	HKD1	100%	100%
Shanghai Luchang Information Technology Co., Ltd.	The PRC, 22 November 2023, Limited Liability Company	Information technology, the PRC	RMB1,000,000	100%	100%
X STAR (THAILAND) Co., Ltd. (Thailand)	Thailand, 24 March 2024, Limited Liability Company	Lease service, Thailand	THB5,000,000	100%	100%
Shanghai Rongche Information Technology Co., Ltd.	The PRC, 5 December 2024, Limited Liability Company	Information technology, the PRC	RMB5,000,000	100%	100%
X STAR Insurance Agency PTE. LTD.	Singapore, 4 February 2025, Private Trading Enterprise Limited	Insurance, Singapore	SGD100,000	100%	–
Hangzhou Xulu Information Technology Co., Ltd.	The PRC, 19 February 2025, Limited Liability Company	Information technology, the PRC	RMB100,000	100%	–

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38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
Xinjiang Aiche Information Technology Co., Ltd.	The PRC, 24 February 2025, Limited Liability Company	Information technology, the PRC	RMB20,000,000	100%	–
MKX Technology PTE. LTD.	Singapore, 1 April 2025, Private Trading Enterprise Limited	Information technology, Singapore	SGD200,000	82.1%	–
X STAR Property Holdings PTE. LTD.	Singapore, 9 May 2025, Private Trading Enterprise Limited	Real estate property lease, Singapore	SGD100,000	100%	–
X STAR Technology Hong Kong Limited	Hong Kong, 22 May 2025, Limited Liability Company	Investment holding, Hong Kong	HKD1	100%	–
X STAR Technology Malaysia SDN. BHD.	Malaysia, 25 July 2025, Private Trading Enterprise Limited	Lease service, Malaysia	MYR10,000	100%	–
Vroom Vroom PTE. LTD.	Singapore, 6 August 2025, Private Trading Enterprise Limited	Vehicle Retail, Singapore	SGD100,000	100%	–
X STAR Car Center Corporation	Japan, 8 August 2025, Kabushiki Kaisha	Vehicle service, Japan	JPY5,000,000	100%	–
Chongqing Xinaiche Information Technology Co., Ltd.	The PRC, 29 September 2025, limited liability company	Information technology, the PRC	RMB10,000,000	100%	–
X STAR Technology Holdings Ltd.	The Cayman Islands, 6 October 2025, Limited Liability Company	Investment holding, the Cayman Islands	–	100%	–
Hainan Xinaiche Information Technology Co., Ltd.	The PRC, 17 November 2025, Limited Liability Company	Information technology, the PRC	RMB10,000,000	100%	–

38 SUBSIDIARIES AND CONTROLLED STRUCTURED ENTITY (CONTINUED)

Name of entity	Place and date of incorporation and kind of legal entity	Principal activities and place of operation	Particulars of issued/paid-in capital	Effective interest held as at 31 December	
				2025	2024
X Portal Technology PTE. LTD.	Singapore, 3 December 2025, Private Trading Enterprise Limited	Information technology, Singapore	SGD100,000	100%	–
Shanghai Wuxianxingtu Technology Co., Ltd. [#]	The PRC, 8 December 2025, Limited Liability Company	Information technology, the PRC	RMB100,000	100%	–
Dalian Rongxin Financing Guarantee Co., Ltd.	The PRC, 6 June 2016, Limited Liability Company	Financial services, the PRC	RMB1,475,000,000	100%	100%
Beijing Xulu Information Technology Co., Ltd. (formerly known as Beijing Yixin Information Technology Co., Ltd.) ^{^ #}	The PRC, 9 January 2015, Limited Liability Company	Advertising and subscription services, the PRC	RMB50,000,000	100%	100%

Remarks:

[#] Registered as wholly foreign owned enterprises under PRC law

^{*} Registered as sino-foreign equity joint venture under PRC law

[^] Controlled by the contractual arrangements entered into by the Company and Tianjin Jushen Information Technology Co., Ltd., Shenzhen Tencent Industry Investment Fund Co., Ltd. and Beijing Jiasheng Investment Management Co., Ltd. on 4 October, 2018 (the “New Contractual Arrangements”).

FIVE-YEAR FINANCIAL SUMMARY

CONDENSED CONSOLIDATED INCOME STATEMENTS

	Year ended 31 December				2025 RMB'000
	2021 RMB'000	2022 RMB'000	2023 RMB'000	2024 RMB'000	
Revenue	3,494,344	5,201,508	6,685,971	9,887,733	11,559,948
Gross profit	1,778,341	2,888,371	3,247,148	4,636,271	6,461,471
Profit/(Loss) for the year	28,953	370,814	554,958	809,938	1,198,566
Adjusted net profit/(loss) (unaudited)	273,219	688,338	910,050	1,078,804	1,432,190

CONDENSED CONSOLIDATED BALANCE SHEETS

	As at 31 December				2025 RMB'000
	2021 RMB'000	2022 RMB'000	2023 RMB'000	2024 RMB'000	
Assets					
Non-current assets	12,639,925	15,312,176	22,308,843	25,641,264	28,935,493
Current assets	14,897,268	16,852,216	21,266,259	22,949,977	25,425,950
Total assets	27,537,193	32,164,392	43,575,102	48,591,241	54,361,443
Equity and liabilities					
Equity attributable to owners of the Company	14,642,211	15,326,213	15,765,170	16,480,133	16,953,921
Non-controlling interests	–	–	–	–	(127)
Total equity	14,642,211	15,326,213	15,765,170	16,480,133	16,953,794
Liabilities					
Non-current liabilities	4,531,978	5,721,829	11,819,515	13,805,334	15,322,002
Current liabilities	8,363,004	11,116,350	15,990,417	18,305,774	22,085,647
Total liabilities	12,894,982	16,838,179	27,809,932	32,111,108	37,407,649
Total equity and liabilities	27,537,193	32,164,392	43,575,102	48,591,241	54,361,443
Earnings/(Loss) per share					
– Basic (RMB per share)	0.005	0.058	0.086	0.125	0.178
– Diluted (RMB per share)	0.004	0.056	0.083	0.120	0.174
Dividend per share					
– Final (HK cents per share)	N/A	1.95	3.00	6.50	10.00
– Special (HK cents per share)	N/A	1.30	N/A	6.50	4.00

DEFINITIONS

“2024 Director Conditional Grant to Mr. Zhang”	the proposed conditional grant of 117,000,000 Share Options to Mr. Andy Xuan Zhang under the 2024 Share Scheme as detailed in the circular of the Company dated June 11, 2024
“2024 Share Scheme”	the share scheme of the Company approved by the Shareholders at the extraordinary general meeting of the Company on June 27, 2024, a summary of the principal terms of which is set out in Appendix I to the circular of the Company dated June 11, 2024
“2024 Share Scheme Listing Approval”	the approval granted by the Listing Committee for the listing of, and permission to deal in the Shares to be allotted and issued pursuant to the share options and share awards granted under the 2024 Share Scheme on July 9, 2024
“2025 Conditional Grant to Mr. Gao”	the proposed conditional grant of 25,800,000 Share Options and 17,200,000 share awards to Mr. Zhi Gao under the 2024 Share Scheme as detailed in the circular of the Company dated April 17, 2025
“2025 Director Conditional Grant to Mr. Zhang”	the proposed conditional grant of 101,363,921 Share Options and 67,575,947 share awards to Mr. Andy Xuan Zhang under the 2024 Share Scheme as detailed in the circular of the Company dated April 17, 2025
“affiliate(s)”	any company that directly or indirectly controls, is controlled by or is under common control of the company in question, provided that control shall mean the possession, directly or indirectly, of the power to direct or cause the direction of the management of a company, whether through the ownership of voting securities, by contract, credit arrangement or proxy, as trustee, executor, agent or otherwise, and accordingly, for the purpose of the definition of affiliate(s), a company shall be deemed to control another company if such first company, directly or indirectly, owns or holds more than 50% of the voting equity securities in such other company, and terms deriving from control, such as “controlling” and “controlled”, shall have a meaning corollary to that of control
“AI”	artificial intelligence
“Annual General Meeting”	the annual general meeting of the Company to be held on Thursday, April 23, 2026
“Articles of Association”	the articles of association of the Company currently in force
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of the Company
“Auditor”	PricewaterhouseCoopers, the auditor of the Company



DEFINITIONS

“Beijing Bitauto Interactive”	Beijing Bitauto Interactive Advertising Co., Ltd.* (北京易車互動廣告有限公司), a company established under the laws of the PRC and a subsidiary of Tencent
“Beijing Bitcar Interactive”	Beijing Bitcar Interactive Information Technology Co., Ltd.* (北京易卡互動信息技術有限公司), a company established under the laws of the PRC and a subsidiary of Tencent
“Beijing KKC”	Beijing KKC Technology Co., Ltd.* (北京看看車科技有限公司), a company established under the laws of the PRC on July 10, 2014 and our wholly-owned subsidiary
“Beijing Tencent Cloud”	Tencent Cloud Computing (Beijing) Co., Ltd.* (騰訊雲計算(北京)有限責任公司), a limited liability company established in the PRC and a PRC operating entity of Tencent, the financial results of which have been consolidated and accounted for by Tencent as a controlled structured entity of Tencent by virtue of a series of contractual arrangements
“Beijing Xulu”	Beijing Xulu Information Technology Co., Ltd.* (北京序祿信息科技有限公司), formerly known as Beijing Yixin Information Technology Co., Ltd.* (北京易鑫信息科技有限公司), a company established under the laws of the PRC on January 9, 2015 and the Consolidated Affiliated Entity
“Bitauto”	Bitauto Holdings Limited, a company incorporated under the laws of the Cayman Islands on October 21, 2005 and previously listed on the NYSE (NYSE: BITA), a controlling Shareholder of the Company until the distribution in specie of all of the Shares held directly or indirectly by it to its shareholder on March 5, 2021
“Board”	the board of Directors
“Capitalization Issue”	the issue of 4,626,550,692 Shares on the Listing Date to be made upon the capitalization of part of the sum standing to the credit of the share premium account of our Company, details of which are set out in the section headed “History and Corporate Structure – The Capitalization Issue” of the Prospectus
“Cayman Companies Law”	the Companies Law, Cap 22 (Law 3 of 1961) of the Cayman Islands, as amended or supplemented from time to time
“Certain Qualification Requirements”	a number of stringent performance and operational experience requirements, including demonstrating good track records and experience in operating value-added telecommunications business overseas
“CG Code”	the Corporate Governance Code set out in Appendix C1 of the Listing Rules
“China” or “PRC”	the People’s Republic of China and, except where the context requires and only for the purpose of this annual report, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“close associate(s)”	has the meaning ascribed to it under the Listing Rules

“Company”, “our Company”, or “Yixin”	Yixin Group Limited (易鑫集团有限公司), an exempted company incorporated under the laws of the Cayman Islands with limited liability on November 19, 2014 and carries on business in Hong Kong as Yixin Automotive Technology Group Limited, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 2858)
“Company Secretary”	the company secretary of the Company
“Company’s Securities Dealing Code”	the Company’s own code of conduct for securities transactions regarding the Directors’ and relevant employees’ dealings in the securities of the Company on terms no less exacting than those set out in the Model Code
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Consolidated Affiliated Entity”	the entity that the Company controls through the New Contractual Arrangements, namely Beijing Xulu
“Contractual Arrangements”	the series of contractual arrangements entered into by, among others, Beijing KKC, Beijing Xulu and its shareholders, details of which are described in the section headed “Report of the Directors – Continuing Connected Transactions – New Contractual Arrangements”
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and, in the context of this annual report, refers to Tencent and Morespark and each of them shall be referred to as a Controlling Shareholder
“CSRC”	the China Securities Regulatory Commission
“Director(s)”	the director(s) of the Company
“Eligible Participant(s)”	an eligible participant under the 2024 Share Scheme, which may be an Employee Participant or a Related Entity Participant
“Eligible Person(s)”	any individual, being an employee, director (including executive Directors, non-executive Directors and independent non-executive Directors), officer, consultant, advisor, distributor, contractor, customer, supplier, agent, business partner, joint venture business partner or service provider of any member of the Group or any affiliate who the Board or its delegate(s) considers, in its sole discretion, to have contributed or will contribute to the Group
“Employee Participant(s)”	any person who is an employee (whether full-time or part-time), director or officer of any member of the Group, including persons who are granted awards under the 2024 Share Scheme as an inducement to enter into employment contracts with any member of the Group; provided that a person shall not cease to be an employee in the case of (a) any leave of absence approved by the relevant member of the Group; or (b) any transfer of employment among members of the Group or any successor, and provided further that a person shall, for the avoidance of doubt, cease to be an employee with effect from (and including) the date of termination of his/her employment



DEFINITIONS

“ESG”	Environmental, Social and Governance
“ESG Committee”	the ESG committee of the Company
“FinTech”	financial technology
“First Share Award Scheme”	the share award scheme of the Company, which was adopted on May 26, 2017 and amended on September 1, 2017 and May 6, 2021 and terminated on July 9, 2024, further details of which are disclosed in the section headed “Statutory and General Information – Pre-IPO Share Option and Share Award Schemes – First Share Award Scheme” in Appendix IV to the Prospectus and in the circular of the Company dated June 11, 2024
“FITE Regulations”	the Provisions on Administration of Foreign Invested Telecommunications Enterprises 《外商投資電信企業管理規定》 promulgated by the State Council on December 11, 2001 and amended on September 10, 2008 and February 6, 2016, which stipulates that the ultimate foreign equity ownership in a value-added telecommunications services provider shall not exceed 50%, except for online data processing and transaction processing businesses (operating e-commerce business) which may be 100% owned by foreign investors
“GPS”	global positioning system
“Group”, “our Group”, “Yixin Group”, “we”, “us”, or “our”	the Company, its subsidiaries and the Consolidated Affiliated Entity (the financial results of which have been consolidated and accounted for as a subsidiary of our Company by virtue of the New Contractual Arrangements) from time to time
“HKICPA”	the Hong Kong Institute of Certified Public Accountants
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“IFRSs”	International Financial Reporting Standards, as issued from time to time by the International Accounting Standards Board
“IPO”	initial public offering of the Shares on the Main Board
“Listing”	the listing of the Shares on the Main Board

“Listing Committee”	the Listing Committee of the Stock Exchange
“Listing Date”	November 16, 2017, being the date the Shares were listed on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Main Board”	the stock market (excluding the options market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Measures”	the Measures for Cybersecurity Review 《網絡安全審查辦法》 issued by the Cyberspace Administration of China
“Memorandum and Articles of Association”	the memorandum and articles of association of the Company currently in force
“MIIT”	the Ministry of Industry and Information Technology of the PRC
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
“Morespark”	Morespark Limited, a private company limited by shares incorporated under the laws of Hong Kong and wholly-owned by Tencent, and a Controlling Shareholder
“NEV”	new energy vehicle
“New Contractual Arrangements”	the series of contractual arrangements entered into by, among others, Tianjin Kars, Beijing Xulu and its shareholders, details of which are described in the section headed “Report of the Directors – Continuing Connected Transactions – New Contractual Arrangements”
“Nomination Committee”	the nomination committee of the Company
“NYSE”	the New York Stock Exchange
“OEM(s)”	the original equipment manufacturer(s)
“Opinions”	the Opinions on Strictly Cracking Down on Illegal Securities Activities 《關於依法從嚴打擊證券違法活動的意見》
“PRC Legal Advisor”	Han Kun Law Offices, the PRC legal adviser to the Company
“Pre-IPO Share Option Scheme”	the pre-IPO share option scheme adopted by our Company on May 26, 2017, and amended on September 1, 2017, the principal terms of which are set out in the section headed “Statutory and General Information – Pre-IPO Share Option and Share Award Schemes – Pre-IPO Share Option Scheme” of the Prospectus



DEFINITIONS

“Prospectus”	the prospectus of the Company dated November 6, 2017
“PwC”	PricewaterhouseCoopers, the Group’s auditor
“Related Entity”	(i) a holding company of the Company; (ii) subsidiaries of the holding company of the Company other than members of the Group; or (iii) an associated company of the Company
“Related Entity Participant(s)”	any person who is an employee (whether full-time or part-time), director or officer of a Related Entity
“Remuneration Committee”	the remuneration committee of the Company
“Reporting Period”	the year ended December 31, 2025
“RMB”	Renminbi, the lawful currency of the PRC
“SaaS”	software-as-a-service
“Scheme Administrator”	the Board and/or any committee of the Board or other persons to whom the Board has delegated its authority in accordance with the rules of the 2024 Share Scheme
“Second Share Award Scheme”	the share award scheme conditionally approved and adopted by our Company on September 1, 2017 and effective from the Listing Date, the principal terms of which are set out in the section headed “Statutory and General Information – Pre-IPO Share Option and Share Award Schemes” of the Prospectus
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai Changtu” or “Shanghai Yixin”	Shanghai Changtu Financing Lease Co., Ltd.* (上海暢途融資租賃有限公司) (formerly known as Shanghai Yixin Financing Lease Co., Ltd.* (上海易鑫融資租賃有限公司)), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Share(s)”	ordinary share(s) in the share capital of the Company with a par value of US\$0.0001
“Share Option”	an award granted in the form of share option under the 2024 Share Scheme by the Board to the grantee(s), which vests in the form of the right to subscribe for such number of Shares as the Scheme Administrator may determine during the exercise period at the exercise price in accordance with the terms of the 2024 Share Scheme
“Shareholder(s)”	holder(s) of Share(s) from time to time
“Shareholders’ Communication Policy”	the shareholders’ communication policy of the Company
“Singapore Tencent Cloud”	Tencent Cloud International Pte. Ltd., a limited company incorporated under the laws of Singapore and a wholly-owned subsidiary of Tencent

“State Council”	the State Council of the PRC
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Substantial Shareholder”	has the meaning ascribed to it under the Listing Rules
“Tencent”	Tencent Holdings Limited, a company incorporated in the Cayman Islands and listed on the Main Board of the Stock Exchange (stock code: 700), and a Controlling Shareholder
“Tencent Computer”	Shenzhen Tencent Computer System Company Limited* (深圳市騰訊計算機系統有限公司), a company established under the laws of the PRC with limited liability and a subsidiary of Tencent
“Tianjin Hengtong”	Tianjin Hengtong Jiahe Financing Lease Co., Ltd.* (天津恒通嘉合融資租賃有限公司), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Tianjin Kars”	Tianjin Kars Information Technology Co., Ltd.* (天津卡爾斯信息科技有限公可), a wholly foreign-owned enterprise established under the laws of the PRC and a wholly-owned subsidiary of the Company
“United States” or “US”	the United States of America, its territories, possessions and all areas subject to its jurisdiction
“US\$” or “USD”	United States dollars, the lawful currency of the United States
“VIN”	vehicle identification number
“X Star”	X Star Technology Pte. Ltd, a company incorporated under the laws of Singapore with limited liability and an indirect wholly-owned subsidiary of the Company
“Xinche Investment”	Xinche Investment (Shanghai) Co., Ltd.* (鑫車投資(上海)有限公司), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Xinjiang Wanhong”	Xinjiang Wanhong Information Technology Co., Ltd.* (新疆萬鴻信息科技有限公可), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Xinjiang Wanxing”	Xinjiang Wanxing Information Technology Co., Ltd.* (新疆萬興信息科技有限公可), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Yiche Holding”	Yiche Holding Limited, an exempted company incorporated under the laws of the Cayman Islands with limited liability, which is owned as to 75.54% by Morespark



DEFINITIONS

“Yixin HK”

Yixin Holding Hong Kong Limited (易鑫集團香港有限公司), a company incorporated under the laws of Hong Kong on November 27, 2014 and a direct wholly-owned subsidiary of the Company

“Yusheng”

Yusheng Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability

“%”

per cent

** for identification purposes only*

The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this annual report are translations from their Chinese names and are for identification purposes. If there is any inconsistency, the Chinese names shall prevail.

Certain amounts and percentage figures included in this annual report have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them and figures rounded to the nearest thousand, million or billion may not be identical to figures that have been rounded differently to them.

Past Performance and Forward Looking Statements

The operating and financial performance information of the Group set out in this annual report is historical in nature, and past performance should not be taken as an indication of the future results of the Group. This annual report may contain forward-looking statements and opinions, including statements regarding plans, objectives, goals, strategies, future events or performance, and other statements that are not historical facts, and therefore involve inherent risks and uncertainties. Actual results may differ materially from those expressed or implied by the forward-looking statements and opinions. The Directors assume (a) no obligation to correct, update or supplement the forward-looking statements or opinions contained in this annual report; and (b) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect. Investors should not place undue reliance on these forward-looking statements.



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